Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

CYduct Diagnostics, Inc.

A Nevada Corporation

1698 Post Road E.
Westport, CT 06880

Phone: 888-545-9112
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www.cyductdx.com
info@cyductdx.com
SIC Code: 3841

Annual Report
For the Year Ended: June 30, 2022
(the "Reporting Period")

As of June 30, 2022, the number of shares outstanding of our Common Stock was: 5,141,239

As of March 31, 2022, the number of shares outstanding of our Common Stock was: 5,141,239

As of June 30, 2021, the number of shares outstanding of our Common Stock was: 5,141,239

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 Control[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

[1] "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.

a) CYduct Diagnostics, Inc.
b) Solos Endoscopy, Inc. until 12-20
c) ViaDux Health, Inc. until 3-06
d) Prime Capital Resources, Inc. until 9-16-05 State of Incorporation changed from Florida to Nevada concurrent with the name change
e) MobileVest, Inc. until 8-02

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):

February 2, 2005, State of Nevada, 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:

1698 Post Road E.
Westport, CT 06880

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: ☒

Has the issuer or any of its predecessors 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:	CYDX	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	23256Q105	
Par or stated value:	$0.001	
Total shares authorized:	250,000,000	as of date: June 30, 2022
Total shares outstanding:	5,141,239	as of date: June 30, 2022
Number of shares in the Public Float[2]:	739,841	as of date: June 30, 2022
Total number of shareholders of record:	601	as of date: June 30, 2022

All additional classes of securities (if any):

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Series B Convertible Preferred Stock	
CUSIP:	N/A	
Par or stated value:	$0.001	
Total shares authorized:	1,000,000	as of date: June 30, 2022
Total shares outstanding:	Zero	as of date: June 30, 2022

Transfer Agent

Name: Pacific Stock Transfer
Phone: 702-361-3033
Email: joslyn@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas, NV 89119

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

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.

[2] "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.

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

A. Changes to the Number of Outstanding Shares

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: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date 7/1/20 Common: 1,247,087,723 Preferred: Zero									
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**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
12/1/2020	Reverse Stock Split	-1,242,096,514	Common	N/A	N/A	N/A	1 for 250 Reverse Stock Split	N/A	N/A
02/09/2021	Security Issue	1	Common	N/A	N/A	Hare & Co. Individual Name Not Available**	Round-up from Above Reverse Split	Restricted	N/A
03/03/2021	Security Issue	29	Common	N/A	N/A	Investor Company*** Individual Name Not Available**	Round-up from Above Reverse Split	Restricted	N/A
4/12/2021	Security Issue	150,000	Common	N/A	N/A	HHC Preferred LLC Waveland Venture Partners, LLC, Managing Partner Vickie J Greer, Manager	Issued for Purchase of Assets	Restricted	N/A
Shares Outstanding on Date of This Report: Ending Balance Date 6/30/22 Common: 5,141,239 Preferred: Zero									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

** We attempted to obtain the names of the individuals in control positions at these entities. We contacted our transfer agent and they had no records of the individuals. We also did internet searches which were also unsuccessful.

*** "Investor Company" is the actual legal name of this entity.

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.)
11/04/2021	$106,521	100,000	$6,521	12/31/2023	Convertible to common stock at a 20% discount to market value.	Maichen Family Trust Jeff Maichen	Loan
03/17/2022	$102,877	100,000	$2,877	12/31/2023	Convertible to common stock at a 20% discount to market value.	Maichen Family Trust Jeff Maichen	Loan
06/02/2020	$244,257	$240,000	$4,257	06/02/2050	N/A	U. S. Small Business Administration	Economic Injury Disaster Loan
09/07/2018	$43,357	$40,000	$3,357	03/04/2020	*	Just Marketing Group Adam Rossique	Purchase of Preferred Stock
09/28/2018	$43,222	$40,000	$3,222	*09/27/2019	*	Infinite Investments Nathaniel Rossique	Purchase of Preferred Stock

Use the space below to provide any additional details, including footnotes to the table above:

*In the event this Note is not repaid, or deemed repaid, in full on or before the Maturity Date of this Note, then on and after the Maturity Date the Holder shall have the right, but not the obligation, to convert the unpaid balance of this Note, principal and accrued interest, into that number of shares of the Maker's Common Stock as shall equal the quotient of a fraction, (x) the numerator of which shall be the amount of the unpaid balance of this Note and (y) the denominator of which shall be the product of (i) the average closing bid price of the Maker's Common Stock for the 10 days on which such Stock actually traded on the OTC immediately preceding the Maker's receipt of Holder's written notice of conversion, and (ii) .50 (resulting in the Holder receiving a 50% discount to such average closing price).

The holder of the note originally due on September 27, 2019 has agreed to extend the maturity of that note until September 27, 2021, under the same terms. The Issuer has not received any notices of default with respect to these notes.

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:	Claus Madsen
Title:	Chief Financial Officer
Relationship to Issuer:	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 Retained Earnings (Statement of Changes in Stockholders' 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").

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 Statements must be compiled in one document.

The financial statements, along with auditor's report, for years ended June 30, 2022 and 2021 are attached to this disclosure statement.

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.

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[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.

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")

CYduct Diagnostics, Inc., develops, produces, and markets medical products for the assessment, identification, diagnosis and ultimately treatment of early-stage breast disease.

The CYduct technology platform of MammoView devices are single-use, high-margin products which assess, screen, detect, monitor and treat identifiable changes that distinguish variations in breast health. CYduct markets these products through its Solos Endoscopy division, along with a line of branded surgical instruments, manufactured by third parties to its own design specifications, for the general surgical market, mainly endoscopes, hand-held surgical instruments and video equipment, for the minimally invasive surgery market, all of which can be found on its website at: www.SolosEndoscopy.com.

B. Please list any subsidiaries, parents, or affiliated companies.

None

C. Describe the issuers' principal products or services.

CYduct's two primary products (MammoView & HALO) help to assess and diagnose breast disease at its earliest stages, allowing for better clinical decisions, thus enhancing women's health and quality of life.

CYduct's MammoView product is a fiberoptic technology with the ability to view and collect epithelial cells and other abnormalities in the tiny milk ducts of the breasts — abnormalities so small they are often missed on mammogram and ultrasound tests.

The CYduct HALO system (which was recently acquired and is currently being updated) is a noninvasive device that utilizes proprietary technology to obtain nipple aspirate fluid ("NAF") samples that can then be used to perform molecular diagnostics and facilitate early identification of breast cancer risk.

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 and the extent in which the facilities are utilized.

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 Company rents offices at 1698 Post Road E., Westport CT 06880.

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% of 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 (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or 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
Dom Gatto	Officer, Director, More that 5% Beneficial Owner	Branford, CT	4,475,133 Zero	Common Preferred	89.7%	None
Claus Madsen	Officer	Flower Mound, TX	None	N/A	N/A	None

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities 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

B. 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: Laura Anthony, Esq.
Firm: Anthony L. G., PLLC
Address 1: 625N Flagler, Suite 600
Address 2: West Palm Beach, FL 33401
Phone: 561-514-0936
Email: lanthony@anthonypllc.com

Accountant or Auditor

Name: Frank Parrish
Firm: TPS Thayer
Address 1: 1600 Hwy 6, Suite 100
Address 2: Sugar Land, TX 77478
Phone: 281-552-8430
Email: info@tpscpas.com

Investor Relations

Name: None
Firm:
Address 1:
Address 2:
Phone:
Email:

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

General Counsel

Name:	Richard Klein, Esq.
Address 1:	70 Taymil Rd., Suite 200
Address 2:	New Rochelle, NY 10804-2802
Phone:	914-498-4187
Email:	rgklawfirm@gmail.com

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, Dom Gatto, certify that:

1. I have reviewed this annual disclosure statement of CYduct Diagnostics, Inc.;

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.

September 28, 2022

/s/ Dom Gatto

Principal Financial Officer:

I, Claus Madsen, certify that:

1. I have reviewed this annual disclosure statement of CYduct Diagnostics, Inc.;

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.

September 28, 2022

/s/ Claus Madsen

CYduct Diagnostics, Inc.

Financial Statements for the Years ended June 30, 2022 and 2021

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders

CYduct Diagnostics, Inc.

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of CYduct Diagnostics, Inc. (the Company) as of June 30, 2022 and 2021, and the related statements of operations, stockholders' deficit, and cash flows for each of the years in the periods ended June 30, 2022 and 2021, and the related notes (collectively referred to as the financial statements). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of June 30, 2022 and 2021, and the results of its operations and its cash flows for each of the years in the period ended June 30, 2022, in conformity with accounting principles generally accepted in the United States of America.

Going Concern Assessment

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As described in Note 3 to the financial statements, the Company has suffered recurring losses from operations and has working capital and stockholders' deficit that raise substantial doubt about its ability to continue as a going concern. Management's plans regarding these matters are also described in Note 3. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matters

The critical audit matters communicated below are matters arising from the current period audit of the financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective or complex judgement. The communication of critical audit matters does not alter in anyway our opinion on the financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

Going Concern Assessment

As described in Note 3 to the financial statements, the Company prepared its financial statements on a going concern basis, and management has concluded that the Company has not generated sufficient income to sustain the operations. For the years ended June 30, 2022 and 2021, the Company incurred net losses of USD 420 thousand and USD 372 thousand respectively, and used the net cash in operating activities of USD 128 thousand and USD 58 thousand , respectively. As of June 30, 2022 and 2021, the accumulated deficit amounted to USD 13.2 million and USD 12.8 million, respectively and the current liabilities exceeded the current assets in the amount of USD 1.1 million and USD 1.1 million, respectively.

The principal consideration for our determination that performing procedures relating to the Company's going concern assessment is a critical audit matter is the significant judgment by management related to the Company's ability to raise funds, generate revenue and continue its operations.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the financial statements. These procedures included testing the issuance of additional equity by the Company subsequent to the year end.

TPS Thayer, LLC

TPS Thayer, LLC

We have served as the Company's auditor since 2021.
Sugar Land, Texas
September 28, 2022

CYduct Diagnostics, Inc.
Balance Sheets
June 30, 2022 and 2021

ASSETS

	June 30, 2022	June 30, 2021
Current Assets		
Cash	$ 271,681	$ 18,914
Accounts receivable, net	7,647	28,934
Inventory, net	16,665	23,624
Prepaid expenses	680	-
Total Current Assets	296,673	71,472
Total Assets	$ 296,673	$ 71,472

LIABILITIES AND STOCKHOLDERS' (DEFICIT)

	2022	2021
Current Liabilities		
Accounts payable and accrued expenses	$ 42,338	$ 18,145
Accounts payable and accrued expenses-Related parties	1,285,030	1,044,030
Current maturities of convertible long-term debt	80,000	80,000
Total Current Liabilities	1,407,368	1,142,175
Convertible notes payable	200,000	-
Notes payable	240,000	59,500
Total Non-Current Liabilities	440,000	59,500
Total Liabilities	1,847,368	1,201,675
Commitments and Contingencies		
Stockholder's (Deficit)		
Preferred stock, Class B Convertible Preferred Stock 1,000,000 shares authorized $.001 par value, zero shares issued and outstanding at June 30, 2022 and 2021	-	-
Common stock, 250,000,000 shares authorized $.001 par value, 5,141,239 shares issued and outstanding at June 30, 2022 and 2021	5,138	5,138
Additional paid-in capital	11,688,370	11,688,370
Accumulated (Deficit)	(13,244,203)	(12,823,711)
Total Stockholders' (Deficit)	(1,550,695)	(1,130,203)
Total Liabilities and Stockholders' (Deficit)	$ 296,673	$ 71,472

The Accompanying notes are an integal part of these financial statements.

CYduct Diagnostics, Inc.
Statements of Operations
For the Years Ended June 30, 2022 and 2021

	Years Ended June 30, 2022	Years Ended June 30, 2021
Revenues	$ 94,054	$ 160,826
Cost of goods sold	30,543	45,306
Gross Profit	63,511	115,520
Operating Expenses		
General and administrative	467,061	486,354
	467,061	486,354
(Loss) from Operations	(403,550)	(370,834)
Other (expenses)		
Interest expense	(16,942)	(1,200)
	(16,942)	(1,200)
Income before income taxes	(420,492)	(372,034)
Income taxes	-	-
Net Loss	$ (420,492)	$ (372,034)
Loss per share	$ (0.08)	$ (0.07)
Weighted average shares	5,141,239	5,002,315

The accompanying notes are an integral part of these financial statements.

CYduct Diagnostics, Inc.
Statements of Changes in Stockholders' (Deficit)
For the Years Ended June 30, 2022 and 2021

	Common Stock		Additional Paid-In	Accumulated	
	Shares	Amount	Capital	(Deficit)	Total
Balance-July 1, 2020	4,991,209	$ 4,988	$ 11,627,020	$ (12,451,677)	$ (819,669)
Shares Issued in Round-up of Previous Reverse Split	30	-	-	-	-
Shares Issued for Acquistion of Assets	150,000	150	61,350	-	61,500
Net loss for the year	-	-	-	(372,034)	(372,034)
Balance-June 30, 2021	5,141,239	5,138	11,688,370	(12,823,711)	(1,130,203)
Net loss for the year	-	-	-	(420,492)	(420,492)
Balance-June 30, 2022	5,141,239	$ 5,138	$ 11,688,370	$ (13,244,203)	$ (1,550,695)

The accompanying notes are an integral part of these financial statements.

CYduct Diagnostics, Inc.
Statements of Cash Flows
For the Years Ended June 30, 2022 and 2021

	Years Ended June 30, 2022	Years Ended June 30, 2021
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	$ (420,492)	$ (372,034)
Adjustments to reconcile net loss to net cash used in operating activities:		
Inventory write down	-	61,500
Changes in assets and liabilities:		
Accounts receivable	21,288	(17,909)
Inventory	6,958	(11,827)
Prepaid expenses	(680)	-
Accounts payable and accrued expenses-related parties	241,000	267,640
Accounts payable and accrued expenses	24,193	14,682
Net cash (used in) operating activities	(127,733)	(57,948)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Issuance of notes payable	380,500	-
Net cash provided by financing activities	380,500	-
Net Increase/(Decrease) in cash	252,767	(57,948)
CASH AT BEGINNING OF THE YEAR	18,914	76,862
CASH AT END OF PERIOD OF THE YEAR	$ 271,681	$ 18,914
SUPPLEMENTAL CASH FLOW INFORMATION:		
Shares issued for acquisition of assets	$ -	$ 61,500
Cash paid for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -

CYduct Diagnostics, Inc.
NOTES TO FINANCIAL STATEMENTS
June 30, 2022 and 2021

NOTE 1 – Organization, History and Business Activity

CYduct Diagnostics, Inc. ("CYduct" or "the Company") is a Nevada corporation. CYduct is in the business of developing and marketing technology, applications, medical devices and procedural techniques for the screening, diagnosis, treatment and management of disease and medical conditions.

NOTE 2 – Summary of Significant Accounting Policies

This summary of significant accounting policies of CYduct is presented to assist in understanding CYduct's financial statements. The financial statements and notes are representations of CYduct's management, which is responsible for their integrity and objectivity. These financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP").

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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. Actual results could differ from those estimates.

Concentration of Risk

CYduct places its cash and temporary cash investments with established financial institutions. Management feels this risk is mitigated due to the longstanding reputation of these banks.

In the normal course of business, the Company extends unsecured credit to most of its customers. Management periodically reviews its outstanding accounts receivable and establishes an allowance for doubtful accounts based on historical collection trends and other criteria.

Cash

CYduct considers all highly liquid investments with maturities of three months or less to be cash equivalents.

Fair Value of Financial Instruments

The Company has adopted the provisions of ASC Topic 820, Fair Value Measurements, which defines fair value, establishes a framework for measuring fair value in GAAP, and expands disclosures about fair value measurements. ASC 820 does not require any new fair value measurements, but it does provide guidance on how to measure fair value by providing a fair value hierarchy used to classify the source of the information. The fair value hierarchy distinguishes between assumptions based on market data (observable inputs) and an entity's own assumptions (unobservable inputs).

Level 1 — Quoted prices for identical assets and liabilities in active markets;
Level 2 — Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets of liabilities; quoted prices in markets that are not active; 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 — Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Fair value of financial instruments: The carrying amounts of financial instruments, accounts payable, accrued expenses, and notes payables approximated fair value as of June 30, 2022 and 2021 because of the relative short term nature of these instruments. At June 30, 2022 and 2021, the fair value of the Company's debt approximates carrying value.

Accounts Receivable

Accounts receivable are recorded net of an allowance for expected losses. The allowance is estimated from historical performance and projections of trends.

Inventory

The Company's inventory is valued at the lower of cost (first in, first out) or net realizable value.

Leases

In February 2016, the Financial Accounting Standards Board ("FASB") issued amended guidance on the accounting for leasing transactions. The primary objective of ASC Topic 842, *Leases*, is to increase transparency and comparability among organizations by requiring lessees to recognize a lease liability for the obligation to make lease payments and a right-of-use asset for the right to use the underlying asset for the lease term. The guidance also makes some changes to lessor accounting and requires additional disclosures about all leasing arrangements.

Companies are required to use a modified retrospective approach, with the option of applying the requirements of the standard either (1) retrospectively to each prior comparative reporting period presented, or (2) on a modified retrospective basis at the beginning of the period of adoption. The Company adopted this standard on the effective date, which was January 1, 2019. No leases were in place during the years ended June 30, 2022 and 2021.

Convertible Financial Instruments

The Company bifurcates conversion options from their host instruments and accounts for them as free standing derivative financial instruments if certain criteria are met. The criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Based on the review of the terms of the convertible debt contract, the company did not identify any beneficial conversion feature which can be fair valued as of the date of the financial statements. In addition, based on management's assessment, no separate instrument recognition was deemed necessary.

Warrants

The company reviews the terms of the stock warrants to analyze whether the warrants have a standalone value and needs to be bifurcated from the host contract. If this is the case, the Company reviews the terms of warrants to purchase its common stock to determine whether warrants should be classified as liabilities or stockholders' equity in its balance sheets. Based on management assessment the company determined the outstanding stock warrants do not have a standalone value and do not require bifurcation.

Revenue Recognition

The Company recognizes revenue in accordance with ASC Topic 606, Revenue Recognition, which states that revenues are generally recognized when the Company has satisfied all of its performance obligations to the customer.

Revenue is recognized when control of the goods is transferred to the customer, which occurs upon our delivery to a third-party carrier.

The Company acts as principal in the formulation of this revenue recognition policy.

Income Taxes

The Company accounts for income taxes under an asset and liability approach. This process involves calculating the temporary and permanent differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The temporary differences result in deferred tax assets and liabilities, which would be recorded on the Company's balance sheets in accordance with ASC 740, which established financial accounting and reporting standards for the effect of income taxes. The Company must assess the likelihood that its deferred tax assets will be recovered from future taxable income and, to the extent the Company believes that recovery is not likely, the Company must establish a valuation allowance. Changes in the Company's valuation allowance in a period are recorded through the income tax provision on the consolidated statements of operations.

The Company has adopted ASC 740-10 (formerly known as FIN No. 48, Accounting for Uncertainty in Income Taxes). ASC 740-10 clarifies the accounting for uncertainty in income taxes recognized in an entity's financial statements and prescribes a recognition threshold and measurement attributes for financial statement disclosure of tax positions taken or expected to be taken on a tax return. Under ASC 740-10, the impact of an uncertain income tax position on the income tax return must be recognized at the largest amount that is more-likely-than-not to be sustained upon audit by the relevant taxing authority. An uncertain income tax position will not be recognized if it has less than a 50% likelihood of being sustained. Additionally, ASC 740-10 provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure and transition. As a result of the implementation of ASC 740-10, the Company recognized no material adjustment in its unrecognized income tax benefits.

Segments

The Company operates in one business segment, namely the business of developing and marketing technology, applications, medical devices and procedural techniques for the screening, diagnosis, treatment and management of disease and medical conditions.

Loss Per Share

The Company is required to provide basic and dilutive earnings (loss) per common share information. The basic net loss per common share is computed by dividing the net loss applicable to common stockholders by the weighted average number of common shares outstanding.

Diluted net loss per common share is computed by dividing the net loss applicable to common stockholders, adjusted on an "as if converted" basis, by the weighted average number of common shares outstanding plus potential dilutive securities.

For the years ended June 30, 2022 and 2021, potential dilutive securities had an anti-dilutive effect and were not included in the calculation of diluted net loss per common share.

Covid-19 Disclosure

The COVID-19 global pandemic may seriously negatively affect the Company's operations and business. It is possible that this ongoing global pandemic may cause the Company to have to significantly delay or suspend its operations, which would likely result in a material adverse impact on its business and financial positions.

Furthermore, the Company may be unable to raise sufficient capital due to COVID-19's effects on the general economy and the capital markets. If the Company is not able to obtain financing due to COVID-19, then it is highly likely that it will be forced to cease operations. Smaller companies such as Perpetual, who lack significant revenues, earnings and cash flows as well as who lack diversified business operations are particularly vulnerable to having to potentially cease operations due to the effects of COVID-19. If the Company were to be unable to raise capital and cease its operations then it would be very highly likely that the Company would not survive and lenders and investors would suffer a complete loss of all capital loaned to or invested in the Company.

Recent Accounting Pronouncements

On June 16, 2016, the FASB completed its Financial Instruments—Credit Losses project by issuing Accounting Standards Update No. 2016-13, Financial Instruments—Credit Losses (Topic 326). The new guidance requires organizations to measure all expected credit losses for financial instruments held at the reporting date based on historical experience, current conditions, and reasonable and supportable forecasts.

The new guidance; (i) eliminates the probable initial recognition threshold in current GAAP and, instead, reflects an organization's current estimate of all expected credit losses over the contractual term of its financial assets, (ii) broadens the information that an entity can consider when measuring credit losses to include forward-looking information, (iii) increases usefulness of the financial statements by requiring timely inclusion of forecasted information in forming expectations of credit losses, (iv) increases comparability of purchased financial assets with credit deterioration (PCD assets) with other purchased assets that do not have credit deterioration as well as originated assets because credit losses that are expected will be recorded through an allowance for credit losses for all assets, (v) increases users' understanding of underwriting standards and credit quality trends by requiring additional information about credit quality indicators by year of origination (vintage), and (vi) aligns the income statement recognition of credit losses, for available-for sale debt securities, with the reporting period in which changes occur by recording credit losses (and subsequent changes in credit losses) through an allowance rather than a write down.

The new guidance affects organizations that hold financial assets and net investments in leases that are not accounted for at fair value with changes in fair value reported in net income. It affects loans, debt securities, trade receivables, net investments in leases, off-balance-sheet credit exposures, reinsurance receivables, and any other financial assets not excluded from the scope that have the contractual right to receive cash.

For public business entities that meet the definition of a U.S. Securities and Exchange (SEC) filer, excluding entities eligible to be smaller reporting companies as defined by the SEC, for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. For all other entities, it is effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. Early application is permitted. The Company will adopt the new standard effective July 1, 2023 and does not expect the adoption of this guidance to have a material impact on the financial statements.

In August 2020, the FASB issued ASU 2020-06, ASC Subtopic 470-20 "Debt—Debt with Conversion and Other Options" and ASC subtopic 815-40 "Hedging—Contracts in Entity's Own Equity". The standard reduced the number of accounting models for convertible debt instruments and convertible preferred stock. Convertible instruments that continue to be subject to separation models are (1) those with embedded conversion features that are not clearly and closely related to the host contract, that meet the definition of a derivative, and that do not qualify for a scope exception from derivative accounting; and (2) convertible debt instruments issued with substantial premiums for which the premiums are recorded as paid-in capital. The amendments in this update are effective for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years.

The Company has considered all other recently issued accounting pronouncements and does not believe the adoption of such pronouncements will have a material impact on its financial statements.

NOTE 3 – Financial Condition and Going Concern

CYduct's financial statements have been presented on the basis that it is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. CYduct has incurred an accumulated deficit through June 30, 2022 and June 30 2021, in the amount of $13,244,203 and $12,823,711. This factor raises doubt as to CYduct's ability to obtain debt and/or equity financing and achieve profitable operations.

CYduct's management intends to raise additional operating funds through equity and/or debt offerings. However, there can be no assurance management will be successful in its endeavors. Ultimately, CYduct will need to achieve profitable operations to continue as a going concern.

There are no assurances that CYduct will be able to either (1) achieve a level of revenues adequate to generate sufficient cash flow from operations; or (2) obtain additional financing through either private placement, public offerings and/or bank financing necessary to support CYduct working capital requirements. To the extent that funds generated from operations and any private placements, public offerings and/or bank financing are insufficient, CYduct will have to raise additional working capital. No assurance can be given that additional financing will be available, or if available, will be on terms acceptable to the Company. If adequate working capital is not available, CYduct will be required to curtail its operations.

NOTE 4 – Accounts Receivable

Accounts receivable as of June 30, 2022 and 2021 was $7,647 and $28,934 respectively. The Company recognized $1,363 and $608 allowance as of June 30, 2022 and 2021, respectively.

NOTE 5 – Inventory

Inventory consists of components and finished goods and is stated at the lower of cost or net realizable value. Cost is determined using the first-in first-out method.

	June 30, 2022	June 30, 2021
Inventory	24,681	32,225
Allowance for obsolete inventory	(8,016)	(8,601)
Inventory, net	$ 16,665	$ 23,624

At June 30, 2021, the Company wrote-off, as obsolete, $61,500, at cost, certain inventory items acquired in the HALO asset purchase. At June 30, 2022 and 2021, the allowance for obsolete inventory was $8,016 and $8,601, respectively.

NOTE 6 – Notes Payable

Effective June 2, 2020, the Company received funds from the U.S. Small Business Administration Economic Injury Disaster Loan Program in the amount of $59,500. In April 2022, the Company received an additional $180,500 under the program. The amended loan agreement increased the total loan amount to $240,000 and increased the monthly payment to $1,179 beginning in December 2022. The note carries an annual interest rate of 3.75%. Any remaining accrued interest and principal are due thirty years after the date of the original promissory note. Collateral for the note is a security interest in substantially all the assets of the Company.

NOTE 7 – Convertible Notes Payable

In September 2018, with effect in October 2018, the Company bought from two stockholders all their holdings of the Company's Series B Convertible Preferred Stock ("Series B"), a total of 64,613 Series B shares, and an aggregate of $15,000 principal amount of the Company's Convertible Promissory Notes, for an aggregate purchase price of $80,000. The Company paid the purchase price by delivering to each seller a new Convertible Promissory Note in the principal amount of $40,000, bearing interest at the rate of one and one-half percent (1.5%) per annum. One Note was due on September 27, 2019, and the other on March 4, 2020, and each Note is convertible by the holder after maturity if the Note has not been paid in full. Additionally, the interest upon default was accrued at a two and one-half percent (2.5%) per annum.

Since these notes are now matured and past due, they are payable to the holders on demand or convertible into common stock. The company analyzed the conversion feature noting that upon the maturity date, the Holder shall have the right, but not the obligation, to convert the unpaid balance of this Note, principal and accrued interest, into that number of shares of the Maker's Common Stock as shall equal the quotient of a fraction, (x) the numerator of which shall be the amount of the unpaid balance of this Note and (y) the denominator of which shall be the product of (i) the average closing bid price of the Maker's Common Stock for the 10 days on which such Stock actually traded on the OTC immediately preceding the Maker's receipt of Holder's written notice of conversion, and (ii) .50 (resulting in the Holder receiving a 50% discount to such average closing price).

The Company has not received any notices of default with respect to these notes. Therefore, the company is unable to calculate the beneficial conversion feature as this is based on a future event resulting in no separate accounting necessary.

NOTE 8 – Convertible Notes - Warrants

To provide the company with additional resources to conduct its business, CYduct entered into an agreement to loan up to an aggregate of $2,000,000 in convertible note payables. In November 2021, the Company issued $100,000 in convertible notes payable. In March 2022, the Company issued an additional $100,000 in convertible notes. The notes carry interest at 10% and mature on December 31, 2023. The company may not prepay this note prior to the maturity date without consent of the Holders of the outstanding principal amount of the notes.

In the event that the Company issues and sells shares of its equity securities to investors while this Note remains outstanding in an equity financing with total proceeds to the Company of not less than $3,000,000, then the outstanding principal amount of these notes and any unpaid accrued interest shall automatically convert in whole without any further action by the holder into equity securities sold in the this financing at a conversion price equal to the lesser of (i) the cash price paid per share for equity securities by the investors in the this financing multiplied by 0.80, and (ii) the quotient resulting from dividing $15,000,000 by the number of outstanding shares of common stock of the Company immediately prior to the this financing.

In the event the Company consummates, while these notes remain outstanding, an equity financing pursuant to which it sells shares of equity securities in a transaction that does not meet the definition of the financing described in the paragraph above, then the holders shall have the option to treat such equity financing on the same terms set forth above.

In connection with these convertible notes payable, the Company issued 100,000 warrants to purchase the Company's common stock at strike price of $0.50 per share. These warrants can only be exercised in the event that the company chooses to close the debt agreed. Only then the holder will have the option to exercise the warrant from the date of the close of debt until December 31, 2023. These warrants automatically expire on December 31, 2023 simultaneously with the maturity date of the debt.

The Company analyzed these warrants and determined that this embedded derivative does not require bifurcation and separate accounting as the company as the warrants can only be converted during the period commencing on the date the company terminates the offering of the notes.

NOTE 9 – Income Taxes

We have adopted the provisions of ASC 740-10 (formerly known as FIN No. 48, Accounting for Uncertainty in Income Taxes). ASC 740-10 clarifies the accounting for uncertainty in income taxes recognized in a company's financial statements. ASC 740-10 requires a company to determine whether it is more likely than not that a tax position will be sustained upon examination based upon the technical merits of the position. If the more-likely-than-not threshold is met, a company must measure the tax position to determine the amount to recognize in the financial statements. The application of income tax law is inherently complex.

Laws and regulation in this area are voluminous and are often ambiguous. As such, we are required to make many subjective assumptions and judgments regarding the income tax exposures. Interpretations and guidance surrounding income tax laws and regulations change over time. As such, changes in the subjective assumptions and judgments can materially affect amounts recognized in the balance sheets and statements of income.

At the adoption, we had no unrecognized tax benefit, which would affect the effective tax rate if recognized. There has been no significant change in the unrecognized tax benefit during the years ended June 30, 2022 and 2021.

We classify interest and penalties arising from the underpayment of income taxes in the statement of income under general and administrative expenses. As of June 30, 2022, we had no accrued interest or penalties related to uncertain tax positions. The tax years 2021, 2020 and 2019 federal returns remain open to examination.

Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

The provision (benefit) for income taxes for the years ended June 30, 2022 and 2021, consists of the following:

	2022	2021
Federal:		
Current	$ -	$ -
Deferred	-	-
State:		
Current	-	-
Deferred	-	-
	$ -	$ -

Net deferred tax assets consist of the following components as of June 30, 2022 and 2021:

	June 30, 2022	June 30, 2021
Deferred tax assets:		
Operating Loss	$2,781,283	$2,692,979
Deferred tax liabilities:	-	-
Valuation allowance	(2,781,283)	(2,692,979)
Net deferred tax asset	$ -	$ -

Due to the passage of the "Tax Cuts and Jobs Act" on December 20, 2017 the rate of the U.S. Federal Income Tax has been retroactively dropped from 34% to 21%, which is a flat percentage tax rate.

NOTE 10 – Preferred Stock

The Company is authorized to issue 1,000,000 shares of preferred stock as described below:

	Total Series Authorized	Stated Value	Voting	Annual Dividends per Share	Conversion Rate
Series B	1,000,000	$.001	Yes	As per common stock	Discount to market

NOTE 11 – Common Stock

On December 1, 2020, the Company affected a 1 for 250 reverse stock split of its common stock and reduced the authorized shares to 250,000,000. The number of share outstanding and per-share amounts for prior periods have been retrospectively adjusted. As of June 30, 2022 and 2021 the total number of shares authorized are 250,000,000, shares issued and outstanding 5,141,239.

NOTE 12 – Related Party Transactions

On June 8, 2018, the Company's former President executed a promissory note to the Company in the amount of $330,000 in a conversion of the previous receivable from him in connection with his resignation and separation agreement. However, due to the uncertainty concerning the ability of the Company to collect this note receivable, which is non-recourse, the Company has fully reserved against this note receivable.

Included in the accrued liabilities-related parties are accrued but unpaid salaries due to the President of the Company. The amounts accrued but unpaid were $1,244,590 and $1,000,000 as of June 30, 2022 and 2021, respectively.

From time to time, the President of the Company makes cash advances to the Company for periodic working capital needs and the Company from time to time makes repayments to the President to satisfy the cash advances, in full or in part. As of June 30, 2022 and 2021, accounts payable and accrued liabilities-related parties, includes a cash advance of $0 and $9,590, respectively, from the President of the Company.

The Company has accrued $30,000 for each of the years ended June 30, 2022 and 2021 for rent on office space leased on a month to month basis from an affiliate of the current President of the Company, as further discussed in Note 12. At June 30, 2022 and 2021, the Company had $38,440 and $34,440, respectively, accrued for rents due to the President of the Company.

The Company has accrued $2,000 for the year ended June 30, 2022 for a liability due to an executive of the company.

NOTE 13 – Commitments and Contingencies

Lease Commitments

The Company leases approximately 1,650 square feet of office space from an affiliate of the current President of the Company for a monthly base rent of $2,500. The lease expired on December 31, 2019 and includes two three-year renewal options at a five percent (5%) annual escalation. These renewal options were not exercised. Since the lease expired, rent of $2,500 has been paid on a month-to-month basis. Under the current month-to-month arrangement, the Company will accrue $30,000 in minimum lease payments during the year ending June 30, 2023.

Rent expense totaled $30,000 for each of the years ended June 30, 2022 and 2021. Rents of $23,500 and $11,000 were paid during the years ended June 30, 2022 and 2021, respectively.

NOTE 14 – Equity Incentive Plan

On February 18, 2022, the Company cancelled the 2021 Equity Incentive Plan and replaced it with the 2022 Equity Incentive Plan which permits the granting of stock options to employees and other service providers up to 770,000 shares of common stock. All option awards are granted with an exercise price equal to the fair market value of the Company's stock on the grant date. Options granted by the Company vest on an accelerated basis if there is a change of control of the Company.

No grants were issued under this plan during the year ended June 30, 2022.

NOTE 15 – Subsequent Events

In accordance with ASC 855-10, the Company has analyzed its operations after June 30, 2022, through September 28, 2022 financial statements were issued and have no subsequent events to disclose.