

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

SUPURVA HEALTHCARE GROUP, INC.

5112 West Taft Road Suite M,
Liverpool, NY 13088

(888) 448-3877
www.sprvcorp.com
info@sprvcorp.com
6719- Holding Company

Annual Report

For the period ending December 31, 2023 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

3,136,251,205 as of December 31, 2023, current reporting period

3,136,251,205 as of December 31, 2023, most recent fiscal year end

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 Control¹⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

¹⁴ “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 and names used by predecessor entities, along with the dates of the name changes.

- Medenta Corp. until 4-06
- Well Renewal, Inc. until 10-2008
- Lighthouse Petroleum, Inc. until 6-2015
- Supurva Healthcare Group, Inc. until 10-2018
- Web To Door, Inc. until 1-2019
- SPRV Holdings, Inc. until 9-2020
- Supurva Healthcare Group, Inc. as of 9-2020

Current State and Date of Incorporation or Registration: On January 27, 2023, the Company converted to a Florida corporation

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

- Medenta Corp. until 4-06
- Well Renewal, Inc. until 10-2008
- Lighthouse Petroleum, Inc. until 6-2015
- Supurva Healthcare Group, Inc. until 10-2018
- Web To Door, Inc. until 1-2019
- SPRV Holdings, Inc. until 9-2020
- Supurva Healthcare Group, Inc. as of 9-2020
- Converted to Florida, January 27, 2023

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception: None

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

- Capital Change=shs decreased by 1 for 1000 split. Ex-date=12/16/2020
- Merger of 1094 Military Trail, LLC occurred on 3/15/2021
- Merger of 1094 Military Trail, LLC reversed on 7/10/2021
- Going forward, the Company anticipates it will seek to conduct one or more of the following actions; recapitalization, merger, SEC registration statement, acquisition
- The Company is in the process of reorganization.

Address of the issuer's principal executive office:

- The Company's principal executive office is located at 5112 West Taft Road Suite M. Liverpool. NY 13088.

Address 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: Liberty Stock Transfer, Inc.
Phone: (732) 372-0707

Email: info@@libertystocktransfer.com
Address: 788 Shrewsbury Ave., Suite 2163, Tinton Falls, NJ 07724

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:	<u>SPRV</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>868648205</u>
Par or stated value:	<u>0.00001</u>
Total shares authorized:	<u>20,000,000,000</u> as of date: <u>12/31/2023</u>
Total shares outstanding:	<u>3,136,251,205</u> as of date: <u>12/31/2023</u>
Number of shares in the Public Float ² :	<u>2,648,411,243</u> as of date: <u>12/31/2023</u>
Total number of shareholders of record:	<u>101</u> as of date: <u>12/31/2023</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

- NA

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

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 that do not have a trading symbol). 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 Preferred</u>
CUSIP (if applicable):	<u>N/A</u>
Par or stated value:	<u>0.0001</u>
Total shares authorized:	<u>25,000,000</u> as of date: <u>12/31/2023</u>
Total shares outstanding (if applicable):	<u>20,000,000</u> as of date: <u>12/31/2023</u>
Total number of shareholders of record (if applicable):	<u>1</u> as of date: <u>12/31/2023</u>

Exact title and class of the security:	<u>Series C Preferred</u>
CUSIP (if applicable):	<u>N/A</u>
Par or stated value:	<u>0.0001</u>
Total shares authorized:	<u>87,500</u> as of date: <u>12/31/2023</u>
Total shares outstanding (if applicable):	<u>87,500</u> as of date: <u>12/31/2023</u>
Total number of shareholders of record (if applicable):	<u>27</u> as of date: <u>12/31/2023</u>

Security Description:

² "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.

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.**

Common stock: 1:1 voting rights, no dividend unless declared by the Board and hold no preemption rights.

Preferred Series A:

1. *Dividends - The holders of the Series A Preferred Stock shall not be entitled to receive dividends.*
2. *Liquidation*
 - (a) *In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Series A Preferred Stock shall be entitled to receive, prior, and in preference to, any distribution of assets or surplus funds of the Corporation to the holders of the Common Stock by reason of their ownership thereof, the amount of \$0.20 per share, as adjusted for any stock dividends, combinations or splits with respect to such shares.*
 - (b) *In the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary, and subject to the payment in full of the liquidation preferences with respect to the Series A Preferred Stock as provided in subparagraph (a) of this Section 2, the holders of the Common Stock shall be entitled to receive, prior, and in preference to, any further distribution of any of the assets or surplus funds of the Corporation to the holders of the Series A Preferred Stock by reason of the ownership thereof, the amount per share determined by dividing \$1,000,000 by the aggregate number of shares of Common stock entitled to receive such distribution and no more. Subject to the payment in full of the liquidation preferences with respect to the Series A Preferred Stock as provided in subparagraph (a) of this Section 2, if upon the occurrence of such event, the assets and funds thus distributed among the holders of the Common Stock shall be insufficient to permit the payment to such holders of the full aforesaid preferential amount, the entire remaining assets of the Corporation legally available for distribution shall be distributed among the holders of the Common Stock in proportion to the shares of Common Stock then held by them.*
 - (c) *After payment to the holders of the Common Stock and the Series A Preferred Stock of the amounts set forth in Section 2(a) and (b) above, the entire remaining assets and funds of the Corporation legally available for distribution, if any, shall be distributed among the holders of the Common Stock and Series A Preferred Stock in proportion to the shares of Common Stock then held by them and the shares of Common Stock which they then have the right to acquire upon conversion of the shares of Series A Preferred Stock then held by them.*
3. *Redemption -The Series A Preferred Stock may not be redeemed.*
4. *Voting Rights- Except as set forth herein or as required under applicable law, the Series A Preferred Stock shall vote together with all other classes of stock of the Corporation as a single class on all matters submitted for approval to the stockholders of the Corporation. Except as otherwise provided in Article 4 the aggregate number of votes to which the Series A Preferred Stock shall be entitled to vote is equal to the number of shares of Common Stock of the Corporation issued and outstanding at the time of such vote multiplied by 1000 (the "Total Series A Vote"). The number of votes with respect to Series A Preferred Stock to which a holder of the Series A Preferred Stock is entitled to vote is equal to the Total Series A Vote multiplied by the number of shares of Series A Preferred Stock issued and outstanding at the time of such vote. Except as required under applicable law of the Certificate of Formation, the total votes of a majority of the shares of all classes of stock of the Corporation entitled to vote on matters submitted for approval to the stockholders of the Corporation represented, in person or by proxy, at a meeting of shareholders voting together as a single class shall be required for the approval of any matter submitted to the stockholders of the Corporation including but not limited to, the election of directors.*
5. *Conversion- The holders of the Series A Preferred Stock shall have no conversion rights.*

Note Regarding Series C Shares: Series C preferred shares were created on 10/03/2013. The shares were issued in conjunction with and pursuant to the acquisition of certain assets and carry with them certain rights that are no longer relevant due to the Company no longer owning or controlling any of the assets that initially granted the rights to the Series C holders.

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

(see above)

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

N/A

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.

N/A

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 for the two most recently completed fiscal years and any subsequent period.

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: 12/31/2021 <u>Opening Balance</u> Common: 631,644,530 Preferred A: 20,000,000 Preferred C: 87,500			*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 canceled)	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.
01/10/2022	issuance	19,040,366	CS	0.001313	Yes	Darling Capital, LLC- Yossi Levin	Debt Conversion	unrestricted	3(a)10

01/24/2022	issuance	64,170,305	CS	0.001265	Yes	Bruce Bent	Debt Conversion	unrestricted	3(a)10
02/01/2022	issuance	70,523,165	CS	0.000870	Yes	Bruce Bent	Debt Conversion	unrestricted	3(a)10
2/11/2022	issuance	77,504,958	CS	0.0006	Yes	Bruce Bent	Debt Conversion	unrestricted	3(a)10
3/15/2022	issuance	85,177,949	CS	0.00042	Yes	Bruce Bent	Debt Conversion	unrestricted	3(a)10
3/15/2022	issuance	2,062,687	CS	0.0016	Yes	Robert Papiri (>5%)	Debt Conversion	Restricted	N/A
3/15/2022	issuance	28,837,112	CS	0.0008	Yes	Robert Papiri (>5%)	Debt Conversion	Restricted	N/A
3/15/2022	issuance	30,242,875	CS	0.0007	Yes	Robert Papiri (>5%)	Debt Conversion	Restricted	N/A
3/15/2022	issuance	16,000,000	CS	0.00055	Yes	Robert Papiri (>5%)	Debt Conversion	Restricted	N/A
3/15/2022	issuance	1,111,111	CS	0.00045	Yes	Robert Papiri (>5%)	Debt Conversion	Restricted	N/A
5/20/2022	issuance	769,230	CS	0.00065	Yes	Robert Papiri (>5%)	Debt Conversion	Restricted	N/A
08/02/2022	issuance	101,681,344	CS	0.00022	Yes	Bruce Bent	Debt Conversion	unrestricted	4(a)1
8/31/2022	issuance	101,132,000	CS	0.00025	Yes	Robert Papiri (>5%)	Debt Conversion	Restricted	N/A
09/01/2022	new issuance	111,111,111	CS	0.00018	Yes	Bruce Bent	Debt Conversion	unrestricted	4(a)1
10/11/2022	new issuance	132,759,866	CS	0.00013	Yes	Dr. Judy Goss	Debt Conversion	unrestricted	4(a)1
10/26/2022	new issuance	145,903,092	CS	0.00011	Yes	Dr. Judy Goss	Debt Conversion	unrestricted	4(a)1
11/16/2022	new issuance	160,347,498	CS	0.00009	Yes	Bruce Bent	Debt Conversion	unrestricted	4(a)1
1/05/2023	new issuance	176,221,901	CS	0.00007	Yes	Bruce Bent	Debt Conversion	unrestricted	4(a)1
1/18/2023	new issuance	193,667,869	CS	0.00005	Yes	Bruce Bent	Debt Conversion	unrestricted	4(a)1
4/4/2023	new issuance	212,840,988	CS	0.00004	Yes	Phase I: Paul Rachmuth	Debt Conversion	unrestricted	4(a)1
05/03/2023	new issuance	233,912,246	CS	0.00004	Yes	Phase I: Paul Rachmuth	Debt Conversion	unrestricted	4(a)1
11/29/2023	new issuance	257,069,558	CS	0.00003	Yes	Phase I: Paul Rachmuth	Debt Conversion	unrestricted	4(a)1

12/29/2023	new issuance	282,519,444	CS	0.00003	Yes	Phase I: Paul Rachmuth	Debt Conversion	unrestricted	4(a)1
Shares Outstanding on December 31, 2023: Ending Balance: Common: 3,136,251,205 Preferred A: 1,000,000 Preferred B: 87,500									

Example: A company with a fiscal year end of December 31st 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
3/26/2021 ¹	\$808,109.59	N/A	N/A	N/A	30 day past due fees convertible at 75% discount to lowest 30 day average closing bid	John D. Murphy, Jr.	Management Agreement
8/18/2021	\$548,767.12	N/A	N/A	N/A	30 day past due fees convertible at 75% discount to lowest 30 day average closing bid	Paul Strickland	Management Agreement
2/02/2022	\$500,000	\$500,000	N/A	N/A	Payable upon completion of defined transaction per agreement	JMJ Associates, LLC- John D. Murphy, Jr.	Management Loan to Company
8/25/2022	\$28,000 ²	\$6,000	\$1,533.4	8/24/2023	10% note convertible into the Company's common stock at a price equal to 55% of the average closing price of the Company's common stock during the 20 consecutive Trading Days prior to the date on which Holder elects to convert all or part of the Note	Phase I Operations, Inc. / Paul Rachmuth	Loan
10/06/2022	\$31,186.72 ³	\$13,750	\$1,226.54	10/05/2023	10% note convertible into the Company's common stock at a price equal to 55% of the average closing price of the Company's common stock during the 20 consecutive Trading Days prior to the date on which Holder elects to convert all or part of the Note	Selkirk Global Holdings, LLC/ Paul Strickland	Loan
12/12/2023	\$62,458.77 ⁴	\$62,458.77	\$0	12/11/2024	0% Note. 50% discount 25 day lookback of average closing price.	John D. Murphy, Jr.	loan

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

- for period beginning 8/19/2020
- \$4,000 in additional debt purchased during period
- \$1,953 in additional debt purchased during period
- Convertible Exchange Note of past management loans to Company

4) Issuer's Business, Products and Services

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

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")
- The Company is in the process of restructuring its business.
- B. List any subsidiaries, parent company, or affiliated companies.
- None
- C. Describe the issuers' principal products or services.
- Focused on restructuring its business to pursue real estate acquisitions, development, and value-added development, resource mining and processing.

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

- The Company's principal place of business is 5112 West Taft Road Suite M, Liverpool, NY 13088.
- It does not have a lease.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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. 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 investors 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 owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
John D. Murphy Jr.	Director, President, CEO, Treasurer	Liverpool, NY	0	N/A	N/A	Appointed 08/19/2020
Paul Strickland	Secretary	Olympia, WA	0	N/A	N/A	Appointing 08/18/2021

Selkirk Global Holdings, LLC- Paul Strickland, Manager	>5%	Olympia, WA	20,000,000	Pref/ Series A	100%	100% total voting power upon cancellation of Conditional Stock Purchase Agreement
Beartooth Asset Holdings, LLC- Paul Strickland	>5%	Cheyenne, WY	285,888,558	Common/ Restricted	9.12%	Transferred per Management Agreement acquired from Endicott on 6/30/2022
Robert Papiri	>5%	San Jose, CA	180,155,015	Common/ Restricted	5.74%	Debt converter

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

- NA
- 1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);
 - NA
- 2. Been the subject of 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, financial- or investment-related, insurance or banking activities;
 - NA
- 3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;
 - NA
- 4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or
 - NA
- 5. Been the subject 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.
 - NA
- 6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.
 - NA

- 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 to 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.
- On January 29, 2021, the Company announced it had completed a 3(a)10 Court Ordered Settlement Agreement.

- The Company has received a threat of suit. Evolution Capital Partners LLC ("ECP") has threatened to sue the Company over the failure to reserve sufficient shares of the common stock of the Company for conversion of the promissory note that is allegedly held by ECP, and made by the Company, in the principal amount of \$32,500.
- On January 5, 2023, the Company and FRC entered into a Stipulated Share Issuances/Claim Extinguishment Agreement whereby, subject to the completion of a 3(a)(10) Court Ordered Settlement, the Company will issue no more than \$45,000.00 in common stock to FRC at a 50% discount to the current market price at the time of issuance.
- On April 3, 2023, the Company completed a 3(a)(10) Stipulated Settlement in THE UNITED STATES DISTRICT COURT DISTRICT OF UTAH. This Settlement relates to a previously disclosed Stipulated Share Issuances/Claim Extinguishment Agreement whereby, subject to the completion the 3(a)(10) Court Ordered Settlement, the Company will issue no more than \$45,000.00 in common stock to Plaintiff at a 50% discount to the current market price at the time of issuance.
- The Company is not a party to any material legal proceedings nor are we aware of any legal proceedings pending or threatened against us as of the period end date.

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.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Thomas Beener
 Firm:
 Address 1: 224 Faraday
 Address 2: Carlsbad, CA 92008
 Phone: 760-603-1238
 Email:

Accountant or Auditor

Auditor

Name:
 Firm:
 Address 1: _____
 Address 2: _____
 Phone: _____
 Email: _____

Investor Relations

Name: _____
 Firm: _____
 Address 1: _____
 Address 2: _____
 Phone: _____
 Email: _____

All other means of Investor Communication:

X (Twitter): _____

Discord: _____
LinkedIn: _____
Facebook: _____
[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: Dave Dreslin
Firm: Coast to Coast CFO, Inc.
Nature of Services: Accounting
Address 1: _____
Address 2: _____
Phone: 727-393-7439

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Paul Strickland
Title: Secretary
Relationship to Issuer: Secretary

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

☐ IFRS ☒ U.S. GAAP

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

Name: Dave Dreslin
Title: Accountant
Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements: CPA.³⁵

Provide the following qualifying financial statements:

- ☐ Audit letter, if audited;
- ☐ Balance Sheet;
- ☐ Statement of Income;
- ☐ Statement of Cash Flows;
- ☐ Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- ☐ Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

10) Issuer Certification

³⁵ 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.

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, John D. Murphy, Jr certify that:

1. I have reviewed this Disclosure Statement for Supurva Healthcare Group, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

February 5, 2024 [Date]

/s/ John D. Murphy, Jr. [CEO's Signature]

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

Principal Financial Officer:

I, Paul Strickland certify that:

1. I have reviewed this Disclosure Statement for Supurva Healthcare Group, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

February 5, 2024[Date]

/s/ Paul Strickland [Secretary's Signature]

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

SUPURVA HEALTHCARE GROUP, INC.

BALANCE SHEETS

(Unaudited)

	December 31, 2023	December 31, 2022
ASSETS		
CURRENT ASSETS		
Total Current Assets	-	-
PROPERTY AND EQUIPMENT, NET OF ACCUMULATED	-	-
OTHER ASSETS		
Total Other Assets	-	-
TOTAL ASSETS	<u>\$ -</u>	<u>\$ -</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	281,741	275,741
Accrued management fees	1,232,903	752,903
Accrued interest	490,652	312,906
Due to related party	96,752	80,482
Loans payable	674,074	730,151
Convertible notes payable	287,582	274,040
Total Current Liabilities	<u>3,063,704</u>	<u>2,426,223</u>
COMMITMENTS AND CONTINGENCIES	-	-
STOCKHOLDERS' DEFICIT		
Preferred stock Series A, 25,000,000 shares authorized, \$0.001 par value; 20,000,000 and 20,000,000 issued and outstanding, respectively	20,000	20,000
Common stock, 20,000,000,000 shares authorized, \$0.00001 par value; 3,136,251,205 and 1,780,019,199 issued and outstanding, respectively	31,363	17,800
Additional paid-in capital	7,508,435	7,459,080
Accumulated deficit	<u>(10,623,502)</u>	<u>(9,923,103)</u>
Total Stockholders' Deficit	<u>(3,063,704)</u>	<u>(2,426,223)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	<u>\$ -</u>	<u>\$ -</u>

See accompanying notes to unaudited financial statements.

SUPURVA HEALTHCARE GROUP, INC.
STATEMENTS OF OPERATIONS

(Unaudited)

	Year Ended December 31,	
	2023	2022
REVENUES	\$ -	\$ -
EXPENSES		
General and administrative expenses	515,812	559,423
Total expenses	515,812	559,423
LOSS FROM OPERATIONS	(515,812)	(559,423)
OTHER INCOME (EXPENSE)		
Interest expense	(177,746)	(119,754)
Imputed interest expense	(6,841)	(4,742)
Total other income (expense)	(184,587)	(124,496)
NET LOSS	(700,399)	(683,919)
NET LOSS PER COMMON SHARE, BASIC AND DILUTED	\$ (0.00)	\$ (0.00)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING, BASIC AND DILUTED	2,475,144,051	1,162,128,510

See accompanying notes to unaudited financial statements.

SUPURVA HEALTHCARE GROUP, INC.
STATEMENTS OF STOCKHOLDERS' DEFICIT

(Unaudited)

	Preferred Stock		Common Stock		Additional Paid-in capital	Accumulated Deficit	Total Stockholders' (Deficit)
	Shares	Amount	Shares	Amount			
Balance, December 31, 2021	20,000,000	\$ 20,000	631,644,530	\$ 6,317	\$ 7,043,281	\$ (9,239,184)	\$ (2,169,586)
Issuance of common stock for debt conversion for the year ending December 31, 2022			1,148,374,669	11,483	411,057		422,540
Imputed Interest on amounts due to related party					4742		4,742
Net Loss attributable to common shareholders for the year ended December 31, 2022						(683,919)	(683,919)
Balance, December 31, 2022	20,000,000	\$ 20,000	1,780,019,199	\$ 17,800	\$ 7,459,080	\$ (9,923,103)	\$ (2,426,223)
Issuance of common stock for debt conversion for the quarter ended March 31, 2023			369,889,770	3,699	18,320		22,019
Imputed Interest on amounts due to related party					1610		1,610
Net Loss attributable to common shareholders for the quarter ended March 31, 2023						(181,459)	(181,459)
Balance, March 31, 2023	20,000,000	\$ 20,000	2,149,908,969	\$ 21,499	\$ 7,479,010	\$ (10,104,562)	\$ (2,584,053)
Issuance of common stock for debt conversion for the quarter ended June 30, 2023			446,753,234	4,468	13,402		17,870
Imputed Interest on amounts due to related party					1644		1,644
Net Loss attributable to common shareholders for the quarter ended June 30, 2023						(170,726)	(170,726)
Balance, June 30, 2023	20,000,000	\$ 20,000	2,596,662,203	\$ 25,967	\$ 7,494,056	\$ (10,275,288)	\$ (2,735,265)
Imputed Interest on amounts due to related party					1718		1,718
Net Loss attributable to common shareholders for the quarter ended September 30, 2023						(174,907)	(174,907)
Balance, September 30, 2023	20,000,000	\$ 20,000	2,596,662,203	\$ 25,967	\$ 7,495,774	\$ (10,450,195)	\$ (2,908,454)
Issuance of common stock for debt conversion for the quarter ended December 31, 2023			539,589,002	5,396	10,792		16,188
Imputed Interest on amounts due to related party					1869		1,869
Net Loss attributable to common shareholders for the quarter ended December 31, 2023						(173,307)	(173,307)
Balance, December 31, 2023	20,000,000	\$ 20,000	3,136,251,205	\$ 31,363	\$ 7,508,435	\$ (10,623,502)	\$ (3,063,704)

See accompanying notes to unaudited financial statements.

SUPURVA HEALTHCARE GROUP, INC.
STATEMENTS OF CASH FLOWS

(Unaudited)

	Years Ended December 31,	
	2023	2022
Cash Flows From Operating Activities:		
Net loss	\$ (700,399)	\$ (683,919)
Adjustments to reconcile net loss to net cash used in operating activities:		
Imputed interest on amounts due to related party	6,841	4,742
Changes in operating assets and liabilities		
Increase in accounts payable and accrued expenses	6,000	6,000
Increase in accrued interest	177,746	119,754
Increase in accrued management fees	480,000	480,000
Net cash used in operating activities	(29,812)	(73,423)
Cash Flows From Investing Activities:		
Net cash provided by investing activities	-	-
Cash Flows From Financing Activities:		
Proceeds from convertible notes payable	17,542	27,750
Proceeds from related party	12,270	45,673
Net cash provided by financing activities	29,812	73,423
Increase (decrease) in Cash	-	-
Cash and cash equivalents, beginning of period	-	-
Cash and cash equivalents, end of period	\$ -	\$ -
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash paid during the period for:		
Interest	\$ -	\$ -
Income taxes	\$ -	\$ -
NON-CASH TRANSACTIONS		
Issuance of common stock for services	\$ -	\$ -
Conversion of convertible debt into common stock	\$ 56,077	\$ 422,540

See accompanying notes to unaudited financial statements.

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements Years Ended December 31, 2023 and 2022 (Unaudited)

Note 1 — Organization and Operations

The Company was incorporated in the state of Delaware April 16, 1990. The Company was named Medenta Corporation. The name was changed to Well Renewal Inc. effective March 30, 2006 and then changed to Lighthouse Petroleum on September 30, 2008 and to Supurva Healthcare Group Inc., on April 29, 2015. On October 8, 2018, the Delaware Secretary of State accepted the Company's name change amendment to Web To Door, Inc. On January 29, 2019, the Company filed with the Delaware Secretary of State to change the name of the Company to SPRV Holdings, Inc. and announced this change in a supplemental filing on OTC Markets on February 1, 2019. On August 26, 2020, the Company filed with the Delaware Secretary of State to change its name to Supurva Healthcare Group, Inc. which became effective September 11, 2020.

On January 31, 2023 the Company converted to a Florida domicile entity. The Company is currently active and in good standing in the state of Florida.

Note 2 — Basis of Presentation and Going Concern

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In our opinion, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation are included.

Going Concern

The Company's interim condensed unaudited financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As of December 31, 2023, the Company had an accumulated deficit of \$10,623,502 million and requires additional funds to support its operations and to achieve its business development goals, the attainment of which are not assured. The Company has been able to satisfy certain liabilities with convertible debentures and common shares and enter into debt settlement arrangements. Convertible instruments have also been converted into equity. However, substantial indebtedness remains and recurring losses from operations and additional liabilities continue to be incurred.

These factors and uncertainties raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might incur in the event the Company cannot continue in existence. Management

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements Years Ended December 31, 2023 and 2022 (Unaudited)

intends to seek additional capital from new equity securities offerings, from debt financing and debt restructuring to provide funds needed to increase liquidity, fund internal growth and fully implement its business plan. However, management can give no assurance that these funds will be available in adequate amounts, or if available, on terms that would be satisfactory to the Company.

The timing and amount of the Company's capital requirements will depend on a number of factors, including maintaining its status as a public company and supporting shareholder and investor relations.

Note 3 — Summary of Significant Accounting Policies

Revenue Recognition

On January 1 2018, we adopted Accounting Standards Update No. 2014-09, (*Revenue from Contracts with Customers*) (*Topic 606*), which supersedes the revenue recognition requirements in Accounting Standards Codification (ASC), *Revenue Recognition*. Results for reporting periods beginning after January 1, 2018 are presented under Topic 606. The impact of adopting the new revenue standard was not material to our financial statements and there was no adjustment to beginning retained earnings on January 1, 2018.

Topic Under 606, revenue is recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to be entitled to in exchange for those goods or services.

We determine revenue recognition through the following steps:

- identification of the contract, or contracts, with a customer;
- identification of the performance obligations in the contract;
- determination of the transaction price;
- allocation of the transaction price to the performance obligations in the contract; and
- recognition of revenue when, or as, we satisfy a performance obligation.

The Company recognizes revenues based on monthly fees for services provided to customers. Some customers prepay for annual services and the Company defers such amounts and amortizes them into revenues as the service is provided.

The adoption of Topic 606 has no impact on the Company's financials as the Company has not generated any revenues.

Accounting Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements Years Ended December 31, 2023 and 2022 (Unaudited)

date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Stock-Based Compensation

ASC 718, *Compensation – Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions included recurring liabilities, or issuing or offering to issue shares, options and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity – Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

For the year ended December 31, 2023 and 2022, the Company issued shares for expenses and payment on its notes payable. The Company issued 1,356,232,006 common shares and 1,148,374,669 common shares during the years ended December 31, 2023 and 2022, respectively.

Fair Value of Financial Instruments

The Company follows paragraph 820-10-35-37 of the FASB Accounting Standards Codification (“Paragraph 820-10-35-37”) to measure the fair value of its financial instruments and paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

- Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
- Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.
- Level 3 Pricing inputs that are generally observable inputs and not corroborated by market data.

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements Years Ended December 31, 2023 and 2022 (Unaudited)

Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

The carrying amounts of the Company's other financial assets and liabilities, such as cash, prepaid expense, accounts payable and accrued payables and notes payable, approximate their fair values because of the short maturity of these instruments.

Property and Equipment

Expenditures for major equipment are capitalized when such costs are determined to extend the useful life of the asset or are part of the cost of acquiring the asset. Maintenance and repairs costs are charged to expense as incurred. Gains and losses on sales of property used in operations are classified within operating expenses.

For financial reporting purposes, we record depreciation and amortization of property and equipment on a straight-line basis over the asset's service life or related lease term, if shorter. For income tax purposes, depreciation is computed using accelerated methods when applicable.

Related Parties

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the related parties include **a.** affiliates of the Company; **b.** entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825-10-15, to be accounted for by the equity method by the investing entity; **c.** trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; **d.** principal owners of the Company; **e.** management of the Company; **f.** other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and **g.** other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements Years Ended December 31, 2023 and 2022 (Unaudited)

The financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: **a.** the nature of the relationship(s) involved; **b.** a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; **c.** the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and **d.** amounts due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.”

Derivative Financial Instruments

The Company accounts for freestanding contracts that are settled in a company’s own stock, including common stock warrants, to be designated as an equity instrument or generally as a liability. A contract so designated is carried at fair value on a company’s balance sheet, with any changes in fair value recorded as a gain or loss in a company’s results of operations.

The Company records all derivatives on the balance sheet at fair value, adjusted at the end of each reporting period to reflect any material changes in fair value, with any such changes classified as changes in derivatives valuation in the statement of operations. The calculation of the fair value of derivatives utilizes highly subjective and theoretical assumptions that can materially affect fair values from period to period. The recognition of these derivative amounts does not have any impact on cash flows.

At the date of the conversion of any convertible debt, the pro rata fair value of the related embedded derivative liability is transferred to additional paid-in capital.

There was no derivative activity in the years ending December 31, 2023 and 2022. Therefore, no derivative liabilities were recorded during the years ended December 31, 2023 and 2022.

Net Income (Loss) Per Share

Basic earnings (loss) per share is computed using the weighted-average number of common shares outstanding during the period. Diluted earnings (loss) per share is computed using the weighted-average number of common shares and the dilutive effect of contingent shares outstanding during the period. Potentially dilutive contingent shares, which primarily consist of convertible notes, stock issuable to the exercise of stock options and warrants have been excluded from the diluted loss per share calculation because their effect is anti-dilutive.

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements Years Ended December 31, 2023 and 2022 (Unaudited)

Income Taxes

The Company accounts for income taxes using the asset and liability method, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Company's Statements of Operations in the period that includes the enactment date.

Recently Issued Accounting Pronouncements

Recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the Securities and Exchange Commission are not believed by management to have a material impact on the Company's present or future financial statements.

Note 4 – Loans Payable

	December 31, 2023	December 31, 2022
Loans payable	\$674,074	\$730,151

Note 5 – Convertible Notes Payable

	December 31, 2023	December 31, 2022
Convertible promissory notes issued between November 19, 2014 and September 24, 2016 maturing twelve months from the date of issuance with an interest rate of 15%. The conversion price shall be equal to the lower of \$.0001 or 40% of the lowest trading price of the Company's common stock during the 20 consecutive trading days prior to	\$178,540	\$178,540

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements
Years Ended December 31, 2023 and 2022
(Unaudited)

the date on which Holder elects to convert all or part of the Note.

Convertible promissory note issued June 21, 2015 with a maturity date of June 21, 2016 with an interest rate of 10%. The conversion price shall be equal to 50% of the lowest trading price of the Company's common stock during the 20 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.

\$10,000 \$10,000

Convertible promissory note issued February 24, 2017 with a maturity date of February 24, 2018 with an interest rate of 10%. The conversion price shall be equal to 50% of the lowest trading price of the Company's common stock during the 20 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.

\$57,750 \$57,750

Convertible promissory note issued August 25, 2022 with a maturity date of October 5, 2023 with an interest rate of 10%. The conversion price shall be equal to 55% of the average closing price of the Company's common stock during the 20 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.

\$24,000 \$14,000

Convertible promissory note issued October 6, 2022 with a maturity date of August 24, 2023 with an interest rate of 10%. The conversion price shall be equal to 55% of the average closing price of the Company's common stock during the 20 consecutive trading days prior to the date on which Holder elects to convert all or part of the Note.

\$17,292 \$13,750

Total Convertible Debt

\$287,582 \$274,040

Note 6– Stockholders' Equity***Issuance of Common Stock for debt conversion***

During the year ended December 31, 2023, the Company issued 1,356,232,006 shares of

SUPURVA HEALTHCARE GROUP, INC.

Notes to the Financial Statements
Years Ended December 31, 2023 and 2022
(Unaudited)

its common stock upon conversion of \$422,540 of notes payable.

During the year ended December 31, 2022, the Company issued 1,148,374,669 shares of its common stock upon conversion of \$422,540 of notes payable.

Note 7 – Evolution Capital Partners, LLC. Settlement

Evolution Capital Partners LLC (“ECP”) brought action against the Company over the failure to reserve sufficient shares of the common stock of the Company for conversion of the promissory note that is allegedly held, having originally been issued to Firehole River Capital, LLC (“FRC”), in the principal amount of \$32,500. On January 5, 2023, the Company and FRC entered into a Stipulated Share Issuances/Claim Extinguishment Agreement whereby, subject to the completion of a 3(a)(10) Court Ordered Settlement, the Company will issue no more than \$45,000.00 in common stock to FRC at a 50% discount to the current market price at the time of issuance.

Note 8 – Subsequent Events

Management has evaluated all activity since December 31, 2023, through the date the financial statements were issued and has concluded that no additional subsequent events have occurred that would require recognition in the Financial Statements or disclosure in the Notes to the Financial Statements.