

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Sanwire Corporation

A Nevada Corporation

3210 21st Street
San Francisco, CA 94110

(805) 465-0818

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ir@sanwirecorporation.com

SIC Code - 79299906

Quarterly Report

For the Period Ending: June 30, 2022 (the
"Reporting Period")

As of June 30, 2022, the number of shares outstanding of our Common Stock was:

1,095,905,821

As of March 31, 2022, the number of shares outstanding of our Common Stock was:

1,010,517,017

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

961,698,067

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐

No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐

No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐

No: ☒

⁵ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Sanwire Corp. – March 2013

NT Mining Corp. – November 2008

777 Sports Entertainment Corp. – February 2005

Oasis Information Systems, Inc. – October 2001

1st Genx, Inc. – April 2001

1st Genx.com, Inc. – August 2000

e-Vegas.com, Inc. – June 1999

e-Casino Gaming Corp. - March 1999

Clear Water Mining, Inc. – February 1997

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The company was incorporated in the state of Nevada on February 10, 1997 as Clear Water Mining, Inc and re-domiciled to the state of Nevada in March of 2018 and is active.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:
None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:
None

The address(es) of the issuer's principal executive office:
**3210 21st Street
San Francisco, CA 94110**

The address(es) of the issuer's principal place of business:
Check box if principal executive office and principal place of business are the same address: X

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:
None

2) Security Information

Trading symbol:	SNWR
Exact title and class of securities outstanding:	Common
CUSIP:	80303U109
Par or stated value:	\$.00001
Total shares authorized:	2,000,000,000 as of date: June 30, 2022

Total shares outstanding:	1,095,905,821	as of date: June 30, 2022
Number of shares in the Public Float ² :	143,738,552	as of date: June 30, 2022
Total number of shareholders of record:	227	as of date: June 30, 2022

Additional class of securities (if any):

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Preferred, Series C	
CUSIP:	N/A	
Par or stated value:	\$.001	
Total shares authorized:	40,000,000	as of date: June 30, 2022
Total shares outstanding:	39,086,775	as of date: June 30, 2022

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Preferred, Series D	
CUSIP:	N/A	
Par or stated value:	\$.001	
Total shares authorized:	1,000,000	as of date: June 30, 2022
Total shares outstanding:	1,000,000	as of date: June 30, 2022

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Preferred, Series E	
CUSIP:	N/A	
Par or stated value:	\$.001	
Total shares authorized:	875,000	as of date: June 30, 2022
Total shares outstanding:	874,774	as of date: June 30, 2022

Transfer Agent

Name: New Horizon Transfer
Phone: (604) 876-5526
Email: sroberts@newhorizontransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

⁶ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

This disclosure has been amended to properly reflect the value per share upon issuance of stock as shown in the table below.

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of Shares outstanding as of January 1, 2020	<u>Opening Balance:</u> Common: 221,053,147 Preferred: 0	
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Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
2/19/2020	Cancellation	(14,500,000)	Common	N/A	N/A	Kanno Group Holdings II – Naiel P. Kanno	Shares cancelled per agreement	N/A	N/A
3/20/2020	New Issuance	19,500,000	Common	\$.0081	Yes	William Dennis Lord	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	3,900,000	Common	\$.0081	Yes	Miguel Palmero	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	1,950,000	Common	\$.0081	Yes	James Urie	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	78,000,000	Common	\$.0081	Yes	Digital Music Universe – Ralph Tashjian	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	11,700,000	Common	\$.0081	Yes	James Barry	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	13,650,000	Common	\$.0081	Yes	Fog City Holdings – Ralph Tashjian	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	7,800,000	Common	\$.0081	Yes	Financial Group – Tod C. Turner	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	234,000,000	Common	\$.0081	Yes	LiveChime, Inc. – Tod C. Turner	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption

3/20/2020	New Issuance	5,850,000	Common	\$.0081	Yes	Tod C. Turner	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	9,750,000	Common	\$.0081	Yes	Christopher Whitcomb	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
3/20/2020	New Issuance	1,950,000	Common	\$.0081	Yes	James Craft	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
5/6/2020	Reissuance	15,000,000	Common	\$.0021	Yes	Kanno Group Holdings, Ltd. – Naiel Kanno	Securities reissued after cancellation	Unrestricted	§ 4(a)(2) Exemption
5/14/2020	New Issuance	37,500,000	Common	\$.0021	Yes	Kanno Group Holdings, Ltd. – Naiel Kanno	Conversion of Note	Unrestricted	§ 4(a)(2) Exemption
6/25/2020	New Issuance	13,592,233	Common	\$.0062	No	Lucas Joyner	Asset Purchase	Restricted	§ 4(a)(2) Exemption
7/01/2020	New Issuance	1,000,000	Preferred Series D	\$.31	Yes	Kanno Group Holdings II, Ltd. Naiel Kanno	Note Retirement	Restricted	§ 4(a)(2) Exemption
7/25/2020	New Issuance	11,000,000	Common	\$.00385	Yes	Kanno Group Holdings, Ltd. – Naiel Kanno	Conversion of Note	Unrestricted	§ 4(a)(2) Exemption
10/19/2020	New Issuance	30,000,000	Common	\$.01	Yes	James Barry	Compensation for Services	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	1,950,000	Preferred Series C	\$.081	Yes	W. Dennis Lord	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	195,000	Preferred Series C	\$.081	Yes	James Craft	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	195,000	Preferred Series C	\$.081	Yes	James Urie	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	975,000	Preferred Series C	\$.081	Yes	Christopher Whitcomb	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	23,400,000	Preferred Series C	\$.081	Yes	LiveChime, Inc Tod C. Turner	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption

11/12/2020	New Issuance	1,170,000	Preferred Series C	\$.081	Yes	James Barry	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	7,800,000	Preferred Series C	\$.081	Yes	Digital Music Universe, S.A. Ralph Tashjian	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	1,365,000	Preferred Series C	\$.081	Yes	Fog City Holdings – Ralph Tashjian	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	390,000	Preferred Series C	\$.081	Yes	Miguel Palmero	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
11/12/2020	New Issuance	1,365,000	Preferred Series C	\$.081	Yes	Brandon Turner	Securities issued for purchase of Intercept Music	Restricted	§ 4(a)(2) Exemption
12/09/2020	New Issuance	2,817,750	Common	\$.0081	Yes	Kelly M. Hennessy	Conversion of Note	Restricted	§ 4(a)(2) Exemption
12/09/2020	New Issuance	281,775	Preferred Series C	\$.081	Yes	Kelly M. Hennessy	Conversion of Note	Restricted	§ 4(a)(2) Exemption
12/16/2020	Cancellation	(100,000,000)	Common	N/A	N/A	Christopher Whitcomb	Shares Cancelled per Agreement	N/A	N/A
12/16/2020	New Issuance	1,000,000	Preferred Series B	\$.01	Yes	Christopher Whitcomb	Issued per Agreement – Intercept Purchase	Restricted	§ 4(a)(2) Exemption
12/24/2020	New Issuance	18,000,000	Common	\$.0035	Yes	Kanno Group Holdings II, Ltd. Naiel Kanno	Conversion of Note	Unrestricted	§ 4(a)(2) Exemption
1/7/2021	New Issuance	20,000,000	Common	\$.01	Yes	PCG Holdings, Inc. – Jeffrey Ransom	Consulting Agreement	Restricted	§ 4(a)(2) Exemption
1/21/2021	New Issuance	20,000,000	Common	\$.01	Yes	Wellfleet International, Inc. – Charles Harbey	Consulting Agreement	Restricted	§ 4(a)(2) Exemption
1/25/2021	New Issuance	3,000,000	Common	\$.01	Yes	Edwin Winfield	Consulting Agreement	Restricted	§ 4(a)(2) Exemption
1/25/2021	New Issuance	3,000,000	Common	\$.01	Yes	Stuart Booker	Consulting Agreement	Restricted	§ 4(a)(2) Exemption
2/16/2021	New Issuance	19,305,020	Common	\$.0026	Yes	Proactive Capital Partners – Jeffrey Ransom	Conversion of Note	Unrestricted	§ 4(a)(2) Exemption

3/15/2021	Cancellation	(1,000,000)	Preferred Series B	N/A	N/A	Christopher Whitcomb	Per Agreement	N/A	N/A
4/29/2021	New Issuance	16,142,050	Common	\$.0031	Yes	Proactive Capital Partners – Jeffrey Ransom	Conversion of Note	Unrestricted	§ 4(a)(2) Exemption
6/16/2021	New Issuance	2,000,000	Common	\$.01	Yes	Edwin Winfield	Consulting Agreement	Restricted	§ 4(a)(2) Exemption
6/16/2021	New Issuance	2,000,000	Common	\$.01	Yes	Stuart Booker	Consulting Agreement	Restricted	§ 4(a)(2) Exemption
6/17/2021	New Issuance	30,000,000	Common	\$.005	Yes	Christopher Whitcomb	Conversion of consulting fees.	Restricted	§ 4(a)(2) Exemption
6/17/2021	New Issuance	12,583,200	Common	\$.012	Yes	Christopher Whitcomb	Cash investment	Restricted	144
7/23/2021	Cancellation	(12,000,000)	Common	N/A	N/A	Christopher Whitcomb	Per agreement	N/A	N/A
12/22/2021	New Issuance	21,116,667	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Conversion of Note	Restricted	§ 4(a)(2) Exemption
12/22/2021	New Issuance	14,781,667	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Conversion of Note	Restricted	§ 4(a)(2) Exemption
12/22/2021	New Issuance	14,649,833	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Conversion of Note	Restricted	§ 4(a)(2) Exemption
12/22/2021	New Issuance	18,685,500	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Conversion of Note	Restricted	§ 4(a)(2) Exemption
12/22/2021	New Issuance	21,971,000	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Conversion of Note	Restricted	§ 4(a)(2) Exemption
12/23/2021	New Issuance	12,000,000	Common	\$.005	Yes	Christopher Whitcomb	Conversion of consulting fees	Restricted	§ 4(a)(2) Exemption
12/23/2021	New Issuance	5,000,000	Common	\$.005	Yes	Jonathan p. Clark	Cash investment	Restricted	144
12/23/2021	New Issuance	5,000,000	Common	\$.005	Yes	Frederick W. Rahr, Jr.	Cash investment	Restricted	144
12/23/2021	New Issuance	10,000,000	Common	\$.005	Yes	Michael J. Spohn	Cash investment	Restricted	144
12/23/2021	New Issuance	6,000,000	Common	\$.005	Yes	Barry Donner	Cash investment	Restricted	144

12/23/2021	New Issuance	15,000,000	Common	\$.005	Yes	Lane 4, LLC – Jonathan Foss	Cash investment	Restricted	144
12/23/2021	New Issuance	10,000,000	Common	\$.005	Yes	Larry B. Grillo	Cash investment	Restricted	144
12/28/2021	New Issuance	11,000,000	Common	\$.005	Yes	Christopher Whitcomb	Conversion of consulting fees	Restricted	§ 4(a)(2) Exemption
12/28/2021	New Issuance	19,950,000	Common	\$.005	Yes	Proactive Capital Partners – Jeffrey Ransom	Conversion of note	Restricted	§ 4(a)(2) Exemption
12/28/2021	New Issuance	8,000,000	Common	\$.005	Yes	Proactive Capital Partners – Jeffrey Ransom	Conversion of note	Restricted	§ 4(a)(2) Exemption
12/29/2021	New Issuance	15,000,000	Common	\$.005	Yes	Gerald J. Quave, Jr.	Cash investment	Restricted	144
12/30/2021	New Issuance	5,000,000	Common	\$.005	Yes	Scott Jasper	Cash investment	Restricted	144
12/30/2021	New Issuance	10,000,000	Common	\$.005	Yes	Charles Merkel	Cash investment	Restricted	144
1/5/2022	Transfer	(91,204,667)	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Cash investment	Restricted	144
1/5/2022	Transfer	9,913,552	Common	\$.005	Yes	Arthur Berrick	Cash investment	Restricted	144
1/5/2022	Transfer	5,948,130	Common	\$.005	Yes	Barry Donner	Cash investment	Restricted	144
1/5/2022	Transfer	5,948,130	Common	\$.005	Yes	Charles Merkel	Cash investment	Restricted	144
1/5/2022	Transfer	4,956,775	Common	\$.005	Yes	Frederick Rahr, Jr.	Cash investment	Restricted	144
1/5/2022	Transfer	4,956,775	Common	\$.005	Yes	Gerald Quave, Jr.	Cash investment	Restricted	144
1/5/2022	Transfer	9,913,552	Common	\$.005	Yes	GSB Holdings – David Clarke	Cash investment	Restricted	144
1/5/2022	Transfer	14,870,327	Common	\$.005	Yes	Joel Gale	Cash investment	Restricted	144
1/5/2022	Transfer	4,956,775	Common	\$.005	Yes	Jonathan Clark	Cash investment	Restricted	144
1/5/2022	Transfer	4,956,775	Common	\$.005	Yes	Joseph Seeman, Jr.	Cash investment	Restricted	144
1/5/2022	Transfer	4,956,775	Common	\$.005	Yes	Lane 4, LLC – Jonathan Foss	Cash investment	Restricted	144

1/5/2022	Transfer	4,956,775	Common	\$.005	Yes	Larry B. Grillo	Cash investment	Restricted	144
1/5/2022	Transfer	4,956,775	Common	\$.005	Yes	Nocosoft, Inc. – Lance Mezhibovsky	Cash investment	Restricted	144
1/5/2022	Transfer	9,913,551	Common	\$.005	Yes	Scott Jasper	Cash investment	Restricted	144
2/23/2022	New Issuance	6,000,000	Common	\$.005	Yes	Frederick Rahr, Jr.	Cash investment	Restricted	144
2/23/2022	New Issuance	14,000,000	Common	\$.005	Yes	Lane 7, LLC – Frederick Rahr, Jr.	Cash investment	Restricted	144
2/28/2022	New Issuance	1,000,000	Common	\$.0085	No	Axiom Financial, Inc. – Darren Bankston	Consulting Services	Restricted	144
3/2/2022	New Issuance	3,961,000	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Cash investment	Restricted	144
3/3/2022	New Issuance	20,000,000	Common	\$.0085	No	Sterling Asset Management, LLC – Harry Datys	Consulting Services	Restricted	144
3/4/2022	Transfer	(3,961,000)	Common	\$.005	Yes	Proactive Capital SPV3, LLC – Tod C. Turner	Cash investment	Restricted	144
3/4/2022	Transfer	430,543	Common	\$.005	Yes	Arthur Berrick	Cash investment	Restricted	144
3/4/2022	Transfer	258,326	Common	\$.005	Yes	Barry Donner	Cash investment	Restricted	144
3/4/2022	Transfer	258,326	Common	\$.005	Yes	Charles Merkel	Cash investment	Restricted	144
3/4/2022	Transfer	215,272	Common	\$.005	Yes	Frederick Rahr, Jr.	Cash investment	Restricted	144
3/4/2022	Transfer	215,272	Common	\$.005	Yes	Gerald Quave, Jr.	Cash investment	Restricted	144
3/4/2022	Transfer	430,543	Common	\$.005	Yes	GSB Holdings – David Clarke	Cash investment	Restricted	144
3/4/2022	Transfer	645,815	Common	\$.005	Yes	Joel Gale	Cash investment	Restricted	144
3/4/2022	Transfer	215,272	Common	\$.005	Yes	Jonathan Clark	Cash investment	Restricted	144
3/4/2022	Transfer	215,272	Common	\$.005	Yes	Joseph Seeman, Jr.	Cash investment	Restricted	144

3/4/2022	Transfer	215,272	Common	\$.005	Yes	Lane 4, LLC – Jonathan Foss	Cash investment	Restricted	144
3/4/2022	Transfer	215,272	Common	\$.005	Yes	Larry B. Grillo	Cash investment	Restricted	144
3/4/2022	Transfer	215,272	Common	\$.005	Yes	Nocosoft, Inc. – Lance Mezhibovsky	Cash investment	Restricted	144
3/4/2022	Transfer	430,543	Common	\$.005	Yes	Scott Jasper	Cash investment	Restricted	144
3/30/2022	New Issuance	5,000,000	Common	\$.005	Yes	Frederick Rahr, Jr.	Cash investment	Restricted	144
3/31/2022	New Issuance	10,000,000	Common	\$.005	Yes	Michael J. Spohn	Cash investment	Restricted	144
3/31/2022	New Issuance	5,000,000	Common	\$.005	Yes	Frederick Rahr, Jr.	Cash investment	Restricted	144
4/1/2022	New Issuance	5,000,000	Common	\$.005	Yes	Kathleen & Brooke Datys	Cash investment	Restricted	144
4/11/2022	New Issuance	16,142,050	Common	\$.00309	Yes	Kanno Group Holdings II, Ltd. Naiei Kanno	Debt Conversion	Unrestricted	§ 4(a)(2) Exemption
4/11/2022	New Issuance	10,000,000	Common	\$.005	Yes	Barry Donner	Cash investment	Restricted	144
4/11/2022	New Issuance	10,000,000	Common	\$.005	Yes	GSB Holdings – David Clarke	Cash investment	Restricted	144
4/11/2022	New Issuance	10,000,000	Common	\$.005	Yes	Joel Gale	Cash investment	Restricted	144
4/11/2022	New Issuance	10,000,000	Common	\$.005	Yes	Larry B. Grillo	Cash investment	Restricted	144
4/21/2022	New Issuance	10,000,000	Common	\$.005	Yes	Scott Jasper	Cash investment	Restricted	144
5/4/2022	New Issuance	874,774	Preferred Series E	\$.15	Yes	Kanno Group Holdings II, Ltd. Naiei Kanno	Debt Conversion	Restricted	§ 4(a)(2) Exemption
5/5/2022	New Issuance	6,000,000	Common	\$.005	Yes	Barry Donner	Cash investment	Restricted	144
5/9/2022	New Issuance	3,246,754	Common	\$.0077	No	David Miller	Consulting Services	Restricted	144
5/11/2022	New Issuance	5,000,000	Common	\$.005	Yes	Joseph Seeman, Jr.	Cash investment	Restricted	144

Shares Outstanding on June 30, 2022	<u>Ending Balance:</u> Common: 1,095,905,821 Preferred: 40,961,549								
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B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting/investment control disclosed.)	Reason for Issuance (e.g. Loan, Services, etc.)
9/7/2021	\$25,000	\$25,000	\$2,500	9/6/2022	50% discount to lowest closing bid price within 30 previous trading days.	Stout, LLC – Matt Stout	Services
10/7/2021	\$115,000	\$115,000	\$8,625	10/6/2022	Fixed rate of \$.003	Trillium Partners, L.P. – Steven Hicks	Investment
3/1/2022	\$20,000	\$20,000	\$667	2/28/2023	Fixed rate of \$.003	Frondeur Partners, LLC – Steven Hicks	Services

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: **Christopher Whitcomb**
Title: **Chief Executive Officer**
Relationship to Issuer: **Chief Executive Officer**

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Statement of Changes in Shareholders' Equity
G. Financial notes; and

H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date

Financial Statements are provided starting on page 16.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The company is in the entertainment industries with a focus on the distribution and promotion of music for independent artists and labels.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

The company has purchased a wholly owned subsidiary by the name of Intercept Music, Inc. It is a music artists service company that offers social media marketing, music distribution, merchandise, and expert coaching to musicians. They also offer label services to independent artists.

Tod Turner – President of Intercept Music
tod.turner@interceptmusic.com

- C. Describe the issuers' principal products or services, and their markets

Principal product or service is focused in and around the entertainment business with a focus on the music industry, specifically promotion and distribution of music for independent artists.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The issuer does not own any real property and maintains its principal office at 3210 21st Street, San Francisco, CA 94110

7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Christopher Whitcomb	CEO and Chairman	Camarillo, CA	138,333,200	Common	12.62%	
LiveChime, Inc. – Tod C. Turner	President of Intercept Music & Shareholder (Owner of more than 5%)	Enumclaw, WA	247,650,000	Common	22.6%	Tod C. Turner, CEO of LiveChime Enumclaw, WA
Digital Music Universe – Ralph S. Tashjian	Chairman of Intercept Music & Shareholder (Owner of more than 5%)	San Francisco, CA	91,650,000	Common	8.36%	Ralph Tashjian, CEO of Digital Music Universe San Francisco, CA
LiveChime, Inc. – Tod C. Turner	Shareholder (Owner of more than 5%)	Enumclaw, WA	23,400,000	Preferred Series C	59.87%	Tod C. Turner, CEO of LiveChime Enumclaw, WA
Digital Music Universe – Ralph S. Tashjian	Shareholder (Owner of more than 5%)	San Francisco, CA	7,800,000	Preferred Series C	19.96%	Ralph Tashjian, CEO of Digital Music Universe San Francisco, CA

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

NONE

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

NONE

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

NONE

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

NONE

Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Anthony L.G., PLLC
Firm: Anthony L.G., PLLC
Address 1: 625 N. Flagler Drive, Suite 600
Address 2: West Palm Beach, FL 33401

Accountant or Auditor

Name: Noha Sahyoun
Firm: NS SBC
Address 1: 3435 Ocean Park Blvd., Suite 107-871
Address 2: Santa Monica, CA 90405

Investor Relations Consultant

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

None.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Christopher Whitcomb, certify that:

1. I have reviewed this quarterly disclosure statement of Sanwire Corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 11, 2022

/s/: Christopher Whitcomb

Principal Financial Officer:

I, Christopher Whitcomb, certify that:

1. I have reviewed this quarterly disclosure statement of Sanwire Corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 11, 2022

/s/: Christopher Whitcomb

SANWIRE CORPORATION
CONSOLIDATED FINANCIAL STATEMENTS
For the year ended June 30, 2022
(Unaudited)

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Sanwire Corporation
Consolidated Balance Sheet
June 30, 2022
(Unaudited)

Assets

Current Assets	
Cash	\$ 42,707
Receivables	157,573
Prepaid Expenses	99,166
Inventory	1,190
Total Current Assets	<u>300,636</u>
Intangible Assets	
Licenses	254,000
Software, Less Accumulated Amortization of \$465,083	930,167
Total Fixed Assets	<u>1,184,167</u>
Total Assets	<u><u>\$ 1,484,803</u></u>

Liabilities And Equity

Current Liabilities	
Accounts Payable	\$ 133,497
Accrued Expenses	1,068,000
Other Payables	429,864
Total Current Liabilities	<u>1,631,361</u>
Long Term Liabilities	
Notes Payable	1,340,442
Convertible Notes Payable	285,411
Interest Payable	332,000
Total Long Term Liabilities	<u>1,957,853</u>
Total Liabilities	<u><u>3,589,214</u></u>
Equity	
Common Stock: Authorized 2,000,000,000, par value \$.00001	11,120
Issued and outstanding: 1,112,047,871	
Preferred Stock	40,218
Additional Paid in Capital	17,935,749
Stockholders' Deficit	(20,091,498)
Total Equity	<u><u>(2,104,411)</u></u>
Total Liabilities and Equity	<u><u>\$ 1,484,803</u></u>

No assurance is provided on these financial statements.

Sanwire Corporation
Consolidated Statement Of Operations
For The Quarter Ended June 30, 2022
(Unaudited)

Income

Gross Sales	\$ 58,008
Less: Cost of Goods Sold	(41,457)
Gross Profit	<u>16,551</u>
General & Administrative Expenses	
Amortization	116,271
Customer Service	49,701
Dues & Subscriptions	26,174
Executive Compensation	148,500
Office and Miscellaneous	24,034
Outside Services	205,454
Payroll	40,971
Sales and Marketing	226,498
Taxes	2,016
Travel	686
Total General & Administrative Expenses	<u>840,305</u>
Net Ordinary Loss	<u>(823,754)</u>
Other Income/ Expenses	
Interest Expense	(34,830)
Net Other Income/ Expenses	<u>(34,830)</u>
Net Income	<u>\$ (858,584)</u>
Net Loss per Share Basic & Diluted	<u>\$ (0.0008)</u>
Weighted Average Number of Shares Outstanding	<u>1,069,353,469</u>

No assurance is provided on these financial statements.

Sanwire Corporation
Consolidated Statement Of Cash Flows
For The Quarter Ended June 30, 2022
(Unaudited)

Cash Flows From Operating Activities:	
Net Income/(Loss)	\$ (858,584)
Adjustment to Reconcile Change in Equity to Net Cash Used In Operating Activities	
Increase in Accounts Receivable	(88,790)
Decrease in Prepaids	97,500
Decrease in Entertainment Asset	44,500
Decrease in Accumulated Amortization	116,271
Increase in Accounts Payable	14,703
Increase in Accrued Expenses	145,700
Decrease in Other Payables	(27,222)
Net Cash Used In Operating Activities	<u>(555,922)</u>
Cash Flows from Financing Activities:	
Decrease in Long Term Notes Payable	-
Increase in Interest Payable	24,765
Increase in Convertible Notes Payable	30,000
Issuance of Common Stock	853
Issuance of Preferred Stock	131
Increase in Contributions in Excess of Par	440,024
Net Cash Provided By Financing Activities	<u>495,773</u>
Net Decrease in Cash	(60,149)
Cash at Beginning of Period	<u>102,856</u>
Cash at End of Period	<u><u>\$ 42,707</u></u>

No assurance is provided on these financial statements.

Sanwire Corporation
Consolidated Statement of Changes in Shareholders' Equity
For The Quarter Ended June 30, 2022
(Unaudited)

	Preferred stock		Common stock		Additional	Accumulated	
	Shares	\$	Shares	\$	Paid-In Capital	Deficit	Total
Net Equity of Sanwire at March 31, 2022	40,086,775	\$ 40,087	1,026,659,067	\$ 10,267	\$ 17,485,157	\$ (17,053,448)	\$ 482,062
Cash Investment	-	-	66,000,000	660	329,340		330,000
Common stock issued for consulting fees	-	-	3,246,754	32	24,967		24,999
Common stock issued for debt conversion			16,142,050	161	-		161
Common stock cancellable			13,592,233	-	(44,500)		(44,500)
Preferred stock issued for debt conversion	131,216	131			131,085		131,216
Sanwire Net Loss, Quarter Ended June 30, 2022						(147,188)	(147,188)
Balance, June 30, 2022	40,217,991	40,218	1,125,640,104	11,120	17,926,049	(17,200,636)	776,751
Net Equity of Intercept at March 31, 2022					9,700	(2,179,466)	(2,169,766)
Intercept Net Loss, Quarter Ended June 30, 2022			-			(711,396)	(711,396)
Consolidated Balance, June 30, 2022	40,217,991	\$ 40,218	1,125,640,104	\$ 11,120	17,935,749	\$ (20,091,498)	\$ (2,104,410)

No assurance is provided on these financial statements.

Sanwire Corporation
Consolidated Notes to the Financial Statements
June 30, 2022

Note 1—Nature of Operations and Continuance of Business

Sanwire Corporation (the “Company”) was incorporated in the State of Nevada on February 10, 1997. On March 22, 2013, the Company exercised its option under a license agreement to acquire 100% ownership of the iPMine communication and mine safety system. On May 28, 2013, the Company completed the acquisition of Tulsa, Oklahoma-based Aeronetworks LLC (“Aero”). The Company has broadened its business plan to include wireless application in the mining sector through the acquisition of iPMine, which is operated under its subsidiary, iTerra Technologies, Inc. (“iTerra”), and Aero plays a role in the design and deployment of the underground network. iTerra is a designer, developer, manufacturer and marketer of a real-time 2-way wireless and/or wireline communications, and mine safety solution for the global mining and industrial industry. Aero provides advanced telecommunications and broadband services to rural communities and Native American tribes with focus on the public safety, education and healthcare sectors. On February 3, 2018, the Company sold both iTerra Technologies, Inc. and Aeronetworks, LLC in exchange for the buyer assuming \$1,087,500 of the Company’s convertible debt. Pursuant to the agreement, the holder agreed to cancel the remaining balance of the note due him by the Company.

On September 12, 2017 the Company acquired Squeeze Report from Sandra Dubeau, pursuant to that agreement dated September 12, 2017. The agreement includes the purchase of 100% of the shares of Squeeze Report, Inc., in exchange for 150,000,000 shares of the Company’s \$.00001 par value common stock and requires the resignation of all current executives and directors. Sandra Dubeau has been appointed as the Chief Executive Officer, Chairwoman of the board and corporate secretary. Squeeze Report Inc. is a software company with proprietary predictive stock trading algorithm software and two-dimensional artificial intelligence software that operates squeeze reports technology. On February 5, 2018 Sandra Dubeau rescinded the asset purchase and sale agreement executed by Dubeau and Sanwire on September 12, 2017. Material matters that affected the situation of the Company were discovered and it was agreed upon by Dubeau and the Company that the cancellation of the agreement was in the best interests of both Dubeau and the Company. The terms of the cancellation called for the Company to return 100% of the assets acquired and for Dubeau to cancel 100% of the shares, issued to her of the Company, and return the shares that were transferred to her by previous management, pursuant to the original agreement dated September 12, 2017.

On June 29, 2018, the Company entered into an agreement with the CEO to purchase certain entertainment assets as well as an interest in a medical device company. Under this agreement the Company shall receive three entertainment assets, a trailer for an episodic series, a sizzle reel for a docuseries about the battle against active shooters, as well as the rights to a feature film. The Company will receive all rights and interest in and to these projects as well as any future rights or revenue streams which may be associated. The medical device interest is in the sleep apnea field. The purchase price of these assets was settled at 80,000,000 shares of the Company’s common stock. In 2018, management determined the medical device investment was of no commercial value and was written off entirely. In 2019, the entertainment assets were determined to be of no commercial value and were written off accordingly. No future economic benefit is expected.

On March 5, 2020 the Company purchased 100% of the issued and outstanding stock of Intercept Music, Inc. (the “Subsidiary”). Intercept Music (www.interceptmusic.com) is an online platform that allows any of the 12+ million independent musicians to upload their music, and distribute and collect royalties from over 85 retailers (Spotify, iTunes, Pandora, Amazon, Google) in over 230 countries and territories. The software programmatically promotes the artists’ entire business, including their music, merchandise and performances in social media, playlists and even online radio. Artists can also track sales, monitor their marketing success, get state of the art analytics, and advice from experts.

These financial statements have been prepared on a going concern basis, which implies the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The continuation of the Company as a going concern is dependent upon the continued financial support from its shareholders, the ability of management to raise additional equity capital through private and public offerings of its common stock, and the attainment of profitable operations. These factors raise substantial doubt regarding the Company's ability to continue as a going concern. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Note 2—Summary of Significant Accounting Policies

Basis of Presentation and Principles of Consolidation

These financial statements and related notes are presented in accordance with accounting principles generally accepted in the United States. These financial statements are expressed in US dollars. The Company's fiscal year-end is December 31.

Principles of Consolidation

The accompanying consolidated financial statements include all of the accounts of the Company and its wholly owned subsidiary, Intercept Music, Inc. All intercompany balances and transactions have been eliminated on consolidation.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company regularly evaluates estimates and assumptions related to allowance for doubtful accounts, the estimated useful lives and recoverability of long-lived assets, fair value of convertible debt, stock-based compensation, and deferred income tax asset valuation allowances. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected.

Cash and Cash Equivalents

The Company considers all highly liquid instruments with maturity of three months or less to be cash equivalents.

Revenue Recognition

The Company recognized revenue from a subscription-based service with recurring revenue charged monthly to customers' credit cards. The Company recognizes revenue in accordance with FASB ASC 606 "*Recognizing Revenue in Contracts with Customers*." Revenue consisted of subscription fees and was recognized only when the customers' cards are charged, and price was fixed or determinable, and persuasive evidence of an arrangement existed.

Accounts Receivable

The Company recognizes allowances for doubtful accounts to ensure accounts receivable are not overstated due to the inability or unwillingness of its customers to make required payments. The allowance is based on the age of receivable and the specific identification of receivables the Company considers at risk.

Property and Equipment

Property and equipment are stated at cost. The Company depreciates the cost of property and equipment over their estimated useful lives at the following annual rates:

Computer equipment 55% declining balance

Long-lived Assets

In accordance with ASC 360, "Property, Plant and Equipment", the Company tests long-lived assets or asset groups for recoverability when events or changes in circumstances indicate that their carrying amount may not be recoverable. Circumstances which could trigger a review include, but are not limited to: significant decreases in the market price of the asset; significant adverse changes in the business climate or legal factors; accumulation of costs significantly in excess of the amount originally expected for the acquisition or construction of the asset; current period cash flow or operating losses combined with a history of losses or a forecast of continuing losses associated with the use of the asset; and current expectation that the asset will more likely than not be sold or disposed significantly before the end of its estimated useful life. Recoverability is assessed based on the carrying amount of the asset and its fair value, which is generally determined based on the sum of the undiscounted cash flows expected to result from the use and the eventual disposal of the asset, as well as specific appraisal in certain instances. An impairment loss is recognized when the carrying amount is not recoverable and exceeds fair value.

Foreign Currency Translation

The Company's functional and reporting currency is the United States dollar. Monetary assets and liabilities denominated in foreign currencies are translated in accordance with FASB ASC 830 "Foreign Currency Translation." using the exchange rate prevailing at the balance sheet date. Gains and losses arising on settlement of foreign currency denominated transactions or balances are included in the determination of income. The Company has not, to the date of these financial statements, entered into derivative instruments to offset the impact of foreign currency fluctuations.

Advertising Cost

The Company expenses advertising costs as incurred.

Income Taxes

The Company has adopted FASB ASC 740 "Accounting for Income Taxes" as of its inception wherein the Company is required to compute tax asset benefits for net operating losses carried forward. Potential benefit of net operating losses have not been recognized in these financial statements because the Company cannot be assured it is more likely than not it will utilize the net operating losses carried forward in future years.

Website Development Costs

The Company recognizes the costs associated with developing a website in accordance with FASB ASC 350-50 “Website Development Costs.” Accordingly, costs associated with the website consist primarily of website development costs paid to a third party. These capitalized costs are amortized based on their estimated useful life over three years upon the website becoming operational. Internal costs related to the development of website content will be charged to operations as incurred.

Loss Per Share

The Company computes loss per share in accordance with ASC 260, “Earnings per Share” which requires presentation of both basic and diluted earnings per share (“EPS”) on the face of the income statement. Basic EPS is computed by dividing the loss available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method. In computing diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is anti-dilutive.

Stock-Based Compensation

The Company records stock-based compensation in accordance with ASC 718, “Compensation – Stock Compensation”, using the fair value method. All transactions in which goods or services are the consideration received for the issuance of equity instruments are accounted for based on the fair value of the consideration received or the fair value of the equity instrument issued, whichever is more reliably measurable. The Company uses the Black-Scholes option pricing model to calculate the fair value of stock-based awards. This model is affected by the Company’s stock price as well as assumptions regarding a number of subjective variables. The value of the portion of the award that is ultimately expected to vest is recognized as an expense in the consolidated statement of operations over the requisite service period.

Derivative Instruments

The Company follows FASB ASC 815, “*Derivatives and Hedges*.” This standard establishes accounting and reporting requirements for derivative instruments, including certain derivative instruments embedded in other contracts, and for hedging activities. It requires that an entity recognize all derivatives as either assets or liabilities in the balance sheet and measure those instruments at fair value. If certain conditions are met, a derivative may be specifically designated as a hedge, the objective of which is to match the timing of gain or loss recognition on the hedging derivative with the recognition of (i) the changes in the fair value of the hedged asset or liability that are attributable to the hedged risk or (ii) the earnings effect of the hedged forecasted transaction. For a derivative not designated as a hedging instrument, the gain or loss is recognized in income in the period of change. The Company has not entered into derivative contracts to hedge existing risks or for speculative purposes.

Recently issued accounting pronouncements

The Company adopts new pronouncements relating to generally accepted accounting principles applicable to the Company as they are issued, which may be in advance of their effective date. Management does not believe that any pronouncement not yet effective but recently issued by the FASB (including its Emerging Issues Task Force), the AICPA or the SEC would, if adopted, have a material effect on the accompanying financial statements.

Fair Value Measurements

The Company follows the guidelines in ASC Topic 820 “Fair Value Measurements and Disclosures.” Fair value is defined as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, which are required to be recorded at fair value, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk.

The Company applies the following fair value hierarchy, which prioritizes the inputs used to measure fair value into three levels and bases the categorization within the hierarchy upon the lowest level of input that is available and significant to the fair value measurement:

Level 1 — Quoted prices in active markets for identical assets or liabilities.

Level 2 — Observable inputs other than quoted prices in active markets for identical assets and liabilities, quoted prices for identical or similar assets or liabilities in inactive markets, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities

Level 3—inputs are generally unobservable and typically reflect management’s estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques, including option pricing models and discounted cash flow models.

ASC Topic 820, in and of itself, does not require any fair value measurements. As at June 30, 2022, the Company did not have assets or liabilities subject to fair value measurement.

Comprehensive Loss

ASC 220, “Comprehensive Income,” establishes standards for the reporting and display of comprehensive loss and its components in the financial statements. As at June 30, 2022, the Company had no items that represent a comprehensive loss and, therefore, has not included a schedule of comprehensive loss in the consolidated financial statements.

Note 3— Short Term Notes Payable

As at March 31, 2022, the Company had a short-term note payable to Kanno Group Holdings II, Ltd. (“Kanno”) in the amount of \$340,442, bearing no interest, with regular monthly payments.

Note 4—Long Term Notes Payable

At June 30, 2022, the Company had a long term note payable to Digital Music Universe for \$250,000 with a stated interest rate of 8%. Accrued and unpaid interest on June 30, 2022 was \$67,741.

At June 30, 2022, the Company had a long term note payable to LiveChime, Inc. for \$750,000 with a stated interest rate of 8%. Accrued and unpaid interest on June 30, 2022 was \$197,779.

Note 5—Convertible Notes Payable

At June 30, 2022, the Company had outstanding convertible notes as follows:

(a) During the quarter ended September 30, 2021, the Company issued a 12-month convertible note with a \$25,000 face value and an annual interest rate of 12%, issued to Stout, LLC. The note is convertible fifty percent (50%) (“Discount”) of the lowest closing bid price for the Company’s common stock during the thirty (30) trading days immediately preceding the date of delivery by Holder to Company of the Conversion Notice (the “Conversion Price”). As at June 30, 2022, the accrued and unpaid interest on this note was \$2,500.

(b) During the quarter ended December 31, 2021, the Company issued a 9-month convertible note with a \$115,000 face value, an original issue discount (OID) of \$15,000 and an annual interest rate of 10%, issued to Trillium Partners, L.P. (“Trillium”). The note is convertible at a fixed rate of \$.003. As at June 30, 2022, the unpaid interest on this note was \$8,625.

(c) During the quarter ended March 31, 2022, the Company issued a 12-month convertible note with a \$20,000 face value and an annual interest rate of 10%, issued to Frondeur Partners, LLC (“Frondeur”). The note is convertible at a fixed rate of \$.003. As at June 30, 2022, the unpaid interest on this note was \$667.

(d) The Company’s subsidiary Intercept Music has three convertible notes for a total of \$32,000 bearing interest at 8% per annum. As at June 30, 2022, the combined accrued and unpaid interest on these notes was \$8,100.

Note 6—Preferred Stock

Series C Convertible Preferred Stock – The Company filed a certificate of designation with the Secretary of state of Nevada to designate a new class of preferred stock. The series C convertible preferred stock was issued for the purchase of Intercept Music, pursuant to the stock purchase agreement. The series holds no voting rights until converted and converts and the rate of one preferred share to 10 shares of fully paid common stock. The series par value is \$0.001 per share.

Series D Convertible Preferred Stock – The Company filed a certificate of designation with the Secretary of state of Nevada to designate a new class of preferred stock. The series D convertible preferred stock was issued to a shareholder in exchange for the cancellation of a convertible note. The series holds no voting rights until converted and converts and the rate of one preferred share to 30 shares of fully paid common stock. The series par value is \$0.001 per share.

Series E Convertible Preferred Stock – On December 30, 2021, the entered into an agreement with Kanno Group Holdings II, Ltd. (“Kanno”) in which Kanno agreed to convert \$131,216 in accrued unpaid interest into a newly created class of preferred stock, known as Series E Convertible Preferred Stock. The Series E Preferred Stock shall be designated the same as the Series D Convertible Preferred Stock previously issued to Kanno. The Series E Preferred Stock was issued to Kanno during quarter ended June 30, 2022.

Note 7—Related Party Transactions

(a) During the quarter ended June 30, 2022, the Company incurred consulting fees of \$45,000 to the CEO and Chairman of the Board of the Company. The accrued liability of consulting fees payable at June 30, 2022 was \$262,000.

(b) At June 30, 2022, the Company has a non-interest bearing loan payable to a shareholder of the Company. The value of the loan payable balance on June 30, 2022 was \$209,923.

(c) Note 3 describes the long term notes of the Company payable to the Digital Music Universe and LiveChime, Inc. The owners of each of those notes are shareholders of the Company as well.

Note 8—Commitments

On June 30, 2018, the Company entered into an agreement with a consultant to become the Chief Executive Officer and Chairman of the Board of the Company. Commencing March 1, 2018, the Company is to pay the Chief Financial Officer \$7,500 per month for the first year, \$10,000 per month for the second year, and \$12,500 per month for the third year. The Chief Executive Officer shall also be issued 35,000,000 shares of the Company's \$.00001 par value common stock as a signing bonus. The original consulting agreement was for a term of 3 years with two automatic one year extensions.

On November 1, 2019, the consulting agreement was amended by mutual agreement of the parties to pay the Chief Executive Officer and Chairman \$15,000 per month effective immediately. All other terms and conditions remained the same and in full force and effect. On January 1, 2021, the consulting agreement was amended by mutual agreement of the parties to pay the Chief Executive Officer and Chairman \$10,000 per month effective immediately. On July 1, 2021, the consulting agreement was amended by mutual agreement of the parties to pay the Chief Executive Officer and Chairman \$15,000 per month effective immediately.

Note 9—Subsequent Events

Subsequent events have been evaluated by management through August 14, 2022 which is the date the financial statements were available to be reported.