

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

## **Caduceus Software Systems Corp.**

2123 Pioneer Avenue, Cheyenne, WY 82001

1-347-635-4029

<https://caduceuscorp.co/>

[info@caduceuscorp.co](mailto:info@caduceuscorp.co)

5045

### **Quarterly Report**

**For the Period Ending: September 30, 2021**

**(the "Reporting Period")**

As of September 30, 2021, the number of shares outstanding of our Common Stock was:

585,400,000

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

731,600,000

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

2,339,600,000

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: ☒

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: ☒

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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.

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Caduceus Software Systems 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):

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

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

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:

Caduceus Software Systems Corp is a Wyoming-based holding company with is wholly owned subsidiary McLovin's, a Pet Food and Pet Care company.

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

4401 Eucalyptus Ave, Suite 100, Chino, CA 91762 USA

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:                                     | <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>5,000,000,000</u> | as of date: <u>September 30, 2021</u> |
| Total shares outstanding:                           | <u>585,400,000</u>   | as of date: <u>September 30, 2021</u> |
| Number of shares in the Public Float <sup>2</sup> : | <u>142,100,000</u>   | as of date: <u>September 30, 2021</u> |
| Total number of shareholders of record:             | <u>27</u>            | as of date: <u>September 30, 2021</u> |

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

|  |                    |                                       |
|--|--------------------|---------------------------------------|
| Trading symbol:                                  | <u></u>            |                                       |
| Exact title and class of securities outstanding: | <u>Preferred A</u> |                                       |
| CUSIP:   | <u></u>            |                                       |
| Par or stated value:                             | <u>0.001</u>       |                                       |
| Total shares authorized:                         | <u>50,000,000</u>  | as of date: <u>September 30, 2021</u> |
| Total shares outstanding:                        | <u>0</u>           | as of date: <u>September 30, 2021</u> |

|  |                    |                                       |
|--|--------------------|---------------------------------------|
| Trading symbol:                                  | <u></u>            |                                       |
| Exact title and class of securities outstanding: | <u>Preferred B</u> |                                       |
| CUSIP:   | <u></u>            |                                       |
| Par or stated value:                             | <u>0.001</u>       |                                       |
| Total shares authorized:                         | <u>50,000,000</u>  | as of date: <u>September 30, 2021</u> |
| Total shares outstanding:                        | <u>17,562,000</u>  | as of date: <u>September 30, 2021</u> |

### Transfer Agent

Name: Securities Transfer Corporation  
Phone: 1 469-633-0101  
Email: szhang@stctransfer.com  
Address: 2901 N. Dallas Parkway, Suite 380, Plano, TX, 75093

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.

### 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: ☐

<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.

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

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

| Number of Shares outstanding as of March 31, 2019 | <u>Opening Balance:</u><br>Common: <u>714,600,000</u><br>Preferred A: <u>0</u><br>Preferred B: <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>04/19/19</u>                                   | <u>New issuance</u>   | <u>32,500,000</u>                      | <u>COMMO N</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>COMMO N</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>COMMO N</u>   | <u>\$0.001</u>                                    | <u>NO</u>  | <u>Anna Tang</u>   | <u>Debt Conversion</u>   | <u>Restricted</u>                             |                                 |
| <u>3/31/2021</u>                                  | <u>New issuance</u>   | <u>1,500,000,000</u>                   | <u>COMMO N</u>   | <u>\$0.001</u>                                    | <u>NO</u>  | <u>2600721 ONTARIO INC/ Eric Schindermann</u>  | <u>Control Block for acquisition</u>   | <u>Restricted</u>                             |                                 |
| <u>6/26/2021</u>                                  | <u>Cancellation</u>   | <u>(1,500,000,000)</u>                 | <u>COMMO N</u>   | <u>0.001</u>                                      |  | <u>2600721 ONTARIO INC/ Eric Schinderman</u>   |  |   |                                 |
| <u>6/17/2021</u>                                  | <u>Cancellation</u>   | <u>(108,000,000)</u>                   | <u>COMMO N</u>   | <u>0.001</u>                                      |  | <u>2600721 ONTARIO INC/ Eric Schinderman</u>   |  |   |                                 |
| <u>7/22/2021</u>                                  | <u>Cancellation</u>   | <u>(120,000,000)</u>                   | <u>Common</u>  | <u>0.001</u>                                      |  | <u>Anna Tang</u>   |  |   |                                 |
| <u>7/22/2021</u>                                  | <u>Cancellation</u>   | <u>(26,200,000)</u>                    | <u>Common</u>  | <u>0.001</u>                                      |  | <u>Ankyro Solutions / Richard Tang</u>   |  |   |                                 |
| <u>09/30/2021</u>                                 | <u>New Issuance</u>   | <u>16,391,200</u>                      | <u>Preferred B</u>   | <u>0.001</u>                                      |  | <u>APEX Digital / David Ji</u>   | <u>McLovin's Acquisition</u>   | <u>Restricted</u>                             |                                 |
| <u>09/30/2021</u>                                 | <u>New Issuance</u>   | <u>1,170,800</u>                       | <u>Preferred B</u>   | <u>0.001</u>                                      |  | <u>Alexander Chen</u>  | <u>Compensation</u>  | <u>Restricted</u>                             |                                 |
| Shares Outstanding on: September 30, 2021:        | <u>Ending Balance:</u><br>Common: <u>585,400,000</u><br>Preferred A: <u>0</u><br>Preferred B: <u>17,562,000</u> |  |  |   |  |  |  |   |                                 |

## B. 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: ☐

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

| 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.) |
|-----------------------|--------------------------|-----------------------------------|-----------------------|---------------|---|--|--|
| 3/15/2021             | \$ 500,500               | \$500,500                         | 0                     | 3/15/2022     | Conversion price of the note is \$ 0.005 par value per share.                                 | ARC Technology Holdings / Ahmad Jamous | Loan   |

#### 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: Alexander Chen  
Title: CEO  
Relationship to Issuer: Management

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;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. 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. Financial Statements must be compiled in one document.

#### 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.

<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.

## 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")

We are a holding company focusing on strategic consumer goods acquisitions & merger of commercialized businesses. We are dedicated to supplying quality, healthy and innovative products and solutions. The Company has a pending acquisition with McLovin's Pet Food. McLovin's is a California registered company focusing on the manufacturing and distribution of quality pet foods.

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

NONE

- C. Describe the issuers' principal products or services.

NONE

## 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 and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, 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) 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                |
|---|---|---|------------------------|--------------------|---|---------------------|
| <u>Alexander Chen</u>                         | <u>CEO &amp; Director</u>   | <u>Chino, CA</u>                        | <u>1,170,800</u>       | <u>Preferred B</u> | <u>7%</u>                                 | <u>Compensation</u> |
| <u>Apex Digital / David Ji</u>                | <u>5% Owner</u>   | <u>Los Angeles / CA</u>                 | <u>16,391,200</u>      | <u>Preferred B</u> | <u>93%</u>                                | <u>Acquisition</u>  |
| <u>2600721 ONTARIO INC / ERIC SCHINDERMAN</u> | <u>5% Owner</u>   | <u>Toronto, ON</u>                      | <u>308,000,000</u>     | <u>Common</u>      | <u>52.6%</u>                              |                     |

## 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);

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: Stephen Joseph Laskero  
Firm: The Law of Stephen Joseph Laskero  
Address 1: 3451 Via Montebello, Suite 192-409  
Address 2: Carlsbad, CA, 92009  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Accountant or Auditor

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Investor Relations

Name: \_\_\_\_\_  
Firm: Apollo Assets LLC  
Address 1: 215 East Bay State. STE 201K #650  
Address 2: Charleston, SC 29401  
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: \_\_\_\_\_  
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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Alexander Chen 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.

15/11/2021 [Date]

/s/ Alexander Chen [CEO's Signature]

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

### *Principal Financial Officer:*

I, Alexander Chen 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.

15/11/2021 [Date]

/s/ Alexander Chen [CEO's Signature]

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

**Caduceus Software Systems, Inc.**  
**Quarterly Report**  
**For the Quarter Ended September 30, 2021**

|   |    |
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CADUCEUS SOFTWARE SYSTEMS CORP.

BALANCE SHEETS

(unaudited)

| <u>ASSETS</u>   | 30-Sep-21           | 30-Jun-21             |
|---|---------------------|-----------------------|
| <b>Current Assets:</b>  |                     |                       |
| Checking - Caduceus   | \$ 12,559           | \$ 633,902            |
| Checking - McLovin's  | \$ 368,138          | \$ -                  |
| Accounts Receivable   | \$ 1,177,058        | \$ -                  |
| <b>Total current assets</b>   | <b>\$ 1,557,755</b> | <b>\$ 633,902</b>     |
| <b>Other Current Assets:</b>  |                     |                       |
| Deposit to Supplier   | \$ 27,186           | \$ -                  |
| Inventory Asset   | \$ 279,185          | \$ -                  |
| Prepaid Expenses  | \$ 108,795          | \$ -                  |
| Prepaid Federal Tax   | \$ 1,316            | \$ -                  |
| Prepaid Insurance   | \$ 12,794           | \$ -                  |
| Prepaid State Tax   | \$ 712              | \$ -                  |
| <b>Total other current assets</b>   | <b>\$ 429,988</b>   | <b>\$ -</b>           |
| <b>Total current assets</b>   | <b>\$ 1,987,743</b> | <b>\$ 633,902</b>     |
| <b>Fixed Assets:</b>  |                     |                       |
| Computer Equipment  | \$ 2,280            | \$ -                  |
| Furniture & Equipment   | \$ 3,206            | \$ -                  |
| Packaging Design  | \$ 17,564           | \$ -                  |
| Trademarks  | \$ 1,750            | \$ -                  |
| <b>Total fixed assets</b>   | <b>\$ 24,801</b>    | <b>\$ -</b>           |
| <b>Other Assets:</b>  |                     |                       |
| Loan to McLovin's   | \$ -                | \$ 485,000            |
| Security Deposit - Rent   | \$ 5,770            | \$ -                  |
| <b>Total other assets</b>   | <b>\$ 5,770</b>     | <b>\$ 485,000</b>     |
| <b>Total Assets</b>   | <b>\$ 2,018,313</b> | <b>\$ 1,118,902</b>   |
| <b><u>LIABILITIES AND STOCKHOLDERS' DEFICIT</u></b>   |                     |                       |
| <b>Current Liabilities:</b>   |                     |                       |
| Accounts payable and accrued expenses   | \$ -                | \$ 61,793             |
| Accounts Payable - McLovin's  | \$ 576,541          | \$ -                  |
| Credit Card   | \$ 5,014            | \$ -                  |
| Accrued Expenses - McLovin's  | \$ 13,346           | \$ -                  |
| Convertible loan payable – related party  | \$ 500,500          | \$ 1,707,561          |
| Loans Payable   | \$ 1,672,390        | \$ 1,152,998          |
| Sales Tax Payable - McLovin's   | \$ 21               | \$ -                  |
| <b>Total current liabilities</b>  | <b>\$ 2,767,812</b> | <b>\$ 2,922,352</b>   |
| <b>Total Liabilities</b>  | <b>\$ 2,767,812</b> | <b>\$ 2,922,352</b>   |
| <b>Stockholders' Deficit:</b>   |                     |                       |
| 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; 17,562,000 and 0 shares issued and outstanding, respectively   | \$ 17,562           | -                     |
| Common stock, \$0.001 par value, 5,000,000,000 shares authorized; 585,400,000 and 731,600,000 shares issued and outstanding, respectively | \$ 585,400          | \$ 731,600            |
| Additional paid-in capital  | \$ 4,818,382        | \$ 4,704,264          |
| Accumulated deficit   | \$ (13,086,881)     | \$ (12,666,220)       |
| Net Income  | \$ 6,916,039        | \$ 5,426,907          |
| <b>Total stockholders' deficit</b>  | <b>\$ (749,499)</b> | <b>\$ (1,803,450)</b> |
| <b>Total liabilities and stockholders' deficit</b>  | <b>\$ 2,018,313</b> | <b>\$ 1,118,902</b>   |

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 |                     |
|---|----------------------------|---------------------|
|   | 30-Sep-21                  | 30-Jun-21           |
| <b>Income</b>   |                            |                     |
| Sales   | \$ 1,172,965               | \$ -                |
| <b>Total Income</b>                                     | <b>\$ 1,172,965</b>        | <b>\$ -</b>         |
| <b>Cost of Goods Sold</b>                               |                            |                     |
| Cost of Goods Sold                                      | \$ 783,873                 |                     |
| <b>Total Cost of Goods Sold</b>                         | <b>\$ 783,873</b>          | <b>\$ -</b>         |
| <b>Gross Profit</b>                                     | <b>\$ 389,092</b>          | <b>\$ -</b>         |
| <b>Expenses</b>   |                            |                     |
| Advertising & Marketing                                 | \$ 155,804                 | \$ 14,410           |
| Automobile Expense                                      | \$ 2,688                   |                     |
| Bank Charges & Fees                                     | \$ 927                     | \$ 6                |
| Interest on Convertible Note                            | \$ 19,812                  | \$ -                |
| Computer and Internet Expenses                          | \$ 989                     | \$ 24               |
| Dues & Subscriptions                                    | \$ 3,637                   |                     |
| Insurance Expense                                       | \$ 20,905                  |                     |
| Legal & Professional Services                           |                            | \$ 1,260            |
| Office Supplies & Software                              | \$ 1,573                   | \$ 5                |
| Professional Fees                                       | \$ 118,116                 |                     |
| Accounting  |                            | \$ 25               |
| Rent Expense  | \$ 10,320                  |                     |
| Sales Commission Expenses                               | \$ 20,207                  |                     |
| Shipping  | \$ 10,269                  |                     |
| Taxes & Licenses  |                            | \$ 4,505            |
| Travel Expense  | \$ 23,143                  |                     |
| Utilities   | \$ 8,589                   |                     |
| Wages   | \$ 204,255                 |                     |
| Warehouse Supplies                                      | \$ 6,287                   |                     |
| <b>Total Expenses</b>                                   | <b>\$ 607,520</b>          | <b>\$ 20,234</b>    |
| <b>Net Operating Income</b>                             | <b>\$ (218,429)</b>        | <b>\$ (20,234)</b>  |
| <b>Other Income</b>                                     |                            |                     |
| Gain on Settlement                                      | \$ 1,707,561               | \$ 5,447,141        |
| <b>Total Other Income</b>                               | <b>\$ 1,707,561</b>        | <b>\$ 5,447,141</b> |
| <b>Net Other Income</b>                                 | <b>\$ 1,707,561</b>        | <b>\$ 5,447,141</b> |
| <b>Net Income</b>                                       | <b>\$ 1,489,132</b>        | <b>\$ 5,426,907</b> |
| Weighted average shares outstanding,<br>basic & diluted | 585,400,000                | 731,600,000         |

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

**CADUCEUS SOFTWARE SYSTEMS CORP.**  
**STATEMENTS OF STOCKHOLDERS' DEFICIT**

(Unaudited)

|                                  | Common Stock    |                | Preferred B |           | Additional         | Accumulated     | Total                    |
|----------------------------------|-----------------|----------------|-------------|-----------|--------------------|-----------------|--------------------------|
|                                  | Shares          | Amount         | Shares      | Amount    | Paid-In<br>Capital | Deficit         | Stockholders'<br>Deficit |
| Balance, January 1, 2021         | 839,600,000     | \$ 839,600     | -           | \$ -      | \$ 4,607,064       | \$ (12,664,059) | \$ (7,217,395)           |
| Shares issued                    | 1,500,000,000   | \$ 1,500,000   |             |           |                    |                 | \$ 1,500,000             |
| Net loss                         | -               | -              |             |           |                    | \$ (2,162)      | \$ (2,162)               |
| Additional paid in capital       |                 |                |             |           | \$ (1,500,000)     |                 | \$ (1,500,000)           |
| Balance, March 31, 2021          | 2,339,600,000   | \$ 2,339,600   | -           | \$ -      | \$ 3,107,064       | \$ (12,666,220) | \$ (7,219,556)           |
| Shares cancelled                 | (1,608,000,000) | \$ (1,608,000) |             | \$ -      | \$ 97,200          | \$ -            | \$ (1,510,800)           |
| Net gain                         |                 |                |             | \$ -      | \$ -               | \$ 5,426,907    | \$ 5,426,907             |
| Additional paid in capital       |                 | \$ -           | -           | \$ -      | \$ 1,500,000       | \$ -            | \$ 1,500,000             |
| Balance, June 30, 2021           | 731,600,000     | \$ 731,600     | -           | \$ -      | \$ 4,704,264       | \$ (7,239,314)  | \$ (1,803,450)           |
| Shares cancelled                 | (146,200,000)   | \$ (146,200)   |             |           | \$ 131,580         |                 | \$ (14,620)              |
| Shares issued                    |                 |                | 17,562,000  | \$ 17,562 | \$ (17,562)        |                 | \$ -                     |
| Net Gain                         |                 |                |             |           | \$ 100             | \$ 1,489,132    | \$ 1,489,232             |
| Accumulated Deficit - Subsidiary |                 |                |             |           | \$ -               | \$ (420,661)    | \$ (420,661)             |
| Balance, September 30, 2021      | 585,400,000     | \$ 585,400     | 17,562,000  | \$ 17,562 | \$ 4,818,382       | \$ (6,170,843)  | \$ (749,499)             |

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

**CADUCEUS SOFTWARE SYSTEMS CORP.**  
**STATEMENTS OF CASH FLOWS (unaudited)**

**For the three months ended**

|   | 30-Sep-21             | 30-Jun-21             |
|---|-----------------------|-----------------------|
| <b>Cash flows from operating activities:</b>                                |                       |                       |
| Net gain (loss)   | \$ 1,489,132          | \$ 5,426,907          |
| Adjustments to reconcile net loss to net cash used in operating activities: |                       |                       |
| Accounts Payables   | \$ (61,793)           | \$ 31,129             |
| Accrued Due to Related Party  | \$ -                  | \$ (412,400)          |
| Accrued Interest  | \$ -                  | \$ (15,511)           |
| Loans Payable   | \$ -                  | \$ (128,753)          |
| Notes Payable   | \$ (1,707,561)        | \$ (4,922,606)        |
| Accounts Receivable   | \$ (1,177,058)        | \$ -                  |
| Deposit to Supplier   | \$ (27,186)           | \$ -                  |
| Inventory Asset   | \$ (279,185)          | \$ -                  |
| Prepaid Expenses  | \$ (108,795)          | \$ -                  |
| Prepaid Federal Tax   | \$ (1,316)            | \$ -                  |
| Prepaid Insurance   | \$ (12,794)           | \$ -                  |
| Prepaid State Tax   | \$ (712)              | \$ -                  |
| Accounts Payable - Subsidiary   | \$ 576,541            | \$ -                  |
| Credit Cards  | \$ 5,014              | \$ -                  |
| Accrued Expenses - Subsidiary   | \$ 13,346             | \$ -                  |
| Sales Tax Payable   | \$ 21                 | \$ -                  |
| Net cash used in operating activities                                       | <b>\$ (2,781,477)</b> | <b>\$ (5,448,141)</b> |
| <b>Cash flows from investing activities:</b>                                |                       |                       |
| Computer Equipment  | \$ (2,280)            |                       |
| Furniture & Equipment   | \$ (3,206)            | \$ -                  |
| Packaging Design  | \$ (17,564)           |                       |
| Trademarks  | \$ (1,750)            |                       |
| Loan to subsidiary  | \$ 485,000            | \$ (485,000)          |
| Security Deposit - Rent   | \$ (5,770)            |                       |
| Net cash used in investing activities                                       | <b>\$ 454,430</b>     | <b>\$ (485,000)</b>   |
| <b>Cash flows from financing activities:</b>                                |                       |                       |
| Proceeds from notes payables  | \$ 519,392            | \$ 651,498            |
| Additional paid in capital  | \$ 114,118            | \$ 1,597,200          |
| Common Stock  | \$ (146,200)          | \$ (1,608,000)        |
| Preferred B   | \$ 17,562             | \$ -                  |
| Retained Earnings   | \$ (420,661)          | \$ -                  |
| Convertible Promissory Note   | \$ 500,500            | \$ -                  |
| Net cash used in financing activities                                       | <b>\$ 584,711</b>     | <b>\$ 640,698</b>     |
| Cash at beginning of period   | \$ 633,902            | \$ 499,438            |
| Net cash increase for period  | \$ (253,205)          | \$ 134,463            |
| Cash at end of period   | <b>\$ 380,697</b>     | <b>\$ 633,902</b>     |

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

**CADUCEUS SOFTWARE SYSTEMS CORP.**  
**Notes to the Financial Statements**  
**September 30, 2021**  
**(Unaudited)**

**NOTE 1 - NATURE OF OPERATIONS**

We are a holding company focusing on strategic consumer goods acquisitions & merger of commercialized businesses. We are dedicated to supplying quality, healthy, and innovative products and solutions. The Company has a pending acquisition with McLovin's Pet Food. McLovin's is a California registered company focusing on the manufacturing and distribution of quality pet foods.

**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").

In the opinion of management, all adjustments necessary to present fairly the financial position as of September 30, 2021, 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.

*Consolidation*

The consolidated financial statements include the accounts of the Company and its subsidiary. Inter-company transactions, such as sales, cost of sales, due to/due from balances, investment in subsidiary, and subsidiary's capitalization have been eliminated.

*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.

*Accounts Receivable*

Trade receivables are recognized and carried at the original invoice amount less allowance for any uncollectible amounts. An allowance for doubtful accounts is made when collection of the full amount is no longer probable. Pursuant to the Company's accounting policies, the allowance for doubtful accounts is determined by applying a rate determined on a case by case on outstanding trade receivables. In addition, the Company uses a specific review process to determine if any additional allowances for doubtful accounts are required. Bad debts are charged against the allowance when outstanding trade receivables have been determined to be uncollectible.

*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.

*Inventory*

Inventory, consisting of raw materials, work in progress, and finished products, is stated at the lower of cost or market value. Finished products are comprised of direct materials, direct labor, and an appropriate proportion of overhead.

#### Property, Plant, and Equipment

Property, plant, and equipment are carried at cost less accumulated depreciation. Depreciation is provided over their estimated useful lives, using the straight-line method with 5% salvage value. Estimated useful lives of the property, plant and equipment are as follows:

Machinery and Equipment 10 years

Furniture and Fixtures 5 years

Motor Vehicles 5 years

#### Intangible Assets

Intangible assets are stated at cost less accumulated amortization. Amortization is provided over the respective useful lives, using the straight-line method. Estimated useful lives of intangibles are as follows:

Design Packaging Licenses 10 years

Trademark 20 years

#### Cost of Sales

The Company's cost of sales is comprised of raw materials, worker salaries and related benefits, machinery supplies, maintenance supplies, depreciation, utilities, inbound freight, purchasing and receiving costs, inspection, and warehousing costs.

#### Selling Expenses

Selling expenses are comprised of outbound freight, client entertainment, commissions, depreciation, and travel and lodging expenses.

#### Advertising Expenses

All advertising costs are expensed as incurred.

#### Shipping and Handling Expenses

Shipping and handling costs represent costs associated with shipping products to customers and handling finished goods. Shipping and handling costs billed to customers are recognized as revenue and shipping and handling costs incurred by the Company are included in cost of sales.

#### 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 quarter ended September 30, 2021, the Company had revenues of \$1,172,965, a net loss of \$218,429 from operations and a gain of \$1,707,561 from gain on settlement resulting in a net gain for the Company of \$1,489,132. The Company has a total stockholder's deficit of \$749,499. 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 - LOANS PAYABLE**

As of September 30, 2021, the Company has owed to ARC Technology Holdings USD 1,652,578. The loan is unsecured and bears interest of 5% annually.

#### **NOTE 5 – CONVERTIBLE DEBENTURES / PROMISSORY NOTES**

As of June 30, 2021, the Company has owed to ARC Technology Holdings USD 1,707,561 for a convertible promissory note that was originally issued to Tango Software. On August 30, 2021. The Company and the debtholder agreed to settle and write off the convertible promissory note.

As of September 30, 2021, the Company has owed to ARC Technology Holdings USD 500,500. The loan was recorded on March 15, 2021, as an unsecured non-interest bearing convertible promissory note and carries at conversion rate of \$0.005 and matures on March 15, 2022.

#### **NOTE 6 - RELATED PARTY TRANSACTIONS**

On July 22, 2021, the Company bought back and cancelled 120,000,000 common stock shares from Anna Tang.

On July 22, 2021, the Company bought back and cancelled 26,200,000 common stock shares from Ankyro Solution LLC.

On September 30, 2021, the Company issued 16,391,200 Preferred B shares to APEX Digital as consideration for the acquisition of McLovin's Pet Food Inc.

On September 30, 2021, the Company issued 1,170,800 Preferred B shares to Alexander Chen for compensation.

#### **NOTE 7 - SUBSEQUENT EVENTS**

As of November 12<sup>th</sup>, 2021, the Company received an additional loan of USD 2,009,368. The loan is unsecured and bears interest of 5% annually.