

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Redwood Scientific Technologies, Inc.

418 Broadway, STE 4872, Albany, NY 12207

310-693-5401

www.redwoodsci.co

info@redwoodsci.co

2834

Annual Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

204,177,134 as of December 31, 2023, our current Reporting Period.

204,177,134 as of December 31, 2023, our most recently completed Fiscal Year.

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:

Yes

No: ☒

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

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.

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.

The exact name of the issuer is Redwood Scientific Technologies, Inc. (the "Company" or "RSCI"). We were incorporated in the State of Delaware on December 4, 1986, under the name Prescription Corporation of America. Since inception we have had numerous names, including CCG Capital Corporation (changed February 12, 1997), Managed Care Development Corporation (changed September 4, 2004), Interaxx Technologies, Inc. (changed May 22, 2007), ITX SunSpots, Inc. (changed June 13, 2005), Stassi Interaxx, Inc. (changed August 12, 2008), VoiceNetworkx, Inc. (changed February 23, 2010) and Greenway Design Group, Inc. We changed our name to the current name on or about December 13, 2017 as part of a merger with Redwood Scientific Technologies, Inc. ("RSCI"), a Nevada corporation (the "Merger") wherein we acquired all of the issues and outstanding securities of RST in exchange for the issuance of 150 million shares of our Common Stock (post reverse split).

The previous entities' addresses are 1418 N Scottsdale Rd #315, Scottsdale, AZ 85257 and 9007 Arrow Route Suite 290, Rancho Cucamonga, CA 91730. The Company's current address is 418 Broadway, STE 4872, Albany, NY 12207.

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):

Delaware, active.

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

N/A

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

N/A

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

418 Broadway, STE 4872, Albany, NY 12207

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:

The Issuer was in receivership until March 1, 2022 due to litigation with the Federal Trade Commission. That receivership has ended as the litigation has concluded.

2) Security Information

Transfer Agent

Name: Colonial Stock Transfer Co, Inc.

Phone: 801-433-9553
Email: jasoncarter@colonialstock.com
Address: 7840 S. 700 E., Sandy, UT 84070

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>RSCI</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>758072102</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>495,000,000</u>	<u>as of date: December 31, 2023</u>
Total shares outstanding:	<u>204,177,134</u>	<u>as of date: December 31, 2023</u>
Total number of shareholders of record:	<u>486</u>	<u>as of date: December 31, 2023</u>

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

N/A

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 Shares</u>	
CUSIP (if applicable):	<u>758072102</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>5,000,000</u>	<u>as of date: December 31, 2023</u>
Total shares outstanding (if applicable):	<u>0</u>	<u>as of date: December 31, 2023</u>
Total number of shareholders of record (if applicable):	<u>0</u>	<u>as of date: December 31, 2023</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.

The rights of holders of Common Shares to receive dividends or share in the distribution of assets in the event of liquidation, dissolution or winding up of the affairs of the corporation shall be subject to the preferences, limitations and relative rights of the Series A Super Voting Preferred Shares fixed in the resolution or resolutions which may be adopted from time to time by the Board of Directors or the corporation providing for the issuance of one or more series of the Series A Super Voting Preferred Shares.

The holders of the Common Shares shall be entitled to one vote for each share of Common Shares held by them of record at the time for determining the holders thereof entitled to vote.

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

1. *Voting.* Holders of the Series A Super Voting Preferred Shares shall have five hundred (500) times that number of votes on all matters submitted to the shareholders that each shareholder of the corporation's Common Shares (rounded to the nearest whole number) is entitled to vote at each meeting of shareholders of the corporation (and written actions of shareholders in lieu of meetings) with respect to any and all matters presented to the shareholders of the corporation for their action or consideration. Holders of the Series A Super Voting Preferred Shares shall vote together with the holders of Common Shares as a single class.
2. *Dividends.* Holders of Series A Super Voting Preferred Shares shall not be entitled to receive dividends paid on the corporation's Common Shares. Dividends paid to holders of the Series A Super Voting Preferred Shares, if any, shall be at the discretion of the Board of Directors.
3. *Liquidation Preference.* Upon the liquidation, dissolution and winding up of the corporation, whether voluntary or involuntary, holders of the Series A Super Voting Preferred Shares shall not be entitled to receive any of the assets of the corporation.
4. *No Conversion.* The shares of Series A Super Voting Preferred Shares shall not be convertible into shares of the corporation's Common Shares.
5. *Vote to Change the Terms of, or to Issue, Series A Super Voting Preferred Shares.* The affirmative vote at a meeting duly called for such purpose, or the written consent without a meeting, of the holders of not less than fifty-one percent (51%) of the then-outstanding shares of Series A Super Voting Preferred Shares shall be required for (a) any change to the corporation's Articles of Incorporation that would amend, alter, change or repeal any of the preferences, limitations or relative rights of the Series A Super Voting Preferred Shares or (b) any issuance of additional shares of Series A Super Voting Preferred Shares.
6. *Record Owner.* The corporation may deem the person in whose name Series A Super Voting Preferred Shares shall be registered upon the registry books of the corporation to be, and may treat him as, the absolute owner of the Series A Super Voting Preferred Shares for all purposes, and the corporation shall not be affected by any notice to the contrary.
7. *Register.* The corporation shall maintain a register for the registration of the Series A Super Voting Preferred Shares. Upon the transfer of shares of Series A Super Voting Preferred Shares in accordance with the provisions hereof, the corporation shall register such transfer on the register of the Series A Super Voting Preferred Shares.

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date: December 31, 2022 Common: 177,927,134 Preferred:0									
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. *You must disclose the control person(s) for any entities listed.	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.
May 4, 2023	Issuance	1,500,000	Common	\$150,000	No	JOSEPH BUDD	Legal services rendered	Restricted	506(b)
May 4, 2023	Issuance	2,500,000	Common	\$250,000	No	STEPHEN COCHELL	Legal services rendered	Restricted	506(b)
May 4, 2023	Issuance	100,000	Common	\$10,000	No	BENJAMIN ENGLAND	Cash, \$10,000	Restricted	506(b)
May 4, 2023	Issuance	2,000,000	Common	\$200,000	No	TIMOTHY FLAHERTY	Cash, \$200,000	Restricted	506(b)
May 4, 2023	Issuance	150,000	Common	\$15,000	No	JOHN HARRINGTON	Financial services rendered	Restricted	506(b)
May 4, 2023	Issuance	1,000,000	Common	\$100,000	No	THOMAS HECKMAN	Cash, \$100,000	Restricted	506(b)
May 4, 2023	Issuance	1,000,000	Common	\$100,000	No	DARRELL MATTHEW JONES TTEE	Cash, \$100,000	Restricted	506(b)
May 4, 2023	Issuance	500,000	Common	\$50,000	No	MICHAEL JONES	Cash, \$50,000	Restricted	506(b)
May 4, 2023	Issuance	250,000	Common	\$25,000	No	JOSEPH MCCAFFREY	Cash, \$25,000	Restricted	506(b)
May 4, 2023	Issuance	7,500,000	Common	\$750,000	No	STANTON ROSS	Consulting services rendered	Restricted	506(b)
May 4, 2023	Issuance	1,000,000	Common	\$100,000	No	JOCK WRIGHT	Cash, \$100,000	Restricted	506(b)
June 30, 2023	Issuance	250,000	Common	\$25,000	No	JOSEPH BUDD	Legal services rendered	Restricted	506(b)
June 30, 2023	Issuance	300,000	Common	\$30,000	No	STEPHEN COCHELL	Legal services rendered	Restricted	506(b)
June 30, 2023	Issuance	50,000	Common	\$5,000	No	VICTOR WATERS	Cash, \$5,000	Restricted	506(b)
June 30, 2023	Issuance	1,000,000	Common	\$100,000	No	RICK FERREIRA	Cash, \$100,000	Restricted	506(b)

June 30, 2023	Issuance	200,000	Common	\$20,000	No	JOHN HARRINGTON	Financial services rendered	Restricted	506(b)
June 30, 2023	Issuance	1,250,000	Common	\$125,000	No	QUICK CAPITAL, LLC*	Cash, \$125,000	Restricted	506(b)
June 30, 2023	Issuance	550,000	Common	\$55,000	No	CAROLS PLACE LIMITED PARTNERSHIP**	Managerial services rendered	Restricted	506(b)
June 30, 2023	Issuance	1,000,000	Common	\$100,000	No	JOSEPH BISOGNO TTEE	Cash, \$100,000	Restricted	506(b)
June 30, 2023	Issuance	100,000	Common	\$10,000	No	STANTON ROSS	Consulting services rendered	Restricted	506(b)
June 30, 2023	Issuance	100,000	Common	\$10,000	No	CHRISTINE HAYES	Director services rendered	Restricted	506(b)
June 30, 2023	Issuance	150,000	Common	\$15,000	No	DAVID DUNCAN	Managerial services rendered	Restricted	506(b)
June 30, 2023	Issuance	1,500,000	Common	\$150,000	No	SILK ROAD ENTERTAINMENT, INC. ***	Consulting services rendered	Restricted	506(b)
September 13, 2023	Issuance	2,000,000	Common	\$200,000	No	CROSS CAPITAL PARTNERS LLC****	Cash, \$200,000	Restricted	506(b)
September 13, 2023	Issuance	100,000	Common	\$10,000	No	CROSS CAPITAL PARTNERS LLC****	Director services rendered	Restricted	506(b)
September 13, 2023	Issuance	200,000	Common	\$20,000	No	JONATHAN SLOTT	Legal services rendered	Restricted	506(b)

Shares Outstanding on Date of This Report:

Ending Balance

Date: March 6, 2024

Common: 204,177,134

Preferred:0

The issuances for Benjamin England, Timothy Flaherty, Thomas Heckman, Darrell Matthew Jones TTEE, Joseph McCaffrey, Michael Jones, Jock Wright, Victor Waters, Rick Ferreira, Quick Capital, LLC, and Joseph Bisogno TTEE were part of a funding round in which each investor purchased shares at the purchase price of \$0.10 per a share of Common Stock.

The issuance of 100,000 shares to Cross Capital Partners LLC, and the issuances for Christine Hayes, David Duncan, Jonathan Slotter, Silk Road Entertainment, Inc., Carols Place Limited Partnership, Stanton Ross, John Harrington, Joseph Budd, and Stephen Cochell were for work performed on behalf of Redwood Scientific Technologies, Inc.

* The control person for Quick Capital, LLC is Eilon Natan.

** The control person for Carols Place Limited Partnership is Jason Cardiff.

*** The control person for Silk Road Entertainment, Inc. is Philip Kramer.

****The control person for Cross Capital Partners LLC is Brian Kennedy.

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. <small>*You must disclose the control person(s) for any entities listed.</small>	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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.otcmarket.com).

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

No operations during the Reporting Period.

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

N/A

C. Describe the issuers' principal products or services.

The Company will soon begin clinical efficacy studies on two new products to help stop the addiction to nicotine. RSCI will bring back its product TBX-FREE for the addiction to nicotine in cigarettes, and RSCI will also begin a clinical study on a product to stop the addiction to nicotine in vape delivery. RSCI has targeted the second quarter of 2024 for the the clinical efficacy studies to be concluded. Both the vape product and cigarette product are projected to be available by the end of 2024.

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.

The Company did not own or lease facilities during the period covered in this Report.

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 issuers 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.

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Carols Place Limited Partnership</u>	<u>Owner of more than 5%</u>	<u>Upland, CA</u>	<u>105,302,459</u>	<u>Common</u>	<u>51.57%</u>	<u>Jason Cardiff</u>
<u>Brian Kennedy</u>	<u>Director</u>	<u>Upland, CA</u>	<u>2,100,000</u>	<u>Common</u>	<u>1.03%</u>	<u>N/A</u>
<u>Jason Cardiff</u>	<u>CEO/Director</u>	<u>Upland, CA</u>	<u>0</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
<u>Christine Hayes</u>	<u>Director</u>	<u>Claremont, CA</u>	<u>814,600</u>	<u>Common</u>	<u>0.39%</u>	<u>N/A</u>
<u>Joseph Budd</u>	<u>COO</u>	<u>Jeannette, PA</u>	<u>1,750,000</u>	<u>Common</u>	<u>0.86%</u>	<u>N/A</u>
<u>John Harrington</u>	<u>CFO</u>	<u>Boston, MA</u>	<u>350,000</u>	<u>Common</u>	<u>0.17%</u>	<u>N/A</u>

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);

No

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;

Yes. As of December 2, 2021, Jason Cardiff and the Company are permanently barred from engaging in multi-level marketing, negative option offers, and making false income claims. The Court ordered, in pertinent part, that clinical testing must be conducted with respect to any health related claims made by the Company concerning any of their health related products: "for purposes of this Section, competent and reliable scientific evidence must consist of human clinical testing of the product, or of an Essentially Equivalent Product, that is sufficient in quality and quantity based on standards generally accepted by experts in the relevant disease, condition, or function to which the representation relates, when considered in light of the entire body of relevant and reliable scientific evidence, to substantiate that the representation is true. Such testing must be: (1) randomized, double-blind, and placebo-controlled; and (2) conducted by researchers qualified by training and experience to conduct such testing. In addition, all underlying or supporting data and documents generally accepted by experts in the field as relevant to an assessment of such testing," (as described in greater detail in the order)."

Additionally, Redwood is banned from "advertising, marketing, promotion, offering for sale, or sale of dissolvable oral film strips to end-user consumers only."

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

No

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.

No

- 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.

There are no material pending legal proceedings.

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: Joseph S. Budd
Address 1: 1053 Wedgewood Drive
Address 2: Jeannette, PA 15644
Phone: 412-848-2757
Email: joseph.budd@gmail.com

Accountant or Auditor

Name: Victor Mokuolu
Firm: Victor Mokuolu, CPA PLLC
Address 1: 8990 Kirby Drive, STE 220
Address 2: Houston, TX 77054
Phone: 713-588-6622
Email: ask@vmcpafirm.com

Investor Relations

Name: N/A
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____

Email: _____

All other means of Investor Communication:

Twitter: N/A
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: Joseph Segilia, David Danovitch, Ida Vanto
Firm: Sullivan & Worcester LLP
Nature of Services: Law firm, general corporate legal
Address 1: 1633 Broadway, Suite 3200
Address 2: New York, NY 10019
Phone: 212-660-3000
Email: _____

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: John Harrington
Title: CFO
Relationship to Issuer: CFO

Describe the qualifications of the person or persons who prepared the financial statements: Mr. Harrington has extensive experience in preparing financial statements.

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

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.

Attached as Exhibit 1.

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, Jason Cardiff, certify that:

1. I have reviewed this Disclosure Statement for Redwood Scientific Technologies, 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.

March 6, 2024

/s/ Jason Cardiff

CEO

Principal Financial Officer:

I, Jason Cardiff, certify that:

1. I have reviewed this Disclosure Statement for Redwood Scientific Technologies, 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.

March 6, 2024

/s/ Jason Cardiff

Principal Financial Officer

Exhibit 1

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders
Redwood Scientific Technologies, Inc.

Opinion on the Financial Statements

We have audited the accompanying balance sheets of Redwood Scientific Technologies, Inc. (the Company) as of December 31, 2023, and December 31, 2022, and the related statements of operations, changes in stockholders' deficit, and cash flows for the two years ended December 31, 2023, and December 31, 2022, and the related notes (collectively referred to as the financial statements). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023, and December 31, 2022, and the results of its operations and its cash flows for the two years ended December 31, 2023, and December 31, 2022, in conformity with accounting principles generally accepted in the United States of America.

Substantial Doubt about the Company's ability to continue as a Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As discussed in Note 4 - Going Concern to the financial statements, the Company has an accumulated deficit of \$8,757,314 as of December 31, 2023, and has not completed its efforts to generate sufficient revenue to cover operating expenses. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management's plan in regard to these matters are also described in Note 4 to the financial statements. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion is not modified with respect to this matter.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matters

A critical audit matter is a matter arising from the current period audit of the financial statements that was communicated or required to be communicated to the audit committee or the Company's governance and that: (1) relates to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. We determined that there are no critical audit matters communicated or required to be communicated to the audit committee or the Company's governance.

Victor Mokuolu, CPA PLLC

We have served as the Company's auditor since 2023.

Houston, Texas

March 6, 2024
PCAOB ID: 6771

REDWOOD SCIENTIFIC TECHNOLOGIES, INC.
Balance Sheets – December 31, 2023 and 2022
Audited

	As of December 31,	
	2023	2022
Assets:		
Current Assets	0	0
Accounts Receivable	0	0
Cash	\$271,471	0
Prepaid Expenses	\$25,000	0
Total current assets	\$296,471	0
TOTAL ASSETS	\$296,471	0
Liabilities and Stockholder’s Deficit:		
Current Liabilities:		
Accounts payable & accruals	\$491,077	\$143,713
Total Current liabilities	\$491,077	\$143,713
TOTAL LIABILITIES	\$491,077	\$143,713
Stockholders’ Deficit:		
Common Stock par value \$.001 per share; 495,000,000	\$205,760	\$177,927
Shares authorized; 204,177,134 & 177,927,134 shares issued for 2023		
And 2022 respectively.		
Additional Paid-in-capital	\$8,356,948	\$4,953,781
Accumulated Deficit	\$(8,757,314)	\$(5,275,421)
TOTAL STOCKHOLDERS’ DEFICIT	\$(194,606)	\$(143,713)
TOTAL LIABILITIES AND STOCKHOLDERS’ DEFICIT	\$296,471	\$0

REDWOOD SCIENTIFIC TECHNOLOGIES, INC.
Statements Of Operations for the Years Ended December 31, 2023 and 2022
Audited

	For the year-ended December 31, 2023	For the year-ended December 31, 2022
INCOME		
Income	\$ 0	\$ 0
Total Income	\$ 0	\$ 0
EXPENSES:		
Operating Expenses:		
Legal	615,743	\$ 143,713
Accounting & Audit	\$ 107,000	
Professional Fees	\$ 2,037,425	
Clinical Testing	\$ 606,037	
Filing Fees	\$ 46,444	
Other Operating Expenses	\$ 69,245	
Total Operating Expenses	\$ 3,481,894	\$ 143,713
Loss from operations	\$ (3,481,894)	\$ (143,713)
Other income (expenses):		
Net Loss	\$ (3,481,894)	\$ (143,713)
Net Loss per share	\$ (0.02)	\$ 0.00
Weighted average shares outstanding	193,426,586	177,927,134

REDWOOD SCIENTIFIC TECHNOLOGIES, INC.
Statements Of Changes In Stockholders' Deficit for the Years Ended December 31, 2023 and 2022
Audited

	Shares	Common Stock Shares to be issued	Par Value	Additional Paid-In Capital	Accumulated Deficit	Stockholders' Equity/ (Deficiency)
Balance as of December 31, 2021	177,927,134	0	\$ 177,927	\$ 4,953,781	\$ (5,275,421)	\$ 0
Additions in the Year	0	0	0	0	0	0
Adjustment of year	0	0	0	0	0	0
Net Loss	0	0	0	0	0	0
Balance as of December 31, 2022	177,927,134	0	\$ 177,927	\$ 4,953,781	\$ (5,275,421)	\$ 0
2022	177,927,134		\$ 177,927	\$ 4,953,781	\$ (5,275,421)	(\$ 143,713)
Shares Issued	26,250,000		\$ 26,250	3,079,750		\$ 3,106,000
Shares to be Issued		1,583,334	\$ 1,583	323,417		\$ 325,000
Net Loss					(3,481,894)	\$ (3,481,894)
Balance as of December 31, 2023	<u>204,177,134</u>	<u>1,583,334</u>	<u>\$ 205,760</u>	<u>\$ 8,356,948</u>	<u>\$ (8,757,314)</u>	<u>(\$ 194,607)</u>

REDWOOD SCIENTIFIC TECHNOLOGIES, INC.
Statements of Cash Flow for the Years Ended December 31, 2023 and 2022
Audited

	For the years ended	
	December 31, 2023	December 31, 2022
Cash flows from operating activities:		
Net loss	\$ (3,481,894)	\$ (143,713)
Adjustments for non-cash financing		
Issuance of Common Shares	\$ 1,991,000	
Adjustments to reconcile net loss to net cash used in operating activities:		
Prepaid Expenses	\$ (25,000)	
Accounts payable and accrued expenses	\$ 347,365	\$ (143,713)
Other current liabilities	-	
Net cash used in operating activities	\$ (1,168,529)	\$ 0
Cash flows from investing activities:		
Net cash used in investing activities	\$ 0	\$ 0
Cash flows from financing activities:		
Common Shares issued for cash	\$ 1,440,000	
Net cash provided by financing activities	\$ 1,440,000	0
Net (decrease) increase in cash	\$ 271,471	0
Cash at beginning of year	\$ 0	0
Cash at end of year	\$ 271,471	

Redwood Scientific Technologies, Inc.
Notes to Financial Statements
For the year ended December 31, 2023

NOTE 1. FORMATION AND BUSINESS OF THE COMPANY

Business description

Redwood Scientific Technologies, Inc. (“Redwood”, “RSCI”, or the “Company”) is a pharmaceutical company that develops, operates, and markets innovative over-the-counter United States Food and Drug Administration (“FDA”) registered drugs in a sublingual oral thin film strip. The Company has announced that it is starting the beginning phases of research for clinical trials on two new products that will be marketed to help stop the addiction to nicotine.

NOTE 2. EFFECT OF RECEIVERSHIP

The Company emerged from receivership in March of 2022. All assets and liabilities prior to emergence had been liquidated. As such the Company started with a blank set of financials.

The Company was in a court ordered Receivership during “FTC v. Redwood Scientific Technologies, Inc., Case. No. 5:18-02104 (C.D. Cal.)”, filed on October 3, 2018. The case was decided and the Company was released from the Receivership in March of 2022. Under the Court’s practice, a Receivership is, for all intents treated as a bankruptcy for the purpose of debts and liabilities.

The Receiver did not report any liabilities on Redwood’s books and records. It should be noted that the Court authorized the destruction of Redwood’s books and records in its Order Approving the Receiver’s Final Report and Accounting, and the Receiver’s Final Fee Application.

All debts and liabilities due from and owed by Redwood Scientific Technologies, Inc. were released as of the termination of the Receivership and did not survive the receivership. Accordingly, the debts and liabilities have been extinguished as of the year ended December 31, 2022. In addition, the trial court held that no monetary remedies would be allowed against Redwood and other defendants. Moreover, any claim that might have been made by the FTC is barred by the three-year statute of limitations applicable to this case effective October 3, 2022.

NOTE 3. SIGNIFICANT ACCOUNTING POLICIES

Uses of estimates

The preparation of financial statements in conformity with generally accepted accounting principles accepted in the United States of America (“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 date of the financial statements and the reported amounts of net revenue and expenses during each reporting period. Actual results could differ from those estimates.

Cash

The Company considers all short-term highly liquid investments with an original maturity date of purchase of three months or less to be cash equivalents.

Revenue Recognition

The Company did not have any revenues from operations for the periods presented. The Company recognizes revenue based on Accounting Standards Codification (“ASC”) 606, Revenue from Contracts with Customers and all of the related amendments, and the Company’s policy is revenues will be recognized when control of the products are transferred to the Company’s distributors.

Financial Instruments

As defined in Financial Accounting Standards Board ASC 820 (“FASB ASC 820”), fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). The Company will utilize the market data of similar entities in its industry or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable. The Company classifies fair value balances based on the observability of those inputs. FASB ASC 820 establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurement).

The Company’s financial instruments consist of cash and cash equivalents, and accounts payable. The carrying amount of these financial instruments approximates fair value due either to length of maturity or interest rates that approximate prevailing market rates unless otherwise disclosed in these financial statements.

Financial assets and liabilities recorded at fair value in the Company’s balance sheet are categorized based upon a fair value hierarchy established by GAAP, which prioritizes the inputs used to measure fair value into the following levels:

Level 1 — Quoted market prices in active markets for identical assets or liabilities at the measurement date.

Level 2 — Quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable and can be corroborated by observable market data.

Level 3 — Inputs reflecting management’s best estimates and assumptions of what market participants would use in pricing assets or liabilities at the measurement date. The inputs are unobservable in the market and significant to the valuation of the instruments.

A financial instrument’s categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The Company follows ASC 820’s financial instruments consist of accounts payable and amounts provided to the Company from related parties. The carrying amount of financial instruments approximates fair value because of the short-term nature of these items.

Income taxes

Income taxes are determined in accordance with the provisions of Financial Accounting Standards Board ASC 740, “Income Taxes” (“ASC 740”). Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using enacted income tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Any effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

ASC 740 prescribes a comprehensive model for how companies should recognize, measure, present, and disclose in their financial statements uncertain tax positions taken or expected to be taken on a tax return. Under ASC 740, tax positions must initially be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. Such tax positions must initially and subsequently be measured as the largest amount of tax benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement with the tax authority assuming full knowledge of the position and relevant facts. For the year ended December 31, 2023, the Company did not have any interest and penalties associated with tax positions. As of December 31, 2023, the Company did not have any significant unrecognized uncertain tax positions.

Commitments and Contingencies

The Company follows ASC 440 and ASC 450, subtopic 450-20 of the FASB Accounting Standards Codification, to report accounting for contingencies and commitments respectively. Certain conditions may exist as of the date the financial statements are issued, which may result in a loss to the Company, but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or un-asserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company’s financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Share Capital

Preferred stock

The Company is authorized to issue 5,000,000 shares of Preferred Stock, par value \$0.001 per share.

Common stock

The Company is authorized to issue 495,000,000 shares at par value of \$0.001 per share.

Recent Accounting Pronouncements

The Company reviewed all the recently issued, but not yet effective, accounting pronouncements and the Company does not believe any of these pronouncements will have a material impact on the Company.

Stock Based Compensation

The Company’s approach to the valuation of stock-based compensation to contractors is that the Company follows the guidance of ASC 718. The Company’s approach is that equity awards are measured at fair value on the grant date. In determining the grant date fair value, the Company elects to use the term and date of contracts with the contractors. Since these are direct grants with no vesting, the Company computes fair value on contract date based on share price.

NOTE 4. GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company currently has limited liquidity and has not completed its clinical trials of its new products which are planned to come to the market. The Company had an accumulated deficit of \$8,757,314 as of December 31, 2023. Revenue has not been generated as of December 31, 2023. These factors raise doubt about its ability to continue as a going concern. The financial statements do not include any adjustments that may result from the outcome of these uncertainties. The Company will require additional financing moving forward and is pursuing various strategies to accomplish this, including seeking equity funding and/ or debt funding from private placement sources. Although management believes that it will be able to obtain the necessary funding to allow the Company to remain a going concern through the methods discussed above, there can be no assurances that such methods will prove successful. Management anticipates that the Company will be dependent, for the near future, on additional investment capital to fund operating expenses. There are no assurances that the Company will be successful in this or any of its endeavors or become financially viable and continue as a going concern.

NOTE 5. INCOME TAXES

The Company records its federal and state income tax liability as it is incurred. The Company had no income tax expense for the year ending December 31, 2023, and does not have any outstanding income tax liabilities, deferred tax assets, or liabilities for the quarter then ended.

NOTE 6. RELATED PARTY TRANSACTION

In support of the Company’s efforts and cash requirements, it may rely on advances from related parties until such time that the Company can support its operations or attains adequate financing through sales of its equity or traditional debt financing. There is no formal written commitment for continued support by officers, directors, or shareholders. Amounts represent advances or amounts paid in satisfaction of liabilities and related parties consist of officers, shareholders, and associated entities. There are no advances from related parties currently outstanding.

NOTE 7. CHANGE IN CONTROL

The Company recently experienced a change in control as the Board and Officers of the Company has changed in March 2023. On March 23, 2023, the Board resolved to appoint the following members of the Board: (i) Jason Cardiff, (ii) Christine Hayes, and (iii) Brian Kennedy. Also on March 23, 2023, the Board resolved to name to following Officers of the Company: Jason Cardiff as Chief Executive Officer, David Duncan as Chief Financial Officer, and Bobby Bedi as Chief Operating Officer.

On March 24, 2023, the Chief Operating Officer (“COO”) of the Company, Bobby Bedi, departed this life. On March 25, 2023, previous Chief Financial Officer (“CFO”), David Duncan, was named the interim COO of the Company, and John Harrington was named the interim CFO of the Company. Then, on May 8, 2023, the Board officially appointed David Duncan the COO of the Company, and officially appointed John Harrington the CFO of the Company.

On November 15, 2023, the Board removed David Duncan as COO of the Company and also on November 15, 2023 the Board officially appointed Joseph Budd as the COO of the Company.

NOTE 8: SIGNIFICANT STOCKHOLDERS

Name of Beneficial Owner	Number of Shares of Common Stock Beneficially Owned	Percentage of Class	Number of Shares of Preferred Stock Beneficially Owned	Percentage of Class
Named Executive Officers and Directors:				
Jason Cardiff (1)	105,302,459(1)	51.57%	0	
Joseph Budd	1,750,000	0.86%	0	0%
John Harrington	350,000	0.17%	0	0%
Brian Kennedy (2)	4,100,000	1.98%	0	0%
Christine Hayes	814,600	0.39%	0	0%
All executive officers and directors as a group (5 persons)	112,317,059	54.97%	0	

All Other Greater than 5% Owners:
None.

(1) 105,302,459 shares of Common Stock held in Carols Place Limited Partnership. Jason Cardiff, our chairman and CEO, and Eunjung Cardiff, who is Mr. Cardiff’s wife, are the limited partners of Carols Place Limited Partnership, and Extension First, LLC, a Wyoming limited liability company is the general partner of Carols Place Limited Partnership. Jason Cardiff and Eunjung Cardiff are the members of Extension First, LLC.

(2) Number of shares of Common Stock beneficially owned consists of (i) 2,100,000 shares of Common Stock and (ii) 2,000,000 shares of Common Stock issuable upon the exercise of warrants held by Mr. Kennedy, which are exercisable for shares of Common Stock at price of \$0.15 per share. The shares are held in Cross Capital Partners, LLC of which Mr. Kennedy is the sole member.

(3)

NOTE 9: STOCK ISSUANCES

For the year ended December 31, 2023, the Company issued shares as compensation. The Company’s approach to the valuation of stock-based compensation to contractors is that the Company follows the guidance of ASC 718. The Company’s approach is that equity awards are measured at fair value on the grant date. In determining the grant date fair value, the Company elects to use the term and date of contracts with the contractors. Since these are direct grants with no vesting, the Company computes fair value on contract date based on share price.

For the year ended December 31, 2023, the number of shares issued as compensation was 15,100,000. The effect on the Company’s Statement of Operations has been recognized as a professional expense in the amount of \$1,991,000. For the year ended December 31, 2022, there were no shares issued as compensation. Grant awards were measured at the fair market value of the stock at the grant date. The grant awards were non-cash transactions.

For the year ended December 31, 2023, the number of shares issued for cash was 11,150,000. The number of shares yet to be issued, but cash was received for, is 1,583,335. The total amount of cash received was \$1,440,000 in exchange for those shares, both issued and yet to be issued. For the year ended December 31, 2022, there were no shares issued for cash.

Stock issuances with services provided and cash receipts as of December 31, 2023, and issued May 4, 2023.

Shareholders	Number of Shares	Consideration	Type
CONSULTANT	1,500,000	\$165,000	Services rendered.
CONSULTANT	2,500,000	\$275,000	Services rendered.
UNRELATED PARTY/ SHAREHOLDER	100,000	\$10,000	Cash received.
UNRELATED PARTY/ SHAREHOLDER	2,000,000	\$200,000	Cash received.
CONSULTANT	150,000	\$16,500	Services rendered.
UNRELATED PARTY/ SHAREHOLDER	1,000,000	\$100,000	Cash received.
UNRELATED PARTY/ SHAREHOLDER	1,000,000	\$100,000	Cash received.
UNRELATED PARTY/ SHAREHOLDER	500,000	\$50,000	Cash received.
UNRELATED PARTY/ SHAREHOLDER	250,000	\$25,000	Cash received.
CONSULTANT	7,500,000	\$825,000	Services rendered.
UNRELATED PARTY/ SHAREHOLDER	1,000,000	\$100,000	Cash received.

The issuances for the UNRELATED PARTY/SHAREHOLDERS were part of a funding round in which each investor purchased shares at the purchase price of \$0.10 per a share of Common Stock and Warrant, with Warrants convertible at an exercise price equal to \$0.15 per Warrant.

The issuances for the CONSULTANTS were for work performed on behalf of Redwood Scientific Technologies, Inc.

Stock issuances with services provided and cash receipts as of December 31, 2023, and issued June 30, 2023.

Shareholders	Number of Shares	Consideration	Type
CONSULTANT	250,000	\$47,500	Services rendered.
CONSULTANT	300,000	\$57,000	Services rendered.
UNRELATED PARTY/ SHAREHOLDER	50,000	\$5,000	Cash received.
UNRELATED PARTY/ SHAREHOLDER	1,000,000	\$100,000	Cash received.
CONSULTANT	200,000	\$38,000	Services rendered.
UNRELATED PARTY/ SHAREHOLDER	1,250,000	\$125,000	Cash received.
CONSULTANT	550,000	\$104,500	Services rendered.
UNRELATED PARTY/ SHAREHOLDER	1,000,000	\$100,000	Cash received.
CONSULTANT	100,000	\$19,000	Services rendered.
CONSULTANT	100,000	\$19,000	Services rendered.
CONSULTANT	150,000	\$28,500	Services rendered.
CONSULTANT	1,500,000	\$285,000	Services rendered.

The issuances for the UNRELATED PARTY/SHAREHOLDERS were part of a funding round in which each investor purchased shares at the purchase price of \$0.10 per a share of Common Stock and Warrant, with Warrants convertible at an exercise price equal to \$0.15 per Warrant.

The issuances for the CONSULTANTS were for work performed on behalf of Redwood Scientific Technologies, Inc.

Stock issuances with services provided and cash receipts as of December 31, 2023, and issued September 13, 2023.

Shareholders	Number of Shares	Consideration	Type
UNRELATED PARTY/ SHAREHOLDER	2,000,000	\$200,000	Cash received.
CONSULTANT	100,000	\$37,000	Services rendered.
CONSULTANT	200,000	\$74,000	Services rendered.

The issuance for the UNRELATED PARTY/SHAREHOLDER was part of a funding round in which each investor purchased shares at the purchase price of \$0.10 per a share of Common Stock and Warrant, with Warrants convertible at an exercise price equal to \$0.15 per Warrant.

The issuances for the CONSULTANTS were for work performed on behalf of Redwood Scientific Technologies, Inc.

Stock issuances with cash receipts as of December 31, 2023, and yet to be issued.

Shareholders		Number of Shares	Consideration	Type
UNRELATED SHAREHOLDER	PARTY/	333,334	\$100,000.20	Cash received.
UNRELATED SHAREHOLDER	PARTY/	333,334	\$100,000.20	Cash received.
UNRELATED SHAREHOLDER	PARTY/	166,667	\$50,000.10	Cash received.
UNRELATED SHAREHOLDER	PARTY/	750,000	\$75,000	Cash received.

The issuance of 750,000 shares for the UNRELATED PARTY/SHAREHOLDER was part of a funding round in which each investor purchased shares at the purchase price of \$0.10 per a share of Common Stock and Warrant, with Warrants convertible at an exercise price equal to \$0.15 per Warrant.

The other issuances were part of a funding round in which the investor purchased shares at the purchase price of \$0.30 per a share of Common Stock and Warrant, with Warrants convertible at an exercise price equal to \$0.40 per Warrant.