

RAFARMA PHARMACEUTICALS, INC.

NOVEMBER 30, 2011-2012 YEAR END FINANCIALS
AND THE PERIOD ENDING FEBRUARY 28, 2013

BALANCE SHEETS
FOR THE YEARS ENDING NOVEMBER 30, 2011-2012
AND THE PERIOD ENDING FEBRUARY 28, 2013

STATEMENT OF OPERATIONS
FOR THE YEARS ENDING NOVEMBER 30, 2011-2012
AND THE PERIOD ENDING FEBRUARY 28, 2013

SHAREHOLDERS' EQUITY STATEMENT
FOR THE PERIOD NOVEMBER 30, 2010 ENDING FEBRUARY 28, 2013

CASH FLOW(S)
FOR THE YEARS ENDING NOVEMBER 30, 2011-2012
AND THE PERIOD ENDING FEBRUARY 28, 2013

RAFARMA PHARMACEUTICALS, INC.**BALANCE SHEETS**

(unaudited)

Prepared by Management

November 30, 2011 & 2012 and the period ending February 28, 2013

	Nov/30/2011	Nov/30/2012	Feb/28/2013
ASSETS			
CURRENT ASSETS			
Cash	\$ 91,854	\$ 116,854	116,854
Notes Receivable			660,000
Inventory	273,733	140,400	140,400
TOTAL CURRENT ASSETS	365,587	257,254	917,254
OTHER ASSETS			
Investments	--	327,732,005	327,732,005
Intangible Assets	2,000,000	2,000,000	2,000,000
TOTAL OTHER ASSETS	2,000,000	329,989,259	329,989,259
TOTAL ASSETS	2,365,587	330,246,513	330,906,513
LIABILITIES AND STOCKHOLDERS' EQUITY			
Notes Payable			660,000
Long Term Notes Payable	\$ 231,146	\$ 240,036	240,035
TOTAL LIABILITIES	231,146	240,036	900,036
STOCKHOLDERS' EQUITY			
Preferred Stock - Series A, Par value \$.001	--	--	
Authorized 30,000,000 shares	--	--	
0 shares issued on March 31, 2011	--	--	
30,000,000 shares issued on March 31, 2012	--	30,000	30,000
Common Stock, Par value \$.001	--	--	
Authorized 300,000,000 shares	--	--	
81,370,870 issued on March 31, 2011 & 2012	81,370	81,370	81,370
Paid in Capital	2,000,000	329,959,259	329,959,259
Retained Earnings (deficit)	53,071	(64,152)	-64,152
Total Stockholders Equity	2,134,441	330,006,477	330,906,513
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	2,365,587	330,246,513	330,906,513

The accompanying notes are an integral part of these financial statements

RAFARMA PHARMACEUTICALS, INC.

STATEMENTS OF OPERATIONS

(unaudited)

Prepared by management

For the years Ending November 30, 2011 & 2012

And the Period ending February 28, 2014

	30-Nov-2011	30-Nov-2012	28-Feb-2013
REVENUE			
Gross Sales	133,333	133,333	
Cost of Goods	133,333	133,333	
GROSS MARGINS			
OPERATING EXPENSES			
Legal Administration	33,333	33,333	
R/D Contract	75,000	75,000	
Interest	8,890	8,890	
Total Operating Expenses	117,223	117,223	
Net income (Loss)	(117,223)	(117,223)	
Income per share			

The accompanying notes are an integral part of these financial statements

RAFARMA PHARMACEUTICALS, INC.
STATEMENT OF SHAREHOLDERS' EQUITY

(unaudited)

Prepared by Management

For the Period Beginning November 30, 2010 thru September 28, 2013

	Common Stock		Preferred Series "A"		Paid in capital	Retained Earnings Deficit
	# Shares	Par value	# Shares	Par Value		
Balance @ Nov/30/10	81,370,870	81,370	-	-	2,000,000	170,296
Net Income (Loss)	-	-	-	-	-	(117,223)
Balance @ Nov/30/11	81,370,870	81,370	-	-	2,000,000	53,073
Issuance of Preferred Stock For Investments	-	-	30,000,000	30,000	327,959,259	-
Net Income (Loss)	-	-	-	-	-	(117,223)
Balance @ Nov/30/10	81,370,870	81,370	30,000,000	300,000	329,959,259	(64,152)
Balance @ Feb/28/13	81,370,870	81,370	30,000,000	300,000	329,959,259	(64,152)

The accompanying notes are an integral part of these financial statements

RAFARMA PHARMACEUTICALS, INC.**STATEMENTS OF CASH FLOW**

(unaudited)

Prepared by Management

For the Years Ending November 30, 2011 & 2012

And the period ending February 28, 2013

	30-Nov-2011	30-Nov-2012	28-Feb-2013
CASH FLOW FROM OPERATING ACTIVITIES			
Net Loss	(117,223)	(117,223)	-
Increase in Accrued Interest	8,890	8,890	-
Decrease in Inventory	133,333	133,333	-
Common Stock Issued for Services			
NET CASH FLOWS USED IN OPERATING ACTIVITIES	25,000	25,000	-
Proceeds for Issuance of Common Stock			
NET INCREASE IN CASH	25,000	25,000	-
CASH, BEGINNING OF PERIOD	88,854	94,854	116,858
CASH, END OF PERIOD	94,858	116,858	116,858

SUPPLEMENTAL DISCLOSURES:

Preferred Series "A" Stock issued for investment in 000 Rafarma

The accompanying notes are an integral part of these financial statements.

Rafarma Pharmaceuticals, Inc.
NOTES TO FINANCIAL STATEMENTS
(unaudited)

Prepared by Management
For the years Ending November 30, 2011 & 2012
And the Period ending February 28, 2013

NOTE 1 - ORGANIZATION AND BASIS OF PRESENTATION

Rafarma Pharmaceuticals, Inc. is the end product of a merger of Johnston Acquisition Corp., the financial survivor (now dissolved), and Airprotek International, Inc., the legal survivor, now "RAFARMA PHARMACEUTICALS, INC."

The Company acquired the ownership of the distributed pre-tax revenues of "OOO Rafarma" a manufacturer of generic pharmaceuticals and proprietary medications. The company has no ownership managerial rights or control over "OOO Rafarma" and is only the beneficial owner of distributed profits, much as a non-controlling member of an LLC. Further, the Company has the sales and distribution rights for all Rafarma Product in Central and South America. The Company intends to develop a strategic alliance with suitable parties in Latin America to this end.

The Company owns the exclusive rights to distribute the Quintess line of products in the U.S., Canada, Europe and Asia. The Company intends to divest itself of the Quintess product line as soon as an Interested, qualified party can be located.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates - The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents - For purposes of reporting cash flows, Johnston Acquisitions Corp considers all investments purchased with a maturity of three months or less to be cash equivalents. Johnston Acquisitions Corp maintains its cash in bank deposit accounts which, at times, have never exceeded federally insured limits.

Restricted Cash – The Company maintains no restricted cash however monies earned overseas are not repatriated at this time.

Accounts Receivable - The Company's receivables are minimal and are from the Company's wholesale customers and are collected within a few weeks of shipment. No allowance for doubtful accounts is considered necessary.

Inventory – Inventory is stated at lower of cost or market, determined by the first-in, first-out method.

Investments – On March 27 the Company issued 30,000,000 (thirty million) Preferred Series “A” shares issued for the distributed pre-tax revenue of “OOO Rafarma” a manufacturer of generic pharmaceuticals. The Company has no ownership, managerial rights or control over “OOO Rafarma” and is only the beneficial owner of distributed profits, much as a non-controlling member on an LLC. The Investment is valued at \$ 327,737,005 (see below). The Preferred Series “A” shares of the Company are not listed and do not trade. The shareholder was legally notified that the shares may NOT be sold in an “Open Market” transaction. No cash yield to the Company upon issue

The Company analysis of value is based current and projected revenue and earnings of “OOO Rafarma” (see www.rafarma.com & www.rafarma.ru herein incorporated by reference. “OOO Rafarma” is a High-tech manufacturer, Packager and Distributor of generic pharmaceuticals (principally antibiotics) under its own labels and additionally is a contract manufacturer for other pharmaceutical companies. The Net Present Value was calculated by the comparison of the following:

Calculating Net Present Value on sales, the norm is to determine value by using a multiplier times the company’s annual sales. The OOO Rafarma Performa indicates revenues of \$15,606,285 for 2012, \$142,488,845 for 2013 and \$271,488,845 for 2014. Thus far the Company performance has exceeded projections, therefore a 2.5 times annual revenue (2012), typical for a pharmaceutical manufacture results in a Net Present Value of \$356,222,116.

Calculating Net Present Value using cash flow/profits as a model for valuation is based on the company’s ability to generate a stream of profit or cash flow (sales less expense) projected over 5 years (not inclusive of start-up). Discounted future earnings are used which takes into account, the time value of money – cash anticipated in future years is discounted based on projected interest rates . Using a discount rate of 12% and projected annual future earnings of\$ 42,746,594 (2013 discount rate: 0.797%), \$81,548,119 (2014 discount rate: .712%) \$138,693,002 (2015 discount rate: .636%), \$138,683,002 (2015 discount rate: .567%) and \$208,039,503 (2016 discount rate: .50%) respectively, the Net Present Value calculates to \$364,368,509.

Currently the most common way to calculate Net Present Value is to use a Published financial calculation tool commonly available from financial institutions (see <http://cgi.money.cnn.com/tools/bizworth>).

Using a combination of value based on sales and value based on cash flow/profits and due to the structure of the investment and the unique capabilities of “OOO Rafarma” the investment was analyzed using the 2013 projected earnings of \$34,069,035. Using the above calculator, a high/low value was established for 3 different industry classifications: Health Care, High tech and Manufacturing. The values are:

	Low	High	Avg.
Health Care	\$213,738,266	384,728,877	299,233,571
High tech	\$256,747,918	512,971,836	384,728,877
Manufacturing	\$235,112,091	363,355,050	299,233,570

The mean average is: Net Present Value: \$ 327,732,005

This is below the Net Present Value directly calculated by the revenue or cash flow models.

Property and Equipment – The Company shares use of all property and equipment on a no cost basis. Property and equipment newly acquired will be carried at cost. The Company (will) assess the carrying value of its property and equipment for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability is measured by comparing estimated undiscounted cash flows expected to be generated from such assets to their net book value. If net book value exceeds estimated cash flows, the asset is written down to its fair value, determined by the estimated discounted cash flows from such asset. When an asset is retired or sold, its cost and related accumulated depreciation and amortization are removed from the accounts. The difference between the net book value of the asset and proceeds on disposition is recorded as a gain or loss.

Bank Overdraft – Under the Company's cash management system, no bank overdraft balance has existed.

Asset Retirement Obligations – Financial Accounting Standards Board (FASB) ASC 410-20 addresses financial accounting and reporting for obligations associated with the retirement of tangible long-lived assets and the associated asset retirement costs. The Company's has no asset retirement obligation ("ARO")>

Income Taxes - Johnston Acquisitions Corp accounts for uncertain tax positions in accordance with the authoritative guidance issued by the FASB on income taxes which addresses how we should recognize, measure and present in our financial statements uncertain tax positions that have been taken or are expected to be taken in a tax return. Pursuant to this guidance, the Company can recognize a tax benefit only if it is "more likely than not" that a particular tax position will be sustained upon examination or audit. To the extent the "more likely than not" standard has been satisfied, the benefit associated with a tax position is measured as the largest amount that is greater than 50% likely of being realized upon settlement. No liability for unrecognized tax benefits was recorded as of March 31, 2011 and/or 2012.

Share-Based Payments - The Company will account for share-based payments in accordance with the authoritative guidance issued by the FASB on stock compensation, which establishes the accounting for transactions in which an entity exchanges its equity instruments for goods or services. Under the provisions of the authoritative guidance, share-based compensation expense is measured at the grant date, based on the fair value of the award, and is recognized as an expense over the requisite employee service period (generally the vesting period). The Company estimates the fair value of share-based payments using the Black-Scholes option-pricing model. Additionally, share-based awards to non-employees will be expensed over the period in which the related services are rendered at their fair value.

Basic and Diluted Loss per Share – Basic loss per share is calculated on the basis of weighted-average number of shares of common stock outstanding during the year. Diluted loss per share is computed using the weighted-average number of shares of common stock outstanding during the year, adjusted for the dilutive effect of common stock equivalents consisting of shares that would be issued upon exercise of common stock options and warrants.

Fair Value of Financial Instruments - The carrying value of short-term financial instruments, including cash and cash equivalents, accounts receivable, inventories, accounts payable and accrued expenses and short-term borrowings approximate fair value due to the relatively short period to maturity for these

instruments. The long-term borrowings approximate fair value since the related rates of interest approximates current market rates.

Principles of Consolidation - The financial statements consist solely of the financial information of Johnston Acquisitions Corp.

Newly Issued Accounting Pronouncements –In September 2011, the FASB issued ASU 2011-08, “Testing Goodwill for Impairment” (“ASU 2011-08”), which amends the guidance in ASC 350-20, “Intangibles — Goodwill and Other – Goodwill”. Under ASU 2011-08, entities have the option of performing a qualitative assessment before calculating the fair value of the reporting unit when testing goodwill for impairment. If the fair value of the reporting unit is determined, based on qualitative factors, to be more likely than not less than the carrying amount of the reporting unit, then entities are required to perform the two-step goodwill impairment test. ASU 2011-08 is effective for fiscal years beginning after December 15, 2011, with early adoption permitted. Since the Company has no goodwill at December 31, 2011, the Company feels the adoption of this pronouncement will have no material impact on its financial position, cash flows or results of operations.

NOTE 3 - GOING CONCERN

As shown in the accompanying financial statements, Johnston Acquisitions Corp posted gains of \$25,000 and \$25,000 for the years ending 3/31/2011 & 2012 respectively and no revenue for the period ending February 28, 2013. The Company expects significant revenue from its investment in “OOO Rafarma” a major manufacturer of generic pharmaceuticals,

NOTE 4 – PROPERTY AND EQUIPMENT

The Company currently books no Property and equipment, all property and equipment is on a shared-use, no cost-basis.

NOTE 5 – SHORT-TERM AND LONG-TERM DEBT

Long term Note(s) Payable consist of a note consolidating debt for \$177,805 issued July 1, 2005 at 5% simple interest, payable in arrears. The obligation as of March 31, 2012 is \$231,146 with a due date of March 31, 2014. Management will attempt to negotiate a conversion of the note and interest to equity but there can be no assurance that we will be successful in doing so.

NOTE 6 – RELATED PARTY TRANSACTIONS

The Company has no direct “Related Party Transactions”

Other Related Party Transactions:

The Company operates from office space from an entity leased by certain Principals of the Company.

NOTE 7 – STOCKHOLDERS’ EQUITY

Common Stock

During the 2011 & 2012 fiscal years and the period ending February 28, 2013 no common stock was issued for Cash or Services.

Preferred Stock – Series “A”

On March 27, 2012 30,000,000 Preferred Series “A” shares were issues for Investment(s).

NOTE 8 – DERIVATIVES

The Company has no derivatives or derivative liability.

NOTE 9 – COMMITMENTS & CONTINGENCIES

The Company has no commitments or contingencies not made in the ordinary course of Business.

NOTE 10 – MAJOR CUSTOMERS

Under contract, the Company’s “Cosmeceutical” business is currently dependent on a single customer. Under current operations the Company intends to market

NOTE 11 – ASSET RETIREMENT OBLIGATION

The Company has no asset retirement obligations.

NOTE 12 – INCOME TAX EXPENSE

The Company has no federal or state net operating loss carry-forwards available.

NOTE 14 - SUBSEQUENT EVENTS

The company has no material subsequent events.

SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Annual Report contains forward-looking statements. These statements relate to future events or future financial performance and involve known and unknown risks, uncertainties and other factors that may cause the Company’s or its industry’s actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by the forward-looking statements.

In some cases, you can identify forward-looking statements by terminology such as “may,” “will,” “should,” “expects,” “plans,” “anticipates,” “believes,” “estimates,” “predicts,” “potential,” or the negative of these terms or other comparable terminology. These statements are only predictions. Actual events or results may differ materially.

Although the Company believes that the expectations reflected in the forward-looking statements are reasonable, the Company cannot guarantee future results, levels of activity, performance or

achievements. Moreover, neither the Company nor any other person assumes responsibility for the accuracy and completeness of these forward-looking statements. The Company is under no duty to update any of the forward-looking statements after the date of this report to conform its prior statements to actual results.

EXHIBITS

Articles of Incorporation of Johnston Acquisitions Corp
By-laws of Johnston Acquisitions Corp
Initial Company Information and Disclosure Statement.

All the above exhibits are filed and posted on the OTC Markets Website (www.otcm Markets.com) under the symbol DNDT, under the "Financials" section and incorporated herein by reference.

SIGNATURES

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, and for, the periods presented in this statement.

DATED this 13th day April 2013

JOHNSTON ACQUISITION CORP

Date: April 12, 2013

By: /s/ Dave Anderson
Dave Anderson, CEO

Date: April 12, 2013

By: /s/ Alexander Ageev
Alexander Ageev, Secretary/Treasurer