

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

**LiveWire Ergogenics, Inc.**

A Nevada Corporation

1600 N Kraemer Blvd.  
Anaheim, CA 92806-1410

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714-740-5144  
[info@livewireergogenics.com](mailto:info@livewireergogenics.com)  
SIC Code: 2060

**Quarterly Report**

**For the Period Ending: September 30, 2022  
(the "Reporting Period")**

As of September 30, 2022, the number of shares outstanding of our Common Stock was: 1,812,479,092

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 1,739,729,092

As of December 31, 2020, the number of shares outstanding of our Common Stock was: 1,232,544,557

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

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

Livewire Ergogenics, Inc. 9/20/2011 to current  
1600 N Kraemer Blvd.  
Anaheim CA 92806

SF Blu Vu, Inc 5/15/2009 to 9/20/2011  
Semper Flowers, Inc. 10/9/2007 to 5/15/2009

Incorporated in Nevada on October 9, 2007, Status: 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:

1600 N Kraemer Blvd.  
Anaheim, CA 92806-1410

The address(es) of the issuer's principal place of business:

Check box if the principal executive office and principal place of business are at the same address: ☒

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below: NONE

## 2) Security Information

Trading symbol:	L V V V	
Exact title and class of securities outstanding:	Common	
CUSIP:	53838A 104	
Par or stated value:	\$0.0001	
Total shares authorized:	2,000,000,000	as of date: 9/30/2022
Total shares outstanding:	1,812,479,092	as of date: 9/30/2022
Number of shares in the Public Float <sup>2</sup> :	827,665,236	as of date: 9/30/2022
Total number of shareholders of record:	892+	as of date: 9/30/2022

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

Trading symbol:	n/a	
Exact title and class of securities outstanding:	Class B Preferred	
CUSIP:	n/a	
Par or stated value:	\$0.0001	
Total shares authorized:	100,000	as of date: 9/30/2022
Total shares outstanding:	32,820	as of date: 9/30/2022

Trading symbol:	n/a	
Exact title and class of securities outstanding:	Class C Preferred	
CUSIP:	n/a	
Par or stated value:	\$0.0001	
Total shares authorized:	75	as of date: 9/30/2022
Total shares outstanding:	75	as of date: 9/30/2022

## Transfer Agent

Name: Continental Stock Transfer & Trust  
Phone: 212-856-3218  
Email: [eyoung@continentalstock.com](mailto:eyoung@continentalstock.com)  
Address: 1 State Street, 30<sup>th</sup> Floor  
New York  
NY 10004-1561

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

### 3) Issuance History

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

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

Number of Shares outstanding as of <u>December 31, 2018</u>	<u>Opening Balance:</u>  Common: 1,085,270,218  Preferred: 32,895								
Date of Transaction	Transaction type (e.g.new, issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or canceled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at discount to market price at the time of Issuance	Individual/ Entity Shares were issued to (entities must have individuals 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?
<u>7/09/20</u>	<u>New</u>	<u>5,000,000</u>	<u>Com</u>	<u>0.004</u>	<u>No</u>	<u>Jerry Bono</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/04/20</u>	<u>New</u>	<u>9,090,909</u>	<u>Com</u>	<u>0.0055</u>	<u>No</u>	<u>TriBridge/ John Forsythe</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>12/11/20</u>	<u>New</u>	<u>2,800,000</u>	<u>Com</u>	<u>0.0045</u>	<u>No</u>	<u>Joseph Sparks</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>12/18/20</u>	<u>New</u>	<u>9,090,909</u>	<u>Com</u>	<u>0.0055</u>	<u>No</u>	<u>Tribridge/ John Forsythe</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>12/21/20</u>	<u>New</u>	<u>9,090,909</u>	<u>Com</u>	<u>0.0055</u>	<u>No</u>	<u>GPL Ventures/ Alexander Dillon</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>1/28/21</u>	<u>New</u>	<u>18,181,819</u>	<u>Com</u>	<u>.0055</u>	<u>No</u>	<u>GPL Ventures/ Alexander Dillon</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>

<u>2/16/21</u>	<u>New</u>	<u>36,363,637</u>	<u>Com</u>	<u>.0055</u>	<u>No</u>	<u>GPL Ventures/ Alexander Dillon</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>2/19/21</u>	<u>New</u>	<u>18,181,818</u>	<u>Com</u>	<u>.0055</u>	<u>No</u>	<u>Tribridge/ John Forsyth</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>2/24/21</u>	<u>New</u>	<u>45,454,545</u>	<u>Com</u>	<u>.0055</u>	<u>No</u>	<u>Continuation Capital/ Paul Winkle</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>3/26/21</u>	<u>New</u>	<u>36,363,636</u>	<u>Com</u>	<u>.0055</u>	<u>No</u>	<u>Tribridge/ John Forsyth</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>3/30/21</u>	<u>New</u>	<u>27,586,207</u>	<u>Com</u>	<u>.00725</u>	<u>No</u>	<u>GPL Ventures/ Alexander Dillon</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>4/20/21</u>	<u>New</u>	<u>500,000</u>	<u>Com</u>	<u>.00725</u>	<u>No</u>	<u>GKN/ Martin Kaplan</u>	<u>Compensation</u>	<u>U</u>	<u>Reg A</u>
<u>4/21/21</u>	<u>New</u>	<u>27,586,207</u>	<u>Com</u>	<u>.00725</u>	<u>No</u>	<u>Tribridge/ John Forsyth</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>5/07/21</u>	<u>New</u>	<u>17,000,000</u>	<u>Com</u>	<u>.0093</u>	<u>No</u>	<u>Jerry Katz</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>5/07/21</u>	<u>New</u>	<u>17,000,000</u>	<u>Com</u>	<u>.0093</u>	<u>No</u>	<u>Kathy Bono</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>6/07/21</u>	<u>New</u>	<u>34,482,759</u>	<u>Com</u>	<u>.00725</u>	<u>No</u>	<u>Tribridge/ John Forsyth</u>	<u>Cash</u>	<u>U</u>	<u>Reg A</u>
<u>7/22/21</u>	<u>New</u>	<u>47,000,000</u>	<u>Com</u>	<u>0.0220</u>	<u>No</u>	<u>Rainer Poertner</u>	<u>Consultant</u>	<u>R</u>	<u>4(a)(2)</u>
<u>7/22/21</u>	<u>New</u>	<u>5,000,000</u>	<u>Com</u>	<u>0.0220</u>	<u>No</u>	<u>Michael Corrigan</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>7/26/2021</u>	<u>New</u>	<u>50,000,000</u>	<u>Com</u>	<u>0.023</u>	<u>No</u>	<u>Bill Hodson</u>	<u>Employment</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>20,000,000</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Michael Donovan</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>10,000,000</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Dallas Anderson</u>	<u>Compensation</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>10,000,000</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Jeffrey Dole</u>	<u>Consulting</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>10,000,000</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>William Riley</u>	<u>Employment</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>17,500,000</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Verde Partners, Mike Newell</u>	<u>Purchase</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>10,000,000</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Ron Katz</u>	<u>Consulting</u>	<u>R</u>	<u>4(a)(2)</u>

<u>9/2/2021</u>	<u>New</u>	<u>2,000,000</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Kye McKay</u>	<u>Consulting</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>2,272,727</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Joseph Sparks</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
<u>9/2/2021</u>	<u>New</u>	<u>6,211,180</u>	<u>Com</u>	<u>0.0207</u>	<u>No</u>	<u>Spencer Labs Brian Iriye</u>	<u>Cash</u>	<u>R</u>	<u>4(a)(2)</u>
10/14/2021	New	2,500,000	Com	<u>0.016</u>	No	Leonite/ Avi Geller	Cash	U	Reg A
10/15/2021	New	5,000,000	Com	<u>0.016</u>	No	Continuation Capital / Paul Winkle	Cash	U	Reg A
12/16/2021	New	4,800,000	Com	<u>0.0103</u>	No	Michael Chow	Consulting	R	4(a)(2)
12/16/2021	New	5,200,000	Com	<u>0.0103</u>	No	Michael Chow	Consulting	R	4(a)(2)
12/16/2021	New	1,000,000	Com	<u>0.0103</u>	No	Kevin Sakser	Consulting	R	4(a)(2)
12/16/2021	New	10,000,000	Com	<u>0.004</u>	No	Robert Newell	Purchase	R	4(a)(2)
12/30/2021	New	10,000,000	Com	<u>0.004</u>	No	Leonite / Avi Geller	Cash	U	Reg A
1/13/22	New	10,000,000	Com	<u>0.004</u>	No	Efrat/Pinny Rotter	Cash	U	Reg A
2/4/22	New	12,500,000	Com	<u>0.004</u>	No	Leonite / Avi Geller	Cash	U	Reg A
3/4/22	New	12,500,000	Com	<u>0.004</u>	No	Robert Newell	Cash	U	Reg A
6/15/22	New	6,250,000	Com	<u>0.004</u>	No	Efrat/Pinny Rotter	Cash	U	Reg A
7/29/2022	New	12,500,000	Com	<u>0.004</u>	No	Efrat/Pinny Rotter	Cash	R	<u>4(a)(2)</u>
8/8/2022	New	4,000,000	Com	<u>0.004</u>	No	Joseph Caponetta	Cash	R	<u>4(a)(2)</u>
9/23/2022	New	3,000,000	Com	<u>0.004</u>	No	Howard Rubin	Cash	R	<u>4(a)(2)</u>
9/23/2022	New	8,000,000	Com	<u>0.004</u>	No	Scheldon Katz	Cash	R	<u>4(a)(2)</u>
9/23/2022	New	1,000,000	Com	<u>0.004</u>	No	Scheldon Katz	Cash	R	<u>4(a)(2)</u>

9/26/2022	New	3,000,000	Com	<u>0.004</u>	No	Osher Inv/ Meghan Konecne	Cash	R	<u>4(a)(2)</u>
Shares Outstanding on 9/30/2022	Ending Balance:  Common: 1,812,479,092  Preferred: 32,895								

Use the space below to provide any additional details, including footnotes to the table above: NONE

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

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

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 conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g., Loan, Services, etc.)
<u>4/22/14</u>	<u>\$196,341</u>	<u>\$230,000</u>	<u>0</u>	<u>12/15/24</u>	<u>None</u>	<u>Brad Nichols</u>	<u>Loan</u>
<u>8/16/13</u>	<u>\$156,281</u>	<u>\$100,000</u>	<u>\$56,281</u>	<u>8/16/16</u>	<u>0.25</u>	<u>Louise Uklea</u>	<u>Loan</u>
<u>10/3/13</u>	<u>\$83,316</u>	<u>\$50,000</u>	<u>33,316</u>	<u>10/26/16</u>	<u>0.25</u>	<u>Michelle Herr</u>	<u>Loan</u>
<u>5/7/13</u>	<u>\$16,791</u>	<u>\$12,000</u>	<u>\$4,791</u>	<u>5/6/14</u>	<u>0.05</u>	<u>Michelle Breneman</u>	<u>Loan</u>
<u>8/1/12</u>	<u>\$10,000</u>	<u>\$10,000</u>	<u>\$6,419</u>	<u>12/31/22</u>	<u>Non</u>	<u>United Capital/Chris MacDougall</u>	<u>Loan</u>
<u>4/16/18</u>	<u>\$150,000</u>	<u>\$100,000</u>	<u>\$50,000</u>	<u>12/16/18</u>	<u>None</u>	<u>JC Loans/Wm. Riley</u>	<u>Loan</u>
<u>7/26/18</u>	<u>\$62,131</u>	<u>\$65,000</u>	<u>\$6,631</u>	<u>12/31/22</u>	<u>None</u>	<u>Larry Whitehead</u>	<u>Loan</u>
<u>03/01/19</u>	<u>\$450,000</u>	<u>\$500,000</u>	<u>\$50,000</u>	<u>06/01/19</u>	<u>None</u>	<u>Tom Cling</u>	<u>Loan</u>
<u>7/17/19</u>	<u>\$10,000</u>	<u>10,000</u>	<u>\$5,000</u>	<u>7/17/2020</u>	<u>None</u>	<u>Chris Barnhardt</u>	<u>Loan</u>
<u>7/17/19</u>	<u>\$5,000</u>	<u>\$5,000</u>	<u>\$2,500</u>	<u>7/17/2020</u>	<u>None</u>	<u>JE Prince</u>	<u>Loan</u>
<u>5/15/22</u>	<u>\$983,148</u>	<u>\$948,689</u>	<u>\$35,458</u>	<u>5/15/24</u>	<u>None</u>	<u>Peachtree/I Gains</u>	<u>Cons Loan</u>
<u>8/10/22</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>\$5,000</u>	<u>8/10/23</u>	<u>None</u>	<u>Peachtree/I Gains</u>	<u>Loan</u>
<u>4/1/20</u>	<u>\$150,000</u>	<u>\$160,000</u>	<u>\$3,750</u>	<u>4/1/2024</u>	<u>None</u>	<u>Rainer Poertner</u>	<u>Cons Loan</u>

<u>05/26/20</u>	<u>\$202,500</u>	<u>\$300,000</u>	<u>0</u>	<u>12/1/2020</u>	<u>None</u>	<u>Donovan Anderson</u>	<u>Loan</u>
<u>5/8/2022</u>	<u>\$250,000</u>	<u>\$250,000</u>	<u>10,000</u>	<u>5/8/2023</u>	<u>None</u>	<u>Osher Investments/ Meghan Konecne</u>	<u>Loan</u>
<u>7/12/2022</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$5,000</u>	<u>12/12/22</u>	<u>None</u>	<u>Joe Caponetta</u>	<u>Loan</u>

Use the space below to provide any additional details, including footnotes to the table above: NONE

#### 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: Bill Hodson  
Title: CEO  
Relationship to Issuer: CEO

**LIVEWIRE ERGOGENICS, INC.**  
**CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED SEPTEMBER 30, 2022 AND DECEMBER 31, 2021**



LIVEWIRE ERGOGENICS, INC.  
CONSOLIDATED BALANCE SHEET  
FOR THE PERIOD ENDING SEPTEMBER 30, 2022 AND DECEMBER 31, 2021  
(UNAUDITED)

	September 30, 2022	December 31, 2021
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 43,897	\$ 199,953
Accounts receivable	84,795	-
Due from related parties	1,302,633	915,588
Prepaid expenses	10,000	62,474
Prepaid expense - related party	-	30,680
Inventory	2,177	2,177
Contract asset	22,000	22,000
Loan to related party	3,671,918	2,652,194
Total current assets	<u>5,137,420</u>	<u>3,885,066</u>
Fixed assets, net	265,833	361,359
Licenses, net	-	5,450
Investment in Mojave Jane	269,002	269,002
Total other assets	<u>534,835</u>	<u>635,811</u>
Total assets	<u>\$ 5,672,255</u>	<u>\$ 4,520,877</u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities	973,887	759,519
Convertible notes, net	452,239	218,250
Notes payable, net	2,387,318	2,284,635
Notes payable - related party	346,341	346,341
Total current liabilities	<u>4,159,785</u>	<u>3,608,745</u>
Total liabilities	<u>4,159,785</u>	<u>3,608,745</u>
<b>Stockholders' Equity</b>		
Preferred stock; \$0.0001 par value; 9,899,925 shares authorized; 0 and 0 shares issued and outstanding as of September 30, 2022 and December 31, 2021, respectively	-	-
Preferred B stock; \$0.0001 par value; 100,00 shares authorized; 32,820 and 32,820 shares issued and outstanding as of September 30, 2022 and December 31, 2021, respectively	-	-
Preferred C stock; \$0.0001 par value; 75 shares authorized; 75 and 75 shares issued and outstanding as of September 30, 2022 and December 31, 2021, respectively	-	-
Common stock; \$0.0001 par value; 2,000,000,000 shares authorized; 1,812,479,092 and 1,739,729,092 shares issued and outstanding September 30, 2022 and December 31, 2021, respectively	181,248	173,973
Additional paid-in capital	28,962,834	28,656,209
Stock payable	391,980	351,453
Accumulated deficit	<u>(28,023,592)</u>	<u>(28,269,503)</u>
Total stockholders' equity	<u>1,512,470</u>	<u>912,132</u>
Total liabilities and stockholders' equity	<u>\$ 5,672,255</u>	<u>\$ 4,520,877</u>

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

LIVEWIRE ERGOGENICS, INC.  
CONSOLIDATED STATEMENT OF OPERATION  
FOR THE PERIOD ENDING SEPTEMBER 30, 2022 AND 2021  
(UNAUDITED)

	For the Three Months Ended		For the Nine Months Ended	
	September 30, 2022	September 30, 2021	September 30, 2022	September 30, 2021
Revenue	\$ 94,500	\$ 250,180	\$ 368,295	\$ 442,680
Revenue - related party	284,019	-	882,056	-
Total revenue	378,519	250,180	1,250,351	442,680
Cost of revenue	-	-	-	-
Gross profit	378,519	250,180	1,250,351	442,680
Operating expenses				
Professional fees	230,460	147,425	731,592	478,817
General and administrative	53,577	2,173,945	207,741	2,253,546
Depreciation and amortization	32,190	43,401	100,976	111,945
Total operating expenses	316,227	2,364,771	1,040,309	2,844,308
Other income (expense)				
Gain on derivative liability	-	-	-	35,761
Loss on settlement of debt	-	-	-	(528,807)
Interest income - related party	71,493	57,908	208,059	115,815
Interest expense	(82,664)	(347,635)	(172,190)	(544,049)
Total other income (expense)	(11,171)	(289,727)	35,869	(921,280)
Net income (loss)	\$ 51,121	\$ (2,404,318)	\$ 245,911	\$ (3,322,908)
Income (loss) per common share - Basic	0.00	0.00	0.00	0.00
Income (loss) per common share - Diluted	0.00	0.00	0.00	0.00
Weighted average number of common shares outstanding - Basic	1,798,756,266	1,772,482,856	1,780,861,876	1,526,367,031

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

LIVEWIRE ERGOGENICS, INC.  
CONSOLIDATED STATEMENT OF CASHFLOWS  
FOR THE PERIOD ENDING SEPTEMBER 30, 2022 AND 2021  
(UNAUDITED)

	For the Nine Months Ended	
	September 30, 2022	September 30, 2021
Cash Flows from Operating Activities		
Net income (loss)	\$ 245,911	\$ (3,322,908)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	100,976	111,945
Amortization of debt discount	29,172	77,270
Stock based compensation	35,927	2,167,200
Gain on derivative liabilities	-	(35,761)
Shares issued to extend debt	-	310,500
Loss on settlement of debt	-	528,807
Changes in assets and liabilities		
Prepaid expenses	83,154	(5,000)
Prepaid expense - related party	-	-
Accounts receivable	(471,840)	(292,435)
Accounts payable	206,868	9,290
Net cash provided by (used in) operating activities	230,168	(451,092)
Cash Flows from Investing Activities:		
Purchase of fixed assets	-	(45,400)
Purchase of license	-	(21,923)
Loans to Estella Ranch	(1,019,724)	(690,168)
Net cash used in investing activities	(1,019,724)	(757,491)
Cash Flows from Financing Activities:		
Proceeds from notes payable	204,000	-
Payments on notes payable	(91,500)	(441,525)
Proceeds from convertible debt	250,000	-
Proceeds from issuance of common stock	271,000	1,705,000
Net cash provided by financing activities	633,500	1,263,475
Net increase in cash	(156,056)	54,892
Beginning cash balance	199,953	109,879
Ending cash balance	\$ 43,897	\$ 164,771
Supplemental disclosure of cash flow information		
Cash paid for interest	17,361	\$ 132,842
Cash paid for tax	\$ -	\$ -
Non-Cash investing and financing transactions		
Recognition of original issue discount	\$ 57,500	\$ -
Recognition of original issue discount, recorded as accounts payable	\$ 7,500	\$ -
Accounts payable settled with stock, to be issued	\$ -	\$ 123,146
Reclassifications of investment and advances to loan to Estella Ranch	\$ -	\$ 1,121,300

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

LIVEWIRE ERGOGENICS, INC.  
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY  
FOR THE PERIOD ENDING SEPTEMBER 30, 2022 AND 2021  
(UNAUDITED)

	For the Nine Months Ended September 30, 2022 and 2021									
	Preferred Stock Shares	Preferred Stock Amount	Preferred Stock - B Shares	Preferred Stock - B Amount	Preferred Stock - C Shares	Preferred Stock - C Amount	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Stock Payable
<b>Balance, December 31, 2021</b>	-	\$ -	32,820	\$ -	75	\$ -	1,739,729,092	\$ 173,973	\$ 28,656,209	\$ 351,453
Shares issued for cash	-	-	-	-	-	-	35,000,000	3,500	136,500	-
Shares issued for services	-	-	-	-	-	-	-	-	4,018	-
Net income	-	-	-	-	-	-	-	-	-	11,668
<b>Balance, March 31, 2022</b>	-	\$ -	32,820	\$ -	75	\$ -	1,774,729,092	\$ 177,473	\$ 28,792,709	\$ 356,471
Shares issued for cash	-	-	-	-	-	-	6,250,000	625	24,375	-
Shares issued for services	-	-	-	-	-	-	-	-	12,188	-
Commitment shares issued with debt	-	-	-	-	-	-	-	-	19,500	-
Net income	-	-	-	-	-	-	-	-	-	183,122
<b>Balance, June 30, 2022</b>	-	\$ -	32,820	\$ -	75	\$ -	1,780,979,092	\$ 178,098	\$ 28,817,084	\$ 387,159
Shares issued for cash	-	-	-	-	-	-	23,500,000	2,350	91,650	-
Shares issued for services	-	-	-	-	-	-	1,000,000	100	7,300	-
Commitment shares issued with debt	-	-	-	-	-	-	7,000,000	700	46,800	-
Net income	-	-	-	-	-	-	-	-	-	51,121
<b>Balance, September 30, 2022</b>	-	\$ -	32,820	\$ -	75	\$ -	1,812,479,092	\$ 181,248	\$ 28,962,834	\$ 391,980
<b>Balance, December 31, 2020</b>	-	\$ -	32,820	\$ -	75	\$ -	1,232,544,587	\$ 123,256	\$ 23,547,666	\$ 88,500
Shares issued for cash	-	-	-	-	-	-	182,131,661	18,212	1,031,788	-
Shares issued for services	-	-	-	-	-	-	-	-	10,800	-
Shares issued to settle debt	-	-	-	-	-	-	-	-	222,653	-
Net loss	-	-	-	-	-	-	-	-	-	(338,794)
<b>Balance, March 31, 2021</b>	-	\$ -	32,820	\$ -	75	\$ -	1,414,676,218	\$ 141,468	\$ 24,579,454	\$ 334,453
Shares issued for cash	-	-	-	-	-	-	62,068,967	6,207	443,793	-
Shares issued for services	-	-	-	-	-	-	-	-	13,900	-
Shares issued to settle debt	-	-	-	-	-	-	34,500,000	3,450	323,650	-
Net loss	-	-	-	-	-	-	-	-	-	(579,796)
<b>Balance, June 30, 2021</b>	-	\$ -	32,820	\$ -	75	\$ -	1,511,245,185	\$ 151,125	\$ 25,346,897	\$ 461,453
Shares issued for cash	-	-	-	-	-	-	8,483,907	848	111,652	-
Shares issued for services	-	-	-	-	-	-	129,000,000	12,900	2,182,100	-
Shares issued to purchase equipment	-	-	-	-	-	-	7,500,000	750	182,250	-
Commitment shares issued with debt	-	-	-	-	-	-	20,000,000	2,000	76,500	-
Shares issued to extend debt	-	-	-	-	-	-	15,000,000	1,500	309,000	-
Shares issued to settle debt	-	-	-	-	-	-	10,000,000	1,000	123,000	-
Net loss	-	-	-	-	-	-	-	-	-	(2,404,318)
<b>Balance, September 30, 2021</b>	-	\$ -	32,820	\$ -	75	\$ -	1,701,229,092	\$ 170,123	\$ 28,331,399	\$ 364,453

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

## 5) Notes to Financial Statements

### Management's Discussion and Analysis of Financial Condition and Results of Operation

The following discussion and analysis should be read in conjunction with our consolidated financial statements. This discussion should not imply that the results discussed herein will necessarily continue or that any conclusion reached herein will indicate actual future operating results.

LiveWire has been operating in the health and wellness industry for several years. The Company is focused on acquiring, leasing, managing, and licensing branded intellectual property on special-purpose real estate properties conducive to developing high-end organic cannabinoid products for the health and wellness industry. The Company has centralized operations from its various locations throughout California to the property at Estrella Ranch in Paso Robles, California, owned by its subsidiary Estrella Ranch Partners, LLC, and has acquired a one hundred percent equity position in Makana Ola Farms in Humboldt, California. LiveWire has developed Estrella Ranch into the central hub for all the Company's operations and plans to eventually establish it as the leading cannabis tourist/educational destination in California. This will further streamline and centralize operations according to management's mission to run a well-organized and lean operation, keeping overhead and debt burden low. The Company's affiliate company, Estrella River Farms, has been granted all required permits and licenses from the appropriate governing authorities for cannabis cultivation, including the Department of Cannabis Control in California. The buildout of the first phase of operations on the Ranch has been concluded, and the inaugural harvest has been delivered to processing facilities. The Ranch has passed every reoccurring quarterly inspection, the operating permit has been renewed for another year, and nine new permits for an additional two acres of cultivation area have been granted. The nine new permits allow the expansion of the cultivation area on Estrella Ranch to three acres with over 130,000 square feet of canopy. The Company expects to deliver the next harvest during Q4 of 2022.

The experienced teams of Livewire's affiliate, Estrella River Farms, cultivate unique, handcrafted, organically grown cannabis products at Estrella Ranch and Makana Ola Farms, sharing the cultivation teams and other crucial resources between the two locations. Offering this unique operating structure results in a genuine, unique product taking advantage of a rapidly growing demand for high-quality organic-style products in the maturing cannabis industry. This is further accelerated by the advancing legalization and increasing public acceptance in California and throughout the country. Forty-five percent (45%) of Americans live in a State with some kind of legalization of marijuana. The Company is led by a team of experienced cultivators, entrepreneurs, cannabis operators, and industry and financial experts. This team applies the latest scientific knowledge and technology to cultivate and deliver handcrafted and rigorously tested organically grown cannabis products under strict legal and environmental compliance.

In September 2021, LiveWire acquired one hundred percent of Makana Ola Farms in Humboldt, California. This acquisition will add an exceptional cultivation facility to LiveWire's roster of carefully selected affiliates and subsidiaries dedicated to cultivating environmentally responsible and sustainable sun-grown and handcrafted cannabis. In addition, Livewire operates under a marketing and management agreement with Estrella River Farms and Makana Ola and will begin an aggressive marketing and branding campaign for the products grown at both Farms under the "Estate Grown Weedery" brand. This will give Estrella River Farms and the Makana Ola products access to the broad California distribution network that LiveWire has established via its manufacturing and distribution partners.

The Company will only acquire or strategically align with carefully selected cannabis cultivators, manufacturers, and distributors that fully comply with Federal and State laws. Estrella River Farms cultivates high-quality, handcrafted products under family-farm-like, tractorless farming conditions and strict quality control under the "Estate Grown Weedery" model. This model is loosely based on the winery model established for decades by its many winery neighbors. The Company is considering expanding its operations into partnerships with processing facilities, distributors, and delivery services, without operating these entities itself. Existing opportunities for additional strategic alliances and acquisitions of qualified facilities are currently and carefully being explored. While we cannot predict the time frame, the Company plans to expand its business model into other States of the U.S. once Federal legalization proceeds as we expect. LiveWire does not sell or distribute products anywhere, violating the United States Controlled Substances Act.

### Critical Accounting Policies

The preparation of our consolidated financial statements in conformity with accounting principles generally accepted in the United States requires us to make estimates and judgments that affect our reported assets, liabilities, revenues, and expenses and the disclosure of contingent assets and liabilities. We base our estimates and judgments on historical experience and on various other assumptions we believe to be reasonable under the circumstances. Future events, however, may differ markedly

from our current expectations, assumptions, or projections. While there are several significant accounting policies affecting our consolidated financial statements; we believe the following critical accounting policies involve the most complex, difficult and subjective estimates and judgments.

**Accounts Receivable** – We evaluate the collectability of our trade accounts receivable based on several factors. In circumstances where we become aware of a specific customer's inability to meet its financial obligations to us, a specific reserve for bad debts is estimated and recorded, which reduces the recognized receivable to the estimated amount we believe will ultimately be collected. In addition to specific customer identification of potential bad debts, bad debt charges are recorded based on our recent loss history and an overall assessment of past due trade accounts receivable outstanding.

**Inventories** – Inventories are stated at the lower of cost to purchase and manufacture the inventory or the current estimated market value of the inventory. We regularly review our inventory quantities on hand and record a provision for excess and obsolete inventory based primarily on our estimated forecast of product demand, production availability, and our ability to sell the products concerned. Demand for our products can fluctuate significantly. Factors that could affect demand for our products include unanticipated changes in consumer preferences, general market, and economic conditions or other factors that may result in cancellations of advance orders or reductions in the rate of reorders placed by customers and continued weakening of economic conditions. Additionally, management's estimates of future product demand may be inaccurate, which could result in an understated or overstated provision for excess and obsolete inventory. Additionally, management's estimates of future product demand may be inaccurate, which could result in an understated or overstated provision required for excess and obsolete inventory.

**Long-Lived Assets** – Management regularly reviews property and equipment and other long-lived assets, including certain definite-lived identifiable intangible assets for possible impairment. This review occurs annually or more frequently if events or changes in circumstances indicate that the asset's carrying amount may not be recoverable. If there is an indication of impairment of property and equipment or amortizable intangible assets, then management prepares an estimate of future cash flows (undiscounted and without interest charges) expected to result from the use of the asset and its eventual disposition. If this cash is less than the asset's carrying amount; an impairment loss is recognized to write down the asset to its estimated fair value. The fair value is estimated at the present value of the future cash flows discounted at a rate commensurate with management's estimates of the business risks.

**Revenue Recognition** – We recognize revenue when persuasive evidence of an arrangement exists, the delivery has occurred, the sales price is fixed or determinable, and collectability is reasonably assured. Ownership of and title to our products passes to customers upon delivery of the products. Net sales have been determined after the deduction of promotional and other allowances in accordance with ASC 605-50. Amounts received according to new and amended distribution agreements entered into with certain distributors, relating to the costs associated with terminating our prior distributors, are accounted for as revenue ratably over the anticipated life of the respective distribution agreement, 20 years. Management believes that adequate provision has been made for cash discounts, returns and spoilage based on our historical experience.

**Cost of Sales** – Cost of sales consists of the costs of products distributed, inbound freight charges, as well as certain internal transfer to warehouse expenses incurred before delivery. Variable product costs account for the largest portion of the cost of sales.

**Operating Expenses** – Operating expenses include selling expenses such as distribution expenses to transport products to customers and warehousing expenses, advertising, commissions, and other marketing expenses. Operating Expenses include payroll, travel, professional service, legal, entertainment, insurance, postage, depreciation, and other general and administrative costs.

**Income Taxes** – We utilize the liability method of accounting for income taxes as outlined in ASC 740. Under the liability method, deferred taxes are determined based on the temporary differences between the financial statement and the tax basis of assets and liabilities using tax rates expected to be in effect during the years the basis differences reverse. A valuation allowance is recorded when it is more likely that some deferred tax assets will not be realized. In determining the need for valuation allowances, we consider projected future taxable income and the availability of tax planning strategies. If in the future, we determine that we would not be able to realize our recorded deferred tax assets. An increase in the valuation of the allowance would be recorded, decreasing earnings in the period in which such a determination is made.

We assess our income tax positions and record tax benefits for all years subject to examination based upon our evaluation of the facts, circumstances, and information available at the reporting date. For those tax positions where there is a greater than 50% likelihood that a tax benefit will be sustained, we have recorded the largest amount of tax benefit that may potentially be realized upon ultimate settlement with a taxing authority that knows all relevant information. For those income tax positions where there is less than a 50% likelihood that a tax benefit will be sustained, no tax benefit has been recognized in the financial statements.

**Derivative Liabilities** - The Company assessed the classification of its derivative financial instruments as of December 31, 2018, which consists of Convertible instruments and rights to shares of the Company's common stock, and determined that such Derivatives meet the criteria for liability classification under ASC 815.

ASC 815 provides three criteria that, if met, require companies to bifurcate conversion options from their host Instruments and account for them as free-standing derivative financial instruments. These three criteria include Circumstances in which:

(a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract are not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirements of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed conventional.

**Fair Value of Financial Instruments** - The Company has adopted FASB ASC 820 Fair Value Measurements and Disclosures, or ASC 820 for assets and liabilities measured at fair value on a recurring basis. ASC 820 establishes a standard definition for fair value to be applied to existing accepted accounting principles that require the use of fair value measurements to establish a framework for measuring fair value and expands disclosure about such fair value measurements. The adoption of ASC 820 did not impact the Company's financial position or operating results but did expand certain disclosures.

ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction Between market participants at the measurement date. Additionally, ASC 820 requires the use of valuation techniques that maximize the use of observable inputs and minimize unobservable inputs. These inputs are prioritized below:

Level 1:	Observable inputs such as quoted market prices in active markets for identical assets or liabilities
Level 2:	Observable market-based inputs or unobservable inputs that are corroborated by market data
Level 3:	Unobservable inputs for which there is little or no market data, which require the use of the reporting entity's own assumptions.

The Company did not have any Level 2 or Level 3 assets or liabilities as of December 31, 2020, except for its convertible notes payable and derivative liability. The carrying amounts of these liabilities on December 31, 2020, approximate their respective fair value based on the Company's incremental borrowing rate.

Cash is considered to be highly liquid and easily tradable as of December 31, 2020, and therefore classified as Level 1 within our fair value hierarchy.

FASB ASC 825-10-25 Fair Value Option, or ASC 825-10-25, was effective on January 1, 2008. ASC 825-10-25 expands opportunities to use fair value measurements in financial reporting and permits entities to choose to measure many financial instruments and certain other items at fair value. The Company did not elect the fair value options for any of its qualifying Financial instruments.

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

derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed conventional, defined as the Meaning of "Conventional Convertible Debt Instrument."

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

ASC 81540 provides that, among other things, generally, if an event is not within the entity's control, could or requires net cash settlement, then the contract shall be classified as an asset or a liability.

## **Results of Operation**

During the quarter that ended September 30, 2022, we incurred a net profit of \$51,121 compared to a net loss of \$2,404,318 during the same period in 2021, an improvement of \$2,455,439. For the nine months ending September 30, 2022, we generated a profit of \$245,911 compared to a loss of \$3,322,908 during the same period in 2021, an increase of \$3,568,819.

### **Comparison of the Results of Operations for the quarter that ended September 30, 2022, and 2021.**

During the quarter that ended September 30, 2022, we generated revenues of \$378,519, an increase of \$128,339 or 51% compared to the same period in 2021. During the nine months ending September 30, 2022, revenues amounted to \$1,250,351, an increase of \$807,671 or 182% compared to the same period in 2021. The increase in revenue is due to higher income from rental and licensing fees and the continued optimization of the management of our subsidiaries and affiliate companies ("Related Parties"), intellectual and real estate properties. We expect this trend to increase for Q4 of 2022 and even further during 2023.

**Profit (Loss) from Operations.** For the quarter that ended September 30, 2022, our net profit was \$51,121, compared to a loss of \$2,404,318 for the quarter that ended September 30, 2022, an improvement of \$2,455,439. The increase in net profit is based on an increase in licensing, rental, and management fees. It is compounded by decreased expenses for general, administrative, and professional fees. For the nine months ended September 30, 2022, net profit was \$245,911 compared to a loss of \$3,322,908 for the nine months ended June 30, 2021, an improvement of \$3,568,819. General and administrative for the three months ended September 30, 2022, has decreased to \$53,577 from \$2,173,945 in the same period in 2021, a decrease of \$2,120,368. General and administrative for the nine months that ended September 30, 2022, decreased to \$207,741 from \$2,253,546 during the same period in 2021, a decrease of \$2,045,805. Stock-based compensation decreased to \$35,927 for the nine months that ended September 30, 2022, compared to \$2,167,200 in the same period of 2021, a decrease of \$2,131,273. Net profit was offset by professional fees increasing to \$230,460 in the third quarter ending September 30, 2022, compared to \$147,425 for the same period in 2021, an increase of \$83,035. For the nine months that ended September 30, 2022, professional fees increased to \$731,592 from \$478,817 in 2021, an increase of \$252,775 for the same period in 2021. For the quarter ending September 30, 2022, the Company issued 12,500,000 shares of its Reg A common stock to fulfill commitments to investment partners.

**Current assets and Liabilities.** At the end of September 30, 2022, assets increased to \$5,672,255, an increase of \$1,151,378 compared to December 30, 2021. Our assets exceeded our liabilities by \$1,512,470.

**Reg A Offering Circulation.** On April 29, 2020, Livewire filed a Reg A, Tier 1 offering circulation under Form 1-A with the U.S. Securities and Exchange Commission as amended and deemed "Qualified" on August 31, 2020, after that supplemented according to Rule 253(g)(2) of the Securities Act on September 4, 2020, relating to the Offering of up to 363,636,363 shares of the common capital stock of the Company, no par value, to be sold at a fixed price. The end date of the Offering will be exactly 365 days from the date the Attorney General approves the Offering Circular of the state of New York (unless extended by the Company, at its discretion, for up to another 90 days). The Company filed an Amendment on September 2, 2020, for the maximum Offering of 363,636,363 shares at \$0.055. As of March 31, 2022, the Company issued 27,272,727 shares of common stock under the Offering.



Livewire filed a second Reg A, Tier 1 offering circulation under Form 1-A with the U.S. Securities and Exchange Commission on September 10, 2021, as amended and deemed "Qualified," according to Rule 253(g)(2) of the Securities Act on September 23, 2021, relating to the Offering of up to 125,000,000 shares of the common capital stock of the Company, no par value, to be sold at a fixed price. The end date of the Offering will be exactly 365 days from the date the Attorney General approves the Offering Circular of the

state of New York (unless extended by the Company, in its discretion, for up to another 90 days. On September 2, 2020, the Company filed an amendment for the maximum Offering of 125,000,000 shares at \$0.016. As of June 30, 2022, the Company issued 7,500,000 shares of common stock at \$0.016 and 41,250,000 shares of common stock at \$0.004 under the Offering Circular.

The funds raised in this Offering were utilized to cover the cost of the Offering and to provide working capital to the Company and its affiliate companies to continue the buildouts, preparation of the harvests, general expansion, and acquiring the permits for the cannabis cultivation operation on Estrella Ranch, maintain existing and obtain and maintain additional government licenses for the expansion cultivation areas. Funds will also be used to accelerate marketing for the Company's brands and products and to consider carefully selected acquisitions in the California cannabis industry. Longer-term working capital will be utilized to develop Estrella Ranch into the essential California cannabis destination.

We have successfully concluded our Reg A, Tier 1 Offering and filed a Form 1-Z terminating the Offering. At this time, we will no longer be selling shares pursuant to Regulation A.

### **Costs and Expenses**

**General and Administrative.** During the quarter that ended September 30, 2022, general and administrative expenses decreased to \$18,856 compared to \$31,445 in the same quarter in 2021. On a nine months basis, general and administrative expenses decreased to \$68,660 compared with \$86,346 in the same period in 2021. The decrease was due to the Company's philosophy to share resources and the ongoing efforts and associated costs to centralize all operations at its headquarters in Paso Robles.

**Professional Fees.** During the quarter that ended September 30, 2022, and 2021, Professional Fees totaled \$230,460 and \$147,425, respectively. The increase is primarily due to increased legal and other professional fees for the continuing permit application process and other related legal procedures. Professional Fees in the nine months ended September 30, 2022, increased to \$731,592, compared to \$478,817 in the same period in 2021 for the same reason.

**Interest expense.** During the quarter that ended September 30, 2022, interest expense decreased to \$82,664 from \$347,635 during the quarter that ended September 30, 2021, a decrease of \$264,971 and to \$172,190 during the nine months of September 30, 2022, compared to \$544,049 during the same period in 2021, an improvement of \$371,859. The primary reason for the decrease is the lesser use of short-term loan instruments.

**Gain on change in fair value of the derivative liability.** Our accompanying consolidated financial statements describe how we issue convertible notes with certain conversion features and specific reset provisions. All of which we are required to bifurcate from the host financial instrument and mark to market each reporting period. We recorded the initial fair value of the reset provision as a liability with an offset to equity or debt discount and subsequently marked to market the reset provision liability at each reporting cycle.

For the quarter that ended September 30, 2022, we recorded a gain of \$0 in the fair value of the derivative liability compared to \$0 in the same period in 2021. For the nine months that ended September 30, 2022, we recorded a gain of \$0 in the fair value of the derivative liability, including initial non-cash interest, compared to a gain of \$35,761 for the nine months ended June 2021. The Company recorded a loss on settlement of debt of \$0 during the nine months ended September 2022, compared to a loss of \$528,807 in 2021.

**Going Concern.** The Company's consolidated financial statements are prepared using U.S. GAAP applicable to a going concern, which contemplates the realization of assets and liquidating liabilities in the ordinary course of business. We have an accumulated deficit of \$28,023,592, and our current assets exceeded our liabilities by \$1,512,470 as of September 30, 2022. We may require additional funding to sustain our operations and satisfy our contractual obligations for our planned operations. Our ability to establish the Company as a going concern may be dependent upon our ability to obtain additional funding to finance our planned operations.

To continue as a going concern, develop a reliable source of revenues, and achieve a profitable level of operations, the Company

will need, among other things, additional capital resources. Management's plans to continue as a going concern include raising additional capital through increased product sales and the sale of common shares. However, management cannot provide any assurances that the Company will accomplish any of its plans. The ability of the Company to continue as a going concern is dependent upon its ability to accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying consolidated financial statements do not include any adjustments that might be necessary if the Company cannot continue as a going concern.

## **6) Issuer's Business, Products, and Services**

LiveWire is operating in the cannabis-related health and wellness industry. It is focused on acquiring, leasing, managing, and licensing special-purpose real estate properties conducive to discovering and developing high-end organic-style cannabinoid specialty products in California for medicinal and recreational use. Our specialty product development aims to take advantage of a rapidly growing, maturing, legalized cannabis industry for different applications. The Company is led by a team of entrepreneurs, experienced operators, and cannabis industry experts who apply the latest scientific knowledge and technology to deliver hand-crafted, organic-style, and rigorously tested cannabis products.

According to its plan, the Company has relocated most of its cannabis operations to Estrella Ranch and has developed the Estrella Ranch location in Paso Robles, California, into the central hub for all the Company's operations. The Company wants to develop the Ranch into the center for the best handcrafted, organic-style cannabis and eventually the ultimate California cannabis tourist and educational destination. This process will create several new revenue streams and further streamline and centralize operations following management's philosophy of cultivating the highest quality specialty products instead of mass production. The Company is running a lean operation keeping overhead low while sharing crucial resources with its affiliate and subsidiary companies and continuing efforts to reach the total cultivation capacity of the potential of the Estrella property as soon as possible. All required operational permits for cannabis cultivation have been issued by the local authorities and the State of California, and several in-depth follow-up inspections by local authorities and the Department of Cannabis Control have been passed successfully. The first harvest has been delivered to processing, and our affiliate, Estrella River Farms, has been granted nine additional permits to expand the cultivation area by two acres, creating a canopy of approximately 130,000 sqft (about the size of three football fields). The next harvest is expected to be delivered during Q4 2022.

The Company has strategically contracted with carefully selected cannabis experts to run its cultivation process. It will only work with or have ownership in companies that comply with all Federal and State laws and have the required permits to operate. LiveWire Ergogenics is focused on satisfying the fast-growing customer demand for high-quality and organically grown cannabis in the California market via its subsidiaries, affiliate companies, and joint ventures. It is considering expanding its operations nationwide as soon as Federal legislation permits. The Company does not sell or distribute products violating the United States Controlled Substances Act.

On September 28, 2021, the Company signed a Letter of Intent to acquire a 4.99 % equity position in Makana Ola Farms in Humboldt, California. The letter of Intent established a 4.99% equity position for Livewire Ergogenics with an option for 100% (one hundred percent) equity ownership subject to specific legal, licensing, and financial milestones. The transaction requires the issuance of ten million restricted shares of Livewire Ergogenics, transferrable upon final agreement to acquire the minority position. Makana Ola Farms will add an exceptional cultivation facility to LiveWire's portfolio of subsidiary companies and affiliates dedicated to cultivating environmentally sustainable sun-grown craft cannabis for distribution throughout California. The Company uses the same expert cultivation team for the Humboldt and Paso Robles locations and shares common resources to keep overhead for both locations low. Makana Ola has now received its state license and is fully operational. LiveWire's due diligence process has been concluded, and it has executed a definitive agreement to acquire one hundred percent of Makana Ola via a performance-based earn-out and will not require the Issuance of any additional LiveWire common shares. Accounting treatment for this acquisition will be detailed in the 4<sup>th</sup> quarter of 2022.

On October 10, 2021, the Company signed an agreement to acquire a 51% equity position in Estrella Ranch Partners, LLC. Accounting treatment for this acquisition will be more detailed in the 4<sup>th</sup> quarter of 2022.

Livewire has secured the option to acquire equity ownership in Estrella River Farms at its sole discretion and subject to the clarification of the discrepancies between Federal, State laws, local ordinances, and other specific legal, licensing, and financial conditions

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

Estrella Ranch Partners, LLC	Subsidiary (51%)
Makana Ola Farms	Subsidiary (100%)
Estrella River Farms, LLC	Affiliate
QDG Agricultural	Consulting Firm

## B. Principal products or services.

Together with its affiliates and contractual partners, the Company is establishing, managing, and licensing a vertically integrated "Estate Grown Weedery" business model to cultivate and sell high-quality handcrafted cannabis products following organic growing guidelines similar to the winery models surrounding Estrella Ranch. The Company has acquired equity positions between 51% and 100% in subsidiaries and entered into agreements with affiliate companies, strategic alliances, licensing manufacturing, and distribution companies. The Company seeks the most experienced operators to accelerate development and revenue generation under its unique management and licensing business model that complies with local ordinances and State laws.

Estrella River Farms cultivates organic and marketable cannabis strains per California Laws and under its operating permits. LiveWire will function as the property management company for Estrella Ranch and has entered into a master service and licensing agreement with Estrella River Farms, Estrella Ranch Partners, and Makana Ola Farms to offer general business consulting services to the entities. The services are focused on marketing, compliance, intellectual property management, and supervising and assisting in completing and continuing compliance with the permitting requirements.

Livewire does not sell or distribute any products that violate the United States Controlled Substance Act and will only work with or have ownership in companies that comply with Federal, State laws and have the required permits to operate. Livewire does not sell or distribute products anywhere, violating the United States Controlled Substances Act.

## 7) Issuer's Facilities

The Company leases space at the following location:

LiveWire Ergogenics, Inc.  
1600 N Kreamer Boulevard  
Anaheim, CA

This 1,500-square-foot space serves as our administrative hub, and the Chief Executive Officer, Bill Hodson, works full-time at this location. This is a month-to-month lease at \$1,500 per month. This facility would allow us to expand operations dynamically and add personnel, as necessary. Further, on an as-needed basis, additional sales, marketing, market awareness, and business development efforts are performed by independent consultants throughout the country and typically hired on an "as needed" basis. The Company has consolidated all cannabis operations to its Estrella Ranch in Paso Robles.

LiveWire Ergogenics / Paso Robles  
5165 Estrella Rd  
Paso Robles, CA 93446

## 8) Company Insiders (Officers, Directors, and Control Persons)

We currently have one full-time contracted employee, several consultants, and independent sales representatives based in California. Together they oversee the Company's day-to-day operations in Anaheim and Paso Robles to support management, engineering, and administration teams.

## 8) Company Insiders (Officers, Directors, and Control Persons)

We currently have one full-time contracted employee, several full- and part-time consultants, and independent sales representatives based in California. Together they oversee the Company's day-to-day operations in Anaheim and Paso Robles to support management, engineering, and administration teams.

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
Bill Hodson	Board Member, Chief Executive Officer, Treasurer	<u>Orange, CA</u>	105,061,982	<u>Com</u>	<u>5.9%</u>
Bill Hodson	Board Member, Chief Executive Officer, Treasurer	<u>Orange, CA</u>	75	Preferred C	<u>100%</u>
William Riley	President/Director	<u>Las Vegas, NV</u>	10,000,000	Com	0.56%
Michael Corrigan	Director	<u>Carlsbad, CA</u>	5,000,000	Com	0.28%

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past ten 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).

NO

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.

NO

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

NO

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.

NO

B. On May 3, 2018, American E Group LLC (AEG) filed a lawsuit against the Company in the United States District Southern District of New York. The lawsuit seeks to enforce a promissory note (the "Note") in which \$30,000 required the Company to issue \$50,000 worth of restricted stock to AEG. The Company retained Gusrae Kaplan Nusbaum, PLLC as litigation counsel. According to the Company's motion to dismiss the complaint, on October 29, 2018, the Court eliminated the provision of the Note that required the delivery to AEG of \$50,000 worth of restricted stock because it violates Section 190.40 of New York's Penal Law against criminal usury. On January 28, 2020, United States District Court Judge Gregory H. Woods of the United States District Court for the Southern District of New York issued an Opinion and Order in action entitled, American E Group LLC v. Livewire Ergogenics Inc. (18-civ-3969) (the "Federal Litigation") that granted Livewire's motion to dismiss all American E Group's ("AEG") claims against Livewire. The Court held that AEG's Note was criminally and civilly usurious and void under New York law. After Judge Woods closed the Federal Litigation accordingly, AEG initiated an appeal to dismiss its claims in the Second Circuit Court of Appeals (the "Federal Appeal").

In 2019, JS Barkats PLLC ("JSB") initiated an arbitration against the Company and Mr. Hodson before the American Arbitration Association ("AAA"), claiming that LiveWire and Mr. Hodson owed JSB fees according to a November 2015 "Retainer Agreement." LiveWire and Mr. Hodson counterclaimed for constructive fraud, breach of fiduciary duty, breach of the implied covenant of good faith and fair dealing, and legal malpractice. This legal action has been disclosed in earlier OTC filings and Company press releases. On March 10, 2022, the AAA arbitrator issued an award in favor of the Company and Mr. Hodson, finding that they had proven their counterclaims and that JSB had failed to prove its claim.

The Arbitrator awarded the Company and Mr. Hodson a total of \$352,493.02, including damages and costs of arbitration, and ordered JSB to pay this sum no later than April 24, 2022. The Company and Mr. Hodson have petitioned the Federal Court for the Southern District of New York to confirm the AAA award, and the Court has confirmed the award. The Company is now exploring avenues to collect the award.

## **9) Third-Party Providers**

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

### Securities Counsel

Name: Michael Corrigan, Esq.  
Firm: Corrigan Law  
Address 1: 10525 Vista Sorrento Pkwy, #200  
Address 2: San Diego, CA 92121  
Phone: 619-535-1100  
Email: [mike@corriganlaw.net](mailto:mike@corriganlaw.net)

### Accountants

Name: BLUECHIP ACCOUNTING, LLC  
Title: CPA  
Address 2: Las Vegas Office  
Phone: 702.625.6406  
Email: [info@consultbc.com](mailto:info@consultbc.com)

### Consulting Services

Name: Rainer Poertner  
Firm: Alliance Consulting  
Nature of Services: Business Consulting  
Address 1: 6965 E Camino Realm, Ste 105, #579  
Address 2: Carlsbad, CA 92009  
Phone: 442.287.5059  
Email: [rpoertner@dynamicmarketconcepts.com](mailto:rpoertner@dynamicmarketconcepts.com)

**10) Issuer Certification**

I, Bill Hodson, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Livewire Ergogenics, 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, considering the circumstances under which such statements were made, and it is 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 presents 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: November 15, 2022

By:/s/ Bill J. Hodson  
Chief Executive Officer  
Chief Accounting Officer