

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

## **WRIT MEDIA GROUP INC.**

A Delaware Corporation  
1980 Festival Plaza Drive  
Suite 300  
Las Vegas, NV 89135  
Company Telephone: 702 751 2958  
Company Email: info@writmediagroup.com  
SIC Code: 7812

### **Quarterly Report**

**For the Period Ending: 06/30/2021**

(the "Reporting Period")

As of September 16, 2021, the number of shares outstanding of our Common Stock was: 76,383,030

As of June 30, 2021, the number of shares outstanding of our Common Stock was: 75,483,035

As of March 31, 2021, the number of shares outstanding of our Common Stock was: 62,555,982

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: ☒

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

Yes: ☐ No: ☒

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

The current name of the issuer is WRIT Media Group, Inc., listed below are the dates of any predecessor entities for the past five years and their names:

February 3, 2014 to Present  
March 9, 2007 to February 2, 2014

WRIT Media Group, Inc.  
Writer's Group Film Corp.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

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

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

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

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

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

The Company was incorporated in the State of Delaware on March 9, 2007. The Company, as of September 16, 2021, is active.

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

N/A

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

N/A

The address(es) of the issuer's principal executive office:

1980 Festival Plaza Drive  
Suite 300  
Las Vegas, NV 89135

The address(es) of the issuer's principal place of business:

Check box 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?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

## 2) Security Information

Trading symbol:	WRIT
Exact title and class of securities outstanding:	Common Stock
CUSIP:	982549206
Par or stated value:	\$0.00001
Total shares authorized:	20,000,000,000 as of date: 06/30/2021
Total shares outstanding:	75,483,035 as of date: 06/30/2021
Number of shares in the Public Float <sup>2</sup> :	23,109,855 as of date: 06/30/2021
Total number of shareholders of record:	134 as of date: 06/30/2021

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

N/A

Transfer Agent

Name: Pacific Stock Transfer Co.  
Phone: 800 785 7772  
Email: DanielleC@pacificstocktransfer.com  
Address: 6725 Via Austi Parkway, Suite 300  
Las Vegas, NV 89119

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<sup>2</sup> "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.

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

### 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.

#### 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: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: 103/31 Opening Balance  Date 03/31/2019  Common: 59,720,361  Preferred: 2,290			*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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
05/23/2019	Cancel	125,000	Common	.0001	N/A	Patrick Arbor	Return to treasury	Unrestricted	
03/23/2021	New Issue	2,960,621	Common	.00001	YES	Cede & Co	N/A	Unrestricted	
04/06/2121	New Issue	2,512,951	Common	.00001	YES	Cede & Co	N/A	Unrestricted	
04/12/2021	New Issue	2,715,340	Common	.00001	YES	Cede & Co	N/A	Unrestricted	

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

04/19/2021	New Issue	2,424,533	Common	.00001	YES	Cede & Co	N/A	Unrestricted	
04/23/2021	New Issue	1,200,276	Common	.00001	YES	Cede & Co	N/A	Unrestricted	
04/27/2021	New Issue	1,258,288	Common	00001	YES	Cede & Co	N/A	Unrestricted	
04/29/2/21	New Issue	2,815,665	Common	00001	YES	Cede & Co	N/A	Unrestricted	
Shares Outstanding on Date of This Report: Ending Balance Date 06/30/2021 Common: 75,483,035 Preferred: 2,290									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

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

#### A. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
06/03/2014	\$47,265	\$47,265	68,598	03/05/2015	55% of the average of the lowest 3 trading prices over 10-day period, after 180 days, floor - \$0.00004	Bluway Marketing, LLC/Farsani Soltani, managing member	Loan
07/29/2014	\$32,500	\$32,500	\$46,512	05/01/2015	55% of the average of the lowest 3 trading prices over 10-day period, after 180 days,	Bluway Marketing, LLC/Farsani Soltani, managing member	Loan

					floor - \$0.00004		
09/15/2014	\$63,000	\$63,000	\$89,469	06/17/2015	55% of the average of the lowest 3 trading prices over 10-day period, after 180 days, floor - \$0.00004	Bluway Marketing, LLC/Farsani Soltani, managing member	Loan
07/23/2018	\$26,000	\$26,000	\$25,186	07/23/2019	60% of the lowest bid during 15-day period prior to conversion, after 180 days, floor - \$0.00004	Eagle Equities LLC/Y Borenstein, managing member	Loan
09/23/2020	\$250,000	\$250,000	\$41,594	09/23/2021	60% of the lowest bid during 15-day period prior to conversion, after 180 days, floor - \$0.00004	Lightcatcher Film Company/H Hacking, President	Loan

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)<sup>4</sup>:

Name: **Matt Lourie**  
Title: **Consultant**  
Relationship to Issuer: **Outside Service Provider**

#### 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")

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

WRIT Media Group, Inc. (OTCQB: WRIT) is a diversified media and software company whose operations include digital currency software development, including trading platforms and Blockchain solutions, content production and distribution; and video game distribution via mobile platforms.

B. Please list any subsidiaries, parents, or affiliated companies.

C. Describe the issuers' principal products or services.

Software development

## 6) Issuer's Facilities

The Company leases office space at:  
1980 Festival Plaza Drive  
Suite 300  
Las Vegas, NV 89148

## 7) Company Insiders (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, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **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 in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Eric Mitchell	CEO, President, Treasurer, Director	Las Vegas, NV	2,290  1,000,000	Preferred A Shares  Common Shares	100%  1.67%	
Quay View Partners, LLC	More than 5% owner	Dallas, TX	5,000,000	Preferred C Shares	100%	
Katherine Levchencko	Secretary & Director	Las Vegas, NV	0			
Boris Nayflish	More than 5% owner	Oak Creek, WI	6,130,000	Common Shares	8.12%	
EAM Delaware LLC	More than 5% owner	Las Vegas, NV	19,877,863	Common Shares	26.34%	
Bluway Marketing LLC	More than 5% owner	Las Vegas, NV	5,469,581	Common Shares	7.3%	

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities 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);

N/A

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;

N/A

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

N/A

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.

N/A

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.

N/A

## 9) Third Party Providers

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

Securities Counsel

Name: N/A

Firm:

Address:

Phone:

Email:

Accountant or Auditor

Name: N/A

Firm:

Address:

Phone:

Email:

Investor Relations

Name: N/A

Firm:  
Address:  
Phone:  
Email:

#### 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) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: Rhonda Keaveney  
Firm: SCC Transfer, LLC  
Nature of Services: Compliance  
Address 1: PO Box 26496  
Address 2: Scottsdale, AZ 85255  
Phone: 602.793.8058  
Email: rhonda@scctransferllc.com

### 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, Eric Mitchell, certify that:

1. I have reviewed this June 30, 2021 quarterly report of WRIT Media Group Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

September 17, 2021

/s/ Eric Mitchell

#### *Principal Financial Officer:*

I, Eric Mitchell, certify that:

1. I have reviewed this June 30, 2021 quarterly report of WRIT Media Group Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

September 17, 2021

/s/ Eric Mitchell



**WRIT Media Group, Inc.**  
**Consolidated Balance Sheets**  
**(Unaudited)**

	June 30, 2021	March 31, 2021
<b>Assets</b>		
Current Assets:		
Cash and cash equivalents	\$ 700	\$ 1,796
Total current assets	700	1,796
Noncurrent Assets:		
Property and equipment, net	1,762	1,859
Intangible assets, net	-	219,880
Unproved oil and gas properties, Full cost	5,550,000	5,550,000
Total noncurrent assets	5,551,762	5,771,739
Total Assets	\$ 5,552,462	\$ 5,773,535
<b>Liabilities and Stockholders' Deficit</b>		
Current Liabilities:		
Accounts payable	47,555	50,276
Accrued liabilities	282,710	325,698
Convertible debts, net	378,599	496,487
Notes payable	206,365	206,365
Notes payable - related party	159,835	114,335
Due to related party	337,566	288,905
Accrued settlement	252,770	252,770
Series C Convertible preferred stock, \$.00001 par, 20,000,000 shares authorized, 1,000,000 issued and outstanding	5,750,000	5,750,000
Series C accrued dividends	2,762,953	2,547,328
Total current liabilities	10,178,353	10,032,164
Total Liabilities	10,178,353	10,032,164
Stockholders' Deficit:		
Preferred Stock:		
Series A Convertible preferred stock, \$.00001 par, 130,000,000 shares authorized and 2,290 shares issued and outstanding, respectively	-	-
Series B Convertible preferred stock, \$.00001 par, 70,000,000 shares authorized none issued and outstanding	-	-
Common stock, \$.00001 par, 20,000,000,000 shares authorized and 76,383,030 and 63,455,977 shares issued and outstanding, respectively	765	636
Additional paid-in capital	9,681,630	9,446,699
Accumulated deficit	(14,308,286)	(13,705,964)
Total Stockholders' Deficit	(4,625,891)	(4,258,629)
Total Liabilities and Stockholders' Deficit	\$ 5,552,462	\$ 5,773,535

See accompanying notes to the unaudited financial statements.

**WRIT Media Group, Inc.**  
**Consolidated Statements of Operations**  
**(Unaudited)**

	Three Months Ended	
	June 30, 2021	June 30, 2020
<b>Revenue</b>		
Revenue	\$ -	\$ 4,584
<b>Operating Costs and expenses:</b>		
Wages and benefits	37,500	37,500
Legal fee	26,189	7,345
General and administrative	245,334	234,726
Total operating expenses	309,023	279,571
Loss from operations	(309,023)	(274,987)
<b>Other income (expenses):</b>		
Interest expense	(265,174)	(213,363)
Change in fair value of preferred shares dividends	(28,125)	(28,125)
Net loss	\$ (602,322)	\$ (516,475)
Loss per share - basic and diluted	\$ (0.01)	\$ (0.05)
Weighted average shares outstanding - basic and diluted	74,290,010	60,720,356

See accompanying notes to the unaudited financial statements.

**WRIT Media Group, Inc.**  
**Statements of Stockholders' Equity (Deficit)**  
**For the three months ended June 30, 2021 and 2020**  
**(Unaudited)**

	Common Stock		Preferred Stock - Series A		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid-in Capital	Deficit	Stockholders' Equity
Balance March 31, 2021	63,680,977	\$ 636	2,290	\$ -	\$ 9,446,699	\$ (13,705,964)	\$ (4,258,629)
Issuance of shares for conversion of debt and accrued interest	12,927,053	129	-	-	234,931	-	235,060
Net loss	-	-	-	-	-	(602,322)	(602,322)
Balance June 30, 2021	<u>76,608,030</u>	<u>\$ 765</u>	<u>2,290</u>	<u>\$ -</u>	<u>\$ 9,681,630</u>	<u>\$ (14,308,286)</u>	<u>\$ (4,625,891)</u>
Balance March 31, 2020	60,720,356	606	2,290	-	9,260,167	(11,408,011)	(2,147,238)
Net loss	-	-	-	-	-	(516,475)	(516,475)
Balance June 30, 2020	<u>60,720,356</u>	<u>\$ 606</u>	<u>2,290</u>	<u>\$ -</u>	<u>\$ 9,260,167</u>	<u>\$ (11,924,486)</u>	<u>\$ (2,663,713)</u>

See accompanying notes to the unaudited financial statements.

**WRIT Media Group, Inc.**  
**Statements of Cash Flows**  
**(Unaudited)**

	Three Months Ended	
	June 30, 2021	June 30, 2020
<b>Cash Flows from Operating Activities:</b>		
Net loss	\$ (602,322)	\$ (516,475)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization expense	219,977	220,771
Change in fair value of preferred shares	28,125	28,125
Accrued Preferred C dividends	187,500	187,500
Amortization of debt discount	41,667	-
Changes in operating assets and liabilities:		
Accounts payable	(2,721)	(52,565)
Accrued liabilities	32,517	25,863
Accounts payable and accrued expenses - related party	48,661	33,055
Net cash used in operating activities	<u>(46,596)</u>	<u>(73,726)</u>
<b>Cash Flows from Financing Activities:</b>		
Advances from related party	45,500	64,148
Proceeds from notes payable	-	12,983
Net cash provided by financing activities	<u>45,500</u>	<u>77,131</u>
Net change in cash and cash equivalents	(1,096)	3,405
Cash and cash equivalents, at beginning of period	1,796	865
Cash and cash equivalents, at end of period	<u>\$ 700</u>	<u>\$ 4,270</u>
<b>Supplemental disclosures of cash flow information:</b>		
Cash paid for interest	<u>\$ 1,490</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>
<b>Supplemental disclosure of non-cash investing and financing activities:</b>		
Common shares issued for conversion of notes payable and accrued interest	<u>\$ 235,060</u>	<u>\$ -</u>

See accompanying notes to the unaudited financial statements.

**WRIT Media Group, Inc.**  
**Notes to Consolidated Financial Statements**  
**(Unaudited)**

**NOTE 1 – ORGANIZATION, BUSINESS OPERATIONS AND SIGNIFICANT ACCOUNTING POLICIES**

**Organization and Business Operations**

WRIT Media Group, Inc. (“we”, “our”, “WRIT” or the “Company”) was incorporated in Delaware on March 9, 2007 to produce films, television programs and similar entertainment programs for various media formats. The Company has four wholly owned subsidiaries: Front Row Networks, Inc., Amiga Games, Inc., and Retro Infinity, Inc.

Front Row Networks, Inc. is a content creation company which produces, acquires and distributes live concerts in 3D for initial worldwide digital broadcast into digitally-enabled movie theaters, TV and mobile streaming providers.

On August 19, 2013, the Company acquired certain software through the purchase of 100% of Amiga Games Inc. in exchange for 500,000 shares. Amiga Games Inc. became WRIT’s wholly-owned subsidiary.

Amiga Games Inc. licenses classic pre-Windows computer game libraries and adapts and republishes the most popular titles for smartphones, modern game consoles, PCs, tablets, and other television streaming devices.

WRIT also established a new company, Retro Infinity Inc., to publish and brand games that were not originally released for Amiga brand computers. The two companies tap into the growing “retro gaming” marketplace, building on the “Amiga”, “Atari”, and “MS-DOS” brands, delivering retro-gaming titles adapted for modern devices as well as merchandise featuring brands and characters from the games.

On January 22, 2014, the Company changed the name of the corporation to WRIT Media Group, Inc.

On April 12, 2018, the Company acquired certain unproved oil and gas properties through the purchase of 100% of Bison Oil and Gas Corporation. Bison Oil and Gas Corporation became WRIT’s wholly-owned subsidiary.

**Basis of Presentation and Consolidation**

The accompanying unaudited interim financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and the rules of the Securities and Exchange Commission, and should be read in conjunction with the financial statements and notes thereto contained in the Company’s annual report for the year ended March 31, 2021 as filed on the OTC Markets. In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of financial position and the results of operations for the interim periods presented have been reflected herein. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year. Notes to the consolidated financial statements which would substantially duplicate the disclosure contained in the audited financial statements as reported in the annual report have been omitted.

**Oil and Gas Properties**

We account for our oil and natural gas producing activities using the full cost method of accounting as prescribed by the United States Securities and Exchange Commission (SEC). Under this method, subject to a limitation based on estimated value, all costs incurred in the acquisition, exploration, and development of proved oil and natural gas properties, including internal costs directly associated with acquisition, exploration, and development activities, the costs of abandoned properties, dry holes, geophysical costs, and annual lease rentals are capitalized within a cost center. Costs of production and general and administrative corporate costs unrelated to acquisition, exploration, and development activities are expensed as incurred.

Costs associated with unevaluated properties are capitalized as oil and natural gas properties but are excluded from the amortization base during the evaluation period. When we determine whether the property has proved recoverable reserves or not, or if there is an impairment, the costs are transferred into the amortization base and thereby become subject to amortization.

We assess all items classified as unevaluated property on at least an annual basis for inclusion in the amortization base. We assess properties on an individual basis or as a group if properties are individually insignificant. The assessment includes consideration of the following factors, among others: intent to drill; remaining lease term; geological and geophysical evaluations; drilling results and activity; the assignment of proved reserves; and the economic viability of development if proved reserves are assigned. During any period in which these factors indicate that there would be impairment, or if proved reserves are assigned to a property, the cumulative costs incurred to date for such property are transferred to the amortizable base and are then subject to amortization.

No additional improvements or investments have been made on the properties during the three months ending June 30, 2021

### **Net Loss per Share**

In accordance with ASC 260 "Earnings per Share," basic net loss per common share is computed by dividing net loss for the period by the weighted average number of common shares outstanding during the period. Diluted net loss per share is computed by dividing the net loss for the period by the weighted average number of common and common equivalent shares, such as stock options and warrants, outstanding during the period. Such common equivalent shares have not been included in the computation of net loss per share as their effect would be anti-dilutive.

### **NOTE 2 – GOING CONCERN**

These financial statements have been prepared in accordance with generally accepted accounting principles applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. At June 30, 2021 the Company had not yet achieved profitable operations and expects to incur further losses in the development of its business, all of which raise substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to generate future profitable operations and/or to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. Management has no formal plan in place to address this concern but considers that the Company will be able to obtain additional funds by equity financing and/or related party advances, however there is no assurance of additional funding being available.

Although management is currently attempting to implement its business plan, and is seeking additional sources of equity or debt financing, there is no assurance these activities will be successful.

### **NOTE 3 – NOTES PAYABLE**

Note payable consists of the following:

	<b>June 30, 2021</b>	<b>March 31, 2021</b>
Notes payable	\$ 206,365	\$ 206,635
Notes payable – related party	\$ 159,835	\$ 114,335

### ***Notes Payable***

#### **Magna Group LLC/Hanover Holdings I, LLC ("Magna")**

From the period of July 10, 2014, through December 17, 2014, the Company borrowed a total of \$85,750 from Magna which the company defaulted on. As part of the settlement on August 4, 2020 the notes were combined into a single, non-convertible note along with the accrued interest outstanding at the time of the note. The new note has a balance of \$188,825 and accrues interest at a rate of 9%

#### **SBA – PPP Loan**

On June 18, 2020, the Company received \$8,983 of proceeds from the Small Business Administration's Paycheck Protection Program ("PPP Loan"). The funds will be subject to repayment and a 1% interest rate if not forgiven in accordance

with the program. During the year ended March 31, 2021, the Company applied for loan forgiveness under the provisions of Section 1106 of the Coronavirus Aid, Relief, and Economic Security Act (the "CARES Act"). The forgiveness application was reviewed by both the lending bank and SBA. On March 31, 2021, the Company was notified that the outstanding principal and accrued interest for the PPP Loan was forgiven in full by the SBA. Accordingly, the company recorded a gain on forgiveness of the loan as of March 31, 2021.

On February 24, 2021, the Company received an additional \$13,540 of proceeds from the Small Business Administration's Paycheck Protection Program ("PPP Loan"). The funds will be subject to repayment and a 1% interest rate if not forgiven in accordance with the program.

#### SBA – EID Loan

On April 24, 2020, the Company received \$4,000 of proceeds from the Small Business Administration's Economic Injury Disaster Loan program ("EID Loan"). The funds will be subject to repayment and a 3.75% interest rate if not forgiven in accordance with the program.

#### **Notes Payable – Related Party**

##### EAM Delaware LLC

On August 1, 2018, the Company entered in an agreement to borrow up to \$250,000 from related party EAM Delaware LLC, for purposes of provided working capital to the company. The maturity date of this secured note is August 1, 2021 and this loan bears an interest rate of 0% per annum from the issuance date. No borrowings were made against the note during the three months ending June 30, 2021 and the remaining balance due is \$44,000

On May 15, 2020, the Company entered in an agreement to borrow up to \$250,000 from related party EAM Delaware LLC, for purposes of provided working capital to the company. The maturity date of this secured note is May 15, 2021 and this loan bears an interest rate of 8% per annum from the issuance date. The company borrowed a total of \$45,500 during the three months ending June 30, 2021 and the remaining balance due is \$115,835.

#### **NOTE 4 – CONVERTIBLE DEBT**

<b>Convertible debt outstanding, net of debt discount of \$83,334 on March 31, 2021</b>	<b>\$ 496,487</b>
Less: conversion of convertible debts for common shares	(159,555)
Add: amortization of debt discount	41,667
<b>Convertible debt outstanding, net of debt discount of \$41,667 on June 30, 2021</b>	<b>\$ 378,599</b>

##### **Eagle Equities LLC**

On April 26, 2018, the Company borrowed \$105,000 from Eagle Equities LLC. The maturity date of this note is April 26, 2019. This loan bears an interest rate of 10% per annum. Interest on overdue principal after default accrues at an annual rate of 22%. After 180 days following the date of the note, Eagle Equities LLC. has the right to convert all or a portion of the remaining outstanding principal amount of this note into shares of the Company's Common Stock. The conversion price will be 60% multiplied by the lowest trading price for the Common Stock during the 15 prior day trading period ending on the latest complete trading day prior to the conversion date. The conversion price has a floor price of \$.00004 per share.

On March 22, 2021, pursuant to the conversion features, Eagle elected to convert \$13,695 of principal and \$6,200 of accrued interest on the notes into 2,960,621 shares of the company's common stock.

In addition, due to the events of default and additional \$57,750 and \$13,000 was added to the principal balance of the notes during the year ending March 31, 2021 and 2020, respectively.

During the three months ended June 30, 2021, pursuant to the conversion features, Eagle elected to convert the remaining principal balance of \$159,555 and \$75,505 of accrued interest on the notes into 12,927,053 shares of the company's common stock. The note is considered converted in full with a remaining balance of \$0 as of June 30, 2021.

On July 23, 2018, the Company borrowed \$25,000 from Eagle Equities LLC. The maturity date of this note is July 22, 2019. This loan bears an interest rate of 10% per annum. Interest on overdue principal after default accrues at an annual rate of 22%. After 180 days

following the date of the note, Eagle Equities LLC. has the right to convert all or a portion of the remaining outstanding principal amount of this note into shares of the Company's Common Stock. The conversion price will be 60% multiplied by the lowest trading price for the Common Stock during the 15 prior day trading period ending on the latest complete trading day prior to the conversion date. The conversion price has a floor price of \$.00004 per share. Due to the events of default and additional \$2,500 was added to the principal balance of the notes during the year ending March 31, 2020.

### **Lightcatcher Film Company**

On September 23, 2020, the Lightcatcher Film Company purchased the outstanding related party note payable from EAM Delaware in the amount of \$250,000. The maturity date of this note is September 23, 2021 and bears an interest rate of 10% per annum. Interest on overdue principal after default accrues at an annual rate of 22%. After 180 days following the date of the note, Lightcatcher Film Company has the right to convert all or a portion of the remaining outstanding principal amount of this note into shares of the Company's Common Stock. The conversion price will be 60% multiplied by the lowest trading price for the Common Stock during the 15 prior day trading period ending on the latest complete trading day prior to the conversion date. The conversion price has a floor price of \$.00004 per share.

The Company evaluated the embedded conversion feature within the above convertible note payable under ASC 815-15 and ASC 815-40 and determined embedded conversion feature does not meet the definition of a liability. Then the Company evaluated the conversion feature for a beneficial conversion feature at inception. The Company accounted for the intrinsic value of a Beneficial Conversion Feature inherent to the convertible notes payable and a total debt discount of \$166,667 was recorded on the note. The company amortized \$41,667 of the debt discount during the three months ended June 30, 2021 and the remaining unamortized discount is \$41,667.

### **Bluway Marketing, LLC**

The Company has three convertible notes payable outstanding with Bluway Marketing, LLC, all with maturity dates between March 5, 2015 and June 17, 2015. The loans bears an interest rate of 8% per annum and interest on overdue principal after default accrues at an annual rate of 22%. After 180 days following the date of the notes, Bluway Marketing LLC. has the right to convert all or a portion of the remaining outstanding principal amount of this note into shares of the Company's Common Stock. The conversion price will be 55% multiplied by the lowest three trading prices for the Common Stock during the 10 trading day period ending on the latest complete trading day prior to the conversion date. The conversion price has a floor price of \$.00004 per share. As of March 31, 2021 the outstanding principle on the three notes is \$142,765 and is in default.

## **NOTE 5 – PREFERRED STOCK**

Each share of Series A preferred stock is convertible at any time into the number of common shares equal to four times the sum of all outstanding common and Series B and Series C preferred shares at the time of conversion divided by the number of Series A preferred shares. Series A shareholders may receive dividends as declared by the Board. The Company has 2,290 Series A preferred shares outstanding at March 31, 2021 and 2020.

Each share of Series B preferred stock is convertible into the number of common shares equal to the designated \$2 initial price of the Series B preferred stock divided by one hundred times the par value of the common stock subject to adjustments as may be determined by the Board of Directors from time to time. Series B shareholders may receive dividends as declared by the Board. The Company has no Series B shares outstanding at March 31, 2021 and 2020.

The Company evaluated the application of ASC 815-15 and ASC 815-40 for the embedded conversion feature of preferred stock listed above and concluded the embedded conversion option should be classified as equity for Series A and B.

Each share of Series C preferred stock has a stated value of \$5 and is convertible at any time, at a 15% discount to the average closing sales price for the five trading days prior to the conversion date, into common shares. Series C holders are entitled to a 15% dividend per year, which are also convertible. Accrued dividends are recorded to Interest Expense on the Statement of Operations. The Company has 1,000,000 Series C shares outstanding at June 30, 2021. The Series C preferred stock is being accounted for as stock settled debt in accordance with ASC 480-10 and as such is classified as a liability based on the value of shares to be issued upon conversion.

## **NOTE 6 – EQUITY**

### Shares issued for convertible notes:

During the three months ended June 30, 2021, \$159,555 of convertible debts with accrued interest of \$75,505 was converted into 12,927,053 shares of common stock.



## **NOTE 7 - RELATED PARTY BALANCES AND TRANSACTIONS**

During the three months ended June 30, 2021 and 2020, the Company incurred \$37,500 of compensation expense for Eric Mitchell, the Company CEO and CFO. As of June 30, 2021, the accrued compensation owed to Eric Mitchell, is \$279,713, which is report under “due to related party”.

During the three months ended June 30, 2021, an aggregate amount of \$15,868 was advanced by Eric Mitchell and a total of \$2,206 of advances were repaid by the Company to Eric Mitchell which is report under “due to related party”.

## **NOTE 8 – COMMITMENTS AND CONTINGENCIES**

On July 21, 2016, Magna Equities II, LLC and Hanover Holdings I, LLC (collectively as “Magna”) commenced an action against the Company, and its former and current transfer agents (collectively as the “Parties”), in the Supreme Court of the State of New York, County of New York. Magna seeks monetary damages and injunctive relief related to Magna’s loans to the Company which were secured by convertible promissory notes and which collectively have a principal balance equal to \$85,750. Magna alleges breach of contract, conversion, and violations of Article 8 of the Uniform Commercial Code and sought relief in excess of \$8,406,000. On October 10, 2017, the court entered a default against the Company on account of a failure by the Company’s counsel to file an answer to Magna’s complaint. Thereafter, the court referred the matter to a referee for the purpose of conducting an inquest to determine damages. Following the entry of the default, the Company retained new counsel. On August 4, 2020, the court awarded Magna \$188,237.17 in principal and interest, costs of \$4,048.84 and legal fees \$248,720.81 for a total judgment of \$441,535.21. On September 16, 2020, the Company filed a Notice of Appeal with the New York County Supreme Court seeking the reversal of the Order and Judgment as awarded attorneys’ fees and costs to Magna and a determination that Company was the prevailing party in the litigation, and remand for the assessment of attorneys’ fees and costs to which Magna is entitled. Magna has counter-appealed, and Company will continue to defend this action and has reason to believe that the amount of Magna’s claim was overstated and the legal costs were not sustained at the inquest. The Company has recorded the settlement fees of \$252,770 in accrued settlement on the balance sheet as of June 30, 2021.

On April 8, 2021, Mr. George Sharp (“Sharp”) filed suit against the Company in the Court of Chancery of the State of Delaware. Sharp seeks to appoint himself as custodian of the Company. On April 20, 2021 Sharp filed for a Temporary Restraining Order (“TRO”) and Motion to Expedite against the Company seeking to prevent the sale and issuance of Company securities. On May 25, 2021, the Court denied the TRO and Motion to Expedite, and stayed the custodian case pending a decision from amicus curiae in the Forum Mobile case that is before the Court. Although the Company has reason to believe that it will prevail on the merits of its case against Sharp, the litigation could have a lengthy duration, and the ultimate outcome cannot be predicted at this time.

On May 25, 2021, Mr. George Sharp (“Sharp”) filed shareholder derivative complaint against the Company in the Superior Court of California, County of Los Angeles. Sharp had previously filed a similar previous lawsuit in 2011 which was dismissed on February 16, 2012 and included a settlement agreement signed by Sharp which was filed with the Superior Court of California, County of Los Angeles (Case Number: BC461550), and again in 2016 which was dismissed on February 28, 2017 and included a settlement agreement signed by Sharp which was filed with the Superior Court of California, County of San Diego. Sharp seeks monetary damages and alleges breach of fiduciary duty, waste of corporate assets, and unjust enrichment. The litigation is in its preliminary stages, the Company has filed a Demurrer on July 26, 2021. Although the Company has reason to believe that it will prevail on the merits of its case against Sharp, the litigation could have a lengthy duration, and the ultimate outcome cannot be predicted at this time.

## **NOTE 9 – SUBSEQUENT EVENTS**

Management has evaluated events through September 1, 2021, the date these financial statements were available for issuance, and determined there were no events requiring disclosures.