VIADERMA, INC.
A Nevada Corporation

4640 Admiralty Way, Suite 500
Marina Del Rey, CA 90292

310-374-6111
http://www.viadermalicensing.com
info@viadermalicensing.com
SIC Code: 5122 – Drugs, Drug Proprietaries, and Druggist' Sundries

Annual Report
For the Year Ending: December 31, 2021
(the "Reporting Period")

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

983,556,451 shares

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

983,556,451 shares

As of December 31, 2020, the number of shares outstanding of our Common Stock was:

862,491,451 shares

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[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

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

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

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

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

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

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

Current since May 6, 2014:	ViaDerma, Inc.
Before May 6, 2014:	Décor Products International, Inc.
Before July 1, 2009:	Murals by Maurice, Inc.

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

ViaDerma, Inc. (the "Company") was incorporated as Murals by Maurice, Inc. in the State of Florida on January 11, 2007 and was in the business of mural painting. On July 1, 2009, the Company changed its name to Décor Products International, Inc. and re-domiciled to the State of Nevada on April 6, 2010. The Company was in the business of mural painting and decorative papers. On May 6, 2014, the Company again changed its name to ViaDerma, Inc. to reflect the Plan of Exchange. Under the name of ViaDerma, Inc., the Company was and is in the business of manufacturing and sales of pharmaceuticals, and specifically topical antibiotics and pain management. The Company is incorporated in Nevada and has its principle place of business in California.

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):

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:

None

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

4640 Admiralty Way, Suite 500
Marina Del Rey, CA 90292

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:

None

2) Security Information

Trading symbol:	VDRM
Exact title and class of securities outstanding:	Common Stock
CUSIP:	92555K101

Par or stated value: $.0001
Total shares authorized: 1,000,000,000 as of date: December 31, 2021
Total shares outstanding: 983,556,451 as of date: December 31, 2021
Number of shares in the Public Float[2]: 911,600,265 as of date: December 31, 2021
Total number of shareholders of record: 74 as of date: December 31, 2021

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

Trading symbol: N/A
Exact title and class of securities outstanding: Convertible Preferred Stock
CUSIP: N/A
Par or stated value: $.001
Total shares authorized: 50,000,000 as of date: December 31, 2021
Total shares outstanding: 31,000,000 as of date: December 31, 2021

Transfer Agent

Name: Clear Trust, LLC
Phone: (813) 235-4490
Email: inbox@cleartrusttransfer.com
Address: 16540 Pointe Village Dr. Ste 205 Lutz, FL 33558

Is the Transfer Agent registered under the Exchange Act?[3] 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: ☐

Number of Shares outstanding as of January 1, 2019	Opening Balance: Common: 678,691,475 Preferred: 31,000,000		*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?**

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

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

2/01/2019	**New**	**6,201,667**	**Common**	**$0.0012**	**Yes**	**2 Plus 2 LLC Ke Li**	**Debt conversion**	**Unrestricted**	**Rule 144**
2/21/2019	**New**	**12,850,000**	**Common**	**$0.0010**	**Yes**	**L&H Inc. Linwen Huang**	**Debt conversion**	**Unrestricted**	**Rule 144**
3/28/2019	**New**	**10,223,158**	**Common**	**$0.00095**	**Yes**	**2 Plus 2 LLC Ke Li**	**Debt conversion**	**Unrestricted**	**Rule 144**
3/21/2019	**New**	**11,338,421**	**Common**	**$0.00095**	**Yes**	**L&H Inc. Linwen Huang**	**Debt conversion**	**Unrestricted**	**Rule 144**
02/20/2020	**New**	**28,845,518**	**Common**	**$0.0014**	**Yes**	**Greentree Financial Group Chris Cottone**	**Debt conversion**	**Unrestricted**	**Rule 144**
04/16/2020	**New**	**39,414,545**	**Common**	**$0.00055**	**Yes**	**Greentree Financial Group Chris Cottone**	**Debt conversion**	**Unrestricted**	**Rule 144**
12/23/2020	**New**	**74,926,667**	**Common**	**$0.00075**	**Yes**	**Greentree Financial Group Chris Cottone**	**Debt conversion**	**Unrestricted**	**Rule 144**
1/29/2021	**New**	**29,352,500**	**Common**	**$0.0008**	**Yes**	**L&H Inc. Linwen Huang**	**Debt conversion**	**Unrestricted**	**Rule 144**
2/5/2021	**New**	**17,212,500**	**Common**	**$0.0008**	**Yes**	**Greentree Financial Group Chris Cottone**	**Debt conversion**	**Unrestricted**	**Rule 144**
3/1/2021	**New**	**30,000,000**	**Common**	**$0.0075**	**Yes**	**Greentree Financial Group Chris Cottone**	**Debt conversion**	**Unrestricted**	**Rule 144**
3/2/2021	**New**	**40,000,000**	**Common**	**$0.008**	**Yes**	**L&H Inc. Linwen Huang**	**Debt conversion**	**Unrestricted**	**Rule 144**
3/29/2021	**New**	**2,000,000**	**Common**	**$0.001**	**No**	**Richard Inza**	**Consulting service**	**Restricted**	**Rule 144**
4/9/2021	**New**	**2,500,000**	**Common**	**$0.048**	**No**	**The Brewer Group, Inc. Jack Brewer**	**Consulting service**	**Restricted**	**Rule 144**
Shares Outstanding on December 31, 2021:	Ending Balance: Common: 983,556,451 Preferred: 31,000,000								

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

None

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: ☐

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.)**

12/4/2009	**$58,796**	**$140,000**	**$10,988**	**12/4/2010**	**$0.005 per share or 50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.**	**Precursor Management Inc. Weiheng Cai**	**Convertible Note**
12/4/2009	**$ 40,000**	**$40,000**	**$ 95,820**	**12/4/2010**	**$1.00 per share**	**Linear Group Holdings, Inc. Brad Stewart**	**Convertible Note**
3/21/2014	**$ 33,500**	**$33,500**	**$ 52,485**	**3/21/2015**	**$0.10 per share or 50% discount on the conversion date.**	**Bespoke Growth Partners, Inc. Mark Peikin**	**Convertible Note**
7/12/2016	**$19,000**	**Up to $250,000**	**$77,770**	**One year**	**$0.0005 per share or 50% of the lowest closing bid price on the primary trading market on which the Company's Common Stock is quoted for the last five trading days immediately prior to but not including the Conversion Date.**	**Greentree Financial Group Chris Cottone**	**Convertible Line of Credit**
4/20/2017	**$13,242**	**$60,000**	**$ 16,313**	**4/20/2018**	**$0.005 per share or 50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.**	**Greentree Financial Group Chris Cottone**	**Services Note**
8/16/2017	**$ 0**	**$28,000 (b)**	**$0**	**8/16/2018**	**$0.001 per share or 50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.**	**L&H, Inc. Linwen Huang**	**Convertible Note**
12/21/2017	**$ 28,000**	**$28,000**	**$ 34,440**	**12/21/2018**	**$0.001 per share or 50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.**	**L&H, Inc. Linwen Huang**	**Convertible Note**
1/3/2018	**$ 48,000**	**$48,000**	**$ 53,835**	**1/3/2019**	**70% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.**	**The Brewer Group Inc. Jack Brewer**	**Services Note**
1/3/2018	**$ 10,000**	**$10,000 (a)**	**$ 7,385**	**1/3/2019**	**40% of the average VWAP on the primary trading market for the last ten (10) trading days immediately prior to but not including the Conversion Date.**	**The Brewer Group Inc. Jack Brewer**	**Services Note**
3/7/2018	**$ 60,000**	**$60,000**	**$ 66,784**	**3/7/2019**	**$0.005 per share.**	**Greentree Financial Group Chris Cottone**	**Services Note**
4/5/2018	**$ 104,643**	**$120,000 (a)**	**$ 74,681**	**1/3/2019**	**50% of the lowest trading price for the twenty (20) trading days immediately prior to but not including the Conversion Date.**	**The Brewer Group Inc. Jack Brewer**	**Services Note**

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

(a) Two convertible notes in the amount of $10,000 dated on January 3, 2018 and in the amount of $120,000 dated on April 5, 2018 were not disclosed on the Company’s annual report for the year ended December 31, 2018, 2019, 2020 and for the three month ended March 31, 2021. The Company amended the prior disclosure statement and restated prior period financial statements accordingly.

(b) As of December 31, 2021, the outstanding balances of the L&H convertible note and the related accrued interest were $0 after the following conversion:

On January 29, 2021, the remaining portion of principal and accrued interest in L&H Note I in amount of $16,000 and $5,982, respectively, plus $1,500 conversion cost reimbursement were converted into 29,352,500 shares of common stock of the Company at the conversion price of $0.0008 per share.

4) Financial Statements

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

☒ U.S. GAAP
☐ IFRS

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

Name: Zia Choe, CPA
Title: Partner
Relationship to Issuer: Accountant

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

VIADERMA INC. AND ITS SUBSIDIARY

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2021

(UNAUDITED)

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STK FINANCIAL

1100 W Town and Country Rd Suite 1250 Orange, CA 92868

To the Board of Directors and
ViaDerma Inc.

The accompanying consolidated financial statements of ViaDerma Inc. and its subsidiary as of and for the year ended December 31, 2021, were not subjected to an audit, review, or compilation engagement by us and, accordingly, we do not express an opinion, a conclusion, nor provide any assurance on them.

As part of preparing its consolidated financial statements for six months ended June 30, 2021, the Company identified that the Company did not disclose $10,000 of convertible Brewer Note II and $120,000 of convertible Brewer Note III (Note 4) issued in 2018 on the previously issued consolidated financial statements. The company restated the consolidated financial statements for the year ended December 31, 2020. See Note 10 for restatement of financial results.

/s/ STK FINANCIAL

STK FINANCIAL P.C.
Orange, CA
March 29, 2022

VIADERMA, INC. AND SUBSIDIARY
CONDENSED CONSOLIDATED BALANCE SHEETS
AS OF DECEMBER 31, 2021 AND DECEMBER 31, 2020
(UNAUDITED)

	December 31, 2021	December 31, 2020 (Restated)
Assets		
Current assets		
Cash	$ 11,561	$ 10,135
Accounts receivable	261,100	27,093
Inventory	-	83,248
Total current assets	272,661	120,476
Non-current assets		
Patents, net	2,360	2,557
Total non-current assets	2,360	2,557
Total assets	$ 275,021	$ 123,033
Liabilities and Stockholders' Deficit		
Current liabilities		
Accounts payable	$ 33,760	$ 34,548
Accrued interest payable	490,501	676,266
Accrued expenses	254,236	236,948
Convertible line of credit (net of discount of $0 and $1,266, respectively)	19,000	198,098
Convertible notes payable	396,181	520,500
Derivative liabilities	1,441,601	1,690,684
Due to related party	74,922	274,052
Total current liabilities	2,710,201	3,631,096
Stockholders' deficit		
Preferred stock ($.001 par value, 50,000,000 shares authorized; 31,000,000 and 31,000,000 shares issued and outstanding as of December 31, 2021 and December 31, 2020 respectively)	31,000	31,000
Common stock ($.0001 par value, 1,000,000,000 shares authorized;983,556,451 and 862,491,451 shares issued and outstanding as of December 31, 2021 and December 31, 2020, respectively)	98,356	86,249
Additional paid in capital	11,637,332	9,582,378
Accumulated deficit	(14,201,868)	(13,207,690)
Total stockholders' deficit	(2,435,180)	(3,508,063)
Total liabilities and stockholders' deficit	$ 275,021	$ 123,033

See accompanying notes are an integral part of these condensed consolidated financial statements

VIADERMA, INC. AND SUBSIDIARY
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(UNAUDITED)

	For the Year Ended December 31, 2021	For the Year Ended December 31, 2020 (Restated)
Revenue	$ 514,007	$ 11,468
Cost of sales	2,672	637
Gross profit	511,335	10,831
Operating expenses		
Advertising	1,188	1,188
Professional fee	78,596	44,497
Rent	-	9,910
Other selling, general and administrative expenses	103,431	25,907
Total operating expenses	183,215	81,502
Income (Loss) from operations	328,120	(70,671)
Other income (expense)		
Amortization of discount to note payable	(1,266)	(11,433)
Change in derivative liabilities expense	(1,211,228)	(565,478)
Debt forgiveness	-	4,919
Interest expense	(109,804)	(163,083)
Total other expense, net	(1,322,298)	(735,075)
Net loss	$ (994,178)	$ (805,746)
Basic and fully diluted net loss per common share	**	**
Weighted average common shares outstanding	966,749,951	770,507,721

** Less than $.01

See accompanying notes are an integral part of these condensed consolidated financial statements

VIADERMA, INC. AND SUBSIDIARY

CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT

FOR THE YEARS ENDED DECEMBER 31, 2021 AND DECEMBER 31, 2020

(UNAUDITED)

	Preferred Stock		Common Stock		Additional	Accumulated	
	Shares		Shares	Amount	Paid in Capital	Deficit	Total
Balances, December 31, 2019	31,000,000	$ 31,000	719,304,721	$ 71,930	$ 9,303,158	$ (12,401,944)	$ (2,995,856)
Intrinsic value of beneficial conversion feature	-	-	-	-	9,000	-	9,000
Common stocks issued for partial settlements of convertible notes	-	-	143,186,730	14,319	105,381	-	119,700
Reclassification of derivative liability associated with debt conversion	-	-	-	-	164,839	-	164,839
Net loss for the year ended December 31, 2020	-	-	-	-	-	(805,746)	(805,746)
Balances, December 31, 2020 (Restated)	31,000,000	$ 31,000	862,491,451	$ 86,249	$ 9,582,378	$ (13,207,690)	$ (3,508,063)
Common stocks issued for service rendered	-	-	4,500,000	200	1,800	-	2,000
Common stocks issued for partial settlements of convertible notes	-	-	116,565,000	11,907	592,844	-	604,751
Reclassification of derivative liability associated with debt conversion	-	-	-	-	1,460,310	-	1,460,310
Net loss for the year ended December 31, 2021	-	-	-	-	-	(994,178)	(994,178)
Balances, December 31, 2021	31,000,000	$ 31,000	983,556,451	$ 98,356	$ 11,637,332	$ (14,201,868)	$ (2,435,180)

See accompanying notes are an integral part of these condensed consolidated financial statements

VIADERMA, INC. AND SUBSIDIARY
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER31, 2021 AND 2020
(UNAUDITED)

	For the Year Ended	
	December 31, 2021	**December 31, 2020** (Restated)
Cash flows from operating activities		
Net income (loss)	$ (994,178)	$ (805,746)
Adjustments to reconcile net loss to net cash provided by (used in) operations:		
Amortization	197	196
Common stock issued for services rendered	4,500	-
Convertible notes issued for services rendered	(3,100)	3,500
Debt forgiveness	-	(4,919)
Derivative liabilities expense	1,211,228	565,478
Amortization of discount to note payable	1,266	11,433
Loss on inventories	80,303	-
Changes in operating assets and liabilities:		
Accounts receivable	(234,007)	(11,467)
Inventory	2,945	(42,306)
Accounts payable	(788)	(19,213)
Accrued interest payable	109,804	163,084
Accrued expenses	22,386	2,971
Due to related party	(199,130)	128,220
Net cash provided by (used in) operating activities	1,426	(8,769)
Cash flows from financing activities		
Proceeds from line of credit	-	9,000
Net cash provided by financing activities	-	9,000
Net increase (decrease) in cash and cash equivalents	1,426	231
Cash and cash equivalents,		
Beginning of the year	10,135	9,904
End of the year	$ 11,561	$ 10,135
Supplemental disclosures of non-cash investing and financing activities:		
Common stock issued to settle partial accrued interest	$ 295,569	$ 57,263
Common stock issued to settle partial convertible notes	$ 304,683	$ 62,437
Debt discount issued with convertible notes	$ -	$ 9,000
Common stock issued for service rendered	$ 5,100	$ -
Derivative liability settled upon conversion	$ 1,460,310	$ 164,839

See accompanying notes are an integral part of these condensed consolidated financial statements

NOTE 1- Description of Business and Basis of Presentation

Organization and Description of Business

ViaDerma, Inc. ("VDRM" or the "Company") was incorporated under the laws of the State of Florida on January 11, 2007 as Murals by Maurice, Inc. On July 1, 2009, the Company changed its name to Décor Products International, Inc. and re-domiciled to the State of Nevada on April 6, 2010. The Company again changed its name to ViaDerma, Inc. on May 6, 2014 to reflect the Plan of Exchange disclosed below. The Company's common shares are quoted on the "Pink Sheets - Other" quotation market under the symbol "VDRM".

On March 21, 2014, a Plan of Exchange (the "Exchange") was executed between and among the Company, ViaDerma II Inc., a Nevada corporation, the majority stockholder of the Company and the majority stockholder of ViaDerma, II Inc. ("ViaDerma Stockholders"), pursuant to which the Company acquired 100% of the Capital Shares of ViaDerma in exchange for an issuance by the Company of 44,000,000 shares of Common Stock to ViaDerma Stockholders, and/or their assigns. The above issuance gave ViaDerma Stockholders and/or their assigns a 'controlling interest' in the Company representing approximately 98.52% of the then issued and outstanding shares of the Company's Common Stock. The transaction resulted in a change in control of the Company. The Company and ViaDerma were hereby reorganized, such that the Company acquired 100% of the Capital Shares of ViaDerma, and ViaDerma, II Inc. became a wholly-owned subsidiary of the Company.

The reorganization between the Company and ViaDerma has been accounted for as a reverse acquisition and recapitalization of the Company whereby ViaDerma, II Inc. is deemed to be the accounting acquirer (legal acquiree) and the Company to be the accounting acquiree (legal acquirer). The accompanying consolidated financial statements are in substance those of ViaDerma, II Inc., with the assets, liabilities, revenues and expenses, of the Company being included effective from the date of stock exchange transaction. The Company is deemed to be a continuation of the business of ViaDerma. Accordingly, the accompanying consolidated financial statements include the following:

(1) The balance sheet consists of the net assets of the accounting acquirer at historical cost and the net assets of the accounting acquiree at historical cost;

(2) The financial position, results of operations, and cash flows of the accounting acquirer for all periods presented as if the recapitalization had occurred at the beginning of the earliest period presented and the operations of the accounting acquiree from the date of stock exchange transaction.

The Company and its subsidiary, ViaDerma, II Inc., are hereinafter referred to as (the "Company").

The Company, through its subsidiary, is mainly engaged in the manufacture and sales of pharmaceutical related products in the United States of America.

Basis of Presentation

The accompanying unaudited consolidated financial statements have been prepared by management in accordance with accounting principles generally accepted in the United States ("GAAP"). The condensed consolidated financial statements include the accounts of VDRM and its subsidiary. All significant inter-company balances and transactions within the Company have been eliminated upon consolidation.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned or controlled operating subsidiary. All significant intercompany balances and transactions have been eliminated upon consolidation.

NOTE 2- Summary of Significant Accounting Policies

Use of Estimates

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

Risks and Uncertainties

In December 2019, a novel strain of coronavirus ("COVID-19") was reported in Wuhan, China. The COVID-19 outbreak in the United States has caused business disruption due to mandated and voluntary closings and restrictions on movement and activities of many businesses. While the disruption is currently expected to be temporary, there is considerable uncertainty around the duration of the closings. Therefore, the Company expects this matter to adversely impact its operating results, and the Company's ability to collect accounts receivables as the customers face higher liquidity and solvency risk. However, the related financial impact and the magnitude and overall effectiveness of this pandemic duration cannot be reasonably estimated at this time.

Cash and Cash Equivalents

Cash and cash equivalents are carried at cost and represent cash on hand, demand deposits placed with banks or other financial institutions, and all highly liquid investments with an original maturity of three months or less of the purchase date of such investments.

Accounts Receivable and Allowance for Doubtful Account

Accounts receivables are recorded at the invoiced amount and do not bear interest. The Company extends unsecured credit to its customers in the ordinary course of business but mitigates the associated risks by performing credit checks and actively pursuing past due accounts. An allowance for doubtful accounts is established and determined based on managements' assessment of known requirements, aging of receivables, payment history, the customer's current credit worthiness and the economic environment.

Inventories

Inventories are stated at the lower of cost or net realized value, cost being determined using the first-in first-out ("FIFO") method. The Company periodically reviews historical sales activities and product expiration dates to determine potentially obsolete items and evaluates the impact of any anticipated changes in future demand. In October

2021, the Company recognized loss on inventories in amount of $80,303 for the expired items. The Company had no inventory as of December 31, 2021.

Intangible Assets, Net

The Company developed several patents for its products. Costs incurred for submitting the applications to the United States Patent and Trademark Office for these patents have been capitalized. Patent costs are being amortized using the straight-line method over the related 15 year lives. The Company begins amortizing patent costs once a filing receipt is received stating the patent serial number and filing date from the Patent Office. The Company also evaluate the impairment of its intangible assets periodically and there were no impairment indications during the year ended December 31, 2021.

Leases

The Company adopted ASU No. 2016-02, "*Leases* (Topic 842)," which, for operating leases, requires a lessee to recognize an operating lease right-of-use asset and an operating lease lability, initially measured at the present value of the lease payments, in its balance sheet with terms of more than 12 months. The Company has no lease obligation as of December 31, 2021.

Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Balances from borrowings are subsequently measured at amortized cost using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the date of the balance sheet. All interest-related charges are included within other expense sections on the Statements of Operations.

Convertible Notes Payable

The Company accounts for convertible notes payable in accordance with the FASB Accounting Standards Codification No. 815, *"Derivatives and Hedging"*, since the conversion feature is not indexed to the Company's stock and can't be classified in equity. The Company allocates the proceeds received from convertible notes payable between the liability component and conversion feature component. The conversion feature that is considered embedded derivative liabilities has been recorded at their fair value as its fair value can be separated from the convertible notes and its conversion is independent of the underlying note value. The Company has also recorded the resulting discount on debt related to the conversion feature and is amortizing the discount using the effective interest rate method over the life of the debt instruments.

All interest-related charges are included within other (expense) sections on the Condensed Consolidated Statements of Operations.

Derivative Liabilities

The Company accounts for derivative liabilities in accordance with the FASB Accounting Standards Codification No. 815, *"Derivatives and Hedging"*. ASC 815 requires companies to recognize all derivative liabilities in the balance sheet at fair value, and marks it to market at each reporting date with the resulting gains or losses shown in the Statements of Operations.

Beneficial Conversion Feature

For conventional convertible debt where the rate of conversion is below market value, the Company recorded a debt discount against the face amount of the respective debt instrument and offset to Additional Paid in Capital. The discount is amortized over the life of the debt. If a conversion of the underlying debt occurs, a proportionate share of the unamortized amounts is immediately expensed.

Fair Value Measurements of Assets and Liabilities

The Company measures its financial and non-financial assets and liabilities, as well as makes related disclosures, in accordance with FASB ASC No. 820, Fair Value Measurements, which provides guidance with respect to valuation techniques to be utilized in the determination of fair value of assets and liabilities.

The objective of a fair value measurement is to determine the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). Accordingly, the fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three-tier hierarchy of inputs is summarized in the three broad levels below:

- Level 1 – inputs are unadjusted quoted market prices in active independent markets for identical assets and liabilities
- Level 2 – inputs are directly or indirectly observable estimates from quotes for similar but not identical assets and liabilities, market trades for identical assets not actively traded, or other external independent means
- Level 3 – inputs are unobservable and reflect assumptions on the part of the reporting entity

Our financial instruments include cash, accounts receivable, inventories, accounts payable, accrued liabilities, convertible notes payable, and derivative liabilities.

The carrying values of the Company's cash, accounts receivable, inventories, accounts payable and accrued liabilities approximate their fair value due to their short-term nature.

The Company's convertible notes payable are measured at amortized cost.

Fair value measurements at December 31, 2021 are as follows:

	Level 1	Level 2	Level 3	Total
Fair Value of Derivative Liabilities	-	-	$ 1,441,601	$ 1,441,601
Fair Value Total	-	-	$ 1,441,601	$ 1,441,601

The Company used the Lattice Bi-nominal Option Pricing Model to determine the fair values of these derivative liabilities. See Note 5 for the Company's assumptions used in determining the fair value of these financial instruments.

Revenue Recognition

The Company recognizes revenue under FASB Accounting Standards Codification Topic 606 *"Revenue from Contracts with Customers"*

The Company generates its royalty revenue from the licensing agreements. The Company accounts for a contract when both parties have approved the contract and are committed to perform their obligations, the rights of the parties and payment terms are identified, the contract is in commercial substance and collectability of consideration is probable.

The Company recognizes royalty revenues from the sale of the FDA registered topical antibiotic products after both, 1) control of the product has been transferred to the customer and 2) the underlying performance obligations have been satisfied. Licensees have the exclusive distribution rights of the Company's products and pay royalties based on their sales of the Company's products.

The Company also generates royalty revenue from licenses granted to customers to create their own private label utilizing the Company's products and technologies. The Company recognize the royalty revenue monthly but over the license term using an appropriate measure of progress.

Stock Based Compensation

The Company recognizes compensation costs to employees under FASB Accounting Standards Codification 718 *"Compensation - Stock Compensation* (ASC 718)". Under ASC 718, companies are required to measure the compensation costs of share-based compensation arrangements based on the grant-date fair value and recognize the costs in the financial statements over the period during which employees are required to provide services. Share based compensation arrangements include stock options and warrants. As such, compensation cost is measured on the date of grant at their fair value. Such compensation amounts, if any, are amortized over the respective vesting periods of the option grant.

On January 1, 2019, the Company adopted ASU No. 2018-07 *"Compensation - Stock Compensation (Topic 718)*: *Improvements to Nonemployee Share-Based Payment Accounting.*" These amendments expand the scope of Topic 718, Compensation - Stock Compensation (which currently only includes share-based payments to employees) to include share-based payments issued to nonemployees for goods or services. Consequently, the accounting for share-based payments to nonemployees and employees will be substantially aligned.

Net Loss Per Share

The Company calculates net loss per share in accordance with ASC Topic 260, "*Earnings per Share*". Basic income per share is computed by dividing the net income by the weighted-average number of common shares outstanding during the year. Diluted income per share is determined using the weighted-average number of common shares outstanding during the year, adjusted for the dilutive effect of common stock equivalents, consisting of shares that might be issued upon exercise of common stock options and conversion of convertible notes. In periods where losses are reported, the weighted-average number of common shares outstanding excludes common stock equivalents, because their inclusion will be anti-dilutive.

Income Taxes

Income taxes are determined in accordance with ASC Topic 740, "*Income Taxes*" ("ASC 740"). Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement 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 be applied to taxable income in the years in which those temporary differences are expected to reverse. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Operations in the period that includes the enactment date. A valuation allowance is provided for deferred tax assets if it is more likely than not these items will either expire before the Company is able to realize their benefits, or that future deductibility is uncertain.

ASC 740 prescribes a comprehensive model for how companies should recognize, measure, present, and disclose in their financial statements uncertain tax positions taken or expected to be taken on a tax return. Under ASC 740, tax positions must initially be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. Such tax positions must initially and subsequently be measured as the largest amount of tax benefit that has a greater than 50% likelihood of being realized upon ultimate settlement with the tax authority assuming full knowledge of the position and relevant facts.

For the year ended December 31, 2021, the Company did not have any interest and penalties associated with tax positions. As of December 31, 2021, the Company did not have any significant unrecognized uncertain tax positions.

Related Party Transactions

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the related parties include a. affiliates of the Company; b. entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; c. trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; d. principal owners of the Company; e. management of the Company; f. other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and g. other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

The consolidated financial statements shall include disclosures of material related party transactions, other than compensation arrangements, expense allowances, and other similar items in the ordinary course of business. However, disclosure of transactions that are eliminated in the preparation of consolidated or combined financial statements is not required in those statements. The disclosures shall include: a. the nature of the relationship(s) involved; b. a description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which income statements are presented, and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements; c. the dollar amounts of transactions for each of the periods for which income statements are presented and the effects of any change in the method of establishing the terms from that used in the preceding period; and d. amounts due from or to related parties as of the date of each balance sheet presented and, if not otherwise apparent, the terms and manner of settlement.

Recent Accounting Standards

New accounting pronouncements are issued by the Financial Accounting Standard Board ("FASB") or other standard setting bodies that are adopted by the Company as of the specified effective date. Unless otherwise discussed, the Company believes that the effect of recently issued standards that are not yet effective will not have a material effect on its consolidated financial position or results of operations upon adoption.

Recently Issued Accounting Pronouncements Not Yet Adopted

In June 2016, the FASB issued ASU No. 2016-13, *"Measurement of Credit Losses on Financial Instruments"*, which modifies the measurement of expected credit losses of certain financial instruments in Topic 326. The updated standard adopts a current expected credit loss (CECL) model that requires financial institutions to immediately record the full amount of expected credit losses in their loan portfolios, instead of waiting until the losses qualify as "probable." The FASB expects the shift to the CECL model to produce more timely and relevant information. The ASU is effective for nonpublic companies for fiscal years beginning after December 15, 2020. Earlier application is permitted only for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years.

In August 2020, the FASB issued ASU 2020-06, *"Debt – Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging – Contracts in Entity's Own Equity (Subtopic 815 – 40)"* ("ASU 2020-06"). ASU 2020-06 simplifies the accounting for certain financial instruments with characteristics of liabilities and equity, including convertible instruments and contracts on an entity's own equity. The ASU is part of the FASB's simplification initiative, which aims to reduce unnecessary complexity in U.S. GAAP. The ASU's amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within those fiscal years. The Company is currently evaluating the impact of ASU 2020-06 on its financial statements.

Other pronouncements issued by the FASB or other authoritative accounting standards groups with future effective dates are either not applicable or are not expected to be significant to the Company and its Subsidiary' consolidated financial statements.

NOTE 3- Intangible Asset, Net

Intangible assets consisted of the following:

		December 31, 2021
Patents	$	2,950
(Less): Accumulated amortization		(590)
Total intangible asset, net	$	2,360

During the year ended December 31, 2021 and 2020, the Company had amortization expense related to intangible asset of $197 and $197 respectively.

NOTE 4- Convertible Notes Payable

(A) Convertible Notes Payable - $180,000

At December 31, 2021, the carrying value of the convertible notes payable was $98,796 and the debt discount was fully amortized. No collateral exists on any of the note instruments. All of the note instruments were originally

dated December 4, 2009, and carried stated interest rates of 8%. However, see below for discussion of these notes being past due and the revised interest rates thereto.

In accordance with the terms and conditions in Promissory Notes, if the Company defaults in the payment of principal or interest due on the Promissory Notes, the holders of Promissory Notes (the "Holders") shall be entitled to receive and the Company agreed to pay all reasonable costs of collection incurred by Holders, including, without limitation, reasonable attorney's fees for consultation and suit. If any payment due is not made and remains unpaid for ten (10) days, it is in default hereof. Any such payment in default shall bear interest at 18% per annum. Should any payment not be made when due, there shall also be a late charge equal to 5% of the amount of the installment of principal or interest which is paid after the due date. In the event of default hereunder, the entire unpaid balance hereof shall, at the option of the Holders, become due and payable upon demand. All costs and fees (including reasonable fees and disbursements of legal counsel) incurred by the Holders as the result of any default by anyone liable hereunder or as the result of any collection effort by the Holders shall also be due and owing to the Holders. Failure to exercise any right shall not be deemed a waiver of the right to exercise the same at any subsequent date, or event.

On November 15, 2017, the Company and the Note Holder of principal $140,000 ("PMI Note") entered into an addendum to change the conversion price to $0.005 per share or 50% of the lowest trading price for the last 20 trading days immediately prior to but not including the Conversion Date, whichever is lower; and the Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal for each note conversion effected by Note Holder. The Addendum has been evaluated with respect to the terms and conditions of the conversion features contained in the Addendum to determine whether they represent embedded or freestanding derivative instruments under the provisions of ASC 815. The Company determined that the conversion features contained in PMI Note carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in PMI Note is reflected in the Company's balance sheet as a liability.

On March 2, 2021, a portion of principal and accrued interest in PMI Note in amount of $81,204 and $238,796, respectively were converted into 40,000,000 shares of common stock of the Company at the conversion price of $0.008 per share.

At December 31, 2021, the carrying value of PMI Note was $58,796. The Company recorded interest expense of $16,403 related to PMI Note during the year ended December 31, 2021. PMI Note is currently in default and the accrued interest payable related to PMI Note was $10,988 as of December 31, 2021.

The conversion terms of the remaining principal $40,000 were unchanged. The Company recorded the default interest of the note in amount of $8,165 during for the year ended December 31, 2021, and the accrued interest payable of $95,820 as of December 31, 2021.

(B) Convertible Notes Payable - $33,500

As of December 31, 2021, the principal balance in the 10% convertible promissory note entered into on March 21, 2014 was $33,500 and the Note is currently in default.

This Note is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of lessor of $0.10 per share or 50% of the market on the Conversion Date.

The Company determined that the conversion features contained in this Note carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result,

the fair value of the derivative financial instrument in this Note is reflected in the Company's balance sheet as a liability.

The Company recorded interest expense of $6,963 related to this Note during for the year ended December 31, 2021, and the accrued interest payable of $52,478 as of December 31, 2021.

(C) Convertible Notes Payable – Line of Credit

On July 12, 2016, the Company issued an unrelated third party (the "Note Holder") a 15% promissory note (the "LOC") with a 20% prepayment penalty and a 20% default charge, pursuant to which the Note Holder agreed to invest a total amount up to $200,000 into the Company for working capital. On June 27, 2019, the Company entered into the addendum to increase additional $50,000 to this LOC. The LOC is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of the lesser of $0.0005 per share or 50% discount to market, and the Note Holder should be reimbursed for the conversion cost by adding $1,000 to the Principal of LOC for each note conversion effected by Note Holder. Since the Company's stock price has not been lower than $0.001 for the past three years, the Company determined that the conversion features contained in the LOC should carry beneficial conversion feature instead of derivative liabilities.

On March 1, 2021, a portion of principal and accrued interest in this Line of Credit in amount of $180,364 and $44,636, respectively, were converted into 30,000,000 shares of common stock of the Company at the conversion price of $0.0008 per share.

As of December 31, 2021, the outstanding balance of the LOC was $19,000, net of debt discount of $0, and $19,000 was past due. The Company recorded interest expense of $9,763 related to the LOC during for the year ended December 31, 2021, and the accrued interest payable was $77,770 as of December 31, 2021. The Company recorded amortization of debt discount in amount of total $1,266 related to the LOC during the year ended December 31, 2021.

(D) Convertible Notes Payable – 2017 Services

On April 20, 2017, the Company issued an unrelated third party (the "Note Holder") a 12% promissory note in principal amount of $60,000 with 20% prepayment penalty and 20% default charge (the "2017 Services Note") for financial services rendered in 2017. The 2017 Services Note is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of the lesser of $0.005 per share or 50% of the market, and the Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal of the 2017 Services Note for each note conversion effected by Note Holder.

The Company determined that the conversion features contained in 2017 Services Note carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in 2017 Services Note is reflected in the Company's balance sheet as a liability.

On February 5, 2021, a portion of principal and accrued interest in 2017 Service Note in amount of $11,758 and $512, respectively, plus $1,500 conversion cost reimbursement were converted into 17,212,500 shares of common stock of the Company at the conversion price of $0.0008 per share.

As of December 31, 2021, the outstanding balance of 2017 Services Note was $13,242, and the debt discount was amortized in full. The 2017 Services Note is currently in default due to non-payment when semi-annual interest

was due. The Company recorded default interest expense of $7,171 related to the 2017 Services Note during for the year ended December 31, 2021, and the accrued interest payable was $16,313 as of December 31, 2021.

(E) Convertible Notes Payable – 2018 Services

On March 7, 2018, the Company issued an unrelated third party (the "Note Holder") a 12% promissory note in principal amount of $60,000 with 20% prepayment penalty and 20% default charge (the "2018 Services Note") for financial services rendered. The 2018 Services Note is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of $0.005 per share, and the Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal of the 2018 Services Note for each note conversion effected by Note Holder. Since the conversion price is lower than Company's stock price, the Company determined that the conversion features contained in the 2018 Services Note should carry beneficial conversion feature instead of derivative liabilities.

As of December 31, 2021, the outstanding balance of 2018 Services Note was $60,000, and the debt discount was amortized in full. The 2018 Services Note is currently in default due to non-payment when semi-annual interest was due. During for the year ended December 31, 2021, the Company recorded default interest expense of $16,353 and the accrued interest payable was $66,784 as of December 31, 2021.

(F) Convertible Notes Payable – L&H (Note I)

On August 16, 2017, the Company issued L&H Inc., an unrelated third party (the "Note Holder") a 12% promissory note in principal amount of $28,000 with Original Issuance Discount of $3,000, 20% prepayment penalty and 20% default charge ("L&H Note I") for working capital. L&H Note I is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of the lesser of $0.001 per share or 50% discount to market, and the Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal of L&H Note I for each note conversion effected by Note Holder.

The Company determined that the conversion features contained in L&H Note carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in L&H Note is reflected in the Company's balance sheet as a liability.

On January 29, 2021, the remaining portion of principal and accrued interest in L&H Note I in amount of $16,000 and $5,982, respectively, plus $1,500 conversion cost reimbursement were converted into 29,352,500 shares of common stock of the Company at the conversion price of $0.0008 per share.

As of December 31, 2021, the outstanding balance of L&H Note I was $0. During for the year ended December 31, 2021, the Company recorded default interest expense of $856 related to L&H Note I. The accrued interest payable was $0 as of December 31, 2021.

(G) Convertible Notes Payable – L&H (Note II)

On December 21, 2017, the Company issued L&H Inc., an unrelated third party (the "Note Holder") a 15% promissory note in principal amount of $28,000 with Original Issuance Discount of $3,000, 20% prepayment penalty and 20% default charge ("L&H Note II") for working capital. L&H Note II is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of the lesser of $0.001 per share or 50%

discount to market, and the Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal of L&H Note II for each note conversion effected by Note Holder.

The Company determined that the conversion features contained in L&H Note II carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in L&H Note II is reflected in the Company's balance sheet as a liability.

As of December 31, 2021, the outstanding balance of L&H Note II was $28,000, and the debt discount was amortized in full. L&H Note II is currently in default due to non-payment when semi-annual interest was due. During for the year ended December 31, 2021, the Company recorded default interest expense of $7,835 related to L&H Note II. The accrued interest payable was $34,440 as of December 31, 2021.

(H) Convertible Notes Payable – Brewer I

On January 3, 2018, the Company entered into a services agreement with a consultant for business development and marketing services, pursuant to which the Company agreed to issue the consultant total 20,000,000 shares of common stock of the Company and a convertible promissory note in amount of $48,000 for services rendered ("Brewer Note I").

Brewer Note I bears interest at a rate of 10% per annum with 20% default charge and 20% default rate. Brewer Note I is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of 70% of the market, and the Note Holder should be reimbursed for the conversion cost by adding $500 to the Principal of Brewer Note for each note conversion effected by Note Holder.

The Company determined that the conversion features contained in Brewer Note I carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in Brewer Note is reflected in the Company's balance sheet as a liability.

As of December 31, 2021, the outstanding balance of Brewer Note I was $48,000, and the debt discount was amortized in full. Brewer Note I is currently in default due to non-payment when due. During for the year ended December 31, 2021, the Company recorded default interest expense of $12,848 related to the Brewer Note I and the accrued interest payable was $53,835 as of December 31, 2021.

(I) Convertible Notes Payable – Brewer II

On January 3, 2018, the Company issued an unrelated third party (the "Note Holder") a 15% promissory note in principal amount of $10,000 with 20% default charge and 20% default charge (the "Brewer Note II") for consulting services rendered.

Brewer Note II is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of 40% of the average volume weighted average price (VWAP) on the primary trading market for the last ten (10) trading days immediately prior to but not including the Conversion Date.

The Company determined that the conversion features contained in Brewer Note II carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in Brewer Note II is reflected in the Company's balance sheet as a liability.

As of December 31, 2021, the outstanding balance of Brewer Note II was $10,000, and the debt discount was amortized in full. Brewer Note II is currently in default due to non-payment when due. During for the year ended December 31, 2021, the Company recorded default interest expense of $1,973 related to the Brewer Note II and the accrued interest payable was $7,385 as of December 31, 2021.

(J) Convertible Notes Payable – Brewer III

On April 5, 2018, the Company issued an unrelated third party (the "Note Holder") a 15% promissory note in principal amount of $120,000 with 20% default charge and 20% default charge (the "Brewer Note III") for consulting services rendered.

Brewer Note III is convertible at the Note Holder's option into the shares of the common stock of the Company at a conversion price of 50% of the lowest trading price for the last twenty (20) trading days immediately prior to but not including the Conversion Date. The Note Holder should be reimbursed for the conversion cost by adding $1,500 to the Principal of Brewer Note III for each note conversion effected by Note Holder.

The Company determined that the conversion features contained in Brewer Note III carrying value represents a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in Brewer Note III is reflected in the Company's balance sheet as a liability.

On April 9, 2021, a portion of principal and accrued interest in Brewer Note III in amount of $15,357 and $5,643, plus $1,500 of conversion cost reimbursement were converted into 25,000,000 shares of common stock of the Company at the conversion price of $0.009 per share.

As of December 31, 2021, the outstanding balance of Brewer Note III was $104,643, and the debt discount was amortized in full. Brewer Note III is currently in default due to non-payment when due. During for the year ended December 31, 2021, the Company recorded default interest expense of $21,475 related to the Brewer Note III and the accrued interest payable was $74,681 as of December 31, 2021.

NOTE 5- Fair Value Measurement _ Derivative Liabilities

Notes that are convertible at a discount to market are considered embedded derivatives.

The Company's convertible note has been evaluated with respect to the terms and conditions of the conversion features contained in the note to determine whether they represent embedded or freestanding derivative instruments under the provisions of ASC 815. The Company determined that the conversion features contained in the convertible note carrying value represent a freestanding derivative instrument that meets the requirements for liability classification under ASC 815. As a result, the fair value of the derivative financial instrument in the note is reflected in the Company's balance sheet as a liability. The fair value of the derivative financial instrument of the convertible note was measured using the Lattice Bi-nominal Option Model at the inception date of the note and will do so again on each subsequent balance sheet date. Any changes in the fair value of the derivative financial instruments are recorded as non-operating, non-cash income or expense at each balance sheet date. The derivative liabilities will be reclassified into additional paid in capital upon conversion.

As of December 31, 2021, the Company's derivative liabilities are embedded derivatives associated with the Company's convertible notes payable in Note 4. The Company measured the fair value of the derivative liabilities as

$1,441,601 on December 31, 2021 and recorded changes in derivative liabilities in the amount of $1,211,228 during the year ended December 31, 2021.

For the year ended December 31, 2021, the Company reclassified $1,460,310 of derivative liabilities into additional paid in capital due to the several conversions of a portion of principal and the accrued interest in the in the amount of $304,683 and $295,569, respectively, plus $4,500 of conversion fees into 119,065,000 shares of common stock.

The valuation of the derivative liabilities to the convertible debt was arrived at through the use of the Lattice Bi-nominal Option Model using the following assumptions:

	December 31, 2021
Volatility	315.12 %
Risk-free interest rate	0.39 %
Expected term (year)	1

The following is a schedule of convertible notes payable from December 31, 2020 to December 31, 2021.

Note #	Issuance	Maturity	Principal & Accrued Interest 12/31/2020	Fair Value 12/31/2020	Conversion	Market to Market Changes	Fair Value 12/31/2021
A	12/4/2009	12/4/2010	$373,381	$796,546	$(320,000)	$(336,977)	$139,569
B	3/21/2014	3/21/2015	79,014	118,521	-	34,325	152,846
D	4/20/2017	4/20/2018	34,654	73,929	(13,770)	35,896	96,055
F	8/16/2017	8/16/2018	21,126	45,069	(23,482)	(21,587)	-
G	12/21/2017	12/21/2018	54,605	116,491	-	86,441	202,932
H	1/3/2018	1/3/2019	88,989	127,127	-	109,280	236,407
I	1/3/2018	1/3/2019	15,413	31,455	-	32,035	63,490
J	4/5/2018	4/5/2019	178,850	381,546	(22,500)	191,256	550,302
			$846,032	$1,690,684	$(379,752)	$130,669	$1,441,601

NOTE 6- Shareholders' Equity

As of December 31, 2021, the Company had 1,000,000,000 shares of common stock authorized, $0.0001 par value, of which 983,556,451 shares issued and outstanding, and had 50,000,000 shares of preferred stock authorized, $0.001 par value, of which 31,000,000 shares issued and outstanding. Each share of preferred stock has conversion ratio and voting right of 10:1.

On January 29, 2021, a portion of principal and accrued interest in L&H Note I in amount of $16,000 and $5,982, respectively, plus $1,500 conversion cost reimbursement were converted into 29,352,500 shares of common stock of the Company at the conversion price of $0.0008 per share.

On February 5, 2021, a portion of principal and accrued interest in 2017 Service Note in amount of $11,758 and $512, respectively, plus $1,500 conversion cost reimbursement were converted into 17,212,500 shares of common stock of the Company at the conversion price of $0.0008 per share.

On March 1, 2021, a portion of principal and accrued interest in 2017 Service Note in amount of $180,364 and $44,636 respectively, converted into 30,000,000 shares of common stock of the Company at the conversion price of $0.0008 per share.

On March 2, 2021, a portion of principal and accrued interest in PMI Note in amount of $81,204 and $238,796, respectively, were converted into 40,000,000 shares of common stock of the Company at the conversion price of $0.008 per share.

On March 29, 2021, a portion of accrued liabilities for the service rendered in amount of $5,100 were converted into 2,000,000 shares of common stock of the Company at the conversion price of $0.001.

On April 9, 2021, a portion of principal and accrued interest in Brewer Note III in amount of $15,357 and $5,643, plus $1,500 of conversion cost reimbursement were converted into 25,000,000 shares of common stock of the Company at the conversion price of $0.009 per share.

NOTE 7- Commitment and Contingencies

On January 3, 2018, the Company entered into a services agreement with a consultant for business development and marketing services, pursuant to which the Company agreed to issue the consultant a total of 20,000,000 shares of common stock of the Company. As of December 31, 2021, the Company recorded $135,000 as accrued expenses.

On March 8, 2019, the Company entered into a twelve-month service agreement with a consultant for management consulting services, pursuant to which the Company agreed to issue the consultant a total of 1,000,000 shares of common stock of the Company. On March 8, 2020, the Company entered into another twelve-month service agreement with a consultant for management consulting services, pursuant to which the Company agreed to issue the consultant a total of 1,000,000 shares of common stock of the Company. On March 29, 2021, 2,000,000 shares of common stock of the Company were issued at the conversion price of $0.001 and decreased $5,100 of accrued expenses.

On March 8, 2021, the Company renewed a twelve-month service agreement with a consultant for management consulting services, pursuant to which the Company agreed to issue the consultant a total of 2,000,000 shares of common stock of the Company. As of December 31, 2021, the Company recorded $21,907 as accrued expenses for the consulting services.

NOTE 8- Related Party Transactions

The Company follows FASB ASC NO. 850-10 for the identification of related parties and disclosure of related party transactions.

As of December 31, 2021, the Company had due to related party in amount of $74,922, which was borrowed from Dr. Chris Otiko for daily operating expenses. The borrowing was not evidenced by promissory note, but rather was oral agreement between Dr. Chris Otiko and the Company, and due on demand.

There was no officer compensation for the year ended on December 31, 2021.

NOTE 9- Going Concern

The accompanying condensed consolidated financial statements have been prepared using the going concern basis of accounting, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

As of December 31, 2021, the Company was in default on the repayment of certain convertible notes and promissory notes with an aggregate principal amount of $415,181, which are immediately due and payable. The continuation of the Company as a going concern through December 31, 2021 is dependent upon the continuing financial support from its stockholders or negotiation of repayment term. Management believes the existing shareholders will provide the additional cash to meet the Company's obligations as they become due.

These factors raise substantial doubt about the Company's ability to continue as a going concern. These consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets and liabilities that may result in the Company not being able to continue as a going concern.

NOTE 10- Restatement of Financial Results

As part of preparing its consolidated financial statements for six months ended June 30, 2021, the Company identified that the Company did not disclose $10,000 of convertible Brewer Note II and $120,000 of convertible Brewer Note III (Note 4) issued in 2018 on the previously issued consolidated financial statements. The company amended and restated the consolidated financial statements for the year ended December 31, 2020.

The following table sets forth all the accounts in the original amounts and restated amounts as at and for the year ended December 31, 2020.

As of December 31, 2020	Original	Adjustment	Restated
Accrued interest payable	$612,003	$64,263	$676,266
Convertible notes payable, net	$390,500	$130,000	$520,500
Derivative liabilities	$564,688	$1,125,996	$1,690,684
Accumulated deficit	($11,887,431)	($1,320,259)	($13,207,690)

For the nine months ended December 31, 2020	Original	Adjustment	Restated
Interest expense	$137,438	$25,645	$163,083
Changes in derivative liabilities	$217,051	$348,427	$565,478
Impact the statement of operations	$354,489	$374,072	$728,561

NOTE 11- Subsequent Events

In accordance with ASC Topic 855-10 "Subsequent Events", the Company has evaluated its operations subsequent to December 31, 2021 to the date these consolidated financial statements were issued and determined

there was no subsequent events or transactions the required recognition or disclosure in these consolidated financial statements.

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")

ViaDerma, Inc.'s lead product is an FDA registered topical antibiotic called that will be sold under the brand name Vitastem™. The Company also has products in development in the following fields; anti-aging skin care, pain management, hair-loss, and toenail fungus. The products are based on a patent pending delivery system technology that allows for rapid mass transfer of the pharmaceutical active ingredient across the skin and into the body to provide immediate localized therapy. Detailed product information is available online by accessing the Government website, DailyMed.

The Company utilizes a specific Trade Secret Formulation System in the manufacture of all the products.

On January 31, 2014, the Company purchased an exclusive license (the "License") on the patent pending technology from Dr. Howard Phillips represented by US Patent application #20130190274. The Company amended the License on January 20, 2017 such that it is now a non-exclusive distribution and licensing agreement.

Apart from the technology licensed from Dr. Howard Phillips, the Company is currently using a second-generation transdermal technology to manufacture and develop its products. This technology was exclusively licensed from a related party. During 2016, provisional patents were filed on this technology. The Company received provisional patent #62757891 'ENHANCED ANTIBIOTIC AND DRUG DELIVERY FOR AQUEOUS TOPICAL APPLICATIONS FOR HUMAN AND VETERINARY USES'for this technology. The Company believes the newer technology has additional benefits and plans to incorporate this topical delivery system into most, if not all, of its future products.

In June 2017, the Company received notification that its newer product Prolayed (15ml), was also registered with the FDA.

In addition, the Company is in the early development stage of a medical cannabis product containing cannabidiol ("CBD") that can be absorbed through the skin with our proprietary transdermal delivery system. A provisional patent application using the combination of CBD and THC with the delivery system was filed in 2017 (Provisional Patent # 62466209). The use of CBD is aimed at the reduction of inflammation and for the treatment of several diseases, such as, nicotine addiction, fibromyalgia, Cohn's disease, schizophrenia, migraine headaches, pain management for cancer and Multiple Sclerosis.

The Company has filed with the Food and Drug Administration (FDA) for a new over the counter or OTC version of a "Premature Ejaculation Drug". The new "OTC Drug" received FDA registration during the second quarter of 2017 (NDC:69006-010-00) and the Company's name of the new drug will portray prolonged endurance. The Company's recent testing of the drug has shown to be successful in retarding the onset of ejaculation during sexual intercourse.

The Company's products are sold to local medical practitioners, and patients in clinics primarily in the Los Angeles, California area; however, the Company is moving towards a wholesale distributor model and launch the online sales at amazon.com in the second quarter of 2018. The Company's primary goal during 2018 has been to commercially manufacture the product on a larger scale and seek wholesale distribution partners that will carry and sell the product. The Company is presently using a manufacturing partner on the East Coast of the United States. During November 2017, the Company received its first finished order of Vitastem (bottle sizes range from 5ml to 15ml). The Company, along with its wholesale partners, will attempt to sell and distribute the product in several key areas.

In addition to the primary plan of developing and selling new products to the market, the Company is exploring the possibility of licensing the technology to other pharmaceutical companies. As of the date of this filing, the Company has entered into two licensing and distribution agreements as follows:

On January 1, 2017, the Company entered into a licensing and distribution agreement with Biogenx, Inc. for the purpose of commercializing and distributing a topical antibiotic product to be branded VitaStem. On August 1, 2018, Biogenx, Inc. changed its legal entity name as Viaderma Distribution, Inc. The product will carry the Company's tetracycline-based technology. This product will be separately registered with the FDA. Pursuant to the agreement, the Company will receive 50% of gross profit from sales of Vitastem. For purposes of the agreement, gross profit is defined as total revenues less cost of production, distribution and marketing. In addition ViaDerma will receive an additional 5% of gross sales as a licensing fee. The agreement will terminate on December 31, 2022 unless

extended by both parties. Viaderma Distribution, Inc. (Formerly Biogenx, Inc.) has the right to terminate the agreement early with two month notice if it deems the arrangement to not be financially viable.

On January 1, 2017, the Company entered into a licensing and distribution agreement with Vage Nigeria, Ltd. for the purpose of commercializing and distributing a topical antibiotic product to be branded Dermafix. The product will carry the Company's tetracycline-based technology. This product will be separately registered with the FDA. Pursuant to the agreement, the Company will receive 50% of the net sales from Dermafix. For purposes of the agreement, net sales is defined as total revenues less cost of production, distribution and marketing (which includes taxes, discounts, allowances, credits for returns, rebates, import duties and other governmental charges, freight and transportation). The agreement will terminate on December 31, 2022 unless extended by both parties. Vage Nigeria, Ltd. has the right to terminate the agreement early with two month notice if it deems the arrangement to not be financially viable.

On January 1, 2018, the Company entered into a licensing agreement with SSP Asset Management Corp., an organization incorporated under the laws of Alberta, Canada ("SSP"). The license granted SSP the right to use the Company's transdermal technology for use within certain products. The Company will receive Fifty Percent (50%) of the net profits of any products sold by SSP. The term of the license is 25 years and is exclusive for a minimum of two years on any new products developed by SSP. The Company also issued 20 million restricted common shares to the shareholders of SSP to assist in the development of the new products.

We announced on February 7, 2018 that the complaint filed by Steven J. Keough in a South Dakota Federal Court, has been dismissed without prejudice. The complaint alleged certain technical issues dating back to 2011. We have filed provisional patents on several products, and their pending status has already gone through a screening process by the USPTO. Our legal counsel vigorously defended this civil legal action to protect our shareholders and our patent pending product line. We continue to aggressively defend any legal action that will affect our progress.

On November 2019, the Company discarded the remaining finished goods inventories which were expired and received its second finished goods of Vitastem with increased bottle sizes of 15ml and 55ml.

On May 1, 2020, the Company entered into a management consulting agreement with Suddeath Consulting to develop an advertising campaign and expand the product to new markets. The Company terminated the agreement on November 12, 2020.

In August 2020, the Company increased Vitastem inventories and distributed some of inventories complimentary to the medical facilities and hospital trauma centers for testing purposes. The test results have been reported as excellent among the patients treated with Vitastem, and the Company has actively discussed with the hospitals and healthcare providers utilizing the Vitastem product in their patient care.

On October 1, 2020, Liberdol Topical Analgesic, a new relief pain product was officially launched. (NDC: 71262-004-18)

On January 4, 2021, the Company entered into a three-year exclusive distributor and licensing agreement with an affiliate of the Company. The Company provides the FDA registered medication, Tetracyte, to the affiliate's medical practices in six States. The affiliates created their own private label for the wound care utilizing the Company's technology.

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

None

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

Currently, the products are sold to local medical practitioners, and patients in clinics primarily in the Los Angeles, California area and launch online sales at amazon.com in the second quarter of 2018. The Company's primary goal during 2018 has been to commercially manufacture the product on a larger scale and seek wholesale distribution partners that will carry and sell the product. The Company is presently using a manufacturing partner on the East Coast of the United States. During November 2017, the Company received its first finished order of Vitastem (bottle sizes range from 5ml to 15ml). On November 2019, the Company discarded the

remaining inventories which were expired and received its second finished goods of Vitastem with increased bottle sizes of 15ml and 55ml. The Company, along with its wholesale partners, will attempt to sell and distribute the product in several Middle Eastern countries.

The company is in the early development stage of a medical cannabis product (CBD) that can be absorbed through the skin with our proprietary transdermal delivery system. A provisional patent application using the combination of CBD and THC with the delivery system was filed in 2017. The use of CBD is aimed at the reduction of inflammation and for the treatment of several diseases, such as, nicotine addiction, fibromyalgia, Cohn's disease, schizophrenia, migraine headaches, pain management for cancer and Multiple Sclerosis.

In addition, the Company has filed with the Food and Drug Administration (FDA) for a new over the counter or OTC version of a "Premature Ejaculation Drug". The new "OTC Drug" received FDA registration during the second quarter of 2017 (NDC: 69006-010-00) and the Company's name of the new drug will portray prolonged endurance. The Company's recent testing of the drug has proved to be successful in retarding the onset of ejaculation during sexual intercourse.

6) Issuer's Facilities

Our contracted manufacturer has an FDA and CGMP compliant facility, which is fully registered to produce OTC pharmaceuticals, and passed the most recent FDA audit. Our contracted manufacturer has over 50 years of combined experience in product development, formulating, batching, filling and packaging. We do not have ownership or control of this property.

Our official business mailing address is 4640 Admiralty Way, Suite 500, Marina Del Rey, California 90292.

7) Officers, Directors, and Control Persons

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

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% of more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Dr. Chris Ayo Otiko	President, Chief Executive Officer and Director	4640 Admiralty Way, Ste. 500, Marina Del Rey, CA 90292	56,230,708	Common Stock	5.72%	
Dr. Chris Ayo Otiko	President, Chief Executive Officer and Director	4640 Admiralty Way, Ste. 500, Marina Del Rey, CA 90292	30,000,000	Preferred Stock	96.77%	

8) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

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

Securities Counsel

Name:	Kenneth C. Grace, Esq.
Firm:	LASH WILCOX & GRACE PL
Address 1:	2202 West Shore Blvd., Ste 200
Address 2:	Tampa, FL 33607
Phone:	(813) 639-4205
Email:	kgrade@lashwilcoxandgrace.com

Accountant

Name:	Zia Choe, CPA
Firm:	STK FINANCIAL P.C.
Address 1:	1100 Town and Country Rd Suite 1250
Address 2:	Orange, CA 92868
Phone:	(954) 228-5026
Email:	zia@stk.financial

Investor Relations Consultant

Name:	Richard Inza
Firm:	RMJ Consulting, LLC
Address 1:	2451 SW 126th Way
Address 2:	Miramar, FL 33027
Phone:	(954) 251-0616
Email:	richardinza@gmail.com

Other Service Providers

None

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Dr. Chris Ayo Otiko certify that:

1. I have reviewed this annual disclosure statement of VIADERMA, 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.

March 29, 2022

/s/ Dr. Chris Ayo Otiko

Principal Financial Officer:

I, Dr. Chris Ayo Otiko certify that:

1. I have reviewed this annual disclosure statement of VIADERMA, 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.

March 29, 2022

/s/ Dr. Chris Ayo Otiko