

WayPoint Biomedical Holdings, Inc.

Amendment to Annual Report - Amended for 12/31/2024 originally published through the OTC Disclosure & News Service on [10/29/2025](#)

Explanatory Note:

This is an amended Annual Report based on previous feedback.

***This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

**WAYPOINT BIOMEDICAL HOLDINGS, INC.
CONDENSED CONSOLIDATED BALANCE
SHEETS (UNAUDITED)**

For Period Ending December 31,

| | 2024 | 2023 |
|--|---------------------|---------------------|
| ASSETS | | |
| Current Assets | | |
| Cash | \$0.00 | \$0.00 |
| Prepaid expenses | \$0.00 | \$0.00 |
| TOTAL ASSETS | \$0.00 | \$0.00 |
| LIABILITIES & EQUITY | | |
| Liabilities | | |
| Current Liabilities | | |
| IT Services | \$0.00 | \$0.00 |
| Related Payable Party | \$0.00 | \$0.00 |
| Total Current Liabilities | \$0.00 | \$0.00 |
| Long Term Liabilities | | |
| Liabilities – Legacy Operations | \$717,189 | \$772,792 |
| Total Long Term Liabilities | \$717,189 | \$772,792 |
| Stockholders' deficit: | | |
| Preferred stock, \$.001 par value, 5 shares authorized, issued and outstanding. | \$55,603 | \$55,603 |
| Common Stock, \$0.001 par value, 100,000,000 shares authorized, 18,369,503 and 55,602,852, issued and outstanding as at September 30, 2022 and December 31, 2024 respectively. | \$0.00 | \$0.00 |
| Additional Paid-in Capital | \$0.00 | \$0.00 |
| Accumulated Deficits | \$ (772,792) | \$ (828,395) |
| Total Equity | \$ (717,189) | \$ (772,792) |
| TOTAL LIABILITIES & EQUITY | \$0.00 | \$0.00 |

The accompanying notes are an integral part of these financial statements.

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WAYPOINT BIOMEDICAL HOLDINGS, INC.
CONDENSED CONSOLIDATED BALANCE
SHEETS (UNAUDITED)

For Period Ending December 31,

| | 2024 | 2023 |
|--|-------------|-------------|
| Ordinary Income/Expense | | |
| Revenue | | |
| Sales | \$ 0.00 | \$ 0.00 |
| Cost Of Goods | \$ 0.00 | \$ 0.00 |
| Gross Profit | \$ 0.00 | \$ 0.00 |
| Operating Expenses | | |
| Automobile Expenses | \$ 0.00 | \$ 0.00 |
| Cable & Internet | \$ 0.00 | \$ 0.00 |
| Occupancy & Equipment | \$ 0.00 | \$ 0.00 |
| Office Supplies | \$ 0.00 | \$ 0.00 |
| Telephone Expenses | \$ 0.00 | \$ 0.00 |
| Travel Expense | \$ 0.00 | \$ 0.00 |
| IT Services | \$ 0.00 | \$ 0.00 |
| Total Operating Expenses | \$ 0.00 | \$ 0.00 |
| Operating Loss | \$ 0.00 | \$ 0.00 |
| Other Income | | |
| Interest Income | \$ 0.00 | \$ 0.00 |
| Interest Expense | \$ 0.00 | \$ 0.00 |
| Income From Stock Transactions | \$ 0.00 | \$ 0.00 |
| Total Other Income (Expense) | \$ 0.00 | \$ 0.00 |
| Net Income | | |
| Adjustments | | |
| Net Comprehensive Loss | \$ 0.00 | \$ 0.00 |
| Basic & Diluted Loss Per Share | | |
| Net Loss per common share – basic & diluted | \$ (0.000) | \$ (0.000) |
| Weighted Average Common Shares Outstanding | | |
| Basic | 55,602,852 | 55,602,852 |

The accompanying notes are an integral part of these financial statements.

**WAYPOINT BIOMEDICAL HOLDINGS, INC. CONDENSED CONSOLIDATED
STATEMENTS OF OPERATIONS
(UNAUDITED)**

For the period ended December 31, 2024

WAYPOINT BIOMEDICAL HOLDINGS, INC.

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT (UNAUDITED)

| | Preferred Stock | | Common Stock | | Additional Paid-In Capital | Accumulated Deficit | Total Stockholders' Equity (Deficit) |
|--|----------------------------|--------|-------------------------|----------|---|--------------------------------|---|
| | # of Shares | Amount | # of Shares | Amount | | | |
| Balance – September 30, 2022 (carried forward) | — | — | 18,369,503 | \$18,370 | \$843,626 | \$(863,812) | \$(1,816) |
| Share issuance and reinstatement adjustments (Oct 1 2022 – Dec 31 2023) | — | — | 37,233,349 | \$37,233 | \$0.00 | \$(865,628) | \$(828,395) |
| Balance – December 31, 2023 | — | — | 55,602,852 | \$55,603 | \$0.00 | \$(828,395) | \$(772,792) |
| Net Income (Loss), 2024 (unverified carry-forward) | — | — | 0.00 | \$0.00 | \$0.00 | \$(772,792) | \$(772,792) |
| Balance – December 31, 2024 | — | — | 55,602,852 | \$55,603 | \$0.00 | \$(772,792) | \$(717,189) |

The accompanying notes are an integral part of these financial statements.

WAYPOINT BIOMEDICAL HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF CASH
FLows (UNAUDITED)

For the Period Ended December 31,

| | 2024 | 2023 |
|--|--------|--------|
| Cash Flows from Operating Activities: | | |
| Net income(loss) | \$0.00 | \$0.00 |
| Adjustments to reconcile net income(loss) to net cash used in operating activities | | |
| Depreciation and amortization | | - |
| Related Party Discounts | | - |
| Stock-based transaction expense | | - |
| Loss on disposed fixed assets | | - |
| Discontinued operations Changes in operating assets and liabilities | | - |
| Net Cash Used In Operating Activiti | 0.00 | 0.00 |

| | | |
|-------------------------------------|---|---|
| | - | - |
| Purchases of property and equipment | - | - |
| Acquisition of assets | - | - |

| | | |
|---|---------|------|
| Net Cash Provided By Investing Activities | - | - |
| Cash Flows from Financing Activities: | | |
| Proceeds from issuance of common stock | | - |
| Proceeds from issuance of warrants | | - |
| Proceeds from issuance of beneficial conversion feature | | - |
| Proceeds from issuance of long-term debt | | - |
| Payment of debt issuance costs | | - |
| Payment of fractional shares | | - |
| Proceeds from note payables | | |
| Net Cash Provided By Financing Activities | | |
| Foreign Currency Translation | | |
| Net Change in Cash | | - |
| Cash and Cash Equivalents - Beginning of Year | \$ 0.00 | 0.00 |
| Cash and Cash Equivalents – End of Year | \$ 0.00 | 0.00 |

The accompanying notes are an integral part of these financial statements.

Note 1 – Basis of Presentation and Change in Control

These unaudited financial statements of *Waypoint Biomedical Holdings, Inc.* (the “Company”) are presented for informational purposes only and reflect management’s good-faith reconstruction of available financial information following a judicially supervised change in control under Nevada Revised Statutes §78.347.

On April 29, 2025, new management assumed control of the Company pursuant to a Nevada court order appointing John Richer as Custodian for the purpose of reinstating corporate status and protecting the interests of shareholders. The custodian’s authority and obligations are limited to restoring compliance, reconstituting records, and maintaining the Company’s good standing with the Nevada Secretary of State. The Company’s books and records predating the custodianship were not delivered to current management, and no representations can be made as to the completeness or accuracy of historical data. Accordingly, balances as of September 30, 2022, have been carried forward solely to maintain continuity in reporting. These balances are not re-audited, re-stated, or re-certified, and should not be interpreted as reflecting ongoing operations.

All current figures are based on verifiable transactions supported by documentation obtained by management after the reinstatement. No warranties, express or implied, are made regarding prior management’s actions or financial reporting.

Note 2 – Limitation of Liability and Management Representation

These financial statements are prepared under the custodianship of John Richer solely in his official capacity as court-appointed custodian and officer of the Company. They are presented on a non-audited, informational basis and should not be construed as formal filings under the Securities Exchange Act of 1934 or as audited financials under U.S. GAAP.

Neither the Company nor its current management assumes responsibility for financial activities, obligations, or representations made by any prior officers, directors, or affiliates before the date of court appointment. All actions taken since that date have been executed in good faith and with the limited intent of reinstating the entity and preserving shareholder value.

These statements do not waive, admit, or create liability with respect to any pre-existing claims, contracts, or representations and shall not be relied upon for any purpose other than compliance with reinstatement and disclosure requirements.

Note 3 – Opening Balance Sheet Realignment

As of December 31, 2023, the Company lacked verifiable historical accounting records due to a court-supervised change in control. To preserve continuity and align with GAAP requirements, the Company recorded a balancing long-term liability of \$772,792 under “Liabilities – Legacy Operations.” This amount reflects the estimated impact of reinstatement-related obligations and historical unknown liabilities accrued prior to custodianship. The amount was used to reconcile the historical accumulated deficit and ensure the balance sheet reflects $\text{Assets} = \text{Liabilities} + \text{Equity}$.