

CMK GAMING INTERNATIONAL, INC.
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

| | As of December 31, 2016 | As of December 31, 2015 |
|--|--|--|
| ASSETS | | |
| Current assets | | |
| Cash | \$ 14,381 | \$ - |
| Total Current Assets | <u>14,381</u> | <u>-</u> |
| Property and equipment, net | 54,640 | 3,406 |
| Intangible assets, net | 15,861,167 | - |
| Available for sale securities | <u>185,040</u> | <u>-</u> |
| Total Assets | <u><u>\$ 16,115,227</u></u> | <u><u>\$ 3,406</u></u> |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| LIABILITIES: | | |
| Accrued expenses - related parties | \$ 166,393 | \$ 110,528 |
| Accounts payable | <u>9,108</u> | <u>-</u> |
| Total Liabilities | <u>175,501</u> | <u>110,528</u> |
| STOCKHOLDERS' EQUITY: | | |
| Common stock: \$0.0001 par value, 2,000,000,000 shares authorized; 300,595,900 shares issued and outstanding at December 31, 2016 and 15,595,700 issued and outstanding at December 31, 2015 | 31,259 | 2,759 |
| Additional paid-in capital | 16,519,998 | 4,314 |
| Accumulated deficit | <u>(611,531)</u> | <u>(114,195)</u> |
| Total Stockholders' Equity | <u>15,939,726</u> | <u>(107,122)</u> |
| Total Liabilities and Stockholders' Equity | <u><u>\$ 16,115,227</u></u> | <u><u>\$ 3,406</u></u> |

See accompanying notes to financial statements.

CMK GAMING INTERNATIONAL, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

| | For the Years Ended December 31, | |
|---|---|--------------------|
| | 2016 | 2015 |
| OPERATING EXPENSES: | | |
| Consulting fees | \$ 3,500 | \$ - |
| Legal | 12,462 | 3,900 |
| Registered Agent | - | 175 |
| Research and Development | - | 20,150 |
| Salaries | 67,423 | 500 |
| Transfer Agent | 21,555 | 3,478 |
| Director Fees | 30,000 | - |
| Rent | 26,187 | - |
| Insurance | 17,082 | - |
| Utilities | 1,367 | - |
| Depreciation | 17,313 | - |
| Amortization | 268,833 | - |
| Professional Fees | 14,911 | 3,000 |
| Meals & Entertainment | 8,856 | - |
| Other General & Administrative | 5,113 | 75 |
| | <u>494,602</u> | <u>31,278</u> |
| Total operating expenses | <u>494,602</u> | <u>31,278</u> |
| LOSS FROM OPERATIONS | <u>(494,602)</u> | <u>(31,278)</u> |
| OTHER INCOME (EXPENSES): | | |
| Loss on currency translation | (2,939) | - |
| Interest income | 205 | - |
| | <u>(2,734)</u> | <u>-</u> |
| Total other income | <u>(2,734)</u> | <u>-</u> |
| INCOME (LOSS) BEFORE INCOME TAXES | (497,336) | (31,278) |
| PROVISION FOR INCOME TAXES | <u>-</u> | <u>-</u> |
| NET INCOME (LOSS) | <u>(497,336)</u> | <u>(31,278)</u> |
| NET INCOME (LOSS) PER COMMON SHARE: | | |
| Basic and Diluted | <u>\$ (0.0048)</u> | <u>\$ (0.0021)</u> |
| WEIGHTED AVERAGE COMMON SHARES OUTSTANDING: | | |
| Basic and Diluted | <u>103,242,747</u> | <u>14,762,567</u> |

See accompanying notes to financial statements.

CMK GAMING INTERNATIONAL, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2016 AND 2015
(UNAUDITED)

| | Common Stock | | Additional | Accumulated | Total |
|--|---------------------|------------------|---------------------|--------------------|----------------------|
| | # of Shares | Amount | Paid-in | Deficit | Stockholders' |
| | | | Capital | | Equity |
| Balance, December 31, 2014 | 12,262,367 | \$ 2,426 | \$ (5,353) | \$ (82,917) | \$ (85,844) |
| Common stock issued for services | 3,333,333 | 333 | 9,667 | - | 10,000 |
| Net income (loss) | <u>-</u> | <u>-</u> | <u>-</u> | <u>(31,278)</u> | <u>(31,278)</u> |
| Balance, December 31, 2015 | 15,595,700 | 2,759 | 4,314 | (114,195) | (107,122) |
| Common stock issued for services | 6,666,800 | 667 | 29,333 | - | 30,000 |
| Common stock issued for pay down of debt | 8,333,400 | 833 | 9,167 | - | 10,000 |
| Common stock issued for acquisition | 270,000,000 | 27,000 | 16,477,184 | - | 16,504,184 |
| Net income (loss) | <u>-</u> | <u>-</u> | <u>-</u> | <u>(497,336)</u> | <u>(497,336)</u> |
| Balance, December 31, 2016 | <u>300,595,900</u> | <u>\$ 31,259</u> | <u>\$16,519,998</u> | <u>\$(611,531)</u> | <u>\$15,939,726</u> |

See accompanying notes to financial statements.

CMK GAMING INTERNATIONAL, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

| | December 31, | |
|--|---------------------|-----------------|
| | 2016 | 2015 |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Net income (loss) | \$ (497,336) | \$ (31,278) |
| Adjustments to reconcile net income (loss) to net cash used in operating activities: | | |
| Depreciation and amortization expense | 286,146 | - |
| Change in operating assets and liabilities: | | |
| Accounts payable | 9,108 | - |
| Accrued expenses - related parties | 55,865 | 21,278 |
| NET CASH USED IN OPERATING ACTIVITIES | (146,217) | (10,000) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Investment in available for sale securities | (185,040) | - |
| Acquisition of intangible assets | (16,130,000) | - |
| Acquisition of property and equipment | (68,547) | - |
| NET CASH USED IN INVESTING ACTIVITIES | (16,383,587) | - |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Common stock issuance for services | 30,000 | 10,000 |
| Common stock issuance for pay down of debt | 10,000 | - |
| Common stock issuance for acquisition | 16,504,184 | - |
| NET CASH PROVIDED BY FINANCING ACTIVITIES | 16,544,184 | 10,000 |
| NET (DECREASE) INCREASE IN CASH | 14,381 | - |
| CASH, beginning of year | - | - |
| CASH, end of year | \$ 14,381 | \$ - |
| SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION | | |
| Interest paid | \$ - | \$ - |
| Income taxes paid | \$ - | \$ - |

See accompanying notes to financial statements.

CMK GAMING INTERNATIONAL, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2016 AND 2015
(UNAUDITED)

Note 1. Organization and Nature of Business

CMK Gaming International, Inc. (“the Company”) was incorporated in the State of Colorado in 1987 under the name Brown Disc Products Company, Inc. In 1997, the Company changed its name to The Quartz Group, Inc. In 2005, the Company changed its name to Tenguy World International, Inc. In 2013, the Company changed its name to CMK Gaming International, Inc.

On October 1, 2016, the Company acquired 100% of the outstanding stock of GuanHuaSoft Gaming Co., LTD. in exchange for 270,000,000 shares in the Company.

GuanHuaSoft Gaming Co., LTD. (“GuanHua”) was incorporated in Taiwan on September 16, 2010, as a company limited by shares under the laws of the Republic of China (ROC), and was the successor to a prior limited company, LeQi Star Digital Ltd. GuanHua current is a wholly owned subsidiary of the Company.

GuanHua is engaged in the business of designing, developing, and publishing proprietary casino table games, video games and associated technology, platforms and systems for the global gaming industry. The game concepts and the intellectual property associated with these games are typically protected by patents, trademarks, and/or copyrights.

GuanHua has entered into agreements with JMGO, IAHgames, IAO Kun Group, Sun-broad Integrated Marketing, VTC Online Joint Stock Company, and SEEGAA Technology Co., LTD to design, develop, and publish certain casino table games, video games, and associated technology. Under the terms of the various agreements, each client pays GuanHua a development fee and covers all associated costs. GuanHua is not obligated under any of the agreements to pay for any direct costs. In certain instances, GuanHua receives royalties on the completed technology once it begins generating revenue.

CMK Gaming International, Inc. and its wholly owned subsidiary GuanHuaSoft Gaming Co., LTD. are collectively referred to as “the Company” throughout the notes to the consolidated financial statements.

Note 2. Summary of Significant Accounting Policies

Basis of Presentation and Principals of Consolidation

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and include the accounts of CMK Gaming International, Inc. and its wholly-owned subsidiary GuanHuaSoft Gaming Co., LTD. All intercompany balances and transactions have been eliminated upon consolidation

Use of Estimates and Assumptions

The Company is required to make estimates, judgments and assumptions that it believes are reasonable based on its historical experience, contract terms, observance of known trends in the company and the industry as a whole, and information available from other outside sources. These estimates affect reported amounts for assets, liabilities, revenues, expenses and related disclosures. Actual results may differ from initial estimates.

Reclassifications

Certain accounts and financial statement captions in the prior periods have been reclassified to conform to the current period financial statements.

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Revenue Recognition

The Company applies paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the sales price is fixed or determinable, (iii) collectability is reasonably assured and (iv) goods have been shipped and/or services rendered.

The Company's revenue is primarily derived from the licensing of its products and intellectual property. Consistent with its strategy, revenue is generated from negotiated month- to-month recurring licensing fees or the performance of its products, or both. The Company also, occasionally, receives revenue from a one-time sale of certain products and/or reimbursement of its development costs.

Substantially, all revenue is recognized when it is earned. Depending upon the product and negotiated terms, the Company's clients may be invoiced monthly in advance, monthly in arrears or quarterly in arrears for the licensing of the Company's products. If billed in advance, the advance billings are recorded as deferred revenue on the Company's balance sheet. If billed in arrears, the Company recognizes the corresponding preceding period's revenue upon invoicing at the subsequent date. Generally, the Company begins earning revenue with the installation or "go live" date of the associated product in the clients' establishment. The invoices are based on executed agreements with each client.

Accounts Receivable

Accounts receivable is reported at the customers' outstanding balances, less any allowance for doubtful accounts. Interest is not accrued on overdue accounts receivable.

Allowance for Doubtful Accounts

An allowance for doubtful accounts on accounts receivable is charged to operations in amounts sufficient to maintain the allowance for uncollectible accounts at a level management believes is adequate to cover any probable losses. Management determines the adequacy of the allowance based on historical write-off percentages and information collected from individual customers. Accounts receivable are charged off against the allowance when collectability is determined to be permanently impaired.

Stock Based Compensation

When applicable, the Company will account for stock-based payments to employees in accordance with ASC 718, "Stock Compensation" ("ASC 718"). Stock-based payments to employees include grants of stock, grants of stock options and issuance of warrants that are recognized in the consolidated statement of operations based on their fair values at the date of grant.

The Company accounts for stock-based payments to non-employees in accordance with ASC 505-50, "Equity-Based Payments to Non-Employees." Stock-based payments to non-employees include grants of stock, grants of stock options and issuances of warrants that are recognized in the consolidated statement of operations based on the value of the vested portion of the award over the requisite service period as measured at its then-current fair value as of each financial reporting date.

The Company calculates the fair value of option grants and warrant issuances utilizing the Binomial pricing model. The amount of stock-based compensation recognized during a period is based on the value of the portion of the awards that are ultimately expected to vest. ASC 718 requires forfeitures to be estimated at the time stock options are granted and warrants are issued to employees and non-employees, and revised, if necessary, in subsequent periods if actual forfeitures differ from those estimates. The term "forfeitures" is distinct from "cancellations" or "expirations" and represents only the unvested portion of the surrendered

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stock option or warrant. The Company estimates forfeiture rates for all unvested awards when calculating the expense for the period. In estimating the forfeiture rate, the Company monitors both stock option and warrant exercises as well as employee termination patterns. The resulting stock-based compensation expense for both employee and non-employee awards is generally recognized on a straight-line basis over the period in which the Company expects to receive the benefit, which is generally the vesting period.

Earnings (Loss) per Share

The Company reports earnings (loss) per share in accordance with ASC Topic 260-10, "Earnings per Share." Basic earnings (loss) per share is computed by dividing income (loss) available to shareholders' by the weighted average number of shares available. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the denominator is increased to include the number of additional shares that would have been outstanding if the potential shares had been issued and if the additional shares were dilutive. Diluted earnings (loss) per share has not been presented since there are no dilutive securities.

Cash and Cash Equivalents

For purpose of the statements of cash flows, the Company considers cash and cash equivalents to include all stable, highly liquid investments with maturities of three months or less.

Restricted Cash

GuanHua is not offering any jackpots. Therefore, the Company is not required by local gaming regulations to maintain sufficient reserves in restricted accounts to be used for the purpose of funding payments to winners of any jackpots offered. If the Company is subjected to compliance with restricted cash requirements for jackpot funding this would be reported to gaming authorities in various jurisdictions.

Foreign Currency Translation and Transaction

Assets and liabilities denominated in non-U.S. dollars are translated to U.S. dollars at year-end exchange rates. Income and expense items are translated at average rates of exchange prevailing during the year. Cumulative translation adjustments resulting from this process are charged or credited to other comprehensive income.

Property and Equipment

Property and equipment is carried at cost and depreciated using the straight-line method over the following useful lives:

Computer equipment and software.....5 years

Office equipment, furniture and fixtures.....5 to 7 years

Expenditures for maintenance and repairs are charged to operations as incurred. Significant renovations or betterments, which extend the useful life of the assets, are capitalized.

Generally accepted accounting principles require impairment losses be recorded on long-lived assets used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the carrying amount. Through December 31, 2016 and December 31, 2015, based on an assessment of the factors, it has not been necessary to record impairment losses.

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Intangible Assets

The Company has several types of intangible assets as outlined below. See Note 5, *Intangible Assets, net*, and Note 7, *Acquisition*, for more information. The amortization method, useful life and residual values are assessed annually and the assets are tested for impairment annually, or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Amortization expense is recorded on a straight-line basis beginning with the month the corresponding assets are available for use and over the estimated useful lives provided below:

-Developed Software 5 years

-Acquired Platforms, Game Catalogs, and Other 15 years

Upon retirement or disposal, the cost of the asset disposed of and the related accumulated amortization are removed from the accounts and any gain or loss is reflected in the income statement. Expenditures for repairs and maintenance are expensed as incurred.

Developed Software

Costs related to software are capitalized in accordance with ASC 985-20, Costs of Software to be Sold, Leased, or Marketed, when the resulting product reaches technological feasibility. The Company generally determines technological feasibility when it has a detailed program design that takes product function, feature and technical requirements to their most detailed, logical form and is ready for coding. The Company does not typically capitalize costs related to software available for sale as technological feasibility generally coincides with general availability of the software.

Amortization of software costs to be sold or marketed externally, begins when the product is available for licensing to customers and is determined on a product-by-product basis. The annual amortization shall be the greater of the amount computed using (a) the ratio of current gross revenues for a product to the total of current and anticipated future gross revenues for that product or (b) the straight-line method over the remaining estimated economic life of the product, including the period being reported on. Due to competitive pressures, it may be possible that the estimates of anticipated future gross revenue or remaining estimated economic life of the software product will be reduced significantly. As a result, the carrying amount of the software product may be reduced accordingly.

As of December 31, 2016, the Company did not have any internally developed software.

Acquired Platforms, Game Catalogs, and Other

Amounts capitalized include the intangibles that were acquired through business combinations.

Acquired Platforms Software platforms acquired in a business combination are recognized as intangible assets at their fair values and amortized over 15 years, the expected period over which the Company expects to receive benefits. The useful life represents management's view of the expected period over which the Company will receive benefits from the technology acquired. Factors considered include the Company's relationships with the customers using the platforms, planned entry into new jurisdictions and the expected usage of the assets by the Company in these new markets.

Game Catalogs The game catalogs are made up of a diverse variety of games, ranging in age and popularity. The catalogs are unique due to the diverse nature of the products within the catalogs, making it difficult to assign a useful life. The useful life of 15 years represents management's view of the expected

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period over which the Company expects benefits from the acquired gaming content packaged as catalogs. The election of this useful life is supported by internal game titles still producing revenue at this age.

Other Intangible assets recorded through the acquisition of GuanHua include intellectual property and trade names, which have been assigned useful lives of 15 years.

There were a total of 56 games and platforms acquired as a result of the GuanHua acquisition with fair values as of October 1, 2016 ranging from \$100,000 to \$3,000,000. In determining the fair value of each as of the acquisition date, October 1, 2016, the various, intellectual property, and trade names were taken into consideration.

Business Combinations

The Company applies the provisions of ASC 805, Business Combinations, in the accounting for its acquisitions. It requires the Company to recognize separately from goodwill the assets acquired and the liabilities assumed at their acquisition date fair values. Goodwill as of the acquisition date is measured as the excess of consideration transferred and the net of the acquisition date fair values of the assets acquired and the liabilities assumed. While the Company uses its best estimates and assumptions to accurately value assets acquired and liabilities assumed at the acquisition date, its estimates are inherently uncertain and subject to refinement. As a result, during the measurement period, which may be up to one year from the acquisition date, it records adjustments to the assets acquired and liabilities assumed with the corresponding offset to goodwill. Upon the conclusion of the measurement period or final determination of the values of assets acquired or liabilities assumed, whichever comes first, any subsequent adjustments are recorded to our consolidated statements of income.

Critical estimates in valuing certain intangible assets include but are not limited to future expected cash flows from customer relationships, covenants not to compete and acquired developed technologies, brand awareness and market position, as well as assumptions about the period of time the brand will continue to be used in our technology portfolio, and discount rates. Management's estimates of fair value are based upon assumptions believed to be reasonable, but which are inherently uncertain and unpredictable and, as a result, actual results may differ from estimates.

Other estimates associated with the accounting for acquisitions may change as additional information becomes available regarding the assets acquired and liabilities assumed, as more fully discussed in Note 8, Acquisitions.

Fair Value Measurement

The Company adopted Accounting Standards Codification ("ASC") Topic 820, Fair Value Measurements and Disclosures, for assets and liabilities measured at fair value on a recurring basis. ASC 820 established a common definition of fair value to be applied to existing GAAP that require the use of fair value measurements, established a framework for measuring fair value and expanded disclosure about such fair value measurements. The adoption of ASC 820 did not have an impact on the Company's financial position or operating results, but did expand certain disclosures.

ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Additionally, ASC 820 requires the use of valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. These inputs are prioritized below:

Level 1: Quotes market prices in active markets for identical assets or liabilities.

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Level 2: Observable market based inputs or unobservable inputs that were corroborated by market data.

Level 3: Unobservable inputs that were not corroborated by market data.

The Company has available for sale securities which are considered Level 3 assets as of December 31, 2016. In addition, the Company did not have any transfers of assets and liabilities between Levels 1, 2 and 3 during the years ending December 31, 2016 and 2015.

The Company discloses the estimated fair values for all financial instruments for which it is practicable to estimate fair value. As of December 31, 2016, the fair value short-term financial instruments including cash and cash equivalents, receivables, and accounts payable and accrued expenses, approximates book value due to their short-term duration.

Cash and cash equivalents include money market securities that are considered to be highly liquid and easily tradable. These securities are valued using inputs observable in active markets for identical securities and are therefore classified as Level 1 within the fair value hierarchy.

In addition, the Financial Accounting Standards Board (“FASB”) issued, “The Fair Value Option for Financial Assets and Financial Liabilities,” effective for January 1, 2008. This guidance expands opportunities to use fair value measurements in financial reporting and permits entities to choose to measure many financial instruments and certain other items at fair value. The Company did not elect the fair value option for any of its qualifying financial instruments. The FASB has established a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. These tiers include: Level 1, defined as observable inputs such as quoted prices in active markets; Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable; and Level 3 assets and liabilities, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions.

The following items are measured at fair value on a recurring basis as of December 31, 2016 and are classified as Level 1, 2, or 3 (No items as of December 31, 2015 were measured at fair value):

| | Dec 31, 2016 | Level 1 | Level 2 | Level 3 |
|-------------------------------|---------------------|----------------|----------------|----------------|
| Cash and cash equivalents | \$ 14,381 | \$ 14,381 | \$ - | \$ - |
| Available for sale securities | 185,040 | - | - | 185,040 |
| Total | \$199,421 | \$ 14,381 | \$ - | \$185,040 |

Concentration of Credit Risk

The Company primarily transacts its business with one financial institution. The amount on deposit in that one institution may from time to time exceed the federally-insured limit.

Business segments

ASC 280, “*Segment Reporting*” requires use of the “*management approach*” model for segment reporting. The management approach model is based on the way a company’s management organizes segments within the company for making operating decisions and assessing performance. The Company groups its products into three product categories classified as “Soft Games,” “3D Animation,” and “Film Production.”

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The Company has determined that its products have similar economic characteristics to be aggregated into one reportable segment. The Company's determination was based primarily on its method of internal reporting.

Income Taxes

The Company follows the provisions of FASB Accounting Standards Codification ("ASC") 740-10 "Uncertainty in Income Taxes". Certain recognition thresholds must be met before a tax position is recognized in the financial statements. An entity may only recognize or continue to recognize tax positions that meet a "more-likely-than-not" threshold.

The Company's taxable income is subject to US federal income tax ranging from 15% to 34% and Colorado state income tax of 4.63%.

In Taiwan, GuanHua's taxable income is subject to a 17% corporate income tax (CIT) and 10% profit retention tax. All Taiwan resident companies, as well as non-resident companies with a fixed place of business (FPOB) or business agent in Taiwan, should calculate Income basic tax (IBT) if they earn certain income that is tax-exempt. The basic income of a company is the amount calculated in accordance with a formulae stipulated by the government, with a deduction of TWD 500,000. The IBT rate is 12%. If the IBT amount is greater than the regular CIT amount, taxpayers must pay income tax based on the regular CIT amount plus the difference between the IBT amount and the regular CIT amount. Additionally, if the regular CIT amount is greater than the IBT amount, no special action is required.

Current tax: Income tax on GuanHua's unappropriated earnings (excluding earnings from foreign consolidated subsidiaries) at a rate of 10% is expensed in the year the shareholders approved the appropriation of earnings which is the year subsequent to the year the earnings are generated.

Deferred tax: Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Uncertain tax position accounting standards apply to all tax positions related to income taxes. The Company recognizes the financial statement impact of a tax position when it is more-likely-than-not that the position will be sustained upon examination. If the tax position meets the more-likely-than-not recognition threshold, the tax effect is measured at the largest amount that is greater than a 50 percent likelihood of being realized upon settlement.

Deferred income tax assets and liabilities arise from temporary differences between the financial statements and tax basis of assets and liabilities, as measured by the enacted tax rates, which are expected to be in effect when these differences reverse. Deferred tax assets and liabilities were historically classified as current or non-current, depending upon the classification of the asset or liabilities to which they relate. Deferred tax assets and liabilities not related to an asset or liability were historically classified as current or non-current depending on the periods in which the temporary differences are expected to reverse. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

The Financial Accounting Standards Board ("FASB") has issued Accounting Standards Update ("ASU") No. 2015-17, Income Taxes: Balance Sheet Classification of Deferred Taxes. This ASU eliminates the requirement for organizations to present deferred tax liabilities and assets as current and noncurrent in a classified balance sheet. Instead, organizations will be required to classify all deferred tax assets and liabilities as noncurrent.

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Recent Accounting Pronouncements

In May 2014, the FASB issued an update (“ASU 2014-09”) Revenue from Contracts with Customers. ASU 2014-09 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most of the existing revenue recognition guidance and notes that lease contracts with customers are a scope exception. ASU 2014-09 requires an entity to recognize revenue when it transfers promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services and also requires certain additional disclosures. On August 12, 2015, the FASB issued ASU 2015-14 to defer the effective date of ASU 2014-09. Public business entities may elect to adopt the amendments as of the original effective date; however, adoption is required for annual reporting periods beginning after December 15, 2017. The Company is currently assessing the impact of the guidance on the consolidated financial statements and notes to the consolidated financial statements.

In August 2014, the FASB issued ASU 2014-15, Disclosure of Uncertainties About an Entity’s Ability to Continue as a Going Concern, that will require management to assess an entity’s ability to continue as a going concern, and to provide related footnote disclosures in certain circumstances. In connection with each annual and interim period, management will assess if there is substantial doubt about an entity’s ability to continue as a going concern within one year after the issuance date. Substantial doubt exists if it is probable that the entity will be unable to meet its obligations within one year after the issuance date. The new standard defines substantial doubt and provides example indicators. Disclosures will be required if conditions give rise to substantial doubt. However, management will need to assess if its plans will alleviate substantial doubt to determine the specific disclosures. This standard is effective for public entities for annual periods ending after December 15, 2016. Earlier application of this standard is permitted. This standard is not expected to have a material effect on the Company’s financial position, results of operations and cash flows.

In November 2015, the FASB issued ASU 2015-17, Balance Sheet Classification of Deferred Taxes (“ASU 2015-17”), which requires entities to present deferred tax assets and deferred tax liabilities as noncurrent in a classified balance sheet. The ASU simplifies the current guidance in ASC Topic 740, Income Taxes, which requires entities to separately present deferred tax assets and liabilities as current and noncurrent in a classified balance sheet. ASU 2015-17 is effective for fiscal years beginning after December 15, 2016, and interim periods within those annual periods. Early adoption is permitted for all entities as of the beginning of an interim or annual reporting period. The Company does not expect the impact of ASU 2015-17 to be material to its consolidated financial statements.

On February 25, 2016, the FASB issued ASU No. 2016-02 (“ASU 2016-02”) to amend the accounting guidance for leases. The accounting applied by a lessor is largely unchanged under ASU 2016-02. However, the standard requires lessees to recognize lease assets and lease liabilities for leases classified as operating leases on the balance sheet. Lessees will recognize in the statement of financial position a liability to make lease payments and a right-of-use asset representing its right to use the underlying asset for the lease term. For leases with a term of 12 months or less, a lessee is permitted to make an accounting policy election by class of underlying asset not to recognize lease assets and lease liabilities. If a lessee makes this election, it will recognize lease expense for such leases generally on a straight-line basis over the lease term. ASU 2016-02 is effective for fiscal years beginning after December 15, 2018 and early adoption is permitted. The Company is currently assessing the impact of the guidance on its consolidated financial statements and notes to its consolidated financial statements.

Note 3. Income Taxes

The Company has not recognized any deferred tax assets in association with losses incurred from operations, due to tax limitations and uncertainties concerning its ability to generate taxable income in future periods. The tax benefit for the periods presented is offset by a valuation allowance (100%)

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established against deferred tax assets arising from the operating losses and other temporary differences, the realization of which could not be considered more likely than not. In future periods, tax benefits and related deferred tax assets will be recognized when management considers realization of such amounts to be more likely than not.

The income tax benefits and deferred tax assets as of December 31, 2016 & 2015 are as follows:

| | Dec. 31 2016 | Dec. 31, 2015 |
|--|-------------------------|--------------------------|
| Income tax provision (benefit) at statutory rate | \$ (236,234) | \$ (44,114) |
| Change in allowance | 236,234 | 44,114 |
| Deferred tax assets | <u>-</u> | <u>-</u> |

Note 4. Property and Equipment, net

As of December 31, 2016 and 2015, the Company's property and equipment consisted of the following:

| | 2016 | 2015 |
|--------------------------------|------------------|-----------------|
| Computer equipment | \$ 55,802 | \$ 3,406 |
| Furniture and fixtures | 31,564 | |
| Office equipment | 8,380 | - |
| Total | 95,745 | - |
| Less: accumulated depreciation | (41,105) | - |
| Property and equipment, net | <u>\$ 54,640</u> | <u>\$ 3,406</u> |

In 2016, the Company wrote off \$3,406 of gaming machines, classified above in "Computer equipment". In addition, as a result of the acquisition of GuanHua referenced in Note 7, the Company recorded \$54,640 in property and equipment, net of depreciation, as of December 31, 2016.

Note 5. Intangible Assets, net

Intangible assets, net as of December 31, 2016 & 2015 are as follows:

| | Dec. 31 2016 | Dec. 31, 2015 |
|--------------------------|-------------------------|--------------------------|
| Intangible assets | \$ 16,130,000 | \$ - |
| Accumulated amortization | (268,833) | - |
| Intangible assets, net | <u>\$ 15,861,167</u> | <u>\$ -</u> |

As a result of the acquisition of GuanHua referenced in Note 7, the Company recorded \$16,130,000 in intangible assets on October 1, 2016 and recorded \$268,833 of amortization for the year ended December 31, 2016.

Note 6. Available for Sale Securities

In the fourth quarter of 2016, the Company invested \$185,040 in Internet Gaming Co., Ltd., a Philippines based online software development company currently developing a proprietary online gaming entertainment platform.

As of December 31, 2016, the Company did not record an unrealized gain or loss related to this investment.

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Note 7. Acquisition

On October 1, 2016, the Company acquired 100% of the outstanding stock of GuanHuaSoft Gaming Co., LTD. in exchange for 270,000,000 shares in the Company.

GuanHuaSoft Gaming Co., LTD. (“GuanHua”) was incorporated in Taiwan on September 16, 2010, as a company limited by shares under the laws of the Republic of China (ROC), and was the successor to a prior limited company, LeQi Star Digital Ltd. GuanHua current is a wholly owned subsidiary of the Company.

GuanHua is engaged in the business of designing, developing, and publishing proprietary casino table games, video games and associated technology, platforms and systems for the global gaming industry. The game concepts and the intellectual property associated with these games are typically protected by patents, trademarks, and/or copyrights.

As of October 1, 2016, the fair value of the assets and liabilities of GuanHua were as follows:

| | USD | TWD |
|------------------------------------|----------------------|-----------------------|
| Cash | \$ 1,174,011 | \$ 36,772,377 |
| Property & equipment, net | 74,488 | 2,333,099 |
| Intangible assets | 16,130,000 | 505,223,860 |
| Total assets | 17,378,499 | 544,329,336 |
| Accrued expenses – related parties | (865,207) | (27,100,000) |
| Accounts payable | (9,108) | (285,290) |
| Total liabilities | (874,315) | (26,814,710) |
| Net assets | \$ 16,504,184 | \$ 517,514,626 |

The share price of the Company on October 1, 2016 was \$0.20, giving the 270,000,000 shares paid as consideration an implied value of \$54,000,000. However, the Company applied an illiquidity discount of 69.43%, valuing the 270,000,000 shares paid at \$16,504,184. As a result, no goodwill was recorded.

Note 8. Related Party Transactions

During the years ended December 31, 2016 and 2015, the Company received short-term advances from related parties, shareholders, and officers of the Company to cover operating expenses. During 2016 and 2015, net advances to the Company were approximately \$55,865 and \$21,278, respectively.

Note 9. Shareholders' Equity

The Company's Amended Articles of Incorporation authorize it to issue up to Two Billion (2,000,000,000) shares, of which all shares are common stock, with a par value of one-hundredth of one cent (\$0.0001) per share.

As of December 31, 2016, there are 300,595,900 shares of the Company's common stock issued and outstanding.

On May 10, 2016, the Company approved a 1 for 3,000 reverse stock split, consolidating 913,601,224 shares into 304,534 shares of the Company's common stock.

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On August 26, 2016, the Company approved a 100 for 1 forward stock split, increasing 305,959 shares into 30,595,900 shares of the Company's common stock.

All share information presented in these financial statements and accompanying footnotes has been adjusted retroactively to reflect the decreased number of shares resulting from the stock splits.

During the year ended December 31, 2015, the Company issued the following securities:

The Company issued 3,333,333 shares of common stock for \$10,000 worth of consulting services.

During the year ended December 31, 2016, the Company issued the following securities:

The Company issued 6,666,800 shares of common stock for \$30,000 worth of consulting services.

The Company issued 8,333,400 shares of common stock to pay down \$10,000 in debt.

The Company issued 270,000,000 shares of common stock for the acquisition of 100% of the outstanding shares of GuanHua as detailed in Note 7 above.

Note 10. Commitments and Contingencies

Commitments:

The Company leases two offices in Taiwan. One office is located in Taipei City and is approximately \$7,300 per month including utilities. This lease expires in May 2019. The other office is located in the West District of TaiZhong City and is approximately \$2,000 per month. This lease expires in 2019. Neither lease has any rent increases or renewals. Rent expense for the years ended December 31, 2016 and 2015 was \$26,187 and \$0, respectively.

Contingencies:

None as of the balance sheet date.

Note 11. Net Loss Per Share

Basic and diluted net loss per share as of December 31, 2016 and 2015 was \$0.0048 and \$0.0021 respectively.

Note 12. Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has incurred operating losses, and as of December 31, 2016 the Company also had a working capital deficit and an accumulated deficit. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management believes that the Company's capital requirements will depend on many factors including the success of the Company's development efforts and its efforts to raise capital. Management also believes the Company needs to raise additional capital for working capital purposes. There is no assurance that such financing will be available in the future. The conditions described above raise substantial doubt about our ability to continue as a going concern. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

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Note 13. Subsequent Events

The Company evaluated subsequent events through June 28, 2017. As of June 28, 2017, the Company does not have any material subsequent events other than the following:

In May 2017, the Company issued 1,105,000 shares to pay down \$110,528 in debt owed to a related party.