

SEE BELOW FOR RESTRICTIVE LEGEND(S)

**NOTICE OF ISSUANCE OF STOCK**

**\*8,000,000\* Shares of Common Stock**

**Transcend Media, Inc.**

A Delaware Corporation

Marwan Refaat is the record holder of 8,000,000 shares of Common Stock of Transcend Media, Inc., a Delaware corporation (the "Company"), issued on August 16, 2022, transferable only on the books of the Company by the holder, in person, or by duly authorized attorney, upon delivery of a properly endorsed stock power.

Such shares are issued and shall be held subject to all the provisions of the Certificate of Incorporation and the Bylaws of the Company and any amendments thereto, copies of which are on file at the principal office of the Company and made a part hereof as fully as though the provisions of said Certificate of Incorporation and Bylaws were imprinted in full on this notice, to all of which the holder of this notice, by acceptance hereof, assents.

A statement of all of the rights, preferences, privileges and restrictions granted to or imposed upon the respective classes and/or series of shares of stock of the Company and upon the holders thereof may be obtained by any stockholder upon request and without charge, at the principal office of the Company, and the Company will furnish any stockholder, upon request and without charge, a copy of such statement.

IN WITNESS WHEREOF, the Company has caused this notice of issuance to be signed by its duly authorized officer on August 16, 2022.

**TRANSCEND MEDIA, INC.**

E-signed using Clerky (6df79c6b204215e73054e05bbf0425ef)

By: Marwan Refaat

Marwan Refaat, Chief Executive Officer

## RESTRICTIVE LEGEND(S)

THE SECURITIES REFERENCED HEREIN HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AND HAVE BEEN ACQUIRED FOR INVESTMENT AND NOT WITH A VIEW TO, OR IN CONNECTION WITH, THE SALE OR DISTRIBUTION THEREOF. NO SUCH SALE OR DISTRIBUTION MAY BE EFFECTED WITHOUT AN EFFECTIVE REGISTRATION STATEMENT RELATED THERETO OR AN OPINION OF COUNSEL IN A FORM SATISFACTORY TO THE COMPANY THAT SUCH REGISTRATION IS NOT REQUIRED UNDER THE SECURITIES ACT OF 1933.

THE SHARES REFERENCED HEREIN MAY BE TRANSFERRED ONLY IN ACCORDANCE WITH THE TERMS OF AN AGREEMENT BETWEEN THE COMPANY AND THE STOCKHOLDER, A COPY OF WHICH IS ON FILE WITH AND MAY BE OBTAINED FROM THE SECRETARY OF THE COMPANY AT NO CHARGE.