

PEAK PHARMACEUTICALS, INC.

A Nevada corporation

14201 N. Hayden Road, Suite A-1
Scottsdale, AZ 86260

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Corporate Website: www.eventusag.com
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SIC: 2834

QUARTERLY REPORT

For the Period Ending: December 31, 2020
(the "Reporting Period")

As of 12/31/2020, the number of shares outstanding of our Common Stock was: 78,363,567

As of 9/30/2020, the number of shares outstanding of our Common Stock was: 78,363,567

As of 9/30/2019, the number of shares outstanding of our Common Stock was: 78,363,567

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

Yes: ☒ No: ☐

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control⁽¹⁾ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

⁽¹⁾ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

- Surf A Movie Solutions Inc. – September 2013
- Frac Water Systems, Inc. – March 2014
- Cannabis Therapy Corp. – February 2015

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

December 18, 2007 - Active

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

Trading symbol:	PKPH
Exact title and class of securities outstanding	Common
CUSIP:	70469W106
Par or stated value:	\$0.0001
Total shares authorized:	300,000,000 as of 12/31/2020
Total shares outstanding:	78,363,567 as of 12/31/2020
Number of shares in the Public Float ⁽²⁾	28,644,801 as of 12/31/2020
Total number of shareholders of record:	19 as of 12/31/2020

Additional class of securities (if any):

Trading symbol:	N/A
Exact title and class of securities outstanding:	Preferred
CUSIP:	N/A
Par or stated value:	\$0.0001
Total shares authorized:	25,000,000 as of 12/31/2020
Total shares outstanding:	Zero as of 12/31/2020

Transfer Agent:

Name:	Securities Transfer Corporation
Address:	2901 Dallas Parkway, Suite 380, Plano, TX 75093
Phone:	(469) 633-0101
Email:	sadams@stctransfer.com

Is the Transfer Agent registered under the Exchange Act? ⁽³⁾

Yes: ☒ No: ☐

⁽²⁾ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

⁽³⁾ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors: 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

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☒

Number of Shares Outstanding as of 10/01/2018:	Opening Balances: Common: 78,363,567 Preferred: Zero								
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of Issuance (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed)	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
-	-	-	-	-	-	-	-	-	-
Shares Outstanding on 12/31/2020:	Ending Balance: Common: 78,363,567 Preferred: Zero								

Example: A company with a fiscal year end of December 31st in addressing this item for its quarter ended September 30, 2019, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2017 through September 30, 2019 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above: None.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares) ⁽³⁾	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
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3/21/17	10,000	10,000	4,548	3/21/18	Convertible into Common Stock ⁽¹⁾	Trius Holdings Limited ⁽⁵⁾	Working Capital
3/30/17	10,000	10,000	4,511	3/30/18	Convertible into Common Stock ⁽¹⁾	Sukh Athwal	Working Capital
1/10/18	23,000	23,000	8,212	7/9/18	Convertible into Common Stock ⁽¹⁾	Mediapark Investments Limited ⁽⁴⁾	Working Capital
4/2/18	20,000	20,000	6,602	10/2/18	Promissory Note ⁽²⁾	Sukh Athwal	Working Capital

Use the space below to provide any additional details, including footnotes to the table above:

Notes:

⁽¹⁾ Convertible at any time at a conversion price of 20% discount to the closing price of the common stock on the date of the Lender's notice of conversion, subject to a floor of \$0.01.

⁽²⁾ This note is not convertible into common stock.

⁽³⁾ Each of the notes are in technical default. The Company has not extended any of the due dates as of the date of this report.

⁽⁴⁾ Mediapark Investments Limited is controlled by Rami Sakka.

⁽⁵⁾ Trius Holdings Limited is controlled by Rami Sakka.

4) Financial Statements

A. The following financial statements were prepared in accordance with: ☒ U.S. GAAP ☐ IFRS

B. The financial statements for this reporting period were prepared by (name of Individual) ⁽⁴⁾:

Name: Neil Reithinger
Title: President
Relationship to Issuer: Officer

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

- C. Balance Sheet
- D. Statement of Operations
- E. Statement of Cash Flows
- F. Statement of Changes in Shareholders' Equity
- G. Financial Statement Footnotes; and
- H. Audit letter, if audited

The financial statements referenced above are incorporated below in this Annual Report.

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

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company has historically developed and distributed products in the cannabis industry.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of such entity's business, contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

The Company conducts business through its wholly-owned subsidiaries, Peak BioPharma Corp.

C. Describe the issuers' principal products or services, and their markets

The Company has historically developed and distributed products in the cannabis industry and, as of the date of this report, is seeking additional technologies in that industry.

6) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

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

The Company has no real property or leases but operates out of offices provided by its Chief Executive Officer, Neil Reithinger, located at 14201 N. Hayden Road, Suite A-1, Scottsdale, AZ 85260 at no cost to the Company.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of Shares Owned	Share Type/Class	Ownership Percentage of Class Outstanding	Note
Neil Reithinger	Chief Executive Officer	Scottsdale, AZ	-	Common	-	N/A
Aaron Gelber	Affiliate	Mokesville, VA	14,939,999	Common	19.06%	N/A
Iris Yachin	Affiliate	Potomac, MD	14,939,999	Common	19.06%	N/A

Talal Yassin	Affiliate	West Vancouver, BC	4,871,319	Common	6.22%	N/A
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8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel:

Name: Lawrence Metelitsa, Partner
Firm: Lucosky Brookman LLP
Address 1: 101 Wood Avenue South
Address 2: Woodbridge, NJ 08830
Phone: (732) 395 4405
Email: lmotelitsa@lucbro.com

Accountant (non-attest firm):

Name: Neil Reithinger, CPA
Firm: Eventus Advisory Group, LLC
Address 1: 14201 N. Hayden Road, Suite A-1
Address 2: Scottsdale, AZ 85260
Phone: (480) 659-6404
Email: nreithinger@eventusag.com

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

None

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Neil Reithinger, certify that:

1. I have reviewed this Annual Report and disclosure statement for the year ended September 30, 2020 of Peak Pharmaceuticals, Inc.;
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.

Dated: February 15, 2021

By: /s/ Neil Reithinger
Title: Chief Executive Officer

Principal Financial Officer:

I, Neil Reithinger, certify that:

1. I have reviewed this Annual Report and disclosure statement for the year ended September 30, 2020 of Peak Pharmaceuticals, Inc.;
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.

Dated: February 15, 2021

By: /s/ Neil Reithinger
Title: Chief Financial Officer

PEAK PHARMACEUTICALS, INC.
CONSOLIDATED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2020

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PEAK PHARMACEUTICALS, INC.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	December 31, 2020	September 30, 2020
Assets		
Current assets:		
Cash	\$ 378	\$ 407
Total Assets	<u>\$ 378</u>	<u>\$ 407</u>
Liabilities and stockholders' deficit		
Liabilities		
Accounts payable	\$ 163,621	\$ 151,885
Accrued liabilities	28,231	22,327
Convertible notes payable	25,000	25,000
Note payable	<u>43,000</u>	<u>43,000</u>
Total Liabilities	<u>259,852</u>	<u>242,212</u>
Stockholders' Deficit		
Preferred stock, \$0.0001 par value, 25,000,000 authorized, none issued or outstanding	-	-
Common stock, \$0.0001 par value, 300,000,000 shares authorized, 78,363,562 shares issued and outstanding	7,836	7,836
Additional paid in capital	4,855,566	4,855,566
Accumulated deficit	<u>(5,122,876)</u>	<u>(5,105,207)</u>
Total Stockholders' Deficit	<u>(259,474)</u>	<u>(241,805)</u>
Total Liabilities and Stockholders' Deficit	<u>\$ 378</u>	<u>\$ 407</u>

The accompanying footnotes are an integral part of these unaudited consolidated financial statements

PEAK PHARMACEUTICALS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	For the Three Months Ended December 31,	
	2020	2019
Operating expenses:		
General and administrative	\$ 15,763	\$ 1,138
Interest expense	1,906	1,905
Total expenses	<u>17,669</u>	<u>3,043</u>
Operating loss	(17,669)	(3,043)
Change in fair value of convertible debt	-	-
Net loss	<u>\$ (17,669)</u>	<u>\$ (3,043)</u>
Per share information:		
Basic weighted average shares outstanding	<u>78,363,562</u>	<u>78,363,562</u>
Diluted weighted average shares outstanding	<u>78,363,562</u>	<u>78,363,562</u>
Net loss per share - basic and diluted	<u>\$ (0.00)</u>	<u>\$ 0.00</u>

The accompanying footnotes are an integral part of these unaudited consolidated financial statements

PEAK PHARMACEUTICALS, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT
For the Three Months Ended December 31, 2020 and 2019
(Unaudited)

	Common Stock		Additional Paid		Accumulated		Total
	Shares	Amount	In Capital		Deficit		
Balance, September 30, 2019	78,363,562	\$ 7,836	\$ 4,855,566	\$	(5,097,506)	\$	(234,104)
Net loss	-	-	-		(3,043)		(3,043)
Balance, December 31, 2019	78,363,562	\$ 7,836	\$ 4,855,566	\$	(5,100,549)	\$	(237,147)
Balance, September 30, 2020	78,363,562	\$ 7,836	\$ 4,855,566	\$	(5,105,207)	\$	(241,805)
Net loss	-	-	-		(17,669)		(17,669)
Balance, December 31, 2020	78,363,562	\$ 7,836	\$ 4,855,566	\$	(5,122,876)	\$	(259,474)

The accompanying footnotes are an integral part of these unaudited consolidated financial statements

PEAK PHARMACEUTICALS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
For The Three Months Ended December 31, 2020 and 2019
(Unaudited)

	For the Three Months Ended December 31,	
	<u>2020</u>	<u>2019</u>
Cash flows from operating activities:		
Net loss	\$ (17,669)	\$ (3,043)
Adjustment to reconcile net loss to net cash used in operating activities:		
Change in operating assets and liabilities:		
Accounts payable	11,736	1,109
Accrued liabilities	5,904	1,905
Net cash used in operating activities	<u>(29)</u>	<u>(30)</u>
Cash flows from financing activities:		
Proceeds from issuance of notes payable	-	-
Net cash provided by financing activities	<u>-</u>	<u>-</u>
Net change in cash	(29)	(30)
Cash, beginning of period	407	527
Cash, end of period	<u>\$ 378</u>	<u>\$ 497</u>
Supplemental disclosure of cash flow information		
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>

The accompanying footnotes are an integral part of these unaudited consolidated financial statements

PEAK PHARMACEUTICALS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2020
(Unaudited)

NOTE 1 – NATURE OF OPERATIONS, BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Company was incorporated in Nevada on December 18, 2007. After a number of name changes, we again, changed our name to Peak Pharmaceuticals, Inc. on December 23, 2014. This name was consistent with our business operations and plans relating to development, manufacturing and marketing of hemp-based nutraceutical and supplement products for the human and animal health markets. On October 1, 2015, we discontinued certain operations of the Company.

Throughout this report, the terms “our,” “we,” “us,” and the “Company” refer to Peak Pharmaceuticals, Inc. and its subsidiary, Peak BioPharma Corp.

Basis of Presentation

The accompanying consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

Basis of Consolidation

The consolidated financial statements include the financial statements of the Company and our wholly owned subsidiary Peak BioPharma Corp. All inter-company balances and transactions among the companies have been eliminated upon consolidation.

Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates.

Significant estimates made in connection with the accompanying consolidated financial statements include the estimate of valuation of stock-based compensation, and valuation allowances against net deferred tax assets.

Financial Instruments

Our financial instruments consist of cash, accounts payable and convertible notes. The carrying values of these instruments approximate fair value due to the short-term maturities of these instruments.

Fair Value Measurements

Financial Accounting Standards Board (“FASB”) *ASC Topic 820, Fair Value Measurements and Disclosures* (“ASC 820”), provides a comprehensive framework for measuring fair value and expands disclosures which are required about fair value measurements. Specifically, ASC 820 sets forth a definition of fair value and establishes a hierarchy prioritizing the inputs to valuation techniques, giving the highest priority to quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable value inputs. ASC 820 defines the hierarchy as follows:

Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reported date. The types of assets and liabilities included in Level 1 are highly liquid and actively traded instruments with quoted prices.

Level 2 - Pricing inputs are other than quoted prices in active markets, but are either directly or indirectly observable as of the reported date. The types of assets and liabilities in Level 2 are typically either comparable to actively traded securities or contracts, or priced with models using highly observable inputs.

Level 3 - Significant inputs to pricing that are unobservable as of the reporting date. The types of assets and liabilities included in Level 3 are those with inputs requiring significant management judgment or estimation, such as complex and subjective models and forecasts used to determine the fair value of financial transmission rights.

The Company's financial instruments consist of cash, accounts payable and convertible notes. The estimated fair value of these financial instruments approximates their carrying amounts due to the short-term nature of these instruments.

Certain non-financial assets are measured at fair value on a nonrecurring basis. Accordingly, these assets are not measured and adjusted to fair value on an ongoing basis, but are subject to periodic impairment tests. These items primarily include long-lived assets and other intangible assets.

Long-lived Assets

On a periodic basis, management assesses whether there are any indicators that the value of our long-lived assets may be impaired. An asset's value may be impaired only if management's estimate of the aggregate future cash flows, on an undiscounted basis, to be generated by the asset are less than the carrying value of the asset.

Our only long-lived assets are our website and computer equipment. If impairment has occurred, the loss is measured as the excess of the carrying amount of the asset over its fair value. Our estimates of aggregate future cash flows expected to be generated by our long-lived asset are based on several assumptions that are subject to economic and market uncertainties. As these factors are difficult to predict, and are subject to future events that may alter management's assumptions, the future cash flows estimated by management in their impairment analyses may not be achieved. During the three months ended December 31, 2020 and 2019, we had no amortization expense related our website costs as they were previously amortized in full.

Loss Per Share

We calculate net loss per share in accordance with ASC Topic 260, *Earnings per Share*. Basic net loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding for the period, and diluted earnings per share is computed by including common stock equivalents outstanding for the period in the denominator. For the year ended December 31, 2020, any equivalents would have been anti-dilutive as we had a loss for the period then ended.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents. As of December 31, 2020, the Company does not have any cash equivalents.

Income Taxes

Income taxes are provided based upon the liability method of accounting pursuant to the *ASC Topic 740 Income Taxes*. Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against the deferred tax asset if management does not believe the Company has met the "more likely than not" standard to allow recognition of such an asset.

Equity Based Payments

Equity based payments are accounted for in accordance with *ASC Topic 718, Compensation – Stock Compensation*. The compensation cost is based upon fair value of the equity instrument at the date grant. The fair value has been estimated using the Black Scholes option pricing model. In addition, payments made to non-employees are accounted for in accordance with *ASC Topic 505, Equity-Based payments to Non-Employees*.

Intangible Asset

The intangible asset is our website that was being amortized over the expected useful life which we estimated to be three years. During the year ended September 30, 2016, it was determined the website was fully impaired as it was no longer used and as such we expensed the remaining balance to amortization expense.

Recently Issued Accounting Pronouncements

From time to time, new accounting pronouncements are issued that we adopt as of the specified effective date. We believe that the impact of recently issued standards that are not yet effective may have an impact on our results of operations and financial position.

In February 2016, the FASB issued ASU No. 2016-02, Leases, to improve financial reporting about leasing transactions. This ASU will require organizations that lease assets (“lessees”) to recognize a lease liability and a right-of-use asset on its balance sheet for all leases with terms of more than twelve months. A lease liability is a lessee’s obligation to make lease payments arising from a lease, measured on a discounted basis and a right-of-use asset represents the lessee’s right to use, or control use of, a specified asset for the lease term. The amendments in this ASU simplify the accounting for sale and leaseback transactions primarily because lessees must recognize lease assets and lease liabilities. This ASU leaves the accounting for the organizations that own the assets leased to the lessee (“lessor”) largely unchanged except for targeted improvements to align it with the lessee accounting model and Topic 606, Revenue from Contracts with Customers. ASU No. 2016-02 is effective for reporting periods beginning after December 15, 2018. The Company has determined that the adoption of this guidance has no impact on its consolidated financial statements.

In May 2014, the FASB issued ASU, 2014-09—*Revenue from Contracts with Customers (Topic 606)*, or ASU 2014-09, and further updated through ASU 2016-12, or ASU 2016-12, which amends the existing accounting standards for revenue recognition. ASU 2014-09 is based on principles that govern the recognition of revenue at an amount to which an entity expects to be entitled to when products are transferred to customers. This guidance is effective for annual reporting periods, and interim periods within those years, beginning December 15, 2018 for non-public entities. The new revenue standard may be applied retrospectively to each prior period presented or retrospectively with the cumulative effect recognized as of the date of adoption. The Company has determined that the adoption of this guidance has no impact on its consolidated financial statements.

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

In August 2016, the FASB issued ASU 2016-15, “Statement of Cash Flows (Topic 230) Classification of Certain Cash Receipts and Cash Payments”. The new guidance is intended to reduce diversity in practice in how certain transactions are classified in the statement of cash flows. ASU 2016-15 is effective for the Company beginning in the first quarter of fiscal 2019. Early adoption is permitted, provided that all of the amendments are adopted in the same period. The guidance requires application using a retrospective transition method. The Company has determined that the adoption of this guidance has no impact on its consolidated financial statements.

In January 2017, FASB issued ASU 2017-01, “Business Combinations (Topic 805) Clarifying the Definition of a Business”. The amendments in this Update is to clarify the definition of a business with the objective of adding guidance to assist entities with evaluating whether transactions should be accounted for as acquisitions (or disposals) of assets or businesses. The definition of a business affects many areas of accounting including acquisitions, disposals, goodwill, and consolidation. The guidance is effective for annual periods beginning after December 15, 2017, including interim periods within those periods. The Company has determined that the adoption of this guidance has no impact on its consolidated financial statements.

On May 10, 2017, the Financial Accounting Standards Board (“FASB”) issued an Accounting Standards Update (“ASU”) 2017-09 “Compensation—Stock Compensation (Topic 718): Scope of Modification Accounting”, which provides guidance to clarify when to account for a change to the terms or conditions of a share-based payment award as a modification. Under the new guidance, modification accounting is required only if the fair value, the vesting conditions, or the classification of the award (as equity or liability) changes as a result of the change in terms or conditions. The guidance is effective prospectively for all companies for annual periods beginning on or after December 15, 2017. Early adoption is permitted. The Company has determined that the adoption of this guidance has no impact on its consolidated financial statements.

NOTE 2 – GOING CONCERN AND MANAGEMENT’S LIQUIDITY PLANS

As of December 31, 2020, the Company had an accumulated deficit of \$5,122,876 and a working capital deficiency of \$259,474. During year ended December 31, 2020, the Company used cash in operating activities of \$29. As of December 31, 2020, the Company had cash of \$378. These conditions raise substantial doubt about the Company’s ability to continue as a going concern. The Company recognizes it will need to raise additional capital in order to fund operations and meet its payment obligations. There is no assurance that additional financing will be available when needed or that management will be able to obtain financing on terms acceptable to the Company and whether the Company will generate revenues, become profitable and generate positive operating cash flow. If the Company is unable to raise sufficient additional funds on favorable terms, it will have to develop and implement a plan to further extend payables and to raise capital through the issuance of debt or equity on less favorable terms until sufficient additional capital is raised to support further operations. There can be no assurance that such a plan will be successful.

Accordingly, the accompanying consolidated financial statements have been prepared in conformity with U.S. GAAP, which contemplates continuation of the Company as a going concern and the realization of assets and the satisfaction of liabilities in the normal course of business. The carrying amounts of assets and liabilities presented in the consolidated financial statements do not necessarily represent realizable or settlement values. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 3 – RELATED PARTY TRANSACTIONS

Parties, which can be corporations or individuals, are considered to be related if they have the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Companies are also considered to be related if they are subject to common control or common significant influence.

Accounts payable – related parties are the amounts payable to officers and directors of the Company for reimbursement of expenses they incurred on behalf of the Company as well as Directors’ fees and salaries. Included in accounts payable at December 31, 2020 are amounts totaling \$74,877 (September 30, 2020, \$74,877) owed to related parties.

NOTE 4 – NOTES PAYABLE

Loan with Trius Holdings Limited

On March 17, 2017, the Company entered into an agreement with Trius Holdings Limited (“Trius”). Pursuant to the terms of the agreement, Trius acquired a 12% convertible note with an aggregate face value of \$10,000. The note matures in one year. Trius is entitled, at its option, to convert all or a part of the principal outstanding at the date into shares of the of common stock in the Company at a price equal to a 20% discount to the closing price of the common stock on the date of the lender’s notice of conversion, subject to a floor of \$0.01. On May 11, 2018, the agreement had been amended to extend the maturing date of the note from March 21, 2018 to March 21, 2019. As of the date this report, that date has not been extended.

Loan with Individual

On March 30, 2017, the Company entered into an agreement with an individual. Pursuant to the terms of the agreement, the individual acquired a 12% convertible note with an aggregate face value of \$10,000. The note matures in one year. The individual is entitled, at its option, to convert all or a part of the principal outstanding at the date into shares of the of common stock in the Company at a price equal to a 20% discount to the closing price of the common stock on the date of the lender’s notice of conversion, subject to a floor of \$0.01. On May 11, 2018, the agreement had been amended to extend the maturing date of the note from March 30, 2018 to March 30, 2019. As of the date this report, that date has not been extended.

Loan with Mediapark Investments Limited

On January 10, 2018, the Company entered into an agreement with Mediapark Investments Limited (“Mediapark”). Pursuant to the terms of the agreement, Mediapark acquired a 12% promissory note with an aggregate face value of \$23,000. The note matures in 180 days on July 10, 2018. As of July 9, 2018, the loan was extended to July 10, 2019. As of the date this report, that date has not been extended.

Loan with Individual

On April 2, 2018, the Company entered into an agreement with an individual. Pursuant to the terms of the agreement, we received a promissory note in the amount of \$20,000. The note is due and payable in full on October 2, 2018 and it accrues interest at a rate of 12% per annum. As of the date this report, that date has not been extended.

Total accrued interest on the above notes was \$23,873 as of December 31, 2020 (September 30, 2020, \$21,967) and is reflected in accrued liabilities on the accompanying balance sheet.

NOTE 5 – STOCKHOLDERS’ EQUITY

We had no preferred or common stock transactions during the three months ended December 31, 2020 and 2019.

NOTE 6 – OPTIONS

No stock options were granted during the three months ended December 31, 2020 and 2019.

The following is a summary of outstanding stock options issued to employees and directors as of December 31, 2020:

	<u>Number of Options</u>	<u>Exercise Price per Share</u>	<u>Average Remaining Term in Years</u>
Outstanding December 31, 2020 and September 30, 2020	<u>2,916,000</u>	<u>\$ 0.0067</u>	<u>3.19</u>
Exercisable	<u>2,916,000</u>	<u>\$ 0.0067</u>	<u>3.19</u>

The following is a summary of outstanding stock options issued to non-employees, excluding directors, as of December 31, 2020:

	<u>Number of Options</u>	<u>Exercise Price per Share</u>	<u>Average Remaining Term in Years</u>
Outstanding December 31, 2020 and September 30, 2020	<u>375,000</u>	<u>\$0.0067</u>	<u>2.79</u>
Exercisable	<u>375,000</u>	<u>\$0.0067</u>	<u>2.79</u>

There was no equity-based compensation for the three months ended December 31, 2020 and 2019.