

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

## **Performance Drink Group, Inc.**

**[PDPG]**

11427 WI70 Frontage Road N.  
Wheat Ridge, CO. 80033

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719-752-8459  
www.performancedrinkgroup.com  
info@performancedrinkgroup.com  
2086

**(AMENDED) Quarterly Report**  
**For the Period Ending: June 30 2022**  
(the "Reporting Period")

As of June 31, 2022, the number of shares outstanding of our Common Stock was:  
414,716,242

As of March 31, 2022, the number of shares outstanding of our Common Stock was:  
393,466,242

As of December 31, 2021 the number of shares outstanding of our Common Stock was:  
380,966,242

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>5</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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<sup>5</sup> "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

Liberty International Holding Corporation. On March 23, 2021 the Company amended its articles of incorporation to change its name to Performance Drink Group, 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):

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 registered in the state of Florida in June 1997, and was re-instated on January 22, 2021. On March 18, 2021 the Company was re-domiciled to the state of Colorado, and is currently in good standing with the state.

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:

On January 11, 2021 the Company added a Convertible Preferred B series of stock. The Convertible Preferred B stock has 10,000,000 authorized shares at \$0.0001 par value. Each share of Series B stock shall be convertible, at the option of the holder, into 4 times the sum of all shares of Common Stock outstanding and all other preferred shares outstanding, divided by the outstanding number of shares of Series B Stock.

Effective at the close of business on March 23, 2021 (the "Record Date"), the Company effected a 10:1 reverse stock split, this was subsequently canceled by the Company prior to taking effect.

The Company also approved for a Name & Symbol change to Performance Drink Group, Inc. with the symbol PDPG with FINRA on 4/22/2021.

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

11427 West I-70 Frontage Road North, Wheat Ridge. CO. 80033

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:

On April 14, 2020, the 2nd Judicial District Court in Denver County entered an order appointing Small Cap Compliance, LLC, as custodian for CDRL. On April 15, 2020, Rhonda Keaveney was appointed as interim officer and director.

## 2) Security Information

Trading symbol: PDPG  
Exact title and class of securities outstanding: COMMON STOCK  
CUSIP: 530615103  
Par or stated value: 0.001

Total shares authorized: 2,000,000,000 as of date: 6/30/2022  
Total shares outstanding: 414,716,242 as of date: 6/30/2022  
Number of shares in the Public Float<sup>6</sup>: 34,129,271 as of date: 6/30/2022  
Total number of shareholders of record: 557 as of date: 6/30/2022

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

Trading symbol: \_\_\_\_\_  
Exact title and class of securities outstanding: \_\_\_\_\_  
CUSIP: \_\_\_\_\_  
Par or stated value: \_\_\_\_\_  
Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total shares outstanding: \_\_\_\_\_ as of date: \_\_\_\_\_

### Transfer Agent

Name: Direct Transfer  
Phone: 919-744-2722  
Email: info@issuerdirect.com  
Address: 1 Glenwood Ave, Suite 1001, Raleigh, NC 27603

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

## 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

### **A. Changes to the Number of Outstanding Shares**

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

<sup>6</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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

Shares Outstanding as of Second Most Recent Fiscal Year End:

Opening Balance

Date 12/2020

Common: 80,966,242

Preferred: 2,283,781

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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
2/16/21	New Issue	150,000,000	Common	0.0010	Yes	David Lovatt	Services	Restricted	Restricted
2/16/21	New Issue	150,000,000	Common	0.001000	Yes	Leonard K. Armenta Jr	Services	Restricted	Restricted
1/8/21	New Issue	7,716,216	Pref A	0.005000	N/A	Supplement Group (Europe) Ltd David Lovatt 50% Control Leonard K. Armenta Jr. 50% Control	Sale / Transfer	N/A	N/A
1/8/21	New Issue	1	Pref B	0.000100	N/A	Supplement Group (Europe) Ltd David Lovatt 50% Control Leonard K. Armenta Jr. 50% Control	Services	N/A	N/A
01/28/2022	New Issue	2,500,000	Common	0.02	Yes	Carl Grant	Reg A	Unrestricted	Free Trading
02/23/2022	New Issue	10,000,000	Common	0.02	Yes	J. P. Carey Limited Partners LP Joseph C. Canouse	Reg A	Unrestricted	Free Trading
04/13/2022	New Issue	2,500,000	Common	0.02	Yes	Carl Grant	Reg A	Unrestricted	Free Trading
04/22/2022	New Issue	10,000,000	Common	0.02	Yes	J. P. Carey Limited Partners LP Joseph C. Canouse	Reg A	Unrestricted	Free Trading
04/28/2022	New Issue	2,500,000	Common	0.02	Yes	Elliot Polatoff	Reg A	Unrestricted	Free Trading
05/03/2022	New Issue	3,750,000	Common	0.02	Yes	Elliot Polatoff	Reg A	Unrestricted	Free Trading
05/05/2022	New Issue	2,500,000	Common	0.02	Yes	Carl Grant	Reg A	Unrestricted	Free Trading

Shares Outstanding on Date of This Report:

Ending Balance

Date: 06/30/2022

Common: 414,716,242

Preferred: 9,999,997

**B. Debt Securities, Including Promissory and Convertible Notes**

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>3/24/21</u>	<u>\$0</u>	<u>\$75,000</u>	<u>N/A</u>	<u>3/23/22</u>	<u>Registered in Reg A Offering.</u>	<u>Elliott Polatoff</u>	<u>Loan</u>
<u>2/16/22</u>	<u>\$220,000</u>	<u>\$200,000</u>	<u>\$5,484.93</u>	<u>2/16/23</u>	A discount rate of 40%, of the lowest Trading Price of the preceding 10 market days	<u>Carpathia LLC, Joseph Canouse</u>	<u>Loan</u>
<u>2/16/22</u>	<u>\$220,000</u>	<u>\$200,000</u>	<u>\$5,484.93</u>	<u>2/16/23</u>	A discount rate of 40%, of the lowest Trading Price of the preceding 10 market days	<u>Trillium Partners, Stephen Hicks</u>	<u>Loan</u>

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

\_\_\_\_\_

**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>8</sup>:

Name: David Lovatt  
Title: CEO / CFO  
Relationship to Issuer: CEO

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;  
D. Statement of Income;  
E. Statement of Cash Flows;  
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)  
G. Financial notes; and  
H. Audit letter, if audited

<sup>8</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.

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.

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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:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")  
The Company is currently actively restructuring and will be engaged in the Performance Drink Market as it seeks to setup wholly owned subsidiary and JV drink manufacturing and distribution of Sports Beverages.
- B. Please list any subsidiaries, parents, or affiliated companies.  
None
- C. Describe the issuers' principal products or services.  
Energy Drinks and Alcoholic Beverages

On May 5<sup>th</sup> 2022, the company launched its ProBoost energy shot per this website: <https://proboostenergy.com>  
On May 17<sup>th</sup> 2022, the Company received a notice of Caveat Emptor status from OTCmarkets.com and is working with them to address concerns of promotional activity that they have.

## **6) Issuer's Facilities**

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Company shares office space with other corporations at offices in Wheat Ridge Colorado.

## **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>David Lovatt</u>	<u>CEO, Director, owner more than 5% through ownership of Supplement Group</u>	<u>Jacksonville, FL</u>	<u>0 Personally</u>	<u>Pref A</u>	<u>50%</u>	<u>Shares issued to Supplement Group where David Lovatt is 50% controlling party</u>
<u>Leonard K. Armenta Jr.</u>	<u>President, Director, owner more than 5% through ownership of Supplement Group</u>	<u>Wheat Ridge, CO</u>	<u>0 Personally</u>	<u>Pref A</u>	<u>50%</u>	<u>Shares issued to Supplement Group where Leonard Armenta is 50% controlling party</u>
<u>Leonard K. Armenta Jr.</u>	<u>President, Director, owner more than 5%</u>	<u>Wheat Ridge, CO</u>	<u>150,000,000</u>	<u>Common</u>	<u>39%</u>	
<u>David Lovatt</u>	<u>CEO, Director, owner more than 5%</u>	<u>Jacksonville, FL</u>	<u>150,000,000</u>	<u>Common</u>	<u>39%</u>	
<u>Supplement Group (Europe) Ltd</u>	<u>Owner more than 5%</u>	<u>Wheat Ridge, CO</u>	<u>1</u>	<u>Pref B</u>	<u>100%</u>	<u>Shares issued to Supplement Group where Leonard Armenta is 50% controlling party as is David Lovatt</u>
<u>Supplement Group (Europe) Ltd</u>	<u>Owner more than 5%</u>	<u>Wheat Ridge, CO</u>	<u>7,716,219</u>	<u>Pref A</u>	<u>77%</u>	
<u>Irvin Kanaski</u>	<u>Investor</u>	<u>Kinde, MI</u>	<u>717,000</u>	<u>Pref A</u>	<u>7%</u>	Present management has not independently verified the validity of these shares

## 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.

## 9) Third Party Providers

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

### Securities Counsel

Name: Vic Devaeminck  
Firm:  
Address 1: 100013 N.E. Hazel Dell Avenue  
Address 2: Suite 317, Vancouver, WA. 98685  
Phone: 503 806 3533  
Email: vic@vicdevlaeminck.com

### Accountant or Auditor

Name: In House Accountancy  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Investor Relations

Name: None

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

#### Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: None  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

#### **10) Issuer Certification**

*Principal Executive Officer:*

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

The certifications shall follow the format below:

I, David Lovatt, certify that:

1. I have reviewed this Quarterly Report of Performance Drink Group, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

8/11/2022 [Date]

/s/ David Lovatt [CEO's Signature]

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

*Principal Financial Officer:*

I, David Lovatt certify that:

1. I have reviewed this Quarterly Report of Performance Drink Group, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

8/11/2022 [Date]

/s/ David Lovatt [CFO's Signature]

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

**PERFORMANCE DRINK GROUP, INC.**  
**BALANCE SHEET**  
**(Unaudited)**

As on  
**June 30, 2022**

<b>Assets</b>	
<b>Current Assets</b>	
Cash and cash equivalents	\$ 146
Loan origination costs	3,151
Due from related parties	416,746
Inventory	1,539
<b>Total Current Assets</b>	<b>421,582</b>
<b>Other Assets</b>	
	-
<b>Total Assets</b>	<b>\$ 421,582</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>	
<b>Current Liabilities</b>	
Accounts payable	\$ 3,849
Accrued expenses	16,274
Convertible notes payable	309,401
<b>Total Current Liabilities</b>	<b>329,524</b>
<b>Total Liabilities</b>	<b>329,524</b>
<b>MEMBERS' EQUITY</b>	
Series A preferred stock; 10,000,000 authorized; par value \$0.0001	
9,999,997 issued and outstanding as of June 30, 2022 and June 30, 2021	999.62
Series B convertible preferred stock; 10,000,000 authorized; par value \$0.0001	
"1" issued and outstanding as of June 30, 2022 and June 30, 2021	0.0001
Common stock 500,000,000 (June 30, 2021: 500,000,000) authorized; par value \$0.001;	
414,716,242 and 380,966,242 shares issued and outstanding at June 30, 2022 and	
June 30, 2021, respectively	930,425
Additional paid in capital	83,575
Accumulated deficit	(922,942)
<b>Total stockholders' equity</b>	<b>92,058</b>
<b>Total Liabilities and stockholders' equity</b>	<b>\$ 421,582</b>

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

**PERFORMANCE DRINK GROUP, INC.**  
**STATEMENT OF OPERATIONS**  
**(Unaudited)**

**For the three  
months ended**

**June 30, 2022**

Revenue	\$ -
Cost of revenue	-
<b>Gross profit</b>	<b>-</b>
Operating expenses:	
Advertising & marketing	102,000
General and administrative	4,089
Total operating expenses	106,089
Loss from operations	(106,089)
Other income / (expenses):	
Gain on change in fair value of derivative liabilities	1,244
Interest expense	(63,888)
Total other expenses	(62,644)
<b>Net loss</b>	<b>\$ (168,734)</b>

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

**PERFORMANCE DRINK GROUP, INC.**  
**STATEMENT OF CASH FLOWS**  
(Unaudited)

**For the three  
months ended  
June 30, 2022**

<b>Cash flows from operating activities</b>	
Net loss	(168,734)
Adjustments to reconcile net loss to net cash used in operating activities:	
Amortization of discount on convertible notes	51,672
Change in fair value of derivative liabilities	(1,244)
Accounts Receivable (A/R)	19,646
Loan origination costs	1,247
Due from related parties	(283,107)
Accounts Payable (A/P)	735
Accrued expenses	10,970
Inventory	(1,539)
Total adjustments to reconcile net loss to net cash used in operating activities:	(201,621)
<b>Net cash used in operating activities</b>	<b>(370,354)</b>
<b>Cash flows from investing activities</b>	
Purchase of machinery and equipment	-
<b>Net cash used in investing activities</b>	<b>-</b>
<b>Cash flows from financing activities</b>	
Notes payable	(75,000)
Issuance of Common Stock	425,000
<b>Net cash provided by financing activities</b>	<b>350,000</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(20,354.30)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>20,500.68</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>146.38</b>

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

**PERFORMANCE DRINK GROUP, INC.**  
**STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**  
**(Unaudited)**

	Series A Preferred Stock		Series B Preferred Stock		Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Equity (Deficit)
	Shares	Amount	Shares	Amount	Shares	Amount			
<b>Balance, January 1, 2020</b>	<b>2,283,781</b>	<b>\$ 228</b>	<b>-</b>	<b>\$ -</b>	<b>80,966,242</b>	<b>\$ 596,675</b>	<b>\$ (596,903)</b>	<b>\$ -</b>	<b>\$ -</b>
Net income for the year ended, December 31, 2020	-	-	-	-	-	-	-	-	-
<b>Balance, December 31, 2020</b>	<b>2,283,781</b>	<b>\$ 228</b>	<b>-</b>	<b>\$ -</b>	<b>80,966,242</b>	<b>\$ 596,675</b>	<b>\$ (596,903)</b>	<b>\$ -</b>	<b>\$ -</b>
Issuance of Series A and B preferred stock for services	7,716,216	771.62	1	\$ 0.0001	-	-	39,228.38	-	40,000
Issuance of common stock for services	-	-	-	-	300,000,000	300,000	-	-	300,000
Net loss for the three months ended, March 31, 2021	-	-	-	-	-	-	-	(340,000)	(340,000)
<b>Balance, March 31, 2021</b>	<b>9,999,997</b>	<b>\$ 999.62</b>	<b>1</b>	<b>\$ 0.0001</b>	<b>380,966,242</b>	<b>\$ 896,675</b>	<b>\$ (557,675)</b>	<b>\$ (340,000)</b>	<b>\$ (0)</b>
Net loss for the three months ended, June 30, 2021	-	-	-	-	-	-	-	(48,568)	(48,568)
<b>Balance, June 30, 2021</b>	<b>9,999,997</b>	<b>\$ 999.62</b>	<b>1</b>	<b>\$ 0.0001</b>	<b>380,966,242</b>	<b>\$ 896,675</b>	<b>\$ (557,675)</b>	<b>\$ (388,568)</b>	<b>\$ (48,568)</b>
Net loss for the three months ended, September 30, 2021	-	-	-	-	-	-	-	(30,860)	(30,860)
<b>Balance, September 30, 2021</b>	<b>9,999,997</b>	<b>\$ 999.62</b>	<b>1</b>	<b>\$ 0.0001</b>	<b>380,966,242</b>	<b>\$ 896,675</b>	<b>\$ (557,675)</b>	<b>\$ (419,428)</b>	<b>\$ (79,428)</b>
Net loss for the three months ended, December 31, 2021	-	-	-	-	-	-	-	(13,575)	(13,575)
<b>Balance, December 31, 2021</b>	<b>9,999,997</b>	<b>\$ 999.62</b>	<b>1</b>	<b>\$ 0.0001</b>	<b>380,966,242</b>	<b>\$ 896,675</b>	<b>\$ (557,675)</b>	<b>\$ (433,003)</b>	<b>\$ (93,003)</b>
Issuance of common stock for cash	-	-	-	-	12,500,000	12,500	237,500	-	250,000
Net loss for the three months ended, March 31, 2022	-	-	-	-	-	-	-	(321,205)	(321,205)
<b>Balance, March 31, 2022</b>	<b>9,999,997</b>	<b>\$ 999.62</b>	<b>1</b>	<b>\$ 0.0001</b>	<b>393,466,242</b>	<b>\$ 909,175</b>	<b>\$ (320,175)</b>	<b>\$ (754,208)</b>	<b>\$ (164,208)</b>
Issuance of common stock for cash	-	-	-	-	17,500,000	17,500	332,500	-	350,000
Issuance of Common stock for conversion of notes payable	-	-	-	-	3,750,000	3,750	71,250	-	75,000
Net loss for the three months ended, June 30, 2022	-	-	-	-	-	-	-	(168,734)	(168,734)
<b>Balance, June 30, 2022</b>	<b>9,999,997</b>	<b>\$ 999.62</b>	<b>1</b>	<b>\$ 0.00</b>	<b>414,716,242</b>	<b>\$ 930,425</b>	<b>\$ 83,575</b>	<b>\$ (922,942)</b>	<b>\$ 92,058</b>

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

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**Note 1 - Organization and Description of Business**

Performance Drink Group, Inc., (Formerly: Liberty International Holding Corporation) a Colorado corporation ("PDPG" or the "Company"). The Company was registered in the state of Florida in June 1997, and was re-instated in Florida on January 22, 2021. On March 18, 2021 the Company was re-domiciled to the state of Colorado.

On December 15, 2020, the 11<sup>th</sup> Judicial Circuit Court in Miami-Dade County, Florida entered an order appointing Small Cap Compliance, LLC, as custodian for PDPG. On December 16, 2020, Rhonda Keaveney was appointed as interim officer and director.

On January 11, 2021 the Company added a Convertible Preferred B series of stock. The Convertible Preferred B stock has 10,000,000 authorized shares at \$0.0001 par value. Each share of Series B stock shall be convertible, at the option of the holder, into 4 times the sum of all shares of Common Stock outstanding and all other preferred shares outstanding, divided by the outstanding number of shares of Series B Stock

On January 8, 2021, for their services, Small Cap Compliance was issued 7,716,216 Preferred A shares and 1 Preferred B share. Those shares were subsequently sold to Supplement Group. On January 8, 2021, Rhonda Keaveney resigned as the Company's CEO, Treasurer, Secretary, and Director and appointed David Lovatt as its CEO, Treasurer, Secretary, and Director and Leonard K. Armenta Jr. as its president.

On February 16, 2021, the Company issued 300,000,000 shares of Common stock to its officers for compensation:

- 150,000,000 to David Lovatt
- 150,000,000 to Leonard K. Armenta Jr

On March 23, 2021 the Company amended its articles of incorporation to change its name to Performance Drink Group, Inc and filed a 10:1 reverse stock split.

The Company has elected December 31 as its year end.

**Note 2 - Going Concern**

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not established any source of revenue to cover its operating costs. As shown in the accompanying financial statements, the Company has an accumulated deficit of \$922,942 and has cash in hand of \$146 as of June 30, 2022. These factors indicate the existence of material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern and therefore the Company may be unable to realize its assets and discharge its liabilities in the normal course of business. However, the management of the Company believes that the Company will remain a going concern in the foreseeable future. The Company will offer noncash consideration and

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seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The financial statements do not include adjustments to the carrying value of assets and liabilities which might be necessary should the Company not continue in operation.

**Note 3 - Summary of Significant Accounting Policies**

**Basis of Presentation**

The Financial Statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("US GAAP") and pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC").

**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. In the opinion of management, all adjustments necessary in order to make the financial statements not misleading have been included. Actual results could differ from those estimates.

**Cash Equivalents**

The Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents at June 30, 2022 were \$ 146.

**Income Taxes**

The Company accounts for income taxes under ASC 740 "Income Taxes." Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

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**Basic Earnings (Loss) Per Share**

The Company computes basic and diluted earnings per share amounts in accordance with ASC Topic 260, Earnings per Share. Basic earnings per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the reporting period. Diluted earnings per share reflects the potential dilution that could occur if stock options and other commitments to issue common stock were exercised or equity awards vest resulting in the issuance of common stock that could share in the earnings of the Company.

**Derivative Liabilities**

The Company evaluates its convertible instruments, options, warrants or other contracts to determine if those contracts or embedded components of those contracts qualify as derivatives to be separately accounted for under ASC Topic 815, "Derivatives and Hedging." The result of this accounting treatment is that the fair value of the derivative is marked-to-market each balance sheet date and recorded as a liability. In the event that the fair value is recorded as a liability, the change in fair value is recorded in the statement of operations as other income (expense). Upon conversion or exercise of a derivative instrument, the instrument is marked to fair value at the conversion date and then that fair value is reclassified to equity. Equity instruments that are initially classified as equity that become subject to reclassification under ASC Topic 815 are reclassified to liabilities at the fair value of the instrument on the reclassification date. We analyzed the derivative financial instruments (the Convertible Note and tainted Warrant), in accordance with ASC 815. The objective is to provide guidance for determining whether an equity-linked financial instrument is indexed to an entity's own stock. This determination is needed for a scope exception which would enable a derivative instrument to be accounted for under the accrual method. The classification of a non-derivative instrument that falls within the scope of ASC 815-40-05 "Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock" also hinges on whether the instrument is indexed to an entity's own stock. A non-derivative instrument that is not indexed to an entity's own stock cannot be classified as equity and must be accounted for as a liability. There is a two-step approach in determining whether an instrument or embedded feature is indexed to an entity's own stock. First, the instrument's contingent exercise provisions, if any, must be evaluated, followed by an evaluation of the instrument's settlement provisions. The Company utilized multinomial lattice models that value the derivative liability within the notes based on a probability weighted discounted cash flow model. The Company utilized the fair value standard set forth by the Financial Accounting Standards Board, defined as the amount at which the assets (or liability) could be bought (or incurred) or sold (or settled) in a current transaction between willing parties, that is, other than in a forced or liquidation sale.

**Fair Value of Financial Instruments**

The Company's balance sheet includes certain financial instruments. The carrying amounts of current assets and current liabilities approximate their fair value because of the relatively short period of time between the origination of these instruments and their expected realization.

The Company follows FASB Accounting Standards Codification (ASC) 820 "Fair Value Measurements and Disclosures" which defines fair value as the exchange price that would be received for an asset or paid

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to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of June 30, 2022 and June 30, 2021. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include accounts receivable, other current assets, accounts payable, accrued compensation and accrued expenses. The fair value of the Company's notes payable is estimated based on current rates that would be available for debt of similar terms which is not significantly different from its stated value.

### **Share Based Expenses**

ASC 718 "Compensation - Stock Compensation" prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period).

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, "Equity - *Based Payments to Non-Employees*."

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Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

**Related Parties**

The Company follows ASC 850, Related Party Disclosures, for the identification of related parties and disclosure of related party transactions.

During the three months ended March 31, 2022, the Company advanced \$133,639 to related parties. As of March 31, 2022, total loans receivable from related parties were \$133,639. The advances are non-interest bearing and are due on demand.

During the three months ended June 30, 2022, the Company advanced \$283,107 to related parties. As of June 30, 2022, total loans receivable from related parties were \$416,746. The advances are non-interest bearing and are due on demand.

**Recently Issued Accounting Pronouncements**

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the *FASB Accounting Standards Codification*<sup>TM</sup> (“ASC”) is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company.

We have reviewed the FASB issued Accounting Standards Update (“ASU”) accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation’s reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

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**Note 4 – Convertible notes payable**

June 30, 2022

Convertible notes consist of the following at June 30, 2022:

Originated February 16, 2022, \$220,000 convertible promissory note, which carries a 10% interest rate and matures on February 16, 2023 (“Carpathia LLC”). The principal and interest are convertible into shares of common stock at the discretion of the note holder at a price equal to sixty percent (60%) of the lowest trading price of the Company’s common stock for the ten (10) trading days prior to the conversion date. The Company paid total debt issuance cost of \$2,500 that is being amortized over the life of the loan on the straight-line method, which approximates the effective interest method. (Less unamortized discount due to derivative of \$52,696.80 and unamortized OID of \$12,602.74). In conjunction with this note, the company issued 733,333 common stock warrants with an exercise price of \$0.30 per share with a term of 7 years. 154,700.46

Originated February 16, 2022, \$220,000 convertible promissory note, which carries a 10% interest rate and matures on February 16, 2023 (“Trillium Partners L.P.”). The principal and interest are convertible into shares of common stock at the discretion of the note holder at a price equal to sixty percent (60%) of the lowest trading price of the Company’s common stock for the ten (10) trading days prior to the conversion date. The Company paid total debt issuance cost of \$2,500 that is being amortized over the life of the loan on the straight-line method, which approximates the effective interest method. (Less unamortized discount due to derivative of \$52,696.80 and unamortized OID of \$12,602.74). In conjunction with this note, the company issued 733,333 common stock warrants with an exercise price of \$0.30 per share with a term of 7 years. 154,700.46

Notes payable 309,400.92

Less: Current maturity of notes payable (309,400.92)

Convertible notes payable \$ -

**Note 5 – Derivative Liabilities**

As discussed in Note 4, the Company issued convertible notes payable that provide for the issuance of convertible notes with stock purchase warrants. The number of shares of common stock to be issued is based on the future price of the Company’s common stock. The number of shares of common stock issuable upon exercise of the stock purchase warrants is indeterminate. Pursuant to ASC 815-15 Embedded Derivatives, the fair values of the variable warrants to be issued were recorded as derivative liabilities on the issuance date.

The fair values of the Company’s derivative liabilities were estimated at the issuance date and are revalued at each subsequent reporting date, using a lattice model. The Company de-recognized current derivative liabilities of \$1,244.04 at June 30, 2022. The change in fair value of the derivative liabilities resulted in a gain of \$1,244.04 for the three months ended June 30, 2022, which has been reported as other income in the

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statement of operations. The loss of \$479,391 for the three months ended June 30, 2022 consisted of a gain of \$1,244.04 attributable to the fair value of warrants.

The following is a summary of changes in the fair market value of the derivative liabilities during the three months ended June 30, 2022:

	Derivative Liabilities <u>Total</u>
Balance, April 1, 2022	\$ 1,244.04
Increase in derivatives value due to issuances of Warrants	-
Change in fair market value of derivative liabilities due to the mark to market adjustment	(1,244.04)
	<hr/>
Balance, June 30, 2022	<u>\$ -</u>

**Note 6 - Stockholder's Equity**

As of December 31, 2021 the issued and outstanding shares of the Company's common stock were 380,966,242.

As of December 31, 2021 the issued and outstanding shares of the Company's Series A convertible preferred stock were 9,999,998.

As of December 31, 2021 the issued and outstanding share of the Company's Series B convertible preferred stock was 1.

Common Stock Issuances for the three months Ended March 31, 2022:

During the three months ended March 31, 2022 the Company issued 12,500,000 shares of its common stock pursuant to its Regulation A offering.

Common Stock Issuances for the three months Ended June 30, 2022:

During the three months ended June 30, 2022 the Company issued 21,250,000 shares of its common stock pursuant to its Regulation A offering.