

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

BHPA, Inc.

A Nevada Corporation

18300 Von Karman Avenue, #760

Irvine, CA 92612

SIC – 2741

Annual Report

For the Period Ending: March 31, 2021
(the “Reporting Period”)

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

331,565,346

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

331,565,346

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

331,565,346

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 of the company has occurred over this reporting period:

Yes: ☐

No: ☒

⁵ “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;

1) Name 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.

Present: BHPA, Inc. herein referred to as “BHPA” or the “Company, formerly known as Star Development Resorts, Inc., which was made effective on June 07, 2019. On April 19, 2007, the Company changed its name from NABO, Inc. to Star Resorts Development, Inc.

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):

Incorporated in Nevada, 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:

18300 Von Karman Avenue, #760
Irvine, CA 92612

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 ever 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:

N/A

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

2) Security Information

Trading symbol: BHPA
Exact title and class of securities outstanding: Common Stock (“Common Stock”)

CUSIP:	<u>05549Q109</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>975,000,000</u>	as of date: <u>April 21, 2021</u>
Total shares outstanding:	<u>331,565,346</u>	as of date: <u>March 31, 2021</u>
Number of shares in the public float:	<u>14,743,249</u>	as of date: <u>April 21, 2021</u>
Total number of shareholders of record:	<u>34</u>	as of date: <u>April 21, 2021</u>
Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Preferred Stock ("Preferred Stock")</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>April 21, 2021</u>
Total shares outstanding:	<u>10,000,000</u>	as of date: <u>March 31, 2021</u>
Number of shares in the public float:	<u>N/A</u>	as of date: <u>April 21, 2021</u>
Total number of shareholders of record:	<u>1</u>	as of date: <u>April 21, 2021</u>

Transfer Agent

Name: VStock Transfer, LLC
 Address: 18 Lafayette Place
 Address 2: Woodmere, NY 11598
 Phone: +1 (212) 828-8436
 Email: info@vstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?

Yes: ☒ No: ☐

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

N/A

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

Reorganization and Share Exchange

On June 21, 2019, pursuant to a Reorganization and Share Exchange Agreement, by and among the shareholders of BHPA, Inc. (Company) and the shareholders of BHP Advance, Inc, BHP Advanced Inc shareholders acquired (92.63%) percent of the issued and outstanding shares of BHPA, Inc in the amount of 316,933,399 shares in exchange for all of the 95,000,000 issued and outstanding shares of BHP Advance, Inc. , resulting in Company becoming a wholly-owned subsidiary of BHPA, Inc.

The majority shareholder is the Company, Wenjie Wen, owns 63% of the issued and outstanding common stock of the BHPA, Inc as well as 100% of the issued and outstanding preferred stock. Wenjie Wen also owned 66% of the issued and outstanding common stock of BHP Advance, Inc. Since the major shareholder of BHP Advance, Inc retained control of both the companies, the share exchange was accounted for as a reverse merger. As such, the Company recognized the assets and liabilities of BHPA, acquired in the Reorganization, at their historical carrying amounts.

Item 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: ☐

⁶ “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.

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

Number of Shares outstanding as of 03/31/2019		Opening Balance: Common: 85,533,333 Preferred: 10,000,000		*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?
06/21/2019	New Issuance	192,543,959	Common stock	\$0	No	Wenjie Wu	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
06/21/2019	New Issuance	18,884,053	Common stock	\$0	No	Xiong Rui	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
06/21/2019	New Issuance	9,750,802	Common stock	\$0	No	Zhongtai He	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
06/21/2019	New Issuance	24,051,978	Common stock	\$0	No	Kai Gu	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
06/21/2019	New Issuance	38,678,181	Common stock	\$0	No	Lu Chen	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
06/21/2019	New Issuance	19,339,090	Common stock	\$0	No	Zheng Dong	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
06/21/2019	New Issuance	13,343,203	Common stock	\$0	No	Hestia Investments/Edward Lee	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
06/21/2019	New Issuance	342,133	Common stock	\$0	No	David Lazar	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>

									<u>Securities Act</u>
06/21/2019	Share cancellation	(60,333,286)	Common stock	\$0	No	Various	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
07/07/2020	Share cancellation	(13,311,257)	Common stock	\$0	No	Various	Share exchange	R	<u>Exemption: Section 4(a)(2) of the Securities Act</u>
10/08/2019	New Issuance	2,743,157	Common stock	\$0	No	Wen Jie Wu	Cash	R	
Shares Outstanding on 03/31/2021:	<u>Ending Balance:</u> Common: 331,565,346 Preferred: <u>10,000,000</u>								

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.)
11/21/2018	668,520	30,000	N/A	N/A	N/A	Wenjie Wu	Loan
12/24/2018	0	43,980	N/A	N/A	N/A	Zheng Dong	Loan

4) Consolidated Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

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

Name: Mario A. Beckles
Title: Outside CPA, July 09, 2019 to present
Relationship to Issuer: Independent, no relationship

The unaudited consolidated financial statements as of March 31, 2021, and March 31, 2020, and for the year ended March 31, 2021 and 2020, are included at the end of this report.

5) Issuer's Business, Products and Services

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

BHPA, Inc. (OTC: BHPA) is leveraging its cloud hash power and big data processing capabilities toward the creation of a reliable and convenient cloud hash power service platform. The Company's wholly-owned subsidiary, BHP Advance Inc., which acts as the technology and service operator, is focused on providing a cryptocurrency mining SaaS platform powered by a reliable and secure blockchain algorithm, along with market-leading data processing capabilities and other online services. At present, BHP Advance has a well-established global partnership network with a number of large-scale cryptocurrency mining farms. The Company is dedicated to providing a cloud mining solution capable of breaking new barriers in the cryptocurrency mining space, allowing crypto mining firms and enthusiasts to transcend the defining limitations of time, power, and technology horizon.

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

Subsidiary Name	Domicile	Address	Officer/Director	% Owned	Owned By
N/A					

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

N/A.

6) Issuers facilities

BHPA, Inc. currently has no operating facility.

Item 7. Officers Directors and Control Persons

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
Lu Chen	Owner of more than 5%	Chengdu, China	38,678,181	Common Stock	11.67%	
BHP Advance/Wen Jie Wu is a control person	Chief Executive Officer/Director/Owner of more than 5%	Flushing, NY	217,065,783	Common Stock	65.47%	
BHP Advance/Wen Jie Wu is a control person	Chief Executive Officer/Director/Owner of more than 5%	Flushing, NY	9,600,000	Preferred Stock	96%	
Zheng Dong	Owner of more than 5%	Chenghua, China	19,339,090	Common Stock	5.83%	
Kai Gu	Owner of more than 5%	Guangdong, China	24,051,978	Common Stock	7.25%	
Echo Lin	Secretary	Flushing, NY	0	Common Stock	0%	

8) Legal/Disciplinary History

A. Criminal and legal proceedings of Officers, Directors and Control Persons.

Neither 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);
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;
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
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.

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.

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: Matt McMurdo
Firm: McMurdo Law Group
Address 1: 1185 Avenue of Americas, 3rd Floor
Address 2: New York, NY 10036
Phone: +1 917-318-2865
Email: matt@mannaronelaw.com

Accountant:

Name: Mario A. Beckles
Firm: Beckles & Co
Address 1: 2001 Hollywood Blvd. Suite 208
Address 2: Hollywood, FL 33020
Phone: 954-251-2005
Email: mbeckles@becklescpa.com

Investor Relations Consultant: N/A

Other Service Providers: N/A

10) Issuer Certification

Principal Executive Officer:

I, Mr. Lu Chen certify that:

1. I have reviewed this Annual statement of BHPA, 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 consolidated 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.

Date: July 31, 2022
Signature: Lu Chen /s/
Name: Mr. Lu Chen
Title: Chairman and CEO

Principal Financial Officer:

I, Mr. Lu Chen certify that:

1. I have reviewed this Annual statement of BHPA, 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 consolidated 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.

Date: July 31, 2022
Signature: Lu Chen /s/
Name: Mr. Lu Chen
Title: Chief Financial Officer

BHPA, INC.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	March 31, 2021	March 31, 2020
ASSETS		
CURRENT ASSETS:		
Cash	\$ 124,842	\$ 628,738
Accounts receivable	866,065	886,000
Prepaid expenses	2,560	3,612
Total current assets	<u>993,467</u>	<u>1,518,350</u>
OTHER ASSETS:		
Digital currencies	249,136	909,390
Note receivable	458,283	-
Due from related party	60,000	60,000
Total Other Assets	<u>767,419</u>	<u>969,390</u>
TOTAL ASSETS	<u>\$ 1,760,887</u>	<u>\$ 2,487,740</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	2,463	5,963
Loan Payable – related party	668,520	697,991
Total current liabilities	<u>670,983</u>	<u>703,954</u>
Commitments and Contingencies	-	-
STOCKHOLDERS' EQUITY		
Preferred stock, par value \$0.00001 per share; 10,000,000 shares authorized and issued	100	100
Common stock, par value \$0.001 per share; 975,000,000 shares authorized; 331,565,346 and 344,876,603 shares issued and outstanding as of March 31, 2021 and March 31, 2020, respectively	331,565	344,876
Additional paid in capital	1,720,525	1,707,214
Accumulated Deficit	(962,286)	(268,404)
Total stockholders' equity	<u>1,089,904</u>	<u>1,783,786</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 1,760,887</u>	<u>\$ 2,487,740</u>

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

BHPA, INC.
CONSOLIDATED STATEMENT OF OPERATIONS
(Unaudited)

	For the years ended March 31,	
	2021	2020
Revenue		
Hashrate Cloud Service	\$ 240,750	\$ 1,879,020
Cost of Revenue	1,000,160	1,955,000
Gross loss	(759,410)	(75,980)
Operating expenses		
General and administrative expenses	18,558	31,370
Professional fees	116,005	160,010
Total operating expense	134,563	191,380
Loss from operations	(893,973)	(267,360)
Other income		
Realized gain on sale of digital currency	251,553	204,125
Other (expense)	(80,000)	-
Interest Income	28,538	-
Total other income	200,091	204,125
Net loss	\$ (693,882)	\$ (63,235)
Net loss per common share – basic and diluted	\$ (0.00)	\$ (0.00)
Weighted average common shares outstanding – basic and diluted	335,102,858	27,161,254

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

BHPA, INC.
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
FOR THE YEARS ENDED MARCH 31, 2021 AND 2020
(Unaudited)

	Series A Preferred Stock		Common Stock		Additional Paid In Capital	Accumulated	Total Stockholders'
	Number of Shares	Par Value	Number of Shares	Par Value	Deficiency	Deficit	Deficit
Balance - March 31, 2019	10,000,000	\$ 100	85,533,333	\$ 85,533	\$ (90,811)	\$ (205,169)	\$ (210,347)
							-
Shares issued to related party for digital currencies		-	2,743,157	2,743	2,054,625		2,057,368
Effect of Share exchange and reverse merger	-	-	256,600,113	256,600	(256,600)		-
Net loss	-	-	-	-		(63,235)	(63,235)
Balance - March 31, 2020	10,000,000	\$ 100	344,876,603	\$ 344,876	\$ 1,707,214	\$ (268,404)	\$ 1,783,786
Share cancellation		-	(13,311,257)	(13,311)	13,311	-	-
							-
Net loss	-	-	-	-		(693,882)	(693,882)
Balance - March 31, 2021	10,000,000	\$ 100	331,565,346	\$ 331,565	\$ 1,720,525	\$ (962,286)	\$ 1,089,904

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

BHPA, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE PERIOD
(Unaudited)

	For the years ended March 31,	
	2021	2020
OPERATING ACTIVITIES:		
Net Loss	(693,882)	(63,235)
Adjustments to reconcile net loss to net cash (used in) operating activities:		
Realized (Gain) on sale of digital currency	-	(204,125)
Changes in assets and liabilities		
Interest receivable	(28,539)	-
Accounts receivable	19,935	(886,000)
Prepaid expenses	1,052	(3,612)
Accounts payable and accrued expenses	(3,500)	(4,037)
NET CASH (USED IN) OPERATING ACTIVITIES	<u>(704,934)</u>	<u>(1,161,009)</u>
INVESTING ACTIVITIES:		
Note receivable from Related party	(429,744)	(60,000)
Purchase of digital securities	(132,750)	-
Proceeds from sale of digital securities	793,003	1,352,103
NET CASH PROVIDED BY INVESTING ACTIVITIES	<u>230,509</u>	<u>1,292,103</u>
FINANCING ACTIVITIES:		
Proceeds from related party	14,509	2,495,421
Payments to related party	(43,980)	(2,059,796)
NET CASH (USED IN)/PROVIDED BY FINANCING ACTIVITIES	<u>(29,471)</u>	<u>435,625</u>
NET (DECREASE) INCREASE IN CASH	(503,896)	566,719
CASH – BEGINNING OF PERIOD	628,738	62,019
CASH – END OF PERIOD	<u>\$ 124,842</u>	<u>\$ 628,738</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:		
Cash paid during the periods for:		
Interest	-	-
Taxes	--	-
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
	-	-
	-	-

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

BHPA, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED MARCH 31, 2021 AND MARCH 31, 2020
(Unaudited)

Note 1 – Organization and basis of accounting

Basis of Presentation and Organization

The Company was incorporated in the State of Nevada on November 7, 2005, under the name “Nabo Inc.” On April 17, 2007, the name was changed to “Star Resorts Development Inc.” The name change was effected by merging with the Company’s wholly owned subsidiary, named “Star Resorts Development Inc.”, a Nevada corporation that we formed specifically for this purpose. The name of the company was changed to better reflect the direction and business of our company.

In addition to the change of name, a seven for one stock split was effected of authorized, issued and outstanding common stock. As a result, authorized capital increased from 75,000,000 shares of common stock with a par value of \$0.001 to 525,000,000 shares of common stock with a par value of \$0.001.

The Company was in the business of real estate development and Focused on emerging markets. As of March 31, 2009, the Company has ceased operations, the value of all previously held properties have been impaired to reflect the current status.

On October 08, 2018, the eight judicial District Court of Nevada appointed Custodian Ventures, LLC as custodian for Star Resort Development, Inc., proper notice having been given to the officers and directors of Star Resort Development, Inc. There was no opposition.

On January 22, 2019, Custodian Ventures entered into a stock purchase agreement whereby they transferred 10,000,000 shares of preferred stock to Hestia Investments Inc and BHP Advance, Inc in exchange for \$152,750 in cash. As a result of the sale, and David Lazar’s resignation as sole officer and director of the Company, there was a change of control of the Company. There is no family relationship or other relationship between the Seller and the Purchaser.

On February 22, 2019, the board of directors approved a 1 for 100 reverse stock split of its common stock, to be effected on a certificate by certificate basis with all fractional shares being rounded up to the next whole share. The stock split did not effect the preferred stock of the corporation. On that same date, the company changed its name to BHPA, Inc.

Reorganization and Share Exchange

On June 21, 2019, pursuant to a Reorganization and Share Exchange Agreement, by and among the shareholders of BHPA, Inc. (Company) and the shareholders of BHP Advance, Inc, BHP Advanced Inc shareholders acquired (92.63%) percent of the issued and outstanding shares of BHPA, Inc in the amount of 316,933,399 shares in exchange for all of the 95,000,000 issued and outstanding shares of BHP Advance, Inc. , resulting in Company becoming a wholly-owned subsidiary of BHPA, Inc.

Since the major shareholder of BHP, Inc retained control of both the Company and BHPA Inc, the share exchange was accounted for as a reverse merger. As such, the Company recognized the assets and liabilities of BHPA, acquired in the Reorganization, at their historical carrying amounts. As such, the Company recognized the assets and liabilities of BHPA, acquired in the Reorganization, at their historical carrying amounts. .

The accompanying consolidated financial statements are prepared on the basis of accounting principles generally accepted in the United States of America (“GAAP”). The Company is a development stage enterprise devoting substantial efforts to establishing a new business, financial planning, raising capital, and research into products which may become part of the Company’s product portfolio. The Company has not realized significant sales through since inception. A development stage company is defined as one in which all efforts are devoted substantially to establishing a new business and, even if planned principal operations have commenced, revenues are insignificant.

The accompanying consolidated financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. Management of the Company is making efforts to raise additional funding until a registration statement relating to an equity funding facility is in effect. While management of the Company believes that it will be successful in its capital formation and planned operating activities, there can be no assurance that the Company will be able to raise additional equity capital, or be successful in the development and commercialization of the products it develops or initiates collaboration agreements thereon. The accompanying

consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

Note 2 – Summary of significant accounting policies

Cash and Cash Equivalents

For purposes of reporting within the statements of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

Digital Currencies

Digital currencies consist of Bitcoin, Litecoin and Ethereum, generally received for the Company's own account as compensation for cryptocurrency mining services. Given that there is limited precedent regarding the classification and measurement of cryptocurrencies under current Generally Accepted Accounting Principles ("GAAP"), the Company has determined to account for these digital currencies as indefinite-lived intangible assets in accordance with Accounting Standards Update ("ASU") No. 350. As of March 31, 2021, the company held 15.2055959 BTC on account with a market value of \$898,050, and a cost value of \$116,387 as well as 5,877.488335 Filecoin with a market value of \$1,165,807 and a cost value of \$132,750. All digital currencies are recorded at historical cost.

Revenue Recognition

Effective July 1, 2018, we adopted ASC 606, Revenue from Contracts with Customers, as amended, using the modified retrospective method, which requires the cumulative effect of adoption to be recognized as an adjustment to opening retained earnings in the period of adoption. There was no cumulative effect of adopting the new standard and no impact on our financial statements. The new standard provides a single comprehensive model to be used in the accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance, including industry-specific guidance. The standard's stated core principle is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. To achieve this core principle, ASC 606 includes provisions within a five-step model that includes identifying the contract with a customer, identifying the performance obligations in the contract, determining the transaction price, allocating the transaction price to the performance obligations, and recognizing revenue when, or as, an entity satisfies a performance obligation.

Our revenues currently consist of hash rate cloud services recognized in accordance with ASC 606 as discussed above. At present, BHP Advance has a well-established global partnership network with a number of large-scale cryptocurrency mining farms, such as RenRenmine Farms.

Provision for Income Taxes

The provision for income taxes is determined using the asset and liability method. Under this method, deferred tax assets and liabilities are calculated based upon the temporary differences between the consolidated financial statement and income tax bases of assets and liabilities using the enacted tax rates that are applicable in each year.

The Company utilizes a two-step approach to recognizing and measuring uncertain tax positions ("tax contingencies"). The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes. The second step is to measure the tax benefit as the largest amount, which is more than 50% likely to be realized upon ultimate settlement.

The Company considers many factors when evaluating and estimating its tax positions and tax benefits, which may require periodic adjustments, and which may not accurately forecast actual outcomes. The Company includes interest and penalties related to tax contingencies in the provision of income taxes in the consolidated statements of operations. Management of the Company does not expect the total amount of unrecognized tax benefits to change in the next 12 months significantly.

Estimates

The consolidated financial statements are prepared on the basis of accounting principles generally accepted in the United States of America. 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 as of March 31, 2021 and March 31, 2020, and expenses for the year ended March 31, 2021 and 2020, and cumulative from inception. Actual results could differ from those estimates made by management.

Basic and Diluted Loss Per Share

The Company computes earnings (loss) per share in accordance with ASC 260-10-45 “Earnings per Share”, which requires presentation of both basic and diluted earnings per share on the face of the statement of operations. Basic earnings (loss) per share is computed by dividing net earnings (loss) available to common stockholders by the weighted average number of outstanding common shares during the period. Diluted earnings (loss) per share gives effect to all dilutive potential common shares outstanding during the period. Dilutive earnings (loss) per share excludes all potential common shares if their effect is anti-dilutive. The Company has no potential dilutive instruments, and therefore, basic and diluted earnings (loss) per share are equal.

Subsequent Event

The Company evaluated subsequent events through the date when consolidated financial statements are issued for disclosure consideration.

Recent Accounting Pronouncements

On December 18, 2019, the FASB issued ASU 2019-12, which modifies ASC 740 to simplify the accounting for income taxes. The ASU’s amendments are based on changes that were suggested by stakeholders as part of the FASB’s simplification initiative (i.e., the Board’s effort to reduce the complexity of accounting standards while maintaining or enhancing the helpfulness of information provided to financial statement users. This ASU is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2020. The Company is evaluating the impact of this on its consolidated financial statements.

On January 16, 2020, the FASB issued ASU 2020-01 in response to an EITF consensus. The ASU makes improvements related to the following two topics: (a) Accounting for certain equity securities when the equity method of accounting is applied or discontinued — The ASU clarifies that “an entity should consider observable transactions that require it to either apply or discontinue the equity method of accounting for the purposes of applying the measurement alternative in accordance with Topic 321 immediately before applying or upon discontinuing the equity method.” (b) Scope considerations related to forward contracts and purchased options on certain securities — The ASU clarifies that “for the purpose of applying paragraph 815-10- 15-141(a) an entity should not consider whether, upon the settlement of the forward contract or exercise of the purchased option, individually or with existing investments, the underlying securities would be accounted for under the equity method in Topic 323 or the fair value option in accordance with the financial instruments guidance in Topic 825.” This ASU is effective for fiscal years beginning after December 15, 2020, and interim periods within those fiscal years. The Company is evaluating the impact of this on its consolidated financial statements.

Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the SEC did not or in management’s opinion will not have a material impact on the Company’s present or future consolidated financial statements.

Note 4 – Related party transaction

On October 26, 2018, the Company obtained a promissory note in amount of \$428,717 from its custodian, Custodian Ventures, LLC, the managing member being David Lazar. The note bears an interest of 3% and matures in 180 days following written demand by the holder.

On October 26, 2018, the Company issued 444,466,667 shares of common stock to Custodian Ventures, LLC at par for shares valued at \$444,467 in exchange for settlement of a portion of a related party loan for amounts advanced to the Company in the amount of \$11,750, and the promissory note issued to the Company in the amount \$428,717. As of December 31, 2018, a total of \$431,043, which consists of principle of \$428,717 and accrued interest of \$2,326, is due to the Company.

On January 9, 2019, the Company issued 10,000,000 shares of the Series A preferred stock to Custodian Ventures LLC, the company controlled by David Lazar, Chief Executive Officer for par payable in cash.

On January 17, 2019, the Board of Directors of the company determined that it was in its best interest to redeem from Custodian Ventures LLC, the 444,466,667 shares of common stock issued to the corporation on October 26, 2018. In consideration for this redemption, the Company cancelled and returned the promissory note dated October 26, 2018 in the face amount of \$428,717 to Custodian Ventures LLC and also

cancelled the interest due on the note of \$2,924.67. In addition, the Company, issued a promissory note payable to Custodian Ventures in the amount of \$12,825 for redemption of the shares.

On January 22, 2019, Custodian Ventures entered into a stock purchase agreement whereby they transferred 10,000,000 shares of preferred stock to Hestia Investments Inc and BHP Advance, Inc in exchange for \$152,750 in cash. As a result of the sale, and David Lazar's resignation as sole officer and director of the Company, there was a change of control of the Company. There is no family relationship or other relationship between the Seller and the Purchaser.

On June 21, 2019, pursuant to a Reorganization and Share Exchange Agreement, by and among the Company and BHP Advance, Inc, the Company acquired one hundred percent (100%) of the issued and outstanding shares of BHPA, Inc for 316,933,399 shares of the Company, resulting in Company becoming a wholly-owned subsidiary of BHPA, Inc.

Since the major shareholder of BHP, Inc retained control of both the Company and BHPA Inc, the share exchange was accounted for as a reverse merger. As such, the Company recognized the assets and liabilities of BHPA, acquired in the Reorganization, at their historical carrying amounts. There were no assets or liabilities on that date.

During the fiscal year beginning April 01, 2018 thru January 17, 2019, Custodian Ventures, LLC advanced a total of \$22,544 to the Company for payment of registration, legal and accounting fees. On January 17, 2019, Custodian Ventures forgave repayment of the total amount outstanding of \$22,544.

On October 08, 2019, company issued 2,743,157 shares of common stock to Wen Jie Wu, at a price equivalent to \$0.75 per share for an aggregate purchase price equal to 250,8985 BTC equal to \$2,057,367.70. The common stock is payable in cash.

As of March 31, 2021, the company had a loan payable remaining of \$668,520 to Wenjie Wu. This loan is unsecured, non-interest bearing, and has no specific terms for repayment.

On October 21, 2020, the Company repaid \$43,980 of the Zheng Dong loan. As of March 31, 2021, the company had a loan payable remaining of \$0 to Zheng Dong.

Note 5 – Income taxes

The Company provides for income taxes under FASB ASC 740, Accounting for Income Taxes. FASB ASC 740 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect currently.

FASB ASC 740 requires the reduction of deferred tax assets by a valuation allowance, if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. In the Company's opinion, it is uncertain whether they will generate sufficient taxable income in the future to fully utilize the net deferred tax asset. Accordingly, a valuation allowance equal to 100% of the deferred tax asset has also been recorded resulting in no net deferred tax asset. The cumulative deferred tax asset for period ended March 31, 2021 is \$337,038, which is calculated by multiplying a 21% estimated tax rate by the cumulative net operating loss (NOL) adjusted for the following items:

For the period ended March 31,	2021
Book loss for the year	\$ (693,882)
Adjustments:	
Accounts receivable	(886,000)
Unrealized gain on digital currency	(25,060)
Tax loss for the year	(1,604,942)

Estimated effective tax rate	21%
Deferred tax asset	\$ <u>(337,038)</u>

Details for the last period are as follows:

For the period ended March 31,	2021
Deferred tax asset	\$ 337,038
Valuation allowance	(337,038)
Current taxes payable	<u>-</u>
Income tax expense	\$ <u>-</u>

Note 6 – Common Stock

On January 07, 2018, the Company issued 5,000,000 shares of common stock to a third party organization as a donation at par value of \$0.001 for a total donation valued at \$5,000.

On October 26, 2018, the Company issued 444,466,667 shares of common stock to Custodian Ventures, LLC at par for shares valued at \$444,467 in exchange for settlement of a portion of the related party loan in the amount of \$15,750 and a promissory note issued to the Company in the amount \$428,717.

On January 17, 2019, the Board of Directors of the company determined that it was in its best interest to redeem from Custodian Ventures LLC, the 444,466,667 shares of common stock issued to the corporation on October 26, 2018.

On February 22, 2019, the board of directors approved a 1 for 100 reverse stock split of its common stock, to be effected on a certificate by certificate basis with all fractional shares being rounded up to the next whole share. The stock split did not effect the preferred stock of the corporation. On that same date, the company changed its name to BHPA, Inc.

On June 21, 2019, pursuant to a Reorganization and Share Exchange Agreement, by and among the Company and BHP Advance, Inc, the Company acquired one hundred percent (100%) of the issued and outstanding shares of BHPA, Inc for 316,933,399 shares of the Company, resulting in Company becoming a wholly-owned subsidiary of BHPA, Inc.

On October 08, 2019, company issued 2,743,157 shares of common stock to Wen Jie Wu, at a price equivalent to \$0.75 per share for an aggregate purchase price equal to 250,8985 BTC equal to \$2,057,367.70. The common stock is payable in cash.

As of March 31, 2021, 331,565,346 shares of common stock remain outstanding.

Note 7 – Preferred Stock

On January 9, 2019, the Company issued 10,000,000 shares of the Series A preferred stock to Custodian Ventures LLC, the company controlled by David Lazar, Chief Executive Officer for par payable in cash.

On January 22, 2019, Custodian Ventures entered into a stock purchase agreement whereby they transferred 10,000,000 shares of preferred stock to Hestia Investments Inc and BHP Advance, Inc in exchange for \$152,750 in cash. As a result of the sale, and David Lazar's resignation as sole officer and director of the Company, there was a change of control of the Company. There is no family relationship or other relationship between the Seller and the Purchaser.

As of March 31, 2021, 10,000,000 shares of preferred stock remains outstanding.

Note 8 – Subsequent events

The Company's management evaluated subsequent events through the date the financial statements were issued and there were no subsequent events to report.