

## **Alternative Reporting Standard: Pink® Basic Disclosure Guidelines**

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws, require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these Pink Basic Disclosure Guidelines (“Guidelines”).<sup>1</sup> These Guidelines set forth the disclosure obligations that make up the “Alternative Reporting Standard” for Pink companies. These Guidelines have been designed to encompass the “Catch All” information required in Rule 15c2-11,<sup>2</sup> however they have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information or Limited Information.<sup>3</sup>

These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice. The information provided by companies under these Guidelines is subject to our [Privacy Policy](#).

### **Pink Current Information Tier**

Companies that make the information described below publicly available on a timely basis (90 days after fiscal year end for Annual Reports; 45 days after each fiscal quarter end for Quarterly Reports) may qualify for the Current Information Tier.

Qualification Process:

1. Subscribe to the OTC Disclosure & News Service by submitting an [OTCIQ Order Form](#) (available on [www.otciq.com](http://www.otciq.com)).
2. Upload the following documents through OTCIQ:
  - **Quarterly Reports** for Current Fiscal Year– must include Disclosure Statement and Financial Reports listed below
  - **Annual Report** for Most Recently Completed Fiscal Year– must include Disclosure Statement and Financial Reports listed below
  - **Annual Report** for Prior Completed Fiscal Year – must include Financial Reports listed below
    - **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. (see the fillable form starting on Page 4).
    - **Financial Statements:** Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited. Required financial statements include:
      - Balance Sheet
      - Statement of Income
      - Statement of Cash Flows

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<sup>1</sup> This is not legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements.

<sup>2</sup> Publication of information pursuant to these Guidelines does not guarantee or ensure that the Company will be designated as having “current information” or eligible for public quotations pursuant to Rule 15c2-11 or any other applicable regulation.

<sup>3</sup> OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for the Pink Current Information tier.

- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
  - Notes to Financial Statements
  - Audit Letter, if audited
3. If financial statements are not audited by a PCAOB registered firm, provide the following:
- **Attorney Letter Agreement:** Submit a signed Attorney Letter Agreement according to the [instructions](http://www.otcmarkets.com) on [www.otcmarkets.com](http://www.otcmarkets.com).
  - **Attorney Letter:** After following the appropriate procedures with a qualified attorney, upload an "Attorney Letter With Respect to Current Information" in accordance with the [Attorney Letter Guidelines](#) through OTCIQ. Attorney Letters must reference all required reports as set forth in Section 2 above.
4. **Verified Profile:** Verify the Company Profile through OTCIQ. Profile information includes, but is not limited to, a complete list of officers, directors and service providers, outstanding shares, a business description and contact information.
5. Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments.
6. Companies will only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.
7. To qualify for Current Information on an ongoing basis, companies must:
- Upload reports through OTCIQ on the following schedule:
    - Quarterly Report within **45 days** of the quarter end
    - Annual Report within **90 days** of the fiscal year end
    - Attorney Letter within **120 days** of the fiscal year end.
  - Maintain a Verified Profile. At least once every six months, review and verify the Company's profile information through OTCIQ.

### **Pink Limited Information Tier**

Companies that make the information described below publicly available through OTCIQ may qualify for the Limited Information Tier.

8. **Annual Financial Statements:** Companies must upload the below financial statements for a completed Fiscal Year within the past 16 months. Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.
- Balance Sheet
  - Statement of Income
  - Statement of Cash Flows
  - Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
  - Notes to Financial Statements
  - Audit Letter, if audited
9. **Verified Profile:** The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors and service providers; outstanding shares; a business description and contact information.

10. To Qualify for Limited Information on an ongoing basis, companies must:

- Upload reports through OTCIQ on the following schedule:
  - **Annual Report** (including the required financial statements outlined in Item 8) within 120 days of the fiscal year end
- Maintain a Verified Profile. At least once every six months, review and verify their the Company's profile information through OTCIQ.

### **Current Reporting of Material Corporate Events**

Companies are expected to release quickly to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release within 4 business days following their occurrence and posting such news release through an Integrated Newswire or OTCIQ.<sup>4</sup>

Material corporate events include:

- Entry into or termination of a material definitive agreement
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct financial obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities
- Material impairments
- Sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Amendments to articles of incorporation or bylaws; change in fiscal year
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure regarding stock promotion campaigns deemed material by the issuer
- Changes to the company's shell status
- Other events the issuer considers to be of importance

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<sup>4</sup> "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on <https://www.otcm Markets.com/corporate-services/products/disclosure-and-news-service>

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

## **Sidney Resources Corporation**

505 E Front Avenue Suite 202, Coeur d' Alene, ID 83814

PO Box 817 Lewiston, ID 83501

509-552-9858

<http://sidneyresourcescorporation.com>

[dan@sdrccorp.com](mailto:dan@sdrccorp.com)

10-14

### **Quarterly Report**

**For the Period Ending: September 30, 2022**

(the "Reporting Period")

As of September 30, 2022, the number of shares outstanding of our Common Stock was:

306,647,953

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

319,919,688

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

319,919,688

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>5</sup> of the company has occurred over this reporting period:

Yes:  No:

<sup>5</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.

None

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):

Sidney Resources Corporation – August 25, 2009, Idaho. Current standing in State of Idaho is active.

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:

None

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

505 E Front Avenue Suite 202, Coeur d' Alene, ID 83814  
1225 2<sup>nd</sup> Street, Clarkston, WA 99403

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:*

Mailing address: PO Box 817, Lewiston, ID 83501

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:

None

**2) Security Information**

|  |                      |
|--|----------------------|
| Trading symbol:                                  | <u>SDRC</u>          |
| Exact title and class of securities outstanding: | <u>COMMON SHARES</u> |
| CUSIP:   | <u>826151102</u>     |
| Par or stated value:                             | <u>0.0001</u>        |

|                           |                    |                                       |
|---------------------------|--------------------|---------------------------------------|
| Total shares authorized:  | <u>500,000,000</u> | as of date: <u>September 30, 2022</u> |
| Total shares outstanding: | <u>306,647,953</u> | as of date: <u>September 30, 2022</u> |

Number of shares in the Public Float<sup>6</sup>: 120,477,856 as of date: September 30, 2022  
 Total number of shareholders of record: 1757 as of date: September 30, 2022

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

Trading symbol: NONE  
 Exact title and class of securities outstanding: NONE  
 CUSIP: NONE  
 Par or stated value: NONE  
 Total shares authorized: NONE as of date: September 30, 2022  
 Total shares outstanding: NONE as of date: September 30, 2022

Transfer Agent

Name: PACIFIC STOCK TRANSFER  
 Phone: 800-785-7782  
 Email: INFO@PACIFICSTOCKTRANSFER.COM  
 Address: 6725 Via Austi Pkwy, Ste 300 Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?<sup>7</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:

| Shares Outstanding as of Second Most Recent Fiscal Year End:<br><u>Opening Balance</u><br>Date <u>12/31/2019</u> Common: <u>229,686,830</u><br>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 | 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 | Restricted or Unrestricted as of this filing. | Exemption or Registration Type. |

<sup>6</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>7</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

|                   |               |                   |               |              | issuance?<br>(Yes/No) |  | Services<br>Provided                  |                   |               |
|-------------------|---------------|-------------------|---------------|--------------|-----------------------|--|---------------------------------------|-------------------|---------------|
| <u>01/15/2020</u> | <u>Cancel</u> | <u>1,000,000</u>  | <u>Common</u> | <u>.0025</u> | <u>YES</u>            | <u>Tyler Tiede</u>                           | <u>Admin<br/>Error<br/>Correction</u> | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/04/2020</u> | <u>NEW</u>    | <u>8,000,000</u>  | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Bret Reiss</u>                            | <u>Services</u>                       | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/14/2020</u> | <u>NEW</u>    | <u>2,000,000</u>  | <u>Common</u> | <u>.0450</u> | <u>NO</u>             | <u>Benjamin Petitti</u>                      | <u>Services</u>                       | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/14/2020</u> | <u>NEW</u>    | <u>20,000,000</u> | <u>Common</u> | <u>.0450</u> | <u>NO</u>             | <u>Leland Minerals*</u>                      | <u>LEASE</u>                          | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/29/2020</u> | <u>NEW</u>    | <u>500,000</u>    | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Travis Tiede</u>                          | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/29/2020</u> | <u>NEW</u>    | <u>500,000</u>    | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Guy Tiede</u>                             | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/29/2020</u> | <u>NEW</u>    | <u>1,000,000</u>  | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Ian Vedder</u>                            | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/29/2020</u> | <u>NEW</u>    | <u>1,000,000</u>  | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Kimberly Gray</u>                         | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/29/2020</u> | <u>NEW</u>    | <u>1,000,000</u>  | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Shannon Fairless</u>                      | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/29/2020</u> | <u>NEW</u>    | <u>1,000,000</u>  | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Jason Fairless</u>                        | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/29/2020</u> | <u>NEW</u>    | <u>1,000,000</u>  | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>William Kees</u>                          | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>10/06/2020</u> | <u>NEW</u>    | <u>1,000,000</u>  | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Barbara Hale-<br/>Richlen</u>             | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>10/08/2020</u> | <u>NEW</u>    | <u>500,000</u>    | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Richard Kotalik</u>                       | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>12/14/2020</u> | <u>NEW</u>    | <u>500,000</u>    | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Robert Borst</u>                          | <u>CASH</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>12/28/2020</u> | <u>NEW</u>    | <u>300,000</u>    | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Ian Vedder</u>                            | <u>Services</u>                       | <u>Restricted</u> | <u>Exempt</u> |
| <u>12/30/2020</u> | <u>NEW</u>    | <u>300,000</u>    | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Ian Vedder</u>                            | <u>Services</u>                       | <u>Restricted</u> | <u>Exempt</u> |
| <u>02/26/2021</u> | <u>NEW</u>    | <u>500,000</u>    | <u>Common</u> | <u>.0250</u> | <u>YES</u>            | <u>Cody Kees</u>                             | <u>Cash</u>                           | <u>Restricted</u> | <u>Exempt</u> |
| <u>02/26/2021</u> | <u>NEW</u>    | <u>3,000,000</u>  | <u>Common</u> | <u>.025</u>  | <u>YES</u>            | <u>Robert McCully*</u>                       | <u>Services</u>                       | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/08/2021</u> | <u>NEW</u>    | <u>300,000</u>    | <u>Common</u> | <u>.035</u>  | <u>YES</u>            | <u>Robert Girardi &amp;<br/>Mary Girardi</u> | <u>Cash</u>                           | <u>Restricted</u> | <u>Exempt</u> |

|                   |            |                  |               |             |            |   |                 |                   |               |
|-------------------|------------|------------------|---------------|-------------|------------|---|-----------------|-------------------|---------------|
| <u>04/12/2021</u> | <u>NEW</u> | <u>350,000</u>   | <u>Common</u> | <u>.035</u> | <u>Yes</u> | <u>Robert Borst &amp; Ellen Borst</u>                   | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/14/2021</u> | <u>NEW</u> | <u>600,000</u>   | <u>Common</u> | <u>.040</u> | <u>YES</u> | <u>John Shortsleve</u>                                  | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/19/2021</u> | <u>NEW</u> | <u>300,000</u>   | <u>Common</u> | <u>.040</u> | <u>YES</u> | <u>Kenneth Salzman</u>                                  | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/21/2021</u> | <u>NEW</u> | <u>875,000</u>   | <u>Common</u> | <u>.035</u> | <u>YES</u> | <u>Kimberly Gray</u>                                    | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/21/2021</u> | <u>NEW</u> | <u>300,000</u>   | <u>Common</u> | <u>.035</u> | <u>YES</u> | <u>Travis Tiede &amp; Emily Tiede</u>                   | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/21/2021</u> | <u>NEW</u> | <u>300,000</u>   | <u>Common</u> | <u>.035</u> | <u>YES</u> | <u>Travis Tiede</u>                                     | <u>Services</u> | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/25/2021</u> | <u>NEW</u> | <u>714,286</u>   | <u>Common</u> | <u>.035</u> | <u>YES</u> | <u>Charles Dwyer &amp; Jodi Dwyer</u>                   | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/29/2021</u> | <u>NEW</u> | <u>875,000</u>   | <u>Common</u> | <u>.035</u> | <u>YES</u> | <u>Ian Vedder</u>                                       | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/29/2021</u> | <u>NEW</u> | <u>300,000</u>   | <u>Common</u> | <u>.035</u> | <u>YES</u> | <u>Cody Kees</u>  | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/29/2021</u> | <u>NEW</u> | <u>300,000</u>   | <u>Common</u> | <u>.035</u> | <u>YES</u> | <u>Guy Tiede &amp; Jodie Tiede</u>                      | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/04/2021</u> | <u>New</u> | <u>375,000</u>   | <u>Common</u> | <u>.040</u> | <u>Yes</u> | <u>Sean Rae Zalewski</u>                                | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/04/2021</u> | <u>New</u> | <u>625,000</u>   | <u>Common</u> | <u>.040</u> | <u>Yes</u> | <u>Bolland 2018 Charitable Trust</u>                    | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/10/2021</u> | <u>New</u> | <u>1,000,000</u> | <u>Common</u> | <u>.035</u> | <u>Yes</u> | <u>Barry Scott Chavin 1999 Irrevocable Living Trust</u> | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/12/2021</u> | <u>New</u> | <u>300,000</u>   | <u>Common</u> | <u>.040</u> | <u>Yes</u> | <u>Chad Phillips &amp; Sarah Phillips</u>               | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/17/2021</u> | <u>New</u> | <u>1,250,000</u> | <u>Common</u> | <u>.040</u> | <u>Yes</u> | <u>Corey Schram</u>                                     | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/17/2021</u> | <u>New</u> | <u>1,250,000</u> | <u>Common</u> | <u>.040</u> | <u>Yes</u> | <u>Bolland Charitable Trust of 2016</u>                 | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/17/2021</u> | <u>New</u> | <u>1,250,000</u> | <u>Common</u> | <u>.040</u> | <u>Yes</u> | <u>Sean Rae Zalewski</u>                                | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/18/2021</u> | <u>New</u> | <u>625,000</u>   | <u>Common</u> | <u>.040</u> | <u>Yes</u> | <u>James Scherrer</u>                                   | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/18/2021</u> | <u>New</u> | <u>1,000,000</u> | <u>Common</u> | <u>.035</u> | <u>Yes</u> | <u>Greg Monfre</u>                                      | <u>Cash</u>     | <u>Restricted</u> | <u>Exempt</u> |

|                   |            |                  |               |               |            |  |                                |                   |               |
|-------------------|------------|------------------|---------------|---------------|------------|--|--------------------------------|-------------------|---------------|
| <u>05/18/2021</u> | <u>New</u> | <u>625,000</u>   | <u>Common</u> | <u>.040</u>   | <u>Yes</u> | <u>The James Bolland Family Trust of 2016</u>      | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/18/2021</u> | <u>New</u> | <u>625,000</u>   | <u>Common</u> | <u>0.40</u>   | <u>Yes</u> | <u>Sean Rae Zalewski</u>                           | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/19/2021</u> | <u>New</u> | <u>4,400,000</u> | <u>Common</u> | <u>.035</u>   | <u>Yes</u> | <u>Daniel S Hally</u>                              | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/19/2021</u> | <u>New</u> | <u>300,000</u>   | <u>Common</u> | <u>.035</u>   | <u>Yes</u> | <u>Don Rolfe</u>                                   | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/20/2021</u> | <u>New</u> | <u>500,000</u>   | <u>Common</u> | <u>.035</u>   | <u>Yes</u> | <u>William Kees</u>                                | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/20/2021</u> | <u>New</u> | <u>300,000</u>   | <u>Common</u> | <u>.040</u>   | <u>Yes</u> | <u>Kenneth Salzman</u>                             | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/25/2021</u> | <u>New</u> | <u>465,000</u>   | <u>Common</u> | <u>.040</u>   | <u>Yes</u> | <u>Richard Eggleston &amp; Elizabeth Eggleston</u> | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/25/2021</u> | <u>New</u> | <u>7,000,000</u> | <u>Common</u> | <u>.15</u>    | <u>Yes</u> | <u>Gary Mladjan</u>                                | <u>Purchase of Tech Design</u> | <u>Restricted</u> | <u>Exempt</u> |
| <u>05/27/2021</u> | <u>NEW</u> | <u>1,428,572</u> | <u>Common</u> | <u>.035</u>   | <u>Yes</u> | <u>Red Beryl Mining Company</u>                    | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>06/01/2021</u> | <u>New</u> | <u>7,500,000</u> | <u>Common</u> | <u>.035</u>   | <u>Yes</u> | <u>Sue Patti</u>                                   | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>06/01/2021</u> | <u>New</u> | <u>400,000</u>   | <u>Common</u> | <u>.035</u>   | <u>Yes</u> | <u>Gregg Lindner</u>                               | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>06/26/2021</u> | <u>New</u> | <u>500,000</u>   | <u>Common</u> | <u>.0250</u>  | <u>YES</u> | <u>Adam Matson*</u>                                | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>06/26/2021</u> | <u>NEW</u> | <u>1,000,000</u> | <u>Common</u> | <u>.0250</u>  | <u>Yes</u> | <u>Greg Monfre*</u>                                | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/01/2021</u> | <u>NEW</u> | <u>2,000,000</u> | <u>Common</u> | <u>0.150</u>  | <u>YES</u> | <u>Daniel S Hally</u>                              | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/01/2021</u> | <u>NEW</u> | <u>5,000,000</u> | <u>Common</u> | <u>0.150</u>  | <u>YES</u> | <u>Gregg Lindner</u>                               | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/15/2021</u> | <u>NEW</u> | <u>1,250,000</u> | <u>Common</u> | <u>0.040</u>  | <u>YES</u> | <u>Robert A Rynders</u>                            | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>08/10/2021</u> | <u>NEW</u> | <u>800,000</u>   | <u>Common</u> | <u>0.0025</u> | <u>YES</u> | <u>Robert Schaff*</u>                              | <u>Cash</u>                    | <u>Restricted</u> | <u>Exempt</u> |
| <u>08/10/2021</u> | <u>NEW</u> | <u>400,000</u>   | <u>Common</u> | <u>0.05</u>   | <u>YES</u> | <u>Vance Freer*</u>                                | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>08/10/2021</u> | <u>NEW</u> | <u>250,000</u>   | <u>Common</u> | <u>0.05</u>   | <u>YES</u> | <u>Lowell Jay</u>                                  | <u>Services</u>                | <u>Restricted</u> | <u>Exempt</u> |

|                   |                  |                  |               |               |            |  |                               |                     |               |
|-------------------|------------------|------------------|---------------|---------------|------------|--|-------------------------------|---------------------|---------------|
| <u>09/17/2021</u> | <u>NEW</u>       | <u>200,000</u>   | <u>Common</u> | <u>0.06</u>   | <u>YES</u> | <u>Donald Kirst</u>                                    | <u>Equipment Purchase</u>     | <u>Restricted</u>   | <u>Exempt</u> |
| <u>09/17/2021</u> | <u>NEW</u>       | <u>250,000</u>   | <u>Common</u> | <u>0.06</u>   | <u>YES</u> | <u>Gay Marie Ellsworth</u>                             | <u>Services</u>               | <u>Restricted</u>   | <u>Exempt</u> |
| <u>11/01/2021</u> | <u>NEW</u>       | <u>50,000</u>    | <u>Common</u> | <u>0.10</u>   | <u>YES</u> | <u>Robert A Shaff<br/>Lorraine Schaff</u>              | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>01/24/2022</u> | <u>Cancelled</u> | <u>44,500</u>    | <u>Common</u> | <u>NA</u>     | <u>NA</u>  | <u>CEDE &amp; CO*</u>                                  | <u>Certificate Correction</u> | <u>Unrestricted</u> | <u>Exempt</u> |
| <u>01/31/2022</u> | <u>NEW</u>       | <u>4,000</u>     | <u>Common</u> | <u>0.00</u>   | <u>NA</u>  | <u>Columbia Stock Transfer*</u>                        | <u>Certificate Correction</u> | <u>Restricted</u>   | <u>Exempt</u> |
| <u>02/01/2022</u> | <u>NEW</u>       | <u>435,920</u>   | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Corey Schram</u>                                    | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>02/04/2022</u> | <u>NEW</u>       | <u>43,572</u>    | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Kenneth Salzman</u>                                 | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>02/04/2022</u> | <u>NEW</u>       | <u>93,723</u>    | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Robert Borst<br/>Ellen Borst</u>                    | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>02/04/2022</u> | <u>NEW</u>       | <u>125,000</u>   | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>John Shortsleeve</u>                                | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>02/09/2022</u> | <u>NEW</u>       | <u>50,000</u>    | <u>Common</u> | <u>0.100</u>  | <u>YES</u> | <u>Robert A Schaff<br/>Lorraine Schaff</u>             | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>03/21/2022</u> | <u>NEW</u>       | <u>750,000</u>   | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Merger Mines Corporation</u>                        | <u>Services</u>               | <u>Restricted</u>   | <u>Exempt</u> |
| <u>03/24/2022</u> | <u>NEW</u>       | <u>871,840</u>   | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Robert Rynders</u>                                  | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>03/30/2022</u> | <u>NEW</u>       | <u>108,980</u>   | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Red Beryl Mining Company</u>                        | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/05/2022</u> | <u>Cancelled</u> | <u>4,900,000</u> | <u>Common</u> | <u>0.00</u>   | <u>NA</u>  | <u>Gregg R. Lindner</u>                                | <u>Cancelled</u>              | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/05/2022</u> | <u>Cancelled</u> | <u>7,000,000</u> | <u>Common</u> | <u>0.00</u>   | <u>NA</u>  | <u>Sue Patti</u>                                       | <u>Cancelled</u>              | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/05/2022</u> | <u>Cancelled</u> | <u>6,400,000</u> | <u>Common</u> | <u>0.00</u>   | <u>NA</u>  | <u>Daniel S Hally</u>                                  | <u>Cancelled</u>              | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/18/2022</u> | <u>NEW</u>       | <u>174,368</u>   | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Tyler &amp; Heather Frisbie</u>                     | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/18/2022</u> | <u>NEW</u>       | <u>217,960</u>   | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Suzanne Konicke</u>                                 | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/29/2022</u> | <u>NEW</u>       | <u>65,338</u>    | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Barbara Hale-<br/>Richlen &amp; Matthew Richlen</u> | <u>CASH</u>                   | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/29/2022</u> | <u>Cancelled</u> | <u>250,000</u>   | <u>Common</u> | <u>0.00</u>   | <u>NO</u>  | <u>Edward &amp; Lillie Stark</u>                       | <u>Issuance Correction</u>    | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/29/2022</u> | <u>Cancelled</u> | <u>250,000</u>   | <u>Common</u> | <u>0.00</u>   | <u>NO</u>  | <u>Sebastian &amp; Roxanne Caravella</u>               | <u>Issuance Correction</u>    | <u>Restricted</u>   | <u>Exempt</u> |
| <u>04/29/2022</u> | <u>Cancelled</u> | <u>250,000</u>   | <u>Common</u> | <u>0.00</u>   | <u>NO</u>  | <u>Dean &amp; Clare Zimmerman</u>                      | <u>Issuance Correction</u>    | <u>Restricted</u>   | <u>Exempt</u> |

|                   |                  |                |               |               |            |   |                            |                   |               |
|-------------------|------------------|----------------|---------------|---------------|------------|---|----------------------------|-------------------|---------------|
| <u>04/29/2022</u> | <u>Cancelled</u> | <u>250,000</u> | <u>Common</u> | <u>0.00</u>   | <u>NO</u>  | <u>Deborah Follo</u>                    | <u>Issuance Correction</u> | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/29/2022</u> | <u>NEW</u>       | <u>435,920</u> | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>James E Scherrer</u>                 | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>04/29/2022</u> | <u>NEW</u>       | <u>43,572</u>  | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Robert &amp; Mary Girardi</u>        | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>06/07/2022</u> | <u>NEW</u>       | <u>43,592</u>  | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Benjamin C Petitti</u>               | <u>SERVICES</u>            | <u>Restricted</u> | <u>Exempt</u> |
| <u>06/07/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Jeffrey J. &amp; Shelly Forslund</u> | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>06/24/2022</u> | <u>NEW</u>       | <u>108,980</u> | <u>Common</u> | <u>0.2294</u> | <u>NO</u>  | <u>Boland Charitable Trust of 2016</u>  | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/11/2022</u> | <u>NEW</u>       | <u>100,000</u> | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Alfred Eckhart*</u>                  | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/11/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Brent Wyland*</u>                    | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/11/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Carol &amp; Jerome Liss*</u>         | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/11/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Clarence W. Watts*</u>               | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/11/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>James &amp; Lori Heinen*</u>         | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/12/2022</u> | <u>NEW</u>       | <u>150,000</u> | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Jody Eckhart*</u>                    | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/12/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Joseph Haak*</u>                     | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/12/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Kim Thomas*</u>                      | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/12/2022</u> | <u>NEW</u>       | <u>150,000</u> | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Mary Wyland*</u>                     | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/12/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Michael Wyland*</u>                  | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/13/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Phillip Campbell*</u>                | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/13/2022</u> | <u>NEW</u>       | <u>100,000</u> | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Sara Diaz &amp; Jose Guerrero*</u>   | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/13/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Scott Raymond*</u>                   | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/13/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Shurts Living Trust*</u>             | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/13/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Tom &amp; Jeanne Binder*</u>         | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/14/2022</u> | <u>NEW</u>       | <u>50,000</u>  | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Wayne Houpt*</u>                     | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/14/2022</u> | <u>NEW</u>       | <u>150,000</u> | <u>Common</u> | <u>0.1000</u> | <u>YES</u> | <u>Wesley Cathcart*</u>                 | <u>CASH</u>                | <u>Restricted</u> | <u>Exempt</u> |

|   |            |                  |               |               |            |                         |                 |                   |               |
|---|------------|------------------|---------------|---------------|------------|-------------------------|-----------------|-------------------|---------------|
| <u>07/14/2022</u>                                 | <u>NEW</u> | <u>200,000</u>   | <u>Common</u> | <u>0.0175</u> | <u>YES</u> | <u>Ashton Lindner*</u>  | <u>CASH</u>     | <u>Restricted</u> | <u>Exempt</u> |
| <u>07/14/2022</u>                                 | <u>NEW</u> | <u>1,000,000</u> | <u>Common</u> | <u>0.1200</u> | <u>YES</u> | <u>Mitch Mortensen*</u> | <u>SERVICES</u> | <u>Restricted</u> | <u>Exempt</u> |
| Shares Outstanding on Date of This Report:        |            |                  |               |               |            |                         |                 |                   |               |
| Ending Balance:                                   |            |                  |               |               |            |                         |                 |                   |               |
| Date <u>09/30/2022</u> Common: <u>306,647,953</u> |            |                  |               |               |            |                         |                 |                   |               |
| Preferred: <u>0</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:

1,000,000 shares of restricted common stock issued on 09/18/2018 to Tyler Tiede were cancelled because the shares were issued in error due to a clerical error on the stock order. Tyler Tiede had purchased 1,000,000 shares but 2,000,000 shares were issued because of a clerical error on the stock transmittal. The error has been noted and corrected in financial reports and disclosures. The cancellation was completed, and shareholder records have been updated by Pacific Stock Transfer, our Stock Transfer Agent. The error was unintentional, and no fraud was intended. The 3,000,000 shares issued to Robert McCulley are shares issued to replace shares he was previously issued in 2003, 2004 and 2006 that were cancelled in error. The error was unintentional, and no fraud was intended. The 500,000 shares issued to Adam Matson on 06/26/2021 should have been issued on 06/20/2020 but were not because of a data transfer error. The error was unintentional, and no fraud was intended. The 1,000,000 shares issued to Greg Monfre on 06/26/2021 should have been issued on July 1, 2020 but was not issued because of a data transfer error. The error was unintentional, and no fraud was intended. The 800,000 shares of restricted stock issued to Robert Schaff on 8/10/2021 were paid for in FY2014 but was not issued because of a data transmission error with our previous stock transfer agent. The error was unintentional, and no fraud was intended. The 400,000 shares of common restricted stock that was issued to Vance Freer for services should have been issued in FY2014 but was not because of a data transmission error with our previous stock transfer agent. The error was unintentional, and no fraud was intended. Leland Minerals information: Ward Leland, Owner, 2828 E 32nd Ave Suite A Spokane, WA 99223, 509-532-8330. On January 24, 2022, Sidney Resources Corporation was advised by Pacific Stock Transfer that CEDE & Co had located 22 certificates issued in error with no listed owners and requested cancellation of the certificates resulting in the cancellation of 44,500 shares of common stock. On January 31, 2022, Sidney Resources Corporation was advised by Pacific Stock Transfer that an error was located a negative share balance in a certificate under Columbia Stock Transfer and to correct the error a total of 4000 shares was issued bringing the share balance to zero. Stock issued to the following shareholders: Alfred Eckhart, Brent Wyland, Carol & Jerome Liss, Clarence Watts, James & Lori Heinen, Jody Eckhart, Joseph Haak, Kim Thomas, Mary Wyland, Michael Wyland, Phillip Campbell, Sara Diaz & Jose Guerrero, Scott Raymond, Shurts Living Trust, Tom & Jeanne Binder, Wayne Houpt, & Wesley Cathcart were issued for investments made in 2014 under a revenue sharing agreement. The revenue sharing agreement was cancelled, and those investments were converted to shares. The shares issued to Ashton Lindner was for an investment made in 2013. The shares should have been issued in 2013 but because of a clerical error had not been issued. The shares issued to Mitch Mortensen were issued under and agreement between Mortensen and Mike Drew, CEO & President for services in 2012. The shares had not been issued per the agreement for services that Mortensen had provided. The issuance of shares corrected the error.

**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:

None

**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>8</sup>:

Name: **Chris Shipley, CDA/CPA Group**  
 Title: **Certified Public Accountant**  
 Relationship to Issuer: **Consultant**

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;

<sup>8</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.

- 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.

#### **SDRC FY2022 3rd QTR Financial Report uploaded on November 14, 2022.**

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")

#### **Corporate Update**

CEO, Sean Zalewski continues to work with a wide range of financial institutions and family offices to secure long range funding. The engineers with our contractor, Groundhog Mining & Milling Company, have advised us that the goal of production within the next two seasons is achievable based upon the current progress at the Lucky Ben and the results of past and current geological sampling results.

On September 16<sup>th</sup> our annual shareholders' meeting was held virtually due to travel issues and other factors associated with Covid-19. A comprehensive operations overview was presented by Chief Operations Officer, Dan Hally that included the revealing of the completed laser test unit. CEO, Sean Zalewski, provided an overview of the company's status and future goals and objectives. Shareholders voted to retain the current leadership by proxy vote.

Mr. Zalewski is working to utilize his extensive network for the expansion of the Board of Directors with a focus on adding positions to strengthen business development and financial networks as well as depth of knowledge related to emerging technologies.

In September CEO, Sean Zalewski, COO, Dan Hally and President, Gregg Lindner met with representatives of the Idaho Governor's Office on Mining and Energy. Our management team met with representatives of Idaho's Congressional delegation. The focus of the meetings was on Sidney Resources and the projected impacts to Idaho's economy, our commitment to launching clean water initiatives and programs. Responsible stewardship of our planet and its resources continues to be the fundamental ethos of our vision. Guided by that vision our company continues its efforts to organize Federal, State, 1<sup>st</sup> Nations, and private institutions that share a collaborative vision to solve the water issues that impact the bodies of water that impact hundreds of millions of people. These efforts in conjunction with our developing technologies and potential revolutionary smelt free refining processes can change the World recovers all Rare Earth Elements from ore in captive capacity that creates zero toxic or free radical waste to the environment. We believe these projects fall within the scope of the Federal Funding is programs under or related to the Securing America's Critical Minerals Act. We have been in discussion with the offices of Federal representatives. It is Sidney's closely held belief that our laser technology could be to the Secure America's Critical

Minerals Act and through efficient and environmentally friendly technology it could be pivotal to the Nation's goals for autonomy in securing rare earth element for our Nation's security and energy needs.

### **Technology Division**

We have filed an additional provisional patent application with the U.S. Patent Office with the legal assistance provided by law offices of Randall | Danskin for a method and the apparatus based on using a commercial, adjustable power level, multi-kW Electromagnetic Radiation source, (fiber laser) to thermally fracture or melt and/or vaporize geologic material normally found in precious metals mining operations. Our engineering team has designed a unit that is configured so that a variety of specialty directional radiation pointing devices and their inherent custom software control are interchangeable for use in various operations such as explosive installation preparation, safety rock bolting operations, drifting, expanding raises and winzes and stope mining. An added usage is for any need to cut/fracture/spall any geologic material in areas such as trenching, foundations, road or dam building and rescue operations.

Sidney Resource Corporations remains disciplined in the focus in developing companies and technologies that are both disruptive and transformative in their industry. That focus includes building partnerships with institutions who have a proven track record of having a similar focus and we are pleased to announce we have reached an agreement with the prestigious Colorado School of Mines for testing of our new laser mining technology. Colorado School of Mines (CSM) is one of the country's oldest and most distinctive STEM universities and is known for working closely with industry professionals to engineer solutions to the world's most pressing Earth, energy, and environment challenges. Specialties are science and engineering, as they apply to the Earth, energy, and the environment. CSM's roughly 6,000 students get personal and hands-on experience in programs like geological engineering, metallurgical and materials engineering, and petroleum engineering. In 2020 Money Magazine listed CSM as one of the top five engineering schools in the country.

The testing of the new laser mining technology has been coordinated with the assistance of IPG Photonics and will utilize the 4 KW IPG Photonics laser housed at CSM. With the assistance of the team at CSM, our engineering team will test our newly designed unit that is configured so that a variety of specialty directional laser pointing devices and their inherent custom software control are interchangeable for use in various mining operations. Testing will evaluate the ability to cut, fracture, and spall various samples of geologic materials. The patent pending technology is designed for use in mining operations such as explosive installation preparation, rock bolting operations, drifting, expanding raises, winzes, and stope mining.

Testing at Colorado School of Mines will be a major step forward in our pursuit of technology that will provide tremendous value for not just Sidney Resources, but for the mining industry as a whole and can be deployed across multiple verticals. We are exploring additional transformative and disruptive technologies to expand our impact on the mining industry while reducing the impact on the environment. We are committed to protecting the environment and reducing our impact on the Anthropocene, our human centered planet, as a shared passion for our team, and look forward to building additional partnerships with institutions like the Colorado School of Mines that shares these same values.

The laser test unit was fully assembled in September of this quarter and for the purpose of testing motion control systems polished aluminum mirrors are being used temporarily while we await the delivery of the highly reflective and specialized optics being manufactured by Raytheon ELCAN. We have experienced delays in the delivery of those optics from Raytheon ELCAN and have been updated to expect delivery in late December. This will push back testing of the laser technology at Colorado School of Mines into 2023. We have reached an agreement with Washington State University's Materials Science and Engineering Program for their participation in the final assembly of the optics to the specialized unit optics control bench.

We continue discussions with both educational institutions on the topic of internships for students attending either institution.

### **Lucky Ben**

Work has begun on the construction of the new shop and office building. By the end of the quarter the building is now 75% complete. The facility will be used to store equipment over the winter months. Site security was improved

to the area and work to develop a solar power Wi-Fi network is underway.

We completed 217 feet of slabbing work on the original Lucky Ben tunnel which provides access to heavy equipment and ore sampling operations. These efforts to widen the tunnel included bolting operations and the installation of air and water lines. We drove an additional 73.5 feet of new tunnel and mucked and cleared an additional 213 feet of tunnel.

Construction began on the lower tunnel which is now referred to as Lucky Ben #2. Extensive work was done to secure the portal and 60.7 feet of drift work was completed. Mineralization of the rock was beginning to show as we worked closer to intersecting the vein structure. Worked on this tunnel ended because of deteriorating weather conditions including heavy snow. We estimate we are within six feet of intersecting the vein

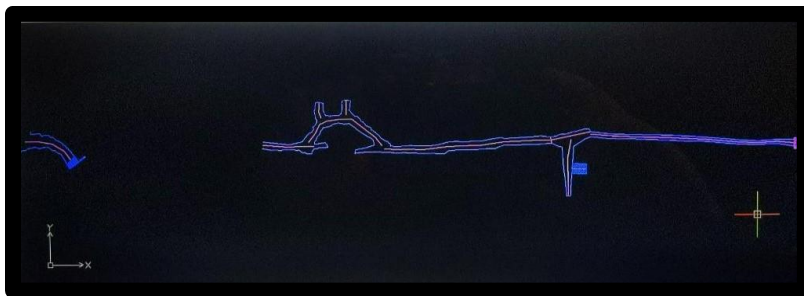


Image of LB Tunnel #1 & #2 survey program

An ore sampling program was completed along a length of 200 feet of the exposed vein in tunnel #1 between known previously mined areas. The fire and chemical assays results prepared by Liberty Refiners are included as addendum 1.

Long-term production plans are being developed for the life of the project. Geological information indicates the vein structure of Lucky Ben is the same vein structure known as the Little Giant and extends over 9000 feet that will be accessible from the Lucky Ben site. We estimate the structure of the vein to continue beyond a depth of 800 feet. Planning includes recovering ore at a width of 6 feet with an average weight of 3300 pounds per cubic yard. We are using three sets of data to develop inferred estimates for recovery. The three data sets are drill results data, historical data, and chemical analysis data. Drill results indicate an average of 29.33 g/t for gold and 118 g/t for silver. Historical data indicates an average of 99.26 g/t for gold and 110.47 g/t for silver. Chemical analysis data indicates an average of 196 g/t for gold and 218 g/t for silver.

### **Expansion in the Warren Area**

The Company is currently reviewing over 1,718 acres as possible acquisition targets in the Warren area, one of the largest gold producing districts in Idaho. The Warren mining district lies in the Salmon River Mountains of north-central Idaho, in southern Idaho and northern Valley counties. Gold, galena, sphalerite, tetrahedrite, stibnite, and pyrite are the primary metallic minerals that were recognized in the Warren veins. The mines of the Warren district are reported by the USGS to rank among the richest mines in Idaho. The mines have excellent assays and previous production records. One assay shows a whopping 20,776 grams of silver per ton plus gold. Historically this mining District has produced silver up to 2,660 grams per ton. The Little Giant Vein gold ore was displayed at international exhibitions and won premium awards. An ore specimen as large as a man's body was sent to the Boise Stock Exchange in 1896 which assayed \$11,155/ton (24,976 grams/gold per ton @\$0.44 per gram). According to published USGS reports this vein averaged 156.8 g/t gold and 840 g/t silver.

Management believes these new areas of development are a smart expansion of our holdings in Central Idaho, and we will follow the successful exploration methods we use to identify prime targets for further exploration and development of mines that were in production until the U.S. Government implemented the Gold Reserve Act of 1934 and Order L-208 in 1942. Our engineers for the laser mining technology, currently planned for testing at Colorado School of Mines, anticipate the vein structures common to the Warren District will prove to be excellent locations for field testing of the laser units in the future.

## **Forward Looking Statements**

Certain statements in this release constitute forward-looking statements. These statements include the capabilities and success of the Company's business and any of its products, services or solutions. The words "believe," "forecast," "project," "intend," "expect," "plan," "should," "would," and similar expressions and all statements, which are not historical facts, are intended to identify forward-looking statements. These forward-looking statements involve and are subject to known and unknown risks, uncertainties and other factors, any of which could cause the Company to not achieve some or all of its goals or the Company's previously reported actual results, performance (finance or operating) to change or differ from future results, performance (financing and operating) or achievements, including those expressed or implied by such forward-looking statements. More detailed information about the Company and the risk factors that may affect the realization of forward-looking statements is set forth in the Company's filings with OTC Markets, copies of which may be obtained from the OTC Markets website at <https://www.otcmarkets.com/index.html> The Company assumes no, and hereby disclaims any, obligation to update the forward-looking statements contained in this press release. Please note that the Company believes that any revenue related calculations contained in this release are accurate and based on factual information, there can be no assurance that the Company will be able to achieve all projections due to number of business-related factors.

Addendum #1

# LIBERTY REFINERS

## Sydney Resources Sample Results

| Sample Number | Description | FIRE ASSAY (% or Ozt) |      | DCP/FUSION (% or Ozt) |     |        | Cyanide (% or Ozt) |      |        | Liberty XRF |        |        | Notes                   |
|---------------|-------------|-----------------------|------|-----------------------|-----|--------|--------------------|------|--------|-------------|--------|--------|-------------------------|
|               |             | Au                    | Ag   | Au                    | Ag  | Mn     | Au                 | Ag   | Mn     | Au          | Ag     | Mn     |                         |
| Stope 1       | 7/15/22     | 0.111                 | 2.4  | 6.3                   | 4.6 | 0.213% | 8.1                | 5.4  | 0.145% | 0.042%      | 0.076% | 0.177% | Cyanide Repeat (7.9 Au) |
| Lucky Ben     | 7/15/22     | 0.62                  | 0.62 | 4.6                   | 9.9 | 0.295% | 6.1                | 11.3 | 0.224% | 0.055%      | 0.043% | 0.093% | Cyanide Repeat (6 Au)   |
| LB - Day      | 9/28/22     | 0.178                 | 0.58 |                       |     |        | 4.6                |      |        | 0.0%        | 0.0%   | 2.065% |                         |
| LB-LA1        |             | 0.045                 | 0.47 |                       |     |        | 2.8                |      |        | 0.0%        | 0.0%   | 0.156% |                         |
| LB-LA2        |             | 0.01                  | 0.28 |                       |     |        | 1.9                |      |        | 0.054%      | 0.121% | 0.094% |                         |
| LB-RD1        |             | 0.226                 | 3    |                       |     |        | 4.6                |      |        | 0.078%      | 0.341% | 0.000% |                         |
| LB-RD2        |             | 0.009                 | 0.1  |                       |     |        | 3                  |      |        | 0.0%        | 0.0%   | 0.136% |                         |
| LB-30         |             | 0.029                 | 0.36 |                       |     |        | 3.9                |      |        | 0.0%        | 0.0%   | 0.050% |                         |
| LB-40         |             | 0.017                 | 0.44 |                       |     |        |                    |      |        | 0.021%      | 0.154% | 0.077% |                         |
| LB-50         |             | 0.016                 | 0.21 |                       |     |        |                    |      |        | 0.035%      | 0.163% | 0.225% |                         |
| LB-60         |             | 0.003                 | 0.14 |                       |     |        | 2.9                |      |        | 0.054%      | 0.150% | 0.125% |                         |
| LB-70         |             | 0.003                 | 0.14 |                       |     |        |                    |      |        | 0.038%      | 0.121% | 0.057% |                         |
| LB-80         |             | 0.023                 | 0.22 |                       |     |        |                    |      |        | 0.0%        | 0.187% | 1.230% |                         |
| LB-90         |             | 0.998                 | 0.65 |                       |     |        | 5                  |      |        | 0.0%        | 0.0%   | 0.099% |                         |
| LB-100        |             | 0.013                 | 0.08 |                       |     |        |                    |      |        | 0.0%        | 0.0%   | 0.134% |                         |
| LB-110        |             | 0.004                 | 0.12 |                       |     |        |                    |      |        | 0.0%        | 0.117% | 0.124% |                         |
| LB-120        |             | 0.015                 | 0.1  |                       |     |        | 8.1                |      |        | 0.0%        | 0.0%   | 0.034% |                         |
| LB-RD1        | Check       | 0.18                  | 2.85 |                       |     |        |                    |      |        |             |        |        |                         |
| LB-90         | Check       | 1.256                 | 0.58 |                       |     |        |                    |      |        |             |        |        |                         |

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

None

C. Describe the issuers' principal products or services.

Exploration and development of gold and silver deposits. Research and development of mining equipment and technology.

## **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.

Sidney Resources Corporation currently leases the patented mining claims known the Lucky Ben Claim, Lucky Ben Extension, Hornet Claim, and the unpatented mining claims known as the Lucky Ben Extension West Claim and the Lucky Ben Extension South Claim, the Lucky Leland Claim, the Royal Richard Claim and the Dandy Don Claim. All of these claims are located in the historical mining district of Idaho known as the Warren Mining District. The Lucky Ben Claim was in previous production that ended in 1921. Sidney Resources paid \$60,000.00 for a five-year lease with an option to renew the lease for 5 additional years. The Board of Directors has signed a lease amendment extending the lease for the Lucky Ben Properties an additional 5 years beyond when the lease that was scheduled to expire at the end of 2019 and with the option to renew the lease an additional 5 years as long as work on the properties remains active. Under the terms of the Lease Amendment, Lessor will be issued 20,000,000 shares of restricted common stock as payment for the lease amendment. Under the terms of the new lease amendment, Sidney Resources Corporation has the option to continue to lease the properties for an indefinite period of time with the condition that development work continues each year

Sidney Resources Corporation has 3 portable storage buildings located on the property. In addition, 3 above ground fuel storage tanks are located on the above properties. A large supply of mining timbers are now being stored on the Lucky Ben Claim. An ore pulverizer, sluice box, electrical generators, water tanks, water pumps and miscellaneous equipment and supplies are stored on site. A 12-foot heavy duty trailer. Sidney Resources Corporation issued 7 million shares of restricted common stock to Gary Mladjan for his designs of the Graduated Optical Collimator. Sidney Resources Corporation issued 750,000 shares of restricted common stock to Merger Mines Corporation for all patents and intellectual properties related to the Graduated Optical Collimator and all historic mine records and maps held which included over 200 maps and records of mines with a history of production of valuable minerals.

## 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% of 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>Gregg Lindner</u>                       | <u>Officer/Director</u>   | <u>Minoqua, WI</u>                      | <u>20,450,000</u>      | <u>Common</u>    | <u>4.1</u>                                | <u>President</u>   |
| <u>Daniel Hally</u>                        | <u>Officer/Director</u>   | <u>Clarkston, WA</u>                    | <u>3,806,016</u>       | <u>Common</u>    | <u>.76</u>                                | <u>Treasurer</u>   |
| <u>Sue Patti</u>                           | <u>Officer/Director</u>   | <u>Delafield, WI</u>                    | <u>19,400,000</u>      | <u>Common</u>    | <u>3.8</u>                                | <u>Secretary</u>   |
| <u>Sean Rae Zalewski</u>                   | <u>Director</u>   | <u>Hartland, WI</u>                     | <u>2,250,000</u>       | <u>Common</u>    | <u>0.7</u>                                | <u>Director</u>  |
| <u>Leland Minerals, LLC</u>                | <u>Owner of more than 5%</u>  | <u>Spokane, WA</u>                      | <u>21,500,000</u>      | <u>Common</u>    | <u>6.7</u>                                | Ward Leland, Owner, 2828 E 32nd Ave Suite A Spokane, WA 99223 509-532-8330 |

## 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.

None

## 9) Third Party Providers

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

### Securities Counsel

Name: Morgan E. Petitti, Esq  
Firm: Petitti Law  
Address 1: 118 W Streetsboro Road #317  
Address 2: Hudson, OH 44236  
Phone: 330-697-8548  
Email: PetittiLaw@gmail.com

### Patent Counsel

Name: William A. Jeckle  
Firm: Randall-Danskin  
Address 1: Bank of America Financial Center  
601 West Riverside Avenue #1500  
Address 2: Spokane, WA 99201-0626  
Phone: (509) 747-2052  
Email: waj@randalldanskin.com

### Accountant or Auditor

Name: Chris Shipley  
Firm: CDA/CPA Group  
Address 1: 618 N 4<sup>th</sup> Street  
Address 2: Coeur d' Alene, ID 83814  
Phone: 208-765-1091

Email: admin@cdacpas.com

#### Investor Relations

Name: None  
Firm: None  
Address 1: None  
Address 2: None  
Phone: None  
Email: None

#### 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: Richard Morris  
Firm: N/A  
Nature of Services: Geologist  
Address 1: 2320 Bolivar Rd  
Address 2: Spokane Valley, WA  
Phone: 509-927-2685  
Email: wrockhammer@gmail.com

Name: Don Rolfe  
Firm: Merger Mines Corporation  
Nature of Services: Mining Engineering and Operational Planning  
Address 1: 3714 W Industrial Loop Rd  
Address 2: Coeur D' Alene, ID 83815  
Phone: 208-664-8801  
Email: jmr626@centurytel.net

Name: Nathan Hunt  
Firm: Groundhog Mining & Milling Company  
Nature of Services: Mining Engineering, Operational Planning, Construction, Blasting, Safety Planning, Excavation  
Address 1: 220 N Montana St  
Address 2: Dillon, MT 59725  
Phone: 406-439-5362  
Email: groundhog01@gmail.com

Name: Gabriel Achenbach  
Firm: Achenbach Designs, LLC  
Nature of Services: engineering services and Hardware design and prototyping in plastics, drafting, (3-d CAD), 3-d printing, molds, castings, extrusions, sheet metal, machining, project setup, manufacturability, testing, and ruggedization.  
Address 1: 2408 E. 60th  
Address 2: Spokane, WA 99223 US  
Phone: 509-993-3317  
Email: gachenbach@comcast.net

#### **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, Sean Rae Zalewski certify that:

1. I have reviewed this quarterly disclosure statement of Sidney Resources 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.

November 14, 2022 [Date]

/s/SEAN RAE ZALEWSKI [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

*Principal Financial Officer:*

I, Daniel S Hally certify that:

1. I have reviewed this quarterly disclosure statement of Sidney Resources 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.

November 14, 2022 [Date]

/s/DANIEL S HALLY [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")