INFORMATION AND DISCLOSURE STATEMENT

*THIS STATEMENT HAS NOT BEEN FILED WITH FINRA, NASD OR ANY OTHER REGULATORY AGENCY

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (A) (5) promulgated under the Securities Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

Item 1: The Exact Name of the Issuer and its Predecessor.

AppSwarm, Inc., formerly San West, Inc.
San West, Inc., formerly Human Biosystems, Inc., (until July 31, 2009) formerly Hyperbaric Systems, Inc.(until October 29, 2002), (hereinafter referred to as the "Issuer" or the "Company")

Item 2: The Principal Executive Office of the Issuer.

AppSwarm, Inc.
401 South Boston
Suite 500
Tulsa, OK 74105

Office: (800) 706-7656

Item 3. The State and Date of Incorporation.

AppSwarm, Inc. is a Nevada Corporation, established on July 17, 2001.

Item 4. The Exact Title and Class of the Security.

Security Symbol: SWRM
CUSIP Number – 03834T 10 2
Common Stock - No par value
Preferred Stock – No par value

Item 5. The Par or Stated Value of the Security:

The company currently has authorized Eight Hundred Ten Million (810,000,000) shares of stock at no par value which consists of Eight Hundred Million (800,000,000) shares of common stock at no par value and Ten Million (10,000,000) shares of preferred Series A stock at no par value.

Item 6. The Number of Shares Outstanding.

A. Fiscal year ending Dec. 31, 2014:

(i) Authorized – 800,000,000 common at no par value, 10,000,000 Series A Preferred at no par value.

(ii) Total Issued & Outstanding –477,624,086 common, 161,100 Series A Preferred.

(iii) Restricted Common Issued-304,948,422 common.

(iv) Free Trading Common Issued-172,675,664-common.

(v) Shareholders - 311 common shareholders.

No shares were issued during this year.

B. Quarter ending September 31, 2015:

(i) Authorized – 800,000,000 common at no par value, 10,000,000 Series A Preferred at no par value.

(ii) Total Issued & Outstanding – 477,624,086 common, 161,100 Series A Preferred.

(iii) Restricted Common Issued-304,948,422 common.

(iv) Free Trading Common Issued-172,675,664-common.

(v) Shareholders - 311 common shareholders.

No shares were issued during this quarter.

On July 31, 2015, the Company and AppSwarm, Inc. entered, and on September 29, 2015, closed, a Reorganization Agreement (the "Merger"). Pursuant to the terms of the Merger, San West, Inc. changed its corporate name to AppSwarm, Inc., completed a 1 for 3000 reverse share split (the "**Reverse Split**") effected by the Board on August 4, 2015 and made effective by FINRA on September 25, 2015, and issued shares to the shareholders of AppSwarm, Inc. such that they acquired approximately 80% of the issued and outstanding common stock. In addition, Mr. Frank Drechsler has resigned as the President and CEO of the Corporation, but will stay on as the Chairman of The Board for a limited time to see the successful transition of the company's books, records and anything else needed to ensure a smooth transition of the company. The Board of Directors appointed Mr. Ron Brewer as President, Chief Executive Officer, Secretary and Chief Financial Officer.

Prior to the Reverse Split, the Company had 477,624,086 common shares outstanding or approximately 159,208 common shares on a post Reverse Split basis. The post Reverse Split net shares issued pursuant to the Merger totaled 105,426,373 common shares, including 83,526,373 common shares to the shareholders of AppSwarm, Inc. and 21,900,000 common shares issued pursuant to the conversion of debt at $0.002 and totaling $43,800. As a result, the shareholders of AppSwarm, Inc. held approximately 79.1% of the post Reverse Split and Merger shares issued and outstanding with total shares outstanding totaling 105,585,581.

Post reverse split

(i) Authorized – 800,000,000 common at no par value, 10,000,000 Series A Preferred at no par value.

(ii) Total Issued & Outstanding – 105,585,581 common, 161,100 Series A Preferred.

(iii) Restricted Common Issued- 83,525,000 common.

(iv) Free Trading Common Issued-21,900,000-common.

(v) Shareholders - 322 common shareholders.

On November 23, 2015 Frank Drechsler tendered his resignation from the board of directors.

Item 7. The Name and Address of the Transfer Agent.

First American Stock Transfer
4747 N. 7th St.
Suite 170
Phoenix, AZ, 85014
602-485-1346
www.FirstAmericanStock.com

Office: 972-612-4120 Fax: 972-612-4122

First American Stock Transfer is currently registered under the Exchange Act and is an SEC approved transfer agent.

Item 8. The Nature of the Issuer's Business.

A. Business Development:

Established in 2011, AppSwarm™ is an application incubation firm dedicated to acquiring applications for all forms of devices. AppSwarm offers complete, end-to-end services for mobile application development across all major platforms including Apple iPhone, RIM's BlackBerry, Google's Android, and Microsoft's Windows Mobile. AppSwarm has agreements in place with all of the major application stores and is able to assist with application development and act as a strategic partner to facilitate increased visibility thus allowing most small firms, young entrepreneurs and application developers the resources they otherwise would not have to market their applications effectively.

. The issuer is not a shell company (as defined in Rule 12b-2 of the Exchange Act).

1. The form of organization of the issuer,

The Issuer is a Nevada Corporation.

2. The year that the issuer (or any predecessor) was organized;

The Issuer was incorporated in the State of Nevada on July 17, 2001.

3. Issuer's fiscal year end date:

The fiscal year end date is December 31.

4. Whether the issuer (and/or any predecessor) has been in bankruptcy, receivership or any similar proceeding;

The company and/or any predecessor have not, and are not currently in the process of filing bankruptcy, receivership or any similar proceeding.

5. Whether the Issuer has made a material rectification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business;

On July 31, 2015, the Company and AppSwarm, Inc. entered, and on September 29, 2015, closed, a Reorganization Agreement (the "Merger"). Pursuant to the terms of the Merger, San West, Inc. changed its corporate name to AppSwarm, Inc., completed a 1 for 3000 reverse share split (the "**Reverse Split**") effected by the Board on August 4, 2015 and made effective by FINRA on September 25, 2015, and issued shares to the shareholders of AppSwarm, Inc. such that they acquired approximately 80% of the issued and outstanding common stock. In addition, Mr. Frank Drechsler has resigned as the President and CEO of the Corporation, but will stay on as the Chairman of The Board for a limited time to see the successful transition of the company's books, records and anything else needed to ensure a smooth transition of the company. The Board of Directors appointed Mr. Ron Brewer as President, Chief Executive Officer, Secretary and Chief Financial Officer.

6. Has the Company had any default of any terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments?

No.

7. Has the Issuer had a change of control?

In August 2008, the Company purchased 100% of the outstanding stock of Buggy World, Inc. With the acquisition of Buggy World, San West expanded their presence in the southern California retail market.

On June 5, 2009, San West completed a reverse merger with Human BioSystems (See Financial Statements, NOTE N – MERGER). Upon becoming effective 100% of San West outstanding common stock was exchanged for 65,396,320 shares of Human BioSystems common stock, Human BioSystems Acquisition Company became the surviving entity and changed its name to San West, Inc. The Merger was accounted for as a "reverse merger," whereby San West was deemed the accounting acquirer under recapitalization accounting. Consequently, our consolidated financial statements include the assets, liabilities, historical operations of San West prior to the Merger, the shares retained by the legal acquirer (Human BioSystems) for the historical amount of the net assets of the accounting acquire which in this case is a net liability of $1,981,056 and the operations of San West and our Human BioSystems operations from the Effective Date of the Merger.

We have ceased all operations that were formerly conducted by Human BioSystems, the discussion of our business both past and future will be limited to San West, Inc., except where the context may refer to Human BioSystems in certain specific instances. Further, as a condition of the Merger, all compensation and option agreements with the former officers and directors of Human BioSystems have been terminated. However, we remain obligated to pay the debts of Human BioSystems reflected on its financial statements as of the date of the Merger.

On July 31, 2015, the Company and AppSwarm, Inc. entered, and on September 29, 2015, closed, a Reorganization Agreement (the "Merger"). Pursuant to the terms of the Merger, San West, Inc. changed its corporate name to AppSwarm, Inc., completed a 1 for 3000 reverse share split (the "**Reverse Split**") effected by the Board on August 4, 2015 and made effective by FINRA on September 25, 2015, and issued shares to the shareholders of AppSwarm, Inc. such that they acquired approximately 80% of the issued and outstanding common stock. In addition, Mr. Frank Drechsler has resigned as the President and CEO of the Corporation, but will stay on as the Chairman of The Board for a limited time to see the successful transition of the company's books, records and anything else needed to ensure a smooth transition of the company. The Board of Directors appointed Mr. Ron Brewer as President, Chief Executive Officer, Secretary and Chief Financial Officer.

8. Has there been an increase of 10% or more of the same class of outstanding equity securities.

•Capital Change - shares decreased by 1 for 80 split Pay date=03/04/2009.

•Capital Change - shares increased by 5 for 1 split. Ex-date=11/03/2009. Rec date=10/28/2009. Pay date=11/02/2009.

9. Describe any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;

•Capital Change - shares decreased by 1 for 80 split Pay date=03/04/2009.

•Capital Change - shares increased by 5 for 1 split. Ex-date=11/03/2009. Rec date=10/28/2009. Pay date=11/02/2009.

•Capital Change - shares decreased by 1 for 3000 split Pay date=09/25/2015.

10. Whether the Issuer has been de-listed by any securities exchange or NASDAQ.

The Issuer's securities were delisted from the OTCBB on September 23, 2011 for failure to comply with NASD 6530.

11. Are there any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations. State the names of the principal parties, the nature and current status of the matters, and the amounts involved:

Express Working Capital, LLC v. San West, Inc. d/b/a Buggy World/County Imports, Frank J. Drechsler and Vladimir Cood, et. al. (116th Judicial District Court, Dallas County, Texas, Cause No. DC 12-05315). On May 14, 2012, Express Working Capital, LLC ("EWC") commenced civil actions against the Company in the 116th Judicial District Court, Dallas County, Texas_as a result of a contract breach stemming from nonpayment of amounts due under the Future Receivables Sale Agreement (the "FRSA") entered into on January 9, 2012. On April 25, 2013, the court ordered a default judgment against the Company and its Chief Executive Officer. Following the judgment on October 24, 2013, EWC and the Company reached an agreement whereby the Company executed a promissory note to EWC for the equivalent amount then due under the FRSA, or $195,644, see "NOTE 8 – PROMISSORY NOTES, *Notes Payable - $169,644*" for additional disclosure.

Cambio, Inc. v. SanWest, Inc., et al. (San Diego County Superior Court Case No. Case No. 37-2012-00068133-CU-BC-EC), and the case *James Jordan v San West Inc. et. al.(San Diego County Superior Court Case No. 37-2012-00068134 CU BC EC)*. On or about July 5, 2012, Cambio, Inc. ("Cambio") and James Jordan, owner of Cambio, commenced civil actions against the Company in the Superior Court of the State of California, County of San Diego, alleging damages arising out of Cambio's sale of assets to a third party. A settlement agreement was entered into in this matter on February 27, 2014. Pursuant to the terms of the settlement agreement, the Company is obligated to pay a total of $25,000 payable with a $10,000 cashier's check due on February 28, 2014 and $1,000 per month payable thereafter for fifteen (15) months. As a result, during the year ended December 31, 2013, the Company recorded a $191,669 "Gain on debt forgiveness due to legal settlement" and reclassified $25,000 to other current liabilities, see "NOTE 7 – ACCOUNTS PAYABLE AND OTHER CURRENT LIABILITIES" for additional disclosure.

(B) Business of Issuer.

App Swarm™ offers complete, end-to-end services for mobile application development across all major platforms including Apple iPhone, BlackBerry, Google Android, as well as Microsoft Windows Mobile. With our extensive experience in the mobile space we cannot just give you a technical hand but can be your strategic partner in leveraging this dynamic mobile world towards increased business efficiency and effectiveness.
We have plunged into a journey to tap the potential of mobile computing and smart phones. We offer complete, end-to-end services for mobile application development across all major platforms including Apple iPhone, RIM's BlackBerry, Google's Android, as well as Microsoft's Windows Mobile. With our extensive experience in the mobile space we cannot just give applications a technical hand, but can be a strategic partner in leveraging this dynamic mobile world towards increased business efficiency and effectiveness.

Our Industry

The market we enter is driven by the rapid increase in the use of smartphones, tablets and other mobile devices. This growth has exploded since Apple launched the iPhone. The market forecasts show healthy growth numbers. On the next several pages are charts, graphs, and market information to support the growth and demand of the app market. A huge market is just starting to come on line and pick up speed as the data above shows. We are entering at the early stage of a multibillion dollar market with a 158% projected growth rate. Despite the global slowdown of the economy the demand for paid mobile applications is growing at an impressive speed. The main driver is still the growing number of smartphone users with pre-installed app stores. The majority of paid downloads are being generated by 5 app stores: Apple App Store, Google Play, BlackBerry App World, Nokia Ovi Store and Windows Phone Store. Strong growth is expected for the devices that will use the apps we hope to develop or acquire. Projections as seen below show over a billion new devices will be sold through 2017 that will be compatible for our potential product.

An analysis from Gartner below shows similar growth:

Worldwide Device Shipments by Segment (Thousands of Units

Device Type	2013	2014	2015
Traditional PCs (Desk- Based and Notebook)	296,131	276,221	261,657
Ultramobiles, Premium	21,517	32,251	55,032
PC Market Total	317,648	308,472	316,689
Tablets	206,807	256,308	320,964
Mobile Phones	1,806,964	1,862,766	1,946,456
Other Ultramobiles (Hybrid and Clamshell)	2,981	5,381	7,645
Total	2,334,400	2,432,927	2,591,753

- 50% of U.S. cellphone owners (42% of all U.S. adults) have apps on their devices.
- Mobile app downloads to increase to 25 billion by 2015, from only 2.6 billion in 2009.
- By 2016, more than 44 billion apps will have been downloaded.
  - Global population ~7 billion so 6 mobile app downloads for every man, woman and child.
- Average smartphone had 22 apps; feature phone 10 apps.
  - Most popular apps: Facebook, Google Maps and The Weather Channel (TWC)
  - Most popular categories: Games, news, maps, social networking and music

  Source ~ CTIA, The Wireless Association®
- To reach 50 million users; Radio took 38 years, TV 13 years, Internet took 4 years, iPod took 3 years. Facebook reached over 200 million users in less that 1 year. iOS application downloads reached 1 billion in 9 months.
- In 2013 an estimated $29.5 Billion was spent on Apps
- More video is uploaded to YouTube in one month than the 3 major US networks created in 60 years
- A new member joins LinkedIn every second

Our Business Plan

As consumer trends continue to transition largely in favor of tablets and smartphones, so goes the enormous growth potential in the environs of mobile applications. At AppSwarm, we give thanks to each and every app idea we receive, but we also understand the unique challenges presented within the mobile market. In order to best serve the needs of our investors and drive profitable growth, it is preeminent that we carefully vet the concepts we receive and select only those we believe may deliver the greatest financial return. We use an accomplished approach to address the needs of all parties involved in our app incubation endeavors.

We've developed a proprietary screening process we call "The Swarm." This selective screening process encompasses many stratum, and allows us to thoroughly review the novelty of each app idea we receive. While the exact technique we use to make our final selections is confidential, we believe the overall process represents a key benefit for AppSwarm and app developers alike.
While we'd love to incubate every concept presented, only the very best app ideas represent real growth potential. A number of different factors determine whether or not we feel comfortable pursuing the development of any one particular app.
www.app-swarm.com

1. Please indicate the issuer's primary and secondary SIC Codes;

The Primary SIC Code for me company is 7371.

2. If the issuer has never conducted operations, is in the development stage or is currently conducting operations.

The company is currently conducting operations.

3. State the names of any parent, subsidiary, or affiliate of the issuer, and describe its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure document;

None.

4. The effect of existing or probable governmental regulations on the business;

The company does not foresee any substantial changes that could adversely affect the business of the company at this time. The market for the Issuer's product is intensely competitive. We believe that the principal competitive factors affecting the Issuer's targeted market are those companies offering auto parts under standard brands, none of-which market uniquely used and recycled environmentally friendly parts. We believe we compete adequately with respect to these factors. The Issuer believes it has a competitive edge in the Company's diversity as a manufacturer and wholesaler of its unique products.

5. Dependence on one or a few major customers;

The Company is not dependent on a few major customers.

6. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration; and

The Issuer currently owns no trademark rights nor has any trademarks pending.

7. The need for any government approval of principal products or services. Discuss the status of any requested government approvals.

> The company conducts the business under the guidelines of the State of Nevada. The company, at this time does not need and has not requested government approval on the products and services provided other than local operating business licenses.

Item 8: The nature and extent of the issuer's facilities-

> In responding to this item, please give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

The Company leases its facilities at
401 South Boston, Suite 500
Tulsa, OK 74103 (800) 706-7656.

Item 9: The name of the chief executive officer, members of the board of directors, as well as counsel, accountant and public relations

> In responding to this item, please provide the full names, business addresses, employment histories, board memberships, other affiliations, and number of securities (and of which class) beneficially owned by each such person, which information must be no older than the end of the most recent fiscal year, for the issuer's:

A. Executive Officers:

The following list sets forth the name, address and position of each executive officer and director of the Issuer as of the date hereof:

Name	**Age**	**Position(s)**	**Position(s) Held Since**
Ron Brewer	65	Chief Executive Officer Chief Financial Officer, Principle Accounting Officer, Secretary and Chairman of the Board	2015

The principal occupation and business experience during the last five years for each of the present directors and executive officers of the Issuer are as follows:

Ron Brewer has been our Chief Executive Officer and Chairman since September 29, 2015.

Mr. Brewer has served as Managing Director of Southbridge Advisory Group since 1990.

Southbridge is a boutique management firm with a primary focus in management services and merger & acquisition representation. Ron has experience in a broad spectrum of business disciplines in both public and private sectors; they include: technology driven products, manufacturing & distribution, health services, energy, environmental, real estate, marketing and non-profit entities.

Management services performed by Southbridge are typically company turnaround or growth, and post-acquisition implementations. These services have been performed in both the private and small cap public sector. In turnaround situations Southbridge brings needed changes and implementations into an organization assisting them in meeting defined improvement targets. In growth or post acquisition environments the Company will implement systems and staff, creating an operating unit that meets defined benchmarks of performance. A specialty focus is consolidation of companies, in a synergistic market niche, where Southbridge services utilized include M & A, capital advisory, and management implementation.

Prior to 1990 Mr. Brewer served as President of Mid-Continent Companies, which was a multiple division enterprise that grew ten-fold from 1980 through 1990 through acquisitions, launching of new opportunities, and organic growth of existing revenue opportunities.

Ron has served as a corporate officer in both public and private companies typically for tenures required to fully launch new public companies, and to complete restructuring or growth segments. He has created and facilitated all steps in formation of emerging public companies to include; merger & acquisition, capital procurement, public formation, and management implementation. Southbridge engages annually in public company formation projects, and micro-cap restructuring or growth opportunities.

Mr. Brewer has experience within multiple technology development fields that recently include; launching of leading edge virtual payment processing, introduction of proprietary medical science services, and business reorganization of a niche energy industry information provider.

The following table sets forth the ownership for each class of equity securities of the Issuer owned beneficially and of record by all directors and officers of the Issuer as of October 1, 2014.

	Common Stock Beneficially Owned (2)	
Name and Address of Beneficial Owner (1)	**Number**	**Percent**
Thomas Cook	67,500,000	63.93%
All as a group (1 persons)	67,500,000	63.93%

(1)
Unless otherwise indicated, the address for each of these stockholders is c/o AppSwarm, Inc., 401 South Boston Avenue, Suite 500, Tulsa, Oklahoma 74103. Also, unless otherwise indicated, each person named in the table above has the sole voting and investment power with respect to his shares of our common stock beneficially owned.

(2)
Beneficial ownership is determined in accordance with the rules of the SEC. For purposes of calculating the percentage beneficially owned, the number of shares of our common stock deemed outstanding is 105,585,581 as of November 24, 2015 and 182,000 shares of common stock that would result from the conversion of preferred stock.

As indicated in the table above, our executive officers and directors beneficially own, in the aggregate, 63.93 percent of our outstanding common stock. As a result, these stockholders may, as a practical matter, be able to influence all matters requiring stockholder approval including the election of directors, merger or consolidation and the sale of all or substantially all of our assets. This concentration of ownership may delay, deter or prevent acts that would result in a change of control, which in turn could reduce the market price of our common stock.

Other than as stated herein, there are no arrangements or understandings, known to us, including any pledge by any person of our securities:

- The operation of which may at a subsequent date result in a change in control of AppSwarm; or
- With respect to the election of directors or other matters.

Item 11: The issuer's most recent balance sheet and profit and loss and retained earnings statements.

The most recent financial statements for year ending Dec. 31, 2014 and the period ended September 30, 2015 are separately attached on the Pink Sheets website.

The company intends to post all reports on the Pink Sheets website every quarter to disclose the financial condition of the company and any changes that have occurred since this statement

Item 12: Similar financial information for such part of the 2 preceding fiscal years as the issuer or its predecessor has been in existence.

The financial statements of the company for the fiscal year ending 2012 is attached as part of the Dec. 31, 2013 financials on the Pink Sheets website.

Item 13: Whether any quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, or at the request of any promoter for the issuer, and if so the name of such person, and the basis for any exemption under the federal securities laws for any sales of such securities on behalf of such person.

To the best of Company's knowledge, information and belief, quotations with respect to the Issuer's common stock are not being submitted or published behalf of the issuer,

None.

- An estimate of the amount spent during each of the last two fiscal years on research and development activities, and if applicable, the extent to which the cost of such activities are borne directly by customers;

  None.

- Costs and effects of compliance with environmental laws (federal, state and local)

  The company is not producing any products that are hazardous to the environment and does not foresee any changes that could adversely affect the environment. All products and services are environmentally friendly.

- Total number of employees and number of full time employees.

  The company currently has 3 full time positions.

(C) Investment Policies- Describe the issuer's policies with respect to each of the following types of investments. State whether there are any limitations of the percentage of assets which may be invested in any one investment, or type of instrument, and indicate whether such policy may be changed without a vote of the security holders.

Securities of or interests in persons primarily engaged in real estate activities.

Indicate the types of securities in which the issuer may invest, and indicate the primary activities of persons in which the issuer may invest and the investment policies of such persons.

The company does not intend to invest in these type of investments

Investments in real estate or interests in real estate. Indicate the types of real estate in which the issuer may invest, and describe the method (or proposed method) of operating and financing these properties. Indicate any limitations on the number or amount of mortgages that may be placed on any one piece of property.

Other than the locations of the operating facilities, the company does not intend to invest in these type of investments. The company does not have any policy regarding the number of mortgages which may be place on their operating facilities.

Investments in real estate mortgages. Indicate the types of mortgages and the types of properties subject to mortgages in which the issuer plans to invest Describe each type of mortgage activity in which the issuer intends to engage, such as originating, servicing and warehousing, and the portfolio turnover rate.

The Company does not intend to invest in these types of investments.

Item 14: The nature of products or services offered.

In responding to this item, please describe the following:

1. Principal products or services, and their markets; Products
All related services

Established in 2011, AppSwarm™ is an application incubation firm dedicated to acquiring applications for all forms of devices. AppSwarm offers complete, end-to-end services for mobile application development across all major platforms including Apple iPhone, RIM's BlackBerry, Google's Android, and Microsoft's Windows Mobile. AppSwarm has agreements in place with all of the major application stores and is able to assist with application development and act as a strategic partner to facilitate increased visibility thus allowing most small firms, young entrepreneurs and application developers the resources they otherwise would not have to market their applications effectively.

Raw Material Availability

Not Applicable

Marketing

- Freemium and Free-to-Play - The freemium strategy (and more recently free-to-play model) have been proven to be very effective ways to monetize apps. By utilizing the freemium model, users can download our app for free, but they cannot access the full set of features without upgrading to the paid version.

- In-App Purchases - Offering in-app purchases (IAP) to monetize apps. We will combine with free or paid apps to generate increased revenue. The dominant business model in the mobile space is currently free apps with in-app purchases.

- Advertising - The app is completely free by using advertisements to generate revenue. Like in-app purchases, advertising is a monetization model that we will combine with freemium or free-to-play apps.

- Subscriptions - Subscription apps offer users access to a particular service or content for a weekly, monthly, or annual fee.

- Sponsorship (Incentivized Advertising) - This entails partnering with advertisers, who provide users with rewards for completing certain in-app actions. In this model, brands and agencies pay to be part of an incentive system. Our apps can earn money by taking a share of the revenue from redeemed rewards. This way, we can incorporate advertising into our app that actually enhances the app's ability to engage users.

- Product Placements

- SAS Technology Licensing - The licensing of our technology to other developers and companies.

2. Distribution methods of the products or services;

Google Play Store for Android, Apple App Store and potentially other markets in the future.

3. Status of any publicly announced new product or service;

None

4. Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

There is nothing new under the sun, but we believe there is always room for further modernization. Many of the app ideas we consider at AppSwarm include concepts we've already seen explored by competing app developers, with a twist or two thrown in for good measure. This doesn't mean that we reject the idea outright, however. Instead, we work to determine what makes the app different from other applications currently available, while also trying to identify key areas we feel we could improve upon. It's important for our team to thoroughly examine the competition, as a means of establishing whether a potential application may represent a feasible and sustainable product.

According to Fiksu's App Store Competitive Index, iOS downloads in December 2014 represented 44% year-over-year growth, with nearly 10 million applications downloaded each day. These statistics are indicative of a large trend across various operating systems and app stores—in short, downloads are rising exponentially, but so are the number of applications released every day. Whereas app developers once faced relatively limited competition, the environment has rapidly changed. This makes it important for an application to offer front line design, a perceptive interface, and a solid concept if the product will ever reach its full potential.

Our methods of competition will be:

- Freemium and Free-to-Play - The freemium strategy (and more recently free-to-play model) have been proven to be very effective ways to monetize apps. By utilizing the freemium model, users can download our app for free, but they cannot access the full set of features without upgrading to the paid version.

- In-App Purchases - Offering in-app purchases (IAP) to monetize apps. We will combine with free or paid apps to generate increased revenue. The dominant business model in the mobile space is currently free apps with in-app purchases.

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- Sponsorship (Incentivized Advertising) - This entails partnering with advertisers, who provide users with rewards for completing certain in-app actions. In this model, brands and agencies pay to be part of an incentive system. Our apps can earn money by taking a share of the revenue from redeemed rewards. This way, we can incorporate advertising into our app that actually enhances the app's ability to engage users.

- Product Placements

- SAS Technology Licensing - The licensing of our technology to other developers and companies.

Please also identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. 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, or banking activities;

None.

3. A finding or judgment by a court of competent jurisdiction {in a civil action), the SBC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated

None.

4. Entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None.

Please describe any affiliations or relationships between the former Officers and Directors of the company and the current Officers and Directors of the company.

There are no relationships or affiliations existing between the former Officers and Directors of the company and the current Officers.

B. Directors:

The list is as set forth above.

C. General Partners:

This does not apply to the company.

D. Promoters:

This does not apply to the company.

E. Control Persons:

Thomas Cook and Ron Brewer are the only individuals/entities considered to be control persons of the company.

F. Counsel:

Law Offices of Thomas C. Cook
8250 West Charleston Blvd., Suite 120
Las Vegas, NV 89117

G. Certified Public Accountant:

This does not apply to the company

H. Public Relations Consultant.

This does not apply to the company.

I. Any other advisor *(s)* that assisted, advised, prepared or provided information "with respect to this disclosure documentation:

This does not apply to the company.

J. Investment Bankers:

This does not apply to the company.

Item 16. Management Discussion and Analysis

Liquidity and Capital Resources

The Company has limited financial resources available, which has had an adverse impact on the Company's liquidity, activities and operations. These limitations have adversely affected the Company's ability to obtain certain projects and pursue additional business. There is no assurance that the Company will be able to raise sufficient funding to enhance the Company's financial resources sufficiently to generate volume for the Company, or to engage in any significant research and development, or purchase plant or significant equipment.

Item 17. Material Contracts.

The Company has no individual contracts which would be deemed material.

Item 18. Securities Offerings in the Last Two years.

None.

Item. 19. Articles and Bylaws

The Company's Articles and Bylaws have been uploaded to Pinksheets.com separately on June 28, 2013.

Item 20. Purchases of Equity Securities.

None.

CERTIFICATION

I, Ron Brewer, certify that:

1. I have reviewed this annual disclosure statement of AppSwarm, 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.

Date: 11/24/2015

Ron Brewer

Ron Brewer, President, CEO and Director

Exhibit "B"

Common stock shareholders that own more than 5% of the outstanding common stock.

The following table sets forth the ownership for each class of equity securities of the Issuer owned beneficially and of record by all directors and officers of the Issuer as of March 31, 2015.

	Common Stock Beneficially Owned (2)	
Name and Address of Beneficial Owner (1)	**Number**	**Percent**
Thomas Cook	67,500,000	63.93%
All as a group (1 persons)	67,500,000	63.93%

(1)
Unless otherwise indicated, the address for each of these stockholders is c/o AppSwarm, Inc., 401 South Boston Avenue, Suite 500, Tulsa, Oklahoma 74103. Also, unless otherwise indicated, each person named in the table above has the sole voting and investment power with respect to his shares of AppSwarm common stock beneficially owned.

(2)
Beneficial ownership is determined in accordance with the rules of the SEC. For purposes of calculating the percentage beneficially owned, the number of shares of our common stock deemed outstanding is 105,585,581 as of November 24, 2015 and 182,000 shares of common stock that would result from the conversion of preferred stock.