

## **Demand Brands Inc**

160 Spear St. Ste 415  
San Francisco, CA 94105  
(415) 685-0317  
www.dman.co  
we@dman.co  
8742

# Quarterly Report

For the period ending 09/30/2024 (the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

979,714,621 as of 09/30/2024

979,714,621 as of 10/14/2024

### **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>4</sup> of the company has occurred during this reporting period:

Yes:  No:

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<sup>4</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.

**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.

Demand Brands, Inc.- May 13, 2022  
430 Westridge Dr., Watsonville, CA 95076

Pacific Technologies Group, Inc- Jan. 21, 2021  
2118 WILSHIRE BLVD. #293, SANTA MONICA, CA, 90403

Geoenhanced Technologies, Inc- Jan 27, 2020  
2118 WILSHIRE BLVD. #293, SANTA MONICA, CA, 90403

Demand Brands, Inc. - August 2018  
2118 Wilshire Blvd. #293  
Santa Monica, CA. 90403

Innovativ Media Group, Inc. - July 2015  
12021 Wilshire Blvd. #450  
Los Angeles, CA 90025

Global Gaming Network, Inc. - August 2005  
7683 S.E. 27th Street #124  
Mercer Island, Washington 98040

Media Classic Group Int'l - February 1996  
Unknown

Deer Park Productions, Inc.  
Unknown

Current State and Date of Incorporation or Registration: WA 03 08 2005  
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

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

None

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

None

Address of the issuer's principal executive office:

160 Spear St Ste 415, San Francisco, CA 94105

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: Securities Transfer Corporation  
Phone: 469 633-0101  
Email: Pstephan@stctransfer.com  
Address: 2901 Dallas Parkway Ste 380, Plano, TX 75093

### **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>DMAN</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>24803B 104</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>1,000,000,000 as of date: 10/14/2024</u>
Total shares outstanding:	<u>979,714,621 as of date: 10/14/2024</u>
Total number of shareholders of record:	<u>108 as of date: 10/14/2024</u>

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

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### **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:	<u>Preferred A</u>
CUSIP (if applicable):	<u>_____</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>100,000 as of date: 10/14/2024</u>
Total shares outstanding (if applicable):	<u>100,000 as of date: 10/14/2024</u>
Total number of shareholders of record (if applicable):	<u>1 as of date: 10/14/2024</u>

Exact title and class of the security:	<u>Preferred B</u>
CUSIP (if applicable):	<u>          </u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>10,000</u> as of date: <u>10/14/2024</u>
Total shares outstanding (if applicable):	<u>7071</u> as of date: <u>10/14/2024</u>
Total number of shareholders of record (if applicable):	<u>7</u> as of date: <u>10/14/2024</u>

Exact title and class of the security:	<u>Preferred C</u>
CUSIP (if applicable):	<u>          </u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>5,000</u> as of date: <u>10/14/2024</u>
Total shares outstanding (if applicable):	<u>0</u> as of date: <u>10/14/2024</u>
Total number of shareholders of record (if applicable):	<u>0</u> as of date: <u>10/14/2024</u>

Exact title and class of the security:	<u>Preferred D</u>
CUSIP (if applicable):	<u>          </u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>5,000</u> as of date: <u>10/14/2024</u>
Total shares outstanding (if applicable):	<u>0</u> as of date: <u>10/14/2024</u>
Total number of shareholders of record (if applicable):	<u>0</u> as of date: <u>10/14/2024</u>

Exact title and class of the security:	<u>Preferred E</u>
CUSIP (if applicable):	<u>          </u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>5,000,000</u> as of date: <u>10/14/2024</u>
Total shares outstanding (if applicable):	<u>5,000,000</u> as of date: <u>10/14/2024</u>
Total number of shareholders of record (if applicable):	<u>15</u> as of date: <u>10/14/2024</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.**

Common shares hold equal dividend rights; 1:1 voting rights

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

Preferred A's hold 80% of voting rights.

Preferred B's hold equal dividend rights; voting rights of 10 votes per share; 250:1 conversion right except the Exempt B Holders, that conversion right is 2.5 million:1.; Shares of Series B Preferred Stock held by the Exempt B Holders are anti-dilutive to reverse splits; liquidation rights are preferential to any junior shareholder at a rate of \$1.00 per share.

Preferred C's hold no dividend rights; no voting rights; no conversion rights; nor any liquidation rights.

Preferred D's hold no dividend rights; no voting rights; no conversion rights; nor any liquidation rights.

Preferred E's hold equal dividend rights; no voting rights; shall only have conversion rights into shares of the Corporation's common stock upon unanimous approval of the Corporation's Board of Directors and a majority of the Corporation's shareholders upon terms proposed by the Corporation's Board of Directors; liquidation preference over all common and other preferred shareholders

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

The Holders of Preferred E's upon election by a written vote by thirty percent (30%) of the Holders may amend or cancel the class of shares; Cancellation Rights- In the event of any divestiture of any assets acquired by Demand Brands Inc through the issuance of Preferred E Shares, Holders of the Preferred E shares may elect to cancel and return the Preferred E Shares to the company treasury by obtaining the approval (by vote or written consent, as provided by law) of the Holders holding no less than 30% of the then outstanding shares of Series E Preferred Stock, voting Action Taken Without Meeting of the Directors of Demand Brands Inc together as one class.

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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.**

A majority of the Shareholders in an Action Without Meeting on August 27<sup>th</sup> approved and adopted the Restated and Amended Articles of Incorporation of Demand Brands Inc.

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**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 as of Second Most Recent Fiscal Year End: Opening Balance			*Right-click the rows below and select "Insert" to add rows as needed.						
Date December 31, 2022									
Common: 764,006,679									
Series Preferred A: 100,00.0									
Series Preferred B: 7071									
Series Preferred C: 0									
Series Preferred D: 0									
Series Preferred E: 5,000,000									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
08/26/2022	Issuance of New Common	584,533	Common	4852	No	Ankit Jain	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	500,000	Common	4150	No	Christian Julin	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	1,169,067	Common	9703	No	Dawn R. Loos	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	1,461,333	Common	12,129	No	Kevin Sparks	Business Services	Restricted	N/A
10/14/2022	Issuance of New Common	981,458	Common	4907	No	Andrew Colehower	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	500,001	Common	2900	No	Christian Julin	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	415,567	Common	2410	No	Ankit Jain	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	1,038,917	Common	6026	No	Kevin Sparks	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	831,133	Common	4821	No	Dawn R. Loos	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	6,000,000	Common	34,800	No	Dean Trinh, 3N LLC	Business Services	Restricted	N/A
2/13/23	Issuance of New Common	13,559,322	Common	80,000	No	CCIP Management Inc. Stepan Chirucciu	Cash	Restricted	N/A

02/13/23	Issuance of New Common	13,793,104	Common	80,000	No	CCIP Management Inc. Stepan Chiurcciu	Cash	Restricted	N/A
02/13/23	Issuance of New Common	21,621,621	Common	80,000	No	CCIP Management Inc. Stepan Chiurcciu	Cash	Restricted	N/A
03/06/23	Issuance of New Common	9,593,023	Common	60,000	No	Victor Thomas Talmage	Conversion of Note	Restricted	N/A
03/06/23	Issuance of New Common	12,820,513	Common	150,000	No	Nathan Nguyen	Conversion of Note	Restricted	N/A
03/06/23	Issuance of New Common	3,703,667	Common	22,222	No	Zamir Azkerov	Cash	Restricted	N/A
03/06/23	Issuance of New Common	415,567	Common	2410	No	Ankit Jain	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	15,000,000	Common	87,000	No	Khawaja Zargham Bin Aamer	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	15,000,000	Common	87,000	No	Khawaja Zargham Bin Aamer	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	6,000,000	Common	34,800	No	3N LLC Dean Trinh	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	833,331	Common	4821	No	Kevin Sparks	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	833,331	Common	4821	No	Dawn R Loos	Business Services	Restricted	N/A
03/08/23	Issuance of New Common	38,461,538	Common	300,000	No	Mina Nguyen	Conversion of Note	Restricted	N/A
03/08/23	Issuance of New Common	38,461,538	Common	300,000	No	Thang Nguyen	Conversion of Note	Restricted	N/A
03/15/23	Issuance of New Common	8,000,000	Common	25,000	No	Jose Rodriguez	Cash	Restricted	N/A
02/15/2024	Issuance of New Common	6,097,561	Common	25,000	No	CCIP Management Inc. Stepan Chiurcciu	Cash	Restricted	N/A
02/15/24	Issuance of New Common	11,513,826	Common	57,569.13	No	CCIP Management Inc. Stepan Chiurcciu	Cash	Restricted	N/A
Shares Outstanding on Date of This Report: Date Oct. 14, 2024									
<u>Ending Balance:</u>									
Common: 979,714,621									
Series Preferred A: 100,000									
Series Preferred B: 7071									
Series Preferred C: 0									
Series Preferred D: 0									
Series Preferred E: 5,000,000									

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

**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](http://www.OTCMarkets.com).

A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

Demand Brands, Inc. is a Washington company established March 8, 2005, and is engaged in the business of developing opportunities in the cannabis sector. The Company’s subsidiary provides value and solutions through service contracts to cannabis businesses.

List any subsidiaries, parent company, or affiliated companies.

Subsidiaries: CF3 SPV I, LLC ( “CF3” )  
Wholly Owned Subsidiaries of CF3: Viridi Farms; Zenith Land Management LLC

B. Describe the issuers’ principal products or services.

The Company services are development, management, marketing and distribution solutions for legal cannabis businesses and their related products



## 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 headquartered at 160 Spear St., Ste 415, San Francisco, CA 94105, in a 1500 sq ft. office suite.

The company has lease rights, through Zenith Land Management LLC, which is a wholly owned subsidiary to following lease:

- I. 50 Acres of Parcel known as 196 Brown Valley Road, Corralitos, CA 95076 consisting of adjoining APN's 107-181-26 and 107-181-09. The term of this lease is seven years, it commenced on December 31, 2017, with an option to extend for an additional term, to be negotiated depending on business climate and conditions at the time of extension.

## 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>Kevin Sparks</u>	<u>CEO; COO; Director</u>	<u>San Martin, CA</u>	<u>5,972,463</u> <u>common;</u> <u>149,995</u> <u>Preferred E</u>	<u>Common;</u> <u>Series E</u>	<u>0.53%</u> <u>common</u>  <u>2.99% Es</u>	<u>N/A</u>
<u>Dawn R. Loos</u>	<u>CCO; Secretary; Director</u>	<u>Willits, CA</u>	<u>5,472,413</u> <u>common;</u> <u>60,000</u> <u>Preferred E</u>	<u>Common;</u> <u>Series E</u>	<u>0.41%</u> <u>common</u>  <u>1.2% Es</u>	<u>N/A</u>

Ankit Jain	<u>Contractor</u>	<u>KY, India</u>	<u>1,001,355 common</u> <u>1255 Preferred E</u>	<u>Common; Series E</u>	<u>&lt;0.001 % common</u> <u>&lt;0.025% Es</u>	<u>N/A</u>
<u>Hannah Jensen</u>	<u>Director</u>	<u>Gilroy, CA</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
<u>Jose Rodriguez</u>	<u>Director</u>	<u>Morgan Hill, CA</u>	<u>8,000,000</u>	<u>Common</u>	<u>0</u>	<u>N/A</u>
<u>Deep Singal</u>	<u>Director</u>	<u>San Jose, CA</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://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);

No

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;

No

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;

No

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

No

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.

No

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.

No

- 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](http://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: Samuel Whitley, Whitley LLP, Attorneys at Law  
Address 1: 24285 Katy Fwy Suite 300  
Address 2: Katy, TX 77494  
Phone: (281) 206-0434  
Email: swhitley@whitley-llp.com

#### Accountant or Auditor

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

#### Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

*All other means of Investor Communication:*

X: demandbrands  
Discord: \_\_\_\_\_  
LinkedIn Demand Brands

Facebook: Demand Brands  
[Other: IG ] demandinc

#### 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: Ankit Jain  
Firm: Private Consultant  
Nature of Services: Accounting  
Address 1: Apt 12, 50 Gunter Link  
Address 2: Grand Cayman, KY1-1302, Cayman Islands  
Phone: +91 99643 16349  
Email: ankit@dman.co

### 9) Disclosure & Financial Information

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

Name: Dawn R Loos  
Title: CCO  
Relationship to Issuer: 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: Ankit Jain  
Title: Accountant  
Relationship to Issuer: Contractor

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> Chartered 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

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<sup>5</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.

**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, Kevin Sparks certify that:

1. I have reviewed this Disclosure Statement for Demand Brands 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.

10 14 2024 [Date]

Kevin Sparks [CEO's Signature]

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

*Principal Financial Officer:*

I, Kevin Sparks certify that:

1. I have reviewed this Disclosure Statement for Demand Brands 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.

10 14 2024 [Date]

Kevin Sparks [CEO's Signature]

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

**DEMAND BRANDS, INC**

**UNAUDITED FINANCIAL STATEMENTS**

**For the Period ended September 30, 2024  
and the Period ended September 30, 2023**

**Demand Brands, Inc**  
**Statement of Financial Condition (Unaudited)**  
**(Expressed in United State Dollars)**

	<u>As of</u> <u>30-Sep-24</u>	<u>As of</u> <u>30-Sep-23</u>
<b><u>ASSETS</u></b>		
<b><u>Current Assets</u></b>		
Cash and cash equivalents	48,427	48,171
Accounts receivable, net	1,108,637	1,082,637
Line of Credit	7,641,979	7,499,395
Other assets	28,862	31,662
Curent tax assets	-	4,737
<b>Total Current Assets</b>	<b>8,827,905</b>	<b>8,666,602</b>
<b><u>Non-Current Assets</u></b>		
Equipment , net of depreciation	73,914	87,495
Other assets	191,745	190,096
<b>Total non-current Assets</b>	<b>265,659</b>	<b>277,591</b>
<b>Total Assets</b>	<b>9,093,564</b>	<b>8,944,193</b>
<b><u>LIABILITIES AND SHAREHOLDERS' EQUITY</u></b>		
<b><u>Current Liabilities</u></b>		
Short-Term Loans	3,110,991	3,137,991
Related party loans	926,854	1,048,389
Subscription Received in Advance	-	79,000
Accounts payable, net	444,675	444,409
Interest Payable	1,100,455	725,130
Accrued Wages	98,750	98,750
Other current liabilities	709,894	704,690
<b>Total Current Liabilities</b>	<b>6,391,619</b>	<b>6,238,359</b>
<b><u>Non - Current Liabilities</u></b>		
Long Term Loan	2,780,330	2,392,336
Vehicle Loan	807	807
Security Deposit Held	172,302	172,302
<b>Total non-current Liabilities</b>	<b>2,953,439</b>	<b>2,565,445</b>
<b>Total Liabilities</b>	<b>9,345,058</b>	<b>8,803,804</b>
<b><u>Stockholders' Equity</u></b>		
Preferred stock, authorized 100,000 shares, series A, \$0.0001 par value, 100,000 shares issued and outstanding for all periods	10	10
Preferred stock B, authorized 10,000 shares, Series B \$0.0001 par value, 7,071 and 7,071 (7,073 for 31st March 2023) shares issued and outstanding, respectively	1	1
Preferred stock E, authorized 5,000,000 shares, Series E \$0.0001 par value, 5,000,000 and 5,000,000 shares issued and outstanding, respectively	-	-
Common stock, authorized 1,000,000,000 shares, \$0.0001 par value, 979,714,621 (962,103,234) for 30th September 2023) shares issued and outstanding	1,555,664	1,473,095
Additional paid in capital	(15,656)	(15,656)
Retained Earning/Accumulated deficit	(1,791,513)	(1,317,061)
<b>Total Stockholders' Equity</b>	<b>(251,494)</b>	<b>140,389</b>
<b>Total Liabilities and Shareholders' Equity</b>	<b>9,093,564</b>	<b>8,944,193</b>

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



**Demand Brands, Inc**  
**Statement of Operations (Unaudited)**  
**(Expressed in United State Dollars)**

<b><u>Statement of Operations</u></b>	<b>For the period ended 30-Sep-24</b>	<b>For the period ended 30-Sep-23</b>
<b><u>Income</u></b>		
Rent Income	243,000	197,661
Management Fees Income	-	176,559
Service Fees Income	-	172,800
<b>Total Net Service Income</b>	<b>243,000</b>	<b>547,020</b>
<b>Total Cost of Services</b>	<b>-</b>	<b>-</b>
<b>Gross profit</b>	<b>243,000</b>	<b>547,020</b>
<b><u>Costs and Expenses</u></b>		
Professional Services	44,333	405,155
Depreciation Expense	10,186	10,186
Other Expenses	116,670	48,182
Rent Expense	196,000	210,594
Farm Expenses	-	1,028
Payroll Expenses	1,108	66,478
	<b>368,297</b>	<b>741,623</b>
Interest and other, net	297,294	296,494
<b>Net Income (loss) before income taxes</b>	<b>(422,591)</b>	<b>(491,097)</b>
Income Taxes	-	-
<b>Income after taxes</b>	<b>(422,591)</b>	<b>(491,097)</b>
Earnings (loss) per share; <b>Basic</b>	<b>(0.00)</b>	<b>(0.00)</b>
Weighted average number of shares outstanding	<b>977,543,354</b>	<b>929,024,694</b>

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

**Demand Brands, Inc**  
**Statement of Cash Flow (Unaudited)**  
**(Expressed in United State Dollars)**

<u>Statement of Cash Flow</u>	<u>For the period ended</u> <u>30-Sep-24</u>	<u>For the period ended</u> <u>30-Sep-23</u>
<b><u>Cash Flow from Operating Activities</u></b>		
Net Profit/(Loss) from operation	(422,591)	(491,097)
Non-cash activities		
Depreciation	10,186	10,186
Other expenses / Professional fess paid in stocks	3,569	245,852
Change in Current Assets and Current Liabilities		
Decrease/ (increase) in Account Receivable	(42,000)	(55,999)
Decrease/ (increase) in payroll liabilities	-	281,494
Decrease/ (increase) in Current Tax Assets	-	(4,737)
Decrease/ (increase) in Line of Credit	(87,598)	-
Increase/ (decrease) in Account Payable	(7,762)	5,096
Increase/ (decrease) in Interest Payable	281,494	9,644
Increase/ (decrease) in Other Current Liabilities	2,998	-
<b>Cash provided by Operating Activities</b>	<b>(259,704)</b>	<b>439</b>
<b><u>Cash Flow from Investing Activities</u></b>		
Decrease/ (increase) in Line of Credit	-	(409,523)
Purchase of Fixed Assets	(1,649)	-
<b>Cash used by Investing Activities</b>	<b>(1,649)</b>	<b>(409,523)</b>
<b><u>Cash Flow from Financing Activities</u></b>		
Increase in Short-Term Loans	38,000	126,237
Increase in Subscription Received in Advance	-	139,000
(Decrease)/Increase in Related party loans	(99,535)	(46,500)
Receipt/(Payment) for Long Term Loan	352,644	204,020
Payment for Vehicle Loan	-	(2,460)
<b>Cash provided by Financing Activities</b>	<b>291,109</b>	<b>420,297</b>
<b>Net cash increase for period</b>	<b>29,756</b>	<b>11,213</b>
Cash at beginning	18,671	36,958
<b>Cash at end of period</b>	<b>48,427</b>	<b>48,171</b>
Supplemental disclosures of cash flow information:		
Cash paid during the period for:		
Interest	15,800	15,000
Taxes	-	-
Non-Cash Items:		
Share issued for Professional Services	-	-
Shares issued against convertible notes	-	-

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

**Demand Brands, Inc**  
**Statements Of Stockholders' Equity**

	Preferred A Stock		Preferred B Stock		Preferred D Stock		Preferred E Stock		Common Stock		Additional Paid-in Capital	Retained Surplus/ (Deficit)	Total Stockholders Equity
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount			
<b>Balance at December 31, 2022</b>	<b>100,000</b>	<b>10</b>	<b>7,073</b>	<b>1</b>	-	-	<b>5,000,000</b>	-	<b>764,006,679</b>	<b>695,021</b>	<b>(15,656)</b>	<b>(825,964)</b>	<b>(146,588)</b>
Cancelled of Preferred Stock	-	-	-	-	-	-	-	-	-	-	-	-	-
Issuance of Common Stock	-	-	-	-	-	-	-	-	198,096,555	778,074	-	-	778,074
Cancellation of Preferred Stock	-	-	(2)	-	-	-	-	-	-	-	-	-	-
Net Loss for the year ended December 31, 2023	-	-	-	-	-	-	-	-	-	-	-	(542,958)	(542,958)
<b>Balance at December 31, 2023</b>	<b>100,000</b>	<b>10</b>	<b>7,071</b>	<b>1</b>	-	-	<b>5,000,000</b>	-	<b>962,103,234</b>	<b>1,473,095</b>	<b>(15,656)</b>	<b>(1,368,922)</b>	<b>88,528</b>
Cancelled of Preferred Stock	-	-	-	-	-	-	-	-	-	-	-	-	-
Issuance of Common Stock	-	-	-	-	-	-	-	-	17,611,387	82,569	-	-	82,569
Cancellation of Preferred Stock	-	-	-	-	-	-	-	-	-	-	-	-	-
Net Loss for the nine month ended September 30, 2024	-	-	-	-	-	-	-	-	-	-	-	(422,591)	(422,591)
<b>Balance at September 30, 2024</b>	<b>100,000</b>	<b>10</b>	<b>7,071</b>	<b>1</b>	-	-	<b>5,000,000</b>	-	<b>979,714,621</b>	<b>1,555,664</b>	<b>(15,656)</b>	<b>(1,791,513)</b>	<b>(251,494)</b>

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

**Demand Brands, Inc.**  
Notes to the Consolidated Financial Statement  
September 30, 2024

**NOTE 1: NATURE OF BUSINESS AND SIGNIFICANT ACCOUNTING POLICIES**

**The Company**

Demand Brands, Inc. (the “Company”) was incorporated on March 8, 2005, under the laws of the State of Washington. The Company identifies, develops, and acquires business in emerging sectors. The Company transformed itself into a vertically integrated Cannabis US Based organization in the 2nd quarter of 2021.

In the 1st quarter of 2022, the Company acquired CF3 SPV I, LLC, (“CF3”) which included an existing cannabis cultivation operation management company; marketing rights to Agricultural Technology intellectual property for nutrients and mold defense; and national brand management. The acquisition was transacted via the issuance of a new Series E preferred share class. As part of the transaction, a new management and board of directors with experience in the industry were installed.

Negotiations to divest the cannabis assets are now complete. An Agreement was reached outside the period and the implementation of the terms of the divestiture is ongoing. The Agreement will close after all terms are met.

Outside the current reporting period, on October 15, 2024, the Board of Directors accepted the resignations of Kevin Sparks as CEO and COO, and Dawn Loos as Secretary effective October 31, 2024, and elected Tom Coleman as CEO and Chairman of the Board. The Board of Directors resigned, and Mr. Coleman was appointed sole Director. Ms. Loos remains as Chief Compliance Officer. The Company’s plan to transition from the cannabis sector to the renewable energy industry is in its nascent stage.

**Basis of Presentation**

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and the rules of the Securities and Exchange Commission (“SEC”). In the opinion of management, all adjustments necessary for the financial statements to be not misleading have been reflected herein as the data has been presented to present management.

**Use of Estimates**

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

**Cash Equivalents**

The Company considers marketable securities, bank certificates of deposit and other readily liquid instruments as cash equivalents. Securities, if held, are valued at the market price as of the end of the accounting period.

**Property and Equipment**

The Company owns certain equipment related to its business and the capital assets are being depreciated over their estimated useful lives using the straight-line method of depreciation on an annualized basis.

**Fair Value of Financial Instruments**

The Company’s financial instruments consist of cash and cash equivalents, accounts receivable, accounts payable and accrued interest. The carrying amount of these financial instruments approximates fair value given prevailing market rates or a reasonable estimate of market value unless otherwise disclosed in these financial statements. The Company has hired Stanton Park Advisors to conduct a third-party valuation of the acquired CF3 business interests and enterprise value. The valuation was subsequently completed.

**Demand Brands, Inc.**  
Notes to the Consolidated Financial Statement  
September 30, 2024

**Income Taxes**

The Company uses the asset and liability method of accounting for income taxes. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. We evaluate deferred tax assets to determine whether it is more likely than not that they will be realized.

**Basic and Diluted Income (Loss) Per Share**

Basic earnings (loss) per common share is computed by dividing net income or (loss) available to common stockholders by the weighted average number of common shares outstanding and are calculated to a maximum of .0000 percent. Diluted earnings per common share is computed similar to basic earnings per common share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. On September 30, 2024, the Company had no stock equivalents that were anti-dilutive and excluded in the earnings per share computation and the Company's earnings and loss per share are only calculated and published on an annual basis.

**Recent Accounting Pronouncements**

The Company does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the results of its operations, financial position, or cash flows.

**NOTE 2: PROPERTY AND EQUIPMENT**

Property and equipment on September 30, 2024, consisted of office equipment and the former facilities more fully described in the extended sub-notes below.

**NOTE 3: STOCKHOLDERS' EQUITY**

The Company has authorized six (6) classifications of stock with six (6) designations. The classes are Common Stock, Series A Convertible Preferred Stock, Series B Convertible Preferred Stock, Series B Preferred Stock, Series D Preferred Stock and Series E Preferred Stock.

The Company has 999,800,000 authorized shares and had 979,714,621 fully diluted, issued, and outstanding shares as of September 30, 2024, for all categories of stock.

The Company as of September 30, 2024, had 100,000 shares of Series A Convertible Preferred Stock authorized. As of 22nd February 2022, 100,000 shares were issued. The Series A Stock is convertible to Common Stock, the number of shares of Common Stock into which the Series A Preferred Stock converts shall, in aggregate, equal eighty percent (80%) of the post conversion number of shares of Common Stock issued and outstanding. It also entitles the holder to super voting rights representing 80% voting control of the Company.

The Company as of September 30, 2024, had 100,000 shares of Series B Preferred Stock authorized and 2,083 issued and outstanding. The Series B Preferred Stock, except for shares held and/or issued in connection with certain prior agreements, was re-designated in March 2020 and is convertible into Common Stock on a basis of 1 preferred share to 500 Common shares and is non-dilutive as to stock splits. Designation changed again in July 2022, reducing the authorized number to 10,000.

The Company as of September 30, 2024, has no share of Series C Preferred Stock issued and outstanding and this share class has been cancelled.

The Company as of September 30, 2024, has no share of Series D Preferred Stock issued and outstanding and this share class has been cancelled.

The Company as of September 30, 2024, has 5,000,000 shares of Series E Preferred Stock authorized and 5,000,000 issued and outstanding. During the period 5,000,000 shares of Series E were issued.

**Demand Brands, Inc.**  
Notes to the Consolidated Financial Statement  
September 30, 2024

**NOTE 4: COMMITMENTS AND CONTINGENCIES**

The Company formerly owned and leased real property as more fully described in the notes to the Financial Statements described herein.

**NOTE 5: CONCENTRATION OF CREDIT RISK FOR CASH HELD AT FINANCIAL INSTITUTIONS**

The Company maintains an outside cash account. There were no amounts in excess of insured limits at the bank as of September 30, 2024. Accounts at banking institutions are insured up to \$250,000 by the Federal Deposit Insurance Corporation.

**NOTE 6: RELATED PARTY TRANSACTION**

The Company has not entered into any material related party transaction during the year ended September 30, 2024.

**NOTE 7: SUBSEQUENT EVENTS**

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855 and has determined that no material subsequent events exist through the date of this report except the event described below.