

STEVIA NUTRA CORP.

(A Nevada Corporation)

Stevia Nutra Corp.
120 Hollybrook Court
Henderson, NV 89074

TRADING SYMBOL: STNT
CUSIP NUMBER: 860322205

SIC CODE: 7510

ANNUAL REPORT WITH QUARTERLY REPORT REPORT FOR THE PERIOD ENDING

Quarter Ending July 31, 2019

(the "Reporting Period")

As of the date hereof and the date of the Current Reporting Period, the number of shares outstanding of our Common Stock was: 346,975

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☒ No: ☐

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: ☐ No: ☒

**Information required for compliance with the provisions of the OTC
Markets Group, Inc.'s Pink Basic Disclosure Guidelines**

To provide more meaningful and useful information, this Quarterly Report may contain certain “forward-looking statements” [as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”)]. These statements may reflect our current expectations regarding our possible future results of operations, performance, and achievements.

Wherever possible, we have tried to identify these forward-looking statements by using words such as “anticipate,” “believe,” “estimate,” “expect,” “plan,” “intend,” and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements.

The Company cannot predict all of the risks and uncertainties. Accordingly, such information should not be regarded as representations that the results or conditions described in such statements or that our objectives and plans will be achieved, and the Company does not assume any responsibility for the accuracy or completeness of any of these forward-looking statements. These forward-looking statements are found at various places throughout this Report and include information concerning possible or assumed future results of our operations, including statements about potential acquisition or merger targets; business strategies; future cash flows; financing plans; plans and objectives of management, any other statements regarding future acquisitions, future cash needs, future operations, business plans and future financial results, and any other statements that are not historical facts.

The safe harbor provisions of the Exchange Act may not apply to an issuer that issues penny stock. Actual results may differ materially from those indicated by such forward-looking statements because of various important factors. The Company does not assume any obligation to update any forward-looking statements to reflect events or circumstances after the date of this Disclosure Statement except as required by applicable law.

STEVIA NUTRA CORP.

Item 1. Name of the issuer and its predecessor (if any).

Stevia Nutra Corp. January 25, 2012 to present ¹

Formerly AAA Best Car Rental Inc. from April 30, 2010 to January 25, 2012

Item 2. Shares Outstanding.

Trading Symbol: STNT

CUSIP No: 860322205

Exact Title and Class of Securities Outstanding:

Common Stock as at:	July 31, 2019	July 31, 2018
Par or Stated Value:	\$.001	\$.001
Total Shares Authorized:	200,000,000	200,000,000
Total Shares Outstanding:	346,975	83,430,340

Transfer Agent:

Transhare Corporation – dba Transhare Securities and Registrar
2849 Executive Drive
Suite 200
Clearwater, FL 33762

Telephone: 1.303-662-1112
Facsimile: 1.727-269-5616

The transfer agent is registered under the Exchange Act. (Section 17A(c)(1))

The Company and its predecessors have had no trading suspension orders issued by the Securities and Exchange Commission.

The Resident Agent of Stevia Nutra Corp. is:

Tiger Vidmar (aka T.D. Vidmar)
120 Hollybrook Court
Henderson, NV 89074

¹ Effective January 25, 2012, the Nevada Secretary of State accepted for filing of a Certificate of Amendment to the Articles of Incorporation to change the name from AAA Best Car Rental Inc. to Stevia Nutra Corp. and to increase our authorized capital from 75,000,000 to 200,000,000 shares of Common Stock, par value of \$0.001. See Note 1 to Notes to Financial Statements.

Item 3. Issuance History.

A. The nature of each offering for the last two fiscal years and the interim period to the date hereof is summarized as follows:

(Set forth below this summary, in tabular format, is the nature of each offering, with information on a cancellation, for the last two fiscal years and the interim period to the date hereof);

Stock.

<div> <div>Number of Shares outstanding as of July 31, 2016</div> <div>Opening Balance: July 31, 2016 Common: 173,430,834</div> </div>									
Date of Transaction	Transaction type (e.g. new issuance, cancellation shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance ? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
August 25, 2016	New Issuance	50,000,000	Common	0.001	No	Barton Hallows LLC	Cash/Services	Restricted	Exempt – 4(2) of the Securities Act
August 2018	Surrender for cancellation	50,000,000	Common	-	-	Original issuance to Barton Hallows LLC	Issued without adequate consideration	-	-
October 18, 2018	New Issuance	90,000,000	Common	0.001	No market	Alexis Elaine Wakefield	Cash	Restricted	Exempt – 4(2) of the Securities Act
<div> <div>Shares Outstanding: Post split Common</div> <div>Ending Balance: July 31, 2019 346,975 Common</div> </div>									

Debt Securities, Including Promissory and Convertible Notes.

Set forth below is the nature of each offering of debt securities, including promissory and convertible notes, for the last two fiscal years and the interim period to the date hereof;

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Record Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
August 2016	\$25,000	\$25,000	\$3,275	Demand	Convertible at \$.0001 per share	Negotiable Note	Working Capital

See prior Annual Reports filed with the OTC Markets Group Inc.

- B. Any jurisdictions where the offering was registered or qualified;
Exemption for the sale and issuance of all securities in all jurisdictions.
- C. The number of shares offered;
See A above.
- D. The number of shares sold;

The following is a summary of the Company's common stock that is available to be issued as of July 31, 2019 (See also A. above and Notes to Financial Statements):

Shares authorized to be issued	200,000,000
Less shares issued and outstanding as of July 31, 2019	346,975
Shares available to be issued as of JULY 31, 2019	199,653,025

Item 4. Financial Statements.

- A. Provided hereinbelow on the following pages are the financial statements as described below. The financial statements supplied pursuant to this item have been prepared in accordance with US GAAP by persons with sufficient financial skills.

[FINANCIAL STATEMENTS]

Stevia Nutra Corp.
Consolidated Balance Sheets

		As of July 31, 2019	As of July 31, 2018
	Assets	(Unaudited)	(Unaudited)
Current assets			
Cash		\$ 16,944	\$ 2,300
Total current assets		16,944	2,300
Total assets		<u>\$ 16,944</u>	<u>\$ 2,300</u>
Liabilities and Stockholders' Deficit			
Current liabilities			
Accounts payable and accrued liabilities		\$ 136,293	\$ 136,273
Notes payable and accrued interest		164,880	58,349
Total current liabilities		301,173	194,622
Total liabilities		301,173	194,622
Stockholders' deficit			
Common stock; par value \$0.001; 200,000,000 shares authorized; 346,975 issued and outstanding at July 31, 2019 and 166,975 issued and outstanding at July 31, 2018		347	167
Additional paid-in capital		1,024,270	1,014,450
Accumulated deficit		(1,308,846)	(1,206,939)
Total stockholders' deficit		(284,229)	(192,322)
Total liabilities and stockholders' deficit		<u>\$ 16,944</u>	<u>\$ 2,300</u>

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

Stevia Nutra Corp.
Consolidated Statements of Operations
(Unaudited)

	For the Years Ended	
	July 31, 2019	July 31, 2018
Revenue	\$ -	\$ -
Operating expenses:		
General and administrative	92,117	51,064
Sales and marketing	2,464	-
Total operating expenses	94,581	51,064
Loss from operations	(94,581)	(51,064)
Other expense:		
Interest expense	7,326	8,985
Total other expense	7,326	8,985
Loss before provision for income taxes	(101,907)	(60,049)
Provision for income taxes	-	-
Net loss	\$ (101,907)	\$ (60,049)
Net loss per share of common stock:		
Basic and diluted	\$ (0.33)	\$ (0.36)
Weighted average shares outstanding:		
Basic and diluted	308,509	166,975

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

Stevia Nutra Corp.
Consolidated Statement of Stockholders' Deficit
(Unaudited)

	Common Stock		Additional	Accumulated	
	Shares	Amount	Paid-In	Deficit	Total
			Capital		
Balance at July 31, 2016	166,975	\$ 167	\$ 789,450	\$ (925,890)	\$ (136,273)
Beneficial conversion feature related to convertible note payable	-	-	225,000	-	225,000
Net loss	-	-	-	(221,000)	(221,000)
Balance at July 31, 2017	166,975	\$ 167	\$ 1,014,450	\$ (1,146,890)	\$ (132,273)
Net loss	-	-	-	(60,049)	(60,049)
Balance at July 31, 2018	166,975	\$ 167	\$ 1,014,450	\$ (1,206,939)	\$ (192,322)
Issuance of shares for cash	180,000	180	9,820	-	10,000
Net loss	-	-	-	(101,907)	(101,907)
Balance at July 31, 2019	346,975	\$ 347	\$ 1,024,270	\$ (1,308,846)	\$ (284,229)

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

Stevia Nutra Corp.
Consolidated Statements of Cash Flows

	For the Years Ended	
	July 31, 2019	July 31, 2018
Cash flows from operating activities:		
Net loss	\$ (101,907)	\$ (60,049)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Amortization of debt discount	-	6,250
Changes in assets and liabilities:		
Increase in accrued liabilities	20	-
Increase in accrued interest	5,856	2,185
Net cash used in operating activities	(96,031)	(51,614)
Cash flows from financing activities:		
Proceeds from notes payable	100,675	56,164
Repayment of note payable	-	(25,000)
Proceeds from the sale of common stock	10,000	-
Net cash provided by financing activities	110,675	31,164
Net increase (decrease) in cash	\$ 14,644	\$ (20,450)
Cash, beginning of period	\$ 2,300	\$ 22,750
Cash, end of period	\$ 16,944	\$ 2,300
Supplemental disclosure		
Interest paid during the period	\$ 1,450	\$ 550

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

Stevia Nutra Corp.
Notes to Unaudited Consolidated Financial Statements

Note 1. Description of Business

Reverse Stock Split

On July 23, 2019, the Company effected a one for five hundred (1 for 500) reverse stock split, whereby each stockholder of record received one (1) share of the Company's common stock for every five hundred (500) shares held. Immediately preceding the reverse stock split, the Company had 173,430,834 shares of its common stock issued and outstanding. Upon completion of the reverse stock split, the Company had 346,975 shares of its common stock issued and outstanding. The accompanying financial statements have been retroactively adjusted to reflect the results of the reverse stock split.

Neither the number of authorized shares of common stock, which remains 200,000,000, nor the per share par value of \$0.001 was affected by the reverse stock split.

Change in Control

On October 18, 2018, Stevia Nutra Corp. ("Stevia" or the "Company"), sold 180,000 (adjusted for the previously mentioned reverse stock split) shares (the "Shares") of its common stock for cash proceeds of ten thousand (\$10,000) dollars to an unrelated third-party. Immediately prior to the sale and issuance of the Shares, the Company had 166,975 (adjusted for the previously mentioned reverse stock split) shares of its common stock issued and outstanding. Immediately after the sale and issuance of the Shares, the Company had 346,975 (adjusted for the previously mentioned reverse stock split) shares of its common stock issued and outstanding, of which the owner of the Shares owned approximately 51.88%.

As of July 31, 2019, the Company had 346,975 shares of its common stock issued and outstanding, of which the owner of the Shares owned 180,000 shares, or approximately 51.88% of the Company's issued and outstanding shares of common stock.

Suspension of Duty to Report

On September 11, 2018, the Company filed Form 15 with the United States Securities and Exchange Commission (the "SEC") to notify the SEC of the Company's intent to suspend its duty to file reports. SEC Form 15 is a voluntary filing used by publicly traded companies to (1) revoke the registration of their securities or (2) to notify both regulators and investors of the Company's intent to cease filing various required forms because their securities no longer fall under certain filing requirements.

Company

General Overview

Stevia was incorporated in the State of Nevada on April 30, 2010 under the name AAA Best Car Rental Inc. Originally, the Company planned to offer discounted car rental services by acquiring late model vehicles from used car auctions. On January 4, 2012, the Company underwent a change of control and a change in management through the purchase of 16,000 (adjusted for the previously mentioned reverse stock split) pre-split (1 for 15 forward stock split – read below) shares of the Company's common stock by Atlantic and Pacific Communications Inc. from Suresh Gupta, a former director and officer of the Company. On January 11, 2012, both the Company's Board of Directors and Atlantic and Pacific Communications Inc., the Company's majority shareholder at the time, approved and authorized the following:

1. Changing the Company's name from AAA Best Car Rental Inc. to Stevia Nutra Corp.;
2. Increasing the number of authorized shares of the Company's common stock from 75,000,000 shares to 200,000,000 shares;
3. A forward split of the Company's issued and outstanding shares of common stock on a 1 for 15 basis, whereby one (1) existing share of common stock was to be exchanged for fifteen (15) shares of the Company's common stock.

On January 25, 2012, the Company filed a certificate of amendment with the Secretary of State of Nevada to change its name to Stevia Nutra Corp. Effective March 5, 2012, upon approval from the Financial Industry Regulatory Authority ("FINRA"), the Company (1) officially changed its name from AAA Best Car Rental Inc. to Stevia Nutra Corp., (2) increased the number of authorized shares of its common stock from 75,000,000 shares to 200,000,000 shares with each share having a par value of \$0.001, and (3) effected a 1 for 15 forward stock split, which resulted in the number of issued and outstanding shares of the Company's common stock increasing from 20,800 (adjusted for the previously mentioned reverse stock split) shares to 312,000 (adjusted for the previously mentioned reverse stock split) shares, with each share having a par value of \$0.001.

On March 2, 2018, the Company filed a certificate of reinstatement and the Company filed an acceptance by the new resident agent with the Secretary of State of Nevada. Said documents reflected the Company's name incorrectly to be Stevia Nutra Corporation and not Stevia Nutra Corp. The Company intends to file the appropriate certificates of correction with the Secretary of State of Nevada to properly reflect its name as Stevia Nutra Corp. and to remove any ambiguities in its filings with the Secretary of State of Nevada.

Effective April 17, 2012, the Company's stock symbol changed from "AAAB" to "STNT" to better reflect the Company's new name.

Former Business

As previously stated, the Company began as a car rental business that planned to offer discounted car rental services by acquiring late model vehicles from used car auctions. The Company was unable to secure the financing required to continue with the car rental business, so on January 4, 2012, in conjunction with a change in control, the Company changed its business focus from the car rental business to the business of the developing, cultivating, and post-harvest processing of stevia plants for use as a sweetener. On March 9, 2012, the Company's wholly owned subsidiary, Mighty Mekong Agro Industries Co., Ltd. ("Mighty Mekong"), entered into a lease agreement

with Sara Ramany, a resident of Cambodia, for the lease of twenty (20) hectares of land in the Kampong Speu Province of the Kingdom of Cambodia. The land was intended to be used in agricultural production, and more specifically in the cultivation and propagation of stevia plants.

The Company's initial plan of operation was to organize an operational team on the ground in Cambodia, open an administration office, construct a stevia propagation center, and construct greenhouses and a nursery. At this time, the Company anticipated propagating more than 1,000,000 seedlings ready for plantation and cultivating approximately ten hectares of stevia plants.

At the time of the Company's last 10-Q filing on March 22, 2013, the Company was unsuccessful in effectuating its business strategy related to stevia plant cultivation and production in Cambodia. Per the details of the Company's 10-Q filing dated March 22, 2013, the Company generated zero revenue from its Cambodia-based stevia cultivation and harvesting business while incurring significant net losses. As a result, the Company was unable to continue its Cambodia-based stevia business operations.

Current Business

On September 1, 2018, the Company entered into an Exclusive Grower Agreement (the "Grower Agreement") with Smoketown Enterprises, LC ("Smoketown") of Cedar Falls, Iowa (together, "the Parties"), whereby Smoketown will be the Company's exclusive grower of stevia plants and/or any other similar products as mutually agreed to by the Parties.

The Company's business is currently predicated on the successful cultivation, harvesting, and monetization of the stevia (*Stevia rebaudiana* B.) plant. Stevia is a crop of the family Asteraceae and its leaves are approximately 15 times sweeter than raw cane sugar. In order for the stevia leaves to be used as a sweetener in baking or cooking, it's necessary to dry the leaves. The proper drying process removes the moisture and concentrates sweetness in the leaves. This process also acts as a preservative so the leaves can be used in the future. Once the leaves have been dried, they're crushed, which increases the sweetness from 15 times that of sugar to approximately 30 – 40 times the sweetness of ordinary sugar. Dried stevia leaves can be used to brew tea or they can be added as a sweetener in drinks or cooking. Stevia leaves are an excellent dietary supplement as they contain proteins, iron, calcium, potassium, sodium, magnesium, vitamin A and vitamin C. Stevia leaves can be purchased whole, crushed, in tea bags, or as a fine green powder.

Stevia extracts are used to sweeten food and beverages globally. With no known side effects, stevia extracts have become a major addition to the sweetener and natural food market. In order to extract stevia, the leaves are harvested during a cold period so that more sugar is accumulated in the leaves. The harvested stevia leaves are then sun-dried and left in conditions with good air circulation. The dried leaves are then crushed and put through a clarification and crystallization process where the sweetening elements, known as 'glycosides', are extracted (otherwise known as steviol glycosides). A second important component, Rebaudioside A ("Reb-A"), is also extracted at this point. Reb-A, which is the sweetest element of the plant, is approximately 400 times sweeter than sugar. Stevia has been actively used in the food industry in Asia since the 1970's and was pioneered as a processed food additive in Japan. In 2008, steviol glycosides were recognized as safe for use as a

sweetener in foods and beverages in the United States, Mexico, Australia, New Zealand, and other countries. At the same time, Reb-A was granted Generally Recognized as Safe ("GRAS") status by the US Food and Drug Administration ("FDA").

The cultivation and harvest of stevia is labor intensive. The process we plan to undertake on our land, as described below, will be carried out by experienced agriculturists to ensure a healthy, fast growing, and productive crop. The following is a summary of the steps involved in stevia cultivation:

- **Ground conditioning:** The areas where the crop will be cultivated need to be cleared of debris, shrubs, and any remaining vegetation.
- **Production of fertilizers:** Organic debris can be processed and turned into organic fertilizer for the fields, thereby improving soil nutrients and crop yield.
- **Maintenance of lines and inter rows:** This is important in order to promote rapid vegetative growth of stevia, which takes place from the total cycle of production.
- **Fertilization:** This will be conducted to maximize plant growth and maintain nutrients lost at harvest. Natural fertilizers are employed as much as possible.
- **Pruning:** This will be done by hand and will begin six (6) months after the first round of pollination. Pruning simply involves removing rotten or damaged branches to maintain the health of the plant. After the harvested cycle we use a pre-emergent herbicide to control the herb.
- **Harvesting:** The stevia plants will be harvested as soon as the leaves ripen to maximize total glycoside content. The harvested plants must be processed quickly in order to minimize the destructive acids that will accumulate after harvested action.

Once harvested, the raw material will be taken to a dry plant where it will be processed. The processing is anticipated to take place as follows:

- **Weighing:** The fresh row material is weighed when it enters the plant and then transferred into the horns to dry.
- **Dry:** The Reb-A is concentrated by a series of hot air and rotation cylinder machines in the dry plant.
- **Clarification:** This is the process by which leaves are separated from the rest of the initial raw material.
- **Concentrate of Reb A:** The glycosides are separated and recovered from the remaining mass with an inverse osmosis process.
- **Crystal process:** The crystals are obtained with a spray process.

Going Concern

These consolidated financial statements have been prepared on a going concern basis, which implies that the Company will continue to realize its assets and discharge its liabilities in the normal course of business. As of July 31, 2019, the Company has not recognized any revenue, has a working capital deficit of \$284,229, and has an accumulated deficit of \$1,308,846. In addition, for the fiscal year ended July 31, 2019, net cash used in operating activities was \$96,031, an increase of \$44,417, or 86.1%, as compared to the \$51,614 used during fiscal year 2018. The

continuation of the Company as a going concern is dependent upon (i) its ability to identify future investment opportunities, (ii) its ability to obtain any necessary debt and/or equity financing, and (iii) its ability to generate profits from the Company's future operations. These factors raise substantial doubt regarding the Company's ability to continue as a going concern. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Note 2. Basis of Presentation and Summary of Significant Accounting Policies

Basis of Presentation

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") and the applicable rules and regulations of the Securities and Exchange Commission ("SEC").

The unaudited combined financial statements have been prepared on the same basis as audited consolidated financial statements and, in the opinion of management, reflect all adjustments of a normal recurring nature considered necessary to present fairly the Company's financial position as of July 31, 2019 and July 31, 2018, results of its operations for the fiscal years ended July 31, 2019 and 2018, and cash flows for the fiscal years ended July 31, 2019 and 2018. These results are not necessarily indicative of the results for any future interim periods or fiscal years. Certain prior period amounts may have been reclassified to conform to current period presentation. These classifications, if any, have no effect on the previously reported net loss or loss per share.

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiary, Mighty Mekong Agro Industries Co. Ltd., a company incorporated on January 20, 2012 in the Kingdom of Cambodia. Intercompany balances and transactions have been eliminated upon consolidation. Mighty Mekong is no longer active, and it did not have any business operations during the fiscal years ended July 31, 2019 and 2018.

The accompanying consolidated financial statements and related financial information should be read in conjunction with the last audited consolidated financial statements and the related notes thereto for the year ended July 31, 2012 included in the Company's Form 10-K filed with the SEC on November 6, 2012.

Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities, and reported amounts of expenses in the financial statements and accompanying notes. Actual results could differ from those estimates. Key estimates included in the financial statements include the valuation of deferred income tax assets, equity instruments, stock-based compensation, acquired intangibles, and allowances for accounts receivable.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. The Company's cash balances were \$16,944 and \$2,300 as of July 31, 2019 and July 31, 2018, respectively. The Company maintains cash balances at financial institutions insured up to \$250,000 thousand by the Federal Deposit Insurance Corporation.

Earnings (Loss) Per Share

The Company computes net loss per share in accordance with ASC 260, *Earnings Per Share*, which requires presentation of both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net loss available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method. In computing Diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is anti-dilutive. As the Company had a net loss for the fiscal years ended July 31, 2019 and 2018, there are no dilutive instruments as their effect would have been anti-dilutive.

Fair Value of Financial Instruments

ASC 820 *Fair Value Measurements and Disclosures* defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

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 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

The carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include cash and cash equivalents and accounts payable. The fair value of the Company's notes payable are estimated based on current rates that would be available for debt of similar terms which is not significantly different from their stated value.

As of July 31, 2019, and 2018, the Company did not have any financial liabilities measured and recorded at fair value on the Company's balance sheets on a recurring basis.

Related Parties

The Company follows ASC 850, *Related Party Disclosures*, for the identification of related parties and disclosure of related party transactions. Related party balances as of both July 31, 2019 and 2018 were zero (see "Note 3. Related Party Transactions").

Recently Issued Accounting Pronouncements

From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board, or FASB, or other standard setting bodies and adopted by us as of the specified effective date. Unless otherwise discussed, the impact of recently issued standards that are not yet effective will not have a material impact on the Company's financial position or results of operations upon adoption.

In June 2018, the FASB issued ASU No. 2018-07, "Compensation—Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting," ("ASU 2018-07"), which expands the scope of Topic 718 to include share-based payment transactions for acquiring goods and services from non-employees. ASU 2018-07 is effective for financial statements issued for annual periods beginning after December 15, 2018, and for the interim periods therein. The adoption of ASU 2018-07 is not expected to have a significant impact on the Company's consolidated financial statements.

In August 2018, the FASB issued ASU 2018-15, "*Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Contract*" (ASU No. 2018-15). The new standard describes the accounting for implementation, set-up, and other upfront costs incurred in a cloud computing arrangement (CCA). Under the new guidance, customers will assess if a CCA includes a software license and if a CCA does include a software license, implementation and set-up costs will be accounted for consistent with existing internal-use software implementation guidance. Implementation costs associated with a CCA that does not include a software license would be expensed to operating expenses. The standard also provides classification guidance on these implementation costs as well as additional quantitative and qualitative disclosures. The standard is effective for public business entities for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years. Early adoption is permitted, including adoption in any interim periods. Entities can choose to adopt the new

guidance prospectively or retrospectively. The Company has assessed this standard and believes it will not have any material impact on the consolidated financial statements.

In 2018, the FASB issued ASU No. 2018-02, *Income Statement-Reporting Comprehensive Income* (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income. This new standard permits entities to reclassify to retained earnings the tax effects stranded in accumulated other comprehensive income ("AOCI") as a result of U.S. tax reform. The amendments in this update are effective for all entities for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. The Company has evaluated the impact and timing of the this standard and has concluded it will not impact the consolidated financial statements.

In 2017, the FASB issued ASU No. 2017-07, *Compensation-Retirement Benefits* (Topic 715), Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost. The standard requires that an employer report the service cost component in the same line items as other compensation costs arising from services rendered by the pertinent employees during the period. The other components of net benefit cost are required to be presented in the income statement separately from the service cost component and outside of operating profit. The amendments in this update are effective for public business entities for annual periods beginning after December 15, 2017, including interim periods within those annual periods. The Company adopted this ASU effective August 1, 2018 and has concluded it will not impact the consolidated financial statements.

In February 2016, the FASB issued ASU 2016-02, "*Leases*" (Topic 842) The new standard requires lessees to recognize leases on-balance sheet and disclose key information about leasing arrangements. The new standard establishes a right-of-use ("ROU") model that requires a lessee to recognize a ROU asset and lease liability on the balance sheet for all leases with a term longer than 12 months. Leases will be classified as finance or operating, with classification affecting the pattern and classification of expense recognition in the income statement. The standard is effective on January 1, 2019, with early adoption permitted. The Company adopted the new standard on August 1, 2018 and recognized both a ROU asset and lease liability on its balance sheet in relation to its office lease. As of July 31, 2019, the Company had fully amortized both the ROU asset and lease liability.

In November 2016, the FASB issued ASU 2016-18, "*Statement of Cash Flows* (Topic 230): *Restricted Cash*" ("ASU 2016-18"). The update is effective for fiscal years beginning after December 15, 2017, including interim reporting periods within those fiscal years. The purpose of Update No. 2016-18 is to clarify guidance and presentation related to restricted cash in the statement of cash flows. The amendment requires beginning-of-period and end-of-period total amounts shown on the statement of cash flows to include cash and cash equivalents as well as restricted cash and restricted cash equivalents. The Company adopted this ASU effective August 1, 2018 and has concluded it did not have a material impact on its consolidated financial statements.

In October 2016, the FASB issued updated guidance related to the recognition of income tax consequences of an intra-entity transfer of an asset other than inventory. This guidance is effective

for the first quarter of tax year 2018. The Company has adopted the guidance and determined that there is no impact on its consolidated financial statements.

In August 2016, the FASB issued ASU 2016-15, *"Statement of Cash Flows (Topic 230)"* ("ASU 2016-15"), which seeks to reduce the existing diversity in practice in how certain cash receipts and cash payments are presented and classified in the statement of cash flows. For public entities, Update 2016-15 becomes effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years, with early adoption permitted. The Company adopted this ASU effective August 1, 2018 and has concluded it did not have a material impact on its consolidated financial statements.

In March 2016, the FASB issued Accounting Standards Update No. 2016-09, *"Compensation - Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting"* ("ASU 2016-09"). ASU 2016-09 simplifies several aspects of the accounting for share-based payment transactions, including the income tax consequences, classification of awards as either equity or liabilities, and classification on the statement of cash flows. ASU 2016-09 is effective for financial statements issued for fiscal years beginning December 15, 2016, and interim periods within those fiscal years. The Company recognizes compensation expenses for the value of its awards granted based on the straight-line method over the requisite service period of each of the awards. The guidance provided an entity-wide accounting policy election to account for forfeitures as they occur. The Company has elected to record forfeitures as they occur. The Company has evaluated the requirements of the new guidance and has determined that the impact is not material to its consolidated financial statements.

In November 2015, the FASB issued ASU 2015-17, *Balance Sheet Classification of Deferred Taxes* ("ASU 2015-17") to simplify the presentation of deferred income taxes. ASU 2015-17 requires that deferred tax liabilities and assets be classified as noncurrent in a classified statement of financial position. ASU 2015-17 is effective for financial statements issued for fiscal years beginning after December 15, 2016, and interim periods within those fiscal years. The Company has adopted the provisions of Update 2016-15 and determined that there is no impact on its consolidated financial statements.

In August 2014, the FASB issued ASU 2014-15, *"Presentation of Financial Statements-Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern."* The amendments in this ASU are intended to provide guidance on the responsibility of reporting entity management. Specifically, this ASU provides guidance to management related to evaluating whether there is substantial doubt about the reporting entity's ability to continue as a going concern and about related financial statement note disclosures. Although the presumption that a reporting entity will continue to operate as a going concern is fundamental to the preparation of financial statements, prior to the issuance of this ASU, there was no guidance in United States generally accepted accounting principles (United States GAAP) related to the concept. Due to the lack of guidance in United States GAAP, practitioners and their clients often faced challenges in determining whether, when, and how a reporting entity should disclose the relevant information in its financial statements. As a result, the FASB issued this guidance to require management evaluation and potential financial statement disclosures. This ASU is effective for financial statements with periods ending after December 15, 2016. The

Company adopted this ASU during 2018 and performed going concern evaluations for its financial statements contained herein.

The Company has considered all other recently issued accounting pronouncements and does not believe the adoption of such pronouncements will have a material impact on its consolidated financial statements.

Note 3. Related Party Transactions

The Company had no related party transactions during the fiscal years ended July 31, 2019 and 2018.

Note 4. Exclusive Grower Agreement – Stevia Plants

On September 1, 2018, the Company entered into an Exclusive Grower Agreement (the “Grower Agreement”) with Smoketown Enterprises, LC (“Smoketown”) of Cedar Falls, Iowa (together, “the Parties”). Per the terms of the Grower Agreement, Smoketown will be the Company’s exclusive grower of stevia plants and/or any other similar products as mutually agreed to by the Parties. Upon written agreement by both Parties, and if legally permitted, the Parties may attempt to grow hemp on some, or all, of the land owned and/or controlled by Smoketown. Smoketown is obligated to supply the Company, at Smoketown’s sole discretion, with access to between six (6) and six thousand (6,000) acres of land that will be dedicated to the growing of stevia plants and/or other similar products.

The Company will be responsible for supplying all necessary plants and will own all resulting production. Prior to the cultivation of any products by Smoketown on behalf of the Company, the Parties will prepare and approve a budget for the growing and harvesting of the stevia plants and/or any other similar products as mutually agreed to by the Parties. Upon mutual approval of the budget, the Company will be required to pay to Smoketown the full amount of said budget plus the additional sum of one thousand (\$1,000) dollars per acre of planted product (the “Grower’s Fee”). Smoketown can, at its sole discretion, adapt, modify, and/or change any agronomic practices related to the growing of stevia plants and/or any other similar products as mutually agreed to by the Parties. Furthermore, the Company is obligated to provide any additional funds that may be required to complete the growing and harvesting of the planted product(s). In addition, the Company is obligated to take all production while also acknowledging that Smoketown offers, nor implies, any guarantees related to quality, quantity, and/or fitness of the stevia plants and/or any other similar products that are produced by Smoketown.

The Company has not incurred any expenses, nor generated any revenues, related to the Grower Agreement during the fiscal year ended July 31, 2019.

Note 5. Hemp Grower Agreement

On June 1, 2019, the Company entered into an Exclusive Grower Agreement (the “Hemp Grower Agreement”) with a third-party farmer (“Grower”) located in Edina, Minnesota (together, “the Parties”).

Per the terms of the Hemp Grower Agreement, Grower will be the Company's exclusive grower of hemp under the Minnesota Industrial Hemp Pilot Program. Grower agrees to supply approximately 145 acres of land, all of which is in Minnesota, for the cultivation of hemp as related to this agreement. The Parties maintain the right to use the previously mentioned 145 acres to cultivate other product(s) as mutually agreed to by the Parties.

Prior to the cultivation of any hemp by Grower, the Parties will prepare and approve a budget for the growing and harvesting of the hemp and/or any other product(s) as mutually agreed to by the Parties. Upon mutual approval of the budget, the Company will be required to pay to Grower the full amount of said budget plus the additional sum of one thousand (\$1,000) dollars per acre of planted product (the "Grower's Fee"). Any expense item that deviates thirty percent (30%) or more from the budget will require prior approval from the Company. Furthermore, the Company is obligated to provide any additional funds, within reason, that may be required to complete the growing and harvesting of the hemp and/or any other product(s).

Upon final harvest and full and final payment by the Company to Grower, all hemp and/or other product(s) produced will become the sole and exclusive property of the Company, with Grower having relinquished all claims, title, and/or interest in the hemp and/or other product(s) produced. Should the Company fail to pay all amounts owed to Grower pursuant to this agreement, then all hemp and/or other product(s) produced shall remain the sole property of Grower.

The following are additional terms of the Hemp Grower Agreement:

1. The Parties agree to work together to research, acquire, grow, and harvest hemp on Grower's land;
2. Each party shall maintain full independence and neither party shall be able to bind, contract, or otherwise commit the other party to any additional liability or agreements without the express written authorization of the other party;
3. Grower shall have the full discretion to adapt, modify, and/or change any agronomic practices that Grower deems appropriate, in Grower's sole discretion, to cultivate hemp;
4. The Company shall provide all necessary seed and own all resulting hemp product;
5. While the Company agrees to take all hemp produced, Grower does not guarantee its quality and/or quantity. Grower also does not guarantee any minimum yield nor does Grower offer any production goals and/or related guarantees;
6. Grower shall not use, sell, assign, lien, or otherwise encumber any part of the hemp and/or other product(s) cultivated in relation to this agreement.

On July 11, 2019, the Parties signed an Addendum of Exclusive Grower Contract (the "Addendum") whereby the Parties agreed that the term of the Hemp Grower Agreement shall be five (5) years.

The Company has not incurred any expenses, nor generated any revenues, related to the Hemp Grower Agreement during the fiscal year ended July 31, 2019.

Note 6. Operating Lease Right-of-Use Asset

On August 1, 2018, the Company entered into a commercial lease (the "Lease") with Chan and Chan LLC to lease office space at 120 Hollybrook Court, Henderson, NV 89074 (see Note 11. Commitments). The term of the lease is for one (1) year, commencing on August 1, 2018 and ending July 31, 2019 (the Lease Termination Date"), with a renewal option to extend the lease for one (1) additional year. The monthly lease expense is \$2,400 and is due on the first day of each month. The Company evaluated this lease under *ASU 2016-02, "Leases" (Topic 842)* and estimated a right of use ("ROU") asset in the amount of \$27,737. The Company estimated this value using the following criteria:

- i. Total lease payments in the amount of \$28,800;
- ii. A lease term of twelve (12) months with twelve monthly payments;
- iii. A discount rate of seven percent (7%), which is consistent with the annual interest rate on the Company's two (2) Revolving Promissory Notes (see Note 8. Notes Payable and Accrued Interest)

The Company recorded the \$27,737 as an "Operating Lease Right of Use Asset" on its balance sheet as of the effective date of the lease. The Company will amortize the operating lease right-of-use asset at the rate of \$2,311.42 per month over the twelve-month term of the lease, beginning in August 2018 and ending in July 2019. The monthly amortization expense of \$2,311.42 will be recorded as an increase to the Company's monthly rent expense.

During the fiscal year ended July 31, 2019, the Company amortized the entire \$27,737 estimated value of the right of use asset.

As of July 31, 2019, the Lease had expired, and the Company chose not to exercise its option to renew it for an additional year. The Company has continued leasing this office space on a month-to-month basis, with September 2019 being the last month that the Company will lease this office space. Accordingly, as of July 31, 2019, the Company did not have a right of use asset recorded on its balance sheet in relation to this lease.

Note 7. Accounts Payable and Accrued Liabilities

The Company had \$136,293 of accounts payable and accrued liabilities as of July 31, 2019 and \$136,273 of accounts payable and accrued liabilities as of July 31, 2018.

Accounts payable and accrued liabilities as of July 31, 2019 consisted of \$113,723 of accounts payable and \$22,570 of accrued liabilities, while accounts payable and accrued liabilities as of July 31, 2018 consisted of \$113,723 of accounts payable and \$22,550.

The accounts payable represent vendor/trade payables incurred during the course of the Company's normal business operations, while the accrued liabilities represent non-interest-bearing funds advanced/loaned to the Company by unrelated parties. Almost the entire \$136,293 was incurred prior to the fiscal years ended July 31, 2019 and 2018.

Note 8. Notes Payable and Accrued Interest

Revolving Promissory Notes

As of July 31, 2019, the Company had entered into five (5) Revolving Promissory Notes (the “Notes”) with five (5) separate note holders (the “Holders”). The following is a summary of these notes:

	Date Issued	Maximum Borrowing Amount	Interest Rate	Maturity Date
Revolving Promissory Note 1	October 1, 2017	\$ 75,000	7.00%	September 30, 2019
Revolving Promissory Note 2	July 1, 2018	\$ 75,000	7.00%	June 30, 2019
Revolving Promissory Note 3	May 31, 2019	\$ 15,000	7.00%	May 29, 2020
Revolving Promissory Note 4	July 22, 2019	\$ 5,000	7.00%	July 21, 2020
Revolving Promissory Note 5	July 22, 2019	\$ 5,000	7.00%	July 21, 2020

Per the terms of the Notes, each note has a stated maximum revolving credit commitment (the “Revolving Credit Commitment”), with the aggregate maximum borrowing amount being one-hundred-seventy-five thousand dollars (\$175,000). During the term of the Notes (the “Revolving Credit Commitment Period”), the Company may use the Revolving Credit Commitment by borrowing, prepaying any advances in whole or in part, and re-borrowing, all in accordance with the terms and conditions set forth in the Notes. Interest on the Notes accrues from the date of any advances on any principal amount withdrawn, and on accrued and unpaid interest thereon, at the rate of seven percent (7%) per annum. All outstanding and unpaid principal, and all outstanding and accrued unpaid interest, is due and payable on and as of the Expiration Date. The Company may, at its sole discretion, prepay all or any portion of the accrued and unpaid interest on this Note and any outstanding principle amount of these Notes prior to the Expiration Date.

In the event of default, with default constituting (i) default by the Company in any payment on these Notes after any such payment becomes due and payable, (ii) breach by the Company of any material provisions of any agreement between the Company and the Holder, and/or (iii) the Company filing a voluntary petition in bankruptcy or any petition or answer seeking for itself any reorganization, readjustment, arrangement, composition or similar relief that is not discharged or dismissed within sixty (60) days, the unpaid outstanding principal balance of these Notes shall bear interest at the rate of fifteen percent (15%) per annum. Furthermore, in the event that these Notes are placed in the hands of any attorney for collection, or any suit or proceeding is brought for the recovery or protection of the indebtedness, the Company will be obligated to pay all reasonable costs and expenses incurred by Holder, including reasonable attorneys’ fees.

During the fiscal year ended July 31, 2019, the Company recorded \$7,326 of interest expense related to the Notes. The Company also paid \$1,450 of accrued interest to the Holders of the Notes during the fiscal year ended July 31, 2019, which resulted in net accrued interest of \$5,876 (\$7,326 - \$1,450) during the fiscal year ended July 31, 2019.

The Company recorded \$2,185 of interest expense related to the Notes during the fiscal year ended July 31, 2018. The Company did not make any interest and/or principal payments to the Holders

of the Notes during fiscal year 2018.

The following details the amount of principal and accrued and unpaid interest recorded by the Company in relation to the Notes as of July 31, 2019 and 2018:

	As of July 31, 2019	As of July 31, 2018
	Principal and Accrued Interest	Principal and Accrued Interest
Revolving Promissory Note 1	\$ 59,875	\$ 53,344
Revolving Promissory Note 2	79,807	5,005
Revolving Promissory Note 3	15,179	-
Revolving Promissory Note 4	5,010	-
Revolving Promissory Note 5	5,009	-
Total	\$ 164,880	\$ 58,349

Revolving Convertible Demand Note

On August 25, 2016, the Company entered into a Revolving Convertible Demand Note (the “Demand Note”) with Securities Compliance Group, Ltd., a Nevada limited liability company (the “Lender”). The Demand Note stipulated a maximum principal borrowing amount of twenty-five thousand dollars (\$25,000) with an annual interest rate (the “Loan Rate”) of nine and one-half percent (9.5%). Per the terms of the Demand Note, all payments made towards the indebtedness will first be applied to accrued and unpaid interest on the unpaid principal balance with the remainder, if any, to be applied toward the principal balance. The Demand Note also stipulates that the outstanding principal balance may be prepaid in full, without premium or penalty, at any time at the sole discretion of the Company. The Demand Note also states that in the event of default, with default being the occurrence of (i) the failure by the Company to make payment of principal or interest on the date when any such payment is due, (ii) the sale or other disposition of the Premises or all or any portion of the Company’s interest in the property without Lender’s consent; and/or (iii) the bankruptcy, dissolution, or liquidation of the Company, that the rate of interest will be twenty-two (22%) percent (the “Default Rate”). Furthermore, in the event of default, the Lender may, at its sole discretion, declare the outstanding principal balance and all accrued and unpaid interest immediately due and payable in full.

In addition, the Lender, at its sole discretion, has the right to convert the outstanding principal balance and all accrued and unpaid interest into shares of the Company’s common stock at a per share conversion price of \$0.0001 (the “Conversion Price”). Consistent with *ASC 470-20 – Debt With Conversion and Other Options*, the Company determined that the Conversion Price represented a beneficial conversion feature (the “BCF”), as the Conversion Price was below both the stated par value of \$0.001 per share and the \$0.001 per share closing price of the Company’s common stock on August 25, 2016. Accordingly, the Company estimated the value of the BCF to be \$225,000, which was recorded on the effective date as a \$25,000 debt discount on the balance sheet and a \$200,000 non-cash interest expense on the statement of operations. The \$25,000 debt discount was then amortized at the rate of \$1,562.50 per month from August 2016 through

November 2017, which represents the month in which the Company repaid the Demand Note in full using funds advanced under the Revolving Promissory Notes. Accordingly, the Company did not have any liability related to the Demand Note recorded on its balance sheet as of July 31, 2019 and 2018.

The Company did not incur any interest expense related to the Demand Note during the fiscal year ended July 31, 2019, as the note was repaid in full in November 2017.

During the fiscal year ended July 31, 2018, the Company recorded, and paid, \$550 of interest expense related to the Demand Note.

No shares of the Company's common stock were issued in relation to the Demand Note.

Note 9. Operating Lease Liability

On August 1, 2018, the Company entered into a commercial lease (the "Lease") with Chan and Chan LLC to lease office space at 120 Hollybrook Court, Henderson, NV 89074 (see Note 11 - Commitments).

The Company evaluated this lease under *ASU 2016-02, "Leases" (Topic 842)* and estimated a lease liability in the amount of \$27,737. The Company estimated this value using the following criteria:

- iv. Total lease payments in the amount of \$28,800;
- v. A lease term of twelve (12) months with twelve monthly payments;
- vi. A discount rate of seven percent (7%), which is consistent with the annual interest rate on the Company's two (2) Revolving Promissory Notes (see Note 8. Notes Payable and Accrued Interest)

The Company recorded the \$27,737 as an "Operating Lease Liability" on its balance sheet as of the effective date of the lease. The Company will amortize the operating lease liability at the rate of \$2,311.42 per month over the twelve-month term of the lease, beginning in August 2018 and ending in July 2019. The monthly amortization expense of \$2,311.42 will be recorded as a decrease to the Company's monthly rent expense.

During the fiscal year ended July 31, 2019, the Company amortized the entire \$27,737 estimated value of the operating lease liability.

As of July 31, 2019, the Lease had expired, and the Company chose not to exercise its option to renew it for an additional year. The Company has continued leasing this office space on a month-to-month basis, with September 2019 being the last month that the Company will lease this office space. Accordingly, as of July 31, 2019, the Company did not have an operating lease liability recorded on its balance sheet in relation to this lease.

Note 10. Stockholder's Deficit

Common Stock

All share amounts referenced in this section have been retroactively adjusted for the one for five hundred (1 for 500) reverse stock split effected on July 23, 2019 and detailed in “Note 1. Description of Business”.

The Company is authorized to issue 200,000,000 shares of its common stock with a par value of \$0.001 per share. As of July 31, 2019, the Company had 346,975 shares of common stock issued and outstanding.

The Company issued 180,000 shares of its common stock during the fiscal year ended July 31, 2019. These shares were issued for cash proceeds of ten thousand (\$10,000) dollars.

The issuance of the 180,000 shares of common stock on October 18, 2018 resulted in a change of control of the Company. Immediately prior to the sale and issuance of these shares, the Company had 166,975 shares of its common stock issued and outstanding. Immediately after the sale and issuance of these shares, the Company had 346,975 shares of its common stock issued and outstanding, of which the owner of the 180,000 shares owned and controlled approximately 51.88%.

During the six-month period ended January 31, 2013, the Company sold 2,400 shares of its common stock for cash proceeds of \$90,000. As of the date of this filing, the 2,400 shares have not been issued as the Company has not yet determined who purchased the shares. Accordingly, the Company is holding the 2,400 shares in reserve and has not included these shares in the number of shares issued and outstanding as of July 31, 2019 and 2018.

The Company has verbally agreed to issue 50,000 shares of its common stock to one or more unrelated accredited investors as compensation for future consulting services. These shares, if issued, are to be issued to the investors upon successful completion of said services.

The following is a summary of the Company’s common stock that is available to be issued as of July 31, 2019:

Shares authorized to be issued	200,000,000
Less shares issued and outstanding as of July 31, 2019	346,975
Less shares held in reserve related to \$90,000 stock sale	2,400
Less shares allocated for future issuance to accredited investors	50,000
Shares available to be issued as of July 31, 2019	<u>199,600,625</u>

Stock Options

As of July 31, 2019, the Company had no outstanding stock option grants.

Warrants

As of July 31, 2019, the Company had no outstanding warrants.

Note 11. Commitments

On August 1, 2018, the Company entered into a commercial lease (the “Lease”) with Chan and Chan LLC to lease office space at 120 Hollybrook Court, Henderson, NV 89074. The term of the lease is for one (1) year, commencing on August 1, 2018 and ending July 31, 2019 (the Lease Termination Date”), with a renewal option to extend the lease for one (1) additional year. The monthly lease expense is \$2,400 and is due on the first day of each month, with the total amount of the lease payments being \$28,800 over the twelve-month term of the lease. This lease expired on July 31, 2019, and the Company chose not to exercise its option to renew the lease for an additional twelve-month period. The Company has been leasing this office space on a month-to-month basis, with September 2019 being the final month that the Company will be leasing this office space.

The Company has verbally agreed to issue 50,000 shares of its common stock to one or more unrelated accredited investors as compensation for future consulting services (see Note 10. Stockholders’ Deficit). These shares, if issued, will be upon successful completion of said services.

Note 12. Subsequent Events

As of September 11, 2019, there were no material subsequent events to report.

B. Quasi-Reorganization (Accounting).

Subject to a determination under Nevada law and conformity with generally accepted accounting principles, or either, the Company may effectuate a quasi-reorganization. In a quasi-reorganization, the total deficit or most of the deficit is then written off against paid-in capital balances, providing the Company with a new capital structure. The Company had experienced significant net losses after formation and during operations. The Company may be able to eliminate the deficit through a restatement of its invested capital balances, i.e., the total deficit or most of the deficit is then written off against paid-in capital balances, giving the Company a revised capital structure. The Company believes that all or a substantial amount of the accumulated deficit will be eliminated. Performance of the Company from the reorganization date and quasi-reorganization date, or such earlier date of the quasi-reorganization, forward can then be measured and reported without having the prior history and negative results reflecting unfavorably on the Company. The Company believes that the financial statements or notes to financial statements will reflect the retained earnings dated as at the time of account readjustment(s) and will provide the Company with a “fresh start” in earnings accumulations or losses.

Item 5. Business, Products and Service.

A. Description of the Issuer's Business Operations:

The Company intends to become active as a management advisory and consulting firm for small companies, to include, but not limited to providing operational services in corporate development, restructuring, finance, and strategic growth plans, as well as strategy development, website and social media consulting. The Company will also focus on the investment of capital in private companies that are interested in expanding their business by gaining better access to financial and administrative services to start-up, emerging growth and mature businesses. We believe that we have access to investment capital, and we will be able to identify and take advantage of a profitable business opportunity. The success of our plan of operation will dependent upon the availability of funding and the management of the business opportunity. Obtaining financing and consummation of a transaction may result in the issuance of our previously authorized and unissued shares of Common Stock that would result in a reduction in percentage ownership of shares owned by our present and prospective stockholders and the addition of others to our management.

On September 1, 2018, the Company entered into an Exclusive Grower Agreement (the “Grower Agreement”) with Smoketown Enterprises, LC (“Smoketown”) of Cedar Falls, Iowa (together, “the Parties”), whereby Smoketown will be the Company’s exclusive grower of stevia plants and/or any other similar products as mutually agreed to by the Parties. See Notes to Financial Statements, Note 1.

Stevia has been approved by the Food and Drug Administration as a dietary supplement, but it has not been approved as a food additive. Stevia contains glycosides that consists of a compound formed from simple sugar and another compound by replacement of a hydroxyl group in the sugar molecule. These glycosides are not metabolized by the human body and therefore contains no calories (like certain other artificial sweeteners). The Company anticipates that Stevia based will be accepted as a noncaloric natural sweetener and weight-loss blends.² Stevia can be grown legally in the United States and in most countries, however, some counties have restricted its use as a sweetener.

² PepsiCo and Coca Cola have introduced products that contain a branded Stevia based sweeteners (PureVia and Truvia).

The Company's hemp crop will be an ultra-high cannabidiol (CBD) industrial hemp strain. Smoketown Enterprises, LC and the Company have signed an agreement reserving up to 6,000 acres of prime Iowa farmland for its exclusive use for Stevia and hemp cultivation. According the Hemp Business Journal, the United States Hemp industry produced at least \$820 million in revenues during 2017, with growth to over \$1 billion for 2018, and an expected 14% compound annual growth rate through 2022. Much of the recent growth has come from the demand for hemp-derived CBD for use in health and wellness products. The strain of industrial hemp intended to be harvested for the Company is ultra-rich in CDB, but contains less than 0.3% of THC, the psychoactive ingredient

found in marijuana. The Company further believes that similar hemp cultivation opportunities are available in Iowa predicated upon the fact that the crop will stand as a companion to corn and soybeans in Iowa's crop rotation.

The Company has also had preliminary negotiations for the planting of 165 acres of land in Minnesota.

On December 12, 2018, the 2018 Farm Bill, known as the "Agriculture Improvement Act of 2018" was signed. The 2018 Farm Bill defines hemp as follows: The term 'hemp' means the plant *Cannabis sativa* L. and any part of that plant, including the seeds thereof and all derivatives, extracts, cannabinoids, isomers, acids, salts, and salts of isomers, whether growing or not, with a delta-9 tetrahydrocannabinol concentration of not more than 0.3 percent on a dry weight basis. It goes on to explicitly remove hemp from the Controlled Substances Act. The 2018 Farm Bill confers on the Department of Agriculture ("DOA") the regulation of hemp and contemplates federal regulations that would allow for states to become the "primary regulator" of hemp. The 2018 Farm Bill explicitly provides for the interstate transportation of hemp and prohibits states from restricting the interstate transportation of hemp, stating "nothing in this title or an amendment made by this title prohibits the interstate commerce of hemp (as defined in section 297A of the Agricultural Marketing Act of 1946 (as added by section 10113)) or hemp products...No State or Indian Tribe shall prohibit the transportation or shipment of hemp or hemp products produced in accordance with subtitle G of the Agricultural Marketing Act of 1946 (as added by section 10113) through the State or the territory of the Indian Tribe, as applicable."

On June 11, 2019 Stevia Nutra Corp, signed and completed a farming five-year agreement with Schwichtenberg Farm located in Waterville, MN to grow Hemp, Stevia Nutra is looking forward to completing its first cycle of hemp growing. The initial planting encompasses 145 acres in southern Minnesota prime farming land Stevia Nutra will be harvesting its first crop by the end of September 2019.

See prior Annual Reports filed with the OTC Markets Group Inc.

- | | | |
|----|--|--|
| B. | Date and State (or jurisdiction) of Incorporation: | April 30, 2010 |
| C. | Issuer's Primary and Secondary SIC Codes: | 7510 /Fishing and Farming |
| D. | The Issuer's Fiscal Year End Date: | July 31. |
| E. | Principal products or services, and their markets: | See A above. |
| F. | Recent Issued Accounting Pronouncements. | See prior Annual Reports filed with the OTC Markets Group Inc. |

Item 6. Issuer's Facilities.

Our executive offices are located at:

Stevia Nutra Corp.

120 Hollybrook Court
Henderson, NV 89074

On August 1, 2018, the Company entered into a commercial lease (with Chan and Chan LLC to lease office space at 120 Hollybrook Court, Henderson, NV 89074 (see Notes to Financial Statements). The term of the lease is for one year, commencing on August 1, 2018 and ending July 31, 2019 with a renewal option to extend the lease for one additional year.

Item 7. Officers, Directors and Control Persons.

A. Officers and Directors and Control Persons.

Provide the full names, business addresses, employment histories (for the past 5 years), positions held, responsibilities and employment dates, board memberships, other affiliations, compensation and number of securities (specify each class) beneficially owned by each person as of the date hereof.

Officer(s) and Director:

<u>Name</u>	<u>Position</u>	<u>Other</u>	<u>Share of stock</u>
Richard F. Kugelmann Stevia Nutra Corp. 120 Hollybrook Court Henderson, NV 89074	President	Director	0
Dr. Robert J. Michet	Director		0

Richard F. Kugelmann is not compensated by the Company.

Richard F. Kugelmann retired after serving in the United States Army for twenty years. He has been a member of the Board of Directors of Texas Wyoming Drilling Corporation since September 1, 2014 and has been a member of the Board of Directors of Agra Medical Global Holdings Inc. since 2016. For the past two years, he has been its Chief Executive Officer. Mr. Kugelmann also provides business consulting to mineral exploration companies in Arizona and Nevada. He is a Certified Gemologist and a member of the Gemologist Institute of America.

Dr. Robert J. Michet has joined Stevia Nutra as a member to the Board of Directors. He has been President Chief Executive Officer of Texas Wyoming Drilling Corporation since 2008 to 2014, Dr. Michet has a vast knowledge of leading publicly trading corporations, and considered a valuable asset to Stevia Nutra Corp.

As of the date hereof, in tabular format, is the names and address of all persons/entities holding over five (5%) percent of the Company's Common Stock::

<u>Name/Address</u>	<u>Affiliation</u>	<u>Number of Shares</u>	<u>Type/Class</u>	<u>Percentage</u>	<u>Notes</u>
Alexis Elaine Wakefield 3137 Belvedere Henderson, NV 89014	Stockholder	180,000	Common	51.871 %	
Cede & Co. 570 Washington Boulevard Jersey City, NJ 07310	Holder	62,819	Common	5.52 %	(1)

(1) Cede & Co. is the nominee name for The Depository Trust Company (“DTC”), a clearing house that holds the Company’s shares in its name for banks, brokers and institutions in order to expedite the sale and transfer of the stock. DTC is able to provide position information on a security at the DTC participant level. Issuers and their authorized third-party agents can use DTC’s Security Position Report web service (SPR) throughout the year to obtain position information on their securities as needed. The Company has not elected to subscribe to the service or make a special request for security positions. The Company had been informed and believes that there are no control securities or restricted securities of STNT held in Cede & Co.’s name.

B. Beneficial Shareholders.

Beneficial ownership is determined in accordance with the rules of the SEC and generally includes voting or investment power with respect to securities. Unless otherwise indicated below, to our knowledge, the persons and entities named in the table have sole voting and sole investment power with respect to all shares beneficially owned, subject to community property laws where applicable. Shares of the Company’s Common Stock subject to options or warrants that are currently exercisable or exercisable within 60 days of the Record Date are deemed to be outstanding and to be beneficially owned by the person holding the options or warrants for the purpose of computing the percentage ownership of that person but are not treated as outstanding for the purpose of computing the percentage ownership of any other person. Applicable percentage voting power is based on 173,430,834 shares of Common Stock outstanding as of the date hereof.

To the extent not otherwise disclosed in response to the foregoing, provide a list of the names, addresses and shareholdings of all persons holding more than ten percent (10%) of any class of the issuer’s equity securities:

Alexis Elaine Wakefield 3137 Belvedere Henderson, NV 89014	180,000	51%
Cede & Co. 570 Washington Boulevard Jersey City, NJ 07310	62,819	5.5 %

If any of the beneficial shareholders are corporate shareholders, provide the name and address of person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

See footnote (1) re Cede & Company above;

Item 8. Legal/Disciplinary History.

A. 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 of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

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 a person’s involvement in any type of business, securities, commodities, or banking activities;

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person’s involvement in any type of business, securities, commodities, or banking activities

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

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

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 of the foregoing persons have been the subject of any 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.

B. There are no pending legal proceedings incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. There are no proceedings known to be threatened or contemplated by governmental authorities.

Item 9. Third Party Providers.

Set forth below are the name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:

Legal Counsel:

Randy Goulding
Securities Counselors Inc.

Accountant or Auditor:

None

Investor Relations Consultant:

None

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

None

Item 10. Issuer Certification.

I, Richard F. Kugelmann, certify that:

1. I have reviewed the Issuer's Information Disclosure of Stevia Nutra Corp. Report of April 30, 2019;

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 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, present in all material respects the financial condition, results

of operations and cash flows of the Issuer as, and for, the periods presented in this Issuer's Informational Disclosure Statement.

Date: September 12, 2019

STEVIA NUTRA CORP.

/s/ Richard F. Kugelman
Richard F. Kugelman
Chief Executive Officer
(Principal Executive Officer)

I, Richard F. Kugelman, Acting Chief Financial Officer, hereby certifies that:

1. I have reviewed this Information Disclosure of Stevia Nutra Corp. Report of July 31, 2019.
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 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, and for, the periods presented in this Issuer's Informational Disclosure Statement.

Date: September 12, 2019

STEVIA NUTRA CORP.

/s/ Richard F. Kugelman
Richard F. Kugelman
(Acting Chief Financial Officer)

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