

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Caduceus Software Systems Corp.

A Wyoming Corporation

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5045

[Quarterly] Report
For the Period Ending: September 30, 2019
(the "Reporting Period")

As of September 30, 2019, the number of shares outstanding of our Common Stock was: 839,600,000

As of June 30, 2019, the number of shares outstanding of our Common Stock was: 839,600,000

As of March 31, 2019, the number of shares outstanding of our Common Stock was: 714,600,000

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

Yes: ☐

No: ☒ (Double-click and select "Default Value" to check)

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

Yes: ☐

No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐

No: ☒

¹ "Change in Control" shall mean any events resulting in:

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

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

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

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

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Caduceus Software Systems Corp.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The Company was incorporated on December 13, 2006 under the laws of the state of Nevada. The Company was redomiciled to the State of Wyoming on July 6, 2018. - Active

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

Yes: ☐ No: ☒

2) Security Information

| | | |
|---|--------------------|---------------------------------------|
| Trading symbol: | <u>CSOC</u> | |
| Exact title and class of securities outstanding: | <u>COMMON</u> | |
| CUSIP: | <u>12763A109</u> | |
| Par or stated value: | <u>0.001</u> | |
| Total shares authorized: | <u>850,000,000</u> | as of date: <u>September 30, 2019</u> |
| Total shares outstanding: | <u>839,600,000</u> | as of date: <u>September 30, 2019</u> |
| Number of shares in the Public Float ² : | <u>142,100,000</u> | as of date: <u>September 30, 2019</u> |
| Total number of shareholders of record: | <u>230</u> | as of date: <u>September 30, 2019</u> |

Additional class of securities (if any):

| | | |
|--|--------------------|---------------------------------------|
| Exact title and class of securities outstanding: | <u>Preferred A</u> | |
| Par or stated value: | <u>0.001</u> | |
| Total shares authorized: | <u>50,000,000</u> | as of date: <u>September 30, 2019</u> |
| Total shares outstanding: | <u>0</u> | as of date: <u>September 30, 2019</u> |
| Exact title and class of securities outstanding: | <u>Preferred B</u> | |
| Par or stated value: | <u>0.001</u> | |
| Total shares authorized: | <u>50,000,000</u> | as of date: <u>September 30, 2019</u> |
| Total shares outstanding: | <u>0</u> | as of date: <u>September 30, 2019</u> |

Transfer Agent

Name: Securities Transfer Corporation
Phone: 1 469-633-0101
Email: szhang@stctransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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

none

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

none

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

| Number of Shares outstanding as of <u>March 31, 2017</u> | | <u>Opening Balance:</u> Common: <u>804,600,000</u> Preferred: <u>0</u> | | *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 (entities must have individual with voting / investment control disclosed). | Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable) | Restricted or Unrestricted as of this filing? | Exemption or Registration Type? |
| <u>5/31/2017</u> | <u>Cancellation</u> | <u>(30,000,000)</u> | <u>COMMON</u> | <u>\$0.001</u> | <u>no</u> | <u>Avalon Group LLC/ Richard Tang</u> | <u>N/A</u> | <u>Restricted</u> | <u> </u> |
| <u>5/31/2017</u> | <u>Cancellation</u> | <u>(30,000,000)</u> | <u>COMMON</u> | <u>\$0.001</u> | <u>no</u> | <u>Harmony Ridge / Richard Tang</u> | <u>N/A</u> | <u>Restricted</u> | <u> </u> |
| <u>5/31/2017</u> | <u>Cancellation</u> | <u>(30,000,000)</u> | <u>COMMON</u> | <u>\$0.001</u> | <u>no</u> | <u>Maximum Ventures / Anna Tang</u> | <u>N/A</u> | <u>Restricted</u> | <u> </u> |
| <u>04/19/19</u> | <u>New issuance</u> | <u>32,500,000</u> | <u>COMMON</u> | <u>\$0.001</u> | <u>NO</u> | <u>Erwin Vahlsing Jr.</u> | <u>Debt Conversion</u> | <u>Restricted</u> | |
| <u>04/19/19</u> | <u>New issuance</u> | <u>32,500,000</u> | <u>COMMON</u> | <u>\$0.001</u> | <u>NO</u> | <u>XBRL Associates, Inc./ Erwin Vahlsing Jr</u> | <u>Debt Conversion</u> | <u>Restricted</u> | |
| <u>04/19/19</u> | <u>New issuance</u> | <u>60,000,000</u> | <u>COMMON</u> | <u>\$0.001</u> | <u>NO</u> | <u>Anna Tang</u> | <u>Debt Conversion</u> | <u>Restricted</u> | |

| | | |
|--|---|--|
| Shares Outstanding on: <u>September 30, 2019:</u> | <u>Ending Balance:</u> Common: <u>839,600,000</u> Preferred: <u>0</u> | |
|--|---|--|

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

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

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures in the past two completed fiscal years and any subsequent interim period.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

| 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.) |
|-----------------------|--------------------------|-----------------------------------|-----------------------|------------------|--|--------------------------------------|---|
| <u>9/30/2019</u> | <u>\$1,707,561</u> | <u>\$1,707,561</u> | <u>0</u> | <u>9/30/2020</u> | <u>Conversion price of the note is at par value \$ 0.001 per share.</u> | <u>Tango Software / Richard Tang</u> | <u>Software License Fees</u> |

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

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Rachel Boulds
Title: CPA
Relationship to Issuer: Service Provider

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

- F. Financial notes; and
- G. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

The Company's financial statements are incorporated herein.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

The Company was incorporated under the laws of the State of Nevada, U.S. on December 13, 2006 under the name Bosco Holdings Inc. On March 1, 2011, the Company changed its name from Bosco Holdings Inc. to Caduceus Software Systems Corp. The Company was in the development stage as defined under Accounting Codification Standard ("ASC") 915, "Development Stage Entities", and its efforts were primarily devoted to marketing and distributing laminate flooring to the wholesale and retail markets throughout North America. On June 9, 2011, the Company entered into a Licensing Agreement for the exclusive license to software optimized for use in the medical industry for patient management, patient appointment scheduling, physician memorandum recording, medical symptom and ailment recording and digital image recording. The Company is now in the business of providing medical software to medical professionals. The Company has not generated any revenue to date and consequently its operations are subject to all risks inherent in the establishment of a new business enterprise.

On July 6, 2018, the Company redomiciled from the State of Nevada to the State of Wyoming. Our goal is to be a leading and innovative provider of Software Services to medical practices around the world. Our Caduceus MMS® software provides a full suite of services for management of the entire medical practice bridging the gap of many software offerings by providing modular components that unite both the Electronic Health Record ("EHR") and the Electronic Medical Billing ("EMB") to streamline the management of any practice, anywhere in the world. Our overall strategy utilizes our core competencies in the design, deployment and management of software and systems to provide installations on small local networks in the medical practice office, to larger systems in medical facilities. With our software, there can, with proper planning, be nominal costs incurred as offices upgrade and gear up for larger client bases.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

NONE

- C. Describe the issuers' principal products or services, and their markets

The company had obtained a license for worldwide sales of Electronic health records called Caduceus MMS. The Company had developed the programming and database for 8 years which was made to install on Windows 7 and Windows Server 2010 and 2015. Caduceus MMS has encryption features for doctors' notes and X-rays.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

NONE

7) Officers, Directors, and Control Persons

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

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.**

| Name of Officer/Director and Control Person | Affiliation with Company (e.g. Officer/Director/Owner of more than 5%) | Residential Address (City / State Only) | Number of shares owned | Share type/class | Ownership Percentage of Class Outstanding | Note |
|---|--|---|------------------------|------------------|---|---------------|
| <u>Richard Tang</u> | <u>CEO & Director</u> | <u>Tsawwassen,</u> <u>BC</u> | <u>407,000,000</u> | <u>COMMON</u> | <u>48.5%</u> | <u> </u> |
| <u>Anna Tang</u> | <u>5% Owner</u> | <u>Tsawwassen,</u> <u>BC</u> | <u>120,000,000</u> | <u>COMMON</u> | <u>14.3%</u> | <u> </u> |
| <u>Tango Software Corp</u> | <u>5% Owner</u> | <u>Tsawwassen,</u> <u>BC</u> | <u>50,000,000</u> | <u>COMMON</u> | <u>6.0%</u> | <u> </u> |

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

NONE

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

NONE

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

NONE

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

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 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

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

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

Accountant or Auditor

Name: Rachel Boulds
Firm: Rachel Boulds, CPA
Address 1: 6371 S. Glenoaks Street, Murray, UT, 84107
Address 2: _____
Phone: 801-230-3945
Email: rachelbouldscpa@hotmail.com

Investor Relations Consultant

Name: _____
Firm: _____
Address 1: _____
Address 2: _____

Phone: _____
Email: _____

Other Service Providers

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

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

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).

The certifications shall follow the format below:

I, Richard Tang certify that:

1. I have reviewed this quarterly disclosure statement of Caduceus Software Systems Corp;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

12-20-2020 [Date]

/s/ Richard Tang [CEO's Signature]

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

Principal Financial Officer:

I, Richard Tang certify that:

1. I have reviewed this quarterly disclosure statement of Caduceus Software Systems Corp;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

12-20-2020 [Date]

/s/ Richard Tang [CFO's Signature]

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

**Caduceus Software Systems, Inc.
Quarterly Report
For the Quarter Ended September 30, 2019**

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CADUCEUS SOFTWARE SYSTEMS CORP.
BALANCE SHEET
(unaudited)

| | <u>September 30, 2019</u> | <u>March 31, 2019</u> |
|---|---------------------------|-----------------------|
| <u>ASSETS</u> | | |
| Current Assets: | | |
| Cash | \$ - | \$ - |
| Total current assets | <u>-</u> | <u>-</u> |
| Other Assets: | | |
| Office equipment, net | - | - |
| Software systems, net | - | 139,250 |
| Fixed and intangible assets, net | <u>-</u> | <u>139,250</u> |
| Total Assets | <u>\$ -</u> | <u>\$ 139,250</u> |
| <u>LIABILITIES AND STOCKHOLDERS' DEFICIT</u> | | |
| Current Liabilities: | | |
| Bank overdraft | \$ - | \$ 443 |
| Accounts payable and accrued expenses | 55,089 | 49,064 |
| Accrued expenses – related party | 274,150 | 270,350 |
| Accrued interest | 10,915 | 8,371 |
| Notes payable - related parties | 4,871,754 | 4,917,557 |
| Convertible loan payable – related party | 1,707,561 | - |
| Loans Payable | 128,753 | 155,900 |
| Loans from officer | 50,852 | 42,602 |
| Total current liabilities | <u>7,099,074</u> | <u>5,444,287</u> |
| Total Liabilities | <u>7,099,074</u> | <u>5,444,287</u> |
| Commitments and contingencies | - | - |
| Stockholders' Deficit: | | |
| Series A preferred stock, \$0.001 par value, 50,000,000 shares authorized; no shares issued | - | - |
| Series B preferred stock, \$0.001 par value, 50,000,000 shares authorized; no shares issued | - | - |
| Common stock, \$0.001 par value, 850,000,000 shares authorized; 839,600,000 and 714,600,000 shares issued and outstanding, respectively | 839,600 | 714,600 |
| Additional paid-in capital | 4,607,064 | 4,607,064 |
| Accumulated deficit | (12,545,738) | (10,626,701) |
| Total stockholders' deficit | <u>(7,099,074)</u> | <u>(5,305,037)</u> |
| Total liabilities and stockholders' deficit | <u>\$ -</u> | <u>\$ 139,250</u> |

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

CADUCEUS SOFTWARE SYSTEMS CORP.
STATEMENTS OF OPERATIONS
(Unaudited)

| | For the Three Months Ended September 30, | | For the Six Months Ended September 30, | |
|---|---|-------------|---|-------------|
| | 2019 | 2018 | 2019 | 2018 |
| Revenue | \$ - | \$ 3,353 | \$ - | \$ 4,319 |
| Operating expenses: | | | | |
| Officer compensation | 30,000 | - | 30,000 | - |
| Software license fee | 1,707,561 | - | 1,707,561 | - |
| Services – related party | 15,000 | - | 15,000 | - |
| General and administrative | 5,525 | 17,805 | 42,294 | 81,146 |
| Total operating expenses | 1,758,086 | 17,805 | 1,794,855 | 81,146 |
| Loss from operations | (1,758,086) | (14,452) | (1,794,855) | (76,828) |
| Other expense: | | | | |
| Interest expense | (2,187) | - | (2,901) | - |
| Loss on disposal of assets | (121,281) | - | (121,281) | - |
| Total other expense | (123,468) | - | (124,182) | - |
| Net Loss | \$ (1,881,554) | \$ (14,452) | \$ (1,919,037) | \$ (76,828) |
| Loss per share, basic & diluted | \$ (0.00) | \$ (0.00) | \$ (0.00) | \$ (0.00) |
| Weighted average shares outstanding, basic & diluted | 839,600,000 | 714,600,000 | 826,013,043 | 714,600,000 |

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

CADUCEUS SOFTWARE SYSTEMS CORP.
STATEMENTS OF STOCKHOLDERS' DEFICIT
(Unaudited)

| | Common Stock | | Additional | Accumulated | Total |
|-----------------------------|--------------|------------|--------------------|-----------------|--------------------------|
| | Shares | Amount | Paid-In Capital | Deficit | Stockholders' Deficit |
| Balance, March 31, 2018 | 714,600,000 | \$ 714,600 | \$ 4,607,064 | \$ (10,470,997) | \$ (5,149,333) |
| Net loss | - | - | - | (62,376) | (62,376) |
| Balance, June 30, 2018 | 714,600,000 | 714,600 | 4,607,064 | (10,533,373) | (5,211,709) |
| Net loss | - | - | - | (14,452) | (14,452) |
| Balance, September 30, 2018 | 714,600,000 | \$ 714,600 | \$ 4,607,064 | \$ (10,547,825) | \$ (5,226,161) |

| | Common Stock | | Additional | Accumulated | Total |
|--------------------------------------|--------------|------------|--------------------|-----------------|--------------------------|
| | Shares | Amount | Paid-In Capital | Deficit | Stockholders' Deficit |
| Balance, March 31, 2019 | 714,600,000 | \$ 714,600 | \$ 4,607,064 | \$ (10,626,701) | \$ (5,305,037) |
| Shares issued for conversion of debt | 125,000,000 | 125,000 | - | - | 125,000 |
| Net loss | - | - | - | (37,483) | (37,483) |
| Balance, June 30, 2019 | 839,600,000 | 839,600 | 4,607,064 | (10,664,184) | (5,217,520) |
| Net loss | - | - | - | (1,881,554) | (1,881,554) |
| Balance, September 30, 2019 | 839,600,000 | \$ 839,600 | \$ 4,607,064 | \$ (12,545,738) | \$ (7,099,074) |

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

CADUCEUS SOFTWARE SYSTEMS CORP.
STATEMENTS OF CASH FLOWS
(Unaudited)

| | For the six months ended September 30, | |
|--|--|-------------|
| | 2019 | 2018 |
| Cash flows from operating activities: | | |
| Net loss | \$ (1,919,037) | \$ (76,828) |
| Adjustments to reconcile net loss to net cash used in operating activities: | | |
| Depreciation and amortization | 17,969 | 35,937 |
| License agreement termination expense | 1,707,561 | - |
| Loss on disposal of asset | 121,281 | - |
| Changes in operating assets and liabilities: | | |
| Accounts payable and accrued expenses | 44,734 | 26,210 |
| Accrued expenses – related party | 45,800 | - |
| Net cash used in operating activities | (9,607) | (4,681) |
| Cash flows from financing activities: | | |
| Cash overdraft | (443) | - |
| Proceeds from officer loans | 8,250 | - |
| Proceeds from related party notes | 1,800 | - |
| Net cash provided by financing activities | 9,607 | - |
| Net decrease in cash | - | (4,681) |
| Cash at beginning of period | - | 8,611 |
| Cash at end of period | \$ - | \$ 3,930 |
| Supplemental Schedule of Cash Flow Information: | | |
| Cash paid for interest | \$ - | \$ - |
| Cash paid for income taxes | \$ - | \$ - |
| Supplemental Schedules of Noncash Investing and Financing Activities: | | |
| Conversion of payables into common stock | \$ 125,000 | \$ - |

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

CADUCEUS SOFTWARE SYSTEMS CORP.
Notes to the Financial Statements
September 30, 2019
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS

The Company was incorporated under the laws of the State of Nevada, U.S. on December 13, 2006 under the name Bosco Holdings Inc. On March 1, 2011, the Company changed its name from Bosco Holdings Inc. to Caduceus Software Systems Corp. On July 6, 2018, the Company redomiciled from the State of Nevada to the State of Wyoming.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). These unaudited financial statements should be read in conjunction with the unaudited financial statements and footnotes for the year ended March 31, 2019. The results of the six months ended September 30, 2019 are not necessarily indicative of the results to be expected for the full year ending March 31, 2020.

In the opinion of management, all adjustments necessary to present fairly the financial position as of September 30, 2019 and the results of operations and cash flows presented herein have been included in the interim financial statements. All such adjustments are of a normal and recurring nature. Interim results are not necessarily indicative of results of operations for the full year.

Cash and Cash Equivalents

For purposes of Statements of Cash Flows, the Company considers all highly liquid debt instruments purchased with a maturity date of three months or less to be cash equivalents.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates.

Reclassifications

Certain reclassifications have been made to the prior period financial information to conform to the presentation used in the financial statements for the three and six months ended September 30, 2019.

Recent accounting pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations. The Company is also evaluating the potential impact of new standards that have been issued but are not yet effective.

NOTE 3 - GOING CONCERN

The accompanying unaudited financial statements have been prepared assuming that the Company will continue as a going concern. For the six-months ended September 30, 2019, the Company had a net loss of \$1,919,037. In view of these matters, the Company's ability to continue as a going concern is dependent upon the continued financial support from its management, its ability to identify future investment opportunities and obtain the necessary debt or equity financing, and its ability to grow operations and to achieve a level of profitability. The Company intends on financing its future development activities and its working capital needs largely from the sale of public equity securities and debt financing. However, there can be no assurance that these arrangements will be sufficient to fund its ongoing capital expenditures, working capital, and other cash requirements. These factors raise substantial doubt regarding the Company's ability to continue as a going concern. The unaudited financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 4 – COMMON STOCK

In April 2019, the Company issued 65,000,000 shares of common stock to a consultant in exchange for accrued payables. The shares were issued at \$0.001 per share.

In April 2019, the Company issued 60,000,000 shares of common stock to a consultant in exchange for accrued payables. The shares were issued at \$0.001 per share.

NOTE 5 - LOANS PAYABLE

As of September 30, 2019, the Company owes an unrelated third party \$15,579 carried over from the fiscal year end in 2016. The loan is non-interest bearing, and due on demand.

As of September 30, 2019, the Company owes \$10,321 to two unrelated third parties carried over from the fiscal year end in 2016. The loan is non-interest bearing, and due on demand.

As of September 30, 2019, the Company owes \$73,250 to XBRL Associates, Inc. in connection with accounting, filing, and other management and consulting services provided over the last 2 fiscal years.

As of September 30, 2019, the Company owes \$29,603 to its previous president and CEO for unsecured advances made to the Company from 2011 through 2012. The loan is non-interest bearing, due upon demand and unsecured.

As of September 30, 2019, CEN Biotech (with whom the Company has a pending merger) has loaned the Company \$1,800 to cover certain fees connected with the transaction. CEN Biotech has transferred the debt to Richard Tang.

NOTE 6 - RELATED PARTY TRANSACTIONS

As of September 30, 2019, the Company owes \$4,869,954 in connection with a previously discontinued acquisition of the medical management software (Caduceus MMS) it was licensing. In connection with the cancellation of the license agreement, the Company assumed the debt owed by Sygnit to a third party. The loan is non-interest bearing and is due on demand. Sygnit has transferred the debt to Richard Tang, who is a director of Sygnit, and now holds this debt. The claim of the debt by Sygnit is extinguished by a release letter and a Sygnit board resolution that transfers the debt from Sygnit to Richard Tang, and can be referred by an internal document titled Full Release Letter.pdf and Caduceus Termination of License with Sygnit and transferred to Richard Tang.

During the six months ended September 30, 2019, the Company agreed to discontinue its software license agreement with Tango Software Corp. Per the terms of the agreement the Company has a convertible loan payable of \$1,707,561 for past fees due. Tango is owned by Richard Tang, CEO.

As of September 30, 2019, the current CEO, president and director of the Company has loaned the Company \$50,852 to cover operating costs. The loan is non-interest bearing, due upon demand and unsecured.

As of September 30, 2019, the Company has accrued compensation and other amounts due to the CEO of \$259,150.

As of September 30, 2019, the Company has accrued compensation due to the wife of the CEO of \$15,000.

NOTE 7 - SUBSEQUENT EVENTS

In accordance with SFAS 165 (ASC 855-10) management has performed an evaluation of subsequent events through the date that the financial statements were available to be issued and has determined that it does not have any material subsequent events to disclose in these financial statements other than the following.

Liquidity and Capital Resources

1) Accounting and filing and SEC related administration fees remained \$30,000 per year from 2012 to 2016 inclusive for XBRL Associates under the engagement letter. Invoices were received for each year between 2012 to 2016 totaling 4 promissory notes and debt notes. For 2012 a debt note to XBRL Associates was for \$32,000 at 0.001 strike.

2) Website design was 18,000 to Anna Tang

3) Salary remained \$40,000 per year to the president with an affiliated debt note and is broken to restricted certificates of 75,000,000 shares per year. Of these years 5 have been issued and the latest have not been due to reaching the maximum auth. limit.

4) Hardware Infrastructure and IT infrastructure hosting \$31,000 made to Tango, broken down 18,000 and 13,000 respectively and is in the form of a debt note to Tango based on 0.001 par

5) Transfer Agent remains \$100 per month paid by management personally and is considered debt and a debt note was made for every year including a penalty for arrears to Island Stock Transfer and they have not been issued/ converted to stock due to reaching the maximum auth limit.

6) Arrears and bills paid to our lawyer, and otc market fees and restoration of Nevada State for penalties and cash loans have been paid for by management in cash and debt is owed to Richard Tang and have not been issued/ converted to stock due to reaching the maximum auth limit.

7) Rent of office space is in arrears from 2012 and prior constituting 3,000 per year and is in a debt note for each year, reassigned to the current management from old management Derrick Gidden and Oswald Huggins with conversion of 0.001 but remains unissued.

8) Alexander Dannikov, the original president, was originally issued 3,000,000 shares of common stock in March 2007. These shares were in exchange for his investment in the Company to cover the costs of the legal and accounting work for the original SB filings. The shares were included as part of the original SB.

A. Subsequently, in April 2008, the Company executed a 5:1 forward stock split which increased the holding to 15,000,000 shares.

B. In March 2011, the Company executed a second forward split of 8:1 increasing the shares to 120,000,000 shares.

C. In June 2011, Mr. Dannikov assigned 63,800,000 of his shares to Sygnit Corp, to license the software developed by Sygnit Corp.

D. The Company name, Bosco Holdings at the time, was subsequently changed to Caduceus Software Systems.

E. Mr. Dannikov remained the holder of 56,200,000 shares on certificate (1148) until his resignation at which time the certificate was bifurcated and reassigned to Ankyro Solutions (26,200,000 shares) and Avatele Group (30,000,000 shares) by mutual agreement for a purchase price of \$1.00 and fully executed stock powers.

9) Duties perform by Alexander Dannikov who was the original president was issued 56,200,000 shares, which since resignation was reassigned to Ankyro Solutions and Avatele Group via stock power that was gifted or purchased for a \$1.

10) Sygnit stock of 60,000,000 shares restricted was issued for services and licenses and programming work performed from 2012 to 2014 inclusively and was broken down to respective individuals C.Donald's, N. Donald's, Tango, and Richard Tang. The C. Donald's and N. Donald's after special agreement with Sygnit decided to relinquish their 2 certificates to Richard Tang as a gift as they were deemed too expensive to deposit at the time. As a result, C. Donald's and N. Donald's stock were stock powered to R. Tang for control block purposes upon and after the time R. Tang was appointed president and CEO of the Company.

In December of 2016, the Company issued 10,400,000 shares at a price of \$0.0019 per share to M. Pustorvh for Eastern European business development.

During the year ended March 31, 2016, the Company issues the following shares of common stock:

In October 2015, the Company issued 32,500,000 common shares at a price of \$0.0003 per share for accounting and financial services.

In April 2015, the Company issued 50,000,000 common shares at a price of \$0.001 per share for accounting and financial services.

During the fiscal year ended March 31, 2016, the Company issued demand notes in the amount of \$15,000 to a shareholder of the Company and converted \$130,000 in accounts payable to a note.