Annual Report



A Wyoming Corporation

For Period End

December 31, 2014

Forward-Looking Statements

Forward-looking statements in this document are made pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1955. All statements, other than statements of historical facts included in this document, are forward-looking statements. Investors are cautioned that such forward-looking statements involve risks and uncertainties, including without limitation, continued acceptance of the Company's products and services, increased levels of competition for the Company, new products and technological changes, the Company's dependence on third-party vendors, and other risks detailed in the Company's prospectus and periodic reports filed with the Securities and Exchange Commission. iBrands Corporation, Inc. undertakes no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes to future operating results.

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

Issuer: iBrands Corporation Inc.

On March 16, 2009, we changed our name to iBrands Corporation. Previously the company was named MedSpas of America, Inc. from 1998 until 2006, the Company was named PDC Innovative Industries, Inc. The Company was incorporated in 1994 as Kenneth C. Garcia, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters
18662 MacAurthur Blvd #200
Irvine, CA 92612

Tel: 949-440-3232
Fax: 949-440-3201
Website: www.ibrandscorporation.com
E-mail Address: info@ibrandscorporation.com

IR Contact
18662 MacAurthur Blvd #200
Irvine, CA 92612

Tel: 949-440-3232
Fax: 949-440-3201
Website: www.ibrandscorporation.com
E-mail Address: info@ibrandscorporation.com

3) Security Information

Trading Symbol: IBRC
Exact title and class of securities outstanding: Common
CUSIP: 44925B204
Par or Stated Value: 0.00001
Total shares authorized: 30,000,000,000 as of: March 7, 2016
Total shares outstanding: 13,651,527,624 as of: March 7, 2016

We are authorized to issue 20,000,000 shares of preferred stock. On August 23, 2013 the Company filed a Certificate of Amendment with the State of Wyoming, whereby: (i) Preferred B Shares voting rights were amended to vote 5,000 common shares for each share of Preferred B Shares; and (ii) the Company was authorized to issue up to 1,000,000 shares of Preferred C Shares at a par value of $0.00001 per share.

Transfer Agent
Name: Clear Trust, LLC
Address 1: 16540 Point Village Dr.
Address 2: Suite 206
Address 3: Lutz, FL 33558
Phone: 813-235-4490
Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

List any restrictions on the transfer of security:

None.

Describe any trading suspension orders issued by the SEC in the past 12 months.

None.

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

None.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period.

On April 12, 2012, we issued 125,000,000 shares of our common stock to one entity, pursuant to the conversion of a portion of a convertible debenture. The issuance was exempt from registration pursuant to Section 4(2) and Regulation D of the Securities Act of 1933, as amended, and the shareholder was a sophisticated investor and familiar with our operations.

On April 30, 2012, we issued 138,500,000 shares of our common stock to one entity, pursuant to the conversion of a portion of a convertible debenture. The issuance was exempt from registration pursuant to Section 4(2) and Regulation D of the Securities Act of 1933, as amended, and the shareholder was a sophisticated investor and familiar with our operations.

On May 22, 2012, we issued 152,500,000 shares of our common stock to one entity, pursuant to the conversion of a portion of a convertible debenture. The issuance was exempt from registration pursuant to Section 4(2) and Regulation D of the Securities Act of 1933, as amended, and the shareholder was a sophisticated investor and familiar with our operations.

On June 19, 2012, we issued 168,000,000 shares of our common stock to one entity, pursuant to the conversion of a portion of a convertible debenture. The issuance was exempt from registration pursuant to Section 4(2) and Regulation D of the Securities Act of 1933, as amended, and the shareholder was a sophisticated investor and familiar with our operations.

On June 29, 2012, we issued 140,000,000 shares of our common stock to one entity, pursuant to the conversion of a portion of a convertible debenture. The issuance was exempt from registration pursuant to Section 4(2) and Regulation D of the Securities Act of 1933, as amended, and the shareholder was a sophisticated investor and familiar with our operations.

On August 27, 2013, we issued 10,000,000,000 shares of our restricted common stock to one entity, pursuant to the conversion of a portion of a convertible debenture into restricted stock.

On September 13, 2013, we issued 800,000,000 shares of our common stock to one entity, pursuant to the conversion of a portion of a convertible debenture. The issuance was exempt from registration pursuant to Section 4(2) and Regulation D of the Securities Act of 1933, as amended, and the shareholder was a sophisticated investor and familiar with our operations.

On March 24, 2014, we issued 2,000,000 shares of our common stock to one entity, pursuant to an acquisition agreement. The shares were issued as restricted shares.

On March 24, 2014, we issued 2,000,000 shares of our common stock to one entity, pursuant to an acquisition agreement. The shares were issued as restricted shares.

On May 14, 2014, we issued 50,000,000 shares of our common stock to one entity, pursuant to an Order issued by the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida in reliance upon Section 3(a)(10) of the Securities Act.

On May 20, 2014, we issued 100,000,000 shares of our common stock to one entity, pursuant to an Order issued by the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida in reliance upon Section 3(a)(10) of the Securities Act.

On May 28, 2014, we issued 500,000,000 shares of our common stock to one entity, pursuant to an Order issued by the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida in reliance upon Section 3(a)(10) of the Securities Act.

On June 18, 2014, we issued 350,000,000 shares of our common stock to one entity, pursuant to an Order issued by the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida in reliance upon Section 3(a)(10) of the Securities Act.

On June 26, 2014, we issued 350,000,000 shares of our common stock to one entity, pursuant to an Order issued by the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida in reliance upon Section 3(a)(10) of the Securities Act.

On July 29, 2014, we issued 500,000,000 shares of our common stock to one entity, pursuant to an Order issued by the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida in reliance upon Section 3(a)(10) of the Securities Act.

On August 7, 2014, we issued 193,700,000 shares of our common stock to one entity, pursuant to an Order issued by the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida in reliance upon Section 3(a)(10) of the Securities Act.

5) Financial Statements

[Financial Statements to Follow On Next Page]

iBrands Corporation

Unaudited Consolidated Balance Sheet
Fiscal Years 2014 & 2013

ASSETS	2014	2013
	$	$
Current Assets:		
Cash and Cash Equivalents	2,500	827
Total Current Assets	2,500	827
Other Assets		
Equipment	-	8,450
Deposits	-	408
Intangible Assets	-	478,749
Investments	-	163,360
Total Other Assets	-	650,967
TOTAL ASSETS	2,500	651,794
LIABILITIES AND STOCKHOLDER'S EQUITY		
Current Liabilities:		
Accrued Interest	(2,268)	42,657
Short Term Notes	628,365	10,675
Shareholder Loan	2,500	-
Total Current Liabilities	628,597	53,332
Long Term Liabilities:		
Debenture	-	138,155
Notes Payable	296,933	709,447
Total Long Term Liabilities	296,933	847,602
Stockholders' Equity		
Series A Preferred Stock	392,600	392,600
Series B Preferred Stock	1,000	1,000
Common Stock	2,881,654	2,720,154
Retained Earnings	(3,362,894)	(3,182,231)
Net Income	(835,390)	(180,663)
Total Stockholders' Equity	(923,030)	(249,140)
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY	2,500	651,794

iBrands Corporation

Unaudited Consolidated Income Statement
Fiscal Years 2014 & 2013

	2014	2013
	$	$
Income		
Revenue	-	-
Expenses		
Bad Debt	-	-
Bank Charges	16	13
Communication	-	364
Consulting Fees	15,250	
Insurance	-	303
Interest	19,220	55,172
Investor Relations	50,000	-
Operating Expenses	30,000	-
Professional Fees	63,250	120,000
Regulatory Fees	-	59
Rent	49	
Supplies	452	2,214
Transfer Agent Fees	1,885	355
Travel	55	2,180
Total operating expenses	180,177	180,663
Net Ordinary Income (Loss)	(180,177)	(180,663)
Other Income/Expense		
Asset Write Down	-	-
Disposition of Assets	(655,213)	
Net Income (Loss)	(835,390)	(180,663)

iBrands Corporation

Unaudited Consolidated Statement of Cash Flow
Fiscal Years 2014 & 2013

	2014	2013
	$	$
Operating Activities:		
Net Income	(180,177)	(180,663)
Adjustments to reconcile net income to net cash provided by operations	-	-
Note	-	10,000
Intercompany Loan	-	(1,075)
Prepaid Expenses	-	-
Accrued Interest	-	(52,585)
Net Cash provided by Operating Activities	-	(224,323)
Financing Activities		
Common Stock	161,400	108,000
Additional Paid in Capital	-	-
Notes	-	117,159
Net Cash provided by Financing Activities	-	225,159
Net cash increase for the period	1,679	836
Cash at beginning of the period	827	(9)
Cash at end of period	2,500	827

iBrands Corporation

Unaudited Consolidated Statement of
Changes in Shareholder's Equity
Fiscal Years 2014 & 2013

	Common Shares		Preferred Shares			
	Shares	**$ Amount**	**Shares**	**$ Amount**	**Accum. Deficit**	**Total Shareholder Equity**
Fiscal 2013						
Balance 01/01/2013	1,990,747,234	2,612,254	1,039,260	393,600	(2,941,034)	(176,477)
Reverse Stock Split 7/2/2013 (1 for 1500)	3,827,624	2,612,254	1,039,260	393,600	(2,941,034)	(176,477)
Conversion of Debt 8/27/2013	10,800,000,000	108,000	-	-		108,000
Net Income	-	-	-	-	(108,663)	(180,663)
Balance 12/31/2013	10,803,827,624	2,720,254	1,039,260	393,600	(3,121,697)	(249,140)
Fiscal 2014						
Balance 01/01/2014	10,801,327,624	2,720,254	1,039,260	393,600	(3,121,697)	(249,140)
Adjustment Transfer Agent	2,500,000					
Issuance	2,847,700,000	161,400				161,400
Debt Reduction					100	100
Net Income					(835,390)	(835,390)
Balance 12/31/2014	13,651,527,624	2,881,654	1,039,260	393,600	(3,956,987)	(923,030)

iBrands Corporation
ACCOUNTANT'S NOTES TO FINANCIAL STATEMENTS
As of December 31, 2014

NOTE 1 Nature of Operations

The company was organized in the state of Nevada on September 7, 1994. On January 22, 1998, a merger was effected between Kenneth C. Garcia, Inc. and the company. On March 2, 2000, the company exchanged shares with MAS Acquisition XIV Corp. ("MAS"), a reporting company under the Securities Exchange Act of 1934. As a result, the company became the parent company to MAS, its wholly-owned subsidiary. On July 6, 2000, Sterile-Pro, Inc. was merged into the company. On February 16, 2004, the company, for financial accounting purposes was acquired by Ragin' Ribs, Inc. in a transaction treated as a recapitalization of RRI. On December 6, 2005, the company filed a Form 15-12G with the Securities and Exchange Commission, voluntarily terminating the registration of our common shares and suspending the filings of certain reports under Sections 13(a) and 15(d) of the Securities Exchange of 1934, as amended, including reports on 10K, 10Q and 8K. On June 1, 2006, the company sold Ragin' Ribs to a third party and acquired Virtuoso Medspa, Inc. Subsequently, the company changed its name on August 1, 2006 to Medspas of America, Inc. On March 16, 2009, the Company changed its name to iBrands Corporation reflecting its acquisition of iMenu24/7 and I Software, Inc. that own and operate a proprietary Internet software platform providing online ordering for the restaurant industry. On March 24, 2014, the company acquired Hatchbrands Ventures, Inc. as a wholly-owned subsidiary. On August 1, 2013, the company redomiciled to Wyoming with corresponding amendments to its Articles of Incorporation.

NOTE 2 Summary of Significant Accounting Policies

Basis of Presentation

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America. The Company has adopted a December 31 fiscal year end. The financial statements for December 31, 2014 are prepared internally by management and have neither been audited or reviewed by an outside accounting firm.

Fair Value of Financial Instruments

As required by the Fair Value Measurements and Disclosures Topic of the FASB ASC ("ASC 820-10"), fair value is measured based on a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows: (Level 1) observable inputs such as quoted prices in active markets; (Level 2) inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and (Level 3) unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The three levels of the fair value hierarchy are described below:

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability;

Level 3 Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

Pursuant to ASC 825, the fair value of cash and marketable securities is determined based on "Level 1" inputs, which consist of quoted prices in active markets for identical assets. The Company believes that the recorded values of cash, accounts receivables, marketable securities, accounts payable and accrued liabilities, and notes payable approximate their current fair values because of their nature and respective relatively short maturity dates or durations.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and short-term investments with original maturities of less than 90 days. Cash equivalents are placed with high credit quality financial institutions and are primarily in money market funds. The carrying value of those investments approximates fair value.

Income Taxes

The Company follows the liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax balances. Deferred tax assets and liabilities are measured using enacted or substantially enacted tax rates expected to apply to the taxable income in the years in which those 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 that includes the date of enactment or substantive enactment. Deferred income taxes are reported for timing differences between items of income or expense reported in the financial statements and those reported for income tax purposes in accordance with FASB ASC 740-10, "Income Taxes," which requires the use of the asset/liability method of accounting for income taxes.

The Company provides for deferred taxes for the estimated future tax effects attributable to temporary differences and carryforwards when realization is more likely than not.

Revenue Recognition

The Company recognizes revenues and the related costs when persuasive evidence of an arrangement exists, delivery and acceptance has occurred or service has been rendered, the price is fixed or determinable, and collection of the resulting receivable is reasonably assured. Amounts invoiced or collected in advance of product delivery or providing services are recorded as deferred revenue. The Company accrues for sales returns, bad debts, and other allowances based on its historical experience.

Deferred Financing Costs

Deferred financing costs consist of costs incurred to obtain debt financing, including legal fees, origination fees and administration fees. Costs associated with the Convertible Promissory Note are deferred and amortized in our

accompanying statement of operations using the straight-line method, which approximates the effective interest method, over the terms of the respective financing instrument.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Company to make estimates and judgments that affect the reported amounts of assets and liabilities, revenues and expenses, and related disclosures of contingent assets and liabilities. These estimates and judgments are based on historical information, information that is currently available to the Company, and on various other assumptions that the Company believes to be reasonable under the circumstances. Actual results could differ from those estimates.

Recent Accounting Pronouncements

In February 2013, the FASB issued authoritative guidance on the reporting of reclassifications out of accumulated other comprehensive income. The guidance requires an entity to present, either on the face of the statement where net income is presented or in the notes, significant amounts reclassified out of accumulated other comprehensive income by the respective line items of net income if the amount is reclassified to net income in its entirety in the same reporting period. The guidance is effective for fiscal years beginning after December 15, 2012, with early adoption permitted. The adoption of this guidance did not have a material effect on the Company's financial condition, results of operations or cash flows.

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

NOTE 3 Accrued Interest

The company accrues interest at a rate of 8% annually regarding the Debenture and Long Term Notes Payable described in Note 4.

NOTE 4 Short and Long Term Liabilities

The company entered into an 8% Series A Convertible Redeemable Debenture dated August 5, 2000 amended on July 31, 2005, amended on January 24, 2006 and amended on May 18, 2006. The company has been funded by certain entities who are shareholders. The company reflects this funding in the form of Long Term Notes Payable. One entity sold their Long Term Note to a non-affiliate third party on May 29, 2014.

NOTE 5 Share Structure

Common Stock

We are authorized to issue 30,000,000,000 shares of common stock, par value $0.00001. As of the end of our Fiscal Year December 31, 2014, we had 13,651,527,624 shares of common stock issued and outstanding, held by 468 shareholders. Of those 13,651,527,624 shares of common stock, 2,344,700,044 were free trading.

Preferred Stock

We are authorized to issue 20,000,000 shares of preferred stock, par value $0.00001, the rights, privileges, and preferences of which may be set by the Board of Directors without further shareholder approval.

As of the end of our Fiscal Year, December 31, 2014, we had 39,260 shares of Series A Preferred Stock issued or outstanding held by 47 shareholders and 5,000,000 shares of Series B Convertible Preferred Stock issued or outstanding held by one shareholder.

Beneficial Owners

Persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities are:

Beneficial Owners

Title of Class	Name and Address Of Beneficial Owner	Amount and Nature of Beneficial Ownership	Percent of Class
Common Stock	**Lightwave Capital LLC**	**10,000,308,376 shares**	**73.25%**
Series B Preferred	**Lightwave Capital LLC**	**5,000,000 shares**	**100%**

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

iBrands Corporation Inc., is a publicly traded holding company that acquires and operates niche market brands having unique market positioning with the potential for substantial upside. Our strategy is executed through the acquisition of proprietary brands having unique market niches with the potential for substantial upside growth and providing strong management.

B. Date and State (or Jurisdiction) of Incorporation:

We are a Wyoming corporation incorporated on September 7, 1994.

C. the issuer's primary and secondary SIC Codes;

Primary: 6719 Secondary: 5045

D. the issuer's fiscal year end date;

December 31.

E. principal products or services, and their markets;

iBrands Corporation Inc., is working to acquire several companies that operate in different markets and provide different products and services to their respective markets.

7) Describe the Issuer's Facilities

We currently lease an office space at:

18662 MacAurthur Blvd #200
Irvine, CA. 92612

The terms of the lease are:

Month to month agreement.

8) Officers, Directors, and Control Persons

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

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Michael Ogburn - President, Chief Executive Officer, Chief Financial Officer, Director

Stevan Nenedov – Director

George Elam – Director

Garry Louise - Director

B. Legal/Disciplinary History. Please 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 Securities and Exchange Commission, the Commodity Futures Trading Commission, 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; or

   None.

4. The 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.

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Lightwave Capital LLC owns 10,000,308,376 common shares and 5,000,000 Series B preferred shares

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Adam S. Tracy, Esq.
Firm: Securities Compliance Group, Ltd.
Address: 2100 Manchester Road
Address: Suite 615
Address: Wheaton, IL 60187
Phone: 888-978-9901
Email: at@ibankattorneys.com

Accountant or Auditor
N/A

Investor Relations Consultant
N/A

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

N/A

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Michael Ogburn certify that:

1. I have reviewed this 2014 Annual Report and Disclosure Statement of iBrands Corporation 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.

4/04/2016

/s/ Michael Ogburn

CEO

/s/ Michael Ogburn

CFO