

**Premier Biomedical, Inc.**  
**(Now Premier Holding Corp.)**

Consolidated Financial Statements  
For the Year Ended  
December 31, 2021 and 2020  
(Unaudited)

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**Premier Biomedical, Inc.**  
**(Now Premier Holding Corp.)**  
20750 Civic Center Drive, Suite 418  
Southfield, MI 48076

April 15, 2022

I hereby certify that the accompanying unaudited financial statements and related footnotes hereto are based on the best information currently available to the Company. To the best of my knowledge, this information presents fairly, in all material respects, the financial position and stockholders' equity of Premier Biomedical, Inc. (Now Premier Holding Corp.) as of December 31, 2021 and December 31, 2020 and the results of its operations and cash flows for the Year ended December 31, 2021 and 2020 in conformity with accounting principles generally accepted in the United States of America.

/s/ John Maddox  
CEO

**Premier Biomedical, Inc.**  
**Consolidated Balance Sheets**  
**As of December 31, 2021 and 2020**  
**(Unaudited)**

<b>ASSETS</b>	<b>Balance at December 31, 2021</b>	<b>Balance at December 31, 2020</b>
Cash & cash equivalents	\$0	\$0
<b>Total Current Assets</b>	<b>\$0</b>	<b>\$0</b>
Other Assets	0	0
Property and equipment, net	\$3,134	<b>\$4,601</b>
<b>Total Assets</b>	<b>\$3,134</b>	<b>\$4,601</b>

**LIABILITIES AND STOCKHOLDERS' DEFICIT**

**Current Liabilities**

Accounts Payable	\$215,729	\$206,003
Accounts Payable	0	15,800
Accounts Payable - other	113,216	92,642
Loans Payable	400,355	400,355
Note Payable - convertible	35,639	17,834
Derivative liabilities	\$1,487,130	\$1,487,130
<b>Total Current Liabilities</b>	<b>\$2,252,069</b>	<b>\$2,219,764</b>

**Total Liabilities**

	<b>\$2,252,069</b>	<b>\$2,219,764</b>
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Commitments & Contingencies

\$0

\$0

**Shareholders Deficit:**

Common stock \$ .00001 Par Value 1,000,000,000 authorized 999,980,958 issued and outstanding December 31, 2021 and December 31, 2020 respectively.	\$10,000	\$10,000
Series A Convertible Preferred stock \$ .001 Par Value 10,000,000 designated and 2,000,000 shares issued and outstanding at December 31, 2021 & 2020 respectively.	\$2,000	\$2,000
Series B Convertible \$ .001 Par Value 1,000,000 Shares designated 133,780 shares issued and outstanding at Dec. 31, 2021 & 2020 respectively	\$134	\$134
Additional Paid In Capital	15,342,543	15,337,543
Accumulated Deficit	(17,603,612)	(17,564,840)
<b>Total stockholders equity ( deficit )</b>	<b>(2,248,935)</b>	<b>(2,215,163)</b>
<b>Total Liabilities and Stockholders Deficit</b>	<b>\$3,134</b>	<b>\$4,601</b>

**Premier Biomedical , Inc.**  
**Consolidated Income Statements**  
**For the Year Ended**  
**December 30, 2021 and 2020**  
**(Unaudited)**

	Year Ended December 31, 2021	Year Ended December 31, 2020
Revenue	\$0	\$1,019
Cost of goods sold	-	312
Gross Profit (loss)	-	707
Operating Expenses:		
General and administrative Expenses	\$1,467	\$46,260
Professional Fees	\$5,000	\$55,278
Total Operating Expenses	\$ (6,467)	\$ (101,538)
Operating Income ( Loss )	\$ (6,467)	\$ (100,831)
Other income ( expenses )		
Other income		
Interest expense	\$ (32,305)	\$ (302,336)
Total other income ( expenses )	\$ (32,305)	\$ (302,336)
Loss before income taxes	\$ (38,772)	\$ (403,167)
Minority interest	\$ -	\$ -
Net (Loss)	\$ (38,772)	\$ (403,167)
Net Loss per share	\$. (0.00)	\$. (0.00)
Basic and diluted		
Weighted average number of shares	999,980,958	796,511,248
Basic and diluted		

See notes to the financial statements

Premier Biomedical, Inc.

Consolidated Statement of Changes in Stockholders Equity ( Deficit )

From December 31, 2019 to December 31, 2021

(Unaudited)

	Common stock		Additional		Preferred Stock		Series B Convertible		Accumulated	
	Shares	Amount	Paid-In Capital	Common stock	Par value .001	Par value .001	Preferred Stock	Amount	Deficit	Total
	Par value .00001						Par value .001			
Balance December 31, 2019	107,595,765	107,596	14,572,754	2,000,000	\$2,000	133,780	\$134	\$ (17,102,168)	\$ (1,832,818)	
Common shares Issuance	737,869,478	\$7,379	\$ 72,948							\$80,327
Net ( Loss) for the Year ended December 31, 2020									\$ (462,672)	\$ (462,672)
Balance December 31, 2020	999,980,958	\$ 10,000	\$ 15,337,543	2,000,000	\$2,000	133,780	\$134	\$ (17,564,840)	\$ (2,215,163)	
Contributed Capital	-	\$0	\$ 5,000							\$ 5,000
Net ( Loss) for the Year ended December 31, 2021									\$ (38,772)	\$ (38,772)
Balance December 31, 2021	999,980,958	\$ 10,000	\$ 15,342,543	2,000,000	\$2,000	133,780	\$134	\$ (17,603,612)	\$ (2,248,935)	

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**Premier Biomedical, Inc.**  
**Consolidated Statement Of Cash Flows**  
**For the Year ended December 31, 2021 and 2020**

	(Unaudited)	Year Ended 12/31/21	Year Ended 12/31/20
<b>Cash flows from operating activities</b>			
Net Profit/Loss		\$ (38,772)	\$ (403,167)
Adjustments:			
Provision for doubtful accounts		-	-
Depreciation		\$1,467	\$1,966
Amortization of debt discounts		-	262,732
Gain on sale of equipment		-	-
Common stock issued for:			
Consulting services		-	-
<b>Changes in Assets &amp; Liabilities: Decrease (Increase)</b>			
Accounts Receivables		-	2,266
Inventory		-	313
Other current assets		-	7,131
Accounts payable			\$18,036
Accrued interest		\$32,305	39,526
<b>Net cash used in operating activities</b>		<u><u>\$ (5,000)</u></u>	<u><u>\$ (71,197)</u></u>
<b>Cash flows from financing activities</b>			
Proceeds from contributed Capital		\$ 5,000	-
Subscription receivable		-	-
Proceeds from notes payable		-	-
Net cash provided by financing activities		-	-
<b>Net cash increase (decrease)</b>		<u><u>\$ -</u></u>	<u><u>\$ (71,197)</u></u>
Cash at the beginning of period		<u><u>\$ -</u></u>	<u><u>\$71,197</u></u>
<b>Cash at the end of period</b>		<u><u>\$0</u></u>	<u><u>\$0</u></u>
Interest paid during the year		\$0	\$78
Non-cash Financing Activities			
Common Stock issued for debt		\$ -	\$ -

**Premier Biomedical, Inc.**  
**(Now Premier Holding Corp.)**  
**Notes to Financial Statements**  
**December 31, 2021**  
**(Unaudited)**

**NOTE – 1 DESCRIPTION OF BUSINESS**

Premier Biomedical, Inc. was incorporated in the State of Nevada on May 10, 2010 ("Inception"). Pursuant to a holding company reorganization in August 2020, the publicly traded company became Premier Holding Corp. ("the Company"), and was redomiciled in Colorado. Originally the Company was formed to develop and market medications. Now the company is seeking other opportunities including mergers & acquisitions.

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

**Cash and cash equivalents**

For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of three months or less are considered to be cash equivalents.

**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 reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include valuation of convertible notes payable and the valuation allowance of deferred tax assets.

**Fair value of financial instruments and financial statements**

The Company measures financial assets and liabilities in accordance with generally accepted accounting principles. The financial statements have been prepared in accordance with generally accepted accounting principles.



**Premier Biomedical, Inc.**  
**(Now Premier Holding Corp.)**

□ **Notes to Financial Statements**  
**December 31, 2021**  
**(Unaudited)**

□

**Revenue recognition**

Revenue from sales of products and services is recognized when persuasive evidence of an arrangement exists, products have been shipped or services have been delivered to the customer, the price is fixed or determinable and collection is reasonably assured.

**Stock-based compensation**

The Company accounts for stock-based instruments issued to employees in accordance with ASC Topic 718. ASC Topic 718 requires companies to recognize in the statement of operations the grant-date fair value of stock options and other equity based compensation issued to employees and earned. The Company accounts for non-employee share-based awards in accordance with ASC Topic 505-50.

**Fixed Assets**

Fixed assets are recorded at cost, net of accumulated depreciation. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets. Repairs and maintenance are charged to expense as incurred. Expenditures for betterments and renewals are capitalized. The cost of fixed assets and the related accumulated depreciation are removed from the accounts upon retirement or disposal with any resulting gain or loss being recorded in operations.

**Intangible Assets**

Intangible assets with no determinable life are initially assessed for impairment upon purchase, with subsequent assessments required annually. When there is reason to suspect that their values have been diminished or impaired, a write-down is recognized as necessary. Intangible assets with rights that expire over time are amortized over the time period that the rights exist.

**Income taxes**

Income Taxes - The Company accounts for income taxes using the provisions of Statement of Financial Accounting Standards ("SFAS") No. 109, Accounting for Income Taxes. Under this standard, deferred tax assets and liabilities represent the estimated tax effects of future deductible or taxable amounts attributed to differences between the financial statements carrying amounts and the tax bases of existing assets and liabilities. The standard also allows recognition of income tax benefits for loss carry-forwards, credit carry-forwards and certain temporary differences for which tax benefits have not previously been recorded. Valuation allowances are provided for uncertainties associated with deferred tax assets.

**Premier Biomedical, Inc.  
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□ **Notes to Financial Statements**  
**December 31, 2021**  
**(Unaudited)**

**Net loss per share**

The Company computes net earnings (loss) per share in accordance with ASC 260-10, "Earnings per Share." ASC 260-10 requires presentation of both basic and diluted earnings per share ("EPS") on the face of the income statement. Basic EPS is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period. Diluted EPS excludes all dilutive potential common shares if their effect is anti-dilutive.

**NOTE 3 – Promissory Note:**

The company, Premier Holding Corp, ( the parent company )has a promissory note in the amount of \$ 35,639 at December 31, 2021 and \$ 17, 834 at December 2020 plus interest at 12% per annum to Ronnie Godeaux dated August 20, 2020. The note is convertible into common shares.

**NOTE 4 – Going Concern:**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has incurred operating losses, and as of December 31, 2021 the Company also had a working capital deficit and an accumulated deficit with no revenues since inception. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management believes that the Company's capital requirement will depend on many factors including the success of the Company's development efforts and its efforts to raise capital. Management also believes the Company needs to raise additional capital for working capital purpose. There is no assurance that such financing will be available in the future. The conditions described above raise substantial doubt about our ability to continue as a going concern. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amount and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.