

# **Toron, Inc.**

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**Annual Report  
For the Period Ended  
January 31, 2017**

## **CURRENT INFORMATION REGARDING**

### **Toron, Inc. A Nevada corporation**

The following information is furnished to assist with "due diligence" compliance. The information is furnished pursuant to Rule 15c2-11 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended. The items and attachments generally follow the format set forth in Rule 15c2-11.

#### **1. Exact name of Company and its predecessor (If any)**

The exact name of the issuer is Toron, Inc. (herein sometimes called the "Company" or the "Issuer").

We were incorporated as Toron, Inc. on January 3, 2008, in the State of Nevada for the purpose of creating a web-based retail business for domain names. The Company ceased its operations effective March 18, 2016. On December 30, 2016, we entered into a Purchase Agreement with iMedScan Corporation, a Delaware corporation ("iMedScan"), whereby we acquired all of the issued and outstanding common stock of iMedScan. On December 30, 2016, iMedScan transferred all of its assets and liabilities to TRON and became a wholly-owned subsidiary.

#### **2. Address of its principal executive offices**

##### **A. Company Headquarters**

4770 Biscayne Blvd.  
Suite 1250  
Miami Beach, FL 33137

Phone: (786) 800-9966  
Email: [info@toroninc.com](mailto:info@toroninc.com)  
Website: [toroninc.com](http://toroninc.com)

##### **B. Investor Relations Contact**

Pacifix Financial Ltd.  
2100 Manchester Road Suite 615  
Wheaton, IL 60187

Phone: 888.611.7716  
Email: [at@pacifixfinancial.com](mailto:at@pacifixfinancial.com)  
Website: [www.pacifixfinancial.com](http://www.pacifixfinancial.com)

#### **3. Security Information**

A. The Company's Amended Articles of Incorporation authorize it to issue up to Two Billion Five Hundred Million (2,500,000,000) common shares with a par value of one-tenth of one cent (\$0.001) per share.

Trading Symbol:	TRON
Exact Title & Class of Securities Outstanding:	Common
CUSIP:	89110P104
Par or Stated Value:	\$0.001 per Share

Total Shares Authorized (as of February 8, 2017)	2,500,000,000
Total Shares Outstanding (as of February 8, 2017)	743,589,316

B. Transfer Agent

Pacific Stock Transfer Co.  
6725 Via Austi Parkway  
Suite 300  
Las Vegas, NV 89119  
(800) 785-7782  
info@pacificstocktransfer.com

The transfer agent is registered under the Exchange Act.

C. List Any Restrictions on the Transfer of the Securities

None.

D. Describe Any Trading Suspension Orders Issued by the SEC in the Past 12 Months

None.

E. List Any Stock Split, Stock Dividend, Recapitalization, Merger, Acquisition, Spin-Off or Reorganization either Currently Anticipated or that Occurred within the Past 12 Months.

On December 22, 2015 Barton Hollow, LLC, a Nevada limited liability company, and stockholder of the Issuer, filed an Application for Appointment of Custodian pursuant to Section 78.347 of the Act in the District Court for Clark County, Nevada. Barton Hollow was subsequently appointed custodian of the Issuer by Order of the Court on January 26, 2016 (the "Order"). In accordance with the provisions of the Order, Barton Hollow thereafter moved to: (a) reinstate the Issuer with the State of Nevada; (b) provide for the election of interim officers and directors; and (c) call and hold a stockholder meeting.

On March 21, 2016, Barton Hollow, together with the newly-elected director of the Issuer, caused the Issuer to enter into a Letter of Intent to merge with iMedScan Corporation, a Delaware corporation. Pursuant to the Letter of Intent, the parties thereto would endeavor to arrive at, and enter into, a definitive merger agreement providing for the Merger. As an inducement to the members of iMedScan to enter into the Letter of Intent and thereafter transact, the Issuer caused to be issued to the members 400,000,000 shares of its common stock.

Subsequently, on March 30, 2016, the Issuer and iMedScan entered into a definitive Agreement and Plan of Merger (the "Merger Agreement"). Concomitant therewith, the stockholders of the Issuer elected Fabrizio Bosticco, the Chief Executive Officer of iMedScan, Chief Executive Officer of the Issuer, who, along with Barton Hollow, ratified and approved the Merger Agreement and Merger.

On July 30, 2016, the Issuer and iMedScan agreed to terminate the merger agreement based on a lack of performance by certain investors. Hudson BA and its principals, Fabrizio Bosticco and Sergio Massaglia, the transaction with Hudson and iMedScan was terminated.

On September 1, 2016, Pantheon Partners SRL acquired 100% of the shares of iMedScan. On December 30, 2016, the Issuer and Pantheon Partners SRL entered into a Purchase Agreement and the Issuer authorized the issuance of Four Hundred Million Shares (400,000,000) to Pantheon Partners SRL based on its full consideration for iMedScan and agreement to complete the merger with the Issuer.

On February 2, 2017, the Four Hundred Million Shares (400,000,000) of common stock issued to Hudson BA were rescinded.

### **Issuance History.**

As of the date of this Information Statement, there are 743,589,316 shares of the Company's common stock issued and outstanding.

During the preceding two (2) years, the Company has issued the following securities:

On March 21, 2016, we issued 400,000,000 shares of our common stock to Hudson BA Corporation, a Florida corporation, pursuant to the Letter of Intent dated March 21, 2016. The shares exchanged to iMedScan Corp were inadvertently transferred to Hudson BA where Hudson BA failed to complete any payment or consideration to iMedScan or Toron Inc. The Issuer intends to file suite and to have the shares issued to Hudson BA rescinded based on its lack of consideration. On February 2, 2017, the Four Hundred Million Shares (400,000,000) issued to Hudson BA were rescinded. On December 30, 2016, the Issuer authorized the issuance of Four Hundred Million shares to Pantheon Partners SRL in full consideration for iMedScan and agreement to complete the merger with the Issuer.

## **4. Financial Statements**

See Exhibits.

## **5. Describe the Issuer's Business, Products and Services**

### **A. Description of the Issuer's Business Operations**

Toron, Inc. (hereinafter "Toron" or the "Company") is an innovative disruptive healthcare technology company headquartered in Miami Beach, Florida. The Company is focused on integrating access to electronic data interfaces for healthcare providers and payer systems in a user-friendly manner.

Toron provides ease of use for patients by simplifying their check-in registration process. Simplifying this process also reduces healthcare providers' administrative expenses and lost revenue due to insurance rejections or denials.

Date and State (or Jurisdiction) of Incorporation

The Company was originally incorporated January 3, 2008 in the State of Nevada under the name Toron, Inc.

B. The Issuer's Primary and Secondary SIC Code:

Primary: 7372  
Secondary: 7373

C. The Issuers Fiscal Year End

January 31st

D. The Issuer's Principal Products or Services, and Their Markets.

Toron, Inc. is an innovative disruptive healthcare technology company focused on integrating access to electronic data interfaces ("EDI") for healthcare providers and payer systems in a user friendly manner. iMedScan provides ease of use for patients by simplifying their check-in registration process, while at the same time reducing the healthcare providers' administrative expenses and lost revenues by eliminating insurance rejections, denials or any results from erroneous or incomplete patient information verification. iMedScan's revenue model presents an up-front income boost. However, its long term financial strength is derived from its tremendous back-end revenue stream. iMedScan benefits from its recurring revenue derived from its two software applications, iMedScan Connect and iMedScan EDI; both of which will have ongoing recurring revenue monthly service contracts.

**6. Describe the Issuer's Facilities.**

The Company leases approximately 1,000 sq. feet of office space at 4770 Biscayne Blvd. Suite 1250, Miami, FL 33137.

**7. Officers, Directors and Control Persons.**

A. Names of Officers, Directors and Control Persons

The following table sets forth certain information furnished by the following persons, or their representatives, regarding the ownership of the Common Shares of the Company as of the date of this report, by (i) each person known to the Company to be the beneficial owner of more than 5% of the outstanding shares of Common Stock, (ii) each of the Company's executive officers and directors, and (iii) all of the Company's executive officers and directors as a group. Unless otherwise indicated, the named person is deemed to be the sole beneficial owner of the shares.

Name of Beneficial Owner

	<b>Number of Shares</b>	<b>Percent</b>
Pantheon Partners SRL (1) (see Notes 3&4)	400,000,000	53.8%
Ljubisa Vujovic	43,600,000	5.9%
Total Officer and Directors [1 persons]:	400,000,000	53.8%

(1) Pantheon Partners SRL is an Arizona corporation. Our Chief Executive Officer, Rene Ortiz Morentin, holds majority voting rights for the company. Its Registered Agent address is 10210 E. Speedway, Suite 57 Tucson, AZ 85748.

**B. Legal/Disciplinary History.**

Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

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

None.

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.

**C. Beneficial Shareholders.**

Provide a list of the name, address and shareholdings or the percentage of shares owned by

all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Name	Address	Number of Shares	Percent
Pantheon Partners SRL	10210 E. Speedway Blvd., Suite 57 Tucson, AZ 85748	400,000,000	53.8%

## 8. Third Party Providers

### A. Legal Counsel

Adam S. Tracy, Esq.  
Securities Compliance Group, Ltd. 2100  
Manchester Road  
Suite 615  
Wheaton IL 60187  
(888) 978-9901  
at@ibankattorneys.com

### B. Accountant or Auditor

### C. Investor Relations Consultant

### D. Other Advisor

**9. Issuer Certification**

I, Rene Ortiz Morentin, certify that:

1. I have reviewed this Information Statement of Toron, 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.

**TORON, INC.**



Date: March 1, 2017  
Rene Ortiz Morentin  
PRESIDENT AND CHIEF EXECUTIVE  
OFFICER



## **EXHIBITS**

The following documents are attached hereto as exhibits and are incorporated herein.

<b><u>ATTACHMENT</u></b>	<b><u>DESCRIPTION</u></b>
A.	Financial Statements for the Twelve Months ended January 31, 2017

## **Financial Statements**

**TORON, INC.**

**For the Period Ending January 31, 2017**

**TORON, INC.**

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**Toron, Inc.**  
Balance Sheet  
Fiscal Year Ended January 31, 2017  
(Unaudited)

(\$ 000's)

Assets:

Current Assets

Cash and cash equivalents	\$ 5
Accounts receivable	-
Inventories	-
Other current assets	-
Total Current Assets	<u>5</u>

Fixed Assets

Property and equipment, net	-
Intangibles, net	-
Goodwill	-

Total assets	\$ 5
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Liabilities:

Accounts payable	\$ 130
Accrued expenses	427
Other current liabilities	-
Total current liabilities	<u>557</u>

Long term debt	11
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Total liabilities	568
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Shareholders' equity:

Shareholder equity	344
Capital stock	1,431
Retained earnings	<u>(2,338)</u>
	(563)

Total liabilities and shareholder's equity	\$ 5
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**Toron, Inc.**  
Income Statement  
Fiscal Year Ended January 31, 2017  
(Unaudited)

(\$ 000's)

Net Revenue	\$	-
Cost of Goods Sold		-
Gross Profit		-
Operating Expenses		55
Interest expense, net		-
Depreciation & amortization		-
Income before income tax provision		(55)
Other income (expense)		-
Net Income (Loss)	\$	(55)

**Toron, Inc.**  
State of Cash Flows  
For the 12 months ended  
January 31, 2017

(\$ 000's)		
Net Income	\$	(55)
Depreciation & Amortization		-
Cash flow from operating activities		-
Decrease (Increase) Accounts receivable		-
Decrease (Increase) Inventory		-
Increase (Decrease) Accounts payable		-
Increase (Decrease) Accrued expenses		-
Increase (Decrease) Other current liabilities		-
Cash flow from financing activities		
Increase (Decrease) Debt Securities		60
Increase (Decrease) long term debt		-
Increase (Decrease) in cash and equivalents		5
Cash and equivalents at beginning of the year		-
Cash and equivalents at end of year	\$	5

**TORON, INC.**  
**Notes to Financial Statements**

**Note 1. Organization, History and Business**

Toron, Inc. (“the Company”) was incorporated in Nevada on January 3, 2008. On January 26, 2016, Barton Hollow, LLC was appointed custodian of the Company by the District Court of Clark County Nevada. Barton Hollow, as custodian, has taken steps to reinstate the corporate charter, call a special meeting of shareholders and appoint interim officers and directors.

**Note 2. Summary of Significant Accounting Policies**

**Revenue Recognition**

Revenue is derived from contracts with our consumers. Revenue is recognized in accordance with ASC 605. As such, the Company identifies performance obligations and recognizes revenue over the period through which the Company satisfies these obligations. Any contracts that by nature cannot be broken down by specific performance criteria will recognize revenue on a straight line basis over the contractual term of period of the contract.

**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 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

**TORON, INC.**  
**Notes to Financial Statements**

**Note 2. Summary of Significant Accounting Policies (continued)**

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.

**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 common shareholders by the weighted average number of common 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 common shares that would have been outstanding if the potential common shares had been issued and if the additional common 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.

**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.

**Depreciation**

Equipment is stated at cost less accumulated depreciation. Major improvements are capitalized while minor replacements, maintenance and repairs are charged to current operations. Depreciation is computed by applying the straight-line method over the estimated useful lives, which are generally three to five years.

**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.

**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 determined it has one operating segment as of July 31, 2016.

**Income Taxes**

The Company accounts for its income taxes under the provisions of ASC Topic 740, "Income Taxes." The method of accounting for income taxes under ASC 740 is an asset and liability method. The asset and

**TORON, INC.**  
**Notes to Financial Statements**

**Note 2. Summary of Significant Accounting Policies (continued)**

liability method requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of temporary differences between tax bases and financial reporting bases of other assets and liabilities.

**Recent Accounting Pronouncements**

The Company continually assesses any new accounting pronouncements to determine their applicability to the Company. Where it is determined that a new accounting pronouncement affects the Company's financial reporting, the Company undertakes a study to determine the consequence of the change to its financial statements and assures that there are proper controls in place to ascertain that the Company's financials properly reflect the change. The Company currently does not have any recent accounting pronouncements that they are studying and feel may be applicable.

**Note 3. 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.

The effective tax rate on the net loss before income taxes differs from the U.S. statutory rate as follows:

<u>January 31, 2017</u>	
U.S statutory rate	34.00%
Less valuation allowance	<u>-34.00%</u>
Effective tax rate	<u><u>0.00%</u></u>

The significant components of deferred tax assets and liabilities are as follows:

<u>January 31, 2017</u>	
Deferred tax assets	
Net operating losses	<u>\$ (55,000)</u>
Deferred tax liability	
Net deferred tax assets	(6800)
Less valuation allowance	<u>6800</u>
Deferred tax asset - net valuation allowance	<u><u>\$ 0</u></u>

On an interim basis, the Company has a net operating loss carryover of approximately \$6800 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.



**TORON, INC.**  
**Notes to Financial Statements**

**Note 3. Income Taxes (Continued)**

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 January 31, 2017.

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 period ending April 30, 2016 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.

**Note 4. Depreciation**

Additions and expenditures for improving or rebuilding existing assets that extend the useful life are capitalized. The Company did not own any depreciable assets during the period during the periods ending January 31, 2017.

**Note 5. Related Party Transactions**

None.

**Note 5. Stockholders’ Equity**

**Common Stock**

The holders of the Company's common stock are entitled to one vote per share of common stock held.

As of February 8, 2017 the Company 743,589,316 shares issued and outstanding.

**Note 6. Commitments and Contingencies**

***Commitments:***

The Company currently has no long term commitments as of our balance sheet date.

***Contingencies:***

None as of our balance sheet date.

**TORON, INC.**  
**Notes to Financial Statements**

**Note 7 – Net Income(Loss) Per Share**

The following table sets forth the information used to compute basic and diluted net income per share attributable to Toron, Inc. for the period ending January 31, 2017.

Net Income (Loss)	\$ (55,000)
Weighted-average common shares outstanding basic:	
Weighted-average common stock	743,589,316
Equivalents	
Stock options	0
Warrants	0
Convertible Notes	0
Weighted-average common shares outstanding-Diluted	<u>743,589,316</u>

**Note 8. Notes Payable**

Notes payable consist of the following for the periods ended January 31, 2017:

Working capital notes with no stated interest rate. Note is payable on demand .	\$ 427,000
Total Notes Payable	427,000
Less Current Portion	(427,000)
Long Term Notes Payable	<u>\$ 0</u>

**TORON, INC.**  
**Notes to Financial Statements**

**Note 9. Going Concern**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has no operating history and has incurred operating losses, and as of the period ending January 31, 2017 the Company 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.

**Note 10. Subsequent Events**

None.