

BETWORK INDUSTRIES, INC.

A Nevada Corporation

704 39th Street
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Fort Pierce, FL 34947

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info@betw-ind.com
1623

Quarterly Report For the Period Ending: November 30, 2018 (the "Reporting Period")

As of November 30, 2018, the number of shares outstanding of our Common Stock was:

37,682,256

As of May 31, 2018, the number of shares outstanding of our Common Stock was:

23,6828,256

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: (Double-click and select "Default Value" to check)

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 Control¹ of the company has occurred over this reporting period:

Yes: No:

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

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

Bettwork Industries, Inc.

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):

The Company was incorporated on September 24, 1993 as Nostrad Telecommunications, Inc. in the state of Nevada. In May 2003, the Company changed its name to Skunk Work Technologies, Inc. In February 2004, the Company then changed its name to Genoray Advanced Technologies, Ltd. In November 2005, the Company changed its name to Fennel Resources, Inc. In September 2006, the Company then changed its name to 3P Networks, Inc. In October 2008, the Company changed its name to Kender Energy, Inc. Lastly, in July 2014, the Company changed its name to Bettwork Industries, Inc.

The Company is currently in good standing with the state Nevada.

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

Yes: No:

2) Security Information

Trading Symbol: BETW:OTCPINK

<u>Exact title and class of securities outstanding:</u>	Common Stock
<u>CUSIP:</u>	488810102
<u>Par Value:</u>	\$0.001
<u>Total Shares Authorized:</u>	300,000,000 Common Shares 10,000,000 Preferred (Blank

Check)

<u>Total Shares Outstanding:</u>	37,682,256 Common as of 11/30/2018
	0 Preferred as of 11/30/2018
<u>Approximate Number of "Free Trading" Shares:</u>	2,348,139 as of 11/30/2018
<u>Approximate Number Shareholders of Record:</u>	348 as of 11/30/2018

Transfer Agent:

Pacific Stock Transfer
6725 Via Austin Parkway, Suite 300
Las Vegas, NV 89119
1 (800) 785- 7782

Is the Transfer Agent registered under the Exchange Act: Yes

List any restrictions on the transfer of securities

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

N/A

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

As part of our continued growth strategy, we may acquire companies that expand, complement, or diversify our business. We regularly review opportunities and periodically engage in discussions regarding possible acquisitions. Our ability to sustain our growth and maintain our competitive position may be affected by our ability to identify, acquire, and successfully integrate companies. We have Identified and signed an agreement with wireless

communication construction company Process Cellular Inc that provide a different geographical footprints in the Western part of the country . Our plan is to retire debt and , reduce expenses through synergy's, and to diversity their revenue streams. We will continue to assist Process Cellular with overall management and debt refinancing.

With the anticipated additions of Officers and Directors; Bettwork Industries Inc., will be adopting new Articles and Bylaws to become a "Board Run" company.

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 <u>May 31, 2018</u>		Opening Balance:		*Right-click the rows below and select "Insert" to add rows as needed.						
		Common: <u>23,682,256</u>								
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?	
<u>July 3, 2018</u>	<u>New Issuance</u>	<u>7,000,000</u>	<u>Common</u>	<u>\$5,250,000</u>	<u>Yes</u>	<u>Monaker Group, Inc.*</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>Rule 506(b)</u>	
<u>August 31, 2018</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Common</u>	<u>\$3,000,000</u>	<u>Yes</u>	<u>Robert Harden, Jr</u>	<u>Employment</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>	
<u>August 31, 2018</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$500,000</u>	<u>Yes</u>	<u>Robert Harden, III</u>	<u>Employment</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>	
Shares Outstanding <u>November 30, 2018:</u>		Ending Balance:								
		Common: <u>37,682,256</u>								

*Monaker Group, Inc. is publicly traded company (MKGI:NASDAQ) with no majority owner. William Kirby is the CEO.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

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)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

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)²:

Name: Cornelius "Lamar" Stokes
 Title: CFO
 Relationship to Issuer: Officer

The Financial statements are included in Exhibit A attached hereto.

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")

² The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Under guidance from management, the Company has become a provider of turnkey network solution in the telecommunications infrastructure market. Our subsidiary companies provide program management, engineering, construction, maintenance and installation services for telecommunications providers. We also offer additional services for electric and gas utilities. We provide the labor, tools and equipment necessary to design, engineer, locate, maintain, expand, install and upgrade the infrastructure of our customers.

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

N/A

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

The Company's principal business is infrastructure construction related to cellular tower installations. In addition, the Company manages those assets described under Item 6, below.

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 leases office space at 704 39th Street, Fort Pierce, Florida. Currently the Company has certain assets purchased from the following assets from the Monaker Group, Inc.

Voyage Library / Website / YouTube channel (40,000 visitors per month). The library, YouTube Channel and website had approximately \$8 million spent on creating them.

10% ownership in Launch 360 (includes RRTV and 1 hour airtime every day).

Home&AwayClub technology platform and ICE partnership.

The Company has entered into agreements to Purchase Process Cellular, Inc, a California corporation

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 regarding any person or entity owning 5% or more of the issuer, 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
<u>Glenn Asaff</u>	<u>Director/CEO</u>	<u>Naples, FL</u>	<u>0</u>	<u>_____</u>	<u>0%</u>	<u>_____</u>
<u>Ashvin Mascarenhas</u>	<u>Chairman/President</u>	<u>Vero Beach, FL</u>	<u>21,080,000</u>	<u>Common</u>	<u>55.9%</u>	See Below
<u>Sean Kelly</u>	<u>Director</u>	<u>Geneva, Switzerland</u>	<u>0</u>	<u>_____</u>	<u>0%</u>	<u>_____</u>
<u>Russell Natrass</u>	<u>Director</u>	<u>Vista, CA</u>	<u>0</u>	<u>_____</u>	<u>0%</u>	<u>_____</u>
<u>Tanyon Sturtze</u>	<u>Director</u>	<u>Delray Beach, FL</u>	<u>0</u>	<u>_____</u>	<u>0%</u>	<u>_____</u>
<u>Cornelius "Lamar" Stokes</u>	<u>CFO</u>	<u>Durham, NC</u>	<u>0</u>	<u>_____</u>	<u>0%</u>	<u>_____</u>
<u>Monaker Group, Inc.</u>	<u>Beneficial Owner</u>	<u>Westin, FL</u>	<u>6,142,856</u>	<u>_____</u>	<u>16.3%</u>	<u>_____</u>
<u>Robert Harden, Jr</u>	<u>Beneficial Owner</u>	<u>Vista, CA</u>	<u>6,000,000</u>	<u>_____</u>	<u>15.92%</u>	<u>_____</u>

Additional discussions have been held regarding the business developments contemplated by these issuances of shares. As of date of this filing, a portion of the transactions have not materialized. Therefore, the management team has decided to withhold the following shares, which are kept by the corporate attorney, ready to be issued to new business partners in a close future:

- Vlado Hreljanovic, 15,080,000 shares
- Calston Assets Inc, 2,000,000 shares
- Richmond Capital, 2,000,000 shares
- Siliegio Holdings, 2,000,000 shares

Ashvin Mascarenhas has the voting rights of the 15,080,000 shares in the name of Vlado P Hreljanovic.

Crystal Falls Investments, LLC has the voting rights of 6,000,000 shares held equally by Siliegio Holdings, Richmond Capital and Calston Assets, Inc. Crystal Falls Investments, LLC is controlled by Ashvin Mascarenhas.

We are in process of issuing to, Ashvin Mascarenhas, 5,000,000 shares in a Preferred 'A' class of stock that controls 55% of the vote and converts on a 1 to 1 basis into common stock. We are in the process of issuing to Crystal Falls Investments, LLC 2,000,000 shares of stock for the retirement of certain debt in the form of a Preferred 'B' class. The Preferred 'B' will convert on a 1 to 1 basis.

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

William Eilers
Eilers Law Group, P.A.
149 S. Lexington Ave.
Asheville, NC 28801
786.273.9152
admin@eilerslawgroup.com

Accountant or Auditor

None.

Investor Relations Consultant

None.

Other Service Providers

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, Glenn Asaff certify that:

1. I have reviewed this Quarterly Report for the period ended November 30, 2018 of Bettwork Industries, 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.

4/25/2019 [Date]

/s/ Glenn Asaff [CEO's Signature]

Principal Financial Officer:

I, Cornelius "Lamar" Stokes certify that:

1. I have reviewed this Quarterly Report for the period ended November 30, 2018 of Bettwork Industries, 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.

4/25/2019 [Date]

/s/ Lamar Stokes [CFO's Signature]

Exhibit A.

Bettwork Industries, Inc and Subsidiaries
Financial Statements For the Period
ended November 30 2018
(unaudited)

**Balance
Sheets**

**Income
Statement**

**Cash
Flow
Statement**

Bettwork Industries, Inc and Subsidiaries
Consolidated Balance Sheet
(Unaudited)

	Nov 30, 2018	May 31, 2018
Assets		
Current Assets		
Cash	0	12,630
Accounts receivable, net	0	40,000
Total current assets	0	52,630
Prepaid Employment Contracts	4,253,899	0
Equipment & furniture, net	0	0
Licenses and other assets	6,251,029	5,803,625
Total assets	10,504,928	5,856,255
Liabilities and Stockholders' Deficit		
Current Liabilities		
Notes Payable	413,734	950,567
Accounts payable and accrued expenses	118,003	117,945
Shareholders promissory notes	0	0
Total current liabilities	531,737	1,068,512
Long Term Notes Payable	0	4,500,000
Total liabilities	531,737	5,568,512
Commitments and contingencies		
Stockholders' deficit		
Common stock, \$.001 par value; 300,000,000 shares authorized; 37,682,256 and 23,682,256 shares issued and outstanding at November 30, 2018 and May 31, 2018, respectively	116,231	100,618
Additional paid-in-capital	20,303,322	10,256,943
Accumulated deficit	-10,446,368	-10,069,818
Total stockholders' deficit	9,973,191	287,743
Total liabilities and stockholders' deficit	10,504,928	5,856,255
	0	0

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

Bettwork Industries , Inc and Subsidiaries
Consolidated Statements of Operations
(Unaudited)

	For the three months ended		For the six months ended	
	Nov 30	Nov 30	Nov 30	Nov 30
	2018	2017	2018	2017
Revenues				
Total revenues	12,600	0	83,100	0
Operating expenses				
General and administrative	184,479	1,014	264,450	0
Salaries and benefits	175,000	0	195,200	0
Total operating expenses	359,479	1,014	459,650	0
Operating loss	(346,879)	(1,014)	(376,550)	0
Other income (expense)				
Net Income (Loss)	(346,879)	(1,014)	(376,550)	0
Weighted average number of common shares outstanding				
Basic	37,682,256	23,682,256	37,682,256	23,682,256
Diluted	39,631,924	23,682,256	39,631,924	23,682,256
Basic net loss per share	(0.01)	(0.00)	(0.01)	0.00
Diluted net loss per share	(0.01)	(0.00)	(0.01)	0.00

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

Bettwork Industries Inc.
Consolidated Statements of Cash Flows
(Unaudited)

	For the six months ended	
	Nov 2018	Nov 2017
Cash flows from operating activities:		
Net income (loss) applicable to Bettwork Industries, Inc.	(376,550)	(1,014)
Adjustments to reconcile net loss to net cash from operating activities:		
Non-Cash	358,207	
Changes in operating assets and liabilities:		
(Increase) decrease in accounts receivable	40,000	
(Increase) decrease in notes receivable	(447,404)	
Increase (decrease) in current notes payable	213,167	
Net cash used in operating activities	(212,580)	(507)
Cash flows from financing activities:		
Proceeds from shareholders	199,950	0
issuance of common stock		
Net cash provided by financing activities	199,950	0
Net (decrease) increase in cash	(12,630)	(507)
Cash at beginning of period	12,630	0
Cash at end of period	(0)	(507)
Supplemental disclosure of non-cash flow disclosure:		
Share issued for conversion of debt to equity	7,000,000	
Shares issued for employment contracts	7,000,000	

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

Footnotes to the Financial Statements Period Ended November 30, 2018

DEBT AND PROMISSORY NOTES

The company has accumulated debt over the past 4 years. This debt has been converted into promissory notes, as the company was unable to pay these suppliers or service companies.

The promissory notes (1) are described as follows:

- On the day of launch of the Kender Energy activity, now renamed Bettwork, for developing its cold turbine, in April 2008, the company has hired the services of the company StockTargets SA, a Swiss investment banking firm, based in 36, boulevard Helvétique, 1207 Geneva, Switzerland. The investment banking and advisory agreement between the company and StockTargets SA called for a monthly payment of 7,000 CHF (Swiss Francs) per month. This fee was paid only partially in the early stages of the contractual agreement. On November 30th, 2009, the balance of payment due was as of 95,566 US\$. At that date, StockTargets SA decided to have the company issue a promissory note in their favour of for an amount of 95,566 US\$ with an interest rate of 7% and with an option of converting into shares at par value of 0.001 US\$ per share.
- Since November 30th, 2009, the company was unable of paying the interest due on the above mentioned promissory note. On November 30, 2011, StockTargets SA has decided to have the company issue a promissory note in their favour of for an amount of 13,379 US\$, which is equivalent to the interest due on the promissory note, with an option of converting into shares at value of 0.0005 US\$ per share.
- On May 8th, 2012, this debt of 95,566 US\$ and the related interest of 13,379 US\$ was sold by StockTargets SA for an undisclosed amount to Crystal Falls LLC, a Wyoming LLC, PO Box 643550, Vero Beach, Florida 32964.
- In February 2009, StockTargets SA decided to receive technical advice from the company MEDoctor (Europe) SA, a Swiss company, based in 114, chemin de la Montagne, 1224 Chêne-Bougeries, Geneva, Switzerland. The technical advice agreement between the company and MEDoctor (Europe) SA called for a monthly payment of US\$ 8,750 (US dollars) per month. This fee was never paid by lack of funds. On March 31st, 2010, the balance of payment due was as of 105,000 US\$. At that date, MEDoctor (Europe) SA decided to have the company issue a promissory note in their favour of for an amount of 105,000 US\$ with a shares at conversion price of \$.80 per share interest rate of 5% and with an option of converting into shares at par value of 0.001 US\$ per share.
- Since February 2009, the company was unable of paying the interest due on the above mentioned promissory note. On November 30th, 2011, MEDoctor (Europe) SA has decided to have the company issue a promissory note in their favour of for an amount of US\$ 8,312, which is equivalent to the interest due on the promissory note, with an option of converting into shares at value of 0.0005 US\$ per share.
- On May 8th, 2012, this debt of 105,000 US\$ and the related interest of US\$ 8,312 was sold by MEDoctor (Europe) SA for an undisclosed amount to Crystal Falls LLC, a Wyoming LLC, PO Box 643550, Vero Beach, Florida 32964.
- On Aug 31st, 2017, the Company entered into a Purchase Agreement (the "Purchase Agreement") with the Monaker Group. Pursuant to the Purchase Agreement, Bettwork purchased:

- Voyage Library / Website / YouTube channel (40,000 visitors per month). The library, YouTube Channel and website had approximately \$8 million spent on creating them.
- 10% ownership in Launch 360 (includes RRTV and 1 hour airtime every day).
- Home&AwayClub technology platform and ICE partnership.

The various elements purchased have been provisionally valued at a total value of US\$ 2,900,000. Thereby, the long-term liability of the Company towards the seller, the Monaker Group, is of US\$ 2,900,000. During the coming quarter, the valuation may be adjusted. Also, it is quite likely that the liability related to this purchase shall be converted into common shares in Bettwork.

- On August 31, 2017, the Company entered into an Assignment and Novation Agreement (the “Assignment”) with Monaker Group and Crystal Falls Investments, LLC (“Crystal Falls”), which entity purchased Monaker Group’s 51% membership interest in Name Your Fee, LLC in May 2016, in consideration for among other things, \$750,000 evidenced by a Promissory Note (the “Name Your Fee Note”). Pursuant to the Assignment, the Name Your Fee Note, which had a principal balance of \$750,000 as of the date of the Assignment, was assigned from Crystal Falls to the Company, Monaker Group agreed to only look for the repayment of the Name Your Fee Note, Bettwork agreed to repay the Name Your Fee Note pursuant to its terms, and provided Crystal Falls a novation of amounts owed thereunder. Crystal Falls also released Monaker Group from any and all claims in connection with such Name Your Fee Note and any other claims which Crystal Falls then had. The Assignment also amended the Name Your Fee Note to include an option which allows Monaker Group to convert the amount owed under the Name Your Fee Note into shares of Bettwork common stock at a conversion price of \$1.00 per share.
- On May 31st, 2018 the Company entered into a Right to Own Acquisition Agreement (“the Agreement”) whereby Bettwork acquired 12 parcels of land on Long Caye, Lighthouse Reef Belize. In consideration for the acquisition Bettwork agreed to pay Seller Monaker Group \$1,600,000 in the form of a Secured Convertible Promissory Note. The conversion option allows Monaker Group to convert the Note into common.
- On July 3, 2018, and effective as of July 2, 2018, the Bettwork entered into a Debt Conversion Agreement (the “Debt Conversion Agreement”), whereby Monaker Group converted the \$5,250,000 of principal amount owed under the Bettwork Notes into 7,000,000 shares of common stock of Bettwork at \$0.75 per share. The Debt Conversion Agreement provided that the Bettwork Shares were issued in exchange for the Bettwork Notes and in consideration for the full retirement and payment in full thereof, with the Company forgiving any accrued and unpaid interest thereon, and not in connection with the conversion of the Bettwork Notes pursuant to their terms.

On August 31, 2018 the Company entered into five-year employment contracts with Robert Harden Jr and Robert Harden III and as part of the agreements issued 6,000,000 Common shares of Bettwork at \$.50 per share to Robert Harden Jr and 1,000,000 Common shares at \$.50 per share to Robert Harden III. The amount attributed to the Common shares has been set up as prepaid employment costs and is amortized over the five-year terms of the contracts.

- On October 19, 2018 the company executed a promissory note with Monaker Group Inc of 2893 Executive Park Drive, for the value received of \$230,000. The term for this note was from October 19, 2018 to February 28th, 2019. As of November 30, 2018, the amount outstanding on the note was \$190,000. Subsequent to the quarter end, on March 12, 2019, the maturity date of the note was extended to August 31, 2019 and the Lender was given the option to convert at any time prior to the payment in full by the Company the option to convert the then outstanding Principal Amount balance and any accrued interest under the Promissory Note (or any portion thereof), into shares of common stock of the Company at a Conversion Price equal \$0.75 per Share.
-

GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which

contemplates the realization of assets and the liquidation of liabilities in the normal course of business. However, the Company has accumulated a net loss. The company also has accumulated debt. This raises substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from this uncertainty

Management has plans to seek additional capital through private placements and public offering of its common stock for future acquisitions.