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## Canopus Biopharma, Inc.

(a Nevada corporation)

(OTC Pink: CBIA)

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### Supplemental Information — March 23, 2023

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#### CHANGE OF “SHELL COMPANY” STATUS

##### Background

Canopus Biopharma, Inc., a Nevada corporation (the “Company” or “CBIA”), is filing this Supplemental Information Disclosure Statement to notify shareholders that the Company is no longer a “shell company” as defined by Rule 405 of the Securities Act of 1933, as amended (“Rule 405”) and Rule 12b-2 of the Securities Exchange Act of 1934 (“Rule 12b-2”).

Rule 405 and Rule 12b-2 define a “shell company” as an issuer that has: (1) no or nominal operations; and (2) either: (i) no or nominal assets; (ii) assets consisting solely of cash and cash equivalents; or (iii) assets consisting of any amount of cash and cash equivalents and nominal other assets.

##### Change in Shell Status

As of the quarterly report for the period ended January 31, 2023, the Company showed no revenues and minimal operating expenses, primarily attributed to general and administrative costs. The Company believes that its financial statements for the period ended January 31, 2023, represented those of a “shell company.”

Effective March 22, 2023, the Company acquired Blue Heaven Coffee, Inc., an Ontario, Canada, corporation (“Blue Heaven”), a leading provider of unattended and attended retail and digital advertising solutions.

On the date of acquisition of Blue Heaven, the Company ceased being a “shell company.”

At December 31, 2022, Blue Heaven had cash of \$750,000 (unaudited), total assets of \$3,000,000 (unaudited), total liabilities of \$185,000 (unaudited) and shareholders’ equity of \$3,150,000 (unaudited). For the year ended December 31, 2022, Blue Heaven generated revenues of \$1,200,000 (unaudited) and reported net income of \$850,000 (unaudited). **All dollar amounts have been converted from Canadian Dollars (CAD) to US Dollars (USD) based on the current exchange rate of .73 CAD per 1.0 USD.**

New Business Operations. CBIA, through Blue Heaven Coffee, Inc., d/b/a Blue Heaven Café (BHC), is one of North America's leading providers of unattended and attended retail and digital advertising solutions. BHC specializes in providing client tailored, profit-driven solutions backed by innovative technologies (powered in part by breakthrough Artificial Intelligence), state of the art equipment, and top-notch service and support.

BHC specializes in a breakthrough business model, anchored to cutting edge digital advertising solutions:

Our fleet of automated retail devices are all connected and managed via a single platform allowing us to offer cutting edge access to programmatic advertising revenue (in a turnkey fashion) allowing us to offer our clients not only stellar service, products, and technologies but also an avenue by which they can profit share, tapping into the vast and lucrative world of programmatic marketing revenue. We empower our clients to create meaningful value beyond the basic framework of unattended retail, by leveraging our existing relationships, knowledge and experience.

BHC specializes in the fusion of digital advertising platforms with services such as (but not limited to):

Vending Services: Providing hot beverages, snacks, food, grab-&-go items and more through state of the art remotely monitored vending machines including touchless all digital units.

Robot Kitchens: Unattended cutting edge self automated kitchen installations capable of sophisticated food preparations with high volume outputs

Micro Markets: Unattended self-checkout solutions that enable consumers to shop in a store like setting.

Cafe Kiosks: Attended grab-&-go kiosks specializing in premium Blue Mountain Coffee(s) a wide variety of consumer products and various consumer services such as (lottery, ATMs, wine racks, postal services etc.)

Workplace Coffee Services: Blue Heaven Café Express installations will offer your work environment a turnkey coffee, snack and grab-&-go experience fully customizable to your needs and showcasing our 100% Blue Mountain Coffee.

Digital Water Coolers: Premium water solutions including sparkling, alkaline and infused water services.

BHC is anchored to a never ending pursuit to offer customers the very best technology, products and services available.

## **Conclusion**

Based upon the current business conducted by the Company, the Company hereby declares that, effective March 22, 2023, it has ceased to be a “shell company” under Rule 405 and Rule 12b-2 and has not returned to “shell company” status at any time since such date.

## **CERTIFICATION**

I, Justin De Four, CEO of Canopus Biopharma, Inc., hereby certifies the following:

1. I have reviewed this Supplemental Information Disclosure Statement of Canopus Biopharma, Inc.
2. Based upon my knowledge, this Supplemental Information 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 information covered by this Supplemental Information Disclosure Statement.
3. Pursuant to the requirements of the Securities Exchange Act of 1934, Canopus Biopharma, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 23, 2023.

/s/ Justin De Four

Justin De Four  
Chief Executive Officer  
Canopus Biopharma, Inc.