

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

### **QUANTUMZYME CORP.,**

a Nevada Corporation  
15656 Bernardo Center Drive, Suite 801  
San Diego, CA 92127  
Tel: (858) 203-0312

**SIC Code: 8731 - Commercial Physical and Biological Research**

### **Quarterly Report**

**For the period ending April 30, 2024  
(the "Reporting Period")**

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#### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

**34,777,050** as of **June 14, 2024**  
**34,777,050** as of **April 30, 2024**  
**31,577,050** as of **July 31, 2023**

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

Yes: ☐ No: ☒

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

**The Company was incorporated under the name Reliant Service Inc. on March 20, 2015. On March 31, 2023, the Company changed its name to Quantumzyme Corp.**

Current State and Date of Incorporation or Registration: **NEVADA & MARCH 20, 2015**  
Standing in this jurisdiction: (e.g. active, default, inactive): **ACTIVE**

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

**The Company is presently in good standing in the State of Nevada, and there is no relevant prior incorporation information or predecessor information for the past five years other than that set forth above, as applicable.**

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

**On May 22, 2023, FINRA announced that the 1-for-100 reverse split and symbol change took effect at the open of business on May 23, 2023. The reverse stock split resulted in our issued and outstanding shares being decreased from 205,205,000 shares of common stock to 2,052,050 shares of common stock. The \$0.00001 par value of our common shares remains unchanged. As a result of the foregoing corporate actions, effective May 23, 2023, the new CUSIP number for our common shares is 75955E205.**

Address of the issuer's principal executive office:

**15656 Bernardo Center Drive  
Suite 801  
San Diego, CA 92127**

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:

**On or about June 24, 2021, the District Court in Clark County, Nevada in case number A-21-834965-P, filed an Order Granting Application for the Appointment of Anthony E. Lombardo ("Mr. Lombardo") as Custodian of Reliant Service Inc. whereby Mr. Lombardo was so ordered to take various actions, as Custodian of Reliant Service Inc., in order to, among other things, reinstate Reliant Service Inc. in the State of Nevada, file amended Articles of Incorporation, and to hold a special meeting to elect and appoint a new Board of Directors.**

2) **Security Information**

**Transfer Agent**

Name: **Olde Monmouth Stock Transfer Co. Inc.**  
Phone: **(732) 872-2727**  
Email: **transferagent@oldemonmouth.com**  
Address: **200 Memorial Parkway**  
**Atlantic Highlands, NJ 07716**

**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:	<b>QTZM</b>	
Exact title and class of securities outstanding:	<b>Common</b>	
CUSIP:	<b>75955E205</b>	
Par or stated value:	<b>\$0.00001</b>	
Total shares authorized:	<b>750,000,000</b>	<b>as of April 30, 2024</b>
Total shares outstanding:	<b>34,777,050</b>	<b>as of April 30, 2024</b>
Total number of shareholders of record:	<b>61</b>	<b>as of April 30, 2024</b>

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

**Not Applicable**

**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:	<b>Series A Preferred Stock</b>	
CUSIP (if applicable):	<b>N/A</b>	
Par or stated value:	<b>\$0.00001</b>	
Total shares authorized:	<b>10,000,000</b>	<b>as of April 30, 2024</b>
Total shares outstanding:	<b>0</b>	<b>as of April 30, 2024</b>
Total number of shareholders of record:	<b>0</b>	<b>as of April 30, 2024</b>

Exact title and class of the security:	<b>Series B Preferred Stock</b>	
CUSIP (if applicable):	<b>N/A</b>	
Par or stated value:	<b>\$0.00001</b>	
Total shares authorized:	<b>10,000,000</b>	<b>as of April 30, 2024</b>
Total shares outstanding:	<b>500,000</b>	<b>as of April 30, 2024</b>
Total number of shareholders of record:	<b>1</b>	<b>as of April 30, 2024</b>

**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 common stock votes one vote per share on all matters brought before the shareholders of the Company, including the election of directors. Shareholders are entitled to dividends if and when declared by the board of directors of the company. The common stock of the Company does not have preemption rights.**

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

**On May 24, 2023, the Company filed a Certificate of Designation ("Certificate of Designation") with**

the Secretary of State of the State of Nevada that provided for the creation of Series A Preferred Stock and Series B Preferred Stock from the previously authorized but undesignated shares of the Company's preferred stock. The Company's Certificate of Designation designates 10,000,000 shares as Series A Preferred Shares with the following powers, preferences, rights, and restrictions granted or imposed upon the Series A Preferred Shares and holders thereof:

- (i) Series A Preferred Stock ranks senior to all other classes of stock;
- (ii) Series A Preferred Stock is convertible at a ratio of 1:10; and,
- (iii) Series A Preferred Stock votes by multiplying the number of shares of Series A Preferred Stock held by such holder by 100.

Additionally, the Company's Certificate of Designation designates 10,000,000 shares as Series B Preferred Shares with the following powers, preferences, rights, and restrictions granted or imposed upon the Series B Preferred Shares and holders thereof:

- (i) Series B Preferred Stock ranks junior to all other classes of Preferred Stock;
- (ii) Series B Preferred Stock is convertible at a ratio of 1:50, and,
- (iii) Series B Preferred Stock votes by multiplying the number of shares of Series B Preferred Stock held by such holder by 500.

The Series A and Series B Preferred Stock carry other rights preferences and privileges customary with series of preferred stock of this nature.

On February 20, 2024, the Company filed an Amended and Restated Certificate of Designation of Quantumzyme Corp. Establishing the Designations, Preferences, Rights, and Limitations of its Class A Preferred Shares and Class B Preferred Shares ("Corrected Designation") with the Nevada Secretary of State's office for the sole purpose of correcting typographical errors in the original Certificate of Designation of Quantumzyme Corp. Establishing the Designations, Preferences, Rights, and Limitations of its Class A Preferred Shares and Class B Preferred Shares, which was previously filed with the Nevada Secretary of State's office on May 24, 2023 (the "Original Designation"). The Corrected Designation corrects prior wording in the designation of the Series B Preferred Stock that inadvertently referred to the Series B Preferred Stock as Series A Preferred Stock, additionally, the Section numbering in the Original Certificate was corrected. Other than the foregoing, there were no changes, material or otherwise, to the rights, preferences, privileges, or limitations of either the Class A Preferred Shares or Class B Preferred Shares. The Corrected Designation was filed as "Exhibit A" to the Company's disclosure captioned "Supplemental Information - Disclosure of Corp Events - Amended & Restated Cert of Designation" as filed with OTC Markets on February 27, 2024.

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

None.

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.

On February 20, 2024, the Company filed an Amended and Restated Certificate of Designation of Quantumzyme Corp. Establishing the Designations, Preferences, Rights, and Limitations of its Class A Preferred Shares and Class B Preferred Shares ("Corrected Designation") with the Nevada Secretary of State's office for the sole purpose of correcting typographical errors in the original Certificate of Designation of Quantumzyme Corp. Establishing the Designations, Preferences, Rights, and Limitations of its Class A Preferred Shares and Class B Preferred Shares, which was previously filed with the Nevada Secretary of State's office on May 24, 2023 (the "Original Designation"). The Corrected Designation corrects prior wording in the designation of the Series B Preferred Stock that inadvertently referred to the Series B Preferred Stock as Series A Preferred Stock, additionally, the Section numbering in the Original Certificate was corrected. Other than the foregoing, there were no changes, material or otherwise, to the rights, preferences, privileges, or limitations of either the Class A Preferred Shares or Class B Preferred Shares. The Corrected Designation was filed as "Exhibit A" to the Company's disclosure captioned "Supplemental Information - Disclosure of Corp Events -

**Amended & Restated Cert of Designation” as filed with OTC Markets on February 27, 2024.**

**3) Issuance History**

*The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.***

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

**A. Changes to the Number of Outstanding Shares**

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Date 07/31/2022 <u>Opening Balance</u> Common: 550,150 Preferred: 0			*Right-click the rows below and select “Insert” to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. *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.
02/22/2023	New Issuance	1,500,000	Common	\$0.001	No	Naveen Krishna Rao Kulkarni 15656 Bernardo Center Dr San Diego, CA 92127	Asset Purchase Agreement	Restricted	4(a)(2)
03/16/2023	New Issuance	1,900	Common	\$0.001	No	2152896 Alberta Ltd 15826-111 Avenue Edmonton AB T5N 2Y6 Canada <u>Beneficial Owner</u> : Dale Shirley	Services Rendered	Restricted	4(a)(2)
05/25/2023	New Issuance	500,000	Series B Preferred	\$0.001	No	Naveen Krishna Rao Kulkarni 15656 Bernardo Center Dr San Diego, CA 92127	Employment Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Aruna Gopishetty Flat:1412, Ashoka Liviano, Gachobowli, Hyperabad, India 500075	Development Agreement	Restricted	4(a)(2)

6/8/2023	New Issuance	1,000	Common	\$0.001	No	Gnana Lakshmi Sudha Kousika Flat: 1412, Ashoka Liviano, Gachobowli, Hyderabad, India 500075	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Charandeep Gopishetty Flat: 1412, Ashoka Liviano, Gachobowli, Hyderabad, India 500075	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Swetha Kongari Kongari Nilayam, Amcerpet, Hyderabad, India ,500018	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Artur Aleksandrovich Sinevich 202-4250 May- wood Street Burn- bay, BC, V5H 2Y3, Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Aleksey Aleksandrovich Kislov 202-4250 May- wood Street Burn- bay, BC, V5H 2Y3 Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Alesya Yurievna Obukhova 202-4250 Maywood Street Burnbay, BC, V5H 2Y3 Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Konstantin Adamovich Letyago 202-4250 May- wood Street Burn- bay, BC, V5H 2Y3 Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Kirill Petrovich Korolkov 202-4250 Maywood Street Burnbay, BC, V5H 2Y3 Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Satyanarayana Gopishetty Flat: 1412, Ashoka Liviano, Gachobowli, Hy- derabad, India 500075	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Venkata Radha Krishna Murthy Kousika 3-9-626/5, Pragathi Nagar Colony, LB Na- gar, Hyderabad, India 500068	Development Agreement	Restricted	4(a)(2)

6/8/2023	New Issuance	1,000	Common	\$0.001	No	Vijayalakshmi Kousika 3-9-626/5, Pragathi Nagar Colony, LB Nagar, Hyderabad, India 500068	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Sujatha Chintala 3-9-626/5, Pragathi Nagar Colony, LB Nagar, Hyderabad, India 500068	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Vishwa Teja Madugula Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Karunanidhi Madugula Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Vanaja Madugula Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Muralidhar Madugula Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Madhavi Madugula Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Andrey Aleksandrovich Gorodnik 202-4250 Maywood Street Burnbay, BC, V5H 2Y3 Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Valentin Sergeevich Borodavko 202-4250 Maywood Street Burnbay, BC, V5H 2Y3 Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Pavel Aleksandrovich Budvis 202-4250 Maywood Street Burnbay, BC, V5H 2Y3 Canada	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Egor Vsevolodovich Filipenko 202-4250 Maywood Street Burnbay, BC,	Development Agreement	Restricted	4(a)(2)

						V5H 2Y3 Canada			
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Gnana Vishwank Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Narshimulu Madugula Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
6/8/2023	New Issuance	1,000	Common	\$0.001	No	Anasuya Madugula Teja Nilayam, Hasthinapuram, Hyderabad, India 500070	Development Agreement	Restricted	4(a)(2)
8/3/2023	New Issuance	1,600,000	Common	\$0.001	No	Krisper Eternity S.A.DE C.V. Constituyentes 187 B Col Ley 57 Hermosillo, Sonora Mexico <u>Beneficial Owner:</u> Maria del Rosario Leyva Meneses	Debt Conversion	Restricted	4(a)(2)
8/3/2023	New Issuance	1,600,000	Common	\$0.001	No	Distribucion Hergomex, S.A. DE C.V. AV Ejercito Nacional 505 Oficina 1004-A Col. Granada, Miguel Hidalgo, Ciudad de Mexico 11520 Mexico <u>Beneficial Owner:</u> Cesar Alan Jimenez Gonzalez	Debt Conversion	Restricted	4(a)(2)
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u> Date: 04/30/2024    Common: 34,777,050 Preferred: 500,000									

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

*On May 23, 2023, FINRA made effective a 1-for-100 reverse stock split. The reverse stock split resulted in our issued and outstanding shares being decreased from 205,205,000 shares of common stock to 2,052,050 shares of common stock. All references to shares issuances prior to May 23, 2023, made throughout this Report give effect to the 1-for-100 reverse stock split.*

## 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.)
6.14.2021	\$7,727	\$6,000	\$1,727	On Demand	N/A	Pedro List US LLC Beneficial Owner: Eden Miller	Loan
7.20.2021	\$1,149	\$3,842	\$507	On Demand	N/A	Big Reach Media Inc. Beneficial Owner: Dale Shirley	Loan
2.10.2023	\$17,882	\$15,300	\$2,582	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V. Beneficial Owner: Francisco Belzay Shariar Montano Davila	Loan
2.10.2023	\$14,902	\$12,750	\$2,152	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
3.13.2023	\$8,791	\$7,803	\$988	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
3.14.2023	\$7,093	\$6,161	\$932	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
4.28.2023	\$9,099	\$8,077	\$1,022	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
5.4.2023	\$6,632	\$5,904	\$728	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
7.31.2023	\$3,647	\$3,392	\$255	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
9.8.2023	\$2,129	\$2,000	\$129	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
9.11.2023	\$2,659	\$2,500	\$159	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
9.13.2023	\$6,378	\$6,000	\$378	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
9.20.2023	\$2,122	\$2,000	\$122	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
9.29.2023	\$21,173	\$20,000	\$1,173	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
10.11.2023	\$26,384	\$25,000	\$1,384	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
10.16.2023	\$6,324	\$6,000	\$324	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
1.31.2024	\$1,455	\$1,420	\$35	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
2.8.2024	\$7,668	\$7,500	\$168	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
2.21.2024	\$7,132	\$7,000	\$132	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
2.22.2024	\$1,900	\$1,865	\$35	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
4.2.2024	\$1,917	\$1,902	\$15	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan
4.22.2024	\$5,011	\$5,000	\$11	On Demand	N/A	Tecnologia y Software de Crecimiento, S.A. de C.V.	Loan

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

#### 4) Issuer's Business, Products and Services

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

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

**On February 21, 2023, the Company entered into an Asset Purchase Agreement ("Purchase Agreement"), with Quantumzyme Inc., a Delaware corporation ("Quantumzyme") and Mr. Naveen Krishna Rao Kulkarni, an individual ("Mr. Kulkarni"), the sole-officer, director, and shareholder of Quantumzyme (collectively, Quantumzyme and Mr. Kulkarni are hereinafter referred to as the "Seller") pursuant to which the Company acquired various assets from the Seller, such assets are applied to and used in the "Enzyme Catalyst" biotransformation sector. Specifically, the assets acquired focus on clean and green chemistry used to enhance enzyme activity, selectivity, and specificity by applying novel quantum mechanics, molecular modelling, and engineering approaches.**

**Quantumzyme is a biotransformation company, focused on clean and green chemistry. Customer centric research to enhance enzyme activity, selectivity, and specificity by applying novel quantum mechanics, molecular modelling, and engineering approaches.**

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

**None.**

C. Describe the issuers' principal products or services.

**Quantumzyme aims to be a leading biotransformation company that specializes in clean and green chemistry solutions. Our mission is to revolutionize the field of enzyme engineering by applying cutting-edge technologies, including novel quantum mechanics, molecular modeling, and engineering approaches. Through customer-centric research, we aim to enhance enzyme activity, selectivity, and specificity, enabling the development of sustainable and efficient processes for various industries. With a strong focus on clean and green chemistry, Quantumzyme is committed to driving innovation and providing customized enzyme solutions that address the specific needs and challenges of our clients.**

#### 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.

**Our office is located in a shared office space which presently is sufficient for our needs, and we pay approximately \$500.00 a month. We do, however, test our technology at off-site locations, where we also conduct our research and development.**

#### 6) Officers, Directors, and Control Persons

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 more than 5%)(1)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding(2)
Naveen Krishnarao Kulkarni	President, CEO, CFO, Secretary, Treasurer, and Director	15656 Bernardo Center Drive, Suite 801 San Diego, CA 92127	31,000,000	Common	89.13%
			500,000	Series B Preferred	100%
Manu Bharath Khareedhi(3)	Independent Director	15656 Bernardo Center Drive, Suite 801 San Diego, CA 92127	NIL	NIL	0
Shrutin Ashok Ulman(4)	Independent Director	15656 Bernardo Center Drive, Suite 801 San Diego, CA 92127	NIL	NIL	0

- (1) The foregoing table sets forth the identity of the persons, whom at the date of the report were involved in managing, controlling, or advising the operations, business development and disclosure of the issuer, as well as the identity of our significant or beneficial shareholders.
- (2) The ownership percentages are based on 34,777,050 shares of Common Stock and 500,000 shares of Series B Preferred Stock issued and outstanding as of April 30, 2024.
- (3) On June 7, 2023, Manu Bharath Khareedhi was appointed to the Company's board of directors as an independent director.
- (4) On June 7, 2023, Shrutin Ashok Ulman was appointed to the Company's board of directors as an independent director.

## 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:

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);

**None**

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;

**None**

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;

**None**

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

**None**

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.

**None**

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.

**None**

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party 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.

**None**

#### **8) Third Party Service Providers**

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed. Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://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: **Jessica Lockett Esq.**  
Firm: **Lockett & Horwitz, PLC**  
Address 1: **26632 Towne Centre Dr., Suite 300**  
Address 2: **Foothill Ranch, CA 92610**  
Phone: **(949) 540-6540**  
Email: **jlockett@hlawpc.com**

##### Accountant or Auditor

Name: **Shamar Tobias**  
Firm: **Blue Chip Accounting, LLC**  
Address 1: **8475 S. Eastern Ave.**  
Address 2: **Suite 200**  
Phone: **702-625-6406**  
Email: **info@consultbc.com**

Name: **Shaun Helm, CPA**  
Firm: **Fruci and Associates II, PLLC**  
Address 1: **802 North Washington Ave.**  
Address 2: **Spokane, WA 99201**  
Phone: **509-624-9223**  
Email: **shaun\_helm@fruci.com**

##### Investor Relations

**None**

*All other means of Investor Communication:*

Twitter: None  
Discord: None  
LinkedIn: <https://www.linkedin.com/company/quantumzyme/>  
Facebook: <https://www.facebook.com/quantumzyme>  
Instagram: <https://www.instagram.com/quantumzyme/>

#### 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.

**None**

#### 9) **Financial Statements**

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

Name: **Naveen Krishnarao Kulkarni**  
Title: **Chief Executive Officer**  
Relationship to Issuer: **Officer**

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)<sup>2</sup>:

Name: **Shamar Tobias**  
Title: **Certified Public Accountant**  
Relationship to Issuer: **Outside Accountant**

Describe the qualifications of the person or persons who prepared the financial statements<sup>1</sup>:

**Mr. Tobias is the founder of Blue Chip Accounting, LLC and he is a Certified Public Accountant. Prior to founding Blue Chip Accounting, Mr. Tobias served as a consulting partner at a PCAOB registered accounting firm. Mr. Tobias earned a Bachelor of Science in Accounting and a Masters of Accountancy from the University of Nevada - Las Vegas and also holds a Certified Public Accountant designation in the State of Nevada.**

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.

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<sup>1</sup>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.

**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,

Naveen Krishnarao

Kulkarni certify that:

1. I have reviewed this Disclosure Statement for Quantumzyme Corp.;
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.

June 18, 2024

/s/ Naveen Krishnarao Kulkarni

*Principal Financial Officer:*

I, Naveen Krishnarao Kulkarni certify that:

1. I have reviewed this Disclosure Statement for Quantumzyme Corp.;
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.

June 18, 2024

/s/ Naveen Krishnarao Kulkarni

**Exhibit A**

**Financial Statements**

**For**

**April 30, 2024**

QUANTUMZYME CORP.  
(FORMALLY RELIANT SERVICES, INC.)  
BALANCE SHEETS

ASSETS	April 30, 2024	July 31, 2023
Cash	-	-
Total current assets	-	-
Intangible assets	5,000,000	5,000,000
Total assets	<u>5,000,000</u>	<u>5,000,000</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable and accrued expenses	64,502	21,288
Due to related parties	15,852	9,912
Notes payable	154,216	66,029
Total current liabilities	<u>234,570</u>	<u>97,229</u>
Total liabilities	234,570	97,229
Commitments and Contingencies (See note 6)	-	-
Preferred Shares 130,000,000 authorized shares, par value \$0.00001 0 shares issued and outstanding as of April 30, 2024 and July 31, 2023, respectively	-	-
Series A Preferred Shares 10,000,000 authorized shares, par value \$0.00001 0 shares issued and outstanding as of April 30, 2024 and July 31, 2023, respectively	-	-
Series B Preferred Shares 10,000,000 authorized shares, par value \$0.00001 500 shares issued and outstanding as of April 30, 2024 and July 31, 2023, respectively	5	5
Common Shares 750,000,000 authorized shares, par value \$0.00001; 34,777,050 and 31,577,050 shares issued and outstanding as of April 30, 2024 and July 31, 2023 , respectively	347	315
Additional paid-in capital	5,099,448	5,096,280
Stock payable	-	3,200
Accumulated deficit	(334,370)	(197,029)
Total stockholders' deficit	<u>4,765,430</u>	<u>4,902,771</u>
Total liabilities and stockholders' deficit	<u>5,000,000</u>	<u>5,000,000</u>

The accompanying notes are an integral part of these condensed financial statements.  
No assurance provided



QUANTUMZYME CORP.  
(FORMALLY RELIANT SERVICES, INC.)  
STATEMENTS OF OPERATIONS

	For the three months ended		For the nine months ended	
	April 30		April 30	
	2024	2023	2024	2023
Sales	\$ -	\$ -	\$ -	\$ -
Operating expenses				
General and administrative	7,772	13,515	30,177	14,115
Professional fees	52,500	35,133	96,221	35,133
Total operating expenses	<u>60,272</u>	<u>48,648</u>	<u>126,398</u>	<u>49,248</u>
Loss from operations	(60,272)	(48,648)	(126,398)	(49,248)
Other expense				
Interest expense	<u>(3,590)</u>	<u>(935)</u>	<u>(10,943)</u>	<u>(1,431)</u>
Total other expenses	<u>(3,590)</u>	<u>(935)</u>	<u>(10,943)</u>	<u>(1,431)</u>
Net loss before tax provision	<u>(63,862)</u>	<u>(49,583)</u>	<u>(137,341)</u>	<u>(50,679)</u>
Tax provision	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net loss	<u>\$ (63,862)</u>	<u>\$ (49,583)</u>	<u>\$ (137,341)</u>	<u>\$ (50,679)</u>
Net loss per common share: basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.03)</u>	<u>\$ (0.00)</u>	<u>\$ (0.06)</u>
Weighted average common shares outstanding - basic and diluted	<u>34,777,050</u>	<u>1,680,324</u>	<u>34,742,014</u>	<u>918,595</u>

The accompanying notes are an integral part of these condensed financial statements.  
No assurance provided

QUANTUMZYME CORP.  
(FORMALLY RELIANT SERVICES, INC.)  
STATEMENT OF STOCKHOLDERS' DEFICIT

	Series B Preferred Shares	Par Value	Common Shares	Par Value	Paid-In Capital	Stock Payable	Accumulated Deficit	Stockholders' Deficit
Balance, July 31, 2023	500	5	31,577,050	315	5,096,280	3,200	(197,029)	4,902,771
Share to be issued for settlement of notes payable	-	-	3,200,000	32	3,168	(3,200)	-	-
Net Loss	-	-	-	-	-	-	(67,498)	(67,498)
Balance, October 31, 2023	500	5	34,777,050	347	5,099,448	-	(264,527)	4,835,273
Net Loss	-	-	-	-	-	-	(5,981)	(5,981)
Balance, January 31, 2024	500	5	34,777,050	347	5,099,448	-	(270,508)	4,829,292
Net Loss	-	-	-	-	-	-	(63,862)	(63,862)
Balance, April 30, 2024	500	5	34,777,050	347	5,099,448	-	(334,370)	4,765,430

  

	Series B Preferred Shares	Par Value	Common Shares	Par Value	Paid-In Capital	Stock Payable	Accumulated Deficit	Stockholders' Deficit
Balance, July 31, 2022	-	-	550,150	55	96,245	-	(126,150)	(29,850)
Net Loss	-	-	-	-	-	-	(548)	(548)
Balance, October 31, 2022	-	-	550,150	55	96,245	-	(126,698)	(30,398)
Net Loss	-	-	-	-	-	-	(548)	(548)
Balance, January 31, 2023	-	-	550,150	55	96,245	-	(127,246)	(30,946)
Shares issued for asset purchase agreement	-	-	1,500,000	15	4,999,985	-	-	5,000,000
Shares issued for services	-	-	1,900	-	-	-	-	-
Net Loss	-	-	-	-	-	-	(49,583)	(49,583)
Balance, April 30, 2023	-	-	2,052,050	70	5,096,230	-	(176,829)	4,919,471

The accompanying notes are an integral part of these condensed financial statements.  
No assurance provided

QUANTUMZYME CORP.  
(FORMALLY RELIANT SERVICES, INC.)  
STATEMENTS OF CASHFLOWS

	For the nine months ended	
	April 30, 2024	April 30, 2023
Cash Flows from Operating Activities		
Net loss	\$ (137,341)	\$ (50,679)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Changes in assets and liabilities		
Accounts payable	43,214	1,308
Due to related party	5,940	-
Net cash from operating activities	(88,187)	(49,371)
Cash Flows from Financing Activities		
Proceeds from notes payable	88,187	49,371
Net cash from financing activities	88,187	49,371
Net decrease in cash	-	-
Cash, beginning of period	-	-
Cash, end of period	\$ -	\$ -
Supplemental disclosure of cash flow information		
Cash paid for interest	\$ -	\$ -
Cash paid for taxes	\$ -	\$ -
<b>SUPPLEMENTARY DISCLOSURE OF NON-CASH INVESTING AND FINANCING</b>		
Share issued for settlement of notes payable	\$ 3,200	\$ -

The accompanying notes are an integral part of these condensed financial statements.  
No assurance provided

**QUANTUMZYME CORP**  
**(FORMALLY RELIANT SERVICES, INC.)**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**April 30, 2024**

**NOTE 1 – NATURE OF BUSINESS AND OPERATIONS**

**Organization**

Quantumzyme Corp. (formally Reliant Service Inc.) (the “Company”) was incorporated in the state of Nevada on March 20, 2015. The company develops marketing channels to distribute office equipment to the wholesale market in the United States. Our functional currency is the US Dollar and all the references to currency in the financial statements are in US Dollars.

On February 8, 2023, Ms. Sandra (Demeria) Brossart (“Brossart”) resigned as the sole-officer and director of the Company, and Mr. Naveen Krishna Rao Kulkarni (“Kulkarni”) was appointed as sole-officer and director in her place. Thereafter, on February 21, 2023, the Company entered into that certain Asset Purchase Agreement (“Purchase Agreement”), between the Company and Quantumzyme Inc., a Delaware corporation, (“Quantumzyme”) and Kulkarni, the sole-officer, director, and shareholder of Quantumzyme (collectively, Quantumzyme and Mr. Kulkarni are hereinafter referred to as the “Seller”) pursuant to which the Company acquired various assets from the Seller, such assets are applied to and used in the “Enzyme Catalyst” biotransformation sector. In exchange for the Acquired Assets, the Company issued Mr. Kulkarni One Hundred Fifty Million (1,500,000) restricted shares of the Company’s common stock (Post split), representing approximately Seventy-Three (73%) percent of the Company’s issued and outstanding shares.

On March 31, 2023, the Company changed its name to Quantumzyme Corp.

**NOTE 2 – GOING CONCERN**

The accompanying financial statements have been prepared in US dollars and in accordance with accounting principles generally accepted in the United States (“GAAP”) on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities and commitments in the normal course of business. During the nine months ended April 30, 2024, the Company incurred net losses of \$137,341, accumulated deficits of \$334,370, and used cash in operations in the amount of \$88,187. These conditions raise substantial doubt about the Company's ability to continue as a going concern.

We are entirely dependent on our ability to attract and receive funding from either the sale of securities or outside sources such as private investment or a strategic partner. We currently have no firm agreements or arrangements with respect to any such financing and there can be no assurance that any needed funds will be available to us on acceptable terms or at all. The inability to obtain sufficient funding of our operations in the future will restrict our ability to grow and reduce our ability to continue to conduct business operations. Our failure to raise additional funds will adversely affect our business, and may require us to suspend our operations, which in turn may result in a loss to the purchasers of our common stock. If we are unable to obtain necessary financing, we will likely be required to curtail our development plans. Any additional equity financing may involve substantial dilution to our then existing stockholders.

**NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles 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 revenue and expenses during the reporting period. Actual results could differ significantly from those estimates.

**Cash and Cash Equivalents**

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents to the extent the funds are not being held for investment purposes.

**Stock-based compensation**

The Company follows ASC 718-10, "Stock Compensation", which addresses the accounting for transactions in which an entity exchanges its equity instruments for goods or services, with a primary focus on transactions in which an entity obtains employee services in share-based payment transactions. ASC 718-10 is a revision to SFAS No. 123, "Accounting for Stock-Based Compensation," and supersedes Accounting Principles Board ("APB") Opinion No. 25, "Accounting for Stock Issued to Employees," and its related implementation guidance. ASC 718-10 requires measurement of the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). Incremental compensation costs arising from subsequent modifications of awards after the grant date must be recognized.

**Concentration of Credit Risk**

The Company has no off-balance-sheet concentrations of credit risk such as foreign exchange contracts, options contracts or other foreign hedging arrangements. The Company maintains all of its cash balances with two financial institutions in the form of demand deposits.

**Loss per Share**

The Company follows ASC Topic 260 to account for the earnings per share. Basic earnings per common share ("EPS") calculations are determined by dividing net income by the weighted average number of shares of common stock outstanding during the year. Diluted earnings per common share calculations are determined by dividing net income by the weighted average number of common shares and dilutive common share equivalents outstanding. During periods when common stock equivalents, if any, are anti-dilutive they are not considered in the computation.

**Revenue Recognition**

The Company recognizes revenue from its contracts with customers in accordance with *ASC 606 – Revenue from Contracts with Customers*. The Company recognizes revenues when satisfying the performance obligation of the associated contract that reflects the consideration expected to be received based on the terms of the contract.

Revenue related to contracts with customers is evaluated utilizing the following steps: (i) Identify the contract, or contracts, with a customer; (ii) Identify the performance obligations in the contract; (iii) Determine the transaction price; (iv) Allocate the transaction price to the performance obligations in the contract; (v) Recognize revenue when the Company satisfies a performance obligation.

**Income Taxes**

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

**Fair Value of Financial Instruments**

The Company measures fair value in accordance with ASC 820 - Fair Value Measurements. ASC 820 defines fair value and establishes a three-level valuation hierarchy for disclosures of fair value measurements. ASC 820 establishes a framework for measuring fair value in generally accepted accounting principles, and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, ASC 820 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. 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. The three (3) levels of fair value hierarchy defined by ASC 820 are:

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

Level 2 - Inputs (other than quoted market prices included in Level 1) are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the instrument's anticipated life.

Level 3 - Inputs reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and the risk inherent in the inputs to the model. Valuation of instruments includes unobservable inputs to the valuation methodology that are significant to the measurement of fair value of assets or liabilities.

As defined by ASC 820, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale, which was further clarified as the price that would be received to sell an asset or paid to transfer a liability ("an exit price") in an orderly transaction between market participants at the measurement date

The reported fair values for financial instruments that use Level 2 and Level 3 inputs to determine fair value are based on a variety of factors and assumptions. Accordingly, certain fair values may not represent actual values of the Company's financial instruments that could have been realized as of April 30, 2024 and July 31, 2023 or that will be recognized in the future, and do not include expenses that could be incurred in an actual settlement. The carrying amounts of the Company's financial assets and liabilities, such as cash, accounts receivable, receivables from related parties, prepaid expenses and other, accounts payable, accrued liabilities, and related party and third party notes payables approximate fair value due to their relatively short maturities. The Company's notes payable approximates the fair value of such instrument based upon management's best estimate of terms that would be available to the Company for similar financial arrangements at April 30, 2024 and July 31, 2023.

Financial assets and liabilities measured at fair value on a recurring basis are summarized below as of April 30, 2024:

	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Liabilities				
	\$ -	\$ -	\$ -	\$ -

Financial assets and liabilities measured at fair value on a recurring basis are summarized below as of July 31, 2023:

	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Liabilities				
	\$ -	\$ -	\$ -	\$ -

## Recent Accounting Pronouncements

In August 2020, the FASB issued ASU 2020-06, ASC Subtopic 470-20 “Debt—Debt with “Conversion and Other Options” and ASC subtopic 815-40 “Hedging—Contracts in Entity’s Own Equity”. The standard reduced the number of accounting models for convertible debt instruments and convertible preferred stock. Convertible instruments that continue to be subject to separation models are (1) those with embedded conversion features that are not clearly and closely related to the host contract, that meet the definition of a derivative, and that do not qualify for a scope exception from derivative accounting; and, (2) convertible debt instruments issued with substantial premiums for which the premiums are recorded as paid-in capital. The amendments in this update are effective for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020, including interim periods within those fiscal years.

Management has considered all recent accounting pronouncements issued. The Company’s management believes that these recent pronouncements will not have a material effect on the Company’s financial statements.

## NOTE 4 –PROMISSORY NOTES

Promissory notes payable as of April 30, 2024 and July 31, 2023 consists of the following:

	April 30, 2024	July 31, 2023
Dated June 14, 2021	\$ 6,000	\$ 6,000
Dated July 20, 2021	642	642
Dated February 10, 2023	15,300	15,300
Dated February 10, 2023	12,750	12,750
Dated March 14, 2023	6,161	6,161
Dated April 28, 2023	7,803	7,803
Dated April 28, 2023	8,077	8,077
Dated May 4, 2023	5,904	5,904
Dated July 31, 2023	3,392	3,392
Dated September 8, 2023	2,000	-
Dated September 11, 2023	2,500	-
Dated September 13, 2023	6,000	-
Dated September 20, 2023	2,000	-
Dated September 29, 2023	20,000	-
Dated October 11, 2023	25,000	-
Dated October 16, 2023	6,000	-
January 31, 2024	1,420	-
February 8, 2024	7,500	-
February 21, 2024	7,000	-
February 22, 2024	1,865	-
April 2, 2024	1,902	-
April 22, 2024	5,000	-
Total notes payable	<u>\$ 154,216</u>	<u>\$ 66,029</u>

During the nine months ended April 30, 2024, the Company issued various promissory notes amounting to \$88,187 for general operating purposes. The notes carry a 10% interest rate and are due upon 10 days written notice.

On June 14, 2021, the Company issued a promissory note for proceeds of \$6,000. The note is due on demand and accrues interest at 10% per annum. On July 17, 2023, the note holder sold and assigned \$3,200 of the balance to two unrelated parties. On July 25, 2023, the new note holders settled the combined balance of \$3,200 for the issue of 3,200,000 shares of common stock valued at \$3,200.

During the nine months ended April 30, 2024 and 2022, the Company recorded interest expense of \$11,121 and \$1,431, respectively.

#### **NOTE 5 – ASSET PURCHASE AGREEMENT**

On February 21, 2023, the Company entered into an Asset Purchase Agreement pursuant to which the Company acquired various proprietary assets and intellectual property for 1,500,000 restricted shares of common stock (Post split) valued at \$5,000,000.

The Company evaluated the Asset Purchase Agreement in accordance with ASC 805 – Business Combinations which notes the threshold requirements of a business combination that includes the expanded definition of a “business” and defines elements that are to be present to be determined whether an acquisition of a business occurred. No “activities” of the acquiree were acquired. Instead, the Company obtained control of a set of inputs (the acquired assets). Thus, the Company determined agreement is an acquisition of assets, not an acquisition of a business in accordance with ASC 805. The total purchase price of \$5,000,000 in connection with the assets acquired is included in intangible assets on the Balance Sheet.

#### **NOTE 6 – RELATED PARTY TRANSACTIONS**

For the nine months ended April 30, 2024 and 2023, a related party advanced \$5,940 and \$0, respectively. As of April 30, 2024 and July 31, 2023, the amount due to related parties was \$15,852 and \$9,912, respectively. Amounts due to related parties are non-interest bearing and due on demand.

#### **NOTE 7 - COMMITMENTS AND CONTINGENCIES**

From time to time, the Company may become involved in various lawsuits and legal proceedings, which arise in the ordinary course of business. Litigation is subject to inherent uncertainties, and an adverse result in these or other matters may arise from time to time that may harm business. Management is currently not aware of any such legal proceedings or claims that could have, individually or in the aggregate, a material adverse effect on our business, financial condition, or operating results.

#### **NOTE 9 – STOCKHOLDERS’ EQUITY**

The Company’s authorized common stock consists of 750,000,000 shares with par value of \$0.00001. As of April 30, 2024 and July 31, 2023, the Company had 34,777,050 and 31,577,050 shares of common stock issued and outstanding.

On February 21, 2023, the Company filed a Certificate of Amendment together with Amended & Restated Articles of Incorporation with the Secretary of State of the State of Nevada increasing the Company’s authorized shares of common stock from 75,000,000 to 900,000,000, consisting of 750,000,000 shares of Common Stock, par value \$0.00001 and 150,000,000 shares of authorized but undesignated preferred stock, par value \$0.00001.

On March 31, 2023, the Company’s Board of Directors approved a 1 to 100 reverse stock split as of the record date of March 31, 2023. As of the date of filing the reverse stock split has not been approved by FINRA. The financial statements have been retroactively restated to show the effect of the stock split.

On May 24, 2023, the Company filed a Certificate of Designation (“Certificate of Designation”) with the Secretary of State of the State of Nevada that provided for the creation of Series A Preferred Stock and Series B Preferred Stock from the previously authorized but undesignated shares of the Company’s preferred stock.



The Company's Certificate of Designation designates 10,000,000 shares as Series A Preferred Shares the designations, powers, preferences, rights, and restrictions granted or imposed upon the Series A Preferred Shares and holders thereof are as follows:

- (i) Series A Preferred Stock ranks senior to all other classes of stock;
- (ii) Series A Preferred Stock is convertible at a ratio of 1:10; and,
- (iii) Series A Preferred Stock votes by multiplying the number of shares of Series A Preferred Stock held by such holder by 100.

Additionally, the Company's Certificate of Designation, designates 10,000,000 shares as Series B Preferred Shares the designations, powers, preferences, rights, and restrictions granted or imposed upon the Series B Preferred Shares and holders thereof are as follows:

- (i) Series B Preferred Stock ranks junior to all other classes of Preferred Stock;
- (ii) Series B Preferred Stock is convertible at a ratio of 1:50, and,
- (iii) Series B Preferred Stock votes by multiplying the number of shares of Series B Preferred Stock held by such holder by 500.

During the nine months ended April 30, 2024, the Company issued 3,200,000 shares of common valued at \$3,200 (Post split) to partially settle a certain note payable (See Note 4).

#### **NOTE 10 – SUBSEQUENT EVENTS**

In accordance with ASC Topic 855-10, the Company has analyzed its operations subsequent to April 30, 2024 to the date these financial statements were available to be issued and has determined that it does not have any material subsequent events to disclose in these financial statements.