

OTC Pink Basic Disclosure Guidelines

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Caduceus Software Systems Corp.

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 1540 Atwood Ave. # 19652

Address 2: Johnston, RI 02919

Address 3: _____

Phone: 401-648-0695

Email: info@caduceussoftware.net

Website(s): www.caduceussoftware.net

IR Contact

Address 1: _____

Address 2: _____

Address 3: _____

Phone: _____

Email: _____

Website(s): _____

3) Security Information

Trading Symbol: CSOC

Exact title and class of securities outstanding: Caduceus Software Systems Corp. Common Stock

CUSIP: 12763A109

Par or Stated Value: \$0.001

Total shares authorized: 850,000,000

as of: 01/04/19

Total shares outstanding: 714,600,000

as of: 01/04/19

Additional class of securities (if necessary):

Trading Symbol: _____

Exact title and class of securities outstanding: _____

CUSIP: _____

Par or Stated Value: _____

Total shares authorized: _____

as of: _____

Total shares outstanding: _____

as of: _____

Transfer Agent

Name: Island Stock Transfer

Address 1: 15500 Roosevelt Blvd.

Address 2: Suite 301

Address 3: Clearwater, FL 33760

Phone: 727-289-0010

Is the Transfer Agent registered under the Exchange Act?*

Yes: ☒

No ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

In December of 2016, the Company issued 10,400,000 restricted common shares at a price of \$0.0019 per share to M. Pustorvh for Eastern European business development.

B. Any jurisdictions where the offering was registered or qualified;

None

C. The number of shares offered;

None

D. The number of shares sold;

See Item A above.

E. The price at which the shares were offered, and the amount actually paid to the issuer;

See Item A above.

F. The trading status of the shares;

N/A

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

See Item A above.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcicq.com in the field below.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

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;

As of January 2017, there has been an amendment to the business operation plan: it is the development, sales and support of software for the industries: medical EHR and EMR, IT networking, enterprise hardware procurement, and the creation of software projects that can be patentable and be resold and licensed to licensees for a fee.

As of 2016: Development, sales and support of software for medical office management and operations, including recording of patient history, symptoms and integration of digital images as part of the patient record.

- B. Date and State (or Jurisdiction) of Incorporation;

Incorporated on December 13, 2006 in Nevada

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

7371 and 7373

- D. the issuer's fiscal year end date;

March 31

- E. principal products or services, and their markets;

Beginning in January 2017: Provide expertise in procurement, sales of IT hardware and architecture services, as well as the medical practice management software to medical professionals.

In 2016: Provide and install medical practice management software to medical professionals.

7) Describe the Issuer's Facilities

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

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

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Company relies on the officers for affordable lease space for its office and headquarters. Computer hardware and electricity and tools are at the premises. Some servers are internet Cloud-based. The mailbox is shared with the officer and the Company. The Company sells products online and through obtaining leads via email and correspondence and issues purchase agreements. The Company has a PayPal account. The Company has a shopping cart (ecommerce) that links to the PayPal account. The Company operates utilizing the current offices of its officers, directors, and outsourced professionals, servers are housed in third party hosting facilities, and the Company sells through direct contact with potential customers, onsite presentations, and via the web.

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.

Richard Tang – CEO, Director

Anna Tang – Control Person through co-ownership of Tango Software which holds 50,000,000 common shares or 7% of the shares of the Company.

Erwin Vahlsing, Jr. - CFO

- 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

- Richard Tang 66.5%
237 Murphy Drive W
Delta, BC V4M 3P1

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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, Richard Tang certify that:

1. I have reviewed this Quarterly Report as of June 30, 2018 of Caduceus Software Systems Corp.;
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.

January 5, 2019

/s/ Richard Tang CEO

I, Erwin Vahlsing, Jr. certify that:

1. I have reviewed this Quarterly Report as of June 30, 2018 of Caduceus Software Systems Corp.;
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.

January 5, 2019

/s/ Erwin Vahlsing, Jr. CFO

Caduceus Software Systems Corp.

Quarterly Report

For the Three Months Ended

June 30, 2018

Caduceus Software Systems, Inc.
Quarterly Report
For the Three Months Ended June 30, 2018

Item 1. Name of Issuer and Address of Executive Offices

Item 2. Shares Outstanding

Item 3. Interim Financial Statements

Unaudited Balance Sheets at June 30, 2018 and March 31, 2018

Unaudited Statements of Operations for the three months ended June 30, 2018 and 2017

Unaudited Statements of Stockholders Deficit for the three months ended June 30, 2018 and the year ended March 31, 2018

Unaudited Consolidated Statements of Cash Flows for the three months ended June 30, 2018 and 2017

Notes to the Unaudited Consolidated Financial Statements

Item 4. Management Discussion and Analysis

Item 5. Legal Proceedings

Item 6. Default on Senior Securities

Item 7. Other Information

Item 8. Exhibits

Item 9. Certifications

Item 1 Name of Issuer and Address of Executive Offices

The Company was incorporated under the laws of the State of Nevada, U.S. on December 13, 2006 under the name Bosco Holdings Inc. On March 1, 2011, the Company changed its name from Bosco Holdings Inc. to Caduceus Software Systems Corp. The Company was in the development stage as defined under Accounting Codification Standard (“ASC”) 915, “Development Stage Entities”, and its efforts were primarily devoted marketing and distributing laminate flooring to the wholesale and retail markets throughout North America.

On June 9, 2011, the Company entered into a Licensing Agreement for the exclusive license to software optimized for use in the medical industry for patient management, patient appointment scheduling, physician memorandum recording, medical symptom and ailment recording and digital image recording. The Company is now in the business of providing medical software to medical professionals. The Company has not generated any revenue to date and consequently its operations are subject to all risks inherent in the establishment of a new business enterprise. Effective with this filing, the Company will not continue to report as “Development Stage” as permitted by recent changes in the ASC’s.

The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows at June 30, 2018, and for all periods presented herein, have been made.

The results of operations for the three months ended June 30, 2018 are not necessarily indicative of the operating results for future periods.

We are located at 1530 Atwood Ave. #19652, Johnston, RI 02919. Our telephone number is (401) 648-0695, our fax number is (401) 648-0699, our e-mail address is info@caduceussoftware.net, and our homepage on the world-wide web is at www.caduceussoftware.net.

Item 2 Shares outstanding at June 30, 2018*Preferred Series Stock; par value \$0.001*

Authorized Shares:	50,000,000
Shares Issued and Outstanding:	None
Freely tradable shares:	0
Total number of beneficial shareholders:	0
Total number of shareholders of record:	0

Common Shares; par value \$0.001

Authorized Shares:	850,000,000
Shares Issued and Outstanding:	714,600,000
Freely tradable shares:	142,100,000
Total number of beneficial shareholders:	2
Total number of shareholders of record:	13

Item 3 Interim Unaudited Financial Statements

Unaudited Balance Sheet at June 30, 2018 and March 31, 2018	F-1
Unaudited Statements of Operations for the three months ended June 30, 2018 and 2017	F-2
Unaudited Statements of Stockholders Deficit for the three months ended June 30, 2018 and the year ended March 31, 2018	F-3
Unaudited Statements of Cash Flows for the three months ended June 30, 2018 and 2017	F-4
Footnotes to the Statements of June 30, 2018	F-5 to F-10

CADUCEUS SOFTWARE SYSTEMS CORP.
BALANCE SHEET
(Unaudited)

	<u>June 30, 2018</u>	<u>March 31, 2018</u>
<u>ASSETS</u>		
Current assets:		
Cash	\$ 9,577	\$ 8,611
Prepaid expenses - current	13,663	13,663
Total current assets	<u>23,240</u>	<u>22,273</u>
Fixed and intangible assets:		
Office equipment	18,000	18,000
Software systems	575,000	575,000
Total fixed and intangible assets	593,000	593,000
Accumulated amortization and depreciation	<u>(399,844)</u>	<u>(381,875)</u>
Fixed and intangible assets, net	<u>193,156</u>	<u>211,125</u>
Total assets	<u>\$ 216,396</u>	<u>\$ 233,398</u>
<u>LIABILITIES AND STOCKHOLDERS DEFICIT</u>		
Current liabilities:		
Accounts payable and accrued expenses	\$ 290,077	\$ 266,673
Notes payable - related parties	5,043,854	5,043,854
Loans from officer	72,205	72,205
Total current liabilities	<u>5,406,136</u>	<u>5,382,732</u>
Total liabilities	5,406,136	5,382,732
Commitments and contingencies	-	-
Stockholders' deficit		
Common stock - \$0.001 par value, authorized - 850,000,000 shares; issued and outstanding - 714,600,000 and 804,600,000 shares, respectively	714,600	714,600
Additional paid-in capital	4,607,064	4,607,064
Accumulated deficit	<u>(10,511,404)</u>	<u>(10,470,997)</u>
Total stockholders' deficit	<u>(5,189,740)</u>	<u>(5,149,333)</u>
Total liabilities and stockholders' deficit	<u>\$ 216,396</u>	<u>\$ 233,398</u>

See accompanying notes to the consolidated financial statements

CADUCEUS SOFTWARE SYSTEMS CORP.
STATEMENTS OF OPERATIONS
(Unaudited)

	For the three months ended	
	June 30, 2018	June 30, 2017
Revenues	\$ 966	\$ 24,448
Cost of sales	21,969	21,969
Gross profit	(21,003)	2,480
Operating expenses:		
Selling expenses	705	705
General and administrative	18,699	18,699
Total operating expenses	19,404	19,404
Loss from operations	(40,407)	(16,924)
Total other expenses	-	-
Net loss applicable to common stock holders	(40,407)	\$ (16,924)
Per share data		
Net Loss per share - basic and diluted	\$ (0.00)	\$ (0.00)
Weighted average number of		
shares outstanding- basic and diluted	714,600,000	759,105,495

See accompanying notes to the consolidated financial statements

CADUCEUS SOFTWARE SYSTEMS CORP.
STATEMENTS OF STOCKHOLDERS' DEFICIT
(Unaudited)

	Common Stock (\$.001 par value)		Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount			
<u>Balance, FYE March 31, 2017</u>	<u>804,600,000</u>	<u>\$ 804,600</u>	<u>\$ 4,517,064</u>	<u>\$ (10,389,146)</u>	<u>\$ (5,067,482)</u>
Cancellation of shares returned to Company	(90,000,000)	(90,000)	90,000	-	-
Net loss	-	-	-	(81,851)	(81,851)
<u>Balance, FYE March 31, 2018</u>	<u>714,600,000</u>	<u>\$ 714,600</u>	<u>\$ 4,607,064</u>	<u>\$ (10,470,997)</u>	<u>\$ (5,149,333)</u>
Net loss	-	-	-	(40,407)	(40,407)
<u>Balance, Three Months Ended June 30, 2018</u>	<u>714,600,000</u>	<u>\$ 714,600</u>	<u>\$ 4,607,064</u>	<u>\$ (10,511,404)</u>	<u>\$ (5,189,740)</u>

See accompanying notes to the consolidated financial statements

STATEMENTS OF CASH FLOWS
(Unaudited)

	Three Months Ended	
	June 30, 2018	June 30, 2017
Cash flows from operating activities:		
Net loss	\$ (40,407)	\$ (16,924)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	17,969	17,969
Changes in operating asset and liability account balances:		
Prepaid expenses	-	(13,663)
Accounts payable and accrued expenses	23,403	23,404
Total adjustments	41,372	27,710
Net cash used in operating activities	966	10,786
Cash flows from investing activities		
Net cash used in investing activities	-	-
Cash flows from financing activities:		
Proceeds from officer loans	-	-
Net cash provided by financing activities	-	-
Net increase (decrease) in cash	966	10,786
Cash at beginning of period	8,611	5,283
Cash at end of period	\$ 9,577	\$ 16,069
Supplemental Schedule of Cash Flow Information:		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -
Supplemental Schedules of Noncash Investing and Financing Activities:		
Conversion of notes payable and accrued interest into common stock	\$ -	\$ -
Common stock issued for services	\$ -	\$ -
See accompanying notes to the consolidated financial statements		

CADUCEUS SOFTWARE SYSTEMS CORP.
Notes to the Financial Statements
June 30, 2018 and 2017
(Unaudited)

1. NATURE OF OPERATIONS

The Company was incorporated under the laws of the State of Nevada, U.S. on December 13, 2006 under the name Bosco Holdings Inc. On March 1, 2011, the Company changed its name from Bosco Holdings Inc. to Caduceus Software Systems Corp. The Company was in the development stage as defined under Accounting Codification Standard (“ASC”) 915, “Development Stage Entities”, and its efforts were primarily devoted marketing and distributing laminate flooring to the wholesale and retail markets throughout North America. On June 9, 2011, the Company entered into a Licensing Agreement for the exclusive license to software optimized for use in the medical industry for patient management, patient appointment scheduling, physician memorandum recording, medical symptom and ailment recording and digital image recording. The Company is now in the business of providing medical software to medical professionals. The Company has not generated any revenue to date and consequently its operations are subject to all risks inherent in the establishment of a new business enterprise. Effective with this filing, the Company will not continue to report as “Development Stage” as permitted by recent changes in the ASC’s.

The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, stockholders deficit, and cash flows at June 30, 2018, and for all periods presented herein, have been made.

The results of operations for the year ended June 30, 2018 is not necessarily indicative of the operating results for future periods.

2. GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. For the six months ended June 30, 2018, the Company had a net loss of \$40,407. As of June 30, 2018, the Company had a working capital deficit of \$5,382,896. In view of these matters, the Company’s ability to continue as a going concern is dependent upon the continued financial support from its management, its ability to identify future investment opportunities and obtain the necessary debt or equity financing, and its ability to grow operations and to achieve a level of profitability. The Company intends on financing its future development activities and its working capital needs largely from the sale of public equity securities with some additional funding from other traditional financing sources, including term notes and proceeds from sub-licensing agreements until such time that funds provided by operations are sufficient to fund working capital requirements. However, there can be no assurance that these arrangements will be sufficient to fund its ongoing capital expenditures, working capital, and other cash requirements. The outcome of these matters cannot be predicted at this time. These factors raise substantial doubt regarding the Company’s ability to continue as a going concern. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America and are presented in US dollars.

Cash and Cash Equivalents

For purposes of Statements of Cash Flows, the Company considers all highly liquid debt instruments purchased with a maturity date of three months or less to be cash equivalents.

Use of Estimates

The preparation of financial statements in conformity with US GAAP 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 financial statements and the reported amounts of revenues and expenses during the reporting period. The Company regularly evaluates estimates and assumptions related to the deferred income tax asset valuation allowances. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected. Included in these estimates are assumptions about collection of accounts receivable, impairment of intangibles, useful life of property and equipment, stock-based compensation, beneficial conversion of convertible notes payable, deferred income tax asset valuation allowances, and valuation of derivative liabilities.

Foreign Currency Translation

The financial statements are presented in United States dollars. In accordance with ASC-830, "Foreign Currency Matters", foreign denominated monetary assets and liabilities are translated into their United States dollar equivalents using foreign exchange rates which prevailed at the balance sheet date. Non-monetary assets and liabilities are translated at the exchange rates prevailing on the transaction date. Revenue and expenses are translated at average rates of exchange during the period. Gains or losses resulting from foreign currency transactions are included in results of operations.

Fair Value of Financial Instruments

The carrying value of cash, accounts payable and accrued liabilities, loans from related party and loan payable approximates their fair value because of the short maturity of these instruments. Unless otherwise noted, it is management's opinion the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

Income Taxes

The Company follows the liability method of accounting for income taxes. Under this method, deferred income tax assets and liabilities are recognized for the estimated tax consequences attributable to differences between the financial statement carrying values and their respective income tax basis (temporary differences). The effect on deferred income tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. At March 31, 2018, a full-deferred tax asset valuation allowance has been provided and no deferred tax asset has been recorded.

Basic and Diluted Loss Per Share

The Company computes loss per share in accordance with ASC-260, "Earnings per Share" which requires presentation of both basic and diluted earnings per share on the face of the statement of operations. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of outstanding common shares during the period. Diluted loss per share gives effect to all dilutive potential common shares outstanding during the period. Dilutive loss per share excludes all potential common shares if their effect is anti-dilutive.

The Company has no potential dilutive instruments and accordingly basic loss and diluted loss per share are equal.

Long-Lived Assets

The Company has adopted ASC-360, "Property, Plant and Equipment" which requires that long-lived assets and certain identifiable intangibles held and used by the Company be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Events relating to recoverability may include significant unfavorable changes in business conditions, recurring losses, or a forecasted inability to achieve break-even operating results over an extended period. The Company evaluates the recoverability of long-lived assets based upon forecasted undiscounted cash flows. Should impairment in value be indicated, the carrying value of

intangible assets will be adjusted, based on estimates of future discounted cash flows resulting from the use and ultimate disposition of the asset. ASC-360 also requires assets to be disposed of be reported at the lower of the carrying amount or the fair value less costs to sell.

Research and Development

The Company accounts for research and development costs in accordance with the ASC-730, "Research and Development". Under ASC-730, all research and development costs must be charged to expense as incurred. Accordingly, internal research and development costs are expensed as incurred. Third-party research and developments costs are expensed when the contracted work has been performed or as milestone results have been achieved. Company-sponsored research and development costs related to both present and future products are expensed in the period incurred. The Company incurred research and development expenditures of \$0 for the periods ended June 30, 2018 and 2017.

Concentrations of Credit Risk

Financial instruments and related items, which potentially subject the Company to concentrations of credit risk, consist primarily of cash and cash equivalents. At June 30, 2018, the Company has cash in the amount of \$9,577. The Company places its cash and temporary cash investments with credit quality institutions

Revenue Recognition

The Company will recognize revenue in accordance with ASC-605, "Revenue Recognition," which requires that four basic criteria must be met before revenue can be recognized: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred; (3) the selling price is fixed and determinable; and (4) collectability is reasonably assured. Determination of criteria (3) and (4) are based on management's judgments regarding the fixed nature of the selling prices of the products delivered and the collectability of those amounts.

Provisions for discounts and rebates to customers, estimated returns and allowances, and other adjustments are provided for in the same period the related sales are recorded. The Company will defer any revenue for which the product has not been delivered or is subject to refund until such time that the Company and the customer jointly determine that the product has been delivered or no refund will be required.

Advertising

The Company follows the policy of charging the costs of advertising to expenses incurred. The Company incurred \$0 in advertising costs during the periods ended June 30, 2018 and 2017.

Stock-based Compensation

The Company records stock-based compensation in accordance with the guidance in ASC-718, "Compensation - Stock Compensation," which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

Recent accounting pronouncements

In January 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update (ASU) 2016-01, which amends the guidance in U.S. GAAP on the classification and measurement of financial instruments. Changes to the current guidance primarily affect the accounting for equity investments, financial liabilities under the fair value option, and the presentation and disclosure requirements for financial instruments. In addition, the ASU clarifies guidance related to the valuation allowance assessment when recognizing deferred tax assets resulting from unrealized losses on available-for-sale debt securities. The new standard is effective for fiscal years and interim periods beginning after December 15, 2017, and upon adoption, an entity should apply the amendments by means of a cumulative-effect adjustment to the balance sheet at the beginning of the first reporting period in which the guidance is effective. Early adoption is not permitted except for the provision to record fair value changes for financial liabilities under the fair value option resulting from instrument-specific credit risk in other comprehensive income. We are currently evaluating the effect ASU 2016-01 will have on our consolidated financial statements.

In March 2016, the FASB issued an Accounting Standards Update (ASU) “ASU 2016 – 09 Improvements to Employee Share-Based Payment Accounting” which is intended to improve the accounting for employee share-based payments. The ASU simplifies several aspects of the accounting for share-based payment award transactions, including; the income tax consequences, classification of awards as either equity or liabilities, and the classification on the statement of cash flows. The new standard is effective for fiscal years and interim periods beginning after December 15, 2016, and upon adoption, an entity should apply the amendments by means of a cumulative-effect adjustment to the balance sheet at the beginning of the first reporting period in which the guidance is effective. Early adoption is permitted. We are currently evaluating the effect ASU 2016-09 will have on our consolidated financial statements.

In April 2016, the Financial Accounting Standards Board (FASB) issued an Accounting Standards Update (ASU) “ASU 2016 – 10 Revenue from Contract with Customers: identifying Performance Obligations and Licensing”. The amendments in this Update clarify the two following aspects (a) contracts with customers to transfer goods and services in exchange for consideration and (b) determining whether an entity’s promise to grant a license provides a customer with either a right to use the entity’s intellectual property (which is satisfied at a point in time) or a right to access the entity’s intellectual property (which is satisfied over time). The amendments in this Update are intended to reduce the degree of judgment necessary to comply with Topic 606. This guidance has no effective date as yet. We are currently evaluating the effect ASU 2016-10 will have on our consolidated financial statements.

In August 2016, FASB issued ASU 2016-15, “Classification of Certain Cash Receipts and Cash Payments.” ASU 2016-15 is intended to reduce diversity in practice in how certain transactions are classified in the statement of cash flows. ASU 2016-15 is effective for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years, with early adoption permitted. We are currently evaluating the effect ASU 2016-15 will have on our consolidated statements of cash flows.

In November 2016, the FASB issued Accounting Standards Update No. (“ASU”) 2016-20, an amendment to Accounting Standards Update No. 2014-09, Revenue from Contracts with Customers (Topic 606). This ASU addressed several areas related to contracts with customers. This topic is not yet effective and will become effective with Topic 606. We are currently evaluating the effect ASU 2016-20 will have on our consolidated financial statements.

In July 2017, the FASB issued Accounting Standards Update No. (“ASU”) 2017-11, Earnings Per Share (Topic 260), Distinguishing Liabilities from Equity (Topic 480) and Derivatives and Hedging (Topic 815). The amendments in this Update provide guidance about:

1. Accounting for certain financial instruments with down round features
2. Replacement of the indefinite deferral for mandatorily redeemable financial instruments of certain non-public entities and certain non-controlling interests

The amendments in Part I of this Update change the classification analysis of certain equity-linked financial instruments (or embedded features) with down round features. When determining whether certain financial instruments should be classified as liabilities or equity instruments, a down round feature no longer precludes equity classification when assessing whether the instrument is indexed to an entity’s own stock. The amendments also clarify existing disclosure requirements for equity-classified instruments. As a result, a freestanding equity-linked financial instrument (or embedded conversion option) no longer would be accounted for as a derivative liability at fair value as a result of the existence of a down round feature. For freestanding equity classified financial instruments, the amendments require entities that present earnings per share (EPS) in accordance with Topic 260 to recognize the effect of the down round feature when it is triggered. That effect is treated as a dividend and as a reduction of income available to common shareholders in basic EPS. Convertible instruments with embedded conversion options that have down round features are now subject to the specialized guidance for contingent beneficial conversion features (in Subtopic 470-20, Debt—Debt with Conversion and Other Options), including related EPS guidance (in Topic 260).

The amendments in Part II of this Update recharacterize the indefinite deferral of certain provisions of Topic 480 that now are presented as pending content in the Codification, to a scope exception. Those amendments do not have an accounting effect.

The amendments in Part I of this Update are effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018.

Early adoption is permitted for all entities, including adoption in an interim period. If an entity early adopts the amendments in an interim period, any adjustments should be reflected as of the beginning of the fiscal year that includes that interim period. The amendments in Part 1 of this Update should be applied in either of the following ways: 1. Retrospectively to outstanding financial instruments with a down round feature by means of a cumulative effect adjustment to the statement of financial position as of the beginning of the first fiscal year and interim period(s) in which the pending content that links to this paragraph is effective 2. Retrospectively to outstanding financial instruments with a down round feature for each prior reporting period presented in accordance with the guidance on accounting changes in paragraphs 250-10-45-5 through 45-10.

The amendments in Part II of this Update do not require any transition guidance because those amendments do not have an accounting effect.

The Company is currently evaluating the impact this ASU will have on its consolidated financial statements.

In August 2017, the FASB issued ASU 2017-12, Derivatives and Hedging, (Topic 815), Targeted Improvements to accounting for Hedging Activities.

The amendments in this update provide guidance about:

The amendments in this Update better align an entity's risk management activities and financial reporting for hedging relationships through changes to both the designation and measurement guidance for qualifying hedging relationships and the presentation of hedge results. To meet that objective, 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.

For public business entities, the amendments in this Update are effective for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. For all other entities, the amendments are effective for fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020. Early application is permitted in any interim period after issuance of the Update.

Transition Requirements for cash flow and net investment hedges existing at the date of adoption, an entity should apply a cumulative-effect adjustment related to eliminating the separate measurement of ineffectiveness to accumulated other comprehensive income with a corresponding adjustment to the opening balance of retained earnings as of the beginning of the fiscal year that an entity adopts the amendments in this Update. The amended presentation and disclosure guidance is required only prospectively.

The impact this ASU will have on the Company's consolidated financial statements is expected to be immaterial.

In September 2017, the FASB issued ASU 2017-13, Revenue Recognition (Topic 605), Revenue from Contracts with Customers (Topic 606), Leases (Topic 840 and Leases (Topic 842). The amendments in this update provide guidance about:

The transition provisions in ASC Topic 606 require that a public business entity and certain other specified entities adopt ASC Topic 606 for annual reporting periods beginning after December 15, 2017, including interim reporting periods within that reporting period. All other entities are required to adopt ASC Topic 606 for annual reporting periods beginning after December 15, 2018, and interim reporting periods within annual reporting periods beginning after December 15, 2019.

The transition provisions in ASC Topic 842 require that a public business entity and certain other specified entities adopt ASC Topic 842 for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. All other entities are required to adopt ASC Topic 842 for fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020.

The impact this ASU will have on the Company's consolidated financial statements is expected to be immaterial.

In November 2017, the FASB issued ASU 2017-14, Income Statement – Reporting Comprehensive Income (Topic 220), Revenue Recognition (Topic 605) and Revenue from Contracts with Customers (Topic 606). The amendments in this update provide guidance about:

Certain amendments made to SEC materials and staff guidance relating to Operating-Differential subsidiaries, and amendments to the wording and disclosure requirements of Topic 605, Revenue Recognition.

Any new accounting standards, not disclosed above, that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption.

4. EQUITY

Equity consists of the following:

- **Common Stock** Par value \$0.001 per share
850,000,000 Authorized
- **Preferred Stock** Par value \$0.001 per share
50,000,000 Authorized
Can be issued in one or more series at the discretion of the Board of Directors
Board can assign preferences, conversion rights, etc. at their discretion

Common Stock

As of June 30, 2018, there are 714,600,000 of common stock issued and outstanding

Preferred Stock

As of June 30, 2018, there are no series of preferred shares designated and 0 shares issued and outstanding

On December 19, 2016, the Company issued 10,400,000 common shares to a consultant and advisor in connection with business development projects undertaken on behalf of the Company. The Shares were valued at par \$0.001 per share.

In May 2017, the Company cancelled 90,000,000 common shares. The shares were returned by three separate holders who returned them to treasury for cancellation.

5. LOANS PAYABLE

As of June 30, 2018, the Company owes an unrelated third party \$15,579 carried over from the fiscal year end in 2016. This is not a new loan. The loan is non-interest bearing, and due on demand.

As of June 30, 2018, the Company owes \$10,321 to two unrelated third parties carried over from the fiscal year end in 2016. This is not a new loan. The loans are non-interest bearing and are due on demand.

As of June 30, 2018, the Company owes \$4,869,954 in connection with a previously discontinued acquisition of the medical management software (Caduceus MMS) it was licensing. In connection with the cancellation of the license agreement, the Company assumed the debt owed by Sygnit to a third party. The loan is non-interest bearing and is due on demand. Sygnit has transferred the debt to Richard Tang, who is a director of Sygnit, and now holds this debt. The claim of the debt by Sygnit is extinguished by a release letter and a Sygnit board resolution that transfers the debt from Sygnit to Richard Tang, and can be referred by an internal document titled Full Release Letter.pdf and Caduceus Termination of License with Sygnit and transferred to Richard Tang.pdf

As of June 30, 2018, the Company owes \$130,000 to XBRL Associates, Inc. in connection with accounting, filing, and other management and consulting services provided over the last 4 fiscal years.

6. RELATED PARTY TRANSACTIONS

As of June 30, 2018, the Company owes \$29,603 to its previous president and CEO for unsecured advances made to the Company from 2011 through 2012. The loan is non-interest bearing, due upon demand and unsecured.

As of June 30, 2018, the current CEO, president and director of the Company has loaned the Company \$42,602 to cover operating costs. The loan is non-interest bearing, due upon demand and unsecured.

7. CONTINGENCY

The Company disputes charges with RBSM LLP (predecessor auditor) for the review of the Form 8-K and correspondence with the successor auditor during 2008, in amount of \$3,025. The Company examined the invoices and determined that charges for the review of the 8K and correspondence with the successor auditor are excessive.

9. SUBSEQUENT EVENTS

The Company has determined that there were no material subsequent events up to and including the date of the issuance of these financial statements that warrant disclosure or recognition in the financial statements.

Item 4 Management Discussions and Analysis

THE FOLLOWING ANALYSIS OF THE RESULTS OF OPERATIONS AND FINANCIAL CONDITION OF THE COMPANY SHOULD BE READ IN CONJUNCTION WITH THE CONSOLIDATED FINANCIAL STATEMENTS, INCLUDING THE NOTES THERETO OF THE COMPANY, CONTAINED ELSEWHERE IN THIS REPORT.

Forward-looking statements in this report may prove to be materially inaccurate. In addition to historical information, this report contains forward-looking information that involves risks and uncertainties. The words "may", "will", "expect", "anticipate", "continue", "estimate", "project", "intend" and similar expressions are intended to identify forward-looking statements. Actual results may differ materially from those included within the forward-looking statements as a result of factors, including the risks described above and factors described elsewhere in this report.

Strategy

Our goal is to be a leading and innovative provider of Software Services to medical practices around the world. Our **Caduceus MMS**® software provides a full suite of services for management of the entire medical practice bridging the gap of many software offerings by providing modular components that unite both the Electronic Health Record (“EHR”) and the Electronic Medical Billing (“EMB”) to streamline the management of any practice, anywhere in the world.

Our overall strategy utilizes our core competencies in the design, deployment and management of software and systems to provide installations on small local networks in the medical practice office, to larger systems in medical facilities. With our software, there can, with proper planning, be nominal costs incurred as offices upgrade and gear up for larger client bases.

SIGNIFICANT ACCOUNTING POLICIES

A summary of significant accounting policies is included in Note 3 to the unaudited consolidated financial statements included in the Company’s Financial Statements for the six months ended June 30, 2018 attached hereto. Management believes that the application of these policies on a consistent basis enables the Company to provide useful and reliable financial information about the company’s operating results and financial condition.

Results of operations

Three Months ended June 30, 2018 and 2017.

Revenue and Cost of Sales

During the three months ended June 30, 2018 and 2017, the Company recorded sales in the amount of \$966 and \$24,448, respectively.

During the three months ended June 30, 2018 and 2017, the Company recorded Cost of Sales expenses of \$21,969 and \$29,969 respectively, for depreciation of the software which had been capitalized and programmer expenses.

Selling, general and administrative expenses

General and administrative expenses consist primarily of consulting compensation and expenses for executive, administrative and operations, including legal and accounting fees, and facility and office-related costs such as Internet and web hosting, and depreciation expense.

For the three months ended June 30, 2018 and 2017, these expenses remained the same at \$19,404 for both periods.

The stability of the SG&A was primarily the result of repetitive costs and no additional expenses incurred in the current period. All other SG&A expenses were nominal year to year.

Interest Expense

Interest expense consists of interest accrued on loans and notes payable.

There was no accrual or payment of interest as none of the notes or loans carries interest.

Net Loss

For the three months ended June 30, 2018 and 2017, the Company had a loss of \$40,407 and \$16,924 respectively.

The significant difference for the year as compared to the same period last year is mainly due to the decrease in revenue recorded during the current year versus the prior year.

Income Taxes

No provision for federal and state income taxes has been recorded as the Company incurred net operating losses since inception. The net operating losses will be available to offset any future taxable income. Given the Company's operating history, losses incurred to date and the difficulty in accurately forecasting future results, management does not believe that the realization of the potential future benefits of these carry forwards meets the criteria for recognition of a deferred tax asset required by generally accepted accounting principles. Accordingly, a full 100% valuation allowance has been provided.

Liquidity and Capital Resources

- 1) Accounting and filing and SEC related administration fees remained \$30,000 per year from 2012 to 2016 inclusive for XBRL Associates under the engagement letter. Invoices were received for each year between 2012 to 2016 totalling 4 promissory notes and debt notes. For 2012 a debt note to XBRL Associates was for \$32,000 at 0.001 strike.
- 2) Website design was 18,000 to Anna Tang
- 3) Salary remained \$40,000 per year to the president with an affiliated debt note and is broken to restricted certificates of 75,000,000 shares per year. Of these years 5 have been issued and the latest have not been due to reaching the maximum auth. limit.
- 4) Hardware Infrastructure and IT infrastructure hosting \$31,000 made to Tango, broken down 18,000 and 13,000 respectively and is in the form of a debt note to Tango based on 0.001 par
- 5) Transfer Agent remains \$100 per month paid by management personally and is considered debt and a debt note was made for every year including a penalty for arrears to Island Stock Transfer and they have not been issued/ converted to stock due to reaching the maximum auth limit.
- 6) Arrears and bills paid to our lawyer, and otcmarket fees and restoration of Nevada State for penalties and cash loans have been paid for by management in cash and debt is owed to Richard Tang and have not been issued/ converted to stock due to reaching the maximum auth limit.
- 7) Rent of office space is in arrears from 2012 and prior constituting 3,000 per year and is in a debt note for each year, reassigned to the current management from old management Derrick Gidden and Oswald Huggins with conversion of 0.001 but remains unissued.
- 8) Alexander Dannikov, the original president, was originally issued 3,000,000 shares of common stock in March 2007. These shares were in exchange for his investment in the Company to cover the costs of the legal and accounting work for the original SB filings. The shares were included as part of the original SB.
 - A. Subsequently, in April 2008, the Company executed a 5:1 forward stock split which increased the holding to 15,000,000 shares.
 - B. In March 2011, the Company executed a second forward split of 8:1 increasing the shares to 120,000,000 shares.
 - C. In June 2011, Mr. Dannikov assigned 63,800,000 of his shares to Sygnit Corp, to license the software developed by Sygnit Corp.
 - D. The Company name, Bosco Holdings at the time, was subsequently changed to Caduceus Softare Systems.
 - E. Mr. Dannikov remained the holder of 56,200,000 shares on certificate (1148) until his resignation at which time the certificate was bifurcated and reassigned to Ankyro Solutions (26,200,000 shares) and Avatele Group (30,000,000 shares) by mutual agreement for a purchase price of \$1.00 and fully executed stock powers.
- 9) Duties perform by Alexander Dannikov who was the original president was issued 56,200,000 shares, which since resignation was reassigned to Ankyro Solutions and Avatele Group via stock power that was gifted or purchased for a \$1.
- 10) Sygnit stock of 60,000,000 shares restricted was issued for services and licenses and programming work performed from 2012 to 2014 inclusively and was broken down to respective individuals C. Donald's, N. Donald's, Tango, and Richard Tang. The C. Donald's and N. Donald's after special agreement with Sygnit decided to relinquish their 2 certificates to Richard Tang as a gift as they were deemed too expensive to deposit at the time. As a result, C. Donald's and N. Donald's stock were stock powered to R. Tang for control block purposes upon and after the time R. Tang was appointed president and CEO of the Company.

Cash and cash equivalents were \$9,577 at June 30, 2018. Net cash provided by operating activities of \$966 was derived from the net loss from operations offset by increases in accounts payable and expenses for depreciation and amortization.

At June 30, 2018, the Company had a working capital deficit of \$5,382,896. The Company made no capital expenditures during the three months ended June 30, 2018.

During the three months ended June 30, 2018 and the years ended March 31, 2018 and 2017, the Company issued the following shares of common stock:

In December of 2016, the Company issued 10,400,000 shares at a price of \$0.0019 per share to M. Pustorvh for Eastern European business development.

During the years ended March 31, 2018 and 2017, the Company issues the following shares of common stock:

In October 2015, the Company issued 32,500,000 common shares at a price of \$0.0003 per share for accounting and financial services.

During the years ended March 31, 2018 and 2017, the Company issued demand notes in the amount of \$7,099 and \$15,000 respectively to a shareholder of the Company and converted \$130,000 in accounts payable to a note. During the same period, the Company repaid \$0 and \$0 respectively in demand notes to an officer of the Company.

Item 5. Legal proceedings

None

Item 6. Defaults upon senior securities

None

Item 7. Other information

None

Item 8. Exhibits

None

Certification of Chief Executive Officer
Item 9.1

I, Richard Tang, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Caduceus Software Systems Corp.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

January 5, 2019

/s/ Richard Tang

Chief Executive Officer

Certification of Chief Financial Officer
Item 9.2

I, Erwin Vahlsing, Jr., certify that:

1. I have reviewed this Quarterly Disclosure Statement of Caduceus Software Systems Corp.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

January 5, 2019

/s/ Erwin Vahlsing, Jr.
Chief Financial Officer