

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

## **AVVAA World Health Care Products, Inc.**

1001 West Loop South, Suite 803  
Houston, TX 77027

713-621-6466

[www.goldquestcapital.com](http://www.goldquestcapital.com) / [info@goldquestcapital.com](mailto:info@goldquestcapital.com)

**SIC: 6162**

## **Annual Report**

**For the Period Ending: May 31, 2024**  
(the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

As of **May 31, 2024**, the number of shares outstanding of our Common Stock was:

**966,442,572**

As of **May 31, 2023**, the number of shares outstanding of our Common Stock was:

**966,442,572**

### **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:

\_\_\_\_\_

**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.

*The name of the issuer is AVVAA World Health Care Products, Inc.*

*The previous name of the issuer was Sierra Gigante Resources until July 2002.*

Current State and Date of Incorporation or Registration:

*Nevada June 1998 as Sierra Gigante Resources, Inc. The issuer filed an Amendment to the Articles of Incorporation in July 2002 to change the name of the Company to AVVAA World Health Care Products, Inc.*

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:

*On June 14, 2021, the Custodian filed a Motion to Discharge Custodian with the District Court of Clark County, Nevada. Included with this motion was a resolution and request to cancel 1,012,385,987 shares of common stock issued to former officers, directors, and service providers of the Company. 68,000,000 of these shares were later determined to not be subject to cancellation and were removed from the motion, leaving 944,385,987 shares to be considered by the Court.*

*On July 8, 2021, prior to the Court ruling on the motion, the Company entered an agreement with a former officer to purchase 565,000,000 shares owned by the officer and the officer's deceased spouse that were subject to cancellation by the Court. The former officer returned certificates representing 395,000,000 shares, which were officially cancelled by the transfer agent on July 28, 2021. The remaining 170,000,000 shares were still outstanding as of the date of this report.*

*On July 15, 2021, the District Court of Clark County, Nevada entered an Order of Final Discharge to discharge the Custodian and cancel 944,385,987 shares of common stock (including the 395,000,000 returned by the former officer). However, the transfer agent was not satisfied with the wording in the court order and refused to cancel the remaining 549,385,987 shares that were covered by the order. These shares were not canceled as of the date of this report.*

*On September 9, 2021, the Custodian filed a Petition and Motion for Amended Order with the District Court of Clark County, Nevada, to include language satisfactory to the Company's transfer agent for the cancellation of shares without a physical certificate. On September 10, 2021, the Court approved the amended order. Pursuant to the amended order, 549,385,987 shares were cancelled by the transfer agent on September 22, 2021, with an effective date of September 10, 2021.*

*On December 20, 2021, the Company executed a purchase agreement with Gold Quest Capital, Inc. Terms of the merger*

included the issuance of Preferred Series B stock, which has not been completed as of the date of this report

Address of the issuer's principal executive office:

AVVAA World Health Care Products, Inc.  
clo Omnis Public Capital Management LLC  
1001 West Loop South, Suite 803  
Houston, TX 77027

Address of the issuer's principal place of business:

**XX** 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: **X** If Yes, provide additional details below:

*On January 25, 2021, the District Court of Clark County, Nevada, case number A20-825998-C, entered an Order Granting Application for Appointment (the "Order") of SSM Monopoly Corporation as Custodian of the Company. Pursuant to the Order, SSM Monopoly Corporation (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of the Company, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering into contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.*

*On July 15, 2021, the District Court of Clark County, Nevada entered a Final Order Granting the Motion to Discharge Custodianship to dismiss the Custodian's authority and control over the Company under the Custodianship. On the same day, Omnis Public Capital Management LLC gained authority and control of the Company through voting rights and the court order.*

## 2) Security Information

### Transfer Agent

Name: Signature Stock Transfer  
Phone: 972-612-4120  
Email: [jason@signaturestocktransfer.com](mailto:jason@signaturestocktransfer.com)  
Address: 14673 Midway Road - Suite 220, Addison, TX 75001

### Publicly Quoted or Traded Securities:

Trading symbol:	AWH	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	002432201	
Par or stated value:	0.001	
Total shares authorized:	4,000,000,000	as of date: May 31, 2024
Total shares outstanding:	966,442,572	as of date: May 31, 2024
Total number of shareholders of record:	106	as of date: May 31, 2024

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

Exact title and class of securities outstanding: Special 2021 Series A Convertible Preferred Stock  
CUSIP N/A  
Par Value 0.001  
Total Shares Authorized 1 as of May 31, 2024  
Total Shares Issued: 1 as of May 31, 2024

Exact title and class of securities outstanding: Class A Convertible Super Preferred Stock  
CUSIP N/A  
Par Value 0.001  
Total Shares Authorized 400,000,000 as of May 31, 2024  
Total Shares Issued: 1,250,000 as of May 31, 2024

Exact title and class of securities outstanding: Class B Convertible Preferred Stock  
CUSIP N/A  
Par Value 0.001  
Total Shares Authorized 20,000,000 as of May 31, 2024  
Total Shares Issued: 15,362,500 as of May 31, 2024

**Security Description:**

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

*One for one voting rights on all common stock, entitled to dividends as determined by the Board of Directors, no Pre-emptive rights.*

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

**Special 2021 Series A preferred share** - Each 2021 Series A Preferred stockholder is entitled to 60% of all votes entitled to vote. The share of 2021 Series A Preferred Stock shall convert into common shares at a conversion rate of 1 preferred to 2,000,000,000 common shares. The share of 2021 Series A Preferred Stock shall not be entitled to any dividends and shall not participate in any proceeds available to the corporation's shareholders upon the liquidation, dissolution or winding up of the Corporation.

**Class A Convertible Super Preferred** shall have super voting power (5:1 compared to the company's common stock). Each share is convertible into 2 shares of the company's common stock at the option of the holder after one year. A liquidation preference of 8:1 compared to the company's common stock.

**Series B Preferred shares** are convertible into 100 shares of common stock and do not have any voting rights.

**Stock Dividends and Stock Splits.** If the Corporation, at any time while the Series B Preferred Stock is outstanding: (A) shall pay a stock dividend or otherwise make a distribution or distributions on shares of its Common Stock or any other equity or equity equivalent securities payable in shares of Common Stock (which, for avoidance of doubt, shall not include any shares of Common Stock issued by the Corporation pursuant to this Series B Preferred Stock), (B) subdivide outstanding shares of Common Stock into a larger number of shares, (C) combine (including by way of reverse stock split) outstanding shares of Common Stock into a smaller number of shares, or (D) issue by reclassification of shares of the Common Stock any shares of capital stock of the Corporation, then the Conversion Price shall be multiplied by a fraction of which the numerator shall be the number of shares of Common Stock (excluding treasury shares, if any) outstanding before such

event and of which the denominator shall be the number of shares of Common Stock outstanding after such event. Any adjustment made pursuant to this Section shall become effective immediately after the record date for the determination of stockholders entitled to receive such dividend or distribution and shall become effective immediately after the effective date in the case of a subdivision, combination or reclassification.

*Liquidation. Upon any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary (a "Liquidation"), the Holders shall be entitled to receive out of the assets of the Corporation, whether such assets are capital or surplus, for each share of Series B Preferred Stock an amount equal to the greater of (i) the average price of the Corporation's Common Stock over a period of ten (10) trading days, if the Corporation's Common Stock is listed on a "National Securities Exchange" registered with the SEC under Section 6 of the Securities Exchange Act of 1934 or Over-the-Counter (OTC) securities exchange, or (ii) Two Dollars (\$2.00) per share.*

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

None.

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

None.

**3) Issuance History**

**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 - Opening Balance: Date May 31, 2021 Common: 1,910,828,559 Preferred: 1,250,000			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
7/28/21	Cancellation - See 3 Below	395,000,000 See 3 Below				Jack Farley Lorie Farley	N/A	Restricted	Exempt
9/10/21	Cancellation - See 4 Below	549,305,987 See 4 Below				Multiple Shareholders	N/A	Restricted	Exempt

12/28/21	New Issuance	15,000,000	Preferred Series B			Omnis Public Capital Mgmt LLC - Miguel Sanchez		Restricted	Sec 144
3/31/23	New Issuance	12,,500	Preferred Series B	.001	No	Wayne Beita		Restricted	Sec 144
3/31/23	New Issuance	50,000	Preferred Series B	.001	No	Benjamin Holcomb		Restricted	Sec 144
3/31/23	New Issuance	25,000	Preferred Series B	.001	No	Pink Hospitality Group - Sam Pink		Restricted	Sec 144
3/31/23	New Issuance	25,000	Preferred Series B	.001	No	Enrique Perez		Restricted	Sec 144
3/31/23	New Issuance	250,000	Preferred Series B	.001	No	JJ Enterprises LLC Jose Pineda		Restricted	Sec 144
4/25/23	Cancellation	15,000,000	Preferred Series B	.001	N/A	Omnis Public Capital Mgmt LLC - Miguel Sanchez	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	5,000,000	Preferred Series B		N/A	Miguel Sanchez	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	2,000	Preferred Series B		N/A	Ivan Sanchez	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	2,000	Preferred Series B		N/A	Orlando Sanchez	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	3,000,000	Preferred Series B		N/A	Patrick Ashiofu	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	3,000,000	Preferred Series B		N/A	Luis Beita	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	1,500,000	Preferred Series B		N/A	Ankit Amin	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	1,500,000	Preferred Series B		N/A	Carey Cooley	Split to indicated owners	Restricted	Sec 144

4/25/23	New Issuance	20,000	Preferred Series B		N/A	Jean Paul Garzon	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	20,000	Preferred Series B		N/A	Manuel Gonzales	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	4,000	Preferred Series B		N/A	Alfonso Gonzales	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	5,000	Preferred Series B		N/A	Sebastion Agudelo	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	6,000	Preferred Series B		N/A	Fabio Avila	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	2,000	Preferred Series B		N/A	Veronica Montgomery	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	2,000	Preferred Series B		N/A	Nick Minjares	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	12,000	Preferred Series B		N/A	Jason Mendez	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	2,000	Preferred Series B		N/A	Maria Rebolgar	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	5,000	Preferred Series B		N/A	Alejandro Garza	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	10,000	Preferred Series B		N/A	Elizabeth Sacks	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	10,000	Preferred Series B		N/A	Jose Pineda	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	3,000	Preferred Series B		N/A	Randall Williams	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	5,000	Preferred Series B		N/A	Paula Rios	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	50,000	Preferred Series B		N/A	Garvin Jobs	Split to indicated owners	Restricted	Sec 144

4/25/23	New Issuance	10,000	Preferred Series B		N/A	Ximena Cuevas	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	5,000	Preferred Series B		N/A	Octavio Garcia	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	5,000	Preferred Series B		N/A	David Olivos	Split to indicated owners	Restricted	Sec 144
4/25/23	New Issuance	820,000	Preferred Series B		N/A	Omnis Public Capital Mgmt LLC- Miguel Sanchez	Split to indicated owners	Restricted	Sec 144
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date May 31, 2024									
Common: 966,442,572									
Preferred: 16,612,501									

- (1) *On January 27, 2021, SSM Monopoly Corporation sold one (1) share of Special 2021 Series A Preferred Stock of the company for an agreed upon purchase price to Krisa Management, LLC. The Special preferred share controls 60% of the company's total voting rights. The issuance of the preferred share to Krisa Management, LLC. gave the controlling vote to control and govern the affairs of the company going forward.*
- (2) *n April 26, 2021, Krisa Management LLC sold one (1) share of Special 2021 Series A Preferred Stock of the company for an agreed upon purchase price to Omis Public Capital Management, LLC. The Special preferred share controls 60% of the company's total voting rights. The issuance of the preferred share to Omnis Capital Management, LLC. gave the controlling vote to control and govern the affairs of the company going forward.*
- (3) *In July 2021, the Company entered an agreement with a former officer to purchase 565,000,000 shares owned by the officer and the officer's deceased spouse that were subject to cancellation by the Court. The purchase price was \$30,000.00. The former officer returned certificates representing 395,000,000 shares, which were officially cancelled by the transfer agent on July 28, 2021.*
- (4) *On September 9, 2021, the Custodian filed a Petition and Motion for Amended Order with the District Court of Clark County, Nevada, to include language satisfactory to the Company's transfer agent for the cancellation of shares without a physical certificate. On September 10, 2021, the Court approved the amended order. Pursuant to the order, 549,385,987 shares were cancelled by the transfer agent on September 22, 2021, with an effective date of September 10, 2021.*



## 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)

### 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")

*Gold Quest Capital, Inc. is a Houston, Texas-based real estate lending company that specializes in syndicating first lien, asset-backed real estate mortgages in the residential, commercial, and industrial sectors. The company primarily focuses on asset-backed first lien bridge loans with 12 to 24 month terms, personal guarantees, and loan to values that do not exceed 65%.*

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

*None*

C. Describe the issuers' principal products or services.

*Real estate financing*

### 5) Issuer's Facilities

*c/o Omnis Public Capital Management, LLC  
1001 West Loop South, Ste 803  
Houston, TX 77027*

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	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
Miguel Sanchez	President, Treasurer, CEO, Director	Houston, TX	1  5,000,000	Special 2021 Series A Prerred  Series B Preferred	100%  32.55%	See Below
Omnis Public Capital Mgmt	5% Owner	Houston, TX	820,000	Series B Preferred	5.34%	Miguel Sanchez

Carey Cooley	Secretary/Director	Sugar Land, TX	1,500,000	Series B Preferred	9.76%	
Patrick Ashofu	Director	Houston, TX	3,000,000	Series B Preferred	19.53%	
Luis Beita	Director	Houston, TX	3,000,000	Series B Preferred	19.53%	
Arikait Amin	Director	Houston, TX	1,500,000	Series B Preferred	9.76%	

(1) *Miguel Sanchez owns controlling interest in Omnis Public Capital Management LLC with an address at 1001 West Loop South, Suite 803, Houston, TX 77027. Omnis Public Capital Management LLC owns one (1) share of Special 2021 Series A Preferred Stock, which represents 100% of the issued and outstanding shares. The Special 2021 Series A Preferred Stock collectively have 60% voting rights and each share can be converted into 2,000,000,000 shares of common stock. And 820,000 shares of the Class B Preferred Shares is owned by Omnis Public Capital Management LLC.*

## 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.

N/A

### 8) Third Party Service Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

#### Securities Counsel

Name: Jonathan D. Leinward

Address 1: 18305 Biscayne Blvd, Suite 200

Address 2: Aventura, FL 33160

Phone: 954-903-7856

Email: [jonathan@jdpa.com](mailto:jonathan@jdpa.com)

#### Accountant or Auditor

Name: Tyrus C Young

Firm: Factsco, LLC

Address 1: 1771 Holly Springs Rd. NE

Address 2: Marietta, GA 30062

Phone: 727 470 8684

Email: factsco@gmail.com

#### Investor Relations

None

#### Other Service Providers

None

### 9) Disclosure & Financial Information

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

**Name: Tyrus C. Young**

**Title: Consultant**

**Relationship to Issuer: Consultant**

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: Tyrus C. Young**  
**Title: Consultant**  
**Relationship to Issuer: Consultant**

Describe the qualifications of the person or persons who prepared the financial statements:

*Over 40 years of practice as either a CPA or a Consultant, including 18 years related to public company filings*

The following financial statements are presented for the recent quarter and year to date:

Balance Sheets for the periods ended May 31, 2024 and May 31, 2023  
Statement of Income for the year ended May 31, 2024 and 2023  
Statement of Cash Flows for the year ended May 31, 2024 and 2023  
Statement of Changes in Stockholders' Equity for the period May 31, 2022 through May 31, 2024  
Notes to the Financial Statements

## 10) Issuer Certification

*Principal Executive Officer:*

I, Miguel Sanchez, certify that:

1. I have reviewed this Annual Disclosure Statement of AWAA World Health Care Products, 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.

08/27/2024

/s/ Miguel Sanchez

*Miguel Sanchez, President/CEO*

*Principal Financial Officer:*

I, Miguel Sanchez, certify that:

1. I have reviewed this Annual Disclosure Statement of AW AA World Health Care Products, 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.

08/27/2024

/s/ Miguel Sanchez

*Miguel Sanchez, Treasurer*

**AVVAA World Health Care Products, Inc.**  
**Balance Sheet**

	May .31, 2024 (Unaudited)	May 31, 2023 (Unaudited)
<b>ASSETS</b>		
Current assets		
Cash	\$ 12,793	\$ 49,124
Total current assets	<u>12,793</u>	<u>49,124</u>
Other assets		
Organizational Costs, Net	<u>0</u>	<u>0</u>
<b>Total Assets</b>	<b><u>\$ 12,793</u></b>	<b><u>\$ 49,124</u></b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>		
Current liabilities		
Accounts payable	\$ 4,403	\$ (20)
Advances by Shareholder	<u>5,374</u>	<u>3,377</u>
Total current liabilities	<u>9,777</u>	<u>3,357</u>
Notes payable to shareholder	<u>0</u>	<u>0</u>
Total Liabilities	<u>9,777</u>	<u>3,357</u>
Stockholders' equity (deficit)		
Preferred Stock - \$0.001 par value, 420,000,000 shares authorized: 16,612,501 and 16,612,501 shares outstanding as of May 31, 2024 and May 31, 2023, respectively	16,613	16,613
Common stock, \$0.001 par value; , 4,000,000,000 shares authorized, 966,442,572 and 966,442,572 shares issued and outstanding at May 31, 2024 and May 31, 2023, respectively	966,443	966,443
Additional paid-in capital	24,827,911	24,827,911
Accumulated deficit	<u>(25,807,950)</u>	<u>(25,765,199)</u>
Total stockholders' (deficit)	<u>3,016</u>	<u>45,767</u>
<b>Total Liabilities and Stockholders' Equity</b>	<b><u>\$ 12,793</u></b>	<b><u>\$ 49,124</u></b>

The accompanying notes are an integral part of these financial statements

**AVVAA World Health Care Products, Inc.**  
**Statements of Income**  
**(Unaudited)**

	For the Years Ended	
	May 31, 2024	May 31, 2023
	<u>          </u>	<u>          </u>
Consulting Revenues	\$ 0	\$ 2,000
Cost of Revenues	<u>0</u>	<u>          </u>
Gross Profit	0	2,000
Operating Expenses		
General & Administrative	<u>42,751</u>	<u>77,257</u>
Total Operating Expenses	<u>42,751</u>	<u>77,257</u>
Net Operating Income	(42,751)	(75,257)
Other Income (Expense)		
Amortization expense	<u>0</u>	<u>0</u>
Total Other Income (Expense)	<u>0</u>	<u>0</u>
NET INCOME	\$ <u><u>(42,751)</u></u>	\$ <u><u>(75,257)</u></u>

The accompanying Notes to the Financial Statements are an integral part of these Statements

**AVVAA World Health Care Products, INC**  
**Statement of Cash Flows**  
(Unaudited)

	For the Year Ended	
	May 31, 2024	May 31, 2023
<b>Cash flows from operations</b>		
Net (loss)	\$ (42,751)	\$ (75,257)
Amortization expense	0	0
Increase in Accounts Payable	4,423	(2,222)
Increase in Shareholder Advances	1,997	
<b>Net cash provided by(used) operating activities</b>	<u>(36,331)</u>	<u>(77,479)</u>
<b>Cash flows from investing activities</b>	<u>0</u>	<u>0</u>
<b>Net cash provided (used) by investing activities</b>	<u>0</u>	<u>0</u>
<b>Cash flows from financing activities</b>		
Common Stock purchased (issued 3/23)	<u>0</u>	<u>0</u>
<b>Net cash provided (used) by financing activities</b>	<u>0</u>	<u>0</u>
<b>Net Increase (Decrease) in cash</b>	(36,331)	(77,479)
Cash, Beginning of Period	<u>49,124</u>	<u>126,603</u>
Cash, End of Period	\$ <u><u>12,793</u></u>	\$ <u><u>49,124</u></u>

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The accompanying notes are an integral part of these financial statements



**AVVAA World Health Care Products Inc**

**Statement of Shareholder's Equity**

	Common Stock		Special 2021 Series A Preferred Stock		Series B Preferred Stock		Shares to be Issued	Additional Paid in Capital	Accumulated Deficit	Total Stockholder's Equity
	Shares	Par Value	Shares	Par Value	Shares	Par Value				
<b>Balance - May 31, 2021</b>	<u>1,910,828,559</u>	<u>\$ 1,910,829</u>	<u>1,250,000</u>	<u>\$ 1,250</u>	<u>0</u>	<u>\$ 0</u>	<u>0</u>	<u>\$ 28,988,896</u>	<u>\$ (30,900,975)</u>	<u>\$ (0)</u>
Share Cancellations	(944,385,987)	(944,386)						944,386		0
Shares issued for Gold Quest					15,000,000	15,000		46,450		61,450
Stock issued for Cash							150,000		0	150,000
Net Profit or Loss									(28,974)	(28,974)
<b>Balance - May 31, 2022</b>	<u>966,442,572</u>	<u>\$ 966,443</u>	<u>1,250,000</u>	<u>\$ 1,250</u>	<u>15,000,000</u>	<u>\$ 15,000</u>	<u>150,000</u>	<u>\$ 29,979,732</u>	<u>\$ (30,929,949)</u>	<u>\$ 182,476</u>
Prior Period Adjustment								(5,301,459)	5,240,007	(61,452)
Preferred Stock Issued					362,500	363	(150,000)	149,638		0
Net Profit or Loss									(75,257)	(75,257)
<b>Balance - May 31, 2023</b>	<u>966,442,572</u>	<u>\$ 966,443</u>	<u>1,250,000</u>	<u>\$ 1,250</u>	<u>15,362,500</u>	<u>\$ 15,363</u>	<u>0</u>	<u>\$ 24,827,911</u>	<u>\$ (25,765,199)</u>	<u>\$ 45,767</u>
Net Profit or Loss									(42,751)	(42,751)
<b>Balance - May 31, 2024</b>	<u>966,442,572</u>	<u>\$ 966,443</u>	<u>1,250,000</u>	<u>\$ 1,250</u>	<u>15,362,500</u>	<u>\$ 15,363</u>	<u>0</u>	<u>\$ 24,827,911</u>	<u>\$ (25,807,950)</u>	<u>\$ 3,016</u>

The accompanying notes are an integral part of these financial statements

**AVVAA WORLD HEALTH CARE PRODUCTS, INC.**  
**NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**  
**May 31, 2024**  
**(Unaudited)**

**NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS**

AVVAA World Health Care Products, Inc. (the "Company", "we", "us" or "our"), a Nevada corporation, has a fiscal year end of May 31 and is listed on the OTC Pink Markets under the trading symbol AVVH. The Company had ceased operations but not taken steps to dissolve, liquidate and distribute its assets. The Company was incorporated on June 3, 1998 in the State of Nevada as Sierra Gigante Resources, Inc.

In June 2002, the Company completed the acquisition of 100% of the common shares of Mind Your Own Skin Products Inc. ("MYOSP"), a company incorporated under the Company Act of the Province of British Columbia, Canada. This share issuance resulted in a reverse takeover of the Company by the shareholders of MYOSP. Certain directors and officers of MYOSP became directors and officers of the Company.

In July 2002, the Company filed an Amendment to the Articles of incorporation to change its name to AVVAA World Health Care Products, Inc. The Company's primary business was the distribution and sale of over the counter all-natural therapeutic skin care products designed to treat the symptoms of skin diseases such as eczema, psoriasis, and acne.

Required reporting requirements with the Nevada Secretary of State, the failure to hold an annual meeting of stockholders and pay its annual franchise tax from 2014 to 2020 resulted in its Nevada charter being revoked. The Company also did not provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act.

On November 5, 2020, SSM Monopoly Corporation, a shareholder of the Company, made a demand to the Company, at last address of record, to comply with the Nevada Secretary of State statutes N.R.S. 78.710 and N.R.S. 78.150. On December 8, 2020, a petition was filed against the Company in the District Court of Clark County, Nevada, entitled "In the Matter of AVVAA World Health Care Products, Inc., a Nevada corporation" under case number A-20-825998- C by SSM Monopoly Corporation, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company's Nevada charter, which had been revoked. The District Court, Clark County, Nevada and was appointed as the custodian of the Company in January 2021.

On January 25, 2021, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of SSM Monopoly Corporation (the "Order"), as Custodian of the Company. Pursuant to the Order, the SSM Monopoly Corporation (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company.

Also, on January 25, 2021, the Custodian granted itself, one share of preferred stock, Special 2021 Series A Preferred Stock ("2021 Series A Preferred") at par value of \$0.001. The 2021 Series A Preferred has 60% voting rights over all classes of stock and convertible into 2,000,000,000 shares of the Company's common stock.

Also on January 25, 2021, the Custodian appointed Kareem Mansour as the Company's sole officer and director.

On January 27, 2021, in a private transaction, the Custodian entered into a Securities Purchase Agreement (the "SPA") with Krisa Management LLC, a Texas limited liability company, to sell the 2021 Series A Preferred. Upon closing of the SPA on January 27, 2021, Krisa Management LLC acquired 60% control of the Company. Also on January 27, 2021, the Custodian appointed Carey W. Cooley as the Company's sole officer and director. On January 27, 2021,

Kareem Mansour resigned as an officer and director of the Company.

On February 5, 2021, the Company filed a Certificate of Revival with the Secretary State of the State of Nevada, which reinstated the Company's charter and appointed a new Resident Agent in Nevada.

On April 12, 2021, at a Specially Called Meeting of all of the Officers and Directors of the Company, a resolution was ratified and adopted canceling 1,012,385,987 shares of common stock issued by previous management after a Cease Trade Order issued by the British Columbia Securities Commission had gone into effect in Canada on October 1, 2009. The Court Appointed Custodian also ratified and adopted a resolution canceling certain shares as in the best interest of the Corporation.

On April 26, 2021, in a private transaction, Krisa Management LLC entered into a Securities Purchase Agreement (the "SPA") with Omnis Public Capital Management LLC, a Texas limited liability company, to sell the 2021 Series A Preferred. Upon closing of the SPA on May 3, 2021, Omnis Public Capital Management LLC acquired 60% control of the Company.

On June 14, 2021, the Custodian filed a Motion to Discharge Custodian (the "Motion") in the District Court of Clark County, Nevada. On July 1, 2021, the Motion was amended to remove 68,000,000 shares from the resolution canceling shares, leaving 944,385,987 shares of common stock to be canceled.

On July 8, 2021, prior to the Court ruling on the Motion to Discharge, the Custodian entered into an Agreement with a shareholder (the "Shareholder") to purchase back some of the shares covered by the resolution to cancel shares. Pursuant to the Agreement, 565,000,000 shares of common stock beneficially owned by the Shareholder were purchased back for \$30,000. On July 28, 2021, certificates for 395,000,000 of these shares were canceled by the Company upon return. The certificates for the other 170,000,000 of these shares were lost and were awaiting additional documentation from the Shareholder.

On July 15, 2021, the District Court of Clark County, Nevada entered a Final Order Granting the Motion to Discharge Custodianship to accept all actions taken by the Custodian (including the cancellation of 944,385,987 shares of common stock) and to dismiss the Custodian's authority and control over the Company under the Custodianship. On the same day, Omnis Public Capital Management LLC gained authority and control of the Company through voting rights and the court order.

On September 9, 2021, the Custodian filed a Petition and Motion for Amended Order with the District Court of Clark County, Nevada, to include language satisfactory to the Company's transfer agent for the cancellation of shares without a physical certificate. On September 10, 2021, the Court approved the amended order. Pursuant to the amended order, 549,385,987 shares were cancelled by the transfer agent on September 22, 2021, with an effective date of September 10, 2021.

On December 20, 2021, the Company executed a purchaser agreement with GoldQuest Capital, Inc

The company is currently operating as a capital financing company for real estate borrowings.

## ***NOTE 2 - BASIS OF PRESENTATION AND GOING CONCERN***

### ***Basis of Presentation***

The Company has not earned any revenues from limited principal operations. Accordingly, the Company's activities have been accounted for as those of a "Development Stage Enterprise" as set forth in Financial Accounting Standards

Board Statement No. 7 ("SFAS 7"). Among the disclosures required by SFAS 7 are that the Company's financial statements be identified as those of a development stage company, and that the statements of operations, stockholders' equity (deficit) and cash flows disclose activity since the date of the Company's inception.

#### Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. All intercompany transactions have been eliminated.

#### Going Concern

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has an accumulated deficit of \$25,807,950 as of May 31, 2024. The Company intends to continue operations as set out below and raise the necessary funds to carry out the aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding.

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

### **NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES**

#### Use of Estimates

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

#### Cash and Cash Equivalents

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instruments with original maturities of three months or less.

#### Financial Instruments

The FASB issued ASC 820-10, *Fair Value Measurements and Disclosures*, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

Level 1: Quoted prices in active markets for identical assets or liabilities

Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted

prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

### Concentrations and Credit Risks

The Company's financial instruments that are exposed to concentrations and credit risk primarily consist of its cash, sales and accounts receivable. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

### Foreign Currency Translation

The accounts of the Company are accounted for in accordance with the Statement of Financial Accounting Standards No. 52 ("SFAS 52"), "Foreign Currency Translation". The financial statements of the Company are translated into

US dollars as follows: assets and liabilities at year-end exchange rates; income, expenses and cash flows at average exchange rates; and shareholders' equity at historical exchange rate.

Monetary assets and liabilities, and the related revenue, expense, gain and loss accounts, of the Company are re-measured at year-end exchange rates. Non-monetary assets and liabilities, and the related revenue, expense, gain and loss accounts are re-measured at historical rates. Adjustments which result from the re-measurement of the assets and liabilities of the Company are included in net income.

### Share-Based Compensation

ASC 718, *Compensation - Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity - Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

As of May 31, 2024 and 2023, respectively, there was \$Nil of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the three months ended May 31, 2024 and 2023, respectively.

### Income Taxes

The Company accounts for income taxes under ASC 740, *Income Taxes*. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. Deferred tax assets or liabilities were offset by a 100% valuation allowance, therefore there has been no recognized benefit as of August 31, 2023 and 2022, respectively. Further it is unlikely with the change of control that the Company will have the ability to realize any future tax benefits that may exist.

### Commitments and Contingencies

The Company follows ASC 450-20, *Loss Contingencies*, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

### Earnings Per Share

Net income (loss) per share is calculated in accordance with ASC 260, *Earnings Per Share*. The weighted-average number of common shares outstanding during each period is used to compute basic earnings or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at May 31, 2024 and 2023. Due to net operating loss, there is no presentation of dilutive earnings per share, as it would be anti-dilutive.

### Forgiveness of indebtedness

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expires or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid in capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

### Recent Accounting Pronouncements

We have reviewed all the recently issued, but not yet effective, accounting pronouncements and we do not believe any of these pronouncements will have a material impact on the Company.

In August 2017, the FASB issued ASU No. 2017-12, *Derivatives and Hedging (Topic 815)*, which changes both the designation and measurement guidance for qualifying hedging relationships and the presentation of hedge results, in order to better align an entity's risk management activities and financial reporting for hedging relationships. The amendments expand and refine hedge accounting for both nonfinancial and financial risk components and align the recognition and presentation of the effects of the hedging instrument and the hedged item in the financial statements. FASB ASU No. 2017-12 is effective for Annual Reporting periods beginning after December 15, 2018, including interim periods within those Annual Reporting periods, with early adoption permitted. We are still evaluating the impact that this guidance will have on our financial position or results of operations, and we have not yet determined whether

we will early adopt FASB ASU No. 2017-12.

In March 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-09, Compensation - Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting. This guidance changes how companies account for certain aspects of share-based payments to employees. Among other

deficiencies in additional paid-in-capital ("APIC"), but will instead record such items as income tax expense or benefit in the income statement, and APIC pools will be eliminated. Companies will apply this guidance prospectively. Another component of the new guidance allows companies to make an accounting policy election for the impact of forfeitures on the recognition of expense for share-based payment awards, whereby forfeitures can be estimated, as required today, or recognized when they occur. If elected, the change to recognize forfeitures when they occur needs to be adopted using a modified retrospective approach. All of the guidance will be effective for the Company in the fiscal year beginning January 1, 2018. Early adoption is permitted. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In February 2016, the FASB issued ASU No. 2016-02, *leases (Topic 842)*, which establishes new accounting and disclosure requirements for leases. FASB ASU No. 2016-02 requires lessees to classify most leases as either finance or operating leases and to initially recognize a lease liability and right-of-use asset. Entities may elect to account for certain short-term leases (with a term of 12 months or less) using a method similar to the current operating lease model. The statements of operations will include, for finance leases, separate recognition of interest on the lease liability and amortization of the right-of-use asset and for operating leases, a single lease cost, calculated so that the cost of the lease is allocated over the lease term on a straight-line basis. While we are in the early stages of our implementation process for FASB ASU No. 2016-02, and have not yet determined its impact on our financial position or results of operations, these leases would potentially be required to be presented on the balance sheet in accordance with the requirements of FASB ASU No. 2016-02. FASB ASU No. 2016-02 is effective for Annual Reporting periods beginning after December 15, 2018, including interim periods within those Annual Reporting periods, with early adoption permitted. FASB ASU No. 2016-02 must be applied using a modified retrospective approach, which requires recognition and measurement of leases at the beginning of the earliest period presented, with certain practical expedients available.

In July 2015, the FASB issued ASU No. 2015-11, Inventory (Topic 330): Simplifying the Measurement of Inventory. The guidance requires an entity to measure inventory at the lower of cost or net realizable value, which is the estimated selling prices in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation, rather than the lower of cost or market in the previous guidance. This amendment applies to inventory that is measured using first-in, first-out (FIFO). This amendment is effective for public entities for fiscal years beginning after December 15, 2016, including interim periods within those years. A reporting entity should apply the amendments prospectively with earlier application permitted as of the beginning of an interim or Annual Reporting period. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers ("ASU 2014-09"), which requires an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. ASU 2014-09 will replace most existing revenue recognition guidance in U.S. generally accepted accounting principles when it becomes effective. In July 2015, the FASB deferred the effective date of the standard by an additional year; however, it provided companies the option to adopt one year earlier, commensurate with the original effective date. Accordingly, the standard will be effective for the Company in the fiscal year beginning January 1, 2018, with an option to adopt the standard for the fiscal year beginning January 1, 2017. The Company is currently evaluating this standard and has not yet selected a transition method or the effective date on which it plans to adopt the standard, nor has it determined the effect of the standard on its financial statements and related disclosures.

#### **NOTE 4 - INCOME TAXES**

Income taxes are provided based upon the liability method. Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against deferred tax assets if management does not believe the Company has met the "more likely than not" standard imposed by accounting standards to allow recognition of such an asset.

As of May 31, 2024, the Company expected no net deferred tax assets to be recognized, resulting from net operating loss carry forwards. Deferred tax assets were offset by a corresponding allowance of 100%.

The Company experienced a change in control during the year, and therefore no more than an insignificant portion of this net operating allowance will ever be used against future taxable income.

#### **NOTE 5- NOTES PAYABLE - RELATED PARTIES**

The Company has no Notes Payable to Related Parties, however, during the year ended May 31, 2022, one shareholder advanced \$3,377 for expenses. As of this report date, that advance is still outstanding.

#### **NOTE 6- CONVERTIBLE NOTES PAYABLE**

There were no convertible notes payable during the period:

#### **NOTE 7- COMMITMENTS AND CONTINGENCIES**

##### *Risks and Uncertainties*

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

##### *Legal and other matters*

In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company's management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company's financial position or results of operations.

#### **NOTE 8 - SUBSEQUENT EVENTS**

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued. Management is not aware of any significant events that occurred subsequent to the balance sheet date that would have a material effect on the consolidated financial statements thereby requiring adjustment or disclosure.

The Company is currently undergoing an audit for the years ending May 31, 2022 and 2023. Management and the auditor have discussed some adjustments, primarily with the opening equity section and the later inclusion of an organizational expense recorded on the books. These changes have been incorporated into the statements, including balances for May 31, 2023.