### **OTC Pink Basic Disclosure Guidelines**

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

Band Rep Management, Inc. as of July 2016 Sky Century Investment Inc. as of December 2015 Band Rep Management, Inc. as of May 2012

# 2) Address of the issuer's principal executive offices

<u>Company Headquarters</u> Address 1: <u>Room 5-6, 18/F, China Hong Kong City</u> Address 2: <u>33 Canton Road</u> Address 3: <u>Kowloon Hong Kong, China</u> Phone: <u>(852) 3187-4323</u> Email: <u>WingLei2017@yahoo.com</u> Website(s): \_\_\_\_\_

IR Contact Name: Anthony Licausi Firm: Barenberg Capital Partners Address 1: \_\_\_\_\_ Address 2: \_\_\_\_\_ Phone: +<u>1-888-944-4769</u> Email: \_\_\_\_\_

# 3) Security Information

Trading Symbol: BNRMExact title and class of securities outstanding: Common StockCUSIP: 059806208Par or Stated Value: \$0.001Total shares authorized: 200,000,000as of: 3/10/2017Total shares outstanding: 110,022,572

<u>Transfer Agent</u> Name: <u>West Coast Stock Transfer Inc.</u> Address 1: <u>721 N. Vulcan Ave.</u> Address 2: <u>Suite 205</u> Address 3: <u>Encinitas, CA 92024</u> Phone: <u>619-664-4780</u> Is the Transfer Agent registered under the Exchange Act?\*

Yes: 🖂

No: 🗌

#### List any restrictions on the transfer of security:

# None

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

None

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

# None

# 4) Issuance History

Listed below, in chronological order, are all events that resulted in changes in total shares outstanding by the Issuer in the past two fiscal years and any interim period. The list includes 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.

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

<u>N/A</u>

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

<u>N/A</u>

C. The number of shares offered;

N/A

D. The number of shares sold;

<u>N/A</u>

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

N/A

F. The trading status of the shares; and

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.

<u>N/A</u>

# 5) Financial Statements

# Financial statement for the quarter ended February 28, 2017 and 2016, are incorporated by reference into this Information and Disclosure Statement.

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

A. Description of the Issuer's business operations;

The Company is currently in the initial start-up stage and all activities of the Company to date relate to its organization, initial funding and share issuances. The Company has not yet commenced or generated any significant operations. The Company intends to identify and acquire marble mining rights and enter into contracts with third parties for exploration and extraction activities with respect to such mining rights.

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

# May 4, 2012, Nevada

C. Issuer's primary and secondary SIC Codes;

# Primary SIC code 1411; secondary SIC code 1429

D. Issuer's fiscal year end date;

# <u>May 31</u>

E. Principal products or services, and their markets;

# See A above

# 7) Describe the Issuer's Facilities

The Company utilizes approximately 800 square feet of office space occupied by an entity affiliated with the Company's sole officer at no charge.

### 8) Officers, Directors, and Control Persons

# A. Names of Officers, Directors, and Control Persons.

### Officers

Xiaoying Lei: President, Chief Executive Officer, Chief Financial Officer, Secretary, Treasurer and Director Room 5-6, 18/F, China Hong Kong City 33 Canton Road Kowloon Honk Kong, China

### Control Persons

Xiaoying Lei Room 5-6, 18/F, China Hong Kong City 33 Canton Road Kowloon Honk Kong, China 60,000,072

54.53%

- B. Legal/Disciplinary History. None 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);

- 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;
- 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
- 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.
- C. <u>Beneficial Shareholders</u>. Following is a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the Issuer's equity securities.

Xiaoying Lei Room 5-6, 18/F, China Hong Kong City 33 Canton Road Kowloon Honk Kong, China 60,000,072

54.53%

### 9) Third Party Providers

Legal Counsel Name: <u>W. Scott Lawler, Esq.</u> Firm: <u>Booth Udall Fuller PLC</u> Address 1: <u>1255 W. Rio Salado Pkwy, Suite 215</u> Address 2: <u>Tempe, AZ 85281</u> Phone: <u>480-830-2700</u> Email: wsl@boothudall.com

Accountant or Auditor
Name:
Firm: \_\_HK Business Consultant & Accounting Ltd.\_\_\_\_\_
Address 1: \_Unit 1501, Hollywood Plaza\_\_\_\_\_
Address 2: \_\_\_\_610 Nathan Road, Hong Kong\_\_\_\_\_
Phone: \_\_\_\_\_+852-2737 9933\_\_\_\_\_
Email:

Investor Relations Consultant Name: Anthony Licausi Firm: Barenberg Capital Partners Address 1: \_\_\_\_\_ Address 2: \_\_\_\_\_ Phone: +<u>1-888-944-4769</u> Email: \_\_\_\_\_

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

Name: \_\_\_\_\_ Firm: \_\_\_\_\_ Address 1: \_\_\_\_\_ Address 2: \_\_\_\_\_ Phone: \_\_\_\_\_ Email:

#### 10) Issuer Certification

OTC Markets Group Inc. OTC Pink Basic Disclosure Guidelines (v1.1 April 25, 2013)

## I, Xiaoying Lei certify that:

# 1. I have reviewed this <u>quarterly disclosure statement</u> of <u>BNRM;</u>

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.

March 30, 2017

/s/ Xiaoying Lei Xiaoying Lei

CEO

Unaudited Financial Statements For The Nine Months Ended February 28, 2017 And 2016

# **CONDENSED BALANCE SHEETS**

# AS OF FEBRUARY 28, 2017 AND MAY 31, 2016

# (Currency expressed in United States Dollars ("US\$"), except for number of shares)

	Novem	ber 30, 2016	May 31, 2016	
	(U	naudited)	(Uuaudited)	
ASSETS				
Current assets:				
Cash and cash equivalents	\$	-	\$	
TOTAL ASSETS	\$	-	\$	-
LIABILITIES AND STOCKHOLDERS' DEFICIT				
Current liabilities:				
Accounts payable and accrued liabilities	\$	10,300	\$	7,300
Amount due to a related party		55,100		48,167
Total current liabilities		65,400		55,467
Total liabilities		65,400		55,467
Stockholders' deficit:				
Common stock, \$0.001 par value; 200,000,000 shares				
authorized; 110,022,572 and 110,022,572 shares issued and				
outstanding, respectively		110,023		110,023
Additional paid-in capital		25,830		25,830
Accumulated deficit		(201,253)		(191,320)
Total stockholders' deficit		(65,400)		(55,467)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$	-	\$	-

# STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

# FOR THE NINE AND THREE MONTHS ENDED FEBRUARY 28, 2017 AND 2016

# (Currency expressed in United States Dollars ("US\$"), except for number of shares)

# (Unaudited)

OPERATING EXPENSES	3 months ended February 30, 2017	3 months ended February 30, 2016	9 months ended, February 30, 2017	9 months ended, February 30, 2016
General and administrative Professional fees <b>Total operating expenses</b>	(\$29) (\$4,853) (\$4,822)	(\$750) (\$2,450) (\$3,200)	(\$29) (\$9,904) (\$9,933)	(\$2,250) (\$16,700) (\$18,950)
LOSS BEFORE INCOME TAXES Income tax expense	(\$4,822)	(\$3,200)	(\$9,933)	(\$18,950)
NET LOSS Net loss per share - Basic and diluted	\$0.00	\$0.00	\$0.00	\$0.00
Weighted average common shares outstanding – Basic and diluted	110,022,572	110,022,572	110,022,572	110,022,572

# STATEMENTS OF CASH FLOWS

# FOR THE NINE MONTHS ENDED FEBRUARY 28, 2017 AND 2016

# (Currency expressed in United States Dollars ("US\$"))

# (Unaudited)

	N	Nine Months ended February 28,				
		2017	2016			
Cash flow from operating activities:						
Net loss	\$	(9,933)	\$	(18,950)		
Changes in operating assets and liabilities:						
Accounts payable and accrued liabilities		9,933		18,950		
Net cash used in operating activities						
Net change in cash and cash equivalents		-		-		
Cash and cash equivalents, Beginning of Period		-		-		
Cash and cash equivalents, End of Period	\$	-	\$	-		
SUPPLEMENTAL DISCLOSURE OF CASH FLOW IN	FORMATION					
Cash paid for income taxes	\$	-	\$	-		
Cash paid for interest	\$	-	\$	-		

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# STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT

# FOR THE NINE MONTHS ENDED FEBRUARY 30, 2017

# (Currency expressed in United States Dollars ("US\$"), except for number of shares)

# (Unaudited)

				Additional	A	Accumulated	Total s	stockholders'
	Common stock		paid-in capital		deficit			deficit
	No. of shares	Amount						
Balance as of June 1, 2016 (unaudited)	110,022,572	\$ 110,023	\$	25,830	\$	(191,320)	\$	(55,467)
Net loss for the period				-		(9,933)		(9,933)
Balance as of February 28, 2017	110,022,572	\$ 110,023	\$	25,830	\$	(201,253)	\$	(65,400)

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# NOTES TO CONDENSED FINANCIAL STATEMENTS

# FOR THE NINE MONTHS ENDED FEBRUARY 28, 2017

# (Currency expressed in United States Dollars ("US\$"), except for number of shares)

# (Unaudited)

# 1. DESCRIPTION OF BUSINESS AND ORGANIZATION

Band Rep Management Inc. ("BNRM" or the "Company") was incorporated in the State of Nevada as a for-profit Company on August 4, 2012 and established a fiscal year end of August 31. The Company has not yet commenced any significant operations and all activities of the Company to date relate to its organization, initial funding and share issuances.

The Company is in start-up stage and has incurred losses since inception.

# 2. GOING CONCERN UNCERTAINTIES

These financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the discharge of liabilities in the normal course of business for the foreseeable future.

For the year ended February 28, 2017, the Company has incurred a net loss of \$9,933 with an accumulated deficit of \$201,253 as of that date. The continuation of the Company is dependent upon the continuing financial support of its shareholders. Management believes this funding will continue, and is also actively seeking new investors. Management believes the existing stockholders will provide the additional cash to meet the Company's obligations as they become due. However, there is no assurance that the Company will be successful in securing sufficient funds to sustain the operations.

These and other factors raise substantial doubt about the Company's ability to continue as a going concern. These financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result in the Company not being able to continue as a going concern.

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

• Basis of presentation

These accompanying financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America ("US GAAP").

• Use of estimates and assumptions

In preparing these financial statements, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the balance sheet and revenues and expenses during the period reported. Actual results August differ from these estimates.

• Shell company

The Company has not operated or commenced any significant business with no nominal assets. It is currently considered as a shell company.

• Income taxes

### NOTES TO CONDENSED FINANCIAL STATEMENTS

### FOR THE NINE MONTHS ENDED FEBRUARY 28, 2017

### (Currency expressed in United States Dollars ("US\$"), except for number of shares)

#### (Unaudited)

The Company adopted the provisions of paragraph 740-10-25-13 of the FASB Accounting Standards Codification. Paragraph 740-10-25-13.addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under paragraph 740-10-25-13, the Company August recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Paragraph 740-10-25-13 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its liabilities for unrecognized income tax benefits according to the provisions of paragraph 740-10-25-13.

The estimated future tax effects of temporary differences between the tax basis of assets and liabilities are reported in the accompanying balance sheets, as well as tax credit carry-backs and carry-forwards. The Company periodically reviews the recoverability of deferred tax assets recorded on its balance sheets and provides valuation allowances as management deems necessary.

• Uncertain tax positions

The Company did not take any uncertain tax positions and had no adjustments to its income tax liabilities or benefits pursuant to the provisions of Section 740-10-25 for the period ended November, 30 2016 and 2015.

• Net loss per share

The Company calculates net loss per share in accordance with ASC Topic 260, "*Earnings per Share*." Basic loss per share is computed by dividing the net income by the weighted-average number of common shares outstanding during the period. Diluted loss per share is computed similar to basic loss per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common stock equivalents had been issued and if the additional common shares were dilutive.

There were no potentially outstanding dilutive shares for the nine months ended February 28, 2017 and 2016.

• Related parties

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to section 850-10-20 the related parties include a) affiliates of the Company; b) entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of section 825–10–15, to be accounted for by the equity method by the investing entity; c) trusts for the benefit of employees, such as pension and Income-sharing trusts that are managed by or under the trusteeship of management; d) principal owners of the Company; e) management of the Company; f) other parties with which the Company November deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and g) other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the

# NOTES TO CONDENSED FINANCIAL STATEMENTS

# FOR THE NINE MONTHS ENDED FEBRUARY 28, 2017

# (Currency expressed in United States Dollars ("US\$"), except for number of shares)

# (Unaudited)

transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

The financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a) the nature of the relationship(s) involved; b) a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c) the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d) amount due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.

# • Commitments and contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions August exist as of the date the financial statements are issued, which August result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or un-asserted claims that August result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or un-asserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed. Management does not believe, based upon information available at this time that these matters will have a material adverse effect on the Company's financial position, results of operations or cash flows. However, there is no assurance that such matters will not materially and adversely affect the Company's business, financial position, and results of operations or cash flows.

• Fair value of financial instruments

The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and has adopted paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments. Paragraph 820-10-35-37 of the FASB Accounting Standards Codification establishes a framework for measuring fair value in generally accepted accounting principles (GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, paragraph 820-10-35-37 of

### NOTES TO CONDENSED FINANCIAL STATEMENTS

### FOR THE NINE MONTHS ENDED FEBRUARY 28, 2017

# (Currency expressed in United States Dollars ("US\$"), except for number of shares)

#### (Unaudited)

the FASB Accounting Standards Codification establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three (3) levels of fair value hierarchy defined by paragraph 820-10-35-37 of the FASB Accounting Standards Codification are described below:

- Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
- Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.
- Level 3 Pricing inputs that are generally observable inputs and not corroborated by market data.

Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

The carrying amounts of the Company's financial assets and liabilities, such as accounts payable and accrued expenses, approximate their fair values because of the short maturity of these instruments.

Transactions involving related parties cannot be presumed to be carried out on an arm's-length basis, as the requisite conditions of competitive, free-market dealings August not exist. Representations about transactions with related parties, if made, shall not imply that the related party transactions were consummated on terms equivalent to those that prevail in arm's-length transactions unless such representations can be substantiated.

# 4. STOCKHOLDERS' DEFICIT

The Company is authorized to issue an aggregate of 200,000,000 common shares with a par value of \$0.001 per share. No preferred shares have been authorized or issued.

As of February 28, 2017, the Company had a total of 110,022,572 shares of its common stock issued and outstanding.

As of February 28, 2016, the Company has not granted any stock options and has not recorded any stock-based compensation.

# NOTES TO CONDENSED FINANCIAL STATEMENTS

# FOR THE NINE MONTHS ENDED FEBRUARY 28, 2017

# (Currency expressed in United States Dollars ("US\$"), except for number of shares)

# (Unaudited)

# 5. INCOME TAXES

The Company is incorporated in the State of Nevada and is subject to United States of America tax law.

As of February 28, 2017, the Company incurred \$201,253 of cumulative net operating losses which can be carried forward to offset future taxable income. The net operating loss carryforwards begin to expire between 2035 and 2036, if unutilized. The Company has provided for a full valuation allowance against the deferred tax assets on the expected future tax benefits from the net operating loss carryforwards as the management believes it is more likely than not that these assets will not be realized in the future.

The Company is delinquent in filing its United States corporation income tax returns for the periods from inception to 2017. The Company does not expect any tax to be due upon filing of these delinquent returns.

# 6. RELATED PARTY TRANSACTIONS

For the period ended February 28, 2017, the Company utilized office space occupied by a director at no charge. Such costs are immaterial to the financial statements and accordingly are not reflected herein.

As of February 28, 2017, the amount due to a related party represented temporary advances made by a director, Xiaoying Lei to the Company for its working capital purposes, which were unsecured, interest free and with no fixed terms of repayment.

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