

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## NuVim, Inc.

18327 Port Circle, Lewes, Delaware 19958

302.827.4052

NuVim.com

info@NuVim.com

SIC Code: 20239905

### Quarterly Report

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

#### Outstanding Shares

The number of shares outstanding of our Common Stock was:

116,114,821 as of September 30, 2024

112,864,821 as of December 31, 2023

106,664,821 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<sup>1</sup> of the company has occurred over this reporting period:

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Yes:

No:

**1) Name and address(es) of the issuer and its predecessors (if any)**

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

The issuer's name is NuVim, Inc. It has never used another name.

Current State and Date of Incorporation or Registration: Delaware

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

None

The address(es) of the issuer's principal executive office:

18327 Port Circle, Lewes, Delaware 19958

The address(es) of the issuer's principal place of business:

*Check if principal executive office and principal place of business are the same address:*

N/A

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:

N/A

## 2) Security Information

### **Transfer Agent**

Name: Equiniti Trust Company LLC  
Phone: 800.937.5449  
Email: help@astfinancial.com or newbusiness@astfinancial.com or brosenthal@astfinancial.com  
Address: 6201 15th Avenue, Brooklyn, NY 11219

### **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: NUVM  
Exact title and class of securities outstanding: Common Stock  
CUSIP: 67071X100  
Par or stated value: \$0.00001 par value per share.  
Total shares authorized: 120,000,000 as of date: December 31, 2023  
Total shares outstanding: 116,114,821 as of date: September 30, 2023  
Total number of shareholders of record: 212 as of date: September 30, 2023

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

None

### **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: None  
Par or stated value: \_\_\_\_\_  
Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total shares outstanding: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total number of shareholders of record: \_\_\_\_\_ as of date: \_\_\_\_\_

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

None

### **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.

Common Stockholders would receive dividends if and when declared from available surpluses by NuVim's Board of Directors. Each Common share is entitled to one vote on all company matters. There are no preemptive rights.

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

There are no preferred shares currently issued

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

NONE

4. Describe any material modifications to the rights of the 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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>December 31, 2022</u> , Common: <u>98,956,639</u> Preferred: <u>NONE</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
2/16/2022	New	18,182	Common	\$18,290	No	Jan Arnett	Debt Conversion	Restricted	Private issue

2/3/2022	New	2,940,000	Common	\$148,070	No	Ramela Holdings, LLC, Ramela Jagdish Mistry, Managing Member	Debt Conversion	Restricted	Private issue
4/5/2022	New	2,000,000	Common	\$2,000	No	Derek Spence	Cash & Escrow Deposit	Restricted	Private Issue
4/5/2022	New	500,000	Common	\$500	No	Michael Maizes	Cash and Services	Restricted	Private Issue
4/5/2022	New	500,000	Common	\$500	No	Peter DeCrescenzo	Cash and Services	Restricted	Private Issue
7/15/2022	New	750,000	Common	\$6,000	No	Patrick Riggs	Cash	Restricted	Private Issue
7/21/2022	New	1,000,000	Common	\$7,500	No	Michael Maizes	Cash	Restricted	Private Issue
4/17/2023	New	1,000,000	Common	\$5,000	No	Derek Spence	Cash	Restricted	Private Issue
7/17/2023	New	500,000	Common	\$1,000	No	Patrick Riggs	Cash	Restricted	Private Issue
7/17/2023	New	1,000,000	Common	\$3,000	No	Derek Spence	Cash	Restricted	Private Issue
7/17/2023	New	400,000	Common	\$1,000	No	Jason Lui	Cash	Restricted	Private Issue
7/25/2023	New	100,000	Common	\$2,500	No	Patrick Riggs	Cash	Restricted	Private Issue
10/17/2023	New	2,200,000	Common	\$8,800	No	Richard Kundrat	Services	Restricted	Private Issue
11/3/2023	New	1,000,000	Common	\$3,000	No	Derek Spence	Cash	Restricted	Private Issue
3/8/2024	New	1,750,000	Common	\$3,000	No	Derek Spence	Cash	Restricted	Private Issue
7/2/2024	New	750,000	Common	\$3,750	No	James Cushman	Cash	Restricted	Private Issue
7/2/2024	New	750,000	Common	\$3,750	No	Justin Pagel	Cash	Restricted	Private Issue
Shares Outstanding on the date of this Report: 9/30/2024									
Common <u>116,114,821</u>									
Preferred: None									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2022, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2020 through September 30, 2022 pursuant to the tabular format above.

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

N/A

## 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.)
3/29/2011	\$32,635	\$25,000	\$7,635	4/1/24	None	Craig Laughlin	Loan

Use the space below to provide any additional details, including footnotes to the table above: None.

#### **4) Issuer's Business, Products and Services**

The purpose of this section is to provide a clear description of the issuer's current operations.

(Please ensure that these descriptions are updated on the Company's Profile on [www.otcmarket.com](http://www.otcmarket.com)).

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

NuVim, Inc. (the Company) founded in 1999, specializes in producing, marketing, and distributing powder mix dietary supplements under the NuVim brand. The Company provides consumers with products that help bring an overall better quality of life and help address specific health concerns. Specifically, the current NuVim products help strengthen the immune system, enhance muscle, and bone health and aid in consistent digestion while delivering 100% of the daily requirement of vitamins C, E, B12, and zinc. There are 3 varieties of the powder mix products, Chocolate, Vanilla and Strawberry sold from the NuVim web site at [www.nuvim.online](http://www.nuvim.online). Each box contains 30 individually foil lined packets which is a one-month supply. The consumer adds the NuVim powder mix to yogurt, cereal, water juice and other beverages and foods. All product health benefit claims are based on the date of manufacture.

In past years NuVim has also marketed NuVim in ready to drink bottles sold from the refrigerated juice section of supermarkets, military commissaries, and Wal-Mart. Distribution was from Maine to Florida and as far west as Michigan. Due to lack of funding from the key investor group at the time the Company had to redesign their business model. A longer-term goal is to again market ready to drink products and develop a venture with a business to incorporate the NuVim health ingredients into their products.

A new improved formula of 5 varieties of the powder mix product line has been developed, taste tested and tested for extended shelf life. These products have been developed with the assistance of dietitians, Doctor John St. Cyr, and other resource groups including professional product development specialists. Doctor St. Cyr has been retained as a consultant going forward and will endorse the reformulated products when they are introduced to the market.

These new products incorporate a unique combination of compounds in the right amounts to provide a level of antioxidants designed to help neutralize free radicals, thus maintaining healthy functioning body cells and enhancing immune health and cardiovascular health, muscle and bone strength and mental acuity. There is also a prebiotic included to increase beneficial bacteria in the gut, indigenous to the digestive system. The new NuVim has compounds that promote healthy skin and a much shorter recovery time when feeling fatigued and run down. All compounds are considered by the FDA as Generally Recognized as Safe (GRAS).

The all-natural product line does not contain caffeine, fat, cholesterol, gluten, lactose, or a high caloric level. There are less than 20 calories per serving. The products deliver a good source of fiber, prebiotics for beneficial bacterial growth, vitamins C, E, B12, D3, and L-Citrulline.

The reformulated product is excellent for professional and amateur athletes, the weekend warrior and everyday busy consumers who want to live a healthier, more energetic quality of life.

In addition to the new product line growth initiative, the Company has evaluated several potential partnerships in the form of joint ventures, technology license agreements, or mergers. Ongoing discussions continue with one potential interested partner. The Company has approximately \$32,000 in short-term debt. This is a significant improvement of the balance sheet from 2015 when the debt load was \$1.2 million. This task was accomplished without a significant dilution of the shareholders. Total shares outstanding is approximately 114 million. There are 120 million common shares authorized and 65 million preferred

authorized. No preferred shares are outstanding. Annual and Quarterly filings with the Over-the-Counter Markets have been complete and on schedule for several years.

Company revenue has been limited due to the anticipation of the new product launch and acquisition.

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

None

C. Describe the issuers' principal products or services.

The NuVim dietary supplement products are marketed to both men and women in all stages of life and to help professional athletes, weekend warriors, and those incurring immune dysfunction or lack of energy and mental alertness.

## 5) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. 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.

NuVim's headquarters is located in Lewes Delaware. No manufacturing facilities are owned by NuVim. The products are co-packed under NuVim quality control supervision. No offices or distribution facilities are owned by NuVim. To control administrative costs, future sales of the new products will be generated through broker networks on a commission basis, through direct sales, through e-commerce and through prearranged contractual agreements.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers' securities, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

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 an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

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
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Richard P. Kundrat	Officer, Director & 5% plus Owner	Lewes, DE	21,260,217	Common	18.5%	N/A
Peter DeCrescenzo	Director	The Villages, FL	533,333	Common	>1%	N/A
Michael Maizes	Director	Purchase, NY	1,604,000	Common	1.4%	N/A
Estate of Dick Clark	5% plus owner	Malibu, CA	6,658,637	Common	5.8%	Kari W. Clark, Executrix
Estate of Stanley Moger	5% plus Owner	Purchase, NY	6,402,955	Common	5.5%	Michael Maizes, Executor

## 7) Legal/Disciplinary History

A. Identify whether any of the persons or entities listed above 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; NONE or
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 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.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Mark A. Siegel, Esq.  
Address 1: 7067 Trentino Way  
Address 2: Boynton Beach, FL, 33472  
Phone: 561.212.8035



Email: masiegel@gate.net

Accountant or Auditor

Name: Richard P. Kundrat  
Firm: \_\_\_\_\_  
Address 1: 18327 Port Circle  
Address 2: Lewes DE 19958  
Phone: 302.827.4052  
Email: rpkundrat@yahoo.com

Investor Relations

Name: None  
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: None  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

**9) Financial Statements**

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

Name: Mark Alan Siegel, Esq  
Title: None  
Relationship to Issuer: Securities Counsel

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)<sup>2</sup>:

Name: Richard P. Kundrat

Title: CFO

Relationship to Issuer: Officer

Describe the qualifications of the person or persons who prepared the financial statements: Mr. Kundrat founded NuVim, Inc. in 1999 and has been the only CEO of the Company. He was employed by Unilever/Lipton for 27 years starting as a salesperson and moving through the organization with assignments in promotion, advertising, new products' national introductions, and marketing. He ended his career at Lipton as the Vice President and General Manager of the North American Pepsi/Lipton Tea 75-year partnership. The Partnership includes manufacturing, marketing and distribution of all Lipton tea in bottles and cans and fountain. In the third year of the Partnership retail sales exceeded one billion dollars. The Partnership now operates in over sixty countries. The Partnership structure was developed by Mr. Kundrat in conjunction with a Pepsi executive and signed by the Lipton and Pepsi CEO's.

Provide the following financial statements for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes
- g. Management Discussion and Analysis

#### **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.**

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<sup>2</sup> 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.

NuVim, Inc,  
Balance Sheets (unaudited)

	<u>September 30, 2024</u>	<u>December 31, 2023</u>
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 388	\$ 1,234
Prepaid	4,500	2,880
Total current assets	<u>4,888</u>	<u>4,114</u>
 Total assets	 <u>\$ 4,888</u>	 <u>\$ 4,114</u>
LIABILITIES & STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable	\$ 6,292	\$ -
Notes payable - current portion	32,635	32,185
Total current liabilities	<u>38,927</u>	<u>32,185</u>
 Commitments & contingencies	 -	 -
 Total liabilities	 38,927	 32,185
 Stockholders' Deficit:		
Common Stock, 120,000,000 shares authorized, \$.00001 par value, 116,114,821 shares issued and outstanding at September 30, 2024 and 112,864,821 outstanding at December 31, 2023	1,162	1,129
Additional paid-in capital	24,910,110	24,899,643
Common stock subscription	-	-
Accumulated deficit	(24,945,311)	(24,928,843)
Total stockholders' deficit	<u>(34,039)</u>	<u>(28,071)</u>
 Total liabilities and stockholders' deficit	 <u>\$ 4,888</u>	 <u>\$ 4,114</u>

See the accompanying notes to the unaudited financial statements

NuVim, Inc,  
Statement of Operations (unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2024	2023	2024	2023
Gross sales	\$ -	\$ 625	\$ 447	\$ 1,746
Gross profit	-	625	447	1,746
Selling, general and administrative expenses	6,686	5,486	16,464	14,360
Loss from operations	(6,686)	(4,862)	(16,018)	(12,615)
Other income (expense)				
Interest expense	(152)	(149)	(450)	(448)
Total other income (expense)	(152)	(149)	(450)	(448)
Net loss before income tax	(6,837)	(5,011)	(16,468)	(13,063)
Income taxes (benefit)	-	-	-	-
Net loss	<u>\$ (6,837)</u>	<u>\$ (5,011)</u>	<u>\$ (16,468)</u>	<u>\$ (13,063)</u>
Basic and diluted loss per share	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Weighted average number of common shares outstanding - basic and diluted	<u>114,614,821</u>	<u>107,664,821</u>	<u>114,678,690</u>	<u>107,821,598</u>

See the accompanying notes to the unaudited financial statements

NuVim, Inc,  
Condensed Statement of Stockholders' Deficit (unaudited)  
Three Months Ended September 30, 2024 and 2023

	Common Stock		Additional Paid in Capital	Common Stock Subscription	Accumulated Deficit	Total
	Shares	Amount				
Balance, June 30, 2024	114,614,821	\$ 1,147	\$ 24,902,625	\$ 7,500	\$ (24,938,473)	\$ (27,201)
Subscription received from sale of common stock	1,500,000	15	7,485	(7,500)	-	-
Net Loss	-	-	-	-	(6,837)	(6,837)
Balance, September 30, 2024	116,114,821	\$ 1,162	\$ 24,910,110	\$ -	\$ (24,945,310)	\$ (34,038)

  

	Common Stock		Additional Paid in Capital	Common Stock Subscription	Accumulated Deficit	Total
	Shares	Amount				
Balance, June 30, 2023	107,664,821	\$ 1,077	\$ 24,880,395	\$ 7,500	\$ (24,912,079)	\$ (23,107)
Proceeds from sale of common stock	2,000,000	20	7,480	(7,500)	-	-
Net Loss	-	-	-	-	(3,479)	(3,479)
Balance, September 30, 2023	109,664,821	\$ 1,097	\$ 24,887,875	\$ -	\$ (24,915,558)	\$ (26,586)

See the accompanying notes to the condensed unaudited financial statements

NuVim, Inc,  
Statement of Stockholders' Deficit (unaudited)  
Periods ended September 30, 2024 and 2023

	Common Stock		Additional Paid in Capital	Accumulated Deficit	Total
	Shares	Amount			
Balance, December 31, 2023	112,864,821	\$ 1,129	\$ 24,899,643	\$ (24,928,843)	\$ (28,071)
Proceeds from sale of common stock	3,250,000	33	10,467	-	10,500
Net Loss	-	-	-	(16,468)	(16,467)
Balance, September 30, 2024	116,114,821	\$ 1,162	\$ 24,910,110	\$ (24,945,311)	\$ (34,039)

  

	Common Stock		Additional Paid in Capital	Accumulated Deficit	Total
	Shares	Amount			
Balance, December 31, 2022	106,664,821	\$ 1,067	\$ 24,875,405	\$ (24,902,496)	\$ (26,024)
Proceeds from sale of common stock	3,000,000	30	12,470	-	12,500
Net Loss	-	-	-	(13,063)	(13,063)
Balance, September 30, 2023	109,664,821	\$ 1,097	\$ 24,887,875	\$ (24,915,559)	\$ (26,587)

See the accompanying notes to the unaudited financial statements

NuVim, Inc,  
Statements of Cash Flows (unaudited)

	For the periods ended September 30,	
	2024	2023
Cash Flows From Operating Activities:		
Net Loss	\$ (16,467)	\$ (13,062)
Changes in Operating Assets and Liabilities		
Prepaid expenses	(1,620)	(1,570)
Accounts payable and accrued expenses	6,742	448
Net cash used in operating activities	(11,345)	(14,184)
Cash Flows From Investing Activities:	-	-
Cash Flows From Finance Activities:		
Proceeds from sale of common stock	10,500	12,500
Subscription received from sale of common stock	-	-
Proceeds from note payable	-	-
Net Cash Provided by Finance Activities	10,500	12,500
Net increase in cash and cash equivalents	(845)	(1,684)
Cash and cash equivalents, beginning of the period	1,234	2,812
Cash and cash equivalents, end of the period	\$ 388	\$ 1,128
Supplemental disclosures of cash flow information:		
Cash paid during the period for interest	-	-
Cash paid during the period for income taxes	-	-

See the accompanying notes to the unaudited financial statements

NuVim, Inc.  
Financial Notes (unaudited)

NOTE 1 - BUSINESS AND BASIS OF PRESENTATION

A. BUSINESS

Currently NuVim, Inc. (the "Company") markets and distributes Vanilla, Chocolate and Strawberry flavored powder mix dietary supplements to provide consumers with good-tasting product to be added to yogurt, juice, cereal and water that help strengthen the immune system, support muscle flexibility, promote athletic performance, increase mineral and vitamin absorption, especially calcium, and assure consistent digestion. The Company no longer markets refrigerated products but may again in the future after the new improved formula for the powder mixes is introduced. It is anticipated that the future powder mix products will contain immune enhancement and immediate energy generating compounds. The combination of these two compounds ingredients will add a stronger immune enhancement benefit, increased energy for daily activities and faster recovery time after strenuous exercise. In addition, the new formula will contain several mineral and vitamins deficient in many diets throughout the world.

B. GOING CONCERN

The accompanying unaudited financial statements have been prepared with the prospect that the Company will continue as a going concern. As shown in the accompanying unaudited financial statements, the Company incurred net losses of \$16,468 and \$13,063 for the periods ended September 30, 2024 and 2023, respectively. Management also expects operating losses to continue throughout 2024 and into 2025. The Company's continued existence is dependent upon its ability to increase sales of its powder mix product through its website or Amazon on-line sales and secure adequate financing to fund future operations. To date, the Company has supported its activities through the sale of its products and funding from investors.

It is the Company's intention to raise additional capital, which will be needed in 2024, through sales of its products, borrowing from NOTE 1 - BUSINESS AND BASIS OF PRESENTATION

A. BUSINESS

Currently NuVim, Inc. (the "Company") markets and distributes Vanilla, Chocolate and Strawberry flavored powder mix dietary supplements to provide consumers with good-tasting product to be added to yogurt, juice, cereal and water that help strengthen the immune system, support muscle flexibility, promote athletic performance, increase mineral and vitamin absorption, especially calcium, and assure consistent digestion. The Company no longer markets refrigerated products but may again in the future after the new improved formula for the powder mixes is introduced. It is anticipated that the future powder mix products will contain immune enhancement and immediate energy generating compounds. The combination of these two compounds ingredients will add a stronger immune enhancement benefit, increased energy for daily activities and faster recovery time after strenuous exercise. In addition, the new formula will contain several mineral and vitamins deficient in many diets throughout the world.

B. GOING CONCERN

The accompanying unaudited financial statements have been prepared with the prospect that the Company will continue as a going concern. As shown in the accompanying unaudited financial statements, the Company incurred

net losses of \$9,630 and \$9,583 for periods ended June 30, 2024 and 2023, respectively. Management also expects operating losses to continue throughout 2024 and into 2025 unless a deal with a potential acquisition candidate is consummated. The Company's continued existence is dependent upon its ability to secure adequate financing to fund future operations. To date, the Company has supported its activities through the sale of its products and funding from investors.

It is the Company's intention to raise additional capital, which will be needed in 2024, through sales of its products, borrowing from existing lenders, additional sales of its common stock, and developing a venture with a profitable company. No assurance can be given that these funding strategies will be successful in providing the necessary funding to finance the operations of the Company. Additionally, there can be no assurance, even if successful in obtaining financing, that the Company will be able to generate sufficient cash flows to fund future operations. Operating losses are expected to continue through 2024 and into 2025. These conditions raise substantial doubt about the Company's ability to continue as a going concern. The accompanying unaudited financial statements do not include any adjustments relating to the recoverability and classification of recorded assets or amounts and classification of liabilities that might be necessary related to this uncertainty.

### C. BASIS OF PRESENTATION

The unaudited financial statements included herein have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements. The unaudited financial statements as of June 30, 2024 and 2023 reflect all adjustments (consisting of normal recurring accruals) which, in the opinion of management, are considered necessary for a fair presentation of its financial position as of June 30, 2024 and the results of its operations and its cash flows for the periods ended June 30, 2024 and 2023.

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

### A. NET LOSS PER SHARE

Under ASC 260-10-45, "Earnings Per Share", basic income (loss) per common share is computed by dividing the income (loss) applicable to common stockholders by the weighted average number of common shares assumed to be outstanding during the year of computation. Diluted income (loss) per common share is computed using the weighted average number of common shares and, if dilutive, potential common shares outstanding during the year. Accordingly, the weighted average number of common shares outstanding for the periods ended June 30, 2024 and 2023, respectively, is the same for purposes of computing both basic and diluted net income per share for such periods.

### B. USE OF ESTIMATES

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the recorded amounts of revenues and expenses during the reporting year. Actual results could differ from those estimates.

## NOTE 3 – NOTES PAYABLE



Current notes payable consists of \$32,484 payable to an individual. This Note was due January 2020, but the individual has agreed to withhold presentation. This note bears interest at the annual rate of three (3%) percent. In January 2022, the note was extended to April 2024. In April 2024, the note was extended to July 2025.

#### NOTE 4 - EQUITY

In March 2023, the Company received \$5,000 from an investor to purchase 1,000,000 shares of common stock at a value of \$.005 a share. The shares were issued in April 2023.

In May 2023, the Company received \$2,500 from an investor to purchase 100,000 shares of common stock at a value of \$.025 a share. The shares were issued in July 2023.

In June 2023, the Company received \$5,000 from investors to purchase 1,900,000 shares of common stock at a value range of \$.002 \$.003 a share. The shares were issued in July 2023.

In March 2024, the Company received \$3,000 from an investor to purchase 1,750,000 shares of common stock at a value of \$.0017 a share. The shares were issued in March 2024.

In June 2024 the Company received \$7,500 from an investor to purchase 1,500,000 shares of common stock at a value of .005. Shares for the investment were not issued in the second quarter.

#### NOTE 5 – SUBSEQUENT EVENTS

Management evaluated subsequent events through the date of this filing and determined that no additional events have occurred that would require adjustments or disclosure in the financial statements.

## NuVim, Inc.

### Management's Discussion and Analysis of Financial Condition and Results of Operations during the Nine months ending September 30, 2024

#### A) Results of Operations

*Results of operations for the nine months ended September 30, 2024, compared to the nine months ended September 30, 2023*

**Sales** For the nine months ended September 30, 2024, gross sales were \$447, a decrease of \$1,299, from gross sales of \$1,746 for the nine months ended September 30, 2023. This decrease for the nine months is the result of reduced sales of the remaining inventory of the current products. The plan is to replace the currently formulated products with a new improved powder mix product line. The second initiative the Company has been pursuing is a potential collaboration with another company that would improve both companies' revenue and profits. The Company is diligently working to achieve both increased sales and a potential collaboration with another company. The Company has for the past few months been in discussions with other candidates that has both significant revenues and profits and fit more closely with the NuVim product line of increasing consumer health benefits.

**Cost of Sales** NuVim was required to periodically assess the value of its inventory for impairment. Several years ago, the value of the inventory was reduced to zero. Therefore, NuVim's books reflect no cost for the inventory now being sold, The Company has eliminated most of the inventory.

**Gross Profit** Gross profit was \$447 for the nine months ended September 30, 2024, a decrease of 74% or \$1,299 from \$1,746 for the nine months ended September 30, 2023, the same as the reduction in Net Sales. As explained above, Gross profit as a percentage of gross sales was 100% during first nine months of 2023, the same as in 2022.

**Selling, General and Administrative Expenses** Selling, general and administrative expenses were \$16,464 for the nine months ended September 30, 2024, an increase of \$2,098 for the nine months ended September 30, 2023. This increase is due to payable line items.

**Loss from Operations** Loss from operations was \$16,018 for the nine months ended September 30, 2024 compared to \$12,615 for the nine months ended September 30, 2023. The increase of \$3,404 is a result of the reduced sales and the increase in expenses.

**Interest Expense** Interest expense was \$450 for the nine months ended September 30, 2024, almost identical to the interest expense of 448 for the nine months ended September 30, 2023. This reflects the stability of the Company's debt.

**Net Loss** Net loss was \$16,468 for the nine months ended September 30, 2024, compared to \$13,063 for the quarter ended September 30, 2023. The increase in the loss of \$3,405 is primarily due to the impact of the factors described above.

*Results of operations for the quarter ended September 30, 2024, compared to the quarter ended September 30, 2023*

*Sales* For the quarter ended September 30, 2024, there were no gross sales a decrease of \$625, from gross sales of \$625 for the three months ended September 30, 2023. The lack of sales, thus this decrease for the three months is the result Of the decrease in consumer sales of the current products that are scheduled to be replaced with a new improved product line.

*Cost of Sales* NuVim was required to periodically assess the value of its inventory for impairment. Several years ago, the value of the inventory was reduced to zero. Therefore, NuVim's books reflect no cost for the inventory now being sold, The Company has eliminated most of the inventory.

*Gross Profit* As there were no sales, there was no gross profit for the quarter ended September 30, 2024, a decrease of 100% from \$625 for the quarter ended September 30, 2023, the same as the reduction in Net Sales. As explained above, Gross profit as a percentage of gross sales was zero during third quarter of 2024.

*Selling, General and Administrative Expenses* Selling, general and administrative expenses were \$6,686 for the quarter ended September 30, 2024, an increase of \$1,200 from the quarter ended September 30, 2023. This increase is due to small increases on a few payable line items.

*Loss from Operations* Loss from operations was \$6,686 for the quarter ended September 30, 2024 compared to \$4,862 for the quarter ended September 30, 2023. The increase of the loss by \$1,824 versus 2023 is due to the absence of sales and the increased costs.

*Interest Expense* Interest expense was \$152 for the quarter ended September 30, 2024, almost identical to the interest expense of 149 for the quarter ended September 30, 2023. This reflects the stability of the Company's debt.

*Net Loss* Net loss was \$6,837 for the quarter ended September 30, 2024, compared to \$5,011 for the quarter ended September 30, 2023. The increase in the loss of \$1,826 is primarily due to the impact of the factors described above.

## **B) Liquidity and Capital Resources**

Our operations to date have generated significant operating losses that have been funded through the issuance of common stock and external borrowings. We will require additional sources of outside capital to continue our current operations and to fund a collaboration with another company.

If we are not able to identify additional sources of financing, we may not be able to continue operations beyond December 2024.

NuVim's Shareholders' Deficit was \$34,039 on September 30, 2024 as compared with \$28,071 at the end of 2023, reflecting \$10,500 of new capital raised offset by the nine months' \$16,468 net loss. The Working Capital deficit at the end of this nine-month period was \$34,039, compared to the Working Capital deficit of \$28,071 at the end of 2023.

Net cash used in operating activities for the nine months ended September 30, 2024, was \$11,345 compared to cash used in operating activities of \$14,184 during the first nine months of 2022.

\$10,500 was provided by financing activities during the first nine months of 2024; compared to \$12,500 provided for the nine months ended September 30, 2023.

As a result, Cash on hand was \$388 as of September 30, 2024, as compared with \$1,234 at the end of December 2023.

### **C. Off-Balance Sheet Arrangements.**

NuVim does not have any relationships with unconsolidated entities or financial partnerships, such as entities often referred to as structured finance or special purpose entities, which would have been established for the purpose of facilitating off-balance sheet arrangements or other contractually narrow or limited purposes.

## 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, Richard P. Kundrat certify that:

1. I have reviewed this Disclosure Statement for NuVim, 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.

November 12, 2024 [Date]

/s/ Richard P. Kundrat [CEO's Signature]

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

### *Principal Financial Officer:*

I, Richard P. Kundrat certify that:

1. I have reviewed this Disclosure Statement for NuVim, 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.

November 12, 2024 [Date]

/s/ Richard P. Kundrat [CFO's Signature]

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