

MaxiCare Holdings Corporation (aka Meridian Holdings, Inc.)

20280 South Vermont Avenue Suite 215, Torrance, CA 90502

Telephone: 323-295-5062

www.meho.com

Email Address: Info@meho.com

Quarterly Report

For the period ending September 30, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock:

As of September 30, 2024, the number of shares outstanding of our Common Stock was: 150,079,150

As of June 30, 2024, the number of shares outstanding of our Common Stock was: 150,079,150

As of March 31, 2024, the number of shares outstanding of our Common Stock was: 150,079,150

As of December 31, 2023, the number of shares outstanding of our Common Stock was: 150,079,150

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 Control⁴ of the company has occurred during this reporting period:

Yes: No:

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.

MaxiCare Holdings Corporation (AKA Meridian Holdings, Inc.)

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

Prior Incorporation Information for the issuer and any predecessors during the past five years:
No

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:

20280 South Vermont Avenue Suite 215 Torrance California 90502

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: EQ
Phone: +1 651-306-4357
Email: Kimberly.Schams@equiniti.com
Address: 1110 Centre Pointe Curve, Suite 101, Mendota Heights, MN 55120

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>MRDH</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>589636208</u>	
Par or stated value:	<u>0.001</u>	
Total shares authorized:	<u>1,100,000,000</u>	<u>as of date: 09/30/2024</u>
Total shares outstanding:	<u>150,079,150</u>	<u>as of date: 09/30/2024</u>
Total number of shareholders of record:	<u>137</u>	<u>as of date: 09/30/2024</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

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

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	<u>as of date: _____</u>
Total shares outstanding:	_____	<u>as of date: _____</u>
Total number of shareholders of record:	_____	<u>as of date: _____</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

Our shareholders are not entitled to cumulative voting rights. Consequently, a majority vote will decide the election of directors and all other matters requiring shareholder approval. The directors, officers, and affiliates of the Company beneficially own approximately a majority of our outstanding Common Stock voting rights. Due to the significant ownership position held by our insiders, new investors may need help to effect a change in our business or management. Therefore, shareholders would have no recourse as a result of decisions made by management.

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

N/A

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

We have two classes of authorized Common stock, "Common" and "Class B Common." The rights of the holders of "Common" and "Class B Common" are identical, except with respect to voting. Each share of "Class B Common" stock is entitled to 10 votes per share. Each share of "Common stock" is entitled to one vote per share held. There shall be no cumulative voting, except as provided by law.

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.

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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 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 <u>Opening Balance:</u> Date <u>12/31/2023</u> Common: <u>150,079,150</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. ***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.
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____

_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date <u>September 30, 2024</u>									
Common: <u>150,079,150</u>									
Preferred: <u>0</u>									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

On November 18, 2023, the company issued 5,000,000 shares of its common stock at 0.001 par value to Dozie and Dozie Pharma, in exchange for 10% equity interest in the Company.

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.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

The Company was incorporated under the laws of the State of Colorado on October 13, 1998, and in the business of acquisition-oriented holding company focused on building, operating, and managing a portfolio of business-to-business companies. It seeks to acquire majority or controlling interests in companies engaged in e-commerce, e-communication, and e-business services, which will allow the holding company to actively participate in management, operations, and finances. The Company's network of affiliated companies is designed to encourage maximum leverage of information technology, operational excellence, industry expertise, and synergistic business opportunities.

The company provides management services and support to the following related party business units.

CGI Communications Services ("CGI") is a business unit of Meridian Holdings, Inc., that specializes in providing cost-effective turnkey support for implementation and operation of Telemedicine, Telehealth and other information technology services in health care and associated environments including providers at all levels, insurance carriers, pharmaceutical and clinical research. CGI's mission is to harness the advanced capabilities of current medical, information and communication technologies to improve the delivery and affordability of health care in primary and specialized settings.

Most recently the company through Meridian Health Systems ACO Corporation (an affiliated entity) has launched a cloud-based applications available in android (Google) and IOS (Apple) platform known as:

1. InterCare MedMaster- a care giver application,
2. InterCare Patient Portal- a patient engagement application and
3. InterCare Rx- an application targeting pharmaceutical distributors and resellers in multiple geography.

On November 1, 2023, Meridian Holdings, Inc. (aka MaxiCare Holdings Corporation) (PINK OTC:MRDH) based in Torrance California USA, signed a Management and Stock purchase agreement to acquire 10% equity shares of Dozie and Dozie's Pharma Nig, LTD, for 5,000,000 common stock shares of Meridian Holdings, Inc. Under the terms of the agreement, Meridian Holdings, will provide management services, including seeking capital, undertaking the efforts to raise, and providing access to capital for any lawful purpose as a variable interest entity

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

1. Meridian Health Systems, ACO Corporation (Affiliate)
2. Dozie and Dozie's Pharma (Nig) LTD (Affiliate)
3. InterCare Dx, Inc. (Affiliate)
4. CGI Communications Services ("CGI")(Business Unit)

C. Describe the issuers' principal products or services.

The Company is focused on building, operating, and managing a portfolio of business-to-business companies in healthcare and biopharmaceutical industry. It seeks to acquire majority or controlling interests in companies, which will allow the holding company to actively participate in management, operations, and finances. The Company's network of affiliated companies is designed to encourage maximum leverage of information technology, operational excellence, industry expertise, and synergistic business opportunities.

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company is leasing an office space at 20280 South Vermont Avenue Suite 215, Torrance CA 90502 and 255 Citrus Tower Blvd, Suite 208, Clermont Florida 34711

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

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors 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 owners.

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
<u>Anthony C Dike, MD</u>	<u>Executive Chairman</u>	<u>4127 West 62nd Street, Los Angeles, CA 90043</u>	53,528,770	<u>Common</u>	<u>37.2</u>	—
<u>Meridian Health Systems, PC</u>	<u>Owner of More 5%</u>	<u>20280 South Vermont Avenue Suite 215 Torrance CA 90502</u>	<u>10,000,000</u>	<u>Common</u>	<u>6.9</u>	<u>Anthony C Dike, MD</u>
<u>Franklin Ogele, Esq</u>	<u>General Counsel/President/CEO</u>	<u>One Gateway Center, 26th FL, Newark, NJ 07102</u>	<u>0</u>	<u>Common</u>	<u>0</u>	—
<u>InterCare Dx, Inc.</u>	<u>Owner of More 5%</u>	<u>20280 South Vermont Avenue Suite 215 Torrance CA 90502</u>	<u>10,000,000</u>	<u>Common</u>	<u>6.9</u>	<u>Anthony C. Dike, MD</u>
<u>Stanley IB Maduike</u>	<u>Chief Operations Officer</u>	<u>20280 South Vermont Avenue Suite 215 Torrance CA 90502</u>	<u>1,000,000</u>	<u>Common</u>	<u>0.69</u>	—
<u>Fidelia Nnachetam</u>	<u>Vice President Finance and Business Development</u>	<u>20280 South Vermont Avenue Suite 215 Torrance CA 90502</u>	<u>1,000,000</u>	<u>Common</u>	<u>0.69</u>	—
<u>Margie R Dike</u>	<u>Owner of More 5%</u>	<u>4127 West 62nd Street, Los Angeles, CA 90043</u>	<u>10,000,000</u>	<u>Common</u>	<u>6.9</u>	—

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

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**

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Franklin Ogele, PA
Address 1: One Gateway Center, 26th FL
Address 2: Newark, NJ 07102
Phone: (973)277-4239
Email: fogele@msn.com

Accountant or Auditor

Name:
Firm:
Nature of Services:
Address 1:
Address 2:
Phone:
Email:

Accountant or Auditor

Name: Jorge Verar, CPA, CFE, CISA
Firm: JV CPA Inc.
Nature of Services: Business Consultant and Accounting Services
Address 1: 825 Town and Country Lane
Address 2: #1200, Houston, Texas 77024
Phone: 713-931-3080
Email: Jverar@cpa.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

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), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

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

Name: **Anthony C. Dike, MD, FACP, FASPC.**
Title: **Executive Chairman**
Relationship to Issuer: **Director/Officer**

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: **Jorge Verar, CPA, CFE, CISA**
Title: **Financial Consultant**
Relationship to Issuer: **Business Consultant and Accounting Services Vendor**
Describe the qualifications of the person or persons who prepared the financial statements:⁵ **Certified Public Accountant**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

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, Anthony C. Dike, MD certify that:

1. I have reviewed this Disclosure Statement for MaxiCare Holdings Corporation (AKA Meridian Holdings, 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.

11/08/2024 [Date]

/s/Anthony C. Dike, MD [CEO's Signature]

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

Principal Financial Officer:

I, Nnachetam Fidelia certify that:

1. I have reviewed this Disclosure Statement for MaxiCare Holdings Corporation (AKA Meridian Holdings, 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.

11/08/2024 [Date]

/s/Nnachetam Fidelia , MBA, CFO's Signature]

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

FINANCIAL STATEMENTS
(UNAUDITED)

MaxiCare Holdings Corporation (aka Meridian Holdings, Inc.)
September 30, 2024, and December 31, 2023

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Meridian Holdings, Inc.
Balance Sheets (unaudited)
September 30, 2024 and December 31, 2023

	September 30, 2024	December 31, 2023
ASSETS		
Current Assets		
Cash and cash equivalents	\$ -	\$ -
Accounts Receivables	214,509	-
Investment	178,012	178,012
Total Current Assets	392,501	178,012
TOTAL ASSETS	\$ 392,501	\$ 178,012
 LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities		
Accrued expenses	\$ -	\$ -
Due to officer	2,523,363	2,361,363
Total Current Liabilities	2,523,363	2,361,363
Total Liabilities	\$ 2,523,363	\$ 2,361,363
Stockholders' Deficit		
Common stock \$0.001 par value, 1,000,000,000 shares authorized, 150,579,150 and 150,579,150 shares issued and outstanding, September 30, 2024, and December 31, 2023, respectively	\$ 150,579	\$ 150,579
Additional paid-in capital	530,012	530,012
Accumulated deficit	(2,811,433)	(2,863,942)
Stockholders' deficit	(2,130,842)	(2,183,351)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ 392,501	\$ 178,012

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

Meridian Holdings, Inc.
Statements of Operations (unaudited)
For the three months and nine months ended September 30, 2024 and 2023

	For the three months ended September 30,		For the nine months ended September 30,	
	2024	2023	2024	2023
REVENUE	\$ 147,413	\$ -	\$ 214,509	\$ -
COST OF REVENUES				
GROSS PROFIT (LOSS)	147,143	-	214,509	-
OPERATING EXPENSES				
General and administrative	15,000	15,000	45,000	45,000
Consulting and Management fees	3,000	36,000	9,000	108,000
Professional and Legal Fees	36,000	2,500	108,000	13,500
Total Operating Expenses	54,000	53,500	162,000	166,500
INCOME (LOSS) FROM OPERATIONS	93,413	(53,500)	52,509	(166,500)
Other income (expenses)				
Interest expense	-	-	-	-
Net income (loss) before provision for income tax	93,413	(53,500)	52,509	(166,500)
Provision for income tax	23,563	-	13,127	-
Net income (loss)	<u>\$ 70,060</u>	<u>\$ (53,500)</u>	<u>\$ 39,382</u>	<u>\$ (166,500)</u>
Net income (loss) per share	<u>\$ 0.043</u>	<u>\$ (0.0004)</u>	<u>\$ 0.024</u>	<u>\$ (0.001)</u>
Weighted average common shares outstanding	<u>2,178,966</u>	<u>144,079,150</u>	<u>2,178,966</u>	<u>144,079,150</u>

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

Meridian Holdings, Inc.
Statements of Shareholders' Deficit (unaudited)
For the nine months ended September 30, 2024 and 2023

	Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Deficiency
	Shares	Amount			
Balance December 31, 2023	150,579,150	150,579	530,012	(2,863,942)	(2,183,351)
Net income	-	-	-	52,509	52,509
Balance, September 30, 2024	<u>150,579,150</u>	<u>\$ 150,579</u>	<u>\$ 530,012</u>	<u>\$ (2,811,433)</u>	<u>\$ (2,130,842)</u>
Balance December 31, 2022	144,079,150	\$ 144,079	\$ 348,000	\$ (2,671,045)	\$ (2,178,966)
Net loss	-	-	-	(166,500)	(166,500)
Balance, September 30, 2023	<u>144,079,150</u>	<u>\$ 144,079</u>	<u>\$ -</u>	<u>\$ (2,837,545)</u>	<u>\$ (2,345,466)</u>

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

Meridian Holdings, Inc.
Statements of Cash Flows (unaudited)
For the nine months ended September 30, 2024 and 2023

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income (loss)	\$ 52,509	\$ (166,500)
Adjustments to reconcile net income (loss) to net cash from operating activities:		
Depreciation - Operating lease right-of-use assets		
Expenses paid for directly by related party		
Stock based compensation expense		
Stock issued for services		
Changes in operating assets and liabilities:		
Accounts Receivables	(214,509)	-
Accounts payable and accrued expenses	-	-
Accrued compensation	162,000	-
Related party payables		
Net cash used in operating activities	-	(166,500)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of property, plant and equipment		
Acquisition of intangible assets		
Net cash used in investing activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Advances from related parties	-	166,500
Proceeds from self-liquidating Promissory notes		
Proceeds from issuance of convertible promissory note, net		
Net cash provided by financing activities	-	166,500
Net change in cash and cash equivalents	-	-
Cash and cash equivalents - beginning of period	-	-
Cash and cash equivalents - end of period	\$ -	\$ -
Non-Cash Investing and Financing Activity:		
Common stock issued for conversion of convertible notes	\$ -	\$ -
Common stock issued for settlement of a convertible note	\$ -	\$ -

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

Meridian Holdings, Inc.
Notes to Financial Statements
September 30, 2024 and December 31, 2023

NOTE 1. ORGANIZATION AND NATURE OF OPERATIONS

Business Description

The financial statements presented are those of Meridian Holding Inc. (the “Company”). The Company was incorporated under the laws of the State of Colorado on October 13, 1998, and in the business of acquisition-oriented holding company focused on building, operating, and managing a portfolio of business-to-business companies. It seeks to acquire majority or controlling interests in companies engaged in e-commerce, e-communication, and e-business services, which will allow the holding company to actively participate in management, operations, and finances. The Company's network of affiliated companies is designed to encourage maximum leverage of information technology, operational excellence, industry expertise, and synergistic business opportunities.

The company provides management services and support to the following related party business units. CGI Communications Services (“CGI”) is a business unit of Meridian Holdings, Inc., that specializes in providing cost-effective turnkey support for implementation and operation of Telemedicine, Telehealth and other information technology services in health care and associated environments including providers at all levels, insurance carriers, pharmaceutical and clinical research. CGI's mission is to harness the advanced capabilities of current medical, information and communication technologies to improve the delivery and affordability of health care in primary and specialized settings.

Most recently the company through Meridian Health Systems ACO Corporation (an affiliated entity) has launched a cloud-based applications available in android (Google) and IOS (Apple) platform known as:

1. InterCare MedMaster- a care giver application,
2. InterCare Patient Portal- a patient engagement application and

InterCare Rx- an application targeting pharmaceutical distributors and resellers in multiple geography.

Basis of Presentation

Our financial statements are presented in conformity with accounting principles generally accepted in the United States of America, as reported in our interim financials’ statements ending September 30, 2023, and our fiscal years ending on December 31, 2023. These interim financial statements should be read with the annual report filed May 1, 2023.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Uses of estimates in the preparation of financial statements

The preparation of financial statements in conformity with generally accepted accounting principles accepted in the United States of America (“GAAP”) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of net revenue and expenses during each reporting period. Actual results could differ from those estimates.

Reclassifications

Certain reclassifications have been made to the 2022 presentation to make them consistent with 2021.

Cash

The Company considers all short-term highly liquid investments with an original maturity date of purchase of three months or less to be cash equivalents.

Revenue Recognition

During the nine months ended September 30, 2024 our revenue recognition policy was in accordance with ASC 605, “Revenue Recognition”, which requires the recognition of sales following five steps: (i) identify the contract(s) with a customer, (ii) identify the performance obligations in the contract, (iii) determine the transaction price, (iv) allocate the transaction price to the performance obligations in the contract, and (v) recognize revenue when (or as) the entity satisfies a performance obligation.

On January 1, 2020, the Company adopted ASU 2014-09, “Revenue from Contracts with Customers” and all the related amendments, which are also codified into ASC 606. The adoption of this guidance did not have a material effect on the Company’s financial position, results of operations or cash flows.

Net income (loss) per common share – basic and diluted

Authoritative guidance on *Earnings per Share* requires dual presentation of basic and diluted earnings or loss per share (“EPS”) for all entities with complex capital structures and requires a reconciliation of the numerator and denominator of the basic EPS computation to the numerator and denominator of the diluted EPS computation. Basic EPS excludes dilution; diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that then shared in the earnings of the entity.

Basic loss per share is computed by dividing net loss applicable to common shareholders by the weighted average number of common shares outstanding during the period. Diluted loss per share reflects the potential dilution that could occur if dilutive securities and other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that then shared in the earnings of the Company, unless the effect is to reduce a loss or increase earnings per share.

Stock-based compensation

In accordance with ASC No. 718, *Compensation – Stock Compensation* (“ASC 718”), the Company measures the compensation costs of share-based compensation arrangements based on the grant-date fair value and recognize the costs in the financial statements over the period during which employees are required to provide services.

During the year ended December 31, 2023, 5,000,000 shares and 1,000,000 shares were issued for purchase agreement and for services, respectively, at fair value, and during the nine months ended September 30, 2024 there were no issuance of shares.

Fair value of financial instruments

We value our financial assets and liabilities on a recurring basis using the fair value hierarchy established in Accounting Standards Codification (“ASC”) 820, *Fair Value Measurements and Disclosures*.

ASC 820 describes three levels of inputs that may be used to measure fair value, as follows:

Level 1 input, which include quoted prices in active markets for identical assets or liabilities;

Level 2 inputs, which include observable inputs other than Level 1 inputs, such as quoted prices for similar assets or liabilities; quoted prices for identical or similar assets or liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the asset or liability; and

Level 3 inputs, which include unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the underlying asset or liability. Level 3 assets and liabilities include those whose fair value measurements are determined using pricing models, discounted cash flow methodologies or similar valuation techniques, as well as significant management judgment or estimation.

Recently Issued and Adopted Accounting Standards

From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board or other standard setting bodies that may have an impact on the Company's accounting and reporting. The Company believes that such recently issued accounting pronouncements and other authoritative guidance for which the effective date is in the future either will not have an impact on its accounting or reporting or that such impact will not be material to its financial position, results of operations, and cash flows when implemented.

NOTE 3. GOING CONCERN

The Company currently has limited operations. These unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates, among other things, the realization of assets and the satisfaction of liabilities in the normal course of business.

As reflected in the accompanying unaudited consolidated financial statements, the Company had an accumulated deficit of \$2,811,433 as of September 30, 2024. The Company has a limited operating history, and its continued growth is dependent upon the continuation of selling its products and services; hence generating revenues and obtaining additional financing to fund future obligations and pay liabilities arising from normal business operations. These matters raise substantial doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to raise additional capital, implement its business plan, and generate significant revenues.

There are no assurances that the Company will be successful in its efforts to generate significant revenues, maintain sufficient cash balance or report profitable operations or to continue as a going concern. The Company plans on raising capital through the sale of equity or debt instruments to implement its business plan. However, there is no assurance these plans will be realized and that any additional financings will be available to the Company on satisfactory terms and conditions, if any.

The accompanying unaudited condensed consolidated financial statements do not include any adjustments related to the recoverability or classification of asset-carrying amounts or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern.

NOTE 4 - CAPITAL STOCK

The Company has 1,000,000,000 Common shares authorized, with par value of \$0.001 per share. The company had designated 100,000,000 shares as Common stock as "Class B Common Stock", holders of the Company's Common stock B are entitled to ten votes per share.

At September 30, 2024 and December 31, 2023, the Company had 150,579,150 and 150,579,150 shares issued and outstanding respectively.

NOTE 5 – Variable Interest entities.

Variable interest entities ("VIEs") are entities in which equity investors lack the characteristics of a controlling financial interest or do not have sufficient equity at risk for the entity to finance its activities without additional subordinated financial support. VIEs are consolidated by the primary beneficiary. The primary beneficiary is the party who has the power to direct the activities of a variable interest entity that most significantly impact the entity's economic performance and who has an obligation to absorb losses of the entity or a right to receive benefits from the entity that could potentially be significant to the entity.

We initially determine whether we are the primary beneficiary of a VIE upon our initial involvement with the VIE. We reassess whether we are the primary beneficiary of a VIE on an ongoing basis. Our determination of whether we are the primary beneficiary of a VIE is based upon the facts and circumstances for each VIE and requires significant judgment. In determining whether we are the party with the power to direct the VIE's most significant activities, we first identify the activities of the VIE that most significantly impact its economic performance. Our considerations in determining the VIE's most significant activities primarily include, but are not limited to, the VIE's purpose and design and the risks passed through to investors. We then assess whether we have the power to direct those significant activities. Our considerations in determining whether we have the power to direct the VIE's most significant activities include, but are not limited to, voting interests of the VIE, management, service and/ or other agreements of the VIE, involvement in the VIE's initial design and the existence of explicit or implicit financial guarantees. In situations where we have determined that the power over the VIE's most significant activities is shared, we assess whether we are the party with the power over the majority of the significant activities. If we are the party with the power over the majority of the significant activities, we meet the "power" criteria of the primary beneficiary. If we do not have the power over a majority of the significant activities or we determine that decisions require consent of each sharing party, we do not meet the "power" criteria of the primary beneficiary.

We assess our variable interests in a VIE both individually and in aggregate to determine whether we have an obligation to absorb losses of or a right to receive benefits from the VIE that could potentially be significant to the VIE. The determination of whether our variable interest is significant to the VIE requires significant judgment. In determining the significance of our variable interest, we consider the terms, characteristics and size of the variable interests, the design and characteristics of the VIE, our involvement in the VIE and our market-making activities related to the variable interests. Our variable interests in VIEs include debt and equity interests, commitments and certain fees. Our involvement with VIEs arises primarily from:

Management Services in providing following management and administrative services required by Dozie and Dozie's Pharm Nig. Ltd. (Pharma)

- a) Business Matters. Supervising and coordinating all day-to-day activities of the business aspects of PHARMA's Operation.
- b) Supplies and Equipment. Ordering and purchasing, after consultation with PHARMA Management, all pharmaceutical and office supplies and equipment required by PHARMA in connection with the operation of PHARMA's import processes and distribution practices, respectively.
- c) Bookkeeping. Providing all bookkeeping and accounting services, including, without limitation, maintenance, custody and supervision of PHARMA's business records, papers and documents, ledgers, journals and reports, and the preparation, distribution and recording of all bills and statements
- d) Management & Medical Information Systems of the planning, negotiation with third party vendors, selection, installation and operation of appropriate hardware and software to provide PHARMA with management and clinical information systems support.
- e) Billing & Collection, providing all billing and collection services for PHARMA's medical practice.

Financial Statement

The following tables present information about the assets and liabilities of PHARMA which are presented within our Consolidated Statements of Financial Condition in the respective asset and liability categories, as of September 30, 2024 and December 31, 2023. The assets and liabilities in the tables below are presented prior to consolidation and thus a portion of these assets and liabilities are eliminated in consolidation. We have aggregated our consolidated VIEs based upon principal business activity.

		September 30, 2024		December 31, 2023
Current Assets				
Cash and cash Equivalents	\$	(1,366,130)	\$	700,658
Receivables		4,023,569		339,321
Inventories		926,610		320,105
Total Current Assets		3,584,048		1,360,084
Property, Plant and Equipment		550,281		501,408
TOTAL ASSETS	\$	4,134,329	\$	1,862,492
Liabilities and Shareholders' Equity				
Current Liabilities				
Accounts Payables		391,959	\$	16,512
Tax Payables		(291)		64,862
Total Current Liabilities		391,668		81,374
Long Term Barrowing		-		-
Total Liabilities		391,668		81,374
Shareholders' Equity				
Capital Stock		46,237		6,173
Retained Earnings		3,696,424		1,773,945
Total shareholders' equity		3,742,661		1,780,118
TOTAL LIABILITIES AND EQUITY	\$	4,134,329	\$	1,861,492

Below table shows the financial performance of PHARMA for the nine months ending September 30, 2024. This reflect the gross revenue of PHARMA which is the basis for the Management Fee. As per Section 8(a) of the Management Services Agreement, in consideration of the management to be rendered by Manager (i.e. Meridian Holdings Inc.) hereunder, PHARMA shall pay Manager monthly Five Percent (5%) of that portion of PHARMA's gross revenue that PHARMA receives for the performance of General services by PHARMA, as the same may be amended or modified from time to time, according to PHARMA's budget agreed between Manager and PHARMA.

		September 30, 2024		December 31, 2023
Revenue	\$	4,290,177	\$	2,580,171
Cost of Sales		2,199,669		1,571,846
Gross Profit		2,090,509		1,008,325
Overhead Expenses				
Management Fees		98,430		537,425
Finance Cost		-		3,682
Total Operating cost		98,430		541,107
Net Operating Profit		1,992,079		467,218

The gross revenue of PHARMA for the nine months ending September 30, 2024 is \$4,290,177. Therefore, the 5% Management Fee received from PHARMA as of nine months ended September 30, 2024 is \$214,509.

NOTE 6 – RELATED PARTY LOANS

Related party loans and due to officer were \$2,523,363 and \$2,361,363 as of September 30, 2024 and December 31 2023. The related party amounts are funds borrowed to fund the Company's daily operations and the officers accumulated unpaid compensation. The loans were evidenced through written agreements between the related parties. The loans are non-interest bearing with no maturity date, due on demand, and no covenants. The loans arose from a related party and member of management.

NOTE 7 - COMMITMENTS AND CONTINGENCIES

Covid 19

A novel strain of coronavirus ("Covid-19") emerged globally in December 2019 and has been declared a pandemic. The extent to which Covid-19 will impact our customers, business, results and financial condition will depend on current and future developments, which are highly uncertain and cannot be predicted at this time. While the Company's day-to-day operations beginning March 2020 have been impacted, we have suffered less immediate impact as most staff can work remotely and can continue to develop our product offerings. We have seen our business opportunities develop more slowly as business partners and potential customers are dealing with Covid-19 issues, working remotely and these issues are causing delays in decision making and finalization of negotiations and agreements.

Litigation

The Company's operations are subject to significant risks and uncertainties including financial, operational, and regulating risks, including the potential risks of business failure.

From time to time the Company may be a party to litigation matters involving claims against the Company.

Management believes there are no known or potential matters that would have a material effect on the Company's financial position or results of operations other than listed below.

Sirius Technology Claim

In October 2003, the Company was awarded \$30,000,000 with interest at 10% per annum by Los Angeles Superior Court against the defendant Sirius Technology of America and its then CEO Mr. Glenn Crowe. The Company was award \$10,000,000 in actual losses and \$20,000,000 in punitive damages.

As of December 31, 2021 , we have recovered \$760,000 in interest and no principal amounts. Due to the likelihood of recovering the remaining amount, we account for the claim under Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") No. 450-30 ("ASC 450-30"), *Gain Contingencies*. Under ASC 450-30, gain contingencies are recognized upon cash receipt.

NOTE 8 – SUBSEQUENT EVENTS

On March 7, 2024, the company issued a press release announcing the Project CAVA initiative to raise shareholders and investment community awareness of the Company's effort to pursue a new venture in the biopharmaceutical arena, in conjunction with Dozie and Dozie's Pharmaceutical (NIG) LTD.

The company has evaluated subsequent events for recognition and disclosure through November 8, 2024 which is the date the financial statements were available to be issued. No other matters were identified affecting the accompanying financial statements and related disclosures.