

Silverton Adventures, Inc.

Room 1302, 13/F, Billion Trade Centre, 31 Hung To Road, Ngau Tau Kok, Kowloon,
Hong Kong.

(852) 6712 8389

info@rejuvacorp.org

Annual Report

For the period ending June 30, 2024 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

10,057,491,143 as of June 30, 2024 *(Current Reporting Period Date or More Recent Date)*

10,057,491,143 as of June 30, 2023 *(Most Recent Completed Fiscal Year End)*

Shell Status

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

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

⁴ “Change in Control” shall mean any events resulting in:

(i) Any “person” (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the “beneficial owner” (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

Since May 31, 2006, Mor Travel, Inc. (Mor) at 6283-B South Valley View Boulevard, Las Vegas, Nevada 89118.

On December 26, 2007, the Company changed its name to Silverton Adventures, Inc., with an address at 1712 Pioneer Ave, Suite 6385, Cheyenne, Wyoming 82001.

Current State and Date of Incorporation or Registration: North Carolina, February 28, 2019
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

On February 28, 2019, jurisdiction of incorporation changed from Wyoming to North Carolina.

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

None

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

None

Address of the issuer's principal executive office:

Room 1302, 13/F, Billion Trade Centre, 31 Hung To Road, Ngau Tau Kok, Kowloon, Hong Kong.

Address of the issuer's principal place of business:

☒ *Check if principal executive office and principal place of business are the same address:*

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

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

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer Company
Phone: 1-800-785-7782
Email: mtorres@pacificstocktransfer.com
Address: 6725 Via Austin Parkway, Suite 300, Las Vegas, Nevada 89119

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: SVAD

Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>82846E204</u>	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>200,000,000,000</u>	as of date: Jun 31, 2024
 Total shares outstanding:	 <u>10,057,491,143</u>	 as of date: Jun 31, 2024
 Total number of shareholders of record:	 <u>110</u>	 as of date: Jun 30, 2024

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

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

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>Series B Preferred Stock</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>6</u> as of date: <u>June 30, 2024</u>
Total shares outstanding:	<u>6</u> as of date: <u>June 30, 2024</u>
Total number of shareholders of record:	<u>1</u> as of date: <u>June 30, 2024</u>

Exact title and class of the security:	<u>Series C Preferred Stock</u>
Par or stated value:	<u>\$0.00001</u>
Total shares authorized:	<u>10,000,000</u> as of date: <u>June 30, 2024</u>
Total shares outstanding:	<u>202,470</u> as of date: <u>June 30, 2024</u>
Total number of shareholders of record:	<u>3</u> as of date: <u>June 30, 2024</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

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.

Common stocks have the right to one vote per share.

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

Series B Preferred Stock

- Conversion Rights.: Each share of Series B Preferred Stock is convertible, at the option of the holder thereof without payment of additional consideration, at any time and from time to time, into ten shares of Common Stock

- Voting Rights.: The holders of the Series B Preferred Stock shall have the right to ten votes per share on all matters on which the holders of the common shares are requested to vote, and shall be entitled to receive notice of meeting of shareholders.

- Dividends.: The holders of the Series B Preferred Stock shall be entitled to receive, when and as declared by the Board of Directors of the Corporation, in its sole discretion, payable to the holders of the Common Stock out of any assets of the Corporation

available for dividends pursuant to the laws of the State of North Carolina at the same rate as such dividends are paid to the holders of the Common Stock.

- Liquidation Preference.: Upon a voluntary or involuntary liquidation, dissolution or winding up of the Corporation (a "Liquidation"), before any distribution of assets shall be made to the holders of Common Stock or any junior stock, the holder of each share of Series B Preferred Stock then outstanding shall not be entitled to be paid out of the assets of the Corporation available for distribution to its shareholders any amount per share in preference to the holders of the Common Stock.

Series C Preferred Stock

- Conversion Rights.: Each share of Series C Preferred Stock is convertible, at the option of the holder thereof without payment of additional consideration, at any time and from time to time, into ten shares of Common Stock.

- Voting Rights.: The holders of the Series C Preferred Stock shall have the right to two votes per share for any election or other matters placed before holders of the common shares, and shall be entitled to receive notice of meeting of shareholders.

- Dividends.: The holders of the Series C Preferred Stock shall be entitled to receive, when and as declared by the Board of Directors of the Corporation, in its sole discretion, payable to the holders of the Common Stock out of any assets of the Corporation available for dividends pursuant to the laws of the State of North Carolina at the same rate as such dividends are paid to the holders of the Common Stock.

- Liquidation Preference.: Upon a voluntary or involuntary liquidation, dissolution or winding up of the Corporation (a "Liquidation"), before any distribution of assets shall be made to the holders of Common Stock or any junior stock, the holder of each share of Series C Preferred Stock then outstanding shall not be entitled to be paid out of the assets of the Corporation available for distribution to its shareholders any amount per share in preference to the holders of the Common Stock.

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.

None

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

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

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

Shares Outstanding Opening Balance:

Date 6.30.20

Common: 6,166,091,143

Preferred:

202,470

*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.
<u>3/05/2019</u>	<u>New</u>	<u>2,000,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>Haining Zhang</u>	<u>Service – New Management</u>	<u>RES-IL</u>	<u>144</u>
<u>3/07/2019</u>	<u>New</u>	<u>125,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>Jiali Wu</u>	<u>Service – Consulting</u>	<u>RES-IL</u>	<u>144</u>
<u>3/07/2019</u>	<u>New</u>	<u>125,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>Angela Collette</u>	<u>Service – Consulting</u>	<u>RES-IL</u>	<u>144</u>
<u>3/07/2019</u>	<u>New</u>	<u>125,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>China Venture Partners</u> <u>Harry Zhang</u>	<u>Service – Consulting</u>	<u>RES-IL</u>	<u>144</u>
<u>3/07/2019</u>	<u>New</u>	<u>35,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>Patrick Giordano</u>	<u>Service – Consulting</u>	<u>RES-IL</u>	<u>144</u>
<u>06/15/2019</u>	<u>New</u>	<u>1,950,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>Haining Zhang</u>	<u>Service – New Management</u>	<u>RES-IL</u>	<u>144</u>
<u>06/15/2019</u>	<u>New</u>	<u>250,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>Angela Collette</u>	<u>Service – Consulting</u>	<u>RES-IL</u>	<u>144</u>
<u>12/15/2021</u>	<u>New</u>	<u>1,641,400,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>David Mui</u>	<u>Debt Conversion</u>	<u>RES-IL</u>	<u>144</u>
<u>04/01/2022</u>	<u>New</u>	<u>2,250,000,000</u>	<u>Common</u>	<u>0.00001</u>	<u>No</u>	<u>David Mui</u>	<u>Debt Conversion</u>	<u>RES-IL</u>	<u>144</u>
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date <u>6.30.24</u> Common: <u>10,057,491,143</u> Preferred: <u>202,470</u>									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

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

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

B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

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

4) Issuer's Business, Products and Services

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

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

On-line e-commerce and off-line commerce.

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

None

- C. Describe the issuers' principal products or services.

High quality products and services and promotion and marketing services.

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.

None

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

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

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>David Mui</u>	<u>Chairman and CEO</u>	<u>Hong Kong, China</u>	<u>6,376,400,000</u>	<u>Common</u>	<u>63.4%</u>	<u>Not applicable</u>
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

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

7) Legal/Disciplinary History

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

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. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	<u>Steven Schuster</u>
Firm:	<u>McLaughlin & Stern LLP</u>
Address 1:	<u>260 Madison Avenue, New York, New York 10016</u>
Address 2:	<u></u>
Phone:	<u>(212) 448 6216</u>
Email:	<u>sschuster@mclaughlinstern.com</u>

Accountant or Auditor

Name:	<u></u>
Firm:	<u></u>
Address 1:	<u></u>
Address 2:	<u></u>
Phone:	<u></u>
Email:	<u></u>

Investor Relations

Name:	<u></u>
Firm:	<u></u>
Address 1:	<u></u>
Address 2:	<u></u>
Phone:	<u></u>
Email:	<u></u>

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other]: _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

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

Name: David Mui
Title: Chairman and CEO
Relationship to Issuer: Sole Director and 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):

Name: David Mui
Title: Chairman and CEO
Relationship to Issuer: Sole Director and Officer

Describe the qualifications of the person or persons who prepared the financial statements:⁵ 30 years' experience in corporate finance and business administration and possess a Master of Business Administration.

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:

⁵ 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.

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

10) Issuer Certification

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, David Mu certify that:

1. I have reviewed this Disclosure Statement for Silverton Adventures, 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.

7.23.2024 [Date]

/s/David Mui [CEO's Signature]

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

Principal Financial Officer:

I, David Mui certify that:

1. I have reviewed this Disclosure Statement for Silverton Adventures, 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.

7.23.2024 [Date]

/s/David Mui [CFO's Signature]

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

Silverton Adventures, Inc
BALANCE SHEETS
(Unaudited)

	<u>June 30 2024</u>	<u>June 30 2023</u>
ASSETS		
Other Current Assets		
Inventory	\$ 112,840.00	\$ 112,840.00
Prepayment	\$ 82,500.00	\$ 125,000.00
Total Current Assets	<u>195,340.00</u>	<u>237,840.00</u>
 TOTAL ASSETS	 <u><u>\$ 195,340.00</u></u>	 <u><u>\$ 237,840.00</u></u>
 LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
LIABILITIES		
Current Liabilities		
Accruals	\$ 13,833.89	\$ 16,244.89
Due to related parties	<u>553,548.51</u>	<u>421,701.81</u>
Total Current Liabilities	<u>567,382.40</u>	<u>437,946.70</u>
 STOCKHOLDERS' EQUITY (DEFICIT)		
Common stock	\$ 100,575.00	\$ 100,575.00
Additional Paid in Capital	2,837,400.00	2,837,400.00
Preferred Stock	102.00	102.00
Accumulated deficit	<u>(3,310,119.40)</u>	<u>(3,138,183.70)</u>
Total Stockholders' Equity (Deficit)	<u>(372,042.40)</u>	<u>(200,106.70)</u>
 TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	 <u><u>\$ 195,340.00</u></u>	 <u><u>\$ 237,840.00</u></u>

Silverton Adventures, Inc
STATEMENT OF OPERATIONS
(Unaudited)

For the Twelve months ended June 30

	<u>2024</u>	<u>2023</u>
Revenue		
Promotion and Marketing Income	\$ 61,538.44	\$ 69,230.79
Total Revenue	<u>61,538.44</u>	<u>69,230.79</u>
Expenses		
Business License fees	204.00	-
Computer and Internet expenses	1,535.64	3,368.97
Dues and Subscriptions	7,440.00	7,160.00
Office Supplier	-	44.87
Administration Expense	218,542.36	171,053.07
Payroll Expenses	-	-
Telephone Expense	128.21	323.59
Professional fees	5,623.93	4,837.12
Total Operating Expenses	<u>233,474.14</u>	<u>186,787.62</u>
Loss from Operations	(171,935.70)	(117,556.83)
Net Income (Loss)	<u><u>\$ (171,935.70)</u></u>	<u><u>\$ (117,556.83)</u></u>

Silverton Adventures, Inc
STATEMENT OF CASH FLOWS
(Unaudited)

	For the Twelve months ended June 30,	
	2024	2023
Cash Flow from Operating Activities		
Net income (Loss)	\$ (171,935.70)	\$ (117,556.83)
Adjustments to reconcile net loss to net cash used in operating activities:		
Increase (Decrease) in operating assets and liabilities:		
Increase (Decrease) in Inventory	0.00	(112,840.00)
Increase (Decrease) in Prepayment	42,500.00	(125,000.00)
Increase (Decrease) in accrual	(2,411.00)	1,753.00
Net Cash Used in Operating Activities	(131,846.70)	(353,643.83)
 Cash Flows from Financing Activities		
Proceeds from related parties	131,846.70	353,643.83
Common shares	-	-
Net Cash Provided by Financing Activities	131,846.70	353,643.83
 Net increase (decrease) in cash, cash equivalents, and restricted cash	-	-
Cash, cash equivalents, and restricted cash at beginning of period	-	-
Cash, cash equivalents, and restricted cash at end of period	\$ -	\$ -

Silverton Adventures, Inc
STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIT)
(Unaudited)

Twelve-Month Period Ended June 30, 2023

	Common Stock		Preferred Stock A		Preferred Stock B		Preferred Stock C		Add'l Paid	Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	in Capital	Deficit	Equity/(Deficit)
Balance at June 30, 2022	10,057,591,143	\$ 100,575	82,000	\$ 82	-	-	20,000	\$ 20.00	2,837,400	\$ (3,020,627)	\$ (82,550)
Net Gain/(Loss) for the twelve months ended June 30, 2023	-	-	-	-	-	-	-	-	-	(117,557)	\$ (117,557)
Balance at June 30, 2023	<u>10,057,591,143</u>	<u>\$ 100,575</u>	<u>82,000</u>	<u>\$ 82</u>	<u>-</u>	<u>-</u>	<u>20,000</u>	<u>\$ 20</u>	<u>2,837,400</u>	<u>\$ (3,138,184)</u>	<u>\$ (200,107)</u>

Twelve-Month Period Ended June 30, 2024

Balance at June 30, 2023	10,057,591,143	\$ 100,575	82,000	\$ 82	-	-	20,000	\$ 20.00	2,837,400	\$ (3,138,184)	\$ (200,107)
Net Gain/(Loss) for the twelve months ended June 30, 2024	-	-	-	-	-	-	-	-	-	(171,935)	(171,935)
Balance at June 30, 2024	<u>10,057,591,143</u>	<u>\$ 100,575</u>	<u>82,000</u>	<u>\$ 82</u>	<u>-</u>	<u>\$ -</u>	<u>20,000</u>	<u>\$ 20</u>	<u>2,837,400</u>	<u>\$ (3,310,119)</u>	<u>\$ (372,042)</u>

Silverton Adventures, Inc.

NOTES TO UNAUDITED

CONSOLIDATED FINANCIAL

STATEMENTS

For The Period Ended June 30, 2024

Item 1 THE COMPANY AND THE SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The unaudited consolidated financial statements of the Company have been prepared in accordance with the U.S. Generally Accepted Accounting Principles ("U.S. GAAP").

Fiscal Year-End

The Company has selected June 30 as its fiscal year-end.

Revenue Recognition

The Company applies ASC 606 - Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue from the commercial sales of products by applying the following steps: (1) identify the contract with a customer; (2) identify the performance obligations in the contract; (3) determine the transaction price; (4) allocate the transaction price to each performance obligation in the contract; and (5) recognize revenue when each performance obligation is satisfied.

The Company recognizes revenue when the earnings process is complete and persuasive evidence of an arrangement exists. This generally occurs when a purchased product has been shipped to a customer from our fulfillment center at which time both title and the risks and rewards of ownership are transferred to and accepted by the customer, and the selling price has been collected.

Inventory

Inventories, which consist of finished, saleable goods, are stated at the lower of cost or market value. Cost is determined using the first-in, first-out method and is adjusted to actual cost quarterly based on a physical count. Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses. We do not presently hold work-in-progress inventory or replacement parts on hand.

Item 2 STOCKHOLDERS EQUITY

As of June 30, 2024, and June 30, 2023, the Issuer's outstanding and authorized common shares and shareholders were approximately as follows:

- (i) June 30, 2024
- (ii) 200,000,000,000 shares of common stock authorized
- (iii) 10,057,491,143 shares of common stock outstanding
- (iv) 1,554,558,143 common shares were free trading;
- (v) 110 shareholders of record

- (i) June 30, 2023
- (ii) 200,000,000,000 shares of common stock authorized
- (iii) 10,057,491,143 shares of common stock outstanding
- (iv) 1,554,558,143 common shares were free trading;
- (v) 102 shareholders of record

Item 3 Cash and Cash Equivalents.

There has been no change in our cash or cash equivalents

Item 4 Management's Discussion and Analysis or Plan of Operation.

Management's Discussion and Analysis of Financial Condition and Results of Operations, which we refer to as MD&A, is intended to help readers understand Silverton Adventures, Inc., our operations and our present business environment. MD&A is provided as a supplement to, and should be read in conjunction with, our financial statements and the accompanying notes for the period ended June 30, 2024.

Business Overview

Silverton Adventures, Inc. is engaged in the business of on-line e-commerce and off-line commerce, promotion and marketing services business.

The Company is able to launch both online e-commerce and offline commerce together with providing promotion and marketing advisory activities using "ecFish" brand, website and its social media and offline special events such as design seasonal promotions campaigns during sales seasons and other special occasions. The business is based in Hong Kong with a geographic advantage of future expansion to South East Asia and Mainland China especially the Great Delta Bay region.

Item 5 Legal Proceedings.

None

Item 6 Defaults on Senior Securities.

None.

Item 7 Other Information.

None