VIADERMA, INC.
A Nevada Corporation

4640 Admiralty Way, Suite 500
Marina Del Rey, CA 90292

310-374-6111
http://www.viadermalicensing.com
info@viadermalicensing.com
SIC Code: 5122 – Drugs, Drug Proprietaries, and Druggist' Sundries

Quarterly Report
For the Period Ending: June 30, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

1,233,713,103 as of June 30, 2024

1,233,713,103 as of December 31, 2023

983,556,451 as of December 31, 2022

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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: ☒

Change in Control

Indicate by check mark whether a Change in Control[4] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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[4] "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 and names used by predecessor entities, along with the dates of the name changes.

Current since May 6, 2014:	ViaDerma, Inc.
Before May 6, 2014:	Décor Products International, Inc.
Before July 1, 2009:	Murals by Maurice, Inc.

Current State and Date of Incorporation or Registration: Nevada
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
None

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

Address of the issuer's principal executive office:

4640 Admiralty Way, Suite 500
Marina Del Rey, CA 90292

Address of the issuer's principal place of business:
☒ *Check 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?

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Clear Trust, LLC
Phone: (813) 235-4490
Email: inbox@cleartrusttransfer.com
Address: 16540 Pointe Village Dr. Ste 205 Lutz, FL 33558

Publicly Quoted or Traded Securities:

Trading symbol:	VDRM	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	92555K101	
Par or stated value:	$0.0001	
Total shares authorized:	1,250,000,000	as of date: June 30, 2024
Total shares outstanding:	1,233,713,103	as of date: June 30, 2024
Total number of shareholders of record:	75	as of date: June 30, 2024

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

Exact title and class of securities outstanding:	Convertible Preferred Stock	
CUSIP:	N/A	
Par or stated value:	$0.001	
Total shares authorized:	50,000,000	as of date: June 30, 2024
Total shares outstanding:	31,000,000	as of date: June 30, 2024
Total number of shareholders of record:	2	as of date: June 30, 2024

Security Description:

1. **For common equity, describe any dividend, voting and preemption rights.**

   N/A

2. **For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

   The Company had 50,000,000 shares of preferred stock authorized, $0.001 par value, of which 31,000,000 shares issued and outstanding. Each share of preferred stock has conversion ratio and voting right of 10:1.

3. **Describe any other material rights of common or preferred stockholders.**

   N/A

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

   N/A

3) Issuance History

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance: Date 01/01/2022 Common: 983,556,451 Preferred: 31,000,000			*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.** ***You must disclose the control person(s) for any entities listed.**	**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.**
1/19/2023	New	40,064,211	Common	$0.0029	Yes	Greentree Financial Group Chris Cottone	Debt conversion	Unrestricted	Rule 144
3/8/2023	New	9,003,636	Common	$0.0022	Yes	Greentree Financial Group Chris Cottone	Debt conversion	Unrestricted	Rule 144
3/28/2023	New	2,000,000	Common	$0.001	No	William Inza	Investor relation service	Restricted	Rule 144
3/28/2023	New	2,000,000	Common	$0.001	No	John Coyle	Investor relation service	Restricted	Rule 144
3/28/2023	New	6,000,000	Common	$0.001	No	Richard Inza	Consulting service	Restricted	Rule 144
3/28/2023	New	40,000,000	Common	$0.001	No	Intent Sciences LLC Michael Balducci	Marketing service	Restricted	Rule 144
3/28/2023	New	100,000,000	Common	$0.001	No	Chris Ayo Otiko	Accrued compensation and loans	Restricted	Rule 144
3/31/2023	New	20,000,000	Common	$0.015	No	The Brewer Group, Inc. Jack Brewer	Consulting service	Restricted	Rule 144
4/6/2023	New	25,519,200	Common	$0.005	Yes	Greentree Financial Group Chris Cottone	Debt conversion	Unrestricted	Rule 144
11/24/2023	New	5,569,605	Common	$0.005	Yes	Greentree Financial Group Chris Cottone	Court order	Unrestricted	Rule 144
Shares Outstanding on Date of This Report: Ending Balance: Date 6/30/2024 Common: 1,233,713,103 Preferred: 31,000,000									

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

None

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

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. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
12/4/2009	$ 58,796	$ 140,000	$ 45,870	12/4/2010	$0.005 per share or 50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.	Precursor Management Inc. Weiheng Cai	Convertible Note
12/4/2009	$ 40,000	$ 40,000	$ 116,223	12/4/2010	$1.00 per share	Linear Group Holdings, Inc. Brad Stewart	Convertible Note
3/21/2014	$ 33,500	$ 33,500	$ 69,954	3/21/2015	$0.10 per share or 50% discount on the conversion date.	Bespoke Growth Partners, Inc. Mark Peikin	Convertible Note
12/21/2017	$ 28,000	$ 28,000	$ 54,018	12/21/2018	$0.001 per share or 50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.	L&H, Inc. Linwen Huang	Convertible Note
1/3/2018	$ 48,000	$ 48,000	$ 85,936	1/3/2019	70% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.	The Brewer Group Inc. Jack Brewer	Services Note
1/3/2018	$ 10,000	$ 10,000	$ 12,318	1/3/2019	40% of the average VWAP on the primary trading market for the last ten (10) trading days immediately prior to but not including the Conversion Date.	The Brewer Group Inc. Jack Brewer	Services Note
4/5/2018	$ 104,643	$ 120,000	$ 126,285	1/3/2019	50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.	The Brewer Group Inc. Jack Brewer	Services Note

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

None

4) Issuer's Business, Products and Services

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

ViaDerma, Inc.'s lead product is an FDA registered topical antibiotic called that will be sold under the brand name Vitastem™. The Company also has products in development in the following fields; anti-aging skin care, pain management, hair-loss, and toenail fungus. The products are based on a patent pending delivery system technology that allows for rapid mass transfer of the pharmaceutical active ingredient across the skin and into the body to provide immediate localized therapy. Detailed product information is available online by accessing the Government website, DailyMed.

The Company utilizes a specific Trade Secret Formulation System in the manufacture of all the products.

On January 31, 2014, the Company purchased an exclusive license (the "License") on the patent pending technology from Dr. Howard Phillips represented by US Patent application #20130190274. The Company amended the License on January 20, 2017 such that it is now a non-exclusive distribution and licensing agreement.

Apart from the technology licensed from Dr. Howard Phillips, the Company is currently using a second-generation transdermal technology to manufacture and develop its products. This technology was exclusively licensed from a related party. During 2016, provisional patents were filed on this technology. The Company received provisional patent #62757891 'ENHANCED ANTIBIOTIC

AND DRUG DELIVERY FOR AQUEOUS TOPICAL APPLICATIONS FOR HUMAN AND VETERINARY USES'for this technology. The Company believes the newer technology has additional benefits and plans to incorporate this topical delivery system into most, if not all, of its future products.

In June 2017, the Company received notification that its newer product Prolayed (15ml), was also registered with the FDA.

In addition, the Company is in the early development stage of a medical cannabis product containing cannabidiol ("CBD") that can be absorbed through the skin with our proprietary transdermal delivery system. A provisional patent application using the combination of CBD and THC with the delivery system was filed in 2017 (Provisional Patent # 62466209). The use of CBD is aimed at the reduction of inflammation and for the treatment of several diseases, such as, nicotine addiction, fibromyalgia, Cohn's disease, schizophrenia, migraine headaches, pain management for cancer and Multiple Sclerosis.

The Company has filed with the Food and Drug Administration (FDA) for a new over the counter or OTC version of a "Premature Ejaculation Drug". The new "OTC Drug" received FDA registration during the second quarter of 2017 (NDC:69006-010-00) and the Company's name of the new drug will portray prolonged endurance. The Company's recent testing of the drug has shown to be successful in retarding the onset of ejaculation during sexual intercourse.

The Company's products are sold to local medical practitioners, and patients in clinics primarily in the Los Angeles, California area; however, the Company is moving towards a wholesale distributor model and launch the online sales at amazon.com in the second quarter of 2018. The Company's primary goal during 2018 has been to commercially manufacture the product on a larger scale and seek wholesale distribution partners that will carry and sell the product. The Company is presently using a manufacturing partner on the East Coast of the United States. During November 2017, the Company received its first finished order of Vitastem (bottle sizes range from 5ml to 15ml). The Company, along with its wholesale partners, will attempt to sell and distribute the product in several key areas.

In addition to the primary plan of developing and selling new products to the market, the Company is exploring the possibility of licensing the technology to other pharmaceutical companies. As of the date of this filing, the Company has entered into two licensing and distribution agreements as follows:

On January 1, 2017, the Company entered into a licensing and distribution agreement with Biogenx, Inc. for the purpose of commercializing and distributing a topical antibiotic product to be branded VitaStem. On August 1, 2018, Biogenx, Inc. changed its legal entity name as Viaderma Distribution, Inc. The product will carry the Company's tetracycline-based technology. This product will be separately registered with the FDA. Pursuant to the agreement, the Company will receive 50% of gross profit from sales of Vitastem. For purposes of the agreement, gross profit is defined as total revenues less cost of production, distribution and marketing. In addition ViaDerma will receive an additional 5% of gross sales as a licensing fee. The agreement was terminate on June 30, 2024 unless extended by both parties. Viaderma Distribution, Inc. (Formerly Biogenx, Inc.) has the right to terminate the agreement early with two month notice if it deems the arrangement to not be financially viable. This agreement was renewed on January 1, 2023.

On January 1, 2017, the Company entered into a licensing and distribution agreement with Vage Nigeria, Ltd. for the purpose of commercializing and distributing a topical antibiotic product to be branded Dermafix. The product will carry the Company's tetracycline-based technology. This product will be separately registered with the FDA. Pursuant to the agreement, the Company will receive 50% of the net sales from Dermafix. For purposes of the agreement, net sales is defined as total revenues less cost of production, distribution and marketing (which includes taxes, discounts, allowances, credits for returns, rebates, import duties and other governmental charges, freight and transportation). The agreement was terminate on June 30, 2024 unless extended by both parties. Vage Nigeria, Ltd. has the right to terminate the agreement early with two month notice if it deems the arrangement to not be financially viable.

On January 1, 2018, the Company entered into a licensing agreement with SSP Asset Management Corp., an organization incorporated under the laws of Alberta, Canada ("SSP"). The license granted SSP the right to use the Company's transdermal technology for use within certain products. The Company will receive Fifty Percent (50%) of the net profits of any products sold by SSP. The term of the license is 25 years and is exclusive for a minimum of two years on any new products developed by SSP. The Company also issued 20 million restricted common shares to the shareholders of SSP to assist in the development of the new products.

We announced on February 7, 2018 that the complaint filed by Steven J. Keough in a South Dakota Federal Court, has been dismissed without prejudice. The complaint alleged certain technical issues dating back to 2011. We have filed provisional patents on several products, and their pending status has already gone through a screening process by the USPTO. Our legal counsel vigorously defended this civil legal action to protect our shareholders and our patent pending product line. We continue to aggressively defend any legal action that will affect our progress.

In August 2020, the Company increased Vitastem inventories and distributed some of inventories complimentary to the medical facilities and hospital trauma centers for testing purposes. The test results have been reported as excellent among the patients treated with Vitastem, and the Company has actively discussed with the hospitals and healthcare providers utilizing the Vitastem product in their patient care.

On October 1, 2020, Liberdol Topical Analgesic, a new relief pain product was officially launched. (NDC: 71262-004-18)

On January 4, 2021, the Company entered into a three-year exclusive distributor and licensing agreement with an affiliate of the Company. The Company provides the FDA registered medication, Tetracyte, to the affiliate's medical practices in six States. The affiliates created their own private label for the wound care utilizing the Company's technology.

B. List any subsidiaries, parent company, or affiliated companies.

The Company wholly owns ViaDerma II, Inc., a Nevada corporation. The financials of ViaDerma II, Inc. are included in the accompanying consolidated financial statements.

C. Describe the issuers' principal products or services.

Currently, the products are sold to local medical practitioners, and patients in clinics primarily in the Los Angeles, California area and launch online sales at amazon.com in the second quarter of 2018. The Company's primary goal during 2018 has been to commercially manufacture the product on a larger scale and seek wholesale distribution partners that will carry and sell the product. The Company is presently using a manufacturing partner on the East Coast of the United States. During November 2017, the Company received its first finished order of Vitastem (bottle sizes range from 5ml to 15ml). On November 2019, the Company discarded the remaining inventories which were expired and received its second finished goods of Vitastem with increased bottle sizes of 15ml and 55ml. The Company, along with its wholesale partners, will attempt to sell and distribute the product in several Middle Eastern countries.

The company is in the early development stage of a medical cannabis product (CBD) that can be absorbed through the skin with our proprietary transdermal delivery system. A provisional patent application using the combination of CBD and THC with the delivery system was filed in 2017. The use of CBD is aimed at the reduction of inflammation and for the treatment of several diseases, such as, nicotine addiction, fibromyalgia, Cohn's disease, schizophrenia, migraine headaches, pain management for cancer and Multiple Sclerosis.

In addition, the Company has filed with the Food and Drug Administration (FDA) for a new over the counter or OTC version of a "Premature Ejaculation Drug". The new "OTC Drug" received FDA registration during the second quarter of 2017 (NDC: 69006-010-00) and the Company's name of the new drug will portray prolonged endurance. The Company's recent testing of the drug has proved to be successful in retarding the onset of ejaculation during sexual intercourse.

5) Issuer's Facilities

Our contracted manufacturer has an FDA and CGMP compliant facility, which is fully registered to produce OTC pharmaceuticals, and passed the most recent FDA audit. Our contracted manufacturer has over 50 years of combined experience in product development, formulating, batching, filling and packaging. We do not have ownership or control of this property.

Our official business mailing address is 4640 Admiralty Way, Suite 500, Marina Del Rey, California 90292.

6) All Officers, Directors, and Control Persons of the Company

Names of All Officers, Directors and Control Persons	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	Names of control person(s) if a corporate entity

Dr. Chris Ayo Otiko	President, Chief Executive Officer and Director	4640 Admiralty Way, Ste. 500, Marina Del Rey, CA 90292	156,230,708	Common Stock	12.66%	N/A
Dr. Chris Ayo Otiko	President, Chief Executive Officer and Director	4640 Admiralty Way, Ste. 500, Marina Del Rey, CA 90292	30,000,000	Preferred Stock	96.77%	N/A

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

None

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

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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 to 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

8) Third Party Service Providers

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	Kenneth C. Grace, Esq., LASH WILCOX & GRACE PL
Address 1:	2202 West Shore Blvd., Ste 200
Address 2:	Tampa, FL 33607
Phone:	(813) 639-4205
Email:	kgrade@lashwilcoxandgrace.com

Accountant

Name:	Zia Choe, CPA, STK FINANCIAL P.C.
Address 1:	1100 Town and Country Rd Suite 1250
Address 2:	Orange, CA 92868
Phone:	(954) 228-5026
Email:	zia@stk.financial

Investor Relations

Name:	Richard Inza, RMJ Consulting, LLC
Address 1:	2451 SW 126th Way
Address 2:	Miramar, FL 33027
Phone:	(954) 251-0616
Email:	richardinza@gmail.com

All other means of Investor Communication:

Website: www.viaderma.com

Other Service Providers

Name:	Zia Choe, CPA, STK FINANCIAL P.C.
Address 1:	1100 Town and Country Rd Suite 1250
Address 2:	Orange, CA 92868
Phone:	(954) 228-5026
Email:	zia@stk.financial

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name:	Zia Choe
Title:	Partner
Relationship to Issuer:	Accountant

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

☐ IFRS

☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Zia Choe
Title: Partner
Relationship to Issuer: Accountant
Describe the qualifications of the person or persons who prepared the financial statements:
Zia Choe, CPA, a Partner at STK FINANCIAL P.C. has 18 years of combined professional experience including 11 years of financial audit and financial reporting.

VIADERMA INC. AND ITS SUBSIDIARY

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED JUNE 30, 2024

(UNAUDITED)

TABLE OF CONTENTS TO CONSOLIDATED FINANCIAL STATEMENTS

STK FINANCIAL

1100 W Town and Country Rd Suite 1250 Orange, CA 92868

T. 954-228-5026 E-mail. INFO@STK.FINANCIAL

To the Board of Directors and
ViaDerma Inc.

The accompanying consolidated financial statements of ViaDerma Inc. and its subsidiary as of and for the six months ended June 30, 2024, were not subjected to an audit, review, or compilation engagement by us and, accordingly, we do not express an opinion, a conclusion, nor provide any assurance on them.

/s/ STK FINANCIAL

STK FINANCIAL P.C.
Orange, CA
September 27, 2024

VIADERMA, INC. AND SUBSIDIARY
CONDENSED CONSOLIDATED BALANCE SHEETS
AS OF JUNE 30, 2024 AND DECEMBER 31, 2023
(UNAUDITED)

	June 30, 2024	December 31, 2023
Assets		
Current assets		
Cash	$ 826,175	$ 10,243
Accounts receivable	333,815	1,268,624
Prepaid	111,808	-
Total current assets	1,271,798	1,278,867
Non-current assets		
Patents, net	1,869	1,967
Total non-current assets	1,869	1,967
Total assets	$ 1,273,667	$ 1,280,834
Liabilities and Stockholders' Equity		
Current liabilities		
Accounts payable	$ 10,700	$ 17,600
Accrued interest payable	510,604	474,402
Accrued expenses	183,992	177,330
Accrued compensation	20,664	120,000
Convertible notes payable	322,939	322,939
Due to related party	47,610	45,413
Total current liabilities	1,096,509	1,157,684
Stockholders' equity		
Preferred stock	31,000	31,000
($.001 par value, 50,000,000 shares authorized; 31,000,000 and 31,000,000 shares issued and outstanding as of June 30, 2024 and December 31, 2023)		
Common stock	123,371	123,371
($.0001 par value, 1,250,000,000 shares authorized; and 1,233,713,103 shares issued and outstanding as of June 30, 2024 and December 31, 2023)		
Additional paid in capital	13,575,876	13,575,876
Accumulated deficit	(13,553,089)	(13,607,097)
Total stockholders' equity	177,158	123,150
Total liabilities and stockholders' equity	$ 1,273,667	$ 1,280,834

See accompanying notes are an integral part of these consolidated financial statements

VIADERMA, INC. AND SUBSIDIARY
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2024 AND 2023
(UNAUDITED)

	For the Three Months Ended		For the Six Months Ended	
	June 30, 2024	'June 30, 2023	June 30, 2024	June 30, 2023
Revenue	$ 150,131	$ 150,105	$ 300,191	$ 300,230
Gross profit	150,131	150,105	300,191	300,230
Operating expenses				
Amortization	49	49	98	98
Other selling, general and administrative expenses	165,159	137,620	209,883	230,927
Total operating expenses	165,208	137,669	209,981	231,025
Income from operations	(15,077)	12,436	90,210	69,205
Other income (expense)				
Gain on forgiveness of debt	-	21,073	-	26,135
Settlement loss	-	(130,895)	-	(130,895)
Interest expense	(18,101)	(18,063)	(36,202)	(40,021)
Total expense, net	(18,101)	(127,885)	(36,202)	(144,781)
Net income (loss)	$ (33,178)	$ (115,449)	$ 54,008	$ (75,576)
Basic and fully diluted net income (loss) per common share	**	**	**	**
Weighted average common shares outstanding - Basic	1,233,713,103	1,226,460,913	1,233,713,103	1,125,025,781
Weighted average common shares outstanding - Diluted	1,233,713,103	1,226,460,913	1,877,130,303	1,125,025,781
** Less than $.01				

See accompanying notes are an integral part of these consolidated financial statements

VIADERMA, INC. AND SUBSIDIARY

CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

FOR FOR THE SIX MONTHS ENDED JUNE 30, 2024 AND 2023

(UNAUDITED)

	Preferred Stock		Common Stock		Additional	Accumulated	
	Shares	Amount	Shares	Amount	Paid in Capital	Deficit	Total
Balances, December 31, 2022	31,000,000	$ 31,000	983,556,451	$ 98,356	$ 11,637,332	$ (13,611,194)	$ (1,844,506)
Common stocks issued for service rendered	-	-	70,000,000	7,000	448,680	-	455,680
Common stocks issued for accrued compensation	-	-	100,000,000	10,000	108,244	-	118,244
Common stocks issued for partial settlements of convertible notes	-	-	74,587,047	7,458	254,128	-	261,586
Reclassification of derivative liability due to change in accounting policy	-	-	-	-	997,154	-	997,154
Net loss for the six months ended June 30, 2023	-	-	-	-	-	(75,576)	(75,576)
Balances, June 30, 2023	31,000,000	$ 31,000	1,228,143,498	$ 122,814	$ 13,445,538	$ (13,686,770)	$ (87,418)
Balances, December 31, 2023	31,000,000	$ 31,000	1,233,713,013	$ 123,371	$ 13,575,876	$ (13,607,097)	$ 123,150
Net income for the period ended June 30, 2024	-	-	-	-	-	54,008	54,008
Balances, June 30, 2024	31,000,000	$ 31,000	1,233,713,013	$ 123,371	$ 13,575,876	$ (13,553,089)	$ 177,158

See accompanying notes are an integral part of these consolidated financial statements

VIADERMA, INC. AND SUBSIDIARY
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE SIX MONTHS ENDED JUNE 30, 2024 AND 2023
(UNAUDITED)

	For the Six Months Ended	
	June 30, 2024	**June 30, 2023**
Cash flows from operating activities		
Net income (loss)	$ 54,008	$ (75,576)
Adjustments to reconcile net loss to net cash provided by (used in) operations:		
Amortization	98	98
Common stock issued for services rendered	-	103,330
Common stock issued for settlement loss	-	130,895
Bad debt	-	33,622
Debt forgiveness	-	(26,135)
Changes in operating assets and liabilities:		
Accounts receivable	934,809	(300,230)
Accounts payable	(6,900)	8,840
Accrued interest and accrued expenses	42,864	40,022
Accrued officer compensation	(99,336)	60,000
Prepaid	(111,808)	-
Due to related party	2,197	24,969
Net cash provided by (used in) operating activities	815,932	(165)
Net increase (decrease) in cash	815,932	(165)
Cash and cash equivalents,		
Beginning of the period	10,243	10,068
End of the period	$ 826,175	$ 9,903
Supplemental disclosures of non-cash investing and financing activities:		
Common stock issued to settle partial accrued interest	$ -	$ 191,478
Common stock issued to settle partial convertible notes	$ -	$ 92,242
Common stock issued for service rendered	$ -	$ 354,681
Common stock issued for service in advance	$ -	$ 100,998
Common stock issued for accrued compensation	$ -	$ 118,244
Reclass of derivative liability	$ -	$ 997,155

See accompanying notes are an integral part of these consolidated financial statements

NOTE 1- Description of Business and Basis of Presentation

Organization and Description of Business

ViaDerma, Inc. ("VDRM" or the "Company") was incorporated under the laws of the State of Florida on January 11, 2007 as Murals by Maurice, Inc. On July 1, 2009, the Company changed its name to Décor Products International, Inc. and re-domiciled to the State of Nevada on April 6, 2010. The Company again changed its name to ViaDerma, Inc. on May 6, 2014 to reflect the Plan of Exchange disclosed below. The Company's common shares are quoted on the "Pink Sheets - Other" quotation market under the symbol "VDRM".

On March 21, 2014, a Plan of Exchange (the "Exchange") was executed between and among the Company, ViaDerma II Inc., a Nevada corporation, the majority stockholder of the Company and the majority stockholder of ViaDerma, II Inc. ("ViaDerma Stockholders"), pursuant to which the Company acquired 100% of the Capital Shares of ViaDerma in exchange for an issuance by the Company of 44,000,000 shares of Common Stock to ViaDerma Stockholders, and/or their assigns. The above issuance gave ViaDerma Stockholders and/or their assigns a 'controlling interest' in the Company representing approximately 98.52% of the then issued and outstanding shares of the Company's Common Stock. The transaction resulted in a change in control of the Company. The Company and ViaDerma were hereby reorganized, such that the Company acquired 100% of the Capital Shares of ViaDerma, and ViaDerma, II Inc. became a wholly-owned subsidiary of the Company.

The reorganization between the Company and ViaDerma has been accounted for as a reverse acquisition and recapitalization of the Company whereby ViaDerma, II Inc. is deemed to be the accounting acquirer (legal acquiree) and the Company to be the accounting acquiree (legal acquirer). The accompanying consolidated financial statements are in substance those of ViaDerma, II Inc., with the assets, liabilities, revenues and expenses, of the Company being included effective from the date of stock exchange transaction. The Company is deemed to be a continuation of the business of ViaDerma. Accordingly, the accompanying consolidated financial statements include the following:

(1) The consolidated balance sheets consists of the net assets of the accounting acquirer at historical cost and the net assets of the accounting acquiree at historical cost;

(2) The financial position, results of operations, and cash flows of the accounting acquirer for all periods presented as if the recapitalization had occurred at the beginning of the earliest period presented and the operations of the accounting acquiree from the date of stock exchange transaction.

The Company and its subsidiary, ViaDerma, II Inc., are hereinafter referred to as (the "Company").

The Company, through its subsidiary, is mainly engaged in the manufacture and sales of pharmaceutical related products in the United States of America.

Basis of Presentation

The accompanying unaudited consolidated financial statements have been prepared by management in accordance with accounting principles generally accepted in the United States ("GAAP"). The Consolidated financial statements include the accounts of the Company and its subsidiary. All significant inter-company balances and transactions within the Company have been eliminated upon consolidation.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned or controlled operating subsidiary. All significant intercompany balances and transactions have been eliminated upon consolidation.

NOTE 2- Summary of Significant Accounting Policies

Use of Estimates

The preparation of the Consolidated financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and costs and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents are carried at cost and represent cash on hand, demand deposits placed with banks or other financial institutions, and all highly liquid investments with an original maturity of three months or less of the purchase date of such investments.

Accounts Receivable and Credit Losses

The Company adopted ASU 2016-13, Financial Instruments – Credit Losses. In accordance with this standard, the Company recognizes an allowance for credit losses for its trade receivables to present the net amount expected to be collected as of the consolidated balance sheet date. This allowance is based on the credit losses expected to arise over the life of the asset and are based on Current Expected Credit Losses (CECL). Accounts receivable is reported on the consolidated balance sheet at the net amounts expected to be collected by the Company. Management closely monitors outstanding accounts receivable and recognized an allowance for credit losses in the amount of $33,622 as of June 30, 2024. As of June 30, 2024, the Company had net accounts receivable of $333.815.

Intangible Assets, Net

The Company developed several patents for its products. Costs incurred for submitting the applications to the United States Patent and Trademark Office for these patents have been capitalized. Patent costs are being amortized using the straight-line method over the related 15 year lives. The Company begins amortizing patent costs once a filing receipt is received stating the patent serial number and filing date from the Patent Office. The Company also evaluates the impairment of its intangible assets periodically and there were no impairment indications for the six months ended June 30, 2024.

Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Balances from borrowings are subsequently measured at amortized cost using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the date of the consolidated balance sheets. All interest-related charges are included within other expense sections on the consolidated income statements.

Convertible Notes Payable

In accordance with ASC 470, *Debt* ("ASC 470") the Company records its Convertible Senior Notes at the aggregate principal amount, less discount. The Company amortizes the debt discount over the life of the convertible notes as an additional non-cash interest expense utilizing the effective interest method. All interest-related charges are included within other income (expense) sections on the consolidated income statements.

In August 2020, the FASB issued ASU 2020-06, *"Debt – Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging – Contracts in Entity's Own Equity (Subtopic 815 – 40)"* ("ASU 2020-06"). ASU 2020-06 reduces the number of accounting models for convertible debt instruments by eliminating the cash conversion and beneficial conversion accounting models. As a result, the Company's convertible debt instruments will be accounted for as a single liability measured at its amortized cost as long as no other features require bifurcation and recognition as derivatives. For contracts in an entity's own equity, the type of contracts primarily affected by this update are freestanding and embedded features that are accounted for as derivatives under the current guidance due to a failure to meet the settlement conditions of the derivative scope exception.

Fair Value Measurements of Assets and Liabilities

The Company measures its financial and non-financial assets and liabilities, as well as makes related disclosures, in accordance with FASB ASC No. 820, Fair Value Measurements, which provides guidance with respect to valuation techniques to be utilized in the determination of fair value of assets and liabilities.

The objective of a fair value measurement is to determine the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). Accordingly, the fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The six-tier hierarchy of inputs is summarized in the six broad levels below:

- Level 1 – inputs are unadjusted quoted market prices in active independent markets for identical assets and liabilities
- Level 2 – inputs are directly or indirectly observable estimates from quotes for similar but not identical assets and liabilities, market trades for identical assets not actively traded, or other external independent means
- Level 3 – inputs are unobservable and reflect assumptions on the part of the reporting entity

Our financial instruments include cash, accounts receivable, inventories, accounts payable, accrued liabilities, convertible notes payable, and derivative liabilities.

The carrying values of the Company's cash, accounts receivable, inventories, accounts payable and accrued liabilities approximate their fair value due to their short-term nature.

The Company's convertible notes payable are measured at amortized cost.

Revenue Recognition

The Company recognizes revenue under FASB Accounting Standards Codification Topic 606 *"Revenue from Contracts with Customers."*

The Company generates its royalty revenue from the licensing agreements. The Company accounts for a contract when both parties have approved the contract and are committed to perform their obligations, the rights of the parties and payment terms are identified, the contract is in commercial substance and collectability of consideration is probable.

The Company recognizes royalty revenues from the sale of the FDA registered topical antibiotic products after both, 1) control of the product has been transferred to the customer and 2) the underlying performance obligations have been satisfied. Licensees have the exclusive distribution rights of the Company's products and pay royalties based on their sales of the Company's products.

The Company also generates royalty revenue from licenses granted to customers to create their own private label utilizing the Company's products and technologies. The Company recognizes the royalty revenue monthly but over the license term using an appropriate measure of progress.

Stock Based Compensation

The Company recognizes compensation costs to employees and non-employees under FASB Accounting Standards Codification 718 *"Compensation - Stock Compensation"* ("ASC 718") and ASU 2018-07, "Compensation - Stock Compensation (Topic 718): Improvements, to Non-employee Share-Based Payment Accounting". The Company measures the compensation costs of share-based compensation arrangements based on the grant-date fair value and recognizes the costs in the financial statements over the period during which employees are required to provide services. Share-based compensation arrangements include stock options and warrants. As such, compensation cost is measured on the date of grant at their fair value. Such compensation amounts, if any, are amortized over the respective vesting periods of the option grant.

Net Income (Loss) Per Share

The Company calculates net loss per share in accordance with ASC Topic 260, "*Earnings per Share*". Basic income per share is computed by dividing the net income by the weighted-average number of common shares outstanding during the year. Diluted income per share is determined using the weighted-average number of common shares outstanding during the year, adjusted for the dilutive effect of common stock equivalents, consisting of shares that might be issued upon exercise of common stock options and conversion of convertible notes. In periods where losses are reported, the weighted-average number of common shares outstanding excludes common stock equivalents, because their inclusion will be anti-dilutive.

Income Taxes

Income taxes are determined in accordance with ASC Topic 740, "*Income Taxes*" ("ASC 740"). Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to be applied to taxable income in the years in which those temporary differences are expected to reverse. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the consolidated income statements in the period that includes the enactment date. A

valuation allowance is provided for deferred tax assets if it is more likely than not these items will either expire before the Company is able to realize their benefits, or that future deductibility is uncertain.

ASC 740 prescribes a comprehensive model for how companies should recognize, measure, present, and disclose in their financial statements uncertain tax positions taken or expected to be taken on a tax return. Under ASC 740, tax positions must initially be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. Such tax positions must initially and subsequently be measured as the largest amount of tax benefit that has a greater than 50% likelihood of being realized upon ultimate settlement with the tax authority assuming full knowledge of the position and relevant facts.

For the six months ended June 30, 2024, the Company did not have any interest and penalties associated with tax positions. As of June 30, 2024, the Company did not have any significant unrecognized uncertain tax positions.

Related Party Transactions

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the related parties include a. affiliates of the Company; b. entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and g. other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

The consolidated financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a. the nature of the relationship(s) involved; b. a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which the Consolidated Income Statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c. the dollar amounts of transactions for each of the periods for which the Consolidated Income Statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d. amounts due from or to related parties as of the date of each consolidated balance sheets presented and, if not otherwise apparent, the terms and manner of settlement.

NOTE 3- Intangible Asset, Net

Intangible assets consisted of the following:

		June 30, 2024
Patents	$	2,950
(Less): Accumulated amortization		(1,081)
Total intangible asset, net	$	1,869

For the six months ended June 30, 2024, the Company had amortization expense related to intangible assets of $98.

NOTE 4- Convertible Notes Payable

(A) Convertible Notes Payable - $180,000

As of June 30, 2024, the carrying value of the convertible notes payable was $98,796 and the debt discount was fully amortized. No collateral exists on any of the note instruments. All of the note instruments were originally dated December 4, 2009, and carried stated interest rates of 8%. However, see below for discussion of these notes being past due and the revised interest rates thereto.

In accordance with the terms and conditions in Promissory Notes, if the Company defaults in the payment of principal or interest due on the Promissory Notes, the holders of Promissory Notes (the "Holders") shall be entitled to receive and the Company agreed to pay all reasonable costs of collection incurred by Holders, including, without limitation, reasonable attorney's fees for consultation and suit. If any payment due is not made and remains unpaid for ten (10) days, it is in default hereof. Any such payment in default shall bear interest at 18% per annum. Should any payment not be made when due, there shall also be a late charge equal to 5% of the amount of the installment of principal or interest which is paid after the due date. In the event of default hereunder, the entire unpaid balance hereof shall, at the option of the Holders, become due and payable upon demand. All costs and fees (including reasonable fees and disbursements of legal counsel) incurred by the Holders as the result of any default by anyone liable hereunder or as the result of any collection effort by the Holders shall also be due and owing to the Holders. Failure to exercise any right shall not be deemed a waiver of the right to exercise the same at any subsequent date, or event.

On November 15, 2017, the Company and the Note Holder of principal $140,000 ("PMI Note") entered into an addendum to change the conversion price to $0.005 per share or 50% of the lowest trading price for the last 20 trading days immediately prior to but not including the Conversion Date, whichever is lower; and the Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal for each note conversion effected by Note Holder.

On March 2, 2021, a portion of principal and accrued interest in PMI Note in amount of $81,204 and $238,796, respectively were converted into 40,000,000 shares of common stock of the Company at the conversion price of $0.008 per share.

As of June 30, 2024, the carrying value of PMI Note was $58,796. The Company recorded interest expense of $6,962 related to PMI Note for the six months ended June 30, 2024. PMI Note is currently in default and the accrued interest payable related to PMI Note was $45,870 As of June 30, 2024.

The conversion terms of the remaining principal $40,000 were unchanged. The Company recorded the default interest of the note in amount of $4,072 for the six months ended June 30, 2024, and the accrued interest payable of $116,223 as of June 30, 2024.

(B) Convertible Notes Payable - $33,500

As of June 30, 2024, the principal balance in the 10% convertible promissory note entered into on March 21, 2014 was $33,500 and the Note is currently in default.

This Note is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of lessor of $0.10 per share or 50% of the market on the Conversion Date.

As of June 30, 2024, the carrying value of PMI Note was $33,500. The Company recorded interest expense of $3,548 related to this Note for the six months ended June 30, 2024, and the accrued interest payable of $69,954 as of June 30, 2024.

(C) Convertible Notes Payable – L&H (Note II)

On December 21, 2017, the Company issued L&H Inc., an unrelated third party (the "Note Holder") a 15% promissory note in principal amount of $28,000 with Original Issuance Discount of $3,000, 20% prepayment penalty and 20% default charge ("L&H Note II") for working capital. L&H Note II is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of the lesser of $0.001 per share or 50% discount to market, and the Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal of L&H Note II for each note conversion effected by Note Holder.

As of June 30, 2024, the outstanding balance of L&H Note II was $28,000, and the debt discount was amortized in full. L&H Note II is currently in default due to non-payment when semi-annual interest was due. For the six months ended June 30, 2024, the Company recorded default interest expense of $3,908 related to L&H Note II. The accrued interest payable was $54,018 as of June 30, 2024.

(D) Convertible Notes Payable – Brewer I

On January 3, 2018, the Company entered into a services agreement with a consultant for business development and marketing services, pursuant to which the Company agreed to issue the consultant total 20,000,000 shares of common stock of the Company and a convertible promissory note in amount of $48,000 for services rendered ("Brewer Note I").

Brewer Note I bears interest at a rate of 10% per annum with 20% default charge and 20% default rate. Brewer Note I is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of 70% of the market, and the Note Holder should be reimbursed for the conversion cost by adding $500 to the Principal of Brewer Note for each note conversion effected by Note Holder.

As of June 30, 2024, the outstanding balance of Brewer Note I was $48,000, and the debt discount was amortized in full. Brewer Note I is currently in default due to non-payment when due. For the six months ended June 30, 2024, the Company recorded default interest expense of $6,406 related to the Brewer Note I and the accrued interest payable was $85,936 as of June 30, 2024.

(E) Convertible Notes Payable – Brewer II

On January 3, 2018, the Company issued an unrelated third party (the "Note Holder") a 15% promissory note in principal amount of $10,000 with 20% default charge and 20% default charge (the "Brewer Note II") for consulting services rendered.

Brewer Note II is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of 40% of the average volume weighted average price (VWAP) on the primary trading market for the last ten (10) trading days immediately prior to but not including the Conversion Date.

As of June 30, 2024, the outstanding balance of Brewer Note II was $10,000, and the debt discount was amortized in full. Brewer Note II is currently in default due to non-payment when due. For the six months ended June 30, 2024, the Company recorded default interest expense of $986 related to the Brewer Note II and the accrued interest payable was $12,318 as of June 30, 2024.

(F) Convertible Notes Payable – Brewer III

On April 5, 2018, the Company issued an unrelated third party (the "Note Holder") a 15% promissory note in principal amount of $120,000 with 20% default charge and 20% default charge (the "Brewer Note III") for consulting services rendered.

Brewer Note III is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of 50% of the lowest trading price for the last twenty (20) trading days immediately prior to but not including the Conversion Date. The Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal of Brewer Note III for each note conversion effected by Note Holder.

On April 9, 2021, a portion of principal and accrued interest in Brewer Note III in amount of $15,357 and $5,643, plus $1,500 of conversion cost reimbursement were converted into 25,000,000 shares of common stock of the Company at the conversion price of $0.009 per share.

As of June 30, 2024, the outstanding balance of Brewer Note III was $104,643, and the debt discount was amortized in full. Brewer Note III is currently in default due to non-payment when due. For the six months ended June 30, 2024, the Company recorded default interest expense of $10,320 related to the Brewer Note III and the accrued interest payable was $126,285 as of June 30, 2024.

NOTE 5- Shareholders' Equity

As of June 30, 2024, the Company had 1,250,000,000 shares of common stock authorized, $0.0001 par value, of which 1,233,713,013 shares issued and outstanding, and had 50,000,000 shares of preferred stock authorized, $0.001 par value, of which 31,000,000 shares issued and outstanding. Each share of preferred stock has conversion ratio and voting right of 10:1.

On January 19, 2023, the remaining principal and accrued interest in LOC Note in amount of $19,000 and $94,183, respectively, plus $1,000 conversion cost reimbursement were converted into 40,064,211 shares of common stock of the Company at the conversion price of $0.0029 per share.

On March 8, 2023, the remaining principal and accrued interest in 2017 Service Note in amount of $13,243 and $5,065, respectively, plus $1,500 conversion cost reimbursement were converted into 9,003,636 shares of common stock of the Company at the conversion price of $0.0022 per share.

On March 28, 2023, the accrued liabilities for the service rendered in amount of $240,680 were converted into 50,000,000 shares of common stock of the Company at the conversion of $0.001.

On March 28, 2023, the remaining due to the Company's Chief Executive Officer and his accrued compensation in amount of $88,244 and $30,000 were converted into 100,000,000 shares of common stock of the Company at the conversion price of $0.001.

On March 31, 2023, the Company issued 20,000,000 shares of common stock to Brewer Group, Inc. at $0.015 per share price for the advisory services which the Company entered into the advisory service agreements on January 3, 2018 and April 5, 2018.

On April 6, 2023, the remaining principal and a portion of accrued interest in 2017 Service Note in amount of $60,000 and $66,096, respectively, plus $1,500 conversion cost reimbursement were converted into issued 25,519,200 shares of common stock at $0.005 per share price.

On November 24, 2023, the Company issued 5,569,605 shares of common stock to Greentree at $0.005 per share for the settlement loss of $130,895.

NOTE 6- Stock Based Compensation

On April 5, 2018, the Company entered into a services agreement with a consultant for business development and marketing services, pursuant to which the Company agreed to issue the consultant total 20,000,000 shares of common stock of the Company and a convertible promissory note in amount of $120,000 for services rendered ("Brewer Note III"). The Company calculated the total fair value of this stock issuance in amount of $160,000, which was determined by the fair value of the Company's Common Stock on the grant date, at a price of approximately $0.008 per share. The Company issued 10,000,000 shares at a price of $0.015 per share on March 28, 2023 for a portion of accrued expense in the amount of $80,000. As of June 30, 2024, 10,000,000 shares of common stock are to be issued and the Company recorded $80,000 as accrued expenses.

On March 8, 2024, the Company entered into another twelve-month service agreement with a consultant for management consulting services, pursuant to which the Company agreed to issue the consultant a total of 2,000,000 shares of common stock of the Company. The fair value of these shares was determined by the fair value of the Company's Common Stock on the grant dates, at a price of approximately $0.01 per share as of March 8, 2024. As of June 30, 2024, the Company had $6,664 of accrued expenses for this consulting service.

NOTE 7- Related Party Transactions

The Company follows FASB ASC NO. 850-10 for the identification of related parties and disclosure of related party transactions.

On October 1, 2022, the Company entered into an employment agreement with CEO, the Company's President and Chief Executive Officer, pursuant to which the Company agreed to compensate CEO for his contribution and work as the Company's President and CEO in amount of $100,000 per year as base salary, plus 20,000,000 shares of common stock as an incentive compensation for each year CEO is employed with the Company. In addition, CEO shall be entitled to a bonus of 30% of any revenue generated from contracts he brings into the company for the first $1,000,000 in any fiscal year, or a bonus of 40% of any revenue generated from contract he brings into the company

over $2,000,000 in any fiscal year. If the stock price reaches $1.00, CEO shall receive an additional one-time bonus of 20,000,000 shares of common stock. The total outstanding accrued compensation was $20,664 as of June 30, 2024.

NOTE 8- Going Concern

The Company's consolidated financial statements have been prepared in accordance with US GAAP applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations in the normal course of business. The Company had previously sustained operating losses since its inception, has an accumulated deficit of $13,553,089 as of June 30, 2024. This condition raises substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not reflect any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classifications of liabilities that might result if the Company is unable to continue as a going concern.

Management believes that the current available resources will not be sufficient to fund the Company's planned expenditures over the next 12 months. Accordingly, the Company will be dependent upon the raising of additional capital through placement of common shares, and/or debt financing in order to implement its business plan and generating sufficient revenue in excess of costs. If the Company raises additional capital through the issuance of equity securities or securities convertible into equity, stockholders will experience dilution, and such securities may have rights, preferences or privileges senior to those of the holders of common stock or convertible senior notes. If the Company raises additional funds by issuing debt, the Company may be subject to limitations on its operations, through debt covenants or other restrictions. If the Company obtains additional funds through arrangements with collaborators or strategic partners, the Company may be required to relinquish its rights to certain geographical areas, or techniques that it might otherwise seek to retain. There is no assurance that the Company will be successful with future financing ventures, and the inability to secure such financing may have a material adverse effect on the Company's financial condition. These consolidated financial statements do not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 9- Subsequent Events

In accordance with ASC Topic 855-10 "Subsequent Events", the Company has evaluated its operations subsequent to June 30, 2024 to the date these consolidated financial statements were issued and determined there were no subsequent events or transactions the required recognition or disclosure in these consolidated financial statement.

10) Issuer Certification

Principal Executive Officer:

The certifications shall follow the format below:

I, Dr. Chris A. Otiko certify that:

1. I have reviewed this Disclosure Statement for VIADERMA, 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 30, 2024

/s/ Dr. Chris Ayo Otiko

Principal Financial Officer:

I, Dr. Chris A. Otiko certify that:

1. I have reviewed this Disclosure Statement for VIADERMA, 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 30, 2024

/s/ Dr. Chris Ayo Otiko