

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **Leone Asset Management, Inc.**

A Nevada Corporation  
801 West Bay #715  
Largo, FL 33770

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(727) 581-1500  
www.leoneasset.com  
info@leoneasset.com  
SIC Code: 6719; Secondary SIC Code: 2833

### **Annual Report For the Period Ending: March 31, 2022 (the "Reporting Period")**

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

150,062,459

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

150,062,459

As of December 31, 2021, most recent year end date, the number of shares outstanding of our Common Stock was:

150,062,459

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<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

**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.

The name of the issuer is Leone Asset Management, Inc., (the "Issuer"), and has been since April 4, 2013.

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 issuer is incorporated in the state of Nevada 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:

801 West Bay Drive Suite #715, Largo, FL 33770

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.

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<sup>1</sup> "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.

## 2) Security Information

Trading symbol:	<u>LEON</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>526638101</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>March 31, 2022</u>
Total shares outstanding:	<u>150,062,459</u>	as of date: <u>March 31, 2022</u>
Number of shares in the Public Float <sup>2</sup> :	<u>4,080,000</u>	as of date: <u>March 31, 2022</u>
Total number of shareholders of record:	<u>179</u>	as of date: <u>March 31, 2022</u>

*All additional class(es) of publicly traded securities (if any):*

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Series A Preferred Stock</u>	
CUSIP:	<u>526638101</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>1,500,000</u>	as of date: <u>March 31, 2022</u>
Total shares outstanding:	<u>0</u>	as of date: <u>March 31, 2022</u>

### Transfer Agent

Name: Pacific Stock Transfer Company  
Phone: (702) 361-3033  
Email: luke@pacificstocktransfer.com  
Address: 6725 Via Austi Pkwy #300, Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> 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.

### **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: ☐

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<sup>2</sup> "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.

<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>December 31, 2019</u> Common: <u>149,274,459</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
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.
1/08/2020	<u>New Issuance</u>	80,000	<u>Common</u>	\$1.25	<u>No</u>	John Acunto	Common stock issued for cash	<u>Restricted</u>	<u>Rule 144</u>
1/20/2021	<u>New Issuance</u>	48,000	<u>Common</u>	\$1.25	<u>No</u>	John Acunto	Common stock issued in business advisory services	<u>Restricted</u>	<u>Rule 144</u>
1/08/2020	<u>New Issuance</u>	10,000	<u>Common</u>	\$1.25	<u>No</u>	John Acunto	Common stock issued in exchange for business advisory services	<u>Restricted</u>	<u>Rule 144</u>
1/08/2020	<u>New Issuance</u>	50,000	<u>Common</u>	\$0.60	<u>Yes</u>	Kevin Mirda	Common stock issued for cash	<u>Restricted</u>	<u>Rule 144</u>
1/08/2020	<u>New Issuance</u>	50,000	<u>Common</u>	\$0.60	<u>Yes</u>	Christopher Caputo	Common stock issued for cash	<u>Restricted</u>	<u>Rule 144</u>
2/06/2020	<u>New Issuance</u>	80,000	<u>Common</u>	\$0.45	<u>No</u>	Gerard Ascolese	Common stock issued in exchange for business advisory services	<u>Restricted</u>	<u>Rule 144</u>
2/20/2020	<u>New Issuance</u>	40,000	<u>Common</u>	\$0.45	<u>No</u>	Jeffrey Dulow	Common stock issued with	<u>Restricted</u>	<u>Rule 144</u>

							promissory notes		
2/14/2020	<u>New Issuance</u>	10,000	<u>Common</u>	\$0.62	<u>No</u>	Ben Siciensky	Common stock issued with promissory notes	<u>Restricted</u>	<u>Rule 144</u>
2/25/2020	<u>New Issuance</u>	20,000	<u>Common</u>	\$6.50	<u>Yes</u>	Robert Steinhart	Common stock issued for cash	<u>Restricted</u>	<u>Rule 144</u>
11/10/2020	<u>New Issuance</u>	400,000	<u>Common</u>	\$0.06	<u>Yes</u>	Thomas Young	Common stock issued for cash	<u>Restricted</u>	<u>Rule 144</u>
Shares Outstanding on Date of This Report:									
<u>Ending</u> _____ <u>Balance</u>									
<u>Ending Balance:</u>									
Date <u>March 31, 2022</u>									
<u>150,062,459</u>									
Preferred: 0									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, 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:

See financial statements for additional disclosures, etc.

Please note that shares outstanding per stock transfer as of March 31, 2022 were 153,706,246. The difference of 3,643,787 relates to shares reflected as outstanding and or cancelled for financial statement purpose at March 31, 2022. The majority of these shares have been processed by the transfer agent in 2022.

## 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.)
<u>5/30/2012</u>	<u>30,000</u>	<u>30,000</u>	<u>28,300</u>	<u>12/31/2012</u>	<u>\$0.01</u>	<u>CNP – James Price</u>	<u>Loan for operations</u>

<u>2/7/2018</u>	<u>250,000</u>	<u>250,000</u>	<u>:</u>	<u>On Demand</u>	<u>N/A</u>	<u>NP - Valhalla Health, LLC (Tim Specht)</u>	<u>Loan for operations</u>
<u>3/5/2018</u>	<u>750,000</u>	<u>750,000</u>	<u>:</u>	<u>On Demand</u>	<u>N/A</u>	<u>NP - KT Resource Capital, LLC (Tim Specht)</u>	<u>Loan for operations</u>
<u>6/12/2018</u>	<u>100,000</u>	<u>100,000</u>	<u>35,561</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP - Valhalla Health, LLC (Tim Specht)</u>	<u>Loan for operations</u>
<u>7/26/2018</u>	<u>250,000</u>	<u>250,000</u>	<u>85,821</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP - Carlton Spence</u>	<u>Loan for operations</u>
<u>7/31/2018</u>	<u>100,000</u>	<u>100,000</u>	<u>34,164</u>	<u>8/31/2019</u>	<u>15% Discount to next financing</u>	<u>CNP - Gail Kramer &amp; Randy Yi</u>	<u>Loan for operations</u>
<u>8/8/2018</u>	<u>15,000</u>	<u>15,000</u>	<u>5,079</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP - Aaron Shapiro</u>	<u>Loan for operations</u>
<u>8/24/2018</u>	<u>20,000</u>	<u>20,000</u>	<u>6,695</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP - Roger Erro</u>	<u>Loan for operations</u>
<u>10/11/2018</u>	<u>10,000</u>	<u>10,000</u>	<u>3,225</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP - Michael Rosen</u>	<u>Loan for operations</u>
<u>10/19/2018</u>	<u>50,000</u>	<u>50,000</u>	<u>16,014</u>	<u>12/31/2019</u>	<u>15% Discount to next financing</u>	<u>CNP - David Silberman</u>	<u>Loan for operations</u>
<u>11/26/2018</u>	<u>25,000</u>	<u>25,000</u>	<u>7,747</u>	<u>12/31/2019</u>	<u>15% Discount to next financing</u>	<u>CNP - MBO-Drinks (Michael Ast)</u>	<u>Loan for operations</u>
<u>12/3/2018</u>	<u>50,000</u>	<u>50,000</u>	<u>:</u>	<u>On Demand</u>	<u>N/A</u>	<u>NP - KT Resource Capital (Tim Specht)</u>	<u>Loan for operations</u>
<u>12/17/2018</u>	<u>25,000</u>	<u>25,000</u>	<u>7,603</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>12/21/2018</u>	<u>100,000</u>	<u>100,000</u>	<u>:</u>	<u>6/30/2019</u>	<u>N/A</u>	<u>NP - Tom Young</u>	<u>Loan for operations</u>
<u>3/20/2019</u>	<u>100,000</u>	<u>100,000</u>	<u>10,027</u>	<u>5/20/2019</u>	<u>N/A</u>	<u>NP - Valhalla Health, LLC (Tim Specht)</u>	<u>Loan for operations</u>

<u>3/22/2019</u>	<u>25,000</u>	<u>25,000</u>	<u>5,458</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP – NP – Ben Bates</u>	<u>Loan for operations</u>
<u>5/21/2019</u>	<u>250,000</u>	<u>250,000</u>	<u>65,411</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP – Carlton Spence</u>	<u>Loan for operations</u>
<u>7/18/2019</u>	<u>50,000</u>	<u>50,000</u>	<u>12,288</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP - David Silberman</u>	<u>Loan for operations</u>
<u>8/26/2019</u>	<u>150,000</u>	<u>150,000</u>	<u>35,260</u>	<u>12/24/2019</u>	<u>15% Discount to next financing</u>	<u>CNP – Carlton Spence</u>	<u>Loan for operations</u>
<u>9/27/2019</u>	<u>533,378</u>	<u>533,378</u>	<u>-</u>	<u>12/31/2020</u>	<u>\$0.50</u>	<u>CNP – JP Anderson Holding Corp (James Price)</u>	<u>Loan for operations</u>
<u>12/03/2019</u>	<u>100,000</u>	<u>100,000</u>	<u>20,795</u>	<u>12/31/2020</u>	<u>15% Discount to next financing</u>	<u>CNP – Victoria Miller</u>	<u>Loan for operations</u>
<u>1/20/2020</u>	<u>20,000</u>	<u>20,000</u>	<u>3,117</u>	<u>12/31/2021</u>	<u>Lesser of 80% of per share price paid by investors or price equal to quotient of \$50M divided by the aggregate number of outstanding shares of the Company's Common Stock as of immediately prior to the initial closing of the Qualified Financing</u>	<u>CNP – Jeffrey Dulow</u>	<u>Loan for operations</u>
<u>2/13/2020</u>	<u>20,000</u>	<u>20,000</u>	<u>3,007</u>	<u>12/31/2021</u>	<u>Lesser of 80% of per share price paid by investors or price equal to quotient of \$50M divided by the aggregate number of outstanding shares of the Company's Common Stock as of immediately prior to the initial closing of the Qualified Financing</u>	<u>CNP – Jeffrey Dulow</u>	<u>Loan for operations</u>
<u>2/14/2020</u>	<u>10,000</u>	<u>10,000</u>	<u>1,504</u>	<u>12/31/2021</u>	<u>Lesser of 80% of per share price paid by investors or price equal to quotient of \$50M</u>	<u>CNP – Ben Siciensky</u>	<u>Loan for operations</u>

					<u>divided by the aggregate number of outstanding shares of the Company's Common Stock as of immediately prior to the initial closing of the Qualified Financing</u>		
<u>2/03/2020</u>	<u>10,000</u>	<u>10,000</u>	<u>1,910</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>2/07/2020</u>	<u>10,000</u>	<u>10,000</u>	<u>1,899</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>8/27/2020</u>	<u>14,900</u>	<u>14,900</u>	<u>2,004</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>8/27/2020</u>	<u>15,000</u>	<u>15,000</u>	<u>2,018</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>9/15/2020</u>	<u>10,000</u>	<u>10,000</u>	<u>1,293</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>9/15/2020</u>	<u>10,000</u>	<u>10,000</u>	<u>1,293</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>1/21/2021</u>	<u>15,000</u>	<u>15,000</u>	<u>1,414</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>2/05/2021</u>	<u>10,000</u>	<u>10,000</u>	<u>901</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>4/30/2021</u>	<u>10,000</u>	<u>10,000</u>	<u>671</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>5/26/2021</u>	<u>10,000</u>	<u>10,000</u>	<u>600</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>7/13/2021</u>	<u>10,000</u>	<u>10,000</u>	<u>468</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>
<u>7/20/2021</u>	<u>10,000</u>	<u>10,000</u>	<u>449</u>	<u>On Demand</u>	<u>N/A</u>	<u>RP - NP - Ben Bates</u>	<u>Loan for operations</u>

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

See financial statements for additional information.

#### 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)<sup>4</sup>:

Name: Russ Boyer with BizCFO, Inc  
Title: Accountant  
Relationship to Issuer: Third Party Service Provider

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 above referenced financial statements, including the consolidated balance sheet, consolidated statement of operations, consolidated statement of shareholder deficit, consolidated statement of cash flows, and notes to the consolidated financial statements ("financial statements"), were published in a separate report referenced below, and are hereby incorporated into this disclosure statement as if fully set forth herein. Such financial statements were posted to OTCIQ as follows:

<u>PUBLISH DATE</u>	<u>TITLE</u>	<u>PERIOD END DATE</u>	<u>STATUS</u>
<u>05/16/2022</u>	<u>Quarterly Report - Consolidated Financial Statements for the Three Months Ended March 31, 2022 and 2021 (unaudited)</u>	<u>3/31/2022</u>	<u>A</u>

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.

<sup>4</sup> 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")

The Issuer is a multi-national, multi-industry conglomerate with subsidiary companies that operate in Health and Wellness and agriculture management. The Issuer strives to be a leader in any industry that it operates in. The Issuer's cutting edge management team is always on the look-out for additional opportunities that make sense on both a business and personal level and while increasing shareholder value will help improve the quality of life for everyone.

### **Corporate Development**

Leone Asset Management, Inc. was formed on October 10, 2005. The Issuer was originally incorporated as Sounsation! Inc. in accordance with the laws of the state of Nevada. On March 15, 2007, the Issuer changed the Issuer's names to Sloud, Inc. and subsequently changed the Issuer's name again to Leon Asset Management, Inc. on April 4, 2013.

In December 2012, the Issuer incorporated the Issuer's subsidiary JP Anderson, Ltd. (SL), in accordance with the laws of Sierra Leone to build a financial institution, to include financial services, underwriting and market making. In addition, JP Anderson was developed to make strategic acquisitions in diverse asset classes.

In December 2, 2013, the Issuer incorporated the Issuer's subsidiary Farmica Africa, Ltd. (SL), in accordance with the laws of Sierra Leone to train, distribute, manufacture, cultivate and produce lemon grass related products.

February 19, 2013, the Issuer was granted the Issuer's Broker Dealer license from the Bank of Sierra Leone to operate as a Dealer, a Dealer representative, a Broker, a Broker representative, a Financial Advisor and a Financial Advisor representative. However, due to the Ebola outbreak, the Issuer did not renew its license and is not operating as a Dealer, a Dealer representative, a Broker, a Broker representative, a Financial Advisor, nor a Financial Advisor representative

On November 7, 2016 Leone acquired control of Go Epic Health, an innovative nutrition company that owns the rights to multiple products that were created by the late Dr. J. Robert Cade the creator of Gatorade®.

On December 28, 2016, Leone acquired Sinol USA, a manufacturer and distributor of a proprietary line of nasal sprays for allergies and headaches, through a share exchange agreement. However, as of April 2, 2018, the Issuer entered into a settlement and mutual release with Sinol USA, resulting in the rescission of the share exchange agreement. As of April 2, 2018, Sinol USA is no longer a subsidiary of Issuer.

On December 22, 2016 Leone acquired ALM Research & Development, a Issuer specializing in the formulation of innovative nutraceutical and cosmeceutical products for both the consumer and professional marketplace. However, the Issuer has terminated this agreement and has or is in the process of unwinding the acquisition of ALM Research & Development.

In December 2018, the Issuer incorporated the Issuer's subsidiary Bright Rock (SL) Limited, in accordance with the laws of Sierra Leone to operate a gold mine.

### **Risks and Uncertainties**

The Issuer has a limited operating history and has not generated significant revenues from its planned principal operations.

The Issuer's business and operations are sensitive to general business and economic conditions in the U.S. and worldwide. These conditions include short-term and long-term interest rates, inflation, fluctuations in debt and equity

capital markets and the general condition of the U.S. and world economy. A host of factors beyond the Issuer's control could cause fluctuations in these conditions, including the political environment and acts or threats of war or terrorism. Adverse developments in these general business and economic conditions, including through recession, downturn or otherwise, could have a material adverse effect on the Issuer's business and the results of its operations.

The Issuer currently has limited sales and marketing and/or distribution capabilities. The Issuer has limited experience in developing, training or managing a sales force and will incur substantial additional expenses if it decides to market any of its current and future products. Developing a marketing and sales force is also time consuming and could delay launch of its future products. In addition, the Issuer will compete with many companies that currently have extensive and well-funded marketing and sales operations. The Issuer's marketing and sales efforts may be unable to compete successfully against these companies. In addition, the Issuer has limited capital to devote sales and marketing.

The Issuer's industry is characterized by rapid changes in technology and customer demands. As a result, the Issuer's products may quickly become obsolete and unmarketable. The Issuer's future success will depend on its ability to adapt to technological advances, anticipate customer demands, develop new products and enhance its current products on a timely and cost-effective basis. Further, the Issuer's products must remain competitive with those of other companies with substantially greater resources. The Issuer may experience technical or other difficulties that could delay or prevent the development, introduction or marketing of new products or enhanced versions of existing products. Also, the Issuer may not be able to adapt new or enhanced products to emerging industry standards, and the Issuer's new products may not be favorably received. Nor may it have the capital resources to further the development of existing and/or new ones.

### **Competition**

Competition in the private equity and investment advisory industries is based primarily upon:

- brand name recognition;
- availability of financial resources;
- quality of products or services offered;
- reviews received for products or services from independent reviewers who publish in magazines, websites, newspapers and other industry publications;
- the price of products and services; and
- the number of comparable products or services then available.

The Issuer will rely on what the Issuer believes to be the Issuer's superior marketing and sales abilities and the Issuer's management's experience to compete within the private equity and financial market segments. However, the Issuer may not be able to effectively compete in these intensely competitive markets. Moreover, some of the Issuer's competitors have longer operating histories, larger customer bases and greater financial, marketing, service, support, technical and other resources, affording them the ability to undertake more extensive marketing campaigns, than the Issuer can. Furthermore, competition from new market entrants may increase as the various financial markets expand with time.

### **Marketing and Advertising**

The Issuer intends, over the course of the next twelve months, to market the Issuer's company and products through the Issuer's website, [www.leoneasset.com](http://www.leoneasset.com), and the Issuer's subsidiary websites; [www.goepichealth.com](http://www.goepichealth.com), [www.drinkcholesterade.com](http://www.drinkcholesterade.com), [www.gocholesterade.com](http://www.gocholesterade.com), as well as through affiliate web sites, industry trade shows, trade publications, third-party online search engines. The Issuer's Chairman, and CEO, James Price, will also embark on an intense promotional tour worldwide. This marketing plan will be used to attract new distribution and acquisition opportunities. Each subsidiary will market and advertise in the same fashion to attract a consistent flow of new clients, fees and opportunities.

### **Intellectual Property**

## **Overview**

The Issuer will rely on a combination of trademarks and trade secrets in order to protect the Issuer's brands and intellectual property. The Issuer's trademarks and trade secrets are among the most important assets the Issuer possesses, and the Issuer depends significantly on these intellectual property assets in being able to effectively compete in the Issuer's industries and market segments. The Issuer cannot be certain that the precautions the Issuer have taken to safeguard the Issuer's trademarks and trade secrets will provide meaningful protection from unauthorized use. If the Issuer must pursue litigation in the future to enforce or otherwise protect the Issuer's intellectual property rights, or to determine the validity and scope of the proprietary rights of others, the Issuer may not prevail and will likely have to make substantial expenditures and divert valuable resources in the process. Moreover, the Issuer may not have adequate remedies if the Issuer's intellectual property is appropriated or the Issuer's trade secrets are disclosed.

## **Trademarks**

In order to establish and protect the Issuer's brand names as part of the Issuer's intellectual property assets, as of August 29, 2017, the Issuer has obtained a trademark for "Cholesterade," Reg. No. 5,277,320. The Issuer does not intend to apply for trademark protection for any other marks, and will rely on common law trademark protections for any such marks, including, but not limited to the Issuer's logo, Leone Asset Management.

## **Trade Secrets**

Whenever the Issuer deems it important for purposes of maintaining competitive advantages, the Issuer will require parties with whom the Issuer share, or who otherwise are likely to become privy to, the Issuer's trade secrets or other confidential information to execute and deliver to the Issuer confidentiality and/or non-disclosure agreements. Among others, this may include employees, consultants and other advisors, each of whom the Issuer would require execute such an agreement upon commencement of their employment, consulting or advisory relationships. These agreements will generally provide that all confidential information developed or made known to the individual by the Issuer during the course of the individual's relationship with the Issuer is to be kept confidential and not disclosed to third parties except under specific circumstances.

As of the date of this Report, the Issuer has prepared confidentiality and/or non-disclosure agreements to be executed by the Issuer's executive officers or directors.

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

The Issuer currently has four (4) wholly or majority owned subsidiaries throughout the world, which include the manufacture and distribution of nutritional products, research and development, farming and a rock quarry. The Issuer may acquire additional entities and operational businesses in the future to expand the Issuer's holdings.

**Go Epic Health, Inc.** – is a nutritional product holding company which owns the intellectual property and worldwide manufacturing and distribution rights to Cholesterade, a natural cholesterol reducing product created by the late Dr. Robert Cade, creator of Gatorade ®. Wholly owned subsidiary, American Retail Alliance, markets and distributes Cholesterade as well as other new and innovative consumer goods through the nation's largest retail pharmacy chain stores, independent drug and health food stores, multi-level organizations and product specific catalogs. Go Epic Health has a medical advisory board, consisting of six physicians and doctors, which provide advice and insight to the management of Go Epic Health.

**Farmica Africa, Ltd.** – is a producer of Lemon grass-based products including tea, soap, an energy drink, insect repellent, essential oil and others. In addition, Farmica Africa will be expanding its import/export business to help satisfy the many needs within West Africa. At this time, Farmica Africa has lease agreements for 2,147 acres of prime and fertile agricultural land near the town of Kono in Sierra Leone. The initial land clearing and planting of a portion of the land was completed in May 2018. While the entire acreage planting is ongoing, several smaller harvests will occur during the same time period.

**JP Anderson, Ltd.** – JP Anderson has acquired the operation rights to a granite quarry in Sierra Leone. The Kenema quarry consists of 267-acres of land containing approximately 70 million tons of granite stone (Approximately \$2,000,000,000 in value). JP Anderson intends on operating a plant with capacity of 250 TPH, operating in 8-hour shifts that can produce 2,000 Tons of product per shift. Priced at \$32 per ton, each shift can generate approximately \$64,000 of gross revenue. The quarry will operate Monday through Saturday with Sundays off. The demand for the finished product in the region can easily support the quarry to operate in 2 or 3 shifts per day. (The Issuers intend to operate the quarry in 2 shifts per day, 8 hours of operation with the remaining 8 hours for maintenance). The estimated revenue per 8-hour shift is \$64,000, which equals approximately \$20 million annually. Expenses are estimated at 25%, which will yield approximately \$15 million in profits per shift. The Issuer's start-up and operating costs are extremely low for this type of operation due to the fact that land costs have already been taken care of and labor costs in Sierra Leone are extremely low. The top operating expense to run the plant and equipment is fuel. The granite supply at this location, if operating at this capacity, will last nearly 20 years.

**Bright Rock (SL) Limited** – Bright Rock (SL) Limited was formed in December 2018 and has, or is in the process of acquiring, the operations rights to a gold mine in Sierra Leone. Bright Rock has only just been formed, with the Issuer holding 93% of its equitable interests. Bright Rock is in the early stages of development has no current operations. On December 3, 2018, the Issuer received a \$50,000 loan from KT Resource Capital, LLC in order to fund the development of Bright Rock in Sierra Leone, including permitting and all legal needs, purchasing equipment, salaries and wages, and working capital. Pursuant to the loan, KT Resource Capital, LLC will receive 50% of the net proceeds of Bright Rock (the gold mine business) until principal and interest are returned in full for a total of \$100,000.

C. Describe the issuers' principal products or services.

**Prostate™** ([www.prostate.com](http://www.prostate.com)) is an All-Natural and Advanced Prostate and Cardiovascular formulation that was designed to promote healthy prostate function in men. Prostate™ has been exclusively designed and is the only product on the market that contains Patent-Pending Go-Some delivery and absorption technology. The Prostate™ formula was uniquely designed to support the ever-growing prostate health market. As men age, the problems associated with an enlarged prostate become more and more prevalent. Prostate™ was created with core ingredients that have been researched and clinically studied and proven to aid in the support for a healthy prostate, and to assist in relieving several of the symptoms associated with an enlarged Prostate. Prostate™ contains Citrus Pectin, Saw Palmetto, Flower Pollen, Beta-Sitosterol, Pumpkin Seed Extract, Cranberry, Lycopene, Selenium, Stinging Nettle, Vitamin C, Vitamin E, Magnesium, Zinc, B6, CoQ10, and Patent-Pending Go-Some delivery and absorption technology.

**Cholesterade Clinical Trials.** The Issuer have begun Clinical Trials for Cholesterade using the Western IRB Protocol. There have been 400 to 500 patient trials between two research centers. At the University of Memphis, Tennessee, Dr. Ankur Seth will be completing his clinical trials at the Stern Cardiovascular Center; the largest cardiovascular group in the Tri State Area. Additionally, the Issuer are working with Dr. Chris Caputo who is one of the 19 Cardiologists overseeing the Cardiac and Vascular Institute in Gainesville, Florida.

**Products and Sales.** As of September 2019, the Issuer had products in over 2,000 locations across the country. As of the end of the 3<sup>rd</sup> quarter of 2019, the Issuer had approximately \$250,000 (cost basis) in inventory on hand.

**Lemongrass.** The Issuer's subsidiary Farmica Africa has current land leases for 2,147 acres of prime and fertile agricultural land. The initial clearing and planting of Lemongrass is under way and the Issuer plans to expand to 25,000 by the end of 2023. The Issuer expects a Lemongrass harvest 4-6 times a year with each harvest resulting in 50 tons of leaf per acre/per harvest. It takes 1 ton of Lemongrass to produce 1 Liter of Lemon Grass Oil. The retail price of Lemongrass essential oil is \$14.95/ML. The Issuer's cost to produce and market is \$1.50/ML. Lemongrass leaves and oil can be used to create multiple healthy products, such as: treating digestive tracts spasms, stomach ache, high blood pressure, convulsions, pain, vomiting, cough, achy joints, fever, the common cold and exhaustion. It can also be used to kill germs and as a mild astringent. Some people apply Lemongrass and its essential oils directly to the skin for pain relief. By inhalation, the essential oil is used for aroma therapy for muscle pain. In food and beverages, Lemongrass is

used as a "lemon" flavoring. In manufacturing Lemongrass is used as a fragrance in soaps and cosmetics. Lemongrass is also used in making vitamin A and natural citral.

**Construction material.** JP Anderson has acquired the rights to the Kenema quarry, in Sierra Leone, consisting of 267-acres of land containing approximately 70 million tons of granite stone (Approximately \$2,000,000,000 in value). Production from granite stones is to include: Rock - To be used for building walls, bridge, retaining storages / walls. Gravel - for Road, Driveways, Building Foundations. Sand - All-purpose construction work. Block - For structural frame work, commercial and residential. The Issuer's initial objective is to install a 250-ton per hour crushing plant to be able to provide crushed granite for the large demand of infrastructure development projects throughout the region. With health and safety in mind, the Issuer's current goal is to begin operations by the end of 2019. All necessary permits and equipment will need to be obtained prior to commencement of operations.

**Process.** The Granite Crushing Plant consists of a cone crusher, vibrating screen, belt conveyor, stone vibrating feeder and more. Large granite materials are fed into the stone granite jaw crusher evenly and gradually by vibrating feeder through a hopper for primary crushing. After the first crush, the material will be transferred to the cone crusher by belt conveyor for the secondary crush; the crushed granite materials will then be transferred to the vibrating screen for separating. After separating, the parts that meet specific standards will be transferred away as final products, while the other parts will be returned to the cone crusher, thus forming a closed circuit. The size of the final products can be combined and graded according to specific requirements.

**Drilling and Blasting.** Drilling and blasting are two important parts of the quarrying process and so employees such as drillers and shot-firers undertaking these activities must be specifically trained in this area. These explosive experts drill holes in the earth and place explosives inside. The explosives are detonated to provide the smallest release of energy for the most efficient blast. The larger pieces of stone are released and removed by pit loaders and dumped into large haul trucks heading to crusher unit.

**The Processing Plant.** The rock arriving at the processing plant has to then go through the crushing process. The specialist quarry equipment used will depend on the size of the rocks being crushed and the desired size. The different sized stone is then separated by the use of screens. The stone is then stored in huge stockpiles according to the aggregate, such as rock, sand or gravel. Mixtures of sand, small gravel and cement can be formed into additional product lines and cement block for construction.

**Projected Revenue.** An operating plant with a capacity of 250 TPH, operating in 8-hour shifts, can produce 2,000 Tons of product per shift. Priced at \$32 per ton, each shift will generate approximately \$64,000 of gross revenue. The quarry will operate Monday through Saturday with Sundays off. The demand for the finished product in the region can easily support multiple quarries operating in 2 or 3 shifts per day. (The Issuer intends to operate the quarry in 2 shifts per day, 8 hours of operation).

Weekly Estimated Revenue: \$384,000 per 8-hour shift 1-Shift – \$384,000, 2-Shifts – \$768,000

Annual Estimated Revenue: 8-hour shifts.1 – Shift – \$19,968,000, 2 –Shifts – \$39,936,000

Weekly Estimated Operational Expenses: Estimated expenses per 8-hour shift approximately >25% operating costs: 1 – Shift – \$96,000 2 –Shifts – \$192,000

Annual Estimated Operational Expenses: Estimated expenses per 8-hour shift, roughly 25% operating costs: 1- shift per day, 6 days per week \$4,992,000 2- shifts per day, 6 days per week \$9,984,000

Estimated Annual Net Profits: \$14,976,000 per shift 1- shift per day, 6 days per week \$14,976,000: 2- shifts per day, 6 days per week \$29,952,000.

**Gold Mine.** Bright Rock (SL) Limited was formed in December 2018 and has, or is in the process of acquiring, the operations rights to a gold mine in Sierra Leone. The gold mine is in the early stages of development has no current operations.

## 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.

Farmica Africa, Ltd. – At this time, Farmica Africa has lease agreements for 2,147 acres of prime and fertile agricultural land near the town of Kono in Sierra Leone. The initial land clearing and planting was completed in May 2018, and additional clearing and planting land is underway on the remaining leased lands.

JP Anderson, Ltd. – JP Anderson has acquired the operation rights to a granite quarry in Sierra Leone. The Kenema quarry consists of 267-acres of land containing approximately 70 million tons of granite stone (Approximately \$2,000,000,000 in value). JP Anderson intends on operating a plant with capacity of 250 TPH, operating in two 8-hour shifts per day, Monday through Saturday, which can produce 2,000 Tons of product per shift. Priced at \$32 per ton, each shift can generate approximately \$64,000 of gross revenue. The Issuer's start-up and operating costs are extremely low for this type of operation due to the fact that land costs have already been taken care of and labor costs in Sierra Leone are extremely low. The top operating expense to run the plant and equipment is fuel. The granite supply at this location, if operating at this capacity, will last nearly 20 years.

### Subsequent Events:

The Company has disclosed all events through the date of issuance, see financial statements.

## 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 Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>James Price</u>	<u>Chairman, Chief Executive Officer, Secretary and</u>	<u>St. Petersburg, FL</u>	<u>43,758,787</u>	<u>Common</u>	<u>29.16%</u>	<u>Beneficially held through JP Anderson</u>

	<u>CFO/Treasurer; Owner of more than 5%</u>					<u>Holding Corp. Inc.</u>
<u>Elwood Junot</u>	<u>Owner of more than 5%</u>	<u>Seminole, FL</u>	<u>10,000.000</u>	<u>Common</u>	<u>6.66%</u>	<u>      </u>
<u>Charles Ben Bates, Jr.</u>	<u>Director; Owner of more than 5%</u>	<u>Palatka, FL</u>	<u>20,000,000</u>	<u>Common</u>	<u>13.33%</u>	<u>      </u>
<u>Brett Phillips</u>	<u>Owner of more than 5%</u>	<u>Belleair Beach, FL</u>	<u>7,873,510</u>	<u>Common</u>	<u>5.25%</u>	

## 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: William Eilers  
Firm: Smith Eilers, PLLC  
Address 1: 149 S Lexington Ave  
Address 2: Asheville, NC 28801  
Phone: 561-484-7172  
Email: N/A

Accountant or Auditor

Name: Russ Boyer  
Firm: BizCFO, Inc.  
Address 1: 16959 Bernardo Center Dr, Suite 202  
Address 2: San Diego, CA 92128  
Phone: 858-217-4035  
Email: accounting@bizcfo.com

Investor Relations

Name: None.  
Firm: N/A  
Address 1: N/A  
Address 2: N/A  
Phone: N/A  
Email: N/A

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.

Name: None.  
Firm: N/A  
Nature of Services: N/A  
Address 1: N/A  
Address 2: N/A  
Phone: N/A  
Email: N/A

## 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, James Price certify that:

1. I have reviewed this Quarterly Disclosure Statement as of March 31, 2022 of Leone Asset Management, 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.

May 16, 2022

/s/ James Price

James Price, CEO, CFO and Secretary of Leone Asset Management, Inc.

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

### *Principal Financial Officer:*

I, James Price certify that:

1. I have reviewed this Quarterly Disclosure Statement as of March 31, 2022 of Leone Asset Management, 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.

May 16, 2022

/s/ James Price

James Price, CEO, CFO and Secretary of Leone Asset Management, Inc.

(Digital Signatures should appear as "/s/ [OFFICER NAME]")