

American Premium Water Corporation

Amendment to [Annual Report](#) - Amended for 12/31/2024 originally published through the OTC Disclosure & News Service on 07/06/2025

Explanatory Note:

Amended to reflect 3A and new form requirements

***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.*

American Premium Water Corporation
4800 Montgomery Lane, Suite 210, Bethesda, MD 20814
(815) 878-4674
www.newelectriccv.com
info@newelectriccv.com

Annual Report for Period Ending 12/31/2024
Amended

Outstanding Shares

Common Stock Outstanding: 64,396,184,690 as of 12/31/24
Common Stock Outstanding: 43,465,314,291 as of 12/31/23

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 Control⁵ of the company has occurred during this reporting period:

Yes: No:

⁵ "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.

Current Name: American Premium Water Corporation

Predecessor Names and Dates:

04/15/2022 – American Premium Water Corp.

07/06/2022 – American Premium Mining Corporation

10/27/2022 – American Wealth Mining Corporation

12/08/2022 – American Premium Mining Corporation

03/06/2023 – New Electric CV Corporation

05/09/2024 – American Premium Water Corporation

08/22/2025 – HIPH World Inc.

Current State and Date of Incorporation or Registration: Nevada 1998

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

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

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

Since its inception, American Premium Water Corporation has not been subject to any formal trading suspension or halt orders issued by the SEC or FINRA. However, following a change in control on May 14, 2024, the company was assigned a Caveat Emptor designation by OTC Markets Group. This designation effectively halted public trading as a precautionary measure pending the completion and approval of updated corporate compliance documentation. The company is actively working with OTC Markets to satisfy all requirements and remove the designation.

List any company name change, 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: 4800 Montgomery Lane, Suite 210, Bethesda, MD 20814

Address of the issuer's principal place of business:

x *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: VStock Transfer, LLC

Phone: (212) 828-8436
 Email: info@vstocktransfer.com
 Address: 18 Lafayette Pl, #2
 Woodmere, NY 11598

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: HIPH
 Exact title and class of securities outstanding: Common
 CUSIP: 029098209
 Par or stated value: \$.0001
 Total shares authorized: 500,000,000,000 as of date: 12/31/24
 Total shares outstanding: 64,396,184,690 as of date: 12/31/24
 Total number of shareholders of record: 200 as of date: 12/31/24

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: Series A Preferred
 Par or stated value: \$.001
 Total shares authorized: 25,000,000 as of date: 12/31/24
 Total shares outstanding: 1,548,885 as of date: 12/31/24
 Total number of shareholders of record: 45 as of date: 12/31/24

Name	Number of Shares	Date	%
Ryan Fishoff	700,000	March 3rd, 2021	45.19%
Samuel Culbreth	100,000	August 27th, 2017	6.46%
Rene Acker	77,400	July 17th, 2017	5.00%
JS Holdings	75,000	January 2nd, 2019	4.84%
Lorena Moreno	58,200	April 4th, 2017	3.76%
James Cook	51,000	May 15th, 2015	3.29%
Stewardship LLC	50,000	November 2nd, 2017	3.23%
Jeff Rice	45,000	January 2nd, 2019	2.91%
Zack Davis	38,200	December 10th, 2017	2.47%
Daniel Blum	30,000	January 4th, 2020	1.94%
Mayfair Partners	27,500	September 28th, 2020	1.78%
Fidelity Investment	25,000	January 4th, 2020	1.61%
Photios Kyriakoudis	25,000	January 2nd, 2019	1.61%
Campbell McCauly/Canyon Create	25,000	October 18th, 2018	1.61%
Jimmie Carter	25,000	August 25th, 2015	1.61%

J.P Carey Enterprises, Inc	25,000	June 27th, 2018	1.61%
Anvil Financial Management	25,000	June 27th, 2018	1.61%
Al Culbreth	20,000	July 1st, 2019	1.29%
Shores Securities	20,000	November 5th, 2018	1.29%
OMQI	20,000	April 10th, 2015	1.29%
Yvonne Clark	6,000	June 16th, 2018	0.39%
Michael James Anderson	10,200	February 19th, 2016	0.66%
David Schectman	10,000	October 15th, 2017	0.65%
John DeMarco	10,000	June 28th, 2019	0.65%
Pamela Spivey	10,000	April 21st, 2016	0.65%
Nick Havas	10,000	July 19th 2015	0.65%
Whitehorn World	5,000	May 23rd, 2017	0.32%
Corbin Ardoin	5,000	February 19th, 2016	0.32%
Erike Mathre	4,000	February 26th, 2016	0.26%
Yarnis Nunez	2,800	July 27th, 2017	0.18%
Daniel Ritt	2,500	August 5th, 2015	0.16%
MAMB	2,500	August 27th, 2017	0.16%
Trava LLC	2,090	March 29th, 2019	0.13%
Alphy Christopher Hoffman	2,000	December 18th, 2016	0.13%
Patrick Tuttle	1,000	March 23rd, 2017	0.06%
Peter Vallari	700	February 24th, 2017	0.05%
James Nye	645	April 21st, 2016	0.04%
New Paradigm Marketing	500	March 23rd, 2017	0.03%
Garret Orourke	400	July 17th, 2017	0.03%
Edward Lemanaski	300	July 16th, 2015	0.02%
Armin Klatt	300	May 2nd, 2016	0.02%
Jerry Pursell	200	April 6th, 2016	0.01%
Edward Jaynes	200	February 3rd, 2016	0.01%
Don Sorrells	200	March 11th, 2016	0.01%
Quintus McDonald	50	May 8th, 2016	0.00%
Total	1,548,885		

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:

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

Security Description:

For common equity, describe any dividend, voting and preemption rights.

Common stocks has 1 voting rights each

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

Series A preferred stock has voting rights on a one-for-one hundred (1:100) basis

1. **Dividends:** The holders of Series A Preferred Stock shall be entitled to receive dividends at a rate of twelve percent (12%) of the original purchase price per annum, payable when, as and if declared by and at the discretion of the Board of Directors.
2. **Liquidation Preference:** In the event of any liquidation, dissolution, or winding up of the Corporation, either voluntary or involuntary, distribution to the shareholders of the Corporation shall be made in the following manner:
 1. The holders of the Series A Preferred Stock shall be entitled to receive, in preference to the Common Stock (the "Common"), an amount payable in cash equal to the original purchase price for the Series A Preferred Stock plus declared and unpaid dividends (the "Liquidation Preference"). After the payment of the Liquidation Preference to the holders of the Series A Preferred Stock, the remaining assets shall be distributed ratably to the holders of the Common and the Series A Preferred Stock (assuming the conversion of all Preferred Stock).
 2. A merger, reorganization or other acquisition-type transaction in which control of the Corporation or all or substantially all of its assets is transferred will be treated by holders of the Series A Preferred as a liquidation.
 3. Notwithstanding the above, the Corporation may, at any time, out of funds legally available therefor, repurchase shares of Common Stock of the Corporation issued to or held by employees, officers, directors, or consultants of the Corporation or its subsidiaries upon termination of their employment or services, pursuant to any agreement providing for such right of repurchase.
3. **Conversion:** Series A Preferred Stock shall be convertible (a) until not later than the close of business on the fifth (5th) business day prior to the date fixed for redemption in any notice of redemption, at the option of the holder thereof; (b) at any time after the date of issuance of such shares, at the office of the Corporation or any transfer agent for such shares, into the aggregate of fifty-one percent (51%) of the Common Stock of the Corporation outstanding on the date of conversion.
 1. **Mechanics of Conversion.** Before any holder of Series A Preferred Stock shall be entitled to convert the same into full shares of Common Stock, the holder of Series A Preferred Stock shall surrender the certificate or certificates thereof, fully endorsed, at the office of the Corporation or any transfer agent of such Series A Preferred Stock, and shall give written notice to the Corporation at such office that the Holder elects to convert the same and shall state therein the Holder's name or the name or names of the Holder's nominees in which the holder wishes the certificate or certificates for shares of Common Stock to be issued. The Corporation shall, as soon as practicable thereafter, issue and deliver at such office to such holder or to the holder's nominee or nominees, a Common Stock to which the holder shall be entitled as aforesaid. Conversion shall be deemed to have occurred immediately prior to the close of business on the date such surrender of the shares of Series A Preferred Stock to be converted, and the person or persons entitled to receive the shares of Common Stock issuable upon such conversion shall be treated for all purposes as the record holder or holders of such shares of Common Stock on such date. Upon any conversion, accrued and unpaid interest on the Series A Preferred Stock shall be disregarded and not paid.

2. **Conversion into Common Stock.** The number of shares of Common Stock into which each share of Series A Preferred Stock may be converted is on the basis of one (1) share of Series A Preferred Stock convertible into one hundred (100) shares of Common Stock.
3. **Anti-dilution Provisions.** No adjustment for stock splits, stock dividends, recapitalization, and the like are authorized. The conversion price will be adjusted on a weighted average basis (based on all outstanding shares of Series A Preferred and Common Stock) for issuances of additional equity securities at a purchase price below the then-effective conversion price (subject to standard exceptions).
4. **Voting Rights.** Series A Preferred Stock shall be entitled to notice of any shareholders' meeting. Except as otherwise provided or required by law, the holders of the Series A Preferred Stock shall be entitled to vote with the holders of the Corporation's Common Stock at any annual or special meeting or vote of the stockholders of the Corporation. The Series A Preferred Stock shall have voting rights of the Corporation's outstanding Common Stock on an as-converted basis. The Corporation shall not, without the written consent or affirmative vote of the ownership of Series A Preferred Stock has at least fifty-one percent (51%) of the then-outstanding capital stock of the Corporation, materially amend or waive any provision of its Articles of Incorporation in any manner whatsoever, including but not limited to, interference with the Company's capacity to receive funds from the sales of products, to issue communications with Shareholders or new releases, any violations of any state or federal securities laws, or any action, which could cause the bankruptcy, dissolution, or other termination of the Corporation or interruption with the conduct of business of the Company.
4. **Certain Adjustments:** If the Corporation, at any time while the Series A Preferred Stock is outstanding, (A) shall pay a stock dividend or otherwise make a distribution of shares on its Common Stock or any other equity or equity equivalent securities payable in shares of Common Stock; (B) adjusts the outstanding shares of Common Stock into a larger number of shares; (C) combines (including by way of reverse stock split) outstanding shares of Common Stock into a smaller number of shares; (D) reverse splits the shares of Common Stock; or (E) issues by reclassification of shares of the Common Stock any shares of capital stock for the corporation, the certificate shall be non-dilutive with respect to any corporation transaction or action, including, but not limited to reverse splits, stock dividends, the issuance of new shares of Common Stock for cash or cashless warrants or options by any corporate transaction being a merger, consolidation, purchase of assets, the purchase or sale of all or substantially all of the Company's business and shall at all times be convertible into 51% of the Common Stock of the Corporation outstanding at the time of conversion.
5. **Conversion rights:** The Number of Common Stock in which each share of Series A Preferred Stock may be converted is on the basis of one (1) share of Series A Preferred Stock convertible into one hundred (100) shares of Common Stock. Nevada law, specifically, NRS 78.320 stipulates that, unless otherwise provided by law, the articles of incorporation, or the bylaws, any corporate action requires the affirmative vote of the majority of shares entitled to vote on that matter and represented either in person or by proxy at a meeting where a quorum is present. This means that if a majority shareholder is present or represented at such a meeting, they can effectively approve corporate actions. Additionally, NRS 78.390 addresses amendments to the articles of incorporation after stock has been issued. It requires that such amendments be approved by a majority of the voting power of the corporation, unless the articles specify a different requirement. This provision allows a majority shareholder to effect changes to the articles of incorporation, provided they meet the specified voting thresholds.

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:			*Right-click the rows below and select "Insert" to add rows as needed.						
Date	Common:	Preferred:							
1/1/24	64,396,184,690	1,548,885							
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.
02/08/23	New Issuance	2,000,000.00	Common	Par	No	Chan Heng Fai	Warrants Exercised	Restricted	_____
02/15/23	New Issuance	16,886,666.667	Common	Par	No	Chan Heng Fai	Stock Conversion	Restricted	_____
Shares Outstanding on Date of This Report:									
Date	Common:	Preferred:							
12/31/24	64,396,184,690	1,548,885							

Example: A company with a fiscal year end of December 31st 2024, 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, 2023 through December 31, 2024 pursuant to the tabular format above.

Any additional material details, including footnotes to the table are below:

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

NOTE REGARDING HISTORICAL DEBT WRITE-OFFS AND BOARD RESOLUTION

On May 27, 2025, the Board of Directors of American Premium Water Corporation formally adopted a resolution authorizing the write-off of certain historical debt obligations determined to be unverified, undocumented, or no longer enforceable. This action followed a comprehensive reconciliation process performed by Company management and legal advisors. The review identified legacy convertible notes and accounts payable entries for which no supporting agreements, payment history, or ledger activity could be found for multiple fiscal years.

This action reflects the Company's commitment to accurate reporting and responsible corporate governance. The Board also authorized Company officers to refer any disputed claims to legal counsel for final resolution and ensured the resolution was entered into the official corporate records.

The Company conducted appropriate due diligence in arriving at this decision, including third-party verification attempts, legal review, and compliance reconciliation. The write-offs have been reflected accordingly in the Company's financial records and this report to maintain transparency with shareholders and regulators.

Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

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	Reason for Issuance (e.g. Loan, Services, etc.)
11/29/2017	0	75,000	0	11/20/2018	50% of lowest trading price for the last 20 days	Greentree Financial Group, Inc. - Chris Cottone	Services
12/14/2017	180,000	180,000	126,250	12/14/2018	50% of lowest trading price for the last 20 days	The Brewer Group - Jack Brewer	Services
1/30/2019	0	200,000	47,283	1/30/2020	Converts at \$.40 per share	RB Capital - Brett Rosen	Promissory Note
9/18/2018	0	50,000	0	Upon Demand	The lower of \$.005 per share or 50% of lowest trading price for the last 20 days	A&R Opportunity Fund, LLC Alan Thomas	Loan
4/15/2019	0	50,000	10,126	4/14/2020	Converts at \$.40 per share	RB Capital - Brett Rosen	Promissory Note
5/2/2019	0	25,000	4,923	5/1/2020	Converts at \$.40 per share Converts at \$.40 per share	RB Capital - Brett Rosen	Promissory Note
5/21/2019	0	25,000	4,767	5/20/2020		RB Capital - Brett Rosen	Promissory Note

6/03/2019	0	35,000	0	Upon Demand	The lower of \$.001 per share or lowest trading price for the last 20 days	A&R Opportunity Fund, LLC Alan Thomas	Advisory Agreement
7/03/2019	0	35,000	0	Upon Demand	The lower of \$.001 per share or lowest trading price for the last 20 days	A&R Opportunity Fund, LLC Alan Thomas	Advisory Agreement
8/03/2019	0	35,000	0	Upon Demand	The lower of \$.001 per share or lowest trading price for the last 20 days	A&R Opportunity Fund, LLC Alan Thomas	Advisory Agreement
9/3/2019	0	25,000	3,180	9/2/2020	Converts at \$.40 per share	RB Capital - Brett Rosen	Promissory Note
11/1/2019	0	0	0	10/31/2020	50% of lowest trading price for the last 20 days	A&R Opportunity Fund, LLC Alan Thomas	Promissory Note
12/3/2019	0	25,000	3,041	12/2/2020	Converts at \$.05 per share	RB Capital - Brett Rosen	Promissory Note
1/10/2020	0	75,000	7,192	1/9/2021	Converts at \$.04 per share	RB Capital - Brett Rosen	Promissory Note
1/31/2020	0	100,000	9,069	1/30/2021	Converts at \$.03 per share	RB Capital - Brett Rosen	Promissory Note
2/14/2020	0	100,000	8,630	2/13/2021	Converts at \$.03 per share	RB Capital - Brett Rosen	Promissory Note
2/24/2020	0	25,000	2,089	2/23/2021	Converts at \$.03 per share	RB Capital - Brett Rosen	Promissory Note
4/6/2022	415,000	850,000	0	10/06/2024	Last 10 days' average closing price on the market	RB Capital Partners -Brett Rosen	Promissory Note
12/17/2020	20,000	20,000	0	12/17/2021	50% of lowest trading price for the last 20 days	A&R Opportunity Fund, LLC – Alan Thomas	Promissory Note
2/8/2022	0	250,000	0	2/8/2025	Convertible at \$0.0001 per share	Chan Heng Fai	CONVERTIBLE PROMISSORY NOTE
9/2/2022	500,000	500,000	107,397	9/2/2027	Convertible at \$0.0001 per share	Chan Heng Fai	CONVERTIBLE PROMISSORY NOTE

6/1/2022	72,411.30	72,411.3	14,839	6/1/2024	Convertible at \$0.0001 per share	Chan Heng Fai	Credit Facility
10/26/2022	0	1,000,000.00	0	10/26/2025	Convertible at \$0.0001 per share	Chan Heng Fai	Callable Convertible Loan
3/14/23	500,000	2,000,000	23,425	3/14/25	Convertible at \$0.0001 per share	Chan Heng Fai	Convertible Promissory Note

Any additional material details, including footnotes to the table are below:

^INFORMATIONAL NOTE: For 1/30/2019, 4/15/2019, 5/2/2019, 5/21/2019, 9/3/2019, 12/3/2019, 1/10/2020, 1/31/2020, 2/14/2020, 2/24/2020, 4/6/2022 notes above referenced, the parties have resolved the indebtedness and are awaiting final resolution.

*****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: Per Rule 405 of the Securities Act of 1933 as amended ("the Securities Act"), Fai Chan is deemed an affiliate/control person by virtue of his collective ownership and control of BioHealth Water, Inc and American Pacific Bancorp which collectively owns more than 10% of American Premium Mining Corporation.

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")

American Premium Water Corporation is doing business as New Electric CV and is not producing revenue from operations but in planning stages to launch several initiatives in this sector.

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

CloudXChange DataCentre, Inc.

C. Describe the issuers' principal products or services.

America Premium Water intends to provide all-electric construction vehicles and all lawful business authorized by law.

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 5% Beneficial Owners 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>Melissa Sims</u>	<u>CEO/Director</u>	<u>1216 Elliott Lane Princeton, IL 61356</u>	<u>0</u>	<u>---</u>	<u>---</u>	<u>---</u>
<u>John "JT" Thatch</u>	<u>Director</u>	<u>3112 Masters Drive Clearwater, FL 33761</u>	<u>0</u>	<u>---</u>	<u>---</u>	<u>---</u>
<u>Teck Liang "Adam" Tan</u>	<u>Director</u>	<u>70B Telok Blangah Heights,#04- 517, Singapore102070</u>	<u>0</u>	<u>---</u>	<u>---</u>	<u>---</u>
<u>Chan Heng Fai Ambrose</u>	<u>Owner of more than 5%</u>	<u>9 Temasek Blvd #16- 04 Singapore 038989</u>	<u>62,066,095,707</u>	<u>Common</u>	<u>96.382%</u>	<u>---</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); No

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; No

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; No

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 No

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. No

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. No

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

American Premium Water Corp. was named as a Defendant along with prior officers and directors of American Premium Water Corp, namely Alfred Culbreth, Ryan Fishoff, Christian Stolz, Zachary Davis, Mark Gumbel and Lorena Moreno, for conspiracy to commit securities fraud, (Count 1), Securities Fraud (Counts 2-9) and Wire Fraud (Counts 10-13) in a cause filed in the Northern District of Ohio on 3/8/23, cause 23CR144, now pending, for activity in violation of Title 18, United States Code Section 981(a)(1)(C) and Title 28, USC 2461(c) for occurring between 2013 to 2019. None of the current officers, directors or control persons were named in the litigation and the allegations occurred well before any of the current officers, directors or control persons were affiliated with American Premium Water Corp. On May 15, 2025, the company entered into a Deferred Prosecution Agreement wherein the charges will be dismissed following the monitoring period. A copy is available on request

C. 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:	Sichenzia Ross Ference Carmel LLP
Address 1:	1185 Avenue of the Americas,
Address 2:	31st Floor
	New York, NY 10036
Phone:	+1 212-930-9700
Email:	info@srfc.law

Accountant or Auditor

Name:	Rongguo "Ronald" Wei
Firm:	Alset International
Address 1:	4800 Montgomery Lane, Suite 210
Address 2:	Bethesda, MD 20814
Phone:	301-971-3940
Email:	ronald@alsetinternational.com

Investor Relations

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

All other means of Investor Communication:

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

Other Service Providers

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

Name: _____
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: **Melissa Sims**
Title: CEO
Relationship to Issuer: CEO

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

IFRS
 U.S. GAAP

Name: Rongguo "Ronald" Wei
Title: CPA
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements:⁵ Rongguo Wei is a finance professional with more than 15 years of experience working in public and private corporations in the United States. As the Chief Financial Officer

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.

of SeD Development Management LLC, Mr. Wei is responsible for oversight of all finance, accounting, reporting and taxation activities for that company. Prior to joining SeD Development Management LLC in August 2016, Mr. Wei worked for several different U.S. multinational and private companies including serving as Controller at American Silk Mill, LLC, a textile manufacturing and distribution company, from August 2014 to July 2016, serving as a Senior Financial Analyst at Air Products & Chemicals, Inc., a manufacturing company, from January 2013 to June 2014, and serving as a Financial/Accounting Analyst at First Quality Enterprise, Inc., a personal products company, from 2011 to 2012. Mr. Wei served as a member of the Board Directors of Amaranthus Bioscience Holdings, Inc., a biotech company, from February to May 2017, and has served as Chief Financial Officer of that company from February 2017 until November 2017. Before Mr. Wei came to the United States, he worked as an equity analyst at Hong Yuan Securities, an investment bank in Beijing, China, concentrating on industrial and public company research and analysis. Mr. Wei is a certified public accountant and received his Master of Business Administration from the University of Maryland and a Master of Business Taxation from the University of Minnesota. Mr. Wei also holds a Master in Business degree from Tsinghua University and a Bachelor's degree from Beihang University.

Provide the following qualifying financial statements:

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

Financial Statement Requirements:

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

10) Issuer Certification

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, Melissa Sims certify that:

1. I have reviewed this Disclosure Statement for American Premium Water Corporation;
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.

12/3/25 [Date]

Melissa Sims [CEO's Signature]

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

Principal Financial Officer:

I, Adam Tan certify that:

1. I have reviewed this Disclosure Statement for American Premium Water Corporation;
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.

12/3/25 [Date]

Adam Tan [CFO's Signature]

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

American Premium Water Corporation
Consolidated Balance Sheets
(Unaudited)

	<u>December 31, 2024</u>	<u>December 31, 2023</u>
<u>ASSETS</u>		
Current Assets		
Cash	\$ 2,816	\$ 10,671
Accounts Receivable	55,462	54,656
Total Current Assets	<u>58,278</u>	<u>65,327</u>
Other Assets		
Property and equipment net of accumulated depreciation	88,946	126,932
Intangible assets, net of amortization	67,259	42,539
Investment	12,470,000	12,470,000
Total Other Assets	<u>12,626,205</u>	<u>12,639,471</u>
Total Assets	<u>\$ 12,684,483</u>	<u>\$ 12,704,798</u>
LIABILITIES AND STOCKHOLDERS' EQUITY/(DEFICIT)		
Current Liabilities		
Accounts Payable	\$ 161,662	\$ 116,529
Loan-related parties	1,629,446	1,419,263
Loan & Note Payable	463,466	455,444
Total Current Liabilities	<u>2,254,574</u>	<u>1,991,236</u>
Total Liabilities	<u>2,254,574</u>	<u>1,991,236</u>
Stockholders' Equity / (Deficit)		
Preferred A Stock, \$0.001 par value; 25,000,000 shares authorized, 1,548,885 issued and outstanding at December 31, 2024 and December 31, 2023	1,549	1,549
Common stock, \$0.0001 par value; 60,000,000,000 shares authorized, and 64,396,184,690 issued and outstanding at December 31, 2024 and December 31, 2023	6,439,619	6,439,619
Additional paid-in capital	116,211,125	116,211,125
Accumulated deficit	<u>(112,222,384)</u>	<u>(111,938,731)</u>
Total Stockholders' Equity / (Deficit)	<u>10,429,909</u>	<u>10,713,562</u>
Total Liabilities and Stockholders' Equity / (Deficit)	<u>\$ 12,684,483</u>	<u>\$ 12,704,798</u>

American Premium Water Corporation
Consolidated Statements of Cash Flows
For the Year Ended December 31, 2024 and 2023
(Unaudited)

	2024	2023
Cash Flows From Operating Activities:		
Net /(Loss) Income from operations	(283,653)	(577,281)
Depreciation	37,986	34,171
Changes in operating assets and liabilities:		
Increase/ (decrease) in accounts payable	45,133	28,094
Increase/ (decrease) in accrued interest	8,022	8,000
Increase/ (decrease) in other liabilities		(80,000)
Decrease/(increase) in accounts receivable	(806)	16,027
Decrease/(increase) in Intangible Assets	(24,720)	(21,621)
Net Cash Used In Operating Activities	(218,038)	(592,610)
Cash Flows From Investing Activities:		
Cash paid for fixed assets		
Net Cash Used /Provided) by Financing Activities	-	-
Cash Flows From Financing Activities:		
Proceeds from note payable -related party	210,183	121,976
Net Cash Provided by Financing Activities	210,183	121,976
Net Increase (Decrease) in Cash	(7,855)	(470,634)
Cash at Beginning of Period	10,671	481,305
Cash at End of Period	\$ 2,816	\$ 10,671

American Premium Water Corporation
Consolidated Statement of Stockholders' Equity
For the Year Ended December 31, 2024 and 2023
(Unaudited)

	<u>Series A Preferred</u>		<u>Common Stock</u>		<u>Additional Paid-In Capital (\$)</u>	<u>Accumulated Deficit (\$)</u>	<u>Stockholders' Equity/(Deficit) (\$)</u>
	<u>Shares</u>	<u>Amounts(\$)</u>	<u>Shares</u>	<u>Amount (\$)</u>			
Balance at January 1, 2024	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(111,938,731)	10,713,562
Net loss	-	-	-	-	-	(58,415)	(58,415)
Balance at March 31, 2024	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(111,997,146)	10,655,147
Net loss	-	-	-	-	-	(119,049)	(119,049)
Balance at June 30, 2024	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(112,116,195)	10,536,098
Net loss	-	-	-	-	-	(64,077)	(64,077)
Balance at September 30, 2024	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(112,180,272)	10,472,021
Net loss	-	-	-	-	-	(42,112)	(42,112)
Balance at December 31, 2024	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(112,222,384)	10,429,909

	<u>Series A Preferred</u>		<u>Common Stock</u>		<u>Additional Paid-In Capital (\$)</u>	<u>Accumulated Deficit (\$)</u>	<u>Stockholders' Equity/(Deficit) (\$)</u>
	<u>Shares</u>	<u>Amounts(\$)</u>	<u>Shares</u>	<u>Amount (\$)</u>			
Balance at January 1, 2023	1,548,885	1,549	45,509,518,023	4,550,952	105,979,792	(111,361,450)	(829,158)
Issuance of common shares-PharmD	-	-	16,886,666,667	1,688,667	-	-	1,688,667
Warrant Exercise	-	-	2,000,000,000	200,000	-	-	200,000
Purchase of Teledoc	-	-	-	-	8,731,333	-	8,731,333
Net loss	-	-	-	-	-	(110,416)	(110,416)
Balance at March 31, 2023	1,548,885	1,549	64,396,184,690	6,439,619	114,711,125	(111,471,866)	9,680,427
Profit Guarantee offset note payable	-	-	-	-	1,500,000	-	1,500,000
Net loss	-	-	-	-	-	(200,132)	(200,132)
Balance at June 30, 2023	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(111,671,998)	10,980,295
Net loss	-	-	-	-	-	(179,345)	(179,345)
Balance at September 30, 2023	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(111,851,343)	10,800,950
Net loss	-	-	-	-	-	(87,388)	(87,388)
Balance at December 31, 2023	1,548,885	1,549	64,396,184,690	6,439,619	116,211,125	(111,938,731)	10,713,562

American Premium Water Corporation
Consolidated Statements of Operations
For the Year Ended December 31,2024 and 2023
(Unaudited)

	For the Year Ended	For the Year Ended
	<u>December 31,2024</u>	<u>December 31,2023</u>
Income		
Sales	\$ -	\$ 14,004
Cost of Goods Sold	-	55
Gross Profit	-	13,949
Operating Expenses		
General and administrative	24,441	47,284
Professional Fees	174,581	417,848
Internet & IT Related expense	-	11,655
Depreciation & amortization	38,617	38,426
Total Operating Expenses	237,639	515,212
Loss from Operations		
Other Income/ (Expense)		
Other income	-	5,002
Gain/ (Loss) on change in derivative value	32,964	(8,159)
Loss on disposal	(10,215)	-
Interest expense	(68,365)	(71,948)
Total Other Expense	(45,616)	(75,104)
Loss from Operations Before Income Taxes	(283,256)	(576,368)
Foreign Currency Translations	(397)	(913)
Net Loss	\$ (283,653)	\$ (577,281)
Net (Loss) Per Share - Basic and Diluted	\$ -	\$ -
Weighted average number of shares outstanding during the year - Basic and Diluted	64,396,184,690	64,396,184,690

ANNUAL REPORT
AMERICAN
PREMIUM WATER CORPORATION
NOTES TO UNAUDITED FINANCIAL STATEMENTS
DECEMBER 31, 2024

NOTE 1 -SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business

American Premium Water was incorporated in the state of Nevada as Goldsearch Corporation on February 17, 1989. The Company was formally known as Expert Group, Inc., and has developed a new water source to produce high alkaline bottled water and is currently marketing the product throughout the United States. The Company has expanded into the cannabidiol (“CBD”) infused water market and is researching nanotechnology that enables the body to absorb higher percentages of CBD molecules. On March 6th, 2023 the Company changed its name to New Electric CV Corporation. On May 9th, 2024 the Company changed its name from to New Electric CV Corporation to AMERICAN PREMIUM WATER CORPORATION. The Company leases office space Las Vegas, Nevada on a month-to-month basis.

Accounting Basis

The Company uses the accrual basis of accounting and accounting principles generally accepted in the United States of America ("GAAP" accounting). The Company has adopted a December 31 fiscal year end.

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for financial statements. In the opinion of management, all adjustments necessary for the financial statements to be not misleading for the periods presented have been reflected herein.

Going Concern

The accompanying unaudited financial statements have been prepared on a going concern basis of accounting, which contemplates continuity of operations, realization of assets and liabilities and commitments in the normal course of business. The accompanying unaudited financial statements do not reflect any adjustments that might result if the Company is unable to continue as a going concern. The Company does not generate significant revenue, has negative cash flows from operations, which raise substantial doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern and appropriateness of using the going concern basis is dependent upon, among other things, additional cash infusion.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. The Company places its cash with a high credit quality financial institution. The Company's account at this institution is insured by the Federal Deposit Insurance Corporation (“FDIC”) up to \$250,000. As of December 31, 2024, the Company had no bank balances exceeding the FDIC insurance limit. To reduce its risk associated with the failure of such financial institution, the Company evaluates at least annually the rating of the financial institution in which it holds deposits.

Fair Value of Financial Instruments

The Company follows FASB ASC 820, “Fair Value Measurements and Disclosures” (“ASC 820”), for assets and liabilities measured at fair value on a recurring basis. ASC 820 establishes a common definition for fair value to be applied to existing generally accepted accounting principles that require the use of fair value measurements establishes a framework for measuring fair value and expands disclosure about such fair value measurements.

ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Additionally, ASC 820 requires the use of valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. These inputs are prioritized below:

Level 1: Observable inputs such as quoted market prices in active markets for identical assets or liabilities Level 2: Observable market-based inputs or unobservable inputs that are corroborated by market data.

Level 3: Unobservable inputs for which there is little or no market data, which require the use of the reporting entity's own assumptions.

Cash and cash equivalents include money market securities that are considered to be highly liquid and easily tradable as of December 31, 2024. These securities are valued using inputs observable in active markets for identical securities and are therefore classified as Level 1 within our fair value hierarchy. As of December 31, 2024, there were not any cash equivalents.

In addition, FASB ASC 825-10-25 Fair Value Option expands opportunities to use fair value measurements in financial reporting and permits entities to choose to measure many financial instruments and certain other items at fair value. The Company did not elect the fair value options for any of its qualifying financial instruments.

The carrying amounts reported in the balance sheet for cash, accounts receivable, note receivable, accrued expenses, notes payable and due to officers and related parties approximate their estimated fair market value based on the short-term maturity of these instruments. The carrying amount of the notes and convertible promissory notes approximates the estimated fair value for these financial instruments as management believes that such notes constitute substantially all of the Company's debt and the interest payable on the notes approximates the Company's incremental borrowing rate.

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 the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Most significant estimates in the accompanying unaudited financial statements include the valuation of deferred tax assets, valuation of stock-based advisor and vendor awards, valuation of warrants issued with debt, and the measurement of derivative liabilities. The Company bases its estimates on historical experience and on various other assumptions that the Company considers reasonable given the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.

Concentration of Credit Risks

The Company maintains its cash and cash equivalents in bank deposit accounts, which could, at times, exceed federally insured limits. The Company has not experienced any losses in such accounts; however, amounts in excess of the federally insured limit may be at risk if the bank experiences financial difficulties.

Basic Income (Loss) Per Share

Basic income (loss) per share is calculated by dividing the Company's net loss applicable to common shareholders by the weighted average number of common shares during the period. Diluted earnings per share is calculated by dividing the Company's net income available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted for any potentially dilutive debt or equity. As of December 31, 2024, the Company had convertible notes outstanding that could be converted into approximately 7,768,869,766 common shares. These are not presented in the statement of operations since the company incurred a loss and the effect of these shares is anti-dilutive.

NOTE 2 Property and Equipment

The Company purchased some equipment for mining diverse cryptocurrencies on Year 2022 and depreciation over five years. For the years ended December 31, 2024 and 2023 depreciation expense amounted to \$38,617 and 38,426, respectively.

NOTE 3- Intangible Assets

The Company record cryptocurrencies as intangible asset and measured at fair value on a recurring basis, as required by ASC 820.

Note 4 -INVESTMENT

On April 20,2022, the Company acquired 100% ownership of CloudXchange DataCentre ("CloudX"), a wholly owned company of Chan Heng Fai (the "Seller") for a total consideration of \$45,600,000. The consideration paid in the form of 38,000,000,000 common stock shares of the Company and a EBITDA Guarantee Commitment, provide a guarantee for CloudXchange Datacentre Pte Ltd, a wholly-owned subsidiary of CloudX, to generate \$1,500,000 EBITDA within the first 12 months from June 2022 or upon the fully delivery of the mining rigs.

On September 22,2022, the company made a \$50,000 minority venture investment into Azure Printed Homes,Inc ("Azure") through the Republic Investment Services crowdfunding platform ("Republic").

On January 27,2023, the Company (Lender) entered into a convertible credit agreement with Value Exchange International, Inc.,a Nevada corporation ("Borrower"), the credit line to the Borrower up to \$1,500,000. On February 14,2023, the Borrower borrowed \$100,000 and on October,4,2023 paid back \$105,002.43.

On March 14,2023, the Company acquired 750,000 common shares of PharmD Live from TeleDoc Pte Ltd, a Singapore corporation for a total consideration of \$12,420,000, paid in the form of a convertible promissory note

(the “Note”) in the amount of \$2,000,000 and 16,886,666,667 common stock shares of the Company. The Note is for a period of twenty-four months and bears interest at 3% per annum. The conversion price for the Note set at \$0.0006 per share. Pursuant to CloudX EBITDA Guarantee Commitment, provide a guarantee for CloudXchange Datacentre Pte Ltd, a wholly-owned subsidiary of CloudX, to generate \$1,500,000 EBITDA within the first 12 months from June 2022 or upon the fully delivery of the mining rigs, which is later. As of December 31, 2024, the promissory note balance amounted to \$500,000.

NOTE 5 – LOAN-RELATED PARTIES

On February 8,2022, the Company issued a convertible promissory note payable to Chan Heng Fai (Mr. Chan) with a principal balance of \$250,000 for working capital purpose. On March 22,2023, promissory note fully converted into 2,500,000,000 common shares at \$0.0001 per share conversion price. As of December 31, 2024, the promissory note balance amounted to 0. With every share received from the conversion, the lender will receive an additional 10 detachable warrants at an exercise price same as the Conversion rate of \$0.0001 per warrant. The exercise period of each Warrant will be ten (10) years from date of loan conversion. On January 19,2023,2,000,000,000 warrants were exercised for \$200,000. As of December 31, 2024, 23,000,000,000 warrants outstanding.

On April 26,2022, the Company issued convertible promissory notes payable to Chan Heng Fai (Mr. Chan) with a principal balance of \$200,000 and \$300,000 for RB Capital Partners Inc repayment plan. The notes are for a period of five years and bear interest at 8% per annum. The conversion price for the Note set at \$0.0001. As of December 31, 2024, the promissory note balance amounted to 500,000. With every share received from the conversion, the lender will receive an additional 10 detachable warrants at an exercise price same as the Conversion rate of \$0.0001 per warrant. The exercise period of each Warrant will be five (5) years from date of loan conversion. As of December 31, 2024, 50,000,000,000 warrants outstanding.

On June 01,2022, the Company entered into a hedging facility loan with Chan Heng Fai (Mr. Chan) for crypto hedging purpose. The lender (Mr. Chan) grant to the Company a first tranche of loan amount of \$500,000 and on June 10,2022, \$100,000 disbursed (approx. US\$72,411.30) from the lender, the Company issued 400,000,000 common shares to pay \$4,000 (8% commitment fee) and 57,929,040 shares to pay \$5,793 (8% one-year interest). On June 07,2022, 30,769,231 common shares issued, on September 09,2022, 4,456,077 common shares issued and on October 03,2022,422,703,732 common shares issued, total of 457,929,040 shares issued to Mr. Chan.

On December 06,2022, the Company entered into a \$200,000 working capital loan agreement with Chan Heng Fai (Mr. Chan) for daily operation.

On December 05,2023, the Company entered into a \$60,000 working capital loan agreement with Chan Heng Fai (Mr. Chan) for daily operation.

On April,03.2024, the Company entered into a \$58,000 working capital loan agreement with Chan Heng Fai (Mr. Chan) for daily operation.

On June,17.2024, the Company entered into a \$50,000 working capital loan agreement with Chan Heng Fai (Mr. Chan) for daily operation.

On August,29.2024, the Company entered into a \$40,000 working capital loan agreement with Chan Heng Fai (Mr. Chan) for daily operation.

NOTE 6 – LOAN & NOTE PAYABLE

On April 25,2022 the Company entered into a settlement agreement with RB Capital Partners,Inc(“RB”). The Company acknowledge that it owes RB \$850,000 and settled by

- 1) Paid \$200,000 cash on April 27.2022;
- 2) Issued a new convertible promissory note for \$200,000 with a two year maturity date with interest rate 4% annual;
- 3) The remaining balance of \$450,000 paid by interest free monthly installment of \$15,000 for 20 months.

NOTE 7 – STOCKHOLDERS’ EQUITY

The number of Common Stock in which each share of series A Preferred Stock may be converted is on the basis of one (1) share of series A Preferred Stock convert into one hundred (100) shares of Common Stock. Series A Preferred Stock is entitled to vote equal to the number of whole shares of Common Stock into which each share of the Series A Preferred Stock is convertible. Holders of Series A Preferred Stock shall be entitled to receive dividends at a rate of twelve percent (12%) of the original purchase price per annum, payable when, as and if declared by and at the discretion of the Board. Holders of Series A Preferred Stock are entitled upon liquidation of the Company, to receive the same amount that a holder of Series A Preferred Stock would receive if the Series A Preferred Stock were fully converted into Common Stock.

The Company’s authorized share capital to 25,000,000 Series A Preferred shares and 1,548,885 shares issued and outstanding.

Per Rule 405 of the Securities Act of 1933 as amended (“the Securities Act”), Fai Chan is deemed an affiliate/control person by virtue of his collective ownership and control of BioHealth Water, Inc and American Pacific Bancorp which collectively owns more than 10% of American Premium Mining Corporation.

During the period of January 1, 2023 through December 31, 2023 the Company issued the following shares on common stock and series A preferred stock.

- 2,000,000,000 commons shares issued for the warrant exercise totaling \$200,000.
- 16,886,666,667 common shares for the acquisition of 750,000 common shares of PharmD Live

NOTE 8 - GOING CONCERN

The accompanying unaudited financial statements are prepared assuming the Company will continue as a going concern. As of December 31, 2024, the Company had an accumulated deficit of approximately \$112 million, the net cash used in operating activities for the year ended December 31, 2024 totaled \$(218,038).

These matters raise substantial doubt about the Company's ability to continue as a going concern for a period of twelve months from the issue date of this report. The ability of the Company to continue as a going concern is dependent upon increasing sales and obtaining additional capital and financing.

Management believes that the Company will be dependent, for the near future, on additional equity capital to fund operating expenses. The Company intends to position itself so that it may be able to raise additional funds through the capital markets.

However, there are no assurances that the Company will be successful.
