BITFRONTIER CAPITAL HOLDINGS INC.

INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

BITFRONTIER CAPITAL HOLDINGS, INC.
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	SEPTEMBER 30, 2021	DECEMBER 31, 2020
ASSETS		
Current Assets:		
Cash	$ 69,143	$ 44,950
Accounts receivable	42,444	27,553
Prepaid expenses and sundry assets	796,494	786,014
Total Current Assets	908,081	858,517
FIXED -at cost		
Building	45,645	45,645
Cryptocurrency Mining Warehouse	420,898	124,746
Cryptocurrency Mining Warehouse Land	136,733	
Cryptocurrency Miners and Support Equipment	391,556	165,671
Furniture and equipment	16,834	16,834
Land	5,000	5,000
Machinery & Equipment	47,674	5,853
Vehicle-Sequioa 2014	49,949	49,949
Z Accumulated depreciation	(79,740)	(78,584)
TOTAL ASSETS	$ 1,942,629	$ 1,193,631
LIABILITIES & STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Accounts payable and accrued liabilities	$ 1,180,935	$ 878,413
Notes payable - related parties	46,224	27,177
Notes Payable - convertible net of discount	1,213,144	259,000
Total Current Liabilities	2,440,302	1,164,590
Stockholders' Deficit		
Preferred Stock		
Series C Convertible - 15,000,000 shares authorized, par value $0.0001 each		
- issued and outstanding - 5,000,000 (December 31, 2020 - 5,620,000)	500	562
Series D, Super Voting, - 51 shares authorized, par value $0.0001 each		
- issued and outstanding - 51 (51 - December 31, 2020)	1	1
Blank Check - 4,999,949 shares authorized, par value $0.0001 each		
- issued and outstanding - none (2020 - none)	-	-
Common stock		
495,000,000 shares authorized, par value $0.00001 each		
296,895,308 shares issued and outstanding at September 30, 2021	2,986	2,192
219,145,701 shares issued and outstanding at December 31, 2020		
Common stock issuable - 31,874,997 (31,874,997 - December 31, 2020)	319	268
Additional Paid-In Capital	2,289,610	2,315,164
Accumulated other comprehensive income	-	22,490
Accumulated deficit during development stage	(2,791,090)	(2,311,637)

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

Total Stockholders' Deficit	(497,674)	29,040
TOTAL LIABILITES & STOCKHOLDERS' DEFICIT	$ 1,942,629	$ 1,193,631

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

BITFRONTIER CAPITAL HOLDINGS, INC.
CONSOLIDATED STATEMENT OF OPERATIONS
(UNAUDITED)

	NINE MONTHS ENDED SEPTEMBER 30, 2021	NINE MONTHS ENDED SEPTEMBER 30, 2020
Revenue:		
Income	$ 454,087	$ 124,164
Total Income	454,087	124,164
COST OF GOODS SOLD	234,709	73,030
GROSS PROFIT	219,378	51,134
Operating expenses		
Professional fees	-	-
General and administrative	698,830	151,639
Total Operating Expenses	698,830	151,639
Operating Loss	(479,453)	(100,506)
OTHER		
Interest expense	-	(3,229)
Net Loss	(479,453)	(103,734)
Currency translation	-	-
NET COMPREHENSIVE LOSS	$ (479,453)	$ (103,734)
Per Share Information:		
Weighted average number of common shares outstanding	288,715,847	191,601,751
Net Income(Loss) per common share - Basic and fully diluted	$ (0.002)	$ (0.001)

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

BITFRONTIER CAPITAL HOLDINGS, INC.
CONSOLIDATED STATEMENT OF STOCKHOLDERS' DEFICIT
(UNAUDITED)

	PREFERRED STOCK SERIES A		PREFERRED STOCK SERIES B		PREFERRED STOCK SERIES D		PREFERRED STOCK SERIES C		
	# of Shares	**Amount**	**# of Shares**	**Amount**	**# of Shares**	**Amount**	**# of Shares**	**Amount**	**TOTALS**
Balance - January 1, 2021					51	$ 1	5,620,000	$ 562	$ 563
Correction of prior year's issued amount	-	-	-	-	-	-	-	-	-
Preferred stock cancelled					-	-	(620,000)	(62)	(62)
Common stock cancelled	-	-	-	-	-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-	-	-
Common stock issuable	-	-	-	-	-	-	-	-	-
Net Loss - September 30, 2021	-	-	-	-	-	-	-	-	-
Balances - September 30, 2021	-	$ -	-	$ -	51	$ 1	5,000,000	$ 500	$ 501

		COMMON STOCK		PAID IN	ACCUMULATED COMPREHENSIVE	ACCUMULATED	ISSUABLE		
	FORWARD	**# of Shares**	**Amount**	**CAPITAL**	**INCOME**	**DEFICIT**	**COMMON**	**PREFERRED**	**TOTALS**
Balance - January 1, 2021	$ 563	219,145,701	$ 2,192	$ 2,315,164	$ -	$ (2,311,637)	$ -	$ -	6,282
Correction of prior year's issued amount	-	-	-	(57,838)	-	-	-	-	(57,838)
Preferred stock cancelled	(62)	-	-	62	-	-	-	-	-
Common stock cancelled	-	-	-	-	-	-	-	-	-
Common stock issued for cash	-	77,749,607	777	32,222	-	-	-	-	32,999
Common stock issueable		31,874,997	319				-		319
Net Loss - September 30, 2021	-	-	-	-	-	(479,453)	-	-	(479,453)
Balances - September 30, 2021	$ 501	328,770,305	$ 3,288	$ 2,289,610	$ -	$ (2,791,090)	$ -	$ -	$ (497,691)
Balance less unissued shares (1)		296,895,308							

(1) See footnotes on item 3(A)

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

BITFRONTIER CAPITAL HOLDINGS, INC.
CONSOLIDATED STATEMENT OF CASH FLOWS
(UNAUDITED)

	NINE MONTHS ENDED SEPTEMBER 30,	
	2021	**2020**
Cash Flows from Operating Activities:		
Net loss	$ (479,453)	$ (103,734)
Adjustments to reconcile net income(loss) to net cash used in operating activities	$ 333,107	$ 82,683
Changes in operating assets and liabilities	-	10,202
Net Cash Provided By Operating Activities	(146,346)	(10,850)
Cash Flows from Financing Activities:		
Notes and stockholder advances	1,086,288	92,185
Issuance and issuable stock for cash	-	42,000
Distributions	(160,356)	(16,577)
Net Cash Provided By Financing Activities	925,932	117,608
Cash Flows from Investing Activities:		
Acquisition of crytocurrency miners/support equipment	(229,007)	-
Cryptocurrency Warehouse	(296,152)	
Cryptocurrency Warehouse Land	(136,733)	
Purchase of equipment	(136,012)	(65,012)
Net Cash Used In Investing Activities	(797,904)	(65,012)
Net Change in Cash	(18,318)	41,747
Cash and Cash Equivalents - Beginning of Period	87,461	45,714
Cash and Cash Equivalents - End of Period	$ 69,143	$ 87,461

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

NOTE 1 - NATURE OF BUSINESS

ORGANIZATION

BitFrontier Capital Holdings, Inc. (Formerly AOM Minerals, Ltd.) was incorporated in the State of Nevada on June 3, 2005. We were an exploration stage company. We were originally engaged in the acquisition and exploration of mineral properties with a view to exploiting any mineral deposits we discover. We had owned at one time a 100% beneficial interest in two mineral claims known as the Maybe property. Our plan of operation was to conduct exploration work on the Maybe property in order to ascertain whether it possesses economic quantities of silver, gold and copper. These claims were abandoned in 2007.

Effective December 5, 2007, the Company changed its name to "Purio Inc." and entered into a share exchange agreement with Purio Environmental Water Source, Inc. ("PEWS"), a private Nevada corporation, and the shareholders of PEWS. Pursuant to the share exchange agreement, the Company issued 27,734,603 shares of its common stock in return for all outstanding shares of PEWS. By this means, PEWS became a 100% owned subsidiary of the Company. As such our financial statements reflect operating results from the inception of the subsidiary which was November 16, 1999.

PEWS owned proprietary water clarification technology suitable to a broad number of applications including the clarification of surface water, industrial process water and sewage. The Company was marketing this technology initially for industrial and commercial applications to reclaim water and reduce the need for fresh water in such applications.

In August 2010, the Company was redomiciled in the State of Wyoming.

Effective December 13, 2017, the Company entered into an agreement of merger with Bitfrontier Capital Investments, Inc., a Wyoming Corporation. To facilitate the merger, Purio, Inc. created a new wholly owned subsidiary BitFrontier Acquisitions Inc. solely for the use in this merger agreement. As a result of the plan of merger agreement, BitFrontier Acquisitions, Inc. merged with an into BitFrontier Capital Investments, Inc. with BitFrontier Capital Investments, Inc. being the Surviving Corporation and becoming a wholly owned subsidiary of Purio, Inc.

On December 20, 2017, the Company changed its name from Purio, Inc. to BitFrontier Capital Holdings, Inc.

On January 2, 2018, Purio, Inc. filed a corporate action with the Financial Industry Regulatory Authority ("FINRA") to affect a name change to BitFrontier Capital Holdings, Inc. and to change its ticker symbol from PURO to BITF, with a requested effective date of January 12, 2018. The Company received notification from FINRA on February 2, 2018 that the name and ticker change was set effective in the marketplace on February 5, 2018. The name of the Company changed to BitFrontier Capital Holdings, Inc. and the ticker changed to BFCH.

Effective January 13, 2018, the Company entered into an agreement and plan of merger with BitFrontier Technologies, Inc., a Wyoming Corporation. To facilitate the merger, BitFrontier Capital Holdings, Inc. created a new wholly-owned subsidiary BitFrontier Merger, Inc. solely for the use in this merger agreement. As a result of the plan of merger agreement, BitFrontier Merger, Inc. merged with an into BitFrontier Technologies, Inc. with BitFrontier Technologies, Inc. being the Surviving Corporation and becoming a wholly owned subsidiary of BitFrontier Capital Holdings, Inc.

BitFrontier Capital Holdings business plan is to concentrate on cryptocurrency related investments and development opportunities through cryptocurrency mining, investments in private and/or public entities, joint ventures and acquisitions of blockchain related companies. BitFrontier Capital Holdings has two wholly owned operating subsidiaries, BitFrontier Capital Investments, Inc. and BitFrontier Technologies, Inc. Through the Company's wholly owned subsidiary, BitFrontier Technologies, Inc., the Company plans to build a warehouse specifically designed for hosting cryptocurrency mining equipment.

NOTE 1 - NATURE OF BUSINESS (continued)

ORGANIZATION (continued)

Cryptocurrency mining (e.g. bitcoin mining) entails running ASIC (application-specific integrated circuit) servers or other specialized servers which solve a set of prescribed complex mathematical calculations in order to add a block to a blockchain and thereby confirm digital asset transactions. A party which is successful in adding a block to the blockchain is awarded a fixed number of digital assets in return.

The Company's business segments will be divided into three operating segments:

Cryptocurrency Mining- Through the Company's wholly owned subsidiary, BitFrontier Technologies, Inc., the Company, upon obtaining the required financing, plans to build a warehouse specifically designed for hosting cryptocurrency mining equipment. Cryptocurrency mining (e.g. bitcoin mining) entails running ASIC (application-specific integrated circuit) servers or other specialized servers which solve a set of prescribed complex mathematical calculations in order to add a block to a blockchain and thereby confirm digital asset transactions. A party which is successful in adding a block to the blockchain is awarded a fixed number of digital assets in return.

Strategic Acquisitions- The Company will explore various Strategic Acquisitions of private companies that we believe will benefit from the exposure of the public markets. Once we identify an acquisition, BitFrontier Capital Holdings, Inc. will incubate them until they can be self-sustaining at which point we will spin them off into their own public company providing a dividend for our shareholders. BitFrontier Capital Holdings, Inc. will retain a percentage for our services, as well as provide the option to maintain an ongoing consulting agreement until the new management feels they have the necessary skills and experience to run their company successfully.

Direct Investments- Through the Company's wholly owned subsidiary, BitFrontier Capital Investments, Inc., the Company may, at its election, directly invest in private and/or public entities either through stock purchase agreements, debentures, joint ventures or a hybrid of each. The Company's planned investments will focus on those entities whose near-term goals are to maximize shareholder value with the help of our infusion of cash.

BASIS OF PRESENTATION

The Company has not earned any revenues from limited principal operations. Accordingly, the Company's activities have been accounted for as those of a "Development Stage Enterprise" as set forth in Financial Accounting Standards Board Statement No. 7 ("SFAS 7"). Among the disclosures required by SFAS 7 are that the Company's financial statements be identified as those of a development stage company, and that the statements of operations, stockholders' equity (deficit) and cash flows disclose activity since the date of the Company's inception.

BASIS OF ACCOUNTING

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. All intercompany transactions have been eliminated. In the opinion of management these interim financial statements contain all of the disclosures necessary to make these financial statements not misleading.

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NOTE 1 - NATURE OF BUSINESS (continued)

BASIS OF ACCOUNTING

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

GOING CONCERN

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has minimal operations with an accumulated deficit of $2,791,090 to September 30, 2021. The Company intends to commence operations as set out above and raise the necessary funds to carry out the aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding.

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

USE OF ESTIMATES

The preparation of financial statements in conformity with U.S. 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 consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

CASH AND CASH EQUIVALENTS

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instructions with original maturities of three months or less.

FINANCIAL INSTRUMENTS

The FASB issued ASC 820-10, *Fair Value Measurements and Disclosures*, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

FINANCIAL INSTRUMENTS (continued)

- Level 1: Quoted prices in active markets for identical assets or liabilities

- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.

- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

CONCENTRATIONS AND CREDIT RISKS

The Company's financial instruments that are exposed to concentrations and credit risk primarily consist of its cash, sales and accounts receivable.

Cash - The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

FOREIGN CURRENCY TRANSLATION

The accounts of the Company are accounted for in accordance with the Statement of Financial Accounting Statements No. 52 ("SFAS 52"), "Foreign Currency Translation". The financial statements of the Company are translated into US dollars as follows: assets and liabilities at year-end exchange rates; income, expenses and cash flows at average exchange rates; and shareholders' equity at historical exchange rate.

Monetary assets and liabilities, and the related revenue, expense, gain and loss accounts, of the Company are re-measured at year-end exchange rates. Non-monetary assets and liabilities, and the related revenue, expense, gain and loss accounts are re-measured at historical rates. Adjustments which result from the re-measurement of the assets and liabilities of the Company are included in net income.

SHARE-BASED COMPENSATION

ASC 718, *Compensation – Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity – Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

As of September 30, 2021, and 2020, respectively, there was $Nil of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the quarters ended September 30, 2021, and 2020 respectively.

INCOME TAXES

The Company accounts for income taxes under ASC 740, *Income Taxes*. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. Deferred tax assets or liabilities were offset by a 100% valuation allowance, therefore there has been no recognized benefit as of September 30, 2021, and 2020 respectively. Further it is unlikely with the change of control that the Company will have the ability to realize any future tax benefits that may exist.

COMMITMENTS AND CONTINGENCIES

The Company follows ASC 450-20, *Loss Contingencies*, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

EARNINGS PER SHARE

Net income (loss) per share is calculated in accordance with ASC 260, *Earnings Per Share*. The weighted-average number of common shares outstanding during each period is used to compute basic earnings or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at September 30, 2021 and 2020. Due to net operating loss, there is no presentation of dilutive earnings per share, as it would be anti-dilutive.

FORGIVENESS OF INDEBTEDNESS

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expire, or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid in capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

RECENT ACCOUNTING PRONOUNCEMENTS

We have reviewed all the recently issued, but not yet effective, accounting pronouncements and we do not believe any of these pronouncements will have a material impact on the Company.

In August 2017, the FASB issued ASU No. 2017-12, *Derivatives and Hedging (Topic 815)*, which changes both the designation and measurement guidance for qualifying hedging relationships and the presentation of hedge results, in order to better align an entity's risk management activities and financial reporting for hedging relationships. The amendments expand and refine hedge accounting for both nonfinancial and financial risk components and align the recognition and presentation of the effects of the hedging instrument and the hedged item in the financial statements.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

RECENT ACCOUNTING PRONOUNCEMENTS (continued)

FASB ASU No. 2017-12 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. We are still evaluating the impact that this guidance will have on our financial position or results of operations, and we have not yet determined whether we will early adopt FASB ASU No. 2017-12.

In March 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-09, Compensation – Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting. This guidance changes how companies account for certain aspects of share-based payments to employees. Among other things, under the new guidance, companies will no longer record excess tax benefits and certain tax deficiencies in additional paid-in-capital ("APIC") but will instead record such items as income tax expense or benefit in the income statement, and APIC pools will be eliminated. Companies will apply this guidance prospectively. Another component of the new guidance allows companies to make an accounting policy election for the impact of forfeitures on the recognition of expense for share-based payment awards, whereby forfeitures can be estimated, as required today, or recognized when they occur. If elected, the change to recognize forfeitures when they occur needs to be adopted using a modified retrospective approach. All of the guidance will be effective for the Company in the fiscal year beginning January 1, 2018. Early adoption is permitted. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In February 2016, the FASB issued ASU No. 2016-02, *Leases (Topic 842)*, which establishes new accounting and disclosure requirements for leases. FASB ASU No. 2016-02 requires lessees to classify most leases as either finance or operating leases and to initially recognize a lease liability and right-of-use asset. Entities may elect to account for certain short-term leases (with a term of 12 months or less) using a method similar to the current operating lease model. The statements of operations will include, for finance leases, separate recognition of interest on the lease liability and amortization of the right-of-use asset and for operating leases, a single lease cost, calculated so that the cost of the lease is allocated over the lease term on a straight-line basis. At September 30, 2021 we are contractually obligated to make future payments of nil under our operating lease obligations in existence as of that date, primarily related to long-term leases. While we are in the early stages of our implementation process for FASB ASU No. 2016-02, and have not yet determined its impact on our financial position or results of operations, these leases would potentially be required to be presented on the balance sheet in accordance with the requirements of FASB ASU No. 2016-02. FASB ASU No. 2016-02 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. FASB ASU No. 2016-02 must be applied using a modified retrospective approach, which requires recognition and measurement of leases at the beginning of the earliest period presented, with certain practical expedients available.

In July 2015, the FASB issued ASU No. 2015-11, Inventory (Topic 330): Simplifying the Measurement of Inventory. The guidance requires an entity to measure inventory at the lower of cost or net realizable value, which is the estimated selling prices in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation, rather than the lower of cost or market in the previous guidance. This amendment applies to inventory that is measured using first-in, first-out (FIFO). This amendment is effective for public entities for fiscal years beginning after December 15, 2016, including interim periods within those years. A reporting entity should apply the amendments prospectively with earlier application permitted as of the beginning of an interim or annual reporting period. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

RECENT ACCOUNTING PRONOUNCEMENTS (continued)

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers (“ASU 2014-09”), which requires an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. ASU 2014-09 will replace most existing revenue recognition guidance in U.S. generally accepted accounting principles when it becomes effective. In July 2015, the FASB deferred the effective date of the standard by an additional year; however, it provided companies the option to adopt one year earlier, commensurate with the original effective date. Accordingly, the standard will be effective for the Company in the fiscal year beginning January 1, 2018, with an option to adopt the standard for the fiscal year beginning January 1, 2017. The Company is currently evaluating this standard and has not yet selected a transition method or the effective date on which it plans to adopt the standard, nor has it determined the effect of the standard on its financial statements and related disclosures.

NOTE 3 - INCOME TAXES

Income taxes are provided based upon the liability method. Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against deferred tax assets if management does not believe the Company has met the “more likely than not” standard imposed by accounting standards to allow recognition of such an asset.

Deferred tax assets/liabilities were as follows as of September 30, 2021, and 2020:

Description	2021	2020
Net operating loss carry forward	$ 2,791,090	$ 2,311,637
Valuation allowance	(2,791,090)	(2,311,637)
Total	$ -	$ -

At September 30, 2021, the Company expected no net deferred tax assets to be recognized, resulting from net operating loss carry forwards. Deferred tax assets were offset by a corresponding allowance of 100%.

The Company experienced a change in contro, and therefore no more than an insignificant portion of this net operating allowance will ever be used against future taxable income.

NOTE 4 – NOTES PAYABLE – RELATED PARTIES

The following notes payable were from related parties:

Certain of the advances from Spencer Payne are unsecured, non-interest bearing and have no fixed terms of repayment.

NOTE 5 – CONVERTIBLE NOTES PAYABLE

There were 12 convertible notes payable totaling $1,213,143.65 issued for advances made as follows:

On December 6, 2019, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $45,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On March 18, 2020, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $18,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On June 15, 2020, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $10,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On September 4, 2020, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $45,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On October 13, 2020, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $25,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On December 9, 2020, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $55,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On January 19, 2021, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $70,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On February 19, 2021, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $238,143.65 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On April 16, 2021, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $400,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On May 13, 2021, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $135,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

NOTE 5 – CONVERTIBLE NOTES PAYABLE (continued)

On June 14, 2021, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $100,000 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

On August 5, 2021, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $75,484.21 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion or $0.005 per share at the holder's discretion.

NOTE 6 - COMMITMENTS AND CONTINGENCIES

Risks and Uncertainties

The Company's operations are subject to significant risks and uncertainties including financial, operational and regulatory risks, including the potential risk of business failure.

Legal and other matters

In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company's management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company's financial position or results of operations.

NOTE 7 – MERGER

Effective January 25, 2019, the Company entered into an agreement with TelesisIT, LLC., a Louisiana Limited Liability Company. In exchange for 100% of the outstanding membership units in TelesisIT, BFCH issued 15,000,000 restricted shares of Common Stock with 5,000,000 more to be issued if within 6 months BFCH's stock price does not reach $0.05/share. Subsequently this was amended to 10,000,000 restricted shares of Common Stock.

Effective January 13, 2018, the Company entered into an agreement and plan of merger with BitFrontier Technologies, Inc., a Wyoming Corporation. To facilitate the merger, BitFrontier Capital Holdings, Inc. created a new wholly-owned subsidiary BitFrontier Merger, Inc. solely for the use in this merger agreement. As a result of the plan of merger agreement, BitFrontier Merger, Inc. merged with an into BitFrontier Technologies, Inc. with BitFrontier Technologies, Inc. being the Surviving Corporation and becoming a wholly owned subsidiary of BitFrontier Capital Holdings, Inc. As a result, the Company exchanged all of the shares issued in BitFrontier Technologies, Inc. for 2,500,000 shares of Series C Preferred stock of the Company.

Effective December 13, 2017 the Company entered into an agreement of merger with BitFrontier Capital Investments, Inc., a Wyoming Corporation. To facilitate the merger, Purio, Inc. created a new wholly-owned subsidiary BitFrontier Acquisitions Inc. solely for the use in this merger agreement. As a result of the plan of merger agreement, BitFrontier Acquisitions, Inc. merged with and into BitFrontier Capital Investments, Inc. with BitFrontier Capital Investments, Inc. being the Surviving Corporation and becoming a wholly owned subsidiary of BitFrontier Capital Holdings, Inc. As a result, the Company exchanged all of the shares issued in BitFrontier Capital Investments, Inc. for 2,500,000 shares of Series C Preferred stock of the Company.

NOTE 8 – EQUITY

The Corporation is authorized to issue two classes of stock to be designated, respectively, Common Stock and Preferred Stock. The total number of shares which the Corporation is authorized to issue is 510,000,000 (five hundred and ten million) shares. 495,000,000 shares shall be Common Stock, par value $0.00001 (the "Common Stock"). 15,000,000 shares shall be Preferred Stock, par value $0.0001 (the "Preferred Stock" or "Blank Check Preferred Stock"). The following two classes shall be divided in the following series of stock:

Common Stock Class, par value $0.00001 per share – 495,000,000 shares authorized
Preferred Stock Class, Series C Convertible, par value $0.0001 per share – 10,000,000 shares authorized
Preferred Stock Class, Series D Super Voting, par value $0.0001 per share – 51 shares authorized
Preferred Stock Class, Blank Check, par value $0.0001 per share- 4,999,949 shares authorized

Series C Preferred Stock are convertible at the rate of 2 common shares for each share of Series C Preferred Stock outstanding at the date of conversion. Each Series C Preferred Stock is entitled to the equivalent of 2 common shares in the event a vote of the stockholders is required.

Series D Super Voting Preferred stock are not convertible, and each share has voting rights equal to 0.01967 multiplied by the total issued and outstanding common and preferred shares divided by .49 minus the Numerator.

NOTE 9 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued. Management is not aware of any significant events that occurred subsequent to the balance sheet date that would have a material effect on the consolidated financial statements thereby requiring adjustment or disclosure, other than those noted below:

On October 5, 2021, the company entered into a convertible promissory note with Jeffrey Mutual maturing in 2 years for $155,000.00 with a 10% interest, with the following conversion terms. The Conversion Price shall be equal to 50% of the lowest share price during the 10-previous trading day period prior to conversion.

CERTIFICATION

I, Spencer Payne, President hereby certify that I have prepared the accompanying unaudited financial statements and notes hereto, and that these financial statements and accompanying notes present fairly, in all material respects, the financial position of the issuer and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied.

/s/ Spencer Payne
Spencer Payne, President

I, John Allen, CFO hereby certify that I have prepared the accompanying unaudited financial statements and notes hereto, and that these financial statements and accompanying notes present fairly, in all material respects, the financial position of the issuer and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied.

/s/ John Allen
John Allen, CFO