

Manzo Pharmaceuticals, Inc.
Annual Report
For the Year Ending December 31, 2015

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

Manzo Pharmaceuticals, Inc.
(Formerly Fortune Oil & Gas, Inc.)

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: PO Box 107

Address 2: Milford

Address 3: PA 18337

Phone: 570-249-6000

Email: contactus@manzopharma.com

Website(s): www.manzopharma.com

IR Contact

Address 1: PO Box 107

Address 2: Milford

Address 3: PA 18337

Phone: 570-249-6000

Email: contactus@manzopharma.com

Website(s): www.manzopharma.com

3) Security Information

Trading Symbol: MNZO

Exact title and class of securities outstanding: Common

CUSIP: 349683102

Par or Stated Value: \$0.001

Total shares authorized: 1,900,000,000 as of: 012/31/15

Total shares outstanding: 1,159,522,000 as of: 012/31/15

Transfer Agent

Name: Signature Stock Transfer, Inc.

Address 1: 2632 Coachlight Court

Address 2: Plano

Address 3: TX 75093

Phone: 972-612-4120

Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

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

List any restrictions on the transfer of security:

NONE

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

NONE

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

NONE

4) Issuance History

The following issuances took place in the year ended December 31, 2015:

10/16/15 - 88,000,000 common shares issued to Peachtree Capital, LLC.

- a) Shares were issued in exchange for forgiveness of debt at a cost basis of \$15,972.00
- b) Shares DID NOT contain legend stating that they are restricted under Rule 144 of the Securities and Act.

9/18/15 - 65,000,000 common shares issued to Peachtree Capital, LLC.

- a) Shares were issued in exchange for forgiveness of debt at a cost basis of \$6500.00
- b) Shares DID NOT contain legend stating that they are restricted under Rule 144 of the Securities and Act.

9/1/15 - 82,000,000 common shares issued to Arthur Smitherman

- a) Shares were issued for consulting services at a cost basis of \$82,000.00 (Par value \$0.001)
- b) Shares DID contain legend stating that they are restricted under Rule 144 of the Securities and Act.

9/1/15 - 445,000 Preferred Series A shares issued to Arthur Smitherman

- a) Shares were issued for consulting services at a cost basis of \$44.50 (Par value \$0.0001)
- b) Shares DID contain legend stating that they are restricted under Rule 144 of the Securities and Act.

7/1/15 - 40,000,000 common shares issued to Dean Franchino

- a) Shares were issued for consulting services at a cost basis of \$40,000 (Par value \$0.001)
- b) Shares DID contain legend stating that they are restricted under Rule 144 of the Securities and Act.

4/1/15 – 40,000,000 shares issued to Jason Randolph

- a) Shares were issued for consulting services at a cost basis of \$40,000 (Par value \$0.001)
- b) Shares DID contain legend stating that they are restricted under Rule 144 of the Securities and Act.

5/1/15 – 100,000,000 common shares were issued to Kenneth Manzo

- a) Shares were issued as salary at a cost basis of \$100,000 (Par value \$0.001)
- b) Shares DID contain legend stating that they are restricted under Rule 144 of the Securities and Act.

5/1/15 – 25,000,000 common shares issued to Vincent Manzo

- a) Shares were issued for salary at a cost basis of \$25,000 (Par value \$0.001)
- b) Shares DID contain legend stating that they are restricted under Rule 144 of the Securities and Act.

5/1/15 – 25,000,000 common shares issued to Thomas Morton

- a) Shares were issued for salary at a cost basis of \$25,000 (Par value \$0.001)
- b) Shares DID contain legend stating that they are restricted under Rule 144 of the Securities and Act.

5) Financial Statements

* See Financial Statements below

Manzo Pharmaceuticals, Inc.
Consolidated Balance Sheet (unaudited)
For the Twelve Months Ended December 31, 2015 & 2014

		For The 12 Months Ended	
		December 31, 2015	December 31, 2014
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		\$12,311	\$6,712
Total Current Assets		\$12,311	\$6,712
Intangible assets (Net)		70,000	70,000
Goodwill		110,100	110,100
TOTAL ASSETS		\$192,411	\$186,812
LIABILITIES AND STOCKHOLDERS' DEFICIT			
CURRENT LIABILITIES			
Accounts payable and accrued expenses		-	-501
Other current liabilities		-	-14,500
Derivative liability		-	-54,326
Current portion of long-term debt		-11,094	-120,800
Total Current Liabilities		-\$11,094	-\$190,127
Total Liabilities		-\$11,094	-\$190,127
STOCKHOLDERS' DEFICIT			
Preferred Stock, par value \$.0001 per share, 5,000,000 shares authorized; 4,445,000 and 4,000,000 issued and outstanding 12/31/2015 and 12/31/2014, respectively		444	400
Common stock, par value \$0.001 per share, 1,900,000,000 shares authorized; 1,159,522,000 and 654,522,000 issued, and outstanding 12/31/2015 and 12/31/2014, respectively		1,159,522	654,522
Additional paid-in-capital		11,941,290	11,941,290
Retained Deficit		-12,402,580	-12,402,580
Total Stockholders' Deficit		\$181,317	-\$3,315
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT		\$192,411	\$186,812

* See accompanying notes to financial statements.

Manzo Pharmaceuticals, Inc.
Statement of Operations (unaudited)
For the Twelve Months Ended December 31, 2015 & 2014

	For The Twelve Months Ended	
	December 31,	December 31,
	2015	2014
REVENUES	\$2,014	\$183
COST OF SALES	-\$1,221	-
GROSS PROFIT	793	183
OPERATING EXPENSES	-37,037	21,917
LOSS FROM OPERATIONS	-36,244	-21,734
OTHER INCOME (EXPENSE)		
Gain (loss) on derivatives	-	-
Interest expense	-36,244	-21,734
TOTAL OTHER INCOME (EXPENSE)	-\$36,244	-\$21,734
NET INCOME (LOSS) BEFORE INCOME TAXES		
TAXES	-36,244	-21,734
PROVISION FOR INCOME TAXES	-	-
NET INCOME (LOSS)	-36,244	-21,734
OTHER COMPREHENSIVE INCOME		
/(LOSS) NET OF TAXES		
Unrealized income (loss) on held for sale marketable securities	-	-
COMPREHENSIVE INCOME/(LOSS)	-\$36,244	-\$21,734
LOSS PER SHARE - BASIC & DILUTED	-\$0	-\$0
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	1,159,522,000	654,522,000

* See accompanying notes to financial statements.

Manzo Pharmaceuticals, Inc.
Statement of Cash Flows (unaudited)
For the Twelve Months Ended December 31, 2015 & 2014

	For the Twelve Months Ended	
	December 31,	December 31,
	2015	2014
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income(loss)	-\$36,244	-\$21,734
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Stock issued for services	312,000	-400
Derivative liabilities (gain)loss	-	-
Beneficial conversions on stock issued	-	-
Change in operating assets and liabilities, net of acquisition:		
Increase (decrease) in accounts payable and accrued expenses	-	-300
Increase (decrease) in other current liabilities	-	12,000
Net Cash Used in Operating Activities	\$275,756	\$22,067
CASH FLOWS FROM INVESTING ACTIVITIES		
Net Cash provided by (used in) Investing Activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Payoff of notes payable	-22,472	-234,700
Cash received from notes payable	48,555	
Net Cash Provided by (Used in) Financing Activities	\$26,083	\$20,000
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	-11,743	15,459
CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD	24,054	8,595
CASH AND CASH EQUIVALENTS, END OF PERIOD	\$12,311	\$24,054
SUPPLEMENTAL DISCLOSURES:		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Issuance of preferred stock	44	400
Stock issued for debt	-	-

*See accompanying notes to financial statements.

Manzo Pharmaceuticals, Inc.
Notes to Financial Statements
For the Year Ended December 31, 2015

NOTE 1 - ORGANIZATION AND OPERATIONS

Organization

Manzo Pharmaceuticals Inc. (the “*Company*”) was incorporated under the laws of the State of Nevada on January 24, 1980. The Company is an independent energy company engaged in the exploration, development, exploitation and production of oil and natural gas, in locations off the shore of Indonesia with operations focused mainly on the North Java Sea, Indonesia. In April of 2012 the company sold off its subsidiary corporations but maintained its intellectual properties, commission and license agreements, generating minimal but measurable revenue and owning substantial assets in the form of intellectual property as it operates to this day.

The Company was originally incorporated with an authorized capital of 25,000,000 shares of common stock with a par value of one cent (\$0.001) per share. On 10/1/1999 the Company amended its articles of incorporation, changing its authorizing common stock to 50,000,000 shares at \$0.001 par value. On 8/22/2002 the company amended its articles of incorporation once more to increase the authorized common shares to 100,000,000 with a par value of .001, and then again on 11/15/2010 to increase the authorized shares to 888,000,000 at a par value of .001. On 2/16/2012, the company amended its articles of incorporation to increase its number of authorized shares to 2,500,000,000 with a par value of .001, and on 4/25/2012, the company moved its state of incorporation to Wyoming.

On June 18, 2014 the company changed its name to Manzo Pharmaceuticals, Inc. and appointed Kenneth Manzo, an experienced chemist and licensed pharmacist, to the board of directors as the sole Officer and Director of the company. Mr. Manzo’s appointment was done in conjunction with an agreement that laid out the acquisition of Manzo Pharmaceuticals LLC, an alternative healthcare company with patents for a probiotic remedy for lactose intolerance. The company also owns other products including a remedy for babies suffering from colic and/or digestive gas. The company sells this remedy online and plans to add many more to its product line in the near future.

The Company acquired 100% of Manzo Pharmaceutical LLC a Pennsylvania LLC in exchange for 2,000,000 shares of its Series "A; preferred stock on May 1 2014. On September 17, 2014 the Company effectuated a reverse 10 for 1 stock split. All financial has been adjusted to reflect this switch.

NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation:

The consolidated financial statements include the accounts of the Company. All significant inter-company accounts and transactions have been eliminated in consolidation.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents:

For financial statement presentation purposes, short-term, highly liquid investments with original maturities of three months or less are considered to be cash equivalents. The Company maintains its cash accounts at several financial institutions, which at times may exceed the insurable FDIC limit, but management believes that there is little risk of loss.

Fair Value of Financial Instruments:

In September 2006, the Financial Accounting Standards Board (FASB) introduced a framework for measuring fair value and expanded required disclosure about fair value measurements of assets and liabilities. The Company adopted the standard for those financial assets and liabilities as of the beginning of the 2008 fiscal year and the impact of adoption was not significant. FASB Accounting Standards Codification (ASC) 820 “*Fair Value Measurements and 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. 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 respective 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 investments in available-for-sale securities and accounts payable and accrued expenses. The Company has also applied ASC 820 for all non-financial assets and liabilities measured at fair value on a non-recurring basis. The adoption of ASC 820 for non-financial assets and liabilities did not have a significant impact on the Company’s financial statements.

Comprehensive Income:

ASC Topic 220 (SFAS No. 130) establishes standards for reporting comprehensive income and its components. Comprehensive income is defined as the change in equity during a period from transactions and other events from non-owner sources. Per the consolidated financial statements, the Company has purchased available-for-sale securities that are subject to this reporting.

Other-Than-Temporary Impairment:

All of our non-marketable and other investments are subject to a periodic impairment review. Investments are considered to be impaired when a decline in fair value is judged to be other-than-temporary. When events or changes in circumstances indicate that long-lived assets other than goodwill may be impaired, an evaluation is performed to determine if a write-down to fair value is required. When an asset is classified as held for sale, the asset’s book value is evaluated and adjusted to the lower of its carrying amount or fair value less cost to sell. In addition, depreciation and amortization ceases while it is classified as held for sale.

The indicators that we use to identify those events and circumstances include:

- The investee’s revenue and earnings trends relative to predefined milestones and overall business prospects;
- The general market conditions in the investee’s industry or geographic area, including regulatory or economic changes;
- Factors related to the investee’s ability to remain in business, such as the investee’s liquidity, debt ratios, and the rate at which the investee is using its cash; and

- The investee's receipt of additional funding at a lower valuation. If an investee obtains additional funding at a valuation lower than our carrying amount or a new round of equity funding is required for the investee to remain in business, and the new round of equity does not appear imminent, it is presumed that the investment is other than temporarily impaired, unless specific facts and circumstances indicate otherwise.

Revenue and Cost 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 product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured. The Company also receives shares in certain companies for providing capital and investment services. Therefore when this type of income is recognized, the benefits are accrued as the wages are earned. Less than five percent of our revenue comes from permanent placements where the Company earns and accrues the revenue 30 days after a client hires an employee full time on their payroll as per the Company's hire agreement. The Company's only expense on this work is commissions, which are accrued and payable when the revenue is earned.

Investments:

Marketable securities are classified as available-for-sale. Accordingly, they are carried at fair value with unrealized gains and losses reported, net of deferred income taxes, in accumulated other comprehensive income, a separate component of stockholder's equity.

Allowance for Doubtful Accounts:

The Company establishes an allowance for doubtful accounts through a review of several factors, including historical collection experience, current aging status of the customer accounts and the financial condition of the customers.

Fixed Assets:

Fixed assets are reported at cost less accumulated depreciation, which is generally provided on the straight-line method over the estimated useful lives of the assets. Upon sale or retirement of an asset, the related costs and accumulated depreciation are removed from the accounts and any gain or loss is recognized.

Reclassifications:

Certain reclassifications have been made to prior year balances to conform to the current year's presentation only in such cases where the impact in the prior year's financials would have been immaterial to that period.

Financing Fees:

Financing fees are being amortized over the life of the related liability on the straight-line method which is not materially different than using the effective interest method.

Goodwill and Intangible Assets Arising from Acquisitions:

The reported amounts of goodwill for each business-reporting unit are reviewed for impairment on an annual basis and more frequently when negative conditions such as significant current or projected operating losses exist. The annual impairment test for goodwill is a two-step process and involves comparing the estimated fair value of each business-reporting unit to the business-reporting unit's carrying value, including goodwill. If the fair value of a business-reporting unit exceeds its carrying amount, goodwill of the business reporting unit is not considered impaired, and the second step of the impairment test is unnecessary. If the carrying amount of a reporting unit exceeds its fair value, the second step of the goodwill impairment test would be performed to measure the amount of impairment loss to be recorded, if any.

Evaluating Impairment of Long-lived Assets:

When events or changes in circumstances indicate that long-lived assets other than goodwill may be impaired, an evaluation is performed. For an asset classified as held for use, the estimated future undiscounted cash flows associated with the asset are compared to the asset's carrying amount to determine if a write-down to fair value is required. When an asset is classified as held for sale, the asset's book value is evaluated and adjusted to the lower of its carrying amount or fair value less cost to sell. In addition, depreciation and amortization ceases while it is classified as held for sale.

Net Loss Per Share:

Net loss per common share is computed using the weighted average number of common shares outstanding. Diluted earnings per share (EPS) includes additional dilution from common stock equivalents, such as stock issuable pursuant to the exercise of stock options and warrants. Common stock equivalents are not included in the computation of diluted earnings per share when the Company reports a loss because to do so would be anti-dilutive. The following is a reconciliation of the computation for basic and diluted EPS for the Year Ended December 31, 2015 and December 31, 2014:

	December 31, 2015	December 31, 2014
NET INCOME (LOSS)	\$(36,244)	\$(21,734)
Weighted-average common shares outstanding- diluted	1,159,522,000	654,522,000
Income (Loss) per share – basic and diluted	(\$0.00)*	(\$0.00)*

* Amount is less than \$0.0001

Income Taxes:

The Company recognizes the amount of taxes payable or refundable for the year. In addition, deferred tax assets and liabilities are recognized for the expected future tax consequences of events that have been recognized in the financial statements or tax returns. A valuation allowance is provided for deferred tax assets if it is more likely than not that these items will not be realized.

In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. The Company is in the process of bringing its tax filings current.

Recently Issued Accounting Pronouncements:

In January 2010, the FASB issued ASU No. 2010-06, *Fair Value Measurements and Disclosures* (“ASU 2010-06”). This standard updates FASB ASC 820, *Fair Value Measurements* (“ASC 820”). ASU 2010-06 requires additional disclosures about fair value measurements including transfers in and out of Levels 1 and 2 and separate disclosures about purchases, sales, issuances, and settlements relating to Level 3 measurements. It also clarifies existing fair value disclosures about the level of desegregations and about inputs and valuation techniques used to measure fair value. The standard is effective for interim and annual reporting periods beginning after December 15, 2009 except for the disclosures about purchases, sales, issuances and settlements, which is effective for fiscal years beginning after December 15, 2010 and for interim periods within those fiscal years. The Company adopted ASU 2010-06 on January 1, 2010, which had no material impact on the financial statements. Other recent accounting pronouncements issued by the FASB (including its EITF), the AICPA, and the SEC did not or are not believed by management to have a material impact on the Company’s present or future financial statements.

On March 5, 2010, the FASB issued ASU No. 2010-11 Derivatives and Hedging Topic 815 “Scope Exception Related to Embedded Credit Derivatives.” This ASU clarifies the guidance within the derivative literature that exempts certain credit related features from

analysis as potential embedded derivatives requiring separate accounting. The ASU specifies that an embedded credit derivative feature related to the transfer of credit risk that is only in the form of subordination of one financial instrument to another is not subject to bifurcation from a host contract under ASC 815-15-25, “*Derivatives and Hedging — Embedded Derivatives — Recognition*.” All other embedded credit derivative features should be analyzed to determine whether their economic characteristics and risks are “clearly and closely related” to the economic characteristics and risks of the host contract and whether bifurcation is required. The ASU became effective for the Company on July 1, 2010. The adoption of this ASU did not have an impact on the Company’s consolidated financial statements.

In May 2011, the FASB issued ASU 2011-04, which was issued to provide a consistent definition of fair value and ensure that the fair value measurement and disclosure requirements are similar between U.S. GAAP and IFRS. ASU 2011-04 changes certain fair value measurement principles and enhances the disclosure requirements particularly for Level 3 fair value measurements. This guidance is effective for the Company beginning on January 1, 2012. The adoption of ASU 2011-04 is not expected to significantly impact the Company’s consolidated financial statements.

In June 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-05, *Presentation of Comprehensive Income*. ASU 2011-05 revises the manner in which entities present comprehensive income in their financial statements. The new guidance removes the presentation options in Accounting Standards Codification (ASC) 220, *Comprehensive Income*, and requires entities to report components of comprehensive income in either (1) a continuous statement of comprehensive income or (2) two separate but consecutive statements. The ASU does not change the items that must be reported in other comprehensive income. In December 2011, the FASB issued ASU 2011-12 which defers the requirement in ASU 2011-05 that companies present reclassification adjustments for each component of accumulated other comprehensive income in both net income and other comprehensive income on the face of the financial statements. ASU 2011-05 is effective for fiscal years and interim reporting periods within those years beginning after December 15, 2011, with early adoption permitted. The adoption of ASU 2011-05, as amended by ASU 2011-12, is not expected to significantly impact the Company’s consolidated financial statements.

In September 2011, the FASB issued ASU 2011-08, which provides an entity the option to first assess qualitative factors to determine whether it is necessary to perform the current two-step test for goodwill impairment. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test is required. Otherwise, no further testing is required. The revised standard is effective for the Company for its annual and interim goodwill impairment tests performed for fiscal years beginning after December 15, 2011. The adoption of ASU 2011-08 is not expected to significantly impact the Company’s consolidated financial statements.

NOTE 3- ACCOUNTS RECEIVABLE

The company currently has no receivables. All accounts are paid in full as of December 31, 2015

NOTE 4- ACQUISITIONS AND INTANGIBLES

The company has not engaged in any acquisitions throughout the period.

Intangible assets consist of the following:

	For the Year Ended	
	December 31, 2015	December 31, 2014
Trademarks/Patents	\$65,000	\$65,000
Software	\$5,000	\$5,000
<u>Less: Accumulated amortization Impairment</u>	<u>\$0</u>	<u>\$0</u>
Intangible Assets, Net	\$70,000	\$70,000
Goodwill	\$110,100	\$110,100
<u>Less: impairment</u>	<u>\$0</u>	<u>\$0</u>
Goodwill, Net	\$110,100	\$110,100

NOTE 5- CONVERTIBLE PROMISSORY NOTES

As of December 31, 2015, the company owes a total of \$11,094.00 in convertible notes originating in 2014, and owed to Peachtree Capital, LLC. In October of 2015, Peachtree Capital agreed to forgive the balance of approximately \$290,000 in loans acquired from third parties and considers them paid in full at this time. The existing \$11,094.00 in convertible debt is still outstanding and represents the only convertible debt on the books of the company at this time.

NOTE 6- LOAN PAYABLE TO SHAREHOLDERS

As of December 31, 2015 there were no loans payable to shareholders outstanding.

NOTE 7- GOING CONCERN

The Company has incurred operating losses, and as of December 31, 2015, the Company had a negative working capital balance of (\$36,244) and zero receivables. These factors raise substantial doubt about the Company's ability to continue as a going concern.

NOTE 10- COMMITMENTS AND CONTINGENCIES

Commitments:

The Company currently has no commitments.

Contingencies:

None.

NOTE 11 - DISCONTINUED OPERATIONS

On or around April of 2012, the company was divested of its mining operations, but continued its operations as a licensing company maintaining its intellectual property and attempting to license it. Currently the company still operates as a licensing company mainly through its wholly owned subsidiary, Manzo Pharmaceuticals, Inc..

NOTE 12- INCOME TAXES

Deferred income tax assets and liabilities are computed annually for differences between financial statement and tax bases of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. Income tax expense is the tax payable or refundable for the period plus or minus the change during the period in deferred tax assets and liabilities.

On an interim basis, the Company has a net operating loss carryover of approximately \$12,448,080 available to offset future income for income tax reporting purposes, which will expire in various years through 2032, if not previously utilized. However, the Company's ability to use the carryover net operating loss may be substantially limited or eliminated pursuant to Internal Revenue Code Section 382. The Company adopted the provisions of ASC 740-10-50, formerly FIN 48, and "Accounting for Uncertainty in Income Taxes". The Company had no material unrecognized income tax assets or liabilities as of December 31, 2015.

The Company's policy regarding income tax interest and penalties is to expense those items as general and administrative expense but to identify them for tax purposes. During the twelve months ended December 31, 2015, there were no income tax, or related interest and penalty items in the income statement, or liabilities on the balance sheet. The Company files income tax returns in the U.S. federal jurisdiction and Nevada state jurisdiction. We are not currently involved in any income tax examinations.

END OF NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2015

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

- A. As of 12/31/15: Manzo Pharmaceuticals, Inc. Manufactures and sells products and owns patents in the field of supplemental, and holistic cures sold through retail and online distribution. The company also continues to develop its patented lactose intolerance product in which it holds an exclusive patent license.
- B. The company was originally incorporated in 1980
- C. The company's SIC code is listed as 2833 - Medicinal and Botanicals
- D. Manzo Pharmaceuticals, Inc.'s fiscal year ends on December 31st.
- E. The company's primary product is Dietary Supplements, pro-biotics, and natural remedies.

7) Describe the Issuer's Facilities

- A. The company currently has no need for physical facilities since it outsources manufacturing and administration, and operates using a postal mailbox.

8) Officers, Directors, and Control Persons

- A. As of the date of this information statement, the following persons are officers, directors, or control positions.
 - a. Kenneth Manzo, Chief Executive officer
 - b. Vincent Manzo, Member of the Board of Directors
 - c. Thomas Morton, Member of the Board of Directors
- B. NO officer, director, or control position has a disciplinary history whatsoever, and none have ever had a criminal conviction, entry of a judgment or decree by a court of any jurisdiction that limited their involvement with any type of business, securities, commodities, or banking activities. Furthermore no officer, director, or control person has ever had a finding or judgment against him or any order by self-regulatory organizations of any kind.
- C. As of the date of this information statement the only individual or entity owning more than 10% of the company's common or preferred securities is as follows:
- D.
 - Kenneth Manzo, President/CEO/Director
 - PO Box 107,
 - Milford, PA 18337
 - Ownership: 4,000,000 Preferred Series A Shares, and 150,000,000 Common Share

9) Third Party Providers

Legal Counsel

Name: Kaleem Sikandar, ESQ

Firm: THE LAW OFFICE OF KALEEM SIKANDAR

Address 1: 204B East Main Street

Address 2: Port Jefferson, NY 11777

Email: Kaleem.Sikandar@gmail.com

10) Issuer Certification

I, Kenneth Manzo certify that:

1. I have reviewed this Annual Disclosure Statement of Manzo Pharmaceuticals, Corp Inc. Symbol: MNZO;
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.

03/25/14

[Date]

/S/ Kenneth Manzo [CEO's Signature]

/S/ Kenneth Manzo [CFO's Signature]