

# Business Warrior Corporation

Consolidated Financial Statements as of and for the three months and six months ended February 28,  
2022 (Unaudited)

## **BUSINESS WARRIOR CORPORATION**

### **TABLE OF CONTENTS**

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	<b>Page</b>
Consolidated Balance Sheet as of February 28, 2022 (Unaudited) and August 31, 2021	3
Consolidated Statements of Operations for the Three and six months ended February 28, 2022 and 2021 (Unaudited)	4
Consolidated Statements of Changes in Stockholders' Equity For the Three and six months ended February 28, 2022 and 2021 (Unaudited)	5
Consolidated Statements of Cash Flows for the Six months ended February 28, 2022 and February 28, 2021 (Unaudited)	6
Notes to the Consolidated Financial Statements	7

**BUSINESS WARRIOR CORPORATION**  
**CONSOLIDATED BALANCE SHEETS**

	<i>(Unaudited)</i>	
	<u>February 28,</u> <u>2022</u>	<u>August 31,</u> <u>2021</u>
<b>Assets</b>		
Current Assets:		
Cash and cash equivalents	\$ 5,888,760	\$ 4,251,741
Accounts receivable, net	50,609	45,284
Total current assets	<u>5,939,369</u>	<u>4,297,025</u>
Property and equipment, net	258,980	119,068
Finance right of use asset, net	84,535	92,851
Total assets	<u>\$ 6,282,884</u>	<u>\$ 4,508,944</u>
<b>Liabilities and Stockholders' Equity</b>		
Current Liabilities:		
Accounts payable	\$ 324,626	\$ 183,136
Accrued expenses	619,961	1,746,180
Deferred revenue	1,878,788	-
Due to related parties	184,248	158,041
Current portion of finance lease liability	17,086	17,086
Current portion of notes payable	95,000	145,238
Total current liabilities	<u>3,119,709</u>	<u>2,249,681</u>
Notes payable	5,000	5,000
Notes payable, related party	1,696	5,131
Finance lease liability, long term	67,561	75,765
PPP note payable	-	77,500
SBA loan	149,900	149,900
Total long term liabilities	<u>224,157</u>	<u>313,296</u>
Total liabilities	<u>3,343,866</u>	<u>2,562,977</u>
Commitments and contingencies (Note 10)		
Stockholders' Equity:		
Preferred stock, \$0.001 par value; 10,000,000 shares authorized; 15,500 shares issued and outstanding	16	16
Common stock, \$0.0001 par value; 500,000,000 shares authorized; 416,467,067 and 394,242,067 shares issued and outstanding as of February 28, 2022 and August 31, 2021, respectively	42,737	39,425
Additional paid in capital	7,816,242	5,271,880
Accumulated Deficit	(4,919,977)	(3,365,354)
Total stockholders' equity	<u>2,939,018</u>	<u>1,945,967</u>
Total liabilities and stockholders' equity	<u>\$ 6,282,884</u>	<u>\$ 4,508,944</u>

See notes to unaudited consolidated financial statements

**BUSINESS WARRIOR CORPORATION**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
*(Unaudited)*

	Three months ended		Six months ended	
	February 28,		February 28,	
	2022	2021	2022	2021
Sales	\$ 736,147	\$ 297,798	\$ 1,188,637	\$ 389,890
Cost of sales	22,329	17,701	45,380	24,714
Gross profit	<u>713,818</u>	<u>280,097</u>	<u>1,143,257</u>	<u>365,176</u>
Operating expenses:				
Advertising and promotion	310,505	54,016	619,024	95,966
Salaries and wages	1,072,061	115,771	1,385,598	229,668
General and administrative expenses	369,162	191,620	770,112	236,343
Loss from operations	<u>(1,037,910)</u>	<u>(81,310)</u>	<u>(1,631,477)</u>	<u>(196,801)</u>
Other (expense) income:				
Interest income (expense)	351	(18,793)	(226)	(39,245)
Gain on extinguishment of debt	-	192,743	77,500	192,743
Other income (expense)	(3,273)	(172,115)	(420)	(103,661)
Total other expense	<u>(2,922)</u>	<u>1,835</u>	<u>76,854</u>	<u>49,837</u>
Net loss before income taxes	(1,040,832)	(79,475)	(1,554,623)	(146,964)
Provision for taxes	-	-	-	-
Net loss	<u>\$ (1,040,832)</u>	<u>\$ (79,475)</u>	<u>\$ (1,554,623)</u>	<u>\$ (146,964)</u>
Net loss per share:				
Basic and diluted	(\$0.002)	(\$0.0002)	(\$0.001)	(\$0.0002)
Weighted average shares used in per share calculation				
Basic and diluted	426,027,735	358,214,340	417,986,134	306,213,738

See notes to unaudited consolidated financial statements

**BUSINESS WARRIOR CORPORATION**  
**CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**  
*(Unaudited)*

	Series A Preferred Stock		Common Stock		Additional Paid In Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount			
Balances, August 31, 2021	15,500	\$ 16	394,242,067	\$ 39,425	\$ 5,271,880	\$ (3,365,354)	\$ 1,945,967
Stock issued for services	-	-	150,000	15	29,228	-	29,243
Issuance of common stock for cash	-	-	22,075,000	2,207	1,757,793	-	1,760,000
Net loss	-	-	-	-	-	(513,791)	(513,791)
Balances, November 30, 2021	15,500	16	416,467,067	41,647	7,058,901	(3,879,145)	3,221,419
Issuance of common stock for services	-	-	10,095,469	1,010	717,790	-	718,800
Issuance of common stock for convertible debt	-	-	792,624	79	39,552	-	39,631
Net loss	-	-	-	-	-	(1,040,832)	(1,040,832)
Balances, February 28, 2022	15,500	\$ 16	427,355,160	\$ 42,736	\$ 7,816,243	\$ (4,919,977)	\$ 2,939,018

  

	Series A Preferred Stock		Common Stock		Additional Paid In Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount			
Balances, August 31, 2020	15,500	\$ 16	293,139,140	\$ 29,314	\$ (359,879)	\$ (1,332,821.00)	\$ (1,663,370)
Recapitalization upon merger	-	-	-	-	-	-	-
Shareholder debt converted to capital	-	-	-	-	-	-	-
Stock issued for services	-	-	-	-	-	-	-
Issuance of common stock for cash	-	-	9,571,425	957	66,043	-	67,000
Stock issued in settlement of accounts payable	-	-	-	-	-	-	-
Net loss	-	-	-	-	-	(67,489)	(67,489)
Balances, November 30, 2020	15,500	16	302,710,565	30,271	(293,836)	(1,400,310)	(1,663,859)
Issuance of common stock for cash	-	-	31,350,001	3,135	485,865	-	489,000
Issuance of common stock for convertible debt	-	-	11,000,000	1,100	143,900	-	145,000
Stock issued in settlement of accounts payable	-	-	3,243,243	324	83,676	-	84,000
Net loss	-	-	-	-	-	(79,475)	(79,475)
Balances, February 28, 2021	15,500	\$ 16	348,303,809	\$ 34,830	\$ 419,605	\$ (1,479,785)	\$ (1,025,334)

See notes to unaudited consolidated financial statements

**BUSINESS WARRIOR CORPORATION**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**

*Unaudited*

	Six months ended February 28,	
	2022	2021
<b>Cash flows from operating activities:</b>		
Net loss	\$ (1,554,623)	\$ (146,964)
Adjustments to reconcile net loss to net cash from operations:		
Depreciation	28,892	15,372
Amortization of debt discount	-	-
Gain on extinguishment of debt	(77,500)	-
Stock-based compensation	29,243	-
Derivative expense	-	-
Changes in operating assets and liabilities:		
Accounts receivable	(5,325)	(216,367)
Accounts payable	141,490	28,320
Accrued expenses	(1,126,219)	144,171
Deferred revenue	1,878,788	-
Net cash flows from operations	<u>(685,254)</u>	<u>(175,468)</u>
<b>Cash flows from investing activities:</b>		
Purchase of property and equipment	(160,488)	(160,488)
Net cash flows from investing activities	<u>(160,488)</u>	<u>(160,488)</u>
<b>Cash flows from financing activities:</b>		
Net change in related party payables	26,207	45,031
Net change in notes payable	(41,238)	84,492
Payment of finance right of use asset	(8,204)	-
Proceeds from notes payable	-	77,500
Payments on notes payable	(9,000)	-
Payments of notes payable, related party	(3,435)	-
Proceeds from issuance of common stock	2,478,800	556,000
Net cash flows from financing activities	<u>2,482,761</u>	<u>840,523</u>
<b>Net change in cash and cash equivalents</b>	1,637,019	504,567
Cash and cash equivalents at beginning of period	4,251,741	53,751
Cash and cash equivalents at end of period	<u>\$ 5,888,760</u>	<u>\$ 558,318</u>
<b>Non cash investing and financing activities:</b>		
Stock issued for accounts payable	-	84,000
Stock issued for debt	(39,631)	(13,424)
<b>Supplemental disclosure of cash flow information:</b>		
Cash paid for interest	<u>\$ -</u>	<u>\$ 2,200</u>
Cash paid for taxes	<u>\$ -</u>	<u>\$ -</u>

See notes to unaudited consolidated financial statements

# BUSINESS WARRIOR CORPORATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

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### 1. ORGANIZATION AND NATURE OF OPERATIONS

**Organization**—Kading Companies, S.A. (“Kading”) was incorporated under the International Business Companies Ordinance of the Territory of the British Virgin Islands on October 10, 1995.

On January 31, 2020, a merger was consummated (the “Merger”) with Bluume LLC., dba Business Warrior (“Business Warrior”), and KDNG Merger Sub, Inc., a wholly-owned subsidiary of Kading (the “Merger Subsidiary”), pursuant to which Business Warrior merged with and into the Merger Subsidiary, with Business Warrior being the surviving entity. Following the Merger, Kading adopted the business plan of Business Warrior. As consideration for the Merger, an aggregate of 15,500 shares of Series A Preferred stock was issued to the former Business Warrior members. Immediately following the transaction, Kading was redomiciled to the jurisdiction of the United States and changed its name to Business Warrior Corporation (the “Company”). The financial statements are those of Business Warrior (the accounting acquirer) prior to the merger and include the activity of Kading (the legal acquirer) from the date of the merger.

**Nature of Operations**— Business Warrior software helps small businesses simplify and prioritize daily decisions to improve profitability. Business Warrior takes an organic view of each business’s online reputation, listings, website, search results, and advertising. Then the software recommends the imperative actions to drive new customers and improve profitability.

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**Basis of Presentation**—The consolidated financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (“GAAP”) and include the accounts of the Company and its consolidated and wholly owned subsidiaries. The consolidated financial statements reflect the elimination of all significant inter-company accounts and transactions.

**Use of Estimates**—The preparation of consolidated financial statements in conformity with GAAP requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual events and results could materially differ from those assumptions and estimates.

**Concentration of Credit Risk**—Financial instruments that potentially subject the Company to concentrations of credit risk are cash and accounts receivable arising from its normal business activities. The Company places its cash in what it believes to be credit-worthy financial institutions. The Company controls credit risk related to accounts receivable through credit approvals, credit limits and monitoring procedures. The Company routinely assesses the financial strength of its customers and, based upon factors surrounding the credit risk, establishes an allowance, if required, for uncollectible accounts and, as a consequence, believes that its accounts receivable credit risk exposure beyond such allowance is limited.

**Cash and Cash Equivalents**—The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents are maintained at financial institutions, and at times, balances may exceed federally insured limits.

**Property and Equipment**— Property and equipment are stated at cost. Depreciation is calculated by the straight-line method over the estimated useful lives of depreciable assets. The Company’s fixed assets consist of computer equipment and office furniture with useful lives of one to five years.

Cost and accumulated depreciation for property retired or disposed of are removed from the accounts, and any resulting gain or loss is included in earnings. Expenditures for maintenance and repairs are charged to expense as incurred.

**Impairment of Long-Lived Assets**—Potential impairments of long-lived assets are reviewed when events or changes in circumstances indicate a potential impairment may exist. In accordance with Accounting Standard Codification (“ASC”) Subtopic 360-10, “Property, Plant and Equipment – Overall,” impairment is determined when estimated future undiscounted cash flows associated with an asset are less than the asset’s carrying value.

**Accounts Receivable and Allowance for Doubtful Accounts**—Accounts receivable are carried at the original invoiced amount less an allowance for doubtful accounts based on the probability of future collection. The probability of future collection is based on specific considerations of historical loss patterns and an assessment of the continuation of such patterns based on past collection trends and known or anticipated future economic events that may impact collectability. The probability of future collection is also assessed by geography. To date, losses resulting from uncollected receivables have not exceeded management’s expectations.

**Income Taxes**—Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis and operating loss, capital loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs. The Company records interest and penalties related to unrecognized tax benefits as a component of general and administrative expenses. Our federal tax return and any state tax returns are not currently under examination.

The Company has adopted ASC 740-10, *Accounting for Income Taxes*, which requires an asset and liability approach to financial accounting and reporting for income taxes. Deferred income tax assets and liabilities are computed annually from differences between the financial statement and tax basis 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.

**Revenue Recognition**—The Company recognizes revenue in accordance with Accounting Standards Update 2014-09, “*Revenue from contracts with customers*,” (Topic 606). Revenue is recognized when a customer obtains control of promised goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods. The Company applies the following five-step model in order to determine this amount: (i) identification of the promised goods in the contract; (ii) determination of whether the promised goods are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation. The Company’s main revenue stream is from sales of products. The Company recognizes as revenues the amount of the transaction price that is allocated to the respective performance obligation when the performance obligation is satisfied or as it is satisfied. Generally, the Company’s performance obligations are transferred to customers at a point in time, typically upon delivery.

#### *Identify the customer contract*

A customer contract is generally identified when the Company and a customer have executed an arrangement that calls for the Company to grant access to its online software products and provide professional services in exchange for consideration from the customer.

#### *Identify performance obligations that are distinct*

A performance obligation is a promise to provide a distinct good or service or a series of distinct goods or services. A good or service that is promised to a customer is distinct if the customer can benefit from the good or service either on its own or together with other resources that are readily available to the customer, and a company's promise to transfer the good or service to the customer is separately identifiable from other promises in the contract. The Company has determined that subscriptions for its online software products are distinct because, once a customer has access to the online software product is fully functional and does not require any additional development, modification, or customization. Professional services sold are distinct because the customer benefits from the on-boarding and training to make better use of the online software products it purchased.

#### *Determine the transaction price*

The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer, excluding sales taxes that are collected on behalf of government agencies. The Company estimates any variable consideration to which it will be entitled at contract inception, and reassesses at each reporting date, when determining the transaction price. The Company does not include variable consideration to the extent that it is probable that a significant reversal in the amount of cumulative revenue recognized will occur when any uncertainty associated with the variable consideration is resolved.

#### *Allocate the transaction price to the distinct performance obligations*

The transaction price is allocated to each performance obligation based on the relative standalone selling prices ("SSP") of the goods or services being provided to the customer. The Company determines the SSP of its goods and services based upon the average sales prices for each type of online software product and professional services sold. In instances where there are not sufficient data points, or the selling prices for a particular online software product or professional service are disparate, the Company estimates the SSP using other observable inputs, such as similar products or services.

#### *Recognize revenue as the performance obligations are satisfied*

Revenues are recognized when or as control of the promised goods or services is transferred to customers. Revenue from online software products is recognized ratably over the subscription period beginning on the date the Company's online software products are made available to customers. Most subscription contracts are one year or less. The Company recognizes revenue from on-boarding, training, and consulting services as the services are provided. Cash payments received in advance of providing subscription or services are recorded to deferred revenue until the performance obligation is satisfied.

**Net Income (Loss) Per Common Share**—The Company computes income per common share, in accordance with ASC Topic 260, *Earnings Per Share*, which requires dual presentation of basic and diluted earnings per share. Basic income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding during the period. Diluted income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding, plus the issuance of common shares, if dilutive, that could result from the exercise of outstanding stock options and warrants. No potential dilutive common shares are included in the computation of any diluted per share amount when a loss is reported.

**Fair Value Measurements**—ASC Topic 820, *Fair Value Measurements*, clarifies the definition of fair value, prescribes methods for measuring fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value as follows:

Level 1: Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2: Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3: Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The estimated fair value of certain financial instruments, including all current liabilities are carried at historical cost basis, which approximates their fair values because of the short-term nature of these instruments.

**Advertising and Promotion**— The Company follows the policy of charging the costs of advertising, marketing, and public relations to expense as incurred. For the three and six months ended February 28, 2022, the Company has advertising expenses of \$310,505 and \$619,024, respectively.

**Covid-19 Disclosure**— The COVID-19 global pandemic may seriously negatively affect the Company's operations and business. It is possible that this ongoing global pandemic may cause the Company to have to significantly delay or suspend its operations, which would likely result in a material adverse impact on its business and financial positions.

**Cost of Revenue** — This is comprised of referral and sales commission, advertising for our premium marketing clients, website hosting fees, and data fees for our software subscribers.

**Leases**— The Company adopted ASU 2016-02, "*Leases*" (Topic 842). Based on this standard, the Company determines if an agreement is a lease at inception. Operating leases are included in operating lease – right to use, current portion of operating lease liability, and operating lease liability, less current portion in the Company's consolidated balance sheets. Finance leases are included in property and equipment, net, current portion of long-term debt, net and long-term debt, less current portion and debt issuance costs in the Company's consolidated balance sheets.

As permitted under ASU 2016-02, the Company has made an accounting policy election not to apply the recognition provisions of ASU 2016-02 to short term leases (leases with a lease term of 12 months or less that do not include an option to purchase the underlying asset that the lessee is reasonably certain to exercise); instead, the Company will recognize the lease payments for short term leases on a straight-line basis over the lease term.

### 3. RECENTLY ACCOUNTING PRONOUNCEMENTS

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

#### 4. PRO FORMA DISCLOSURES

In March 2022, we closed the acquisition of 100% of the equity interests of Helix House, LLC, a marketing agency based in Scottsdale, Arizona, for a Closing Purchase Price of \$2,250,000. The Closing Purchase Price included \$1,200,000 in cash and 18,004,115 shares of restricted common stock valued at \$1,050,000 at the acquisition date. There is additional earn-out potential based on future revenue growth of the Helix House division as a subsidiary of Business Warrior Corporation. The earn-out potential is up to a total of \$600,000 in cash and \$1,900,000 in stock, which is valued at the average of the closing prices of the Company's Common Stock for the 20 trading days following the achievement of the revenue milestones.

The following unaudited pro forma financial results reflects the historical operating results of the Company, including the unaudited pro forma results of Helix House for the years ended February 28, 2022 and 2021, respectively, as if each of these business combinations had occurred as of September 1, 2019. The pro forma financial information set forth below reflects adjustments to the historical data of the Company to give effect to each of these acquisitions and the related equity issuances as if each had occurred on September 1, 2019. The pro forma information presented below does not purport to represent what the actual results of operations would have been for the periods indicated, nor does it purport to represent the Company's future results of operations. The following table summarizes on an unaudited pro forma basis the Company's results of operations for the six months ended February 28, 2022 and 2021:

	2022	2021
Net sales	\$ 1,781,514	\$ 686,725
Net loss	\$ (379,956)	\$ (74,274)
Net loss per share- basic and diluted	\$ (0.0005)	\$ (0.0002)
Weighted average number of shares of common stock outstanding- basic and diluted	435,990,249	376,218,455

The calculations of pro forma net revenue and pro forma net loss give effect to the business combinations for the period from September 1, 2019 until the respective closing dates for (i) the historical net revenue and net income (loss), as applicable, of the acquired businesses, (ii) incremental depreciation and amortization for each business combination based on the fair value of property, equipment and identifiable intangible assets acquired and the related estimated useful lives, and (iii) recognition of accretion of discounts on obligations with extended payment terms that were assumed in the business combinations.

## 5. PROPERTY AND EQUIPMENT

Property and equipment consist of the following:

	<u>February 28, 2022</u>	<u>August 31, 2021</u>
Software and computer equipment	\$ 546,977	\$ 386,489
Furniture and fixtures and other equipment	2,960	2,960
Leasehold improvements	<u>1,680</u>	<u>1,680</u>
Total property and equipment	551,617	391,129
Less accumulated depreciation	<u>(292,637)</u>	<u>(272,061)</u>
Total property and equipment, net	<u>\$ 258,980</u>	<u>\$ 119,068</u>

For the six months and three months ended February 28, 2022, depreciation expense was \$20,576 and \$7,086, respectively. For the six months and three months ended February 28, 2021, depreciation expense was \$15,372 and \$7,086, respectively.

## 6. LEASE RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

### *Finance leases*

The Company leases a vehicle which meets the classification of a finance lease under ASC 842. The monthly payments are \$1,778 and the term is 60 months. The lease commenced on August 26, 2021.

Finance right of use assets are summarized below:

	<b>February 28, 2022</b>
Finance Lease	\$ 92,963
Less accumulated depreciation	<u>(8,316)</u>
Finance lease, net	<u>\$ 84,647</u>

Amortization expense was \$4,158 and \$8,316 for the three months and six months ended February 28, 2022, respectively.

Finance lease liabilities are summarized below:

	<b>February 28, 2022</b>	
Finance Lease	\$	84,647
Less: current portion		(17,086)
Long term portion	\$	67,561

**Maturity of lease liabilities are as follows:**

	<b>As of February 28, 2022</b>	
Remainder of 2022		\$10,904
Year ending August 31, 2023		21,340
Year ending August 31, 2024		21,340
Year ending August 31, 2025		21,340
Year ending August 31, 2026		19,562
Total future minimum lease payments		94,486
Less imputed interest		(9,839)
PV of Payments	\$	84,647

**7. DEFERRED REVENUE**

The Company entered into an agreement with EVRGRN in December 2021. The Company received \$3.0 million, in which the revenue will be recognized ratably over the next twelve months. As of February 28, 2022, the Company has recorded \$1,878,788 in deferred revenue.

**8. NOTES PAYABLE AND CONVERTIBLE NOTES PAYABLE**

Notes payable consist of the following:

	<u>February 28, 2022</u>	<u>August 31, 2021</u>
Notes Payable	\$ 100,000	\$ 150,238
PPP loan payable	\$ -	\$ 77,500
SBA loan	\$ 149,900	\$ 149,900

Notes payable, the PPP loan payable and SBA loans consist of various unsecured notes bearing interest up to 12% per annum. Maturity dates range from September 1, 2021 through November 27, 2032.

In December 2019, a novel strain of coronavirus (“COVID-19”) was identified and the disease has since spread across the world, including the United States. In March 2020, the World Health Organization declared the outbreak of COVID-19 a pandemic. As a result of the pandemic, the Company entered into a U.S Small Business Administration (“SBA”) Paycheck Protection Program (“PPP”) note payable in the amount of \$77,500 in 2021. The PPP loan bore interest at a rate of 1% per annum. This loan was forgiven on October 22, 2021. The principal amount of the PPP loan is subject to forgiveness if certain requirements are met with respect to how the loan proceeds are used by the Company.

Convertible Notes Payable convert into stock, which would be restricted for a year following conversion. There was \$39,631 of debt converted into 792,624 share of common stock during the six months ended February 28, 2022.

## 9. RELATED PARTIES

The Board of Directors has adopted a written related party transaction policy. This policy applies to all transactions that qualify for disclosure. Information about transactions involving related persons is reviewed by Management. Related persons include Company directors and executive officers, as well as their immediate family members. If a related person has a direct or indirect material interest in any Company transaction, then Management would decide whether or not to approve or ratify the transaction. For the years ended August 31, 2021 and 2020, the amounts due to related parties is properly disclosed within the financial statements and footnotes. Notes payable to related parties is \$1,696 as of February 28, 2022. The Due to related parties is \$184,248 as of February 28, 2022. Notes payable to related parties is \$5,131 as of August 31, 2021. The Due to related parties is \$158,041 as of August 31, 2021.

## 10. COMMITMENTS AND CONTINGENCIES

During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with ASC 450-20-50, *Contingencies*. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals. As of February 28, 2022, the Company is not aware of any contingent liabilities that has not been reflected in the financial statements.

## 11. CONCENTRATIONS

For the six months ended February 28, 2022, the Company had one customer representing 94% of total revenue. For the three months ended February 28, 2022 the Company had one customer representing 77% of total revenue.

## 12. INCOME TAXES

Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for temporary differences and operating loss and tax credit carry forwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment. The U.S. Federal income tax rate is 21%.

As of February 28, 2022 we continue to have a full valuation allowance against all deferred tax assets. We intend to continue maintaining a full valuation allowance on our deferred tax assets until there is sufficient evidence to support reversal of all or some portion of these allowances.

The provision for Federal income tax consists of the following six months February 28:

Federal income tax benefit attributable to:	2022	2021
Current Operations	\$ 326,471	\$ 30,862
Less: valuation allowance	(326,471)	(30,862)

Net provision for Federal income taxes	\$	-	\$	-
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The cumulative tax effect at the expected rate of 21% of significant stems comprising our net deferred tax amount is as follows:

Deferred tax asset attributable to:	February 28, 2022	August 31, 2021
Net operating loss carryover	\$ 1,033,195	\$ 279,892
Less: valuation allowance	(1,033,195)	(279,892)
Net provision for Federal income taxes	\$ -	\$ -

### 13. SUBSEQUENT EVENTS

In March 2022, we closed the acquisition of 100% of the equity interests of Helix House, LLC, a marketing agency based in Scottsdale, Arizona, for a Closing Purchase Price of \$2,250,000. The Closing Purchase Price included \$1,200,000 in cash and 18,004,115 shares of restricted common stock valued at \$1,050,000 at the acquisition date. There is additional earn-out potential based on future revenue growth of the Helix House division as a subsidiary of Business Warrior Corporation. The earn-out potential is up to a total of \$600,000 in cash and \$1,900,000 in stock, which is valued at the average of the closing prices of the Company's Common Stock for the 20 trading days following the achievement of the revenue milestones.

In April 2022, the Company has reached a verbal agreement to settle a pending lawsuit. The formal written settlement agreement has not yet been signed by either party, but is expected to execute on the document soon. The settlement will include a cash payment of \$325,000 and 7.5 million shares of restricted common stock. The cash payment of \$325,000 has been properly accrued as of August 31, 2021 and February 28, 2022.

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **Business Warrior Corporation**

455 E Pebble Road #230912

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(855) 294-2900

<https://businesswarrior.com>  
investors@businesswarrior.com

SIC Code 7371

### **Quarterly Report**

**For the Period Ending: February 28, 2022**  
(the "Reporting Period")

As of February 28, 2022, the number of shares outstanding of our Common Stock was:

427,355,160

As of November 30, 2021, the number of shares outstanding of our Common Stock was:

416,467,067

As of August 31, 2021, the number of shares outstanding of our Common Stock was:

394,242,067

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<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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<sup>1</sup> "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 and address(es) of the issuer and its predecessors (if any)**

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Business Warrior Corporation

Previous: Kading Companies SA until 07/2020

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Kading Companies SA was incorporated on October 11, 1995 in the British Virgin Islands. On January 27, 2020 it was redomiciled in Wyoming. It is an active corporation in the state of Wyoming

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

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:

In March 2022, we closed the acquisition of 100% of the equity interests of Helix House, LLC, a marketing agency based in Scottsdale, Arizona, for a Closing Purchase Price of \$2,250,000. The Closing Purchase Price included \$1,200,000 in cash and 18,004,115 shares of restricted common stock valued at \$1,050,000 at the acquisition date. There is additional earn-out potential based on future revenue growth of the Helix House division as a subsidiary of Business Warrior Corporation. The earn-out potential is up to a total of \$600,000 in cash and \$1,900,000 in stock, which is valued at the average of the closing prices of the Company's Common Stock for the 20 trading days following the achievement of the revenue milestones.

The address(es) of the issuer's principal executive office:

455 E Pebble Road #230912 Las Vegas, NV 89123-0912

The address(es) of the issuer's principal place of business:

*Check box if principal executive office and principal place of business are the same address:*

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:

BZWR

Exact title and class of securities outstanding: Common Stock  
CUSIP: G52076 10 9  
Par or stated value: \$.01

Total shares authorized: 500,000,000 as of date: 2/28/2022  
Total shares outstanding: 427,355,160 as of date: 2/28/2022  
Number of shares in the Public Float<sup>2</sup>: 88,291,209 as of date: 4/19/2022  
Total number of shareholders of record: 415 as of date: 4/20/2022

All additional class(es) of publicly traded securities (if any):

Trading symbol: \_\_\_\_\_  
Exact title and class of securities outstanding: \_\_\_\_\_  
CUSIP: \_\_\_\_\_  
Par or stated value: \_\_\_\_\_  
Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total shares outstanding: \_\_\_\_\_ as of date: \_\_\_\_\_

#### Transfer Agent

Name: Pacific Stock Transfer  
Phone: (800) 785-7782  
Email: info@pacificstocktransfer.com  
Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

### 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:

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<sup>2</sup> "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.

<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date <u>09/01/2017</u> Common: <u>246,512,000</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
12/16/2019	New	85,000,000	Common	\$0.001	Yes	Kevin Kading	Salary	Restricted	4(a)(2)
1/31/2020	New	1,880,859	Common	\$0.0260	Yes	Venture Group, LLC	Consulting Services	Restricted	4(a)(2)
1/31/2020	New	6,975	Preferred	N/A	N/A	Rhett Doolittle	Share Exchange Agreement	Restricted	3(a)(9)
2/1/2020	New	6,200	Preferred	N/A	N/A	Jonathan Brooks	Share Exchange Agreement	Restricted	3(a)(9)
2/2/2020	New	1,550	Preferred	N/A	N/A	Jeremy Keehn	Share Exchange Agreement	Restricted	3(a)(9)
2/3/2020	New	775	Preferred	N/A	N/A	Cody Cross	Share Exchange Agreement	Restricted	3(a)(9)
2/20/2020	New	1,666,667	Common	\$0.015	Yes	Zach Carleo	Cash	Restricted	4(a)(2)
3/26/2020	New	909,091	Common	\$0.010	Yes	Continuation Capital	Debt Settlement	Unrestricted	3(a)(10)
4/15/2020	New	1,600,000	Common	\$0.017	Yes	Continuation Capital	Debt Settlement	Unrestricted	3(a)(10)
5/21/2020	New	3,130,944	Common	\$0.015	Yes	Continuation Capital	Debt Settlement	Unrestricted	3(a)(10)
6/3/2020	New	2,439,579	Common	\$0.010	Yes	Continuation Capital	Debt Settlement	Unrestricted	3(a)(10)
7/6/2020	Cancelled	-50,000,000	Common	N/A	N/A	Kevin Kading	N/A	Restricted	4(a)(2)
10/20/2020	New	1,428,571	Common	\$0.007	Yes	Glen Lastimoza	Cash	Restricted	4(a)(2)
10/21/2020	New	714,285	Common	\$0.007	Yes	Amy Marthaller	Cash	Restricted	4(a)(2)

10/22/2020	New	1,428,571	Common	\$0.007	Yes	Matthew Chen	Cash	Restricted	4(a)(2)
10/28/2020	New	3,571,428	Common	\$0.007	Yes	David Baxter	Cash	Restricted	4(a)(2)
10/29/2020	New	714,285	Common	\$0.007	Yes	Jamie Gerstner	Cash	Restricted	4(a)(2)
10/30/2020	New	714,285	Common	\$0.007	Yes	Jonathan O'Brien	Cash	Restricted	4(a)(2)
11/30/2020	New	1,000,000	Common	\$0.007	Yes	Ben Lagos	Cash	Restricted	4(a)(2)
12/31/2020	New	2,250,000	Common	\$0.0200	No	John Doolittle	Debt conversion	Restricted	4(a)(2)
12/31/2020	New	1,250,000	Common	\$0.0200	No	Susan Doolittle	Debt conversion	Restricted	4(a)(2)
12/31/2020	New	250,000	Common	\$0.0200	No	Ron Knott	Debt conversion	Restricted	4(a)(2)
1/2/2021	New	1,389,961	Common	\$0.0259	No	Justin Abbate	Debt conversion	Restricted	4(a)(2)
1/2/2021	New	444,981	Common	\$0.0259	No	David Zimmerman	Debt conversion	Restricted	4(a)(2)
1/2/2021	New	193,050	Common	\$0.0259	No	Ryan Sandler	Debt conversion	Restricted	4(a)(2)
1/2/2021	New	965,251	Common	\$0.0259	No	Jeremy Keehn	Debt conversion	Restricted	4(a)(2)
1/3/2021	New	500,000	Common	\$0.0100	Yes	Amy Marthaller	Cash	Restricted	4(a)(2)
1/4/2021	New	400,000	Common	\$0.0100	Yes	Andrew Cable	Cash	Restricted	4(a)(2)
1/6/2021	New	1,000,000	Common	\$0.0100	Yes	Adam Spencer	Cash	Restricted	4(a)(2)
1/8/2021	New	2,500,000	Common	\$0.010	Yes	Sidd Negretti	Cash	Restricted	4(a)(2)
1/8/2021	New	1,000,000	Common	\$0.010	Yes	Cameron Pimm	Cash	Restricted	4(a)(2)
1/8/2021	New	3,500,000	Common	\$0.010	Yes	Jonathan Freeland	Cash	Restricted	4(a)(2)
1/8/2021	New	100,000	Common	\$0.0100	Yes	Raj Oliver	Cash	Restricted	4(a)(2)
1/9/2021	New	5,000,000	Common	\$0.010	Yes	Ryland Madison	Cash	Restricted	4(a)(2)
1/11/2021	New	2,000,000	Common	\$0.0100	Yes	Mark Stock	Cash	Restricted	4(a)(2)

1/11/2021	New	1,000,000	Common	\$0.0100	Yes	Erik Velasquez	Cash	Restricted	4(a)(2)
1/11/2021	New	1,000,000	Common	\$0.0100	Yes	Sidd Negretti	Cash	Restricted	4(a)(2)
1/13/2021	New	1,000,000	Common	\$0.0100	Yes	Mitch Ange	Cash	Restricted	4(a)(2)
1/13/2021	New	500,000	Common	\$0.0100	Yes	Anthony Flores	Cash	Restricted	4(a)(2)
1/14/2021	New	1,000,000	Common	\$0.0100	Yes	Saeed Zarshenas	Cash	Restricted	4(a)(2)
1/14/2021	New	750,000	Common	\$0.0100	Yes	Thomas Howard	Cash	Restricted	4(a)(2)
1/14/2021	New	850,000	Common	\$0.0100	Yes	Corbin O'Donnell	Cash	Restricted	4(a)(2)
1/14/2021	New	1,000,000	Common	\$0.0100	Yes	Ryland Madison	Cash	Restricted	4(a)(2)
1/14/2021	New	500,000	Common	\$0.0100	Yes	Harris Klein	Cash	Restricted	4(a)(2)
1/15/2021	New	500,000	Common	\$0.0100	Yes	Ryan Thomas Vanshur	Cash	Restricted	4(a)(2)
1/15/2021	New	1,000,000	Common	\$0.0100	Yes	Poonam Mehta	Cash	Restricted	4(a)(2)
1/19/2021	New	500,000	Common	\$0.0100	Yes	Asdrubal Rodney Reveron	Cash	Restricted	4(a)(2)
1/19/2021	New	500,000	Common	\$0.0100	Yes	August Jacobson	Cash	Restricted	4(a)(2)
1/20/2021	New	1,500,000	Common	\$0.0100	Yes	Jonathan Freeland	Cash	Restricted	4(a)(2)
1/20/2021	New	1,000,000	Common	\$0.0100	Yes	Chris Hays	Cash	Restricted	4(a)(2)
1/21/2021	New	500,000	Common	\$0.0100	Yes	Marc Anthony Barron Jr.	Cash	Restricted	4(a)(2)
1/21/2021	New	250,000	Common	\$0.0200	Yes	Robert Mckinley	Cash	Restricted	4(a)(2)
1/25/2021	New	500,000	Common	\$0.0100	Yes	Dyland Primose	Cash	Restricted	4(a)(2)
1/28/2021	New	1,000,000	Common	\$0.0100	Yes	Glen Lastimoza	Cash	Restricted	4(a)(2)
2/2/2021	New	2,666,667	Common	\$0.0150	Yes	Klee Robert Watchous	Cash	Restricted	4(a)(2)
2/5/2021	New	250,000	Common	\$0.0200	Yes	Bobby Schrieber	Cash	Restricted	4(a)(2)

2/9/2021	New	333,333	Common	\$0.0150	Yes	Jason and Melissa Brooks	Cash	Restricted	4(a)(2)
2/11/2021	New	1,000,000	Common	\$0.0100	Yes	Cameron Pimm	Cash	Restricted	4(a)(2)
2/16/2021	New	350,000	Common	\$0.0200	Yes	John David Unrein	Cash	Restricted	4(a)(2)
2/16/2021	New	250,000	Common	\$0.0200	Yes	Taylor David Unrein	Cash	Restricted	4(a)(2)
2/17/2021	New	500,000	Common	\$0.0200	Yes	Darius Draudvila	Cash	Restricted	4(a)(2)
2/17/2021	New	250,000	Common	\$0.0200	Yes	Gary McNett	Cash	Restricted	4(a)(2)
2/17/2021	New	500,000	Common	\$0.0200	Yes	Suneth Weerakoon	Cash	Restricted	4(a)(2)
2/17/2021	New	250,000	Common	\$0.0200	Yes	Shahram Zarshenas	Cash	Restricted	4(a)(2)
2/19/2021	New	250,000	Common	\$0.0200	Yes	Matthew Guernsey	Cash	Restricted	4(a)(2)
2/22/2021	New	250,000	Common	\$0.0200	Yes	Bryan and Dawn Otts	Cash	Restricted	4(a)(2)
2/22/2021	New	250,000	Common	\$0.0200	Yes	Saeed Zarshenas	Cash	Restricted	4(a)(2)
2/22/2021	New	166,667	Common	\$0.0300	Yes	David & Vickie Kathe	Cash	Restricted	4(a)(2)
2/23/2021	New	1,000,000	Common	\$0.0300	Yes	Demetrius Kouretas	Cash	Restricted	4(a)(2)
2/23/2021	New	333,333	Common	\$0.0300	Yes	Tiffany Hoven	Cash	Restricted	4(a)(2)
2/24/2021	New	250,000	Common	\$0.0200	Yes	Corbin O'Donnell	Cash	Restricted	4(a)(2)
2/24/2021	New	150,000	Common	\$0.0400	Yes	Charles Coates/Susan O'Brien	Cash	Restricted	4(a)(2)
2/25/2021	New	166,667	Common	\$0.0300	Yes	Dylan Primose	Cash	Restricted	4(a)(2)
2/25/2021	New	1,000,000	Common	\$0.0300	Yes	Daniel Kouretas	Cash	Restricted	4(a)(2)
2/25/2021	New	166,667	Common	\$0.0300	Yes	Kevin Jacob Carrigan	Cash	Restricted	4(a)(2)

2/25/2021	New	166,667	Common	\$0.0300	Yes	Tish Desalvio	Cash	Restricted	4(a)(2)
2/25/2021	New	250,000	Common	\$0.0400	Yes	Alfredo Becerra	Cash	Restricted	4(a)(2)
2/25/2021	New	625,000	Common	\$0.0400	Yes	Jonathan Freeland	Cash	Restricted	4(a)(2)
2/25/2021	New	625,000	Common	\$0.0400	Yes	Joshua M Tabaj	Cash	Restricted	4(a)(2)
2/25/2021	New	125,000	Common	\$0.0400	Yes	Dyland Primose	Cash	Restricted	4(a)(2)
2/25/2021	New	250,000	Common	\$0.0400	Yes	Thomas Howard	Cash	Restricted	4(a)(2)
2/26/2021	New	125,000	Common	\$0.0400	Yes	Harold Reiland	Cash	Restricted	4(a)(2)
3/1/2021	New	2,645,503	Common	\$0.0378	No	NE Equities Corp	Marketing Services	Restricted	4(a)(2)
3/1/2021	New	125,000	Common	\$0.0400	Yes	Randy Reichenfeld	Cash	Restricted	4(a)(2)
3/1/2021	New	375,000	Common	\$0.0400	Yes	Timothy Welch	Cash	Restricted	4(a)(2)
3/2/2021	New	125,000	Common	\$0.0400	Yes	Barbara Collins	Cash	Restricted	4(a)(2)
3/2/2021	New	187,500	Common	\$0.0400	Yes	Grant Pickard	Cash	Restricted	4(a)(2)
3/2/2021	New	125,000	Common	\$0.0400	Yes	Josh Patrick Fletcher	Cash	Restricted	4(a)(2)
3/2/2021	New	125,000	Common	\$0.0400	Yes	Daniel Paul Gittemeier Jr.	Cash	Restricted	4(a)(2)
3/2/2021	New	125,000	Common	\$0.0400	Yes	Geoffrey Pickard	Cash	Restricted	4(a)(2)
3/2/2021	New	125,000	Common	\$0.0400	Yes	Alec Tyler Romero	Cash	Restricted	4(a)(2)
3/3/2021	New	125,000	Common	\$0.0400	Yes	Jeremy Nelson	Cash	Restricted	4(a)(2)
3/3/2021	New	4,008,433	Common	\$0.0147	Yes	Trillium Partners LP	Debt Conversion	Restricted	4(a)(1)
3/4/2021	New	125,000	Common	\$0.0400	Yes	Jacqueline Keehn	Cash	Restricted	4(a)(2)
3/4/2021	New	250,000	Common	\$0.0400	Yes	Brandon Bunger	Cash	Restricted	4(a)(2)

3/8/2021	New	250,000	Common	\$0.0200	Yes	Jonathan Evans	Cash	Restricted	4(a)(2)
3/9/2021	New	125,000	Common	\$0.0400	Yes	Chris Hays	Cash	Restricted	4(a)(2)
3/9/2021	New	100,000	Common	\$0.0500	Yes	Cindy Page	Cash	Restricted	4(a)(2)
3/9/2021	New	5,247,822	Common	\$0.0100	Yes	Trillium Partners LP	Warrant	Restricted	4(a)(2)
3/11/2021	New	625,000	Common	\$0.0400	Yes	David Baxter	Cash	Restricted	4(a)(2)
3/11/2021	New	100,000	Common	\$0.0500	Yes	Becky Smith	Cash	Restricted	4(a)(2)
3/12/2021	New	125,000	Common	\$0.0400	Yes	Bradley D. Masciotra	Cash	Restricted	4(a)(2)
3/15/2021	New	125,000	Common	\$0.0400	Yes	Megan Castles	Cash	Restricted	4(a)(2)
3/16/2021	New	125,000	Common	\$0.0400	Yes	Dominic Lee Chevalier	Cash	Restricted	4(a)(2)
3/17/2021	New	100,000	Common	\$0.0500	Yes	August Jacobson	Cash	Restricted	4(a)(2)
3/23/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
4/6/2021	New	250,000	Common	\$0.0400	Yes	Giana Maria Marcello	Cash	Restricted	4(a)(2)
4/12/2021	New	125,000	Common	\$0.0400	Yes	Jeff Brooks	Cash	Restricted	4(a)(2)
4/14/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
4/15/2021	New	100,000	Common	\$0.0500	Yes	Alex Gallagher	Cash	Restricted	4(a)(2)
4/16/2021	New	75,000	Common	\$0.1400	No	Axiom Financial, Inc	Consulting Services	Restricted	4(a)(2)
4/19/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
5/21/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
6/7/2021	New	75,000	Common	\$0.0950	No	Axiom Financial, Inc	Consulting Services	Restricted	4(a)(2)
6/30/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA

7/15/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
7/15/2021	New	75,000	Common	\$0.1410	No	Axiom Financial, Inc	Consulting Services	Restricted	4(a)(2)
7/21/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
8/2/2021	New	1,250,000	Common	\$0.0800	Yes	Keystone Capital Partners, LLC	Cash	Unrestricted	RegA
8/9/2021	New	1,250,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
8/9/2021	New	100,000	Common	\$0.0500	Yes	John David Unrein	Cash	Restricted	4(a)(2)
8/10/2021	New	1,250,000	Common	\$0.0800	Yes	Keystone Capital Partners, LLC	Cash	Unrestricted	RegA
8/13/2021	New	3,125,000	Common	\$0.0800	Yes	Keystone Capital Partners, LLC	Cash	Unrestricted	RegA
8/13/2021	New	3,125,000	Common	\$0.0800	Yes	Seven Knots, LLC	Cash	Unrestricted	RegA
8/13/2021	New	1,562,500	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
8/15/2021	New	75,000	Common	\$0.2950	No	Axiom Financial, Inc	Consulting Services	Restricted	4(a)(2)
8/16/2021	New	100,000	Common	\$0.0500	Yes	Charles Coates/Susan O'Brien	Cash	Restricted	4(a)(2)
8/16/2021	New	100,000	Common	\$0.0500	Yes	Joshua M Tabaj	Cash	Restricted	4(a)(2)
8/18/2021	New	1,562,500	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
8/18/2021	New	1,400,000	Common	\$0.0500	Yes	Klee Robert Watchous	Cash	Restricted	4(a)(2)
8/20/2021	New	150,000	Common	\$0.0500	Yes	Kevin McLaughlin	Cash	Restricted	4(a)(2)
08/20/2021	New	200,000	Common	\$0.0500	Yes	Eric D. Walowitz	Cash	Restricted	4(a)(2)
08/24/2021	New	200,000	Common	\$0.0500	Yes	Daniel Ramirez	Cash	Restricted	4(a)(2)
08/24/2021	New	200,000	Common	\$0.0500	Yes	John Thomas Chase	Cash	Restricted	4(a)(2)

8/27/2021	New	200,000	Common	\$0.050	Yes	Robert Owens Seamands	Cash	Restricted	4(a)(2)
08/28/2021	New	200,000	Common	\$0.0500	Yes	Brian Friedman	Cash	Restricted	4(a)(2)
08/30/2021	New	250,000	Common	\$0.0500	Yes	Mitch Ange	Cash	Restricted	4(a)(2)
08/31/2021	New	200,000	Common	\$0.0500	Yes	Suneth Weerakoon	Cash	Restricted	4(a)(2)
08/31/2021	New	100,000	Common	\$0.0500	Yes	Jonathan O'Brien	Cash	Restricted	4(a)(2)
09/01/2021	New	200,000	Common	\$0.0500	Yes	Collin Klaseen	Cash	Restricted	4(a)(2)
09/02/2021	New	3,125,000	Common	\$0.0800	Yes	Seven Knots, LLC	Cash	Unrestricted	RegA
09/02/2021	New	3,125,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
09/14/2021	New	3,125,000	Common	\$0.0800	Yes	Keystone Capital Partners, LLC	Cash	Unrestricted	RegA
09/15/2021	New	75,000	Common	\$0.2149	No	Axiom Financial, Inc	Consulting Services	Restricted	4(a)(2)
09/20/2021	New	3,125,000	Common	\$0.0800	Yes	Mastiff Group, LLC	Cash	Unrestricted	RegA
10/13/2021	New	3,125,000	Common	\$0.0800	Yes	Keystone Capital Partners, LLC	Cash	Unrestricted	RegA
10/15/2021	New	75,000	Common	\$0.1750	No	Axiom Financial, Inc	Consulting Services	Restricted	4(a)(2)
10/26/2021	New	6,250,000	Common	\$0.0800	Yes	Seven Knots, LLC	Cash	Unrestricted	RegA
12/08/2021	New	100,000	Common	\$0.0695	Yes	Zach Carleo	Employee bonus	Restricted	4(a)(2)
12/31/2021	New	792,624	Common	\$0.0500	Yes	Wilbert Fuchs	Debt conversion	Restricted	4(a)(2)
12/31/2021	New	3,000,000	Common	\$0.0695	No	Rhett Doolittle	Employee bonus	Restricted	4(a)(2)
12/31/2021	New	3,000,000	Common	\$0.0695	No	Jonathan Brooks	Employee bonus	Restricted	4(a)(2)
12/31/2021	New	2,000,000	Common	\$0.0695	No	Jeremy Keehn	Employee bonus	Restricted	4(a)(2)
12/31/2021	New	1,500,000	Common	\$0.0695	No	Cody Cross	Employee bonus	Restricted	4(a)(2)

01/01/2022	New	131,414	Common	\$0.0799	No	Ace Slomo LLC	Consulting services	Restricted	4(a)(2)
01/01/2022	New	18,773	Common	\$0.0799	No	Shandi Shaw	Consulting services	Restricted	4(a)(2)
01/01/2022	New	225,282	Common	\$0.0799	No	Adam Spencer	Consulting services	Restricted	4(a)(2)
02/01/2022	New	120,000	Common	\$0.0800	No	Tanner Otts	Employee bonus	Restricted	4(a)(2)
Shares Outstanding on Date of This Report:									
		<u>Ending</u> <u>Balance</u>							
<u>Ending Balance:</u>									
Date <u>2/28/22</u>	Common <u>427,355,160</u>	Preferred: <u>15,500</u>							

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

The shares outstanding above has been updated in accordance to our audited financials for fiscal years ending August 31,2020 and 2021.

## 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)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	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)<sup>4</sup>:

Name: **Michelle Boncel**  
Title: **Accountant**  
Relationship to Issuer: **Outside accountant**

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 Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

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.

**The audited financial statements of Business Warrior Corporation for the period ended 2/28/2022 are attached hereto**

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")

Through our wholly owned subsidiaries, Business Warrior Inc and Bluume LLC d/b/a Business Warrior we provide a software platform for small businesses to enhance their brand and improve marketing results resulting in more customers and increased revenue.

<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

B. Please list any subsidiaries, parents, or affiliated companies.

Bluume LLC d/b/a Business Warrior, an Arizona limited liability company.

Business Warrior Inc, a Nevada corporation

Business Warrior Funding Inc, a Nevada corporation

C. Describe the issuers' principal products or services.

Business Warrior delivers personalized priorities and recommendations to business owners in order to overcome revenue roadblocks. Our software simplifies the most important revenue drivers so getting new customers is achievable and more profitable. The software identifies additional growth opportunities for our subscribers, and provides custom marketing solutions to grow their customer base and increase revenues.

## 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 and the extent in which the facilities are utilized.

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.

Until April 30, 2020 the Company leased space at 1095 W Rio Salado Pkwy, Ste 104, Tempe, AZ 85281 at \$4,500 per month. As of March 31, 2020, the Company began operating virtually due to the lockdowns associated with COVID-19 and intends to continue working virtually in the near term.

## 7) Company Insiders (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, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders 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 (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /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>Rhett Doolittle</u>	<u>Chairman and CEO</u>	<u>Las Vegas, NV</u>	<u>6.975</u>	<u>Class A</u>	<u>45%</u>	<u>---</u>

<u>Jonathan Brooks</u>	<u>President</u>	<u>Tempe, AZ</u>	<u>6,200</u>	<u>Class A</u>	<u>40%</u>	<u>      </u>
<u>Jeremy Keehn</u>	<u>Chief Technology Officer</u>	<u>Walnut Creek, CA</u>	<u>1,550</u>	<u>Class A</u>	<u>10%</u>	<u>      </u>
<u>Cody Cross</u>	<u>Product Manager</u>	<u>Tempe, AZ</u>	<u>775</u>	<u>Class A</u>	<u>5%</u>	<u>      </u>
<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>

**8) Legal/Disciplinary History**

A. Please identify whether any of the persons or entities 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.

Issuer's subsidiaries, Bluume, LLC and Bluume Holdings, LLC (collectively "Bluume"), have been named as defendants in litigation in Arizona Superior Court in the County of Maricopa. The action was initiated by Mr. Sabin Burrell on January 7, 2020. Mr. Burrell's claims include breach of oral contract for failure to pay a commission and for a declaratory judgment requesting an order stating that Bluume's breach of a separate loan agreement awards him a small ownership interest in Bluume and rights to inspect Bluume's books and records. The parties have reached a settlement agreement as of 3/18/2022 and legal documents are being drafted. The settlement has been accrued in the financial statements as of 8/31/2021.

**9) Third Party Providers**

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

Securities Counsel

Name: Jonathan D. Leinwand  
Firm: Jonathan D. Leinwand, P.A.  
Address 1: 18305 Biscayne Blvd., Suite 200  
Address 2: Aventura, FL 33160  
Phone: (954) 903-7856  
Email: jonathan@jdlpa.com

Accountant or Auditor

Name: Christopher Hiestand  
Firm: Accell Audit and Compliance, P.A.  
Address 1: 3001 N Rocky Point Dr East, Suite 200  
Address 2: Tampa, FL 33607  
Phone: (813) 367-3527  
Email: chiestand@accell-ac.com

Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

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, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

**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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Rhett Doolittle certify that:

1. I have reviewed this quarterly report and disclosure statement of Business Warrior Corporation;
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.

4/20/2022

/s/ Rhett Doolittle

CEO / Principal Executive Officer

*Principal Financial Officer:*

I, Rhett Doolittle certify that:

1. I have reviewed this quarterly report and disclosure statement of Business Warrior Corporation;
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.

4/20/2022

/s/ Rhett Doolittle

CEO/ Principal Executive Officer