

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Cann American Corp.

320 Santana Dr. #C  
Cloverdale, CA 95425

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770-866-6250  
cannamericorp.com  
cannamericanholdings@gmail.com  
6719

**Annual Report**  
**For the Period Ending: 02/28/2022**  
(the "Reporting Period")

As of 02/28/2022, the number of shares outstanding of our Common Stock was:

265,000,186

As of 11/30/2021, the number of shares outstanding of our Common Stock was:

265,000,186

As of 02/28/2021, the number of shares outstanding of our Common Stock was:

205,000,186

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

Yes:  No:

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

Yes:  No:

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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

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.

Cann American Corp as of 12/20/2019 – 320 Santana Dr., #C, Cloverdale, CA 95425  
Canamed4Pets, Inc. as of 11/25/2014  
Bioflamex Corp. as of 01/25/2011  
Deerbay Resources Inc. as of 08/25/2004

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 incorporate on 08/25/2004 under the laws of the state of Nevada as Deer Bay Resources Inc.

The company was re-named Bioflamex Corp. on 01/25/2011

The company was re-domiciled to the state of Wyoming on 02/20/2013

The company was re-named Canamed4Pets, Inc. on 11/25/2014

The company was re-named Cann American Corp on 12/20/2019

The Issuer's current standing is active with the state of Wyoming

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:

The company completed a 1:10 reverse stock split of common shares on 11/13/2020

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

320 Santana Dr., #C, Cloverdale, CA 95425

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: CNNA  
Exact title and class of securities outstanding: Common  
CUSIP: 13764N207  
Par or stated value: .0001

Total shares authorized: 1,998,000,000 as of date: 09/16/2020  
Total shares outstanding: 265,000,186 as of date: 02/28/2022  
Number of shares in the Public Float<sup>2</sup>: 167,422,834 as of date: 02/28/2022  
Total number of shareholders of record: 18 as of date: 02/28/2022

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

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

Trading symbol: CNNA  
 Exact title and class of securities outstanding: Series A Preferred  
 Par or stated value: .0001  
 Total shares authorized: 500,000 as of date: 09/16/2020  
 Total shares outstanding: 500,000 as of date: 02/28/2022

Trading symbol: CNNA  
 Exact title and class of securities outstanding: Series B Preferred  
 Par or stated value: .0001  
 Total shares authorized: 1,500,000 as of date: 09/16/2020  
 Total shares outstanding: 1,500,000 as of date: 02/28/2022

Transfer Agent

Name: Securities Transfer Corp.  
 Phone: 469-633-0101  
 Email: info@stctransfer.com

Is the Transfer Agent registered under the Exchange Act?<sup>7</sup> Yes:  No:

**3) Issuance History**

**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:

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance :									
Date: <u>03/01/2019</u>									
Common: <u>8,981,888,621</u>									
Preferred: <u>1,000,000</u>									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>05/06/2019</u>	<u>Cancellation</u>	<u>3,173,897,240</u>	<u>Common</u>	<u>.0001</u>	<u>Yes</u>	<u>Henrik Dahlerup</u>	<u>Salary</u>	<u>Restricted</u>	<u>None</u>
<u>06/21/2019</u>	<u>Cancellation</u>	<u>4,160,000,000</u>	<u>Common</u>	<u>.0001</u>	<u>Yes</u>	<u>Kristian Schiorring</u>	<u>Salary</u>	<u>Restricted</u>	<u>None</u>
<u>06/21/2019</u>	<u>Cancellation</u>	<u>250,000</u>	<u>Series A</u>	<u>.00001</u>	<u>No</u>	<u>Henrik Dahlerup</u>	<u>Salary</u>	<u>Restricted</u>	<u>None</u>

<sup>7</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

<u>06/21/2019</u>	<u>Cancellation</u>	<u>250,000</u>	<u>Series A</u>	<u>.00001</u>	<u>No</u>	<u>Kristian Schiorring</u>	<u>Salary</u>	<u>Restricted</u>	<u>None</u>
<u>06/21/2019</u>	<u>Cancellation</u>	<u>250,000</u>	<u>Series B</u>	<u>.00001</u>	<u>No</u>	<u>Henrik Dahlerup</u>	<u>Salary</u>	<u>Restricted</u>	<u>None</u>
<u>06/21/2019</u>	<u>Cancellation</u>	<u>250,000</u>	<u>Series B</u>	<u>.00001</u>	<u>No</u>	<u>Kristian Schiorring</u>	<u>Salary</u>	<u>Restricted</u>	<u>None</u>
<u>08/01/2019</u>	<u>New Issuance</u>	<u>10,000,000</u> <u>Post R/S</u> <u>1,000,000</u>	<u>Common</u>	<u>.005</u>	<u>No</u>	<u>Patrick King</u>	<u>Asset Purchase</u>	<u>Restricted</u>	<u>None</u>
<u>08/21/2019</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Series A</u>	<u>.00001</u>	<u>No</u>	<u>Jason Black</u>	<u>Asset Purchase</u>	<u>Restricted</u>	<u>None</u>
<u>08/21/2019</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Series B</u>	<u>.00001</u>	<u>No</u>	<u>Jason Black</u>	<u>Asset Purchase</u>	<u>Restricted</u>	<u>None</u>
<u>09/09/2019</u>	<u>New Issuance</u>	<u>2,000,000</u> <u>Post R/S</u> <u>200,000</u>	<u>Common</u>	<u>.001</u>	<u>No</u>	<u>Patrick Young</u>	<u>Cash</u>	<u>Restricted</u>	<u>None</u>
<u>02/10/2020</u>	<u>New Issuance</u>	<u>33,333,334</u> <u>Post R/S</u> <u>3,333,334</u>	<u>Common</u>	<u>.0015</u>	<u>Yes</u>	<u>GPL Ventures</u> <u>Alexander Dillon</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg-A</u>
<u>05/27/2020</u>	<u>New Issuance</u>	<u>96,666,667</u> <u>Post R/S</u> <u>9,666,667</u>	<u>Common</u>	<u>.0015</u>	<u>Yes</u>	<u>Capitol Capital Corp.</u> <u>Howard Salamon</u>	<u>Business Consulting Services</u>	<u>Unrestricted</u>	<u>Reg-A</u>
<u>06/08/2020</u>	<u>New Issuance</u>	<u>110,000,000</u> <u>Post R/S</u> <u>11,000,000</u>	<u>Common</u>	<u>.0015</u>	<u>Yes</u>	<u>World Market Ventures</u> <u>Chad Curtis</u>	<u>Services</u> <u>Web Design</u>	<u>Unrestricted</u>	<u>Reg-A</u>
<u>06/11/2020</u>	<u>New Issuance</u>	<u>6,666,667</u> <u>Post R/S</u> <u>666,667</u>	<u>Common</u>	<u>.0015</u>	<u>Yes</u>	<u>World Market Ventures</u> <u>Chad Curtis</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg-A</u>
<u>06/23/2020</u>	<u>New Issuance</u>	<u>33,333,334</u> <u>Post R/S</u> <u>3,333,334</u>	<u>Common</u>	<u>.0015</u>	<u>Yes</u>	<u>GPL Ventures</u> <u>Alexander Dillon</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Reg-A</u>

<u>07/07/2020</u>	<u>New Issuance</u>	<u>100,000,000</u> <u>Post R/S</u> <u>10,000,000</u>	<u>Common</u>	<u>.0015</u>	<u>Yes</u>	<u>Capitol Capital Corp</u> <u>Howard Salamon</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>RegA</u>
<u>07/30/2020</u>	<u>New Issuance</u>	<u>10,000,000</u> <u>Post R/S</u> <u>1,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>John Cerenzia</u>	<u>Services Consulting</u>	<u>Restricted</u>	<u>RegA</u>
<u>09/16/2021</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>.0001</u>	<u>Yes</u>	<u>Capitol Capital Corp</u> <u>Howard Salamon</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>144</u>
<u>09/24/2021</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>.0001</u>	<u>Yes</u>	<u>Capitol Capital Corp</u> <u>Howard Salamon</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>144</u>
<u>10/05/2021</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>.0001</u>	<u>Yes</u>	<u>Capitol Capital Corp</u> <u>Howard Salamon</u>	<u>Services Consulting</u>	<u>Unrestricted</u>	<u>144</u>
Shares Outstanding on Date of This Report:  <u>Ending Balance:</u>  Date: <u>02/28/2022</u> Common: <u>265,000,186</u> Preferred: <u>2,000,000</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:

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder (entities must have individual with voting / investment control disclosed).</u>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
<u>09/01/20</u>	<u>\$96,135</u>	<u>\$90,125</u>	<u>\$8111</u>	<u>09/02/21</u>	<u>9% per annum - .0001 conversion</u>	<u>Capitol Capital Corp</u> <u>Howard Salamon</u>	<u>Loan</u>
<u>12/01/20</u>	<u>\$75,000</u>	<u>\$70,830</u>	<u>\$4170</u>	<u>12/02/21</u>	<u>9% per annum - .001 conversion</u>	<u>Capitol Capital Corp</u> <u>Howard Salamon</u>	<u>Loan</u>

#### 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: Jason Black  
Title: CEO  
Relationship to Issuer: President

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

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 issuer's financial statements are attached herein**

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

#### 5) Issuer's Business, Products and Services

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

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<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.

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

Cann American Corp. acts as a Holding Company for the sake of developing assets within the legal cannabis and hemp industries.

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

The company has two subsidiaries. Cannequipt, LLC and Hourglass Enterprises LLC. Cannequipt intends to act as a research and development division. Hourglass intends to focus on developing new assets in the state of Oklahoma.

C. Describe the issuers' principal products or services.

The Issuer operates primarily within the state of California under SIC code 6719.

## 6) Issuer's Facilities

The issuer utilizes 1000 sq. ft. of space located at 320 Santana Dr., #C, Cloverdale, CA 95425 at no cost to the issuer.

## 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>Jason Black</u>	<u>President/CEO</u>	<u>Marietta, GA</u>	<u>2,000,000</u>	<u>Preferred</u>	<u>100%</u>	
<u>Ticino Capital Luca Trisconi</u>	<u>Owner of more than 5%</u>	<u>South St. 4<sup>th</sup> Floor Valetta VLT 1103 Malta</u>	<u>68,825,000</u>	<u>Common</u>	<u>32.6%</u>	
<u>Bradley Hanger</u>	<u>Director</u>	<u>Perry, OK</u>	<u>None</u>	<u>None</u>	<u>None</u>	<u>Director as of 07/14/21</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: Anthony Newton  
Firm: The Law Offices of Anthony F. Newton  
Address 1: PO Box 16877  
Address 2: Sugar Land, TX 77496  
Phone: 832-452-0269  
Email: tony.newton@yahoo.com



Accountant or Auditor

Name: Michael Gillespie  
Firm: Michael Gillespie & Associates PLLC  
Address 1: 10544 Alton Ave NE  
Address 2: Seattle, WA 98125  
Phone: 206-353-5736  
Email: mgillespiecpa@outlook.com

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.

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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Jason Black certify that:

1. I have reviewed this annual disclosure statement of Cann American 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.

04/11/2022

/s/ Jason Black

*Principal Financial Officer:*

I, Jason Black certify that:

1. I have reviewed this annual disclosure statement of Cann American 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.

04/11/2022

/s/ Jason Black



**CANN AMERICAN CORP  
(CNNA)**

**ANNUAL REPORT  
FOR THE YEAR ENDING FEBRUARY 28, 2022**

April 11, 2022

320 Santana Dr #C  
Cloverdale  
CA 95425

**CANN AMERICAN CORP**  
**ANNUAL REPORT**  
**FOR THE YEAR ENDING FEBRUARY 28, 2022**  
**(Unaudited)**

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**CANN AMERICAN CORP**  
**Condensed Consolidated Unaudited Financial Statements**  
**Balance Sheet**

	Notes	As at February 28, 2022	As at February 28, 2021
<b>ASSETS</b>			
<u>Current assets</u>			
Cash and cash equivalents	2	\$ 555	\$ 68,141
Inventory		-	-
Other current assets	5	170,000	95,000
<b>Total current assets</b>		<b>170,555</b>	<b>163,141</b>
<u>Fixed assets</u>			
Property, plant & equipment	6	-	12,000
Accumulated depreciation	6	-	(12,000)
<b>TOTAL ASSETS</b>		<b>\$ 170,555</b>	<b>\$ 163,141</b>
<b>LIABILITIES &amp; STOCKHOLDERS' DEFICIT</b>			
<u>Current liabilities</u>			
Accounts payable, trade		\$ -	\$ 7,763
Accrued expenses		2,250	53,455
Loans & notes payable, short-term or current, net of unamortized debt discount of \$	7	171,135	-
Derivative liability	9	7,290,585	-
Related party loans & notes payable, short-term or current	11	76,793	-
<b>TOTAL LIABILITIES</b>		<b>\$ 7,540,763</b>	<b>\$ 61,218</b>
<b>STOCKHOLDERS' EQUITY (DEFICIT)</b>			
Preferred stock:			
Preferred stock Series A: par value \$0.00001, 500,000 authorized and 500,000 issued and outstanding at February 28, 2022 and February 28, 2021	8	5	5
Preferred stock Series B: par value \$0.00001, 1,500,000 authorized and 1,500,000 issued and outstanding at February 28, 2022 and February 28, 2021	8	15	15
Common stock: par value \$0.0001, 1,998,000,000 authorized and 265,000,186 and 205,000,186 issued and outstanding at February 28, 2022 and February 28, 2021 respectively	8	933,419	927,419
Additional paid-in capital		4,521,524	4,521,524
Stock subscribed for		-	104,245
Accumulated deficit		(12,825,171)	(5,451,285)
<b>TOTAL STOCKHOLDERS' EQUITY (DEFICIT)</b>		<b>(7,370,208)</b>	<b>101,923</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>		<b>\$ 170,555</b>	<b>\$ 163,141</b>

See accompanying notes to these condensed consolidated unaudited financial statements.

**CANN AMERICAN CORP**  
**Condensed Consolidated Unaudited Financial Statements**  
**Statement of Operations**

	For the Year Ending	
	February 28,	
	2022	2021
Revenues	\$ -	\$ 6,000
Cost of goods sold	-	-
Gross profit	-	6,000
Operating expenses		
Selling, general & administrative expenses	64,928	345,391
Bad debt provision	-	-
Depreciation & amortization	-	1,344
Total operating expenses	64,928	346,735
Net operating income (loss)	(64,928)	(340,735)
Other income (expenses)		
Bank charges	(270)	-
Bank/loan interest accrued	(18,103)	-
Non-cash interest, convertible loan	(34,877,241)	-
Amortization of debt discount	(189,630)	-
Gain (loss) on revaluation of derivative liability	27,776,286	-
Beneficial conversion feature	-	-
Net income (loss) before income taxes	\$ (7,373,886)	\$ (340,735)
Provision for income taxes	-	-
Net income (loss)	(7,373,886)	(340,735)
Net income (loss) per share	\$ (0.03)	\$ (0.00)
Weighted average shares outstanding	265,000,186	205,000,186

See accompanying notes to these condensed consolidated unaudited financial statements.

**CANN AMERICAN CORP**  
**Condensed Consolidated Unaudited Financial Statements**  
**Statement of Cash Flow**

	For the Year Ending February 28,	
	2022	2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss	\$ (7,373,886)	\$ (340,735)
Adjustments to reconcile net loss to net cash (used in) operating activities:		
Stock issued for services	-	19,667
Depreciation and amortization	-	1,344
Amortization of debt discount	189,630	-
(Gain) loss on revaluation of derivative liability	(27,776,286)	-
Non-cash interest, convertible loan	34,877,241	-
Financing costs	18,373	-
Changes in operating assets and liabilities:		
Accounts payable and other current liabilities	(58,968)	59,060
Other current assets	(75,000)	(95,000)
<b>NET CASH (USED IN) OPERATING ACTIVITIES</b>	<b>(198,896)</b>	<b>(355,664)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Sale (purchase) of tangible assets	-	-
Sale (purchase) of intangible assets	-	-
<b>NET CASH PROVIDED BY INVESTING ACTIVITIES</b>	<b>-</b>	<b>-</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from issuance of equity	(98,245)	380,000
Proceeds from (repayment of) debt instruments	171,135	(2,000)
Related party loans	76,793	-
Financing costs	(18,373)	-
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>131,310</b>	<b>378,000</b>
<b>NET INCREASE (DECREASE) IN CASH</b>	<b>(67,586)</b>	<b>22,336</b>
Cash, beginning of year	68,141	45,805
Cash, end of year	<u>\$ 555</u>	<u>\$ 68,141</u>
<b>SUPPLEMENTAL DISCLOSURES</b>		
<u>Supplemental schedules of non-cash investing and financing activities</u>		
Conversion of debt to common or preferred stock	<u>\$ 6,000</u>	<u>\$ -</u>
Issuance of stock for asset acquisition	<u>\$ -</u>	<u>\$ -</u>

See accompanying notes to these condensed consolidated unaudited financial statements.

**CANN AMERICAN CORP**  
**Condensed Consolidated Unaudited Financial Statements**  
**Statement of Changes in Stockholders' Equity**

	Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Surplus (Deficit)	Total
	Number	Value	Number	Value			
Balance b/f as at March 1, 2020	2,000,000	\$ 20	169,333,518	\$ 899,394	\$ 4,254,127	\$ (5,110,550)	\$ 42,991
Common stock issued for services	-	-	10,666,667	10,667	9,000	-	19,667
Common stock issued for investment	-	-	25,000,001	17,358	362,642	-	380,000
Net loss, year ending February 28, 2021	-	-	-	-	-	(340,735)	(340,735)
Balance b/f March 1, 2021	2,000,000	\$ 20	205,000,186	\$ 927,419	\$ 4,625,769	\$ (5,451,285)	\$ 101,923
Shares subscribed for converted to loan	-	-	-	-	(104,245)	-	(104,245)
Common stock issued to repay debt	-	-	60,000,000	6,000	-	-	6,000
Net loss, year ending February 28, 2022	-	-	-	-	-	(7,373,886)	(7,373,886)
Balance c/f as at February 28, 2022	<u>2,000,000</u>	<u>\$ 20</u>	<u>265,000,186</u>	<u>\$ 933,419</u>	<u>\$ 4,521,524</u>	<u>\$ (12,825,171)</u>	<u>\$ (7,370,208)</u>

See accompanying notes to these condensed consolidated unaudited financial statements.

**CANN AMERICAN CORP**  
**Condensed Consolidated Unaudited Financial Statements**  
**Notes For the Year Ending February 28, 2022**

**NOTE 1. NATURE AND BACKGROUND OF BUSINESS**

The accompanying consolidated financial statements include Cann American Corp (the 'Company', 'we' or 'us'), a Wyoming corporation, its wholly-owned subsidiaries and any majority controlled interests.

The Company was formerly known as Canamed4Pets, Inc. (from July 15, 2015 to December 20, 2019) and Bioflamex Corp (prior to July 15, 2015). The Company held a special meeting of the shareholders on August 21, 2019, to approve the merger of the parent company, Canamed4Pets, Inc., with its wholly-owned subsidiary, Cann American Holdings, LLC, and changed the name of the Company to Cann American Corp. The name change was approved by FINRA on December 20, 2019.

The Company, through its subsidiaries, has expanded its focus toward developing assets, technologies, and acquisitions nationally in the legal cannabis and hemp industries.

On December 10, 2021, the Company announced the launch of its signature vape cartridge line, C-Juice, a proprietary Delta 8 THC hemp extract that can be legally consumed in most US states. It is offered in multiple flavors, and will be initially made available in retail outlets in Oklahoma, Kansas and Texas, eventually branching out into additional markets including online.

On December 21, 2021, the Company launched its new website, showcasing its current direction.

On January 3, 2022, the Company announced the retention of a PCAOB auditor, Michael Gillespie & Associates, PLLC, to prepare for full SEC reporting and an uplisting of the Company's stock.

**NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Presentation**

The accompanying financial statements have been prepared for Cann American Corp in accordance with accounting principles generally accepted in the United States of America (US GAAP), with all numbers shown in US Dollars.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for fair presentation of the financial statements have been included. The financial statements include acquired subsidiaries, as discussed below, and include all consolidation entries required to include those subsidiaries.

**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 could differ from those estimates

**Cash and Cash Equivalents**

For the Balance Sheet and Statement of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents. The Company had no cash equivalents as at February 28, 2022 or 2021.

**Income Taxes**

Income taxes are provided in accordance with the FASB Accounting Standards (ASC 740), Accounting for Income Tax. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carry forwards. Any deferred tax expense (benefit) resulting from the net change during the year is shown as deferred tax assets and liabilities. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it was more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

**Basic and Diluted Net Income (Loss) Per Share**

Net income (loss) per unit is calculated in accordance with Codification topic 260, "Earnings per Share" for the periods presented. Basic net loss per share is computed using the weighted average number of common shares outstanding. Diluted loss per share has not been presented because the shares of common stock equivalents have not been included in the per share calculations as such inclusion would be anti-dilutive. Diluted earnings per share is based on the assumption that all dilutive stock options, warrants and convertible debt are converted or exercised applying the treasury stock method. Under this method, options, warrants and convertible debt are assumed exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase shares of common stock at the average market price during the period. Options, warrants and/or convertible debt will have a dilutive effect during periods of net profit only when the average market price of the units during the period exceeds the exercise or conversion price of the items.



### **Stock Based Compensation**

Codification topic 718 “Stock Compensation” requires that the cost resulting from all share-based transactions be recorded in the financial statements and establishes fair value as the measurement objective for share-based payment transactions with employees and acquired goods or services from non-employees. The codification also provides guidance on valuing and expensing these awards, as well as disclosure requirements of these equity arrangements. The Company adopted the codification upon creation of the Company and will expense share-based costs in the period incurred. The Company has not yet adopted a stock option plan and all share-based transactions and share based compensation has been expensed in accordance with the codification guidance.

### **Convertible Instruments**

The Company evaluates and accounts for conversion options embedded in its convertible instruments in accordance with professional standards for “Accounting for Derivative Instruments and Hedging Activities”. Professional standards generally provide three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instruments are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur, and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed to be conventional as defined under professional standards as “The Meaning of Conventional Convertible Debt Instrument”.

The Company accounts for convertible instruments when it has determined that the embedded conversion options should not be bifurcated from their host instruments in accordance with professional standards when “Accounting for Convertible Securities with Beneficial Conversion Features,” as those professional standards pertain to “Certain Convertible Instruments.” Accordingly, the Company records, when necessary, discounts to convertible notes for the intrinsic value of conversion options embedded in debt instruments based upon the differences between the fair value of the underlying shares of common stock at the commitment date of the note transaction and the effective conversion price embedded in the note. Debt discounts under these arrangements are amortized over the term of the related debt to their earliest date of redemption. The Company also records when necessary deemed dividends for the intrinsic value of conversion options embedded in preferred shares of common stock based upon the differences between the fair value of the underlying shares at the commitment date of the note transaction and the effective conversion price embedded in the note.

ASC 815-40 provides that, among other things, generally, if an event not within the entity’s control could require net cash settlement, then the contract shall be classified as an asset or a liability.

### **Fair Value of Financial Instruments**

We adopted the guidance of ASC-820 for fair value instruments, which clarifies the definition of fair value, prescribes methods for determining fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value, as follows:

- Level 1            Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.
  
- Level 2            Inputs are quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.
  
- Level 3            Inputs are unobservable inputs which reflect the reporting entity’s own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The carrying amounts for cash, accounts receivable, accounts payable and accrued expenses, and loans payable approximate their fair value based on the short-term maturity of these instruments. We identified assets or liabilities that are required to be presented on the balance sheet at fair value in accordance with the accounting guidance as at February 28, 2022, as detailed in Note 11, Derivative Liabilities, and no such assets or liabilities as at February 28, 2021.

ASC 825-10 “Financial Instruments” allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value (fair value option). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable, unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. We did not elect to apply the fair value option to any outstanding instruments.

### **Derivative Liabilities**

Derivative financial instruments consist of convertible instruments and rights to shares of the Company’s common stock. The Company assessed that it had derivative liabilities as at February 28, 2022, as detailed in Note 11, Derivative Liabilities, and no derivative liabilities as at February 28, 2021.

ASC 815 generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirement of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed to be conventional, as described.

### Impact of New Accounting Standards

The Company does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the Company's results of operations, financial position, or cash flow.

### NOTE 3. GOING CONCERN

The Company's financial statements are prepared in accordance with generally accepted accounting principles applicable to a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Currently, the Company does not have significant cash or other material assets, nor does it have operations or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern.

The Company has a limited operating history and had a cumulative net loss from inception to February 28, 2022 of \$12,825,171. The Company has a working capital deficit of \$7,370,208 as at February 28, 2022.

These financial statements for the year ending February 28, 2022 have been prepared assuming the Company will continue as a going concern, which is dependent upon the Company's ability to generate future profits and/or obtain necessary financing to meet its obligations as they come due.

The management has committed to an aggressive growth plan for the Company. The Company's future operations are dependent upon external funding and its ability to execute its business plan, realize sales and control expenses. Management believes that sufficient funding will be available from additional borrowings and private placements to meet its business objectives including anticipated cash needs for working capital, for a reasonable period of time. However, there can be no assurance that the Company will be able to obtain sufficient funds to continue the development of its business operation, or if obtained, upon terms favorable to the Company.

### NOTE 4. ACQUISITIONS AND DISPOSALS

The Company made various acquisitions and disposals over several years:

#### Cann American Holdings LLC

On January 1, 2018, pursuant to an executed acquisition agreement, the Company acquired all outstanding membership interests in Cann American Holdings, LLC, a California limited liability company that operates as a hemp and cannabis industry development and consulting business. The consideration for the business was \$200,000 in total, with this purchase price paid through the issuance of a promissory note to the seller. This promissory note is due for redemption in cash by January 1, 2020. No interest was charged on this promissory note during its term.

	<b>Allocation</b>
Cash on hand	\$ 2,262
Current assets	-
Fixed assets	12,000
Current liabilities	-
Goodwill	185,738
<b>Total</b>	<b>\$ 200,000</b>

The assets and liabilities acquired totaled \$14,262, with the balance of the purchase price of \$185,738 allocated to Goodwill.

On August 21, 2019, the Company effected a merger with its subsidiary, Cann American Holdings, LLC, with the result that these assets are now held directly by the parent entity, Cann American Corp. The promissory note for \$200,000 outstanding for the acquisition of Cann American Holdings, LLC was repaid through the issuance of 500,000 shares of Series A Preferred Shares and 1,500,000 Series B Preferred Shares on August 21, 2019, with all Preferred Shares issued at a valuation of \$0.10 per share.

#### Cannequipt LLC

On May 15, 2019, the Company entered into an agreement with Patrick King to purchase a 100% interest in Cannequipt, LLC, a California limited liability company in the business of equipment rental. The purchase price was \$50,000, to be paid as 10,000,000 shares of common stock at \$0.005 per share.

The purchase price allocation for the acquisition was as follows:

	<b>Allocation</b>
Cash on hand	\$ -
Current assets	-
Fixed assets	-
Current liabilities	-
Goodwill	50,000
<b>Total</b>	<b>\$ 50,000</b>

There were no tangible assets or liabilities acquired, with the entire purchase price of \$50,000 allocated to Goodwill.

**NOTE 5. OTHER CURRENT ASSETS**

The Company had the following current assets as at February 28, 2022 and 2021.

	February 28, 2022	February 28, 2021
Investment in canned drinks entity	\$ -	\$ 30,000
Investment in dispensary	165,000	65,000
Other debtors - Seven Arts	5,000	-
<b>Totals</b>	<b>\$ 170,000</b>	<b>\$ 95,000</b>

**NOTE 6. FIXED ASSETS**

The Company holds fixed assets with values at February 28, 2022 and 2021 as follows:

Asset	Useful Life (years)	February 28, 2022	February 28, 2021
Plant and equipment	5	\$ -	\$ 12,000
Accumulated depreciation		-	(12,000)
<b>Total</b>		<b>\$ -</b>	<b>\$ -</b>

During the year ending February 28, 2022, there was no charge to the Statement of Operations for depreciation.

**NOTE 7. LOANS AND NOTES PAYABLE**

The Company had loans and notes payable as at February 28, 2022 and 2021 totaling \$171,135 and nil respectively, as follows:

Description	Principal Amount	Date of Loan Note	Maturity Date	February 28, 2022	February 28, 2021
Convertible loan from Capitol Capital Corporation, 12 months at interest rate of 9%, convertible at \$0.0001 per share at holder's option	\$ 90,125	9/1/2020	9/1/2021	\$ 96,135	\$ -
Convertible loan from Capitol Capital Corporation, 12 months at interest rate of 9%, convertible at \$0.001 per share at holder's option	70,830	12/1/2020	12/1/2021	75,000	-
<b>Total</b>				<b>\$ 171,135</b>	<b>\$ -</b>
Long-term total				\$ -	\$ -
Short-term total				\$ 171,135	\$ -

Loans and Notes Amortization	Amount Due
Due within 12 months	\$ 171,135
Due within 24 months	-
Due within 36 months	-
Due within 48 months	-
Due after 48 months	-
<b>Total</b>	<b>\$ 171,135</b>

**Notes**

1. On February 16, 2022, the controlling director purchased the outstanding loan totaling \$30,598, immediately canceling the balance due by the Company.

**NOTE 8. CAPITAL STOCK**

As at February 28, 2022 and 2021, the Company was authorized to issue Preferred Stock and Common Stock as detailed below.

### **Preferred Stock**

At February 28, 2022 the Company had authorized Preferred Stock in two designation totaling 2,000,000 shares:

Preferred Stock Series A                    The Company is authorized to issue 500,000 shares of Series A, with a par value of \$0.00001 per share. As at March 1, 2019, the Company had 500,000 shares of Series A preferred stock issued and outstanding.

On June 21, 2019, these shares were returned to the Company's treasury by the previous holder.

On August 21, 2019, all 500,000 shares were issued to Jason Black as part payment of the loan note outstanding in connection with the acquisition of Cann American Holdings, LLC. The payment ascribed to the issuance of these shares was \$50,000 against the outstanding loan note totaling \$200,000, or \$0.10 per share of Series A Preferred Stock.

Preferred Stock Series B                    The Company is authorized to issue 1,500,000 shares of Series B, with a par value of \$0.00001 per share. As at March 1, 2019, the Company had 500,000 shares of Series B preferred stock issued or outstanding.

On June 21, 2019, these shares were returned to the Company's treasury by the previous holder.

On August 21, 2019, the 500,000 shares of Series B Preferred Stock returned to treasury were issued to Jason Black as part payment of the loan note outstanding in connection with the acquisition of Cann American Holdings, LLC. The payment ascribed to the issuance of these shares was \$50,000 against the outstanding loan note totaling \$200,000, or \$0.10 per share of Series B Preferred Stock.

Also on August 21, 2019, the 1,000,000 shares of Series B Preferred Stock not previously issued were issued to Jason Black as the final payment of the loan note outstanding in connection with the acquisition of Cann American Holdings, LLC. The payment ascribed to the issuance of these shares was \$100,000 against the outstanding loan note totaling \$200,000, or \$0.10 per share of Series B Preferred Stock.

As a result of the issuances of both Series A and Series B Preferred Shares, there was a change of control in favor of the holder of these Preferred Shares, Jason Black. All issuances of preferred stock on August 21, 2019 were as a result of a Special Meeting of the Stockholders held on that date, at which meeting the issuance of the Preferred Stock was ratified.

As at February 28, 2022, the Company had a total of 2,000,000 shares of Preferred Stock issued and outstanding.

### **Common Stock**

As at February 28, 2022, the Company is authorized to issue up to 1,998,000,000 shares of Common Stock with par value \$0.0001.

As at March 1, 2020, the Company had 169,333,518 shares of Common Stock issued and outstanding.

On May 15, 2019 the Company issued 1,000,000 shares of Common Stock to a seller for an acquisition of \$50,000, or \$.05 per share.

On May 31, 2019 the Company bought back and canceled 317,389,724 shares of Common Stock from various shareholders.

On July 5, 2019 the Company bought back and canceled 416,000,000 shares of Common Stock from various shareholders.

On September 9, 2019 the Company issued 200,000 shares of Common Stock to an investor for investment of \$2,000, or \$.01 per share.

On February 24, 2020 the Company issued 3,333,334 shares of Common Stock to an investor for investment of \$50,000, or \$.015 per share.

On April 30, 2020 the Company issued 9,666,667 shares of Common Stock to a consultant for services of \$14,500, or \$.0015 per share.

On June 8, 2020 the Company issued 11,000,000 shares of Common Stock to an investor for investment of \$165,000, or \$.015 per share.

On June 10, 2020 the Company issued 666,667 shares of Common Stock to an investor for investment of \$10,000, or \$.015 per share.

On June 23, 2020 the Company issued 3,333,334 shares of Common Stock to an investor for investment of \$50,000, or \$.015 per share.

On July 7, 2020 the Company issued 10,000,000 shares of Common Stock to an investor for investment of \$150,000, or \$.015 per share.

On July 13, 2020 the Company issued 1,000,000 shares of Common Stock to a consultant for services of \$15,000, or \$.015 per share.

On September 2, 2021 the Company issued 20,000,000 shares of Common Stock to a debt holder for debt conversion of \$2,000, or \$.0001 per share.

On September 20, 2021 the Company issued 20,000,000 shares of Common Stock to a debt holder for debt conversion of \$2,000, or \$.0001 per share.

On October 16, 2021 the Company issued 20,000,000 shares of Common Stock to a debt holder for debt conversion of \$2,000, or \$.0001 per share.

As at February 28, 2022, there were 265,000,186 shares of Common Stock issued and outstanding.

#### NOTE 9. DERIVATIVE LIABILITIES

The Company applies the provisions of ASC Topic 815-40, Contracts in Entity's Own Equity ("ASC Topic 815-40"), under which convertible instruments, which contain terms that protect holders from declines in the stock price (reset provisions), may not be exempt from derivative accounting treatment. As a result, embedded conversion options in convertible debt are recorded as a liability and are revalued at fair value at each reporting date. If the fair value of the note exceeds the face value of the related debt, the excess is recorded as change in fair value in operations on the issuance date.

The Company identified embedded derivatives related to the Convertible Loan Notes issued on or around March 1, 2021 totaling \$165,951. These embedded derivatives included certain conversion features, whereby one loan note for \$90,125 is convertible at prices of \$0.0001 per share of common stock, with a second loan note for \$70,830 convertible at \$0.001 per share of common stock. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Notes and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Notes, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	222.07-223.42%
Risk-free rate	0.26-0.36%

The initial fair value of the embedded debt derivative was \$29,934,116. The proceeds of the notes of \$160,955 were allocated as a debt discount. The amount in excess of the proceeds of the loan notes of \$29,773,161 was charged as interest to the Statement of Operations for the period.

The Company also identified embedded derivatives related to the Convertible Loan Note issued on or around June 1, 2021 totaling \$28,675. The embedded derivatives included certain conversion features, whereby the amounts received are convertible at a price of \$0.001 per share of common stock. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Notes and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Notes, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	211.99%
Risk-free rate	0.81%

The initial fair value of the embedded debt derivative was \$5,132,755. The proceeds of the notes of \$28,675 was allocated as a debt discount. The amount in excess of the proceeds of the loan notes of \$5,104,080 was charged as interest to the Statement of Operations for the period.

The fair value of the embedded debt derivative was reviewed at February 28, 2022, using the following inputs:

Dividend yield	0.00%
Volatility	159.81%
Risk-free rate	1.89%

The fair value of the embedded debt derivative at February 28, 2022 was \$7,499,670, an decrease in the valuation of the embedded debt derivative of \$59,446 for the period.

The following table provides a summary of changes in fair value of the Company's Level 3 derivative liabilities as at February 28, 2022:

	February 28, 2022,	February 28, 2021,
Balance, beginning of period	\$ -	\$ -
Additions	35,066,871	-
Mark-to-market at modification date	(27,776,286)	-
Reclassified to additional paid-in capital upon modification of term	-	-
Balance, February 28, 2022	<u>\$ 7,290,585</u>	<u>\$ -</u>
Net gain due to change in fair value for the year included in statement of operations	\$ 27,776,286	\$ -

This mark-to-market decrease of \$27,776,286 for the year ending February 28, 2022 was charged to the statement of operations as a gain on change in value of derivative liabilities.

**NOTE 10. INCOME TAXES**

The Company uses the assets and liability method of accounting for income taxes pursuant to SFAS No. 109 "Accounting for Income Taxes". Under the assets and liability method of SFAS No. 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or

In June 2006, the FASB issued FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes." Specifically, the pronouncement prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken from year ended December 31, 2015 tax return onwards. The interpretation also provides guidance on the related derecognition, classification, interest and penalties, accounting for interim periods, disclosure and transition of uncertain tax positions. The Company adopted this interpretation effective on inception.

For the year ended February 28, 2022, the Company had available for US federal income tax purposes net operating loss carryovers of \$12,654,036, all of which will expire by 2042.

The Company has provided a full valuation allowance against the full amount of the net operating loss benefit, since, in the opinion of management, based upon the earnings history of the Company, it is more likely than not that the benefits will not be realized.

	February 28, 2022	February 28, 2021
Statutory federal income tax rate	21.00%	21.00%
Statutory state income tax rate	0.00%	0.00%
Valuation allowance	(21.00%)	(21.00%)
Effective tax rate	<u>0.00%</u>	<u>0.00%</u>

Deferred income taxes result from temporary differences in the recognition of income and expenses for financial reporting purposes and for tax purposes. The tax effect of these temporary differences representing deferred tax assets result principally from the following:

<b>Deferred Tax Assets (Gross Values)</b>	February 28, 2022	February 28, 2021
Net operating loss carry forward	\$ (5,534,586)	\$ (5,451,285)
Less valuation allowance	5,534,586	5,451,285
Net deferred tax asset	<u>\$ -</u>	<u>\$ -</u>

**NOTE 11. RELATED PARTY TRANSACTIONS**

The controlling director paid for multiple outlays during the year ending February 28, 2022 and 2021, totaling \$76,793.

**NOTE 12. SUBSEQUENT EVENTS**

Subsequent to February 28, 2022, the Company reported the following events:

On March 3, 2022, the Company announced the cancellation of approximately 3.3 million shares of common stock. The shares, previously issued to a third-party investor, were returned to treasury, and will immediately reflect a reduction in outstanding shares.