

SYCAMORE ENTERTAINMENT GROUP, INC.

FINANCIAL STATEMENTS AND FOOTNOTES

(unaudited)

**For the Three Months Ended
March 31, 2023 and March 31, 2022**

SYCAMORE ENTERTAINMENT GROUP, INC.

FINANCIAL STATEMENTS AND FOOTNOTES
(unaudited)

For the Three Months Ended
31-Mar-23

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SYCAMORE ENTERTAINMENT GROUP, INC.
BALANCE SHEET
(UNAUDITED)

	March 31, 2023	December 31, 2022
ASSETS		
Current assets		
Cash	\$ -	\$ 209
Restricted cash	30,000	30,000
Accounts receivable	3	3
Prepaid assets and other	5,000	5,000
Total current assets	<u>35,003</u>	<u>35,212</u>
Fixed assets - net	24,253	25,870
Intangible assets - net	381,044	394,863
Total assets	<u><u>\$ 440,300</u></u>	<u><u>\$ 455,945</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued expenses	\$ 5,423,815	\$ 5,333,401
Notes payable	6,697,914	6,697,914
Notes payable, related parties	690,190	692,065
Total current liabilities	<u>12,811,919</u>	<u>12,723,380</u>
Total liabilities	<u>12,811,919</u>	<u>12,723,380</u>
Stockholders' equity		
Preferred stock (Par value \$.001, 1 share authorized and issued as of March 31, 2023 and December 31, 2022)	-	-
Common stock (Par value \$0.001, 5,100,000,000 shares authorized; 5,070,000,000 and 5,070,000,000 issued and outstanding as of March 31, 2023 and December 31, 2022)	5,070,000	5,070,000
Additional paid-in captial	10,624,016	10,624,016
Accumulated deficit	(28,065,635)	(27,961,451)
Total stockholders' equity	<u>(12,371,619)</u>	<u>(12,267,435)</u>
Total liabilities and stockholders' equity	<u><u>\$ 440,300</u></u>	<u><u>\$ 455,945</u></u>

See accompanying notes to consolidated financial statements

SYCAMORE ENTERTAINMENT GROUP, INC.
STATEMENTS OF OPERATIONS
(UNAUDITED)

	For the Three Months Ended March 31,	
	2023	2022
Revenues		
Advertising revenue	\$ -	\$ -
Total revenues	<u>-</u>	<u>-</u>
Cost of sales		
Cost of services	<u>-</u>	<u>1,826,000</u>
Total cost of sales	<u>-</u>	<u>1,826,000</u>
Gross loss	<u>-</u>	<u>(1,826,000)</u>
Operating expenses		
General and administrative	<u>13,830</u>	<u>31,052</u>
Total operating expenses	<u>13,830</u>	<u>31,052</u>
Operating loss	<u>(13,830)</u>	<u>(1,857,052)</u>
Other income (expense)		
Gain on derivative liability	-	704,248
Interest expense	<u>(90,354)</u>	<u>(10,709)</u>
Total other income (expense)	<u>(90,354)</u>	<u>693,539</u>
Loss before provision for income taxes	<u>(104,184)</u>	<u>(1,163,513)</u>
Benefit from income taxes	-	-
Net loss	<u>\$ (104,184)</u>	<u>\$ (1,163,513)</u>
Net loss per share of common stock:		
Basic	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Fully diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average number of shares outstanding		
Basic	<u>5,070,000,000</u>	<u>2,462,830,816</u>
Fully diluted	<u>5,070,000,000</u>	<u>3,075,460,816</u>

See accompanying notes to consolidated financial statements

SYCAMORE ENTERTAINMENT GROUP, INC.
STATEMENT OF STOCKHOLDERS' EQUITY
(UNAUDITED)

	<u>Common Stock</u>		<u>Additional Paid- in Capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>			
Balance, December 31, 2021	2,462,630,816	\$ 2,462,631	\$ 2,311,654	\$ (26,599,412)	\$ (21,825,127)
Net loss, three months ended March 31, 2022	-	-	-	(1,163,513)	(1,163,513)
Balance, March 31, 2022	<u>2,462,630,816</u>	<u>\$ 2,462,631</u>	<u>\$ 2,311,654</u>	<u>\$ (27,762,925)</u>	<u>\$ (22,988,640)</u>
Balance, December 31, 2022	5,070,000,000	\$ 5,070,000	\$ 10,624,016	\$ (27,961,451)	\$ (12,267,435)
Net loss, three months ended March 31, 2023	-	-	-	(104,184)	(104,184)
Balance, March 31, 2023	<u>5,070,000,000</u>	<u>\$ 5,070,000</u>	<u>\$ 12,935,670</u>	<u>\$ (28,065,635)</u>	<u>\$ (12,371,619)</u>

See accompanying notes to consolidated financial statements

SYCAMORE ENTERTAINMENT GROUP, INC.
STATEMENT OF CASH FLOWS
(UNAUDITED)

	For the Three Months Ended	
	March 31,	
	2023	2022
Cash flows from operating activities		
Net loss	\$ (104,184)	\$ (1,163,513)
Adjustments to reconcile net income to net cash provided by operating activities:		
Gain on derivative fair value	-	(704,248)
Amortization expense	13,819	26,882
Depreciation expense	1,617	-
Changes in operating assets and liabilities:		
Prepaid expenses	-	(5,000)
Accounts payable and accrued expenses	90,414	1,821,172
Net cash used in operating activities	1,666	(24,707)
Cash flows from financing activities		
Paydown of notes payable	-	(23,000)
Proceeds on loans - related parties	625	47,707
Paydown on loans - related parties	(2,500)	-
Net cash provided by financing activities	(1,875)	24,707
Net change in cash and cash equivalents	(209)	-
Cash and cash equivalents at the beginning of period	30,209	30,000
Cash and cash equivalents at the end of period	\$ 30,000	\$ 30,000
Supplemental disclosures of cash flow information:		
Cash paid for interest	\$ -	\$ 14,487
Cash paid for taxes	\$ -	\$ -

See accompanying notes to consolidated financial statements

SYCAMORE ENTERTAINMENT GROUP, INC
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2023

NOTE 1 – BASIS OF PRESENTATION

The accompanying interim financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows as of and for the three-month periods ended March 31, 2023, and for all periods presented herein, have been made.

It is suggested that these financial statements be read in conjunction with the annual financial statements and notes thereto included in the Company's December 31, 2022 and 2021 annual report filings. The results of operations for the three-month periods ended, March 31, 2023 and March 31, 2022 are not necessarily indicative of the operating results for the full year.

Use of Estimates

The preparation of financial statements requires us to make estimates and assumptions that affect the amounts reported and disclosed in the financial statements and the accompanying notes. Actual results could differ materially from these estimates. On an ongoing basis, we evaluate our estimates, including those related to the accounts receivable and sales allowances, fair values of financial instruments, useful lives of intangible assets and property and equipment, inventory valuations, income taxes, and contingent liabilities, among others. We base our estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied by the Company in these interim financial statements are the same as those applied by the Company in its financial statements as at and for the year ended December 31, 2022.

There have been no changes in the Company's significant accounting policies for the three-month period ended March 31, 2023 as compared to those disclosed in the Company's financial statement for the year ended December 31, 2022.

The Company's derivative financial instruments consist of embedded derivatives related to the issuance of convertible notes. These embedded derivatives include a conversion feature. As of the inception date of the agreement the debt was not considered conventional as defined Accounting Standards Codification ("ASC") No. 815, "Derivatives and Hedging". The accounting treatment of derivative financial instruments require that the Company record the conversion feature at their fair values then record them at fair value as of each subsequent balance sheet date. Any change in fair value was to be recorded as non-operating, non-cash income or expense at each reporting date. As of June 30, 2022 there were no instruments remaining that required fair value measurement under derivative accounting rules.

NOTE 3 – COMMITMENTS AND CONTINGENCIES

Commitments:

Leases

The company has only a month-to-month operating lease, and no current leases longer than 12 months. Therefore, rent is expensed as it is incurred.

SYCAMORE ENTERTAINMENT GROUP, INC
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2023

Marketing Agreements

In December of 2020, the Company signed a binding sponsorship agreement with Chip Ganassi Racing that required payments of \$17,400,000 in payments through 2023. In March of 2021 the Company signed a separate agreement that required an additional \$10,270,000 of payments through 2023. The Company is currently in default on the agreements.

Liabilities have not been recorded on the unpaid contract amounts as they are not currently probable or reasonably estimable per ASC 450.

Contingencies:

The Company may be involved in certain legal proceedings that arise from time to time in the ordinary course of its business. When the Company determines that a loss is both probable and reasonably estimable, a liability is recorded and disclosed if the amount is material to the financial statements taken as a whole. When a material loss contingency is only reasonably possible, the Company does not record a liability, but instead discloses the nature and the amount of the claim, and an estimate of the loss or range of loss, if such an estimate can reasonably be made. Legal expenses associated with any contingency are expensed as incurred.

As of March 31, 2023, the Company had \$6,697,914 of third-party debt recorded as notes payable and \$690,190 of recorded as notes payable, related parties. These debts had no specific repayment terms.

Legal Proceedings

In the 3rd quarter of 2012, the Company received an adverse arbitration ruling in the amount of \$816,145. The Company wrote this investment down to zero in the third quarter of 2012. Since the judgment, the Company has applied its revenue earned to the outstanding balance of the judgment. The balance of the corresponding liability was \$729,694 and \$729,964 for the years ended December 31, 2022 and December 31, 2021, respectively.

On January 5, 2018, the Company received an adverse ruling on a breach of contract and a judgment was entered against the Company in the amount of \$550,000.

In 2022, the Company received an adverse ruling on a breach of contract with *Core Sports* and a judgment was entered in the amount of \$2,522,542. \$2,490,000 of this amount was previously recognized in 2021 in Accounts Payable. The company continues to accrue judgment interest on this balance in the amount of \$703/day.

The Company is and may in the future be involved in various legal proceedings arising from the normal course of business activities. Although the results of litigation and claims cannot be predicted with certainty, currently, the Company believes that the likelihood of any material adverse impact on the Company's results of operations, cash flows or our financial position for any such litigation or claims is remote. Regardless of the outcome, litigation can have an adverse impact on the Company because of the costs to defend lawsuits, diversion of management resources and other factors.

The Company had a business dispute regarding the veracity of a note with one convertible noteholder. As the potential liability is not probable and reasonably estimable, no accrual for the liability has been recorded in the financial statements. This dispute was settled with a cash payment of principal in the year ended December 31, 2022.

SYCAMORE ENTERTAINMENT GROUP, INC
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2023

All of the Company's notes payable are in default and several call for the Company to pay legal fees for any recovery. No noteholder has claimed any legal fees and any claims are not probable and reasonably estimable, therefore no liability has been recorded in the financial statements.

Bank Accounts

From time-to-time the Company may carry balances in its corporate bank accounts above the federally insured limit of \$250,000.

NOTE 4- STOCK AND DEBT ISSUANCES

The Company did not enter into any new debt or equity issuances during the three months ended March 31, 2022 and March 31, 2023.

NOTE 5- CONVERTIBLE NOTE RETIREMENT

On March 16, 2022, one convertible note with a principal balance of \$23,000 and accrued interest of \$14,487 was retired with a cash payment.

NOTE 6 – SUBSEQUENT EVENTS

Management has reviewed events from March 31, 2023 until May 22, 2023 for any events requiring disclosure. None were noted.

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Sycamore Entertainment Group, Inc.

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Seattle, WA 98105
Phone: 206-502-2312
Info@sycamoreentertainment.com
www.sycamoreentertainmentgroup.com
SIC Code: 871156 10 5

Quarterly Report

For the period ending March 31, 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

5,070,000,000 as of March 31, 2023

5,070,000,000 as of December 31, 2022

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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: ☒

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

¹ "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.

Yes: ☐ No: ☒

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.

Sycamore Entertainment Group Inc. 4500 9th Avenue NE, Suite 300, Seattle, WA 98105

ImaRx Therapeutics, Inc.

Effective May 14, 2010 (the "Effective Date"), ImaRx Therapeutics, Inc. ("ImaRx" or "Company") entered into an Agreement for the Purchase and Sale of Stock with Sycamore Films, Inc. The Merger Agreement between Sycamore Films and ImaRx was accounted for as a reverse acquisition in accordance with Accounting Standards Codification ("ASC") 805 Business Combinations. On July 21, 2010, ImaRx merged with Sycamore Entertainment Group, Inc., a Nevada corporation. Sycamore Entertainment Group, Inc. is the surviving corporation. On November 24, 2010 the name and symbol changed to SEGI.

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):

State of Incorporation: Nevada

Entity Status: Active

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

There are no suspension orders issued.

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

There are none of the aforementioned activities to note.

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

4500 9th Avenue NE, Suite 300
Seattle, WA 98105

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

☒ Check 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?

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: ClearTrust
Phone: (813) 235-4490
Email: inbox@ClearTrustTransfer.com
Address: 16540 Pointe Village Drive, Suite 205, Lutz, Florida 33558

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	SEGI
Exact title and class of securities outstanding:	Common stock
CUSIP:	871156 10 5
Par or stated value:	\$.001
Total shares authorized:	5,100,000,000 <u>as of date: March 31, 2023</u>
Total shares outstanding:	5,070,000,000 <u>as of date: March 31, 2023</u>
Total number of shareholders of record:	265 <u>as of date: March 31, 2023</u>

All additional class(es) of publicly quoted or traded securities (if any): None

Trading symbol:	_____
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____ <u>as of date:</u> _____
Total shares outstanding:	_____ <u>as of date:</u> _____
Total number of shareholders of record:	_____ <u>as of date:</u> _____

Trading symbol:	_____
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____ <u>as of date:</u> _____
Total shares outstanding:	_____ <u>as of date:</u> _____
Total number of shareholders of record:	_____ <u>as of date:</u> _____

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>Series A Super Voting Preferred Stock</u>
CUSIP (if applicable):	<u>N/A</u>
Par or stated value:	<u>\$.001</u>
Total shares authorized:	<u>1</u> as of date: <u>March 31, 2023</u>
Total shares outstanding (if applicable):	<u>1</u> as of date: <u>March 31, 2023</u>
(if applicable):	<u> </u> as of date: <u> </u>

Exact title and class of the security:	<u> </u>
CUSIP (if applicable):	<u> </u>
Par or stated value:	<u> </u>
Total shares authorized:	<u> </u> as of date: <u> </u>
Total shares outstanding (if applicable):	<u> </u> as of date: <u> </u>
Total number of shareholders of record (if applicable):	<u> </u> as of date: <u> </u>

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Regular voting and dividend rights.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

The holder of the Series A – Super Voting Preferred Stock is entitled to cast that number of votes on all matters presented for stockholder vote to the stockholders of the Corporation that when taking into account the votes entitled to be cast by the Series A – Super Voting Preferred stockholder is equal to seventy-five percent (75%) of the total shares authorized to vote on such matter(s) and such holder shall vote along with holders of the Corporation's Common Stock on such matters. The number of votes that the holder of the Series A – Super Voting Preferred shares shall be entitled to cast on a matter at any time shall be determined pursuant to the following formula:

$X = 3 \times Y$ where

X is the total number of votes that the holder of the Series A – Super Voting Preferred share is entitled to cast on any matter presented to stockholders of the Corporation, and

Y is the total number of authorized shares of the Corporation outstanding and authorized to vote on the matter.

For example, if the Corporation were to have 100,000,000 shares outstanding and authorized to vote on a matter than the holder of the Series A – Super Voting Preferred Stock would be entitled to cast 300,000,000 votes on such matter.

3. **Describe any other material rights of common or preferred stockholders.**

There are no other rights, privileges, or preferences attendant or relating to in any way the Series A – Super Voting Preferred Stock, including by way of illustration but not limitation, those concerning dividend, ranking, conversion, redemption, participation, or anti-dilution rights or preferences.

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance 1,957,417,066</u> Date: <u>December 31, 2021</u> Common: <u>1,957,417,066</u> Preferred: 1 Share Preferred Series A			*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.
December 31, 2021	New Issuance	79,000,000	Common	\$.006	Yes	Po-yu Paul Chen	Debt retirement	Restricted	
December 31, 2021	New Issuance	15,000,000	Common	\$.00085353	Yes	Larry Wilham	Debt retirement	Restricted	
December 31, 2021	New Issuance	7,000,000	Common	\$.00091443	Yes	Steve Bluestein	Debt retirement	Restricted	

December 31, 2021	New Issuance	92,000,000	Common	\$0.000025	Yes	James Lindsay	Debt conversion	Restricted	
December 31, 2021	New Issuance	50,000,000	Common	\$0.000025	Yes	Roger Milad	Debt conversion	Restricted	
December 31, 2021	New Issuance	56,000,000	Common	\$0.000025	Yes	Ikkee Battle	Debt conversion	Restricted	
December 31, 2021	New Issuance	10,000,000	Common	\$0.000025	Yes	Ryan Vetter	Debt conversion	Restricted	
December 31, 2021	New Issuance	1,000,000	Common	\$0.0075	Yes	Cynthia Mair	Debt conversion	Restricted	
December 31, 2021	New Issuance	30,000,000	Common	\$0.005	yes	Jmark Ventures/ Jason Arc	Debt conversion	Restricted	
December 31, 2021	New Issuance	10,000,000	Common	\$0.00085353	yes	Tony Wilham	Debt conversion	Restricted	
December 31, 2021	New Issuance	100,000,000	Common	\$0.000025	Yes	Gatsby LLC./ Scott Chichester	Debt conversion	Restricted	
December 31, 2021	New Issuance	50,000,000	Common	\$0.00152186	Yes	Baldeep Sachdeva	Debt conversion	Restricted	
June 16, 2022	New Issuance	50,000,000	Common	\$0.00505	Yes	Alfred Sloan	Stock for services	Restricted	
June 16, 2022	New Issuance	60,000,000	Common	\$0.00505	Yes	Lorenzo Hughes	Stock for services	Restricted	
June 16, 2022	New Issuance	50,000,000	Common	\$0.000025	Yes	Ikkee Battle	Debt conversion	Restricted	
June 16, 2022	New Issuance	100,000,000	Common	\$0.000025	Yes	Rodney Sampson	Debt conversion	Restricted	
June 16, 2022	New Issuance	100,000,000	Common	\$0.000025	Yes	Gatsby, LLC/ Scott Chichester	Debt conversion	Restricted	
June 16, 2022	New Issuance	50,000,000	Common	\$0.000025	Yes	Baldeep Sachdeva	Debt conversion	Restricted	
June 16, 2022	New Issuance	50,000,000	Common	\$0.00361778	Yes	Baldeep Sachdeva	Debt conversion	Restricted	
June 16, 2022	New Issuance	650,000,000	Common	\$0.002692363	Yes	Terry Sylvan	Debt conversion	Restricted	
June 16, 2022	New Issuance	1,342,369,184	Common	\$0.001738256	Yes	Edward Sylvan	Debt conversion	Restricted	
June 16, 2022	New Issuance	35,000,000	Common	\$0.00505	Yes	Daryl Payne	Purchase of content	Restricted	
June 29, 2022	New Issuance	35,000,000	Common	\$0.000025	Yes	Ikkee Battle	Debt conversion	Restricted	
June 29, 2022	New Issuance	50,000,000	Common	\$0.000025	Yes	Sunny Juara	Debt conversion	Restricted	
June 29, 2022	New Issuance	35,000,000	Common	\$0.000025	Yes	Vishal Patel	Debt conversion	Restricted	

Shares Outstanding on Date of This Report: <u>Ending Balance</u> Date: <u>March 31, 2023</u> Common: <u>5,070,000,000</u> Preferred Series A: <u>1</u>	
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Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

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.)
2012-08-22	\$500,000	-	\$500,000	2013-02-22	Conversion features forfeited.	JMARK Ventures/ Jason Ark	Loan
2011-05-29	\$100,000	\$100,000	\$245,795	2015-12-31	None	Dr. Kharoufeh	Loan
2008-08-27	\$10,000	\$10,000	\$13,818	on Demand	None	Louise Cook	Loan
2016-01-02	\$5,000	\$5,000	\$0	On Demand	None	Tony Wilham 2	Loan
2014-12-31	\$10,000	\$10,000	\$0	On Demand	None	Tony Wilham 3	Loan
2015-01-20	\$14,000	\$14,000	\$0	On Demand	None	Madison Park Investment Fund LLC/ Scott Chichester	Loan
2020-12-11	6,144,000	6,144,000	\$0	On Demand	None	Tony Wilham	Loan
2011-07-01	\$1,414	\$1,414	\$0	On Demand	None	Natalia Evans	Loan

2010-11-24	\$350,036	\$350,036	\$0	On Demand	None	Edward Sylvan	Loan
2020-12-30	\$313,958	\$313,958	\$0	2020-12-31	None	Silau LLC/Ikkee Battle	Loan
2014-04-14	\$413,500	\$413,500	\$0	2020-12-31	None	Tony Wilham	Loan
2022-09-30	\$28,071	\$28,071	\$0	On Demand	None	Lorenzo Hughes	Loan

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
(Please ensure that these descriptions are updated on the Company's Profile on www.otcmarkets.com).

- Sycamore distributes content through its proprietary streaming OTT Platform Segi.tv
- Film Library Development:
 - i. Acquire and exploit feature film rights across all media (including Theatrical, digital, DVD, Television and all other ancillary markets.)
 - ii. Build a well serviced and revenue generating film catalogue
- Distribution:
 - iii. Exploit current relationships with physical and digital distribution channels in territories where it can capture additional margin and improve delivery of products to consumers.
 - iv. Creation of theatrical trailers and Marketing Campaigns

B. List any subsidiaries, parent company, or affiliated companies.

Silau LLC is a company that Sycamore has influence over. Any transactions with Silau have been disclosed as related party transactions in the Company's financial statements.

C. Describe the issuers' principal products or services.

Sycamore Entertainment Group Inc. ("Sycamore", "Issuer", "Company") is an independent distribution and marketing company specializing in the acquisition, distribution and development of marketing campaigns for well-researched, cost-effective filmed entertainment. Sycamore Entertainment Group Inc. plans to participate in all revenue streams related to filmed entertainment content distribution as well as all activities related to funding the print and advertising (P&A) of acquired feature films. Sycamore will also engage in film productions based on specific investment criteria. Sycamore has developed the brand and accompanying website Segi.tv to deliver its content through Over Top (OTT) connected platforms such as ROKU, Amazon Firestick, Samsung IOS, Apple TV.

5) 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.

Sycamore has a business address used for corporate meetings and other business at 4500 9th Avenue NE, Suite 300 Seattle, WA 98105.

Additionally, one of the Company's directors provides office and workspace as a courtesy to the Company in Clark County, Nevada.

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuer's securities, 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.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Edward A. Sylvan, Chairman, CEO and CFO

Edward Sylvan has served as Chairman of the Board of Directors and Chief Executive Officer of Sycamore since May 2010. He is an active manager and lead investor with more than 20 years' experience in the securities industry. He began his financial career at the age of 19, in the options trading pit of the Toronto Stock Exchange.

He later joined First Marathon Brokerage, Canada's leading junior mining investment bank and one of the most active trading firms in North America as an equity trader. Honing his skills in the equity markets, his abilities led him to become one of the youngest equities traders and retail stockbroker for Scotia McLeod, one of the leading financial institutions in Canada. During his development at Scotia McLeod he participated in some of the largest Stock and Bond offerings in the country as a part of the sales and trading team.

Armed with extensive knowledge of financial markets and numerous industry contacts, he branched out as an independent market expert and served as a company director in charge of finance and corporate development for several publicly traded companies, where he was responsible for raising capital and sourcing strategic acquisitions and partnerships.

Edward's entrepreneurial vision and experience with capital markets pioneered a movement in online trading when he became the first Canadian licensee and beta tester of CyberTrader, a software interface for the Small Order Execution System (S.O.E.S) and built a day trading firm in Vancouver British-Columbia. CyberTrader was subsequently sold by Cyber Corp to Charles Schwab for a reported \$488 million.

Edward's formal education is in economics and political science from York University in Toronto, Canada. He brings financial strength and strategic experience to early stage companies. He has consulted for and invested in several startup small cap public companies in North America as well as internationally.

Terry Sylvan, Director, Executive Vice President Corporate Communications/co-founder of the Issuer.

Terry Sylvan has served as Executive Vice President Corporate Communication of Sycamore since May 2010. From 2007 up to the present Mr. Sylvan has been a partner in the Vancouver-based advertising agency SterlingKlor Communications where he co-manages client development, business strategy and account management of marketing programs for a diverse list of B2B sector clients. From 1996 to 2007

Mr. Sylvan served as a Senior Strategic Planner and Account Director where he developed and managed traditional mass marketing, brand strategy and new media campaigns at various communications agencies including BBDO, DDB and McCann. We believe that Mr. Sylvan's extensive experience in the communications industry and capital markets, as well as his leadership skills and creative ability, will enable him to support the corporate vision.

Lorenzo Hughes, Director

Lorenzo Hughes has served as a director of Sycamore Entertainment Group Inc. for more than 8 years. He is a businessman entrepreneur that has owned and operated several successful businesses in the fitness and entertainment industry. As part owner of the Neighborhood Gym Fitness Club, he spent 10 years successfully navigating the billion-dollar fitness industry. The ultra-lounges: "Sky Lounge", "Republic Nightclub", and "It's a Secret lounge" all became extremely popular venues under the guidance of Mr. Hughes. He went on to fund and co-own the Cambie Film Studio where he helped build a successful mini film studio in the heart of the Hollywood of the North, Vancouver BC. Currently he has grown Pinnacle Northwest Landscape Services from a small operation to a statewide landscape company. His ability to focus on the long-term goals and achieve milestones along the way and keeping organizations focused is an asset for our company.

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, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Edward Sylvan	Chairman, CEO and CFO	Vancouver, BC	1,347,290,992	B	0.296%	
Terry Sylvan	Director, Executive Vice President Corporate Communications/co-founder	Toronto, Ont	664,767,765	B	0.754%	
Lorenzo Hughes	<u>Director</u>	<u>Seattle, WA</u>	60,000,000	B	N/A	_____
_____	_____	_____	_____	_____	_____	_____

7) Legal/Disciplinary History

A. 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

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Stephen Joseph Laskero
Address 1: 3451 Via Montebello, Suite 192-409
Address 2: Carlsbad, CA 92009
Phone: 760-703-8206
Email: stephenlaw7@gmail.com

Accountant or Auditor

Name: Kirk M. Gibb
Firm: Sadler, Gibb & Associates, LLC
Address 1: 344 West 13800 South, Suite 250

Address 2: Draper, UT 84020
Phone: 801.783.2950
Email: kgibb@sadlergibb.com

Investor Relations

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

All other means of Investor Communication:

Twitter: @sycamorefilms
Discord: not used
LinkedIn: not used
Facebook: not used
[Other]

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), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: Scott Chichester
Firm: Madison Park Advisors LLC
Nature of Services: Assisted with preparation of disclosure document.
Address 1: 99 Wall Street, Suite 4700
Address 2: New York, NY 10005
Phone: 212-507-9368
Email: scott.chichester@madisonparkadvisors.com

9) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☐ IFRS
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)²:

Name: Scott Chichester
Title: Certified Public Accountant
Relationship to Issuer: Service Provider

Describe the qualifications of the person or persons who prepared the financial statements:

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

Certified Public Accountant

Provide the following financial statements 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.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

Important Notes:

- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

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, [identify the certifying individual] certify that:

1. I have reviewed this Disclosure Statement for [identify issuer];
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.

_____ May 22, 2023

_____ /EDWARD SYLVAN/

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

Principal Financial Officer:

I, EDWARD SYLVAN certify that:

1. I have reviewed this Disclosure Statement for s

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.

_____ May 22, 2023

_____/EDWARD SYLVAN /

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