

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



## **SANTO MINING CORP.**

**d/b/a SANTO BLOCKCHAIN LABS CORP.**

A Wyoming Corporation

848 Biscayne Blvd, PH5

Miami, Florida 33133

United States of America

+1-808-807-5212

Email: [info@santoatm.com](mailto:info@santoatm.com)

Website: [www.Santoblockchain.com](http://www.Santoblockchain.com)

SIC Code 7371

## **ANNUAL REPORT**

FOR THE PERIOD ENDED **DECEMBER 31, 2022**

### **Outstanding Shares**

The number of shares outstanding of our common stock was: As of December 31, 2022, the number of shares outstanding of our Common Stock was:

11,762,403,124 as of **December 31, 2022.**

11,042,530,916 as of **December 31, 2021.**

### **Shell Status**

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 and Rule 15c2-11 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: ☒

### **Change in Control**

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

Yes: ☐ No: ☒

---

<sup>1</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.

## TABLE OF CONTENTS

<b>ITEM 1</b>	<b>NAME AND ADDRESS(ES) OF THE ISSUER AND ITS PREDECESSORS (IF ANY)</b>	<b>3</b>
<b>ITEM 2</b>	<b>SECURITY INFORMATION</b>	<b>4</b>
<b>ITEM 3</b>	<b>ISSUANCE HISTORY</b>	<b>5</b>
<b>ITEM 4</b>	<b>ISSUER'S BUSINESS, PRODUCTS AND SERVICES</b>	<b>8</b>
<b>ITEM 5</b>	<b>ISSUER'S FACILITIES</b>	<b>9</b>
<b>ITEM 6</b>	<b>OFFICERS, DIRECTORS, AND CONTROL PERSONS</b>	<b>9</b>
<b>ITEM 7</b>	<b>LEGAL/DISCIPLINARY HISTORY</b>	<b>9</b>
<b>ITEM 8</b>	<b>THIRD PARTY PROVIDERS</b>	<b>10</b>
<b>ITEM 9</b>	<b>FINANCIAL STATEMENTS</b>	<b>11</b>
<b>ITEM 10</b>	<b>ISSUER CERTIFICATION</b>	<b>28</b>

*Information required for compliance with the provisions of the OTC Markets, Inc.,  
OTC Pink Basic Disclosure Guidelines (V4 January 1, 2023)*

Because we want to provide more meaningful and useful information, this Disclosure Statement contains certain “forward-looking statements” (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulations of the Securities and Exchange Commission, and common law.

Such statements use such words as “ may”, “ would”, “ will”, “ intend”, “ expect”, “ believe”, “ plan”, “ anticipate”, “ and other similar terminology. Specifically, and without limiting the generality of the foregoing, this report contains forward looking statements relating to (i) expectations regarding the future trading and value of bitcoin (ii) the anticipated performance of the Company, including anticipated future revenue and profit and number of machines (iii) the anticipated timing and ability of the Company to further expand internationally (iv) the ability of the Company to complete future acquisitions (v) anticipated future expenses of the Company (vi) the Company’s business plans and objectives, including the expansion of its ATMs, its relationships with additional hosts and retailers and the integration and success of new software and web based services (vii) the anticipated timing for the mining and introduction of additional bitcoin (viii) the anticipated success and integration of the Company’s SANTO PAY software (ix) expectations regarding the increased use of bitcoin as payment and (x) the Company’s goals with respect to its anticipated future revenue sources (including web based revenue) and the timing thereof. By their very nature, forward looking statements involve inherent risks and uncertainties, both general and specific, which give rise to the possibility that predictions, forecasts, projections and other forward looking statements will not be achieved. Forward looking statements are based on management’s opinions, estimates and assumptions in light of its experience and perception of historical trends, current conditions and expected future developments, as well as other factors that management currently believes are appropriate and reasonable in the circumstances, including expectations and assumptions concerning prevailing currency prices and differentials, exchange rates, the sufficiency of budgeted capital expenditures in carrying out planned activities, the timing of future acquisitions, the state of the economy and the bitcoin industry, results of operations, performance, business prospects and opportunities, the impact of competition, the ability to efficiently integrate assets and employees acquired through acquisitions and capital markets generally. There can be no assurance that the underlying opinions, estimates and assumptions, and consequently the forward looking statements and actual results, will prove to be correct.

**ITEM 1. NAME AND ADDRESS(ES) OF THE ISSUER AND ITS PREDECESSORS (IF ANY)**

**Santo Mining Corp. d/b/a Santo Blockchain Labs Corp.** – (March 19, 2012)  
848 Biscayne Blvd, PH5  
Miami, Florida 33133  
United States of America  
+1-808-807-5212

**Santo Pita Corp. (July 8, 2009)**

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 re-domiciled from the State of Florida July 2015 and then re-domiciled to the State of Wyoming September 2021, the Company is currently in good standings with the State of Wyoming.

The Company was incorporated in the State of Nevada on July 8, 2009 and re-domiciled in Florida July 2015.

**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:**

848 Biscayne Blvd, PH5  
Miami, Florida 33133  
United States of America  
+1-808-807-5212

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: ☐

Cl. 7 #37-50,  
Torre1 Unit 1016  
El Poblado, Medellin, Antioquia  
Republic of Colombia  
+57-305-200-5677

**Subsidiaries:**

Name: <b>Cathay International, LLC</b> Incorp: Florida Corporation Purpose: Administrative & Logistics Tel: +1-404-418-6556 eMail: info@cathay.asia Address: 8000 Avalon Blvd., Suite 100 Alpharetta, Georgia 30009	Name: <b>Santo Blockchain Labs Corp.</b> Incorp: Wyoming Corporation Purpose: Blockchain & Crypto Services Tel: +1-404-418-6565 eMail: info@sbl.dev Address: 1309 Coffeen Avenue STE 2902, Sheridan, Wyoming, 82801
Name: <b>Santo Blockchain Labs of Colombia S.A.S.</b> Incorp: Republic of Colombia Purpose: Software Operations & Outsourcing Services Tel: 57-305-200-5677 Address: Cl. 7#37-50, Torre1 Unit 1016 El Poblado, Medellin, Antioquia Republic of Colombia	

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

## ITEM 2. SECURITY INFORMATION

### Transfer Agent

Pacific Stock Transfer, Inc.  
6725 Via Austin Parkway Suite 300  
Las Vegas, NV 89119  
Email: info@pacificstocktransfer.com  
Telephone: (800) 785-7782  
FAX: (702) 443-1979

### Publicly Quoted or Traded Securities

Trading symbol:	<u>SANP</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>333-169503</u>	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>20,000,000,000</u>	as of date: <u>December 31, 2022</u>
Total shares outstanding:	<u>11,762,403,124</u>	as of date: <u>December 31, 2022</u>
Total number of shareholders of record:	<u>76</u>	as of date: <u>December 31, 2022</u>

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

### Other classes of authorized or outstanding equity securities:

Exact title and class of securities outstanding:	<u>Preferred Stock Series A</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>December 31, 2022</u>
Total shares outstanding:	<u>500,000,000</u>	as of date: <u>December 31, 2022</u>
Total number of shareholders of record:	<u>1</u>	as of date: <u>December 31, 2022</u>

### Security Description:

#### 1. For common equity, describe any dividend, voting and preemption rights.

There is no special dividend, voting or preemption rights. All shares are 1 vote per share.

#### 2. For preferred stock, describe the dividend, voting conversion, and liquidation rights as well as redemption or sinking fund provisions.

Designation: This class of stock of this corporation shall be named and designated. "Preferred A Stock". It shall have 500,000,000 shares authorized at \$0.001 par value per share.

Dividend: The holders of Preferred A Stock shall be entitled to receive dividends when, as and if declared by the Board of Directors, in its sole discretion.

Conversion: Each share of Preferred A Stock shall be convertible, at any time, and/or from time to time, into the number of shares of the company's Common Stock, par value \$0.00001 per share, equal to the 1 to 100.

Voting Rights: Each share of Preferred A Stock shall have voting rights equal to 1 to 100.

#### 3. Describe any other material rights of common or preferred stockholders.

None

#### 4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None



### ITEM 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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (if yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>1/1/2020</u> Common: <u>8,626,965,016</u> Preferred: <u>150,000,000</u>	*Right-click the rows below and select "Insert" to add rows as needed.
--	--

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of services provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>12/7/2020</u>	<u>Issuance</u>	<u>700,000,000</u>	<u>Common</u>	<u>.00005</u>	<u>Yes</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>	<u>Conversion of Note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>1/7/2021</u>	<u>Issuance</u>	<u>68,001,200</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>World Market Ventures, Chad Curtis, Manager</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>1/12/2021</u>	<u>Issuance</u>	<u>250,000,000</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>2/23/2021</u>	<u>Issuance</u>	<u>89,457,597</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>3/31/2021</u>	<u>Issuance</u>	<u>350,000,000</u>	<u>Preferred A</u>	<u>.001</u>	<u>No</u>	<u>Franjose Yglesias, Chief Executive Officer</u>	<u>Services</u>	<u>Restricted</u>	<u>Rule 144 4(a)(2)</u>
<u>06/15/2021</u>	<u>Issuance</u>	<u>1,115,811,691</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>9/27/2021</u>	<u>Issuance</u>	<u>97,827,653</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>11/24/2021</u>	<u>Issuance</u>	<u>94,467,759</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>5/26/2022</u>	<u>Issuance</u>	<u>102,497,293</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>5/27/2022</u>	<u>Issuance</u>	<u>103,307,613</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
<u>10/27/2022</u>	<u>Issuance</u>	<u>299,444,207</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of services provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>12/14/2022</u>	<u>Issuance</u>	<u>214,623,095</u>	<u>Common</u>	<u>.000075</u>	<u>Yes</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, President</u>	<u>Conversion of note</u>	<u>Unrestricted</u>	<u>Rule 144 4(a)(2)</u>
Shares Outstanding on Date of This Report:									
Date: <u>12/31/2022</u> :									
Ending Balance: Common: <u>11,762,403,124</u> Preferred: <u>500,000,000</u>									

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

## B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes or debt debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>2/14/2017</u>	<u>2,800</u>	<u>3,500</u>	<u>Footnote 4</u>	<u>8/14/2017</u>	<u>Lowest of 75% of issuance day price or 60% lowest bid price in 30 days prior to conversion</u>	<u>Joseph Canouse</u>	<u>Loan</u>
<u>8/21/2018</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 1</u>	<u>8/21/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>10/11/2018</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 1</u>	<u>10/11/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>11/16/2018</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 1</u>	<u>11/15/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>12/11/2018</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 1</u>	<u>12/10/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>	<u>Loan</u>
<u>1/10/2019</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 3</u>	<u>1/10/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>2/6/2019</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 3</u>	<u>2/6/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>2/11/2019</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 3</u>	<u>2/11/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>4/17/2019</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 3</u>	<u>4/17/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>5/8/2019</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 3</u>	<u>5/8/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>7/31/2019</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 3</u>	<u>7/31/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>10/21/2019</u>	<u>5,000</u>	<u>5,000</u>	<u>Footnote 3</u>	<u>10/21/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>11/13/2019</u>	<u>6,250</u>	<u>6,250</u>	<u>Footnote 3</u>	<u>11/13/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>12/16/2019</u>	<u>30,000</u>	<u>30,000</u>	Footnote 3	<u>12/16/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>1/13/2021</u>	<u>5,000</u>	<u>5,000</u>	Footnote 1	<u>1/13/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>	<u>Loan</u>
<u>2/10/2021</u>	<u>27,000</u>	<u>27,000</u>	Footnote 3	<u>2/10/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>2/12/2021</u>	<u>15,000</u>	<u>15,000</u>	Footnote 2	<u>2/12/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>World Market Ventures, Chad Curtis, Manager</u>	<u>Loan</u>
<u>2/19/2021</u>	<u>27,000</u>	<u>27,000</u>	Footnote 3	<u>2/19/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>3/5/2021</u>	<u>104,000</u>	<u>104,000</u>	Footnote 3	<u>3/5/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>3/12/2021</u>	<u>104,000</u>	<u>104,000</u>	Footnote 3	<u>3/12/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>3/19/2021</u>	<u>104,000</u>	<u>104,000</u>	Footnote 3	<u>3/19/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>4/9/2021</u>	<u>37,000</u>	<u>37,000</u>	Footnote 3	<u>4/9/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>4/21/2021</u>	<u>52,000</u>	<u>52,000</u>	Footnote 3	<u>4/21/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>5/10/2021</u>	<u>104,000</u>	<u>104,000</u>	Footnote 3	<u>5/10/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>5/27/2021</u>	<u>156,000</u>	<u>156,000</u>	Footnote 3	<u>5/27/21</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>6/18/2021</u>	<u>104,000</u>	<u>104,000</u>	Footnote 3	<u>6/18/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>8/3/2021</u>	<u>104,000</u>	<u>104,000</u>	Footnote 3	<u>6/18/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>10/5/2021</u>	<u>15,000</u>	<u>15,000</u>	Footnote 3	<u>10/5/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>10/20/2021</u>	<u>100,000</u>	<u>100,000</u>	Footnote 1	<u>10/20/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>	<u>Loan</u>
<u>12/17/2021</u>	<u>75,000</u>	<u>75,000</u>	Footnote 1	<u>12/17/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>	<u>Loan</u>
<u>12/30/2021</u>	<u>50,000</u>	<u>50,000</u>	Footnote 1	<u>12/30/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>	<u>Loan</u>
<u>3/7/2022</u>	<u>100,000</u>	<u>100,000</u>	Footnote 3	<u>3/7/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>5/13/2022</u>	<u>50,000</u>	<u>50,000</u>	Footnote 3	<u>5/13/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>10/06/2022</u>	<u>38,500</u>	<u>38,500</u>	Footnote 3	<u>10/06/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>
<u>10/27/2022</u>	<u>16,500</u>	<u>16,500</u>	Footnote 3	<u>10/27/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>12/22/2022</u>	<u>49,500</u>	<u>49,500</u>	<u>Footnote 3</u>	<u>12/22/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>	<u>Loan</u>

Footnotes to Interest Accrued

<u>Name of Noteholder</u>		<u>Accrued Interest For the period ending December 31, 2022</u>
Footnote 1	Carpathia, LLC	22,945
Footnote 2	World Market Ventures	3,388
Footnote 3	JP Carey Enterprises, Inc.	242,819
Footnote 4	Joseph Canouse	4,509

#### ITEM 4. ISSUER'S BUSINESS, PRODUCTS AND SERVICES.

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

Santo Blockchain Labs is a leading "BaaS" Blockchain as a service software development company delivering tailor-made digital solutions to businesses worldwide. Our team of full-stack developers, designers and innovators based in Medellin Colombia, has designed and developed multiple digital solutions. As a close-knit team of blockchain full-stack developers, we undertake collaborative research and development to create next-gen applications and solutions perfectly suited to the evolving blockchain space.

As a technology pioneer with deep knowledge and expertise in blockchain and related technologies, Santo Blockchain Labs, believes in helping companies overcome their most complex tech challenges and drive business growth.

Our motto, "blockchain for everyday life" reflects our business philosophy.

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

###### Subsidiaries:

Name: <b>Cathay International, LLC</b> Incorp: Florida Corporation Purpose: Administrative & Logistics Tel: +1-404-418-6556 eMail: info@cathay.asia Address: 8000 Avalon Blvd., Suite 100 Alpharetta, Georgia 30009	Name: <b>Santo Blockchain Labs Corp.</b> Incorp: Wyoming Corporation Purpose: Blockchain & Crypto Services Tel: +1-404-418-6565 eMail: info@sbl.dev Address: 1309 Coffeen Avenue STE 2902, Sheridan, Wyoming, 82801
Name: <b>Santo Blockchain Labs of Colombia S.A.S.</b> Incorp: Republic of Colombia Purpose: Software Operations & Outsourcing Services Tel: 57-305-200-5677 Address: Cl. 7#37-50, Torrel Unit 1016 El Poblado, Medellin, Antioquia Republic of Colombia	

###### Affiliated:

Name: DNA Brands, Inc  
Address: 255 Eversedge Ct  
Alpharetta, GA 30009

C. Describe the issuers' principal products or services.

Santo Blockchain Labs focus is on providing Blockchain as a Service; (BaaS) is a cloud-based model that enables organizations to utilize the power of blockchain technology without the need for extensive in-house expertise or infrastructure. BaaS solutions are provided by third-party providers, who manage and maintain the underlying technology, allowing companies to focus on their core business processes.

Blockchain technology is renowned for its security, transparency, and decentralization, making it an attractive solution for various industries. BaaS solutions allow organizations to take advantage of these benefits without having to invest time and resources into developing a blockchain solution from scratch.

With BaaS, organizations can leverage the blockchain technology to improve their existing business processes, such as supply chain management, asset tracking, identity verification, and more. The technology can also be used to develop decentralized applications that can be customized to meet specific business requirements.

One of the key benefits of BaaS is that it enables organizations to reduce the costs associated with developing and maintaining a blockchain solution. BaaS providers handle the infrastructure and technical support, so companies can focus on developing and deploying their solutions quickly.

BaaS solutions are also highly scalable, allowing organizations to expand their blockchain solutions as their needs change. This is particularly useful for companies that are looking to implement blockchain solutions but are unsure of their future growth.

Santo Blockchain Labs, can provide Blockchain as a Service (BaaS) for your organizations with a secure, flexible, and scalable solution for utilizing blockchain technology. With BaaS, companies can take advantage of the benefits of blockchain technology without the need for extensive in-house expertise or infrastructure, allowing them to focus on their core business processes.

## ITEM 5. ISSUER'S FACILITIES

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

Our principal executive and administrative offices are located:

848 Buscayne Blvd, PH5  
Miami, Florida 33133  
United States of America  
+1-808-807-5212

Our operating subsidiary is located at

Cl. 7 #37-50,  
Torrel Unit 1016  
El Poblado, Medellin, Antioquia  
Republic of Colombia  
+57-305-200-5677

## ITEM 6. OFFICERS, DIRECTORS AND CONTROL PERSONS

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 All 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	Names of control person(s) if a Corporation entity

<u>Frank Yglesias</u>	<u>CEO, Director</u>	<u>Miami Beach,</u> <u>FL</u>	<u>500,000,000</u>	<u>Preferred</u> <u>A</u>	<u>100%</u>	<u>      </u>
-----------------------	----------------------	----------------------------------	--------------------	------------------------------	-------------	---------------

## ITEM 7. LEGAL/DISCIPLINARY HISTORY

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding, or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

## ITEM 8. THIRD PARTY SERVICE PROVIDERS

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

Securities Counsel (must include Counsel preparing Attorney Letter(s))

JDT LEGAL, PLLC  
897 W BAXTER DR.  
South Jordan, UT 84095

Accountant or Auditor

N/A

Investor Relations

None

*All other means of Investor Communication:*

Twitter:	<u><a href="https://twitter.com/santoblockchain">https://twitter.com/santoblockchain</a></u>
Discord:	<u>N/A</u>
LinkedIn	<u><a href="https://www.linkedin.com/company/santo-corp">https://www.linkedin.com/company/santo-corp</a></u>
Facebook:	<u>N/A</u>
Reddit	<u><a href="https://www.reddit.com/r/SANTOBLOCKCHAIN/">https://www.reddit.com/r/SANTOBLOCKCHAIN/</a></u>

#### Other Service Providers

Provide the name of any other service providers, including, counsel, advisor(s) or consultant(s) that assisted, advised, prepared or provided information with respect to this disclosure statement, or provided assistance or services to the issuer during the reporting period.

Name: Robin W Hunt  
Firm: Interactive Edgar Corp.  
Nature of Services: Bookkeeping  
Address: 17318 Dawkins Rd, New Haven, IN 46774

### **ITEM 9. 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):

Name: Robin W Hunt  
Title: Bookkeeper  
Relationship to Issuer: Contract Services

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**INDEX TO CONSOLIDATED FINANCIAL STATEMENTS**

	<b>Page</b>
<b>Consolidated Balance Sheets at December 31, 2022 (unaudited) and December 31, 2021 (unaudited)</b>	12
<b>Consolidated Statements of Operations for the years ended December 31, 2022 (unaudited) and December 31, 2021 (unaudited)</b>	13
<b>Consolidated Statement of Changes in Shareholders' Deficit at December 31, 2022, (unaudited)</b>	14
<b>Consolidated Statements of Cash Flows for the years ended December 31, 2022 (unaudited) and December 31, 2021 (unaudited)</b>	15
<b>Notes to unaudited Consolidated Condensed Financial Statements</b>	16

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**Consolidated Balance Sheets**

<b>(Unaudited)</b>		
	<b>December 31,</b>	<b>December 31,</b>
	<b>2022</b>	<b>2021</b>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	\$ (23,882)	\$ 10,150
Inventory	286,607	225,578
<b>Total Current Assets</b>	<b>262,725</b>	<b>235,728</b>
Digital assets, net of accumulated		
Impairment of \$0 and (\$88,201), respectively	----	242,576
Intangible assets, net of accumulated		
Amortization of (\$70,000) and \$0, respectively	190,000	260,000
Deposits	14,063	14,063
<b>TOTAL ASSETS</b>	<b>\$ 466,788</b>	<b>\$ 752,367</b>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
<b>Current Liabilities</b>		
Accounts payable and accrued expenses	115,443	40,443
Accrued compensation	469,354	404,400
Accrued interest	273,661	155,049
Convertible note payable, net of discount of (\$77,673) and (\$203,972), respectively	1,453,877	1,175,578
Note payable, related party	67,991	85,573
Derivative liability	1,844,963	2,515,080
<b>Total Current Liabilities</b>	<b>4,225,289</b>	<b>4,376,123</b>
<b>TOTAL LIABILITIES</b>	<b>4,225,289</b>	<b>4,376,123</b>
<b>Stockholders' Deficit</b>		
Preferred stock Series A: 500,000,000 shares authorized; \$0.001 par value 500,000,000 and 500,000,000 shares issued and outstanding, respectively	500,000	500,000
Common stock: 20,000,000,000 authorized; \$0.00001 par value 11,762,403,124 and 11,042,530,916 shares issued and outstanding, respectively	117,624	110,425
Additional paid-in capital	1,869,924	2,036,829
Accumulated deficit	(6,246,049)	(6,271,010)
<b>Total Stockholders' Deficit</b>	<b>(3,758,501)</b>	<b>(3,623,756)</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<b>\$ 466,788</b>	<b>\$ 752,367</b>

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

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**Consolidated Statements of Operations**  
**(Unaudited)**

	<b>For the Years Ended</b>	
	<b>December 31,</b>	
	<b>2022</b>	<b>2021</b>
<b>Revenues</b>	\$ ----	\$ 127,725
<b>Operating Expenses</b>		
Professional fees	4,064	195,032
Selling, general and administrative expense	496,774	557,568
Rent expense	28,292	34,490
Depreciation and amortization	----	93,861
Total operating expenses	529,130	880,951
<b>Net loss from operations</b>	(529,130)	(753,226)
<b>Other income (expense)</b>		
Interest expense	(173,279)	(189,271)
Interest expense related to derivative liability	(380,799)	(969,027)
Realized gain (loss) on sale of crypto	3,936	----
Gain (loss) on investment	----	130,777
Gain on extinguishment of debt	76,547	911,660
Loss on disposal of intangible asset	(70,000)	---
Change in derivative	1,097,686	465,993
Income taxes	---	---
<b>Net income (loss)</b>	\$ <b>24,961</b>	\$ <b>(403,094)</b>
<b>Basic and diluted loss per share</b>	\$ <b>0.00</b>	\$ <b>0.00</b>
<b>Weighted average number of shares outstanding</b>	<b>11,230,693,440</b>	<b>10,358,941,029</b>

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

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**Consolidated Statement of Stockholders' Deficit**

**For the Period Ended December 31, 2022**

**(Unaudited)**

	<b>Preferred Stock</b>		<b>Common Stock</b>		<b>Additional</b>	<b>Accumulated</b>	
	<b>Shares</b>	<b>Amount</b>	<b>Shares</b>	<b>Amount</b>	<b>Paid in Capital</b>	<b>Deficit</b>	<b>Total</b>
<b>Balance, December 31, 2020</b>	<u>150,000,000</u>	<u>\$ 150,000</u>	<u>9,326,965,016</u>	<u>\$ 93,270</u>	<u>\$ 2,672,477</u>	<u>\$ (5,867,916)</u>	<u>\$ (2,952,169)</u>
Shares issued for debt conversion	---	---	1,715,565,900	17,156	276,347	---	293,503
Paid-in Capital derivative liability	---	---	---	---	(911,995)	---	(911,995)
Issued preferred A stock for services	350,000,000	350,000	---	---	---	---	350,000
Net loss						(403,094)	(403,094)
<b>Balance, December 31, 2021</b>	<u>500,000,000</u>	<u>\$ 500,000</u>	<u>11,042,530,916</u>	<u>\$ 110,425</u>	<u>\$ 2,036,829</u>	<u>\$ (6,271,010)</u>	<u>\$ (3,623,756)</u>
Shares issued for debt conversion	---	---	719,872,208	7,199	65,664	---	72,863
Paid-in capital derivative liability	---	---	---	---	(232,569)	---	(232,569)
Net income						24,961	24,961
<b>Balance, December 31, 2022</b>	<u>500,000,000</u>	<u>\$ 500,000</u>	<u>11,762,403,124</u>	<u>\$ 117,624</u>	<u>\$ 1,869,924</u>	<u>\$ (6,246,049)</u>	<u>\$ (3,758,501)</u>

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

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**Consolidated Statements of Cash Flows**

(Unaudited)			
For the Years Ended			
December 31,			
	2022		2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Net income (loss)	\$ 24,961	\$	(403,094)
Adjustment to reconcile net loss to net cash provided in operations:			
Decrease (increase) in inventory	(61,029)		(225,5778)
Change in fair market value of derivatives	(1,097,686)		(423,823)
Amortization of debt discount	401,846		969,027
Depreciation and amortization	----		5,661
Gain on extinguishment of debt	(76,547)		(911,660)
Digital asset impairment losses	(88,201)		88,201
Change in assets and liabilities:			
Accounts payable and accrued expenses	75,000		----
Accrued compensation	64,954		(479,000)
Accrued interest	118,613		(160,404)
Deposits	----		(9,863)
Net Cash (used in) provided by operating activities	(638,089)		(1,550,533)
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Loss on extinguishment of intangible asset	70,000		----
Sale (purchase) of digital assets	330,777		(330,777)
Net Cash Used in investing activities	400,777		(330,770)
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Proceeds (payments) notes payable, related party	(22,583)		64,600
Proceeds (payments) convertible notes payable	243,019		1,183,000
Stock issued to reduce debt	(17,156)		643,505
Net Cash provided by financing activities	203,280		1,891,105
<b>Net change in cash and cash equivalents</b>	(34,032)		9,795
Cash and cash equivalents Beginning of period	10,150		355
Cash and cash equivalents End of period	\$ (23,882)	\$	10,150
<b>Supplemental cash flow information</b>			
Cash paid for interest	\$ ----	\$	----
Cash paid for taxes	\$ ----	\$	----
<i>The accompanying notes are an integral part of these unaudited financial statements</i>			

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

## **NOTE 1- NATURE OF OPERATIONS**

### **Corporate History**

The Company was incorporated in the State of Nevada on July 8, 2009 as Santa Pita Corp to operate an internet portal for dentists and patients to access dental information, as well as a teeth-whitening business.

On July 30, 2012 the Company redirected its focus toward precious metal exploration and mining. Mineral exploration began with a mineral claim acquisition agreement (the "Acquisition Agreement"), with GEXPLO, SRL (the "Vendor") and the Company, whereby the Company agreed to acquire from the Vendor a one hundred percent (100%) interest in a claim ("the Claim") located in the Dominican Republic. The owner of the Vendor, Alain French, became President, Chief Executive Officer, Secretary, Treasurer and Director on the acquisition closing date. The Company was renamed Santo Mining Corp.

The Company also has four subsidiaries Cathay International LLC, a Florida corporation specializing in administration, logistics, and an Asian to USA interoperability. The second subsidiary is Santo Blockchain Labs Corp. a Wyoming corporation leveraging the blockchain and crypto-asset states laws of the State of Wyoming. The third subsidiary is Santo Blockchain Labs of Colombia S.A.S., El Poblado, Medellin, Antioquia, Republic of Colombia.

### **Nature of Business**

Santo Blockchain Labs is a leading "BaaS" Blockchain as a service software development company delivering tailor-made digital solutions to businesses worldwide. Our team of full-stack developers, designers and innovators based in Medellin Colombia, has designed, and developed multiple digital solutions. As a close-knit team of blockchain full-stack developers, we undertake collaborative research and development to create next-gen applications and solutions perfectly suited to the evolving blockchain space.

As a technology pioneer with deep knowledge and expertise in blockchain and related technologies, Santo Blockchain Labs, believes in helping companies overcome their most complex tech challenges and drive business growth.

Our motto, "blockchain for everyday life" reflects our business philosophy.

### **Our Products**

Blockchain as a service involves the third-party installation and maintenance of blockchain networks for a company's technologies. Given that any company can tap into blockchain networks, BaaS companies essentially serve as blockchain services companies or blockchain infrastructure providers.

Based on the software-as-a-service model, BaaS software helps businesses develop and host blockchain apps and smart contracts in cloud-based blockchain ecosystems. In other words, BaaS makes blockchain capabilities more accessible and usable in a business.

For many companies, pairing cloud services with blockchain as a service could be enormously valuable. The personalized flexibility of BaaS technology allows businesses to combat pain points by tailoring integrations. Whether it's acting as a smart contracts platform for a real estate company or a payment processing service for a retailer, blockchain as a service is making waves across a variety of industries.

### **Global Crypto ATM Market**

The Crypto ATM market was valued at USD \$ 7.1 million in 2017 and is expected to reach USD \$642 million at a CAGR of 56.9% in the forecasted period from 2020-2027. Data Bridge Market Research report on the bitcoin ATM market provides analysis and insights regarding the various factors expected to be prevalent throughout the forecasted period while providing their impacts on the market's growth.

Key drivers in the market are the installation of BTMs in places like restaurants, bars, general stores, and gas stations. Also, the legalization of cryptocurrency in more countries is driving the growth in crypto ATMs.

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

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

*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 which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenue sufficient to cover its operating cost and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan to obtain such resources for the Company includes obtaining capital from management and significant stockholders sufficient to meet its minimal operating expenses. However, management cannot provide any assurance that the Company will be successful in accomplishing any of its plans.

There is no assurance that the Company will be able to obtain sufficient additional funds when needed or that such funds, if available, will be obtainable on terms satisfactory to the Company. In addition, profitability will ultimately depend upon the level of revenues received from business operations. However, there is no assurance that the Company will attain profitability. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

*PRINCIPLES OF CONSOLIDATION*

The consolidated financial statements include the accounts of the Company and its subsidiary. All intercompany accounts and transactions have been eliminated.

*BASIS OF PRESENTATION AND USE OF ESTIMATES*

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require 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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

*RECLASSIFICATION OF PRIOR PERIOD PRESENTATION*

Certain prior year amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations.

*FISCAL YEAR END*

The Company elected December 31, as its fiscal year ending date.

*USE OF ESTIMATES*

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require 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 revenues and expenses during the reporting year. Actual results could differ from those estimates.

*CASH AND CASH EQUIVALENTS*

The Company considers all highly liquid investments with an original maturity of Nine months or less at the date of acquisition to be cash equivalents. Cash and cash equivalents at December 31, 2022 and December 31, 2021 were (\$23,882) and \$10,150, respectively.

*CASH FLOWS REPORTING*

The Company follows ASC 230, Statement of Cash Flows, for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by ASC 230, Statement of Cash Flows, to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period.

***FOREIGN CURRENCY TRANSLATION***

The functional currency of our wholly owned subsidiaries is the currency of the primary economic environment in which the Company operates. Assets and liabilities denominated in currencies other than the functional currency are remeasured using the current exchange rate for monetary accounts and historical exchange rates for nonmonetary accounts, with exchange differences on remeasurement included in comprehensive income in our condensed consolidated statements of operations and comprehensive income. Our foreign subsidiaries that utilize foreign currency as their functional currency translate such currency into U.S. dollars using (i) the exchange rate on the balance sheet dates for assets and liabilities, (ii) the average exchange rates prevailing during the period for revenues and expenses, and (iii) historical exchange rates for equity. Any translation adjustments resulting from this process are shown separately as a component of accumulated other comprehensive loss within shareholders' deficit in the condensed consolidated balance sheets.

***RELATED PARTIES***

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

***REVENUE RECOGNITION***

In May 2014, the Financial Accounting Standards Board (FASB) issued Topic 606, which supersedes the prior revenue recognition standard (Topic 605). Under Topic 606, revenue is recognized when a customer obtains control of promised goods or services and is recognized in an amount that reflects the consideration which the entity expects to be entitled to in exchange for those goods or services. In addition, this standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. Topic 606 also includes Subtopic 340-40, Other Assets and Deferred Costs—Contracts with Customers, which requires the deferral of incremental costs of obtaining a contract with a customer. The Company adopted Topic 606 effective January 1, 2019.

The Company derives its revenues primarily from two sources: (i) point of sale transactions of crypto assets at ATMs and (ii) customized investor trading services for the sale or purchase of crypto assets. Revenues are recognized at the point of sale of these services to our customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for those services. The Company determines revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract
- Recognition of revenue when, or as, we satisfy a performance obligation.

Judgment is required in determining whether the Company is the principal or the agent in transactions between customers. The Company evaluates the presentation of revenue on a gross or net basis based on whether it controls the crypto asset provided before it is transferred to the customer (gross) or whether it acts as an agent by arranging for other customers on the platform to provide the crypto asset to the customer (net). As the Company controls the crypto asset being provided before it is transferred to the customer and establishes the price for the crypto assets, whether selling through ATMs or over the telephone, the Company is the principal in these transactions; the Company records these transactions on a gross basis.

The Company recognizes revenue when performance obligations identified under the terms of contracts with its customers are satisfied. The Company considers its performance obligation satisfied, and recognizes revenue, at the point in time the transaction is processed. Contracts with customers are usually open-ended and can be terminated by either party without a termination penalty. Therefore, contracts are defined at the transaction level and do not extend beyond the service already provided. The Company's revenue associated with ATM and over the counter services are recognized at a point in time when the crypto asset is delivered to the

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

customer. The Company controls the service as it is primarily responsible for fulfilling the service and has discretion in establishing pricing with its customers.

The Company also generates revenue from operating Crypto ATM Franchises in Latin America. The Company's service is comprised of maintaining ATMs and POS terminals to facilitate the exchange of crypto assets and cash, and vice-versa in some cases, by our franchisees, customers with their counter parties. The Company does not control the service in this case as it is not responsible for fulfilling the exchange contract and does not establish pricing at these ATMs and POS terminals. This revenue is recognized on a net basis.

***COST OF REVENUES***

Cost of revenues consists primarily of expenses related to the acquisition of crypto assets (including the costs to purchase crypto assets). The Company assigns the costs of crypto assets sold in its revenue transactions on a first-in, first-out basis.

Additionally, cost of revenues includes the costs of operating the ATMs from which some of the crypto assets are sold (including the associated rent expense, related incentives, ATM cash losses, software licensing fees for the ATMs, depreciation, insurance, and utilities) and fees paid to service the ATM machines and transport cash to the banks.

***CONCENTRATIONS OF CREDIT RISK AND SIGNIFICANT CUSTOMERS***

Financial instruments which potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents, marketable securities, accounts receivable and restricted cash. The Company limits its exposure to credit loss by placing its cash and cash equivalents with high credit-quality financial institutions in bank deposits, money market funds, U.S. government securities and other investment grade debt securities that have strong credit ratings. The Company has established guidelines relative to diversification of its cash and marketable securities and their maturities that are intended to secure safety and liquidity. These guidelines are periodically reviewed and modified to take advantage of trends in yields and interest rates and changes in the Company's operations and financial position. Although the Company may deposit its cash and cash equivalents with multiple financial institutions, its deposits, at times, may exceed federally insured limits.

The Company's revenues are generated primarily from franchising and operating Crypto ATM services to customers located Latin America and the Caribbean. No single customer of the ATM network is responsible for over 1% of revenue. Also, as the Company collects all amounts from these customers and holds \$0 in accounts receivable from its ATM or over the counter customers, there is no credit risk associated with customer concentration for these customers.

***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.

ASC 820, *Fair Value Measurements and Disclosures*, defines fair value as the exchange price that would be received for an asset or paid 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.

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

- 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 December 31, 2022. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments.

**PROPERTY, PLANT AND EQUIPMENT**

Furniture and equipment are stated at cost. Depreciation is computed by the straight-line method over estimated useful lives. Long-lived assets such as property, equipment and identifiable intangibles are reviewed for impairment at least Annual or whenever facts and circumstances indicate that the carrying value may not be recoverable. When required, impairment losses on assets to be held and used are recognized based on the fair value of the asset. The fair value is determined based on estimates of future cash flows, market value of similar assets, if available, or independent appraisals, if required. If the carrying amount of the long-lived asset is not recoverable, an impairment loss is recognized for the difference between the carrying amount and fair value of the asset. The Company recognized impairment losses of \$0 and \$0 for the periods ending December 31, 2022 and December 31, 2021, respectively.

**INTANGIBLE ASSETS**

The Company has applied the provisions of ASC topic 350 – Intangible – goodwill and other, in accounting for its intangible assets. Intangible assets are being amortized on a straight-line method on the basis of a useful life of 5 to 17 years. The balance at December 31, 2022 and December 31, 2021 was \$190,000 and \$260,000, respectively.

	<b>December 31, 2022</b>	<b>December 31, 2021</b>
Intellectual property	\$ 260,000	\$ 260,000
Less: Accumulated amortization and impairment	70,000	----
Totals	<u>\$ 190,000</u>	<u>\$ 260,000</u>

**IMPAIRMENT OF LONG- LIVED ASSETS**

The Company reviews and evaluates long-lived assets for impairment when events or changes in circumstances indicate that the related carrying amounts may not be recoverable. The assets are subject to impairment consideration under FASB ASC 360-10-35-17 if events or circumstances indicate that their carrying amount might not be recoverable. When the Company determines that an impairment analysis should be done, the analysis will be performed using the rules of FASB ASC 930-360-35, Asset Impairment, and 360-0 through 15-5, Impairment or Disposal of Long- Lived Assets.

**DERIVATIVE LIABILITIES**

Derivative liabilities include the fair value of instruments such as common stock warrants, preferred stock warrants and convertible features of notes, that are initially recorded at fair value and are required to be re-measured to fair value at each reporting period under provisions of ASC 480, *Distinguishing Liabilities from Equity*, or ASC 815, *Derivatives and Hedging*. The change in fair value of the instruments is recognized as a component of other income (expense) in the Company's statements of operations until the instruments settle, expire or are no longer classified as derivative liabilities. The Company estimates the fair value of these instruments using the Black-Scholes pricing model. The significant assumptions used in estimating the fair value include the exercise price, volatility of the stock underlying the instrument, risk-free interest rate, estimated fair value of the stock underlying the instrument and the estimated life of the instrument. At December 31, 2022 and December 31, 2021, the Company had \$1,844,963 and \$2,515,080 derivative liability, respectively.

**INCOME TAXES**

We use the asset and liability method of accounting for income taxes in accordance with ASC Topic 740, "Income Taxes." Under this method, income tax expense is recognized for the amount of: (i) taxes payable or refundable for the current year and (ii) deferred tax consequences of temporary differences resulting from matters that have been recognized in an entity's financial statements or tax returns. 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 the results of operations in the period that includes the enactment date. A valuation allowance is provided to reduce the deferred tax assets reported if based on the weight of the available positive and negative evidence, it is more likely than not some portion or all of the deferred tax assets will not be realized.

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

ASC Topic 740-10-30 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements and prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. ASC Topic 740-10-40 provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. We have no material uncertain tax positions for any of the reporting periods presented.

***NET INCOME (LOSS) PER COMMON SHARE***

Net income (loss) per share is calculated in accordance with FASB ASC 260, "Earnings Per Share." The weighted-average number of common shares outstanding during each year is used to compute basic earning or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at December 31, 2022 and at December 31, 2021. At December 31, 2022 and December 31, 2021, the Company had no dilutive potential common shares.

***SHARE-BASED EXPENSE***

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 consolidated 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. 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.

Share-based expense was \$0 for the period ending December 31, 2022, and \$0 for the period ending December 31, 2021.

***COMMITMENTS AND CONTINGENCIES***

The Company follows ASC 450-20, Loss Contingencies, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated. There were no known commitments or contingencies as of December 31, 2022 and December 31, 2021.

***RECENT ACCOUNTING PRONOUNCEMENTS***

The Company has 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.

In May 2021, the FASB issued ASU 2021-04, Earnings Per Share (Topic 260), Debt-Modifications and Extinguishments (Subtopic 470-50), Compensation-Stock Compensation (Topic 718), and Derivatives and Hedging-Contracts in Entity's Own Equity (Subtopic 815-40). The new ASU addresses issuer's accounting for certain modifications or exchanges of freestanding equity-classified written call options. This amendment is effective for all entities, for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. Early adoption is permitted. The Company is currently evaluating the impact this new guidance will have on its financial statements.

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

**NOTE 3: DIGITAL ASSETS**

The Company accounts for its digital assets as indefinite-lived intangible assets in accordance with Accounting Standards Codification (“ASC”) 350, Intangibles—Goodwill and Other. The Company’s digital assets are initially recorded at cost. Subsequently, they are measured at cost, net of any impairment losses incurred since acquisition.

*CRYPTO ACCOUNTING*

There is currently no specific definitive guidance under US GAAP or alternative accounting framework for the accounting for cryptocurrencies recognized as revenue or held, and management has exercised significant judgment in determining the appropriate accounting treatment. In the event authoritative guidance is enacted by the FASB, the Company may be required to change its policies, which could have an effect on the Company’s consolidated financial position and results from operations.

*CRYPTO ASSETS HELD*

Crypto assets are considered indefinite-lived intangible assets under applicable accounting rules and are initially measured at cost and are not amortized. Accordingly, any decrease in their fair values below our carrying values for such assets at any time subsequent to their acquisition will require us to recognize impairment charges, whereas we may make no upward revisions for any market price increases until a sale. As the Company utilizes crypto assets within its Proof-of-Stake Pools and or ATMs, the balances turnover frequently, and the Company anticipates converting it to cash within a year, the Company has classified crypto assets held as current assets in the condensed consolidated balance sheets. The Company assigns costs to transactions on a first-in, first-out basis.

*CRYPTO ASSET BORROWINGS*

The Company borrows crypto assets. Such crypto assets borrowed by the Company are reported in crypto assets held on the Company’s condensed consolidated balance sheets as well as liability measured at the fair value on the date of the borrowing. The borrowings are accounted for as hybrid instruments, with a liability host contract that contains an embedded derivative based on the changes in the fair value of the underlying crypto asset. The host contract is not accounted for as a debt instrument because it is not a financial liability and is carried at the fair value of the assets acquired and reported in crypto asset borrowings in the condensed consolidated balance sheets. The embedded derivative is accounted for at fair value, with changes in fair value recognized in other non-operating expenses in the condensed consolidated statements of operations and comprehensive income. The embedded derivatives are included in crypto asset borrowings in the condensed consolidated balance sheets. The term of these borrowings can either be for a fixed term of less than one year or can be open-ended and repayable at the option of the Company or the lender. These borrowings bear a fee payable by the Company to the lender, which is based on a percentage of the amount borrowed and is denominated in the related crypto asset borrowed. The borrowing fee is recognized on an accrual basis and is included in other non-operating expenses in the condensed consolidated statements of operations and comprehensive income.

We determine the fair value of our digital assets on a nonrecurring basis in accordance with ASC 820, Fair Value Measurement, based on quoted prices on the active exchange(s) that we have determined is the principal market for such assets (Level 1 inputs). We perform an analysis each quarter to identify whether events or changes in circumstances, principally decreases in the quoted prices on active exchanges, indicate that it is more likely than not that our digital assets are impaired. In determining if an impairment has occurred, we consider the lowest market price of one unit of digital asset quoted on the active exchange since acquiring the digital asset. If the then current carrying value of a digital asset exceeds the fair value so determined, an impairment loss has occurred with respect to those digital assets in the amount equal to the difference between their carrying values and the price determined.

On March 1, 2021, the Company purchased approximately 153,850 Cardano ADA with \$200,000 in cash. On October 26, 2021 the Company converted 153,850 Cardano ADA to USD in the amount of \$330,777. The Company simultaneously purchased 5.24777097 Bitcoin at \$63,032 per coin. As of December 31, 2022, the Company sold all of its Bitcoin holdings. As of December 31, 2021, the carrying value of the Company’s approximately 5.24777097 Bitcoin was \$242,576, which reflects cumulative impairments of \$88,201. The fair market value of such digital assets held as of December 31, 2022, was \$0.

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

**NOTE 4: PROPERTY, PLANT AND EQUIPMENT**

The Company has capitalized costs for equipment as follows:

	<b>December 31, 2022</b>	<b>December 31, 2021</b>
Property, plant and equipment	\$ 16,983	\$ 16,983
Accumulated depreciation	<u>16,983</u>	<u>16,983</u>
Property, plant and equipment, net accumulated depreciation	<u>\$ ----</u>	<u>\$ ----</u>

Depreciation expense for the periods ended December 31, 2022 and 2021 was \$0, and \$2,830, respectively. An accounting adjustment was made for the consolidation of property, plant and equipment.

**NOTE 5 – INTANGIBLE PROPERTY**

In March of 2019, the Company purchased the rights in the amount of \$260,000 to and further developed the Intellectual Property below:

- SKULLYS®
- DNATags®

The Company recorded the property and intangibles as an intangible asset. The valuation of the properties was booked at Fair Market Value.

In January of 2022 the Company determined DNATags carried no value and fully impaired the intangible asset.

**NOTE 6 – CONVERTIBLE NOTES PAYABLE**

The following table represents the convertible notes payable at December 31, 2022

<b>Date of Note Issuance</b>	<b>December 31, 2022</b>	<b>December 31, 2021</b>	<b>Maturity Date</b>	<b>Conversion Terms</b>	<b>Name of Noteholder</b>
<u>1/20/2017</u>	<u>0</u>	<u>4,300</u>	<u>7/20/2017</u>	<u>Lowest of 75% of issuance day price or 60% lowest bid price in 30 days prior to conversion</u>	<u>Joseph Canouse</u>
<u>2/14/17</u>	<u>2,800</u>	<u>3,500</u>	<u>8/14/17</u>	<u>Lowest of 75% of issuance day price or 60% lowest bid price in 30 days prior to conversion</u>	<u>Joseph Canouse</u>
<u>3/20/17</u>	<u>0</u>	<u>10,000</u>	<u>9/14/17</u>	<u>Lowest of 75% of issuance day price or 60% lowest bid price in 30 days prior to conversion</u>	<u>Machiavelli LTD, LLC, Joseph Canouse, Manager</u>
<u>6/2/17</u>	<u>0</u>	<u>10,000</u>	<u>12/2/17</u>	<u>Lowest of 75% of issuance day price or 60% lowest bid price in 30 days prior to conversion</u>	<u>Machiavelli LTD, LLC, Joseph Canouse, Manager</u>
<u>8/22/17</u>	<u>0</u>	<u>10,000</u>	<u>2/22/18</u>	<u>Lowest of 75% of issuance day price or 60% lowest bid price in 30 days prior to conversion</u>	<u>Machiavelli LTD, LLC, Joseph Canouse, Manager</u>
<u>1/22/18</u>	<u>0</u>	<u>22,000</u>	<u>7/22/18</u>	<u>Lowest of 75% of issuance day price or 60% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>8/17/18</u>	<u>0</u>	<u>15,000</u>	<u>8/17/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>8/20/18</u>	<u>0</u>	<u>5,500</u>	<u>8/20/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Oscaleta Partners, LLC, Narine Persaud, Manager</u>
<u>8/21/18</u>	<u>5,000</u>	<u>5,000</u>	<u>8/21/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

<b>Date of Note Issuance</b>	<b>December 31, 2022</b>	<b>December 31, 2021</b>	<b>Maturity Date</b>	<b>Conversion Terms</b>	<b>Name of Noteholder</b>
<u>10/11/18</u>	<u>5,000</u>	<u>5,000</u>	<u>10/11/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>10/12/18</u>	<u>0</u>	<u>5,000</u>	<u>10/12/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Oscaleta Partners, LLC, Narine Persaud, Manager</u>
<u>11/16/18</u>	<u>5,000</u>	<u>5,000</u>	<u>11/15/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>11/20/18</u>	<u>0</u>	<u>5,000</u>	<u>11/19/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Oscaleta Partners, LLC, Narine Persaud, Manager</u>
<u>12/11/18</u>	<u>5,000</u>	<u>5,000</u>	<u>12/10/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>
<u>12/12/18</u>	<u>0</u>	<u>5,000</u>	<u>12/11/19</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Oscaleta Partners, LLC, Narine Persaud, Manager</u>
<u>1/10/19</u>	<u>5,000</u>	<u>5,000</u>	<u>1/10/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>2/6/19</u>	<u>5,000</u>	<u>5,000</u>	<u>2/6/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>2/11/19</u>	<u>5,000</u>	<u>5,000</u>	<u>2/11/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>4/9/19</u>	<u>0</u>	<u>5,000</u>	<u>4/9/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>4/17/19</u>	<u>5,000</u>	<u>5,000</u>	<u>4/17/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>5/1/19</u>	<u>0</u>	<u>5,000</u>	<u>5/1/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>5/8/19</u>	<u>5,000</u>	<u>5,000</u>	<u>5/8/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>7/31/19</u>	<u>5,000</u>	<u>5,000</u>	<u>7/31/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>10/21/19</u>	<u>5,000</u>	<u>5,000</u>	<u>10/21/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>11/13/19</u>	<u>6,250</u>	<u>6,250</u>	<u>11/13/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>12/16/19</u>	<u>30,000</u>	<u>30,000</u>	<u>11/10/20</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>1/13/21</u>	<u>5,000</u>	<u>5,000</u>	<u>1/13/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>
<u>2/10/21</u>	<u>27,000</u>	<u>27,000</u>	<u>2/10/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>2/12/21</u>	<u>15,000</u>	<u>15,000</u>	<u>2/12/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>World Market Ventures, Chad Curtis, Manager</u>
<u>2/19/21</u>	<u>27,000</u>	<u>27,000</u>	<u>2/19/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

<b>Date of Note Issuance</b>	<b>December 31, 2022</b>	<b>December 31, 2021</b>	<b>Maturity Date</b>	<b>Conversion Terms</b>	<b>Name of Noteholder</b>
<u>3/5/21</u>	<u>104,000</u>	<u>104,000</u>	<u>3/5/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>3/12/21</u>	<u>104,000</u>	<u>104,000</u>	<u>3/12/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>3/19/21</u>	<u>104,000</u>	<u>104,000</u>	<u>3/19/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>4/9/21</u>	<u>37,000</u>	<u>37,000</u>	<u>4/9/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>4/21/21</u>	<u>52,000</u>	<u>52,000</u>	<u>4/21/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>5/10/21</u>	<u>104,000</u>	<u>104,000</u>	<u>5/10/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>5/27/21</u>	<u>156,000</u>	<u>156,000</u>	<u>5/27/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>6/18/21</u>	<u>104,000</u>	<u>104,000</u>	<u>6/18/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>8/3/21</u>	<u>104,000</u>	<u>104,000</u>	<u>8/3/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>10/5/21</u>	<u>15,000</u>	<u>15,000</u>	<u>10/5/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>10/20/21</u>	<u>100,000</u>	<u>100,000</u>	<u>10/20/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>
<u>12/17/21</u>	<u>75,000</u>	<u>75,000</u>	<u>12/17/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>
<u>12/30/21</u>	<u>50,000</u>	<u>50,000</u>	<u>12/30/22</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>Carpathia, LLC, Manager Joseph Canouse</u>
<u>3/7/22</u>	<u>100,000</u>	<u>0</u>	<u>3/7/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>5/13/22</u>	<u>50,000</u>	<u>0</u>	<u>5/13/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>10/06/22</u>	<u>38,500</u>	<u>0</u>	<u>10/06/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>10/27/22</u>	<u>16,500</u>	<u>0</u>	<u>10/27/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<u>12/22/22</u>	<u>49,500</u>	<u>0</u>	<u>12/22/23</u>	<u>Lowest of 75% of issuance day price or 50% lowest bid price in 30 days prior to conversion</u>	<u>JP Carey Enterprises, Inc. Joseph Canouse, Manager</u>
<b>Sub-totals</b>	<b>\$ 1,531,550</b>	<b>\$ 1,379,550</b>			
<b>Less: Debt Discount</b>	<b>(77,673)</b>	<b>(203,972)</b>			
<b>Total Convertible Notes</b>	<b>\$ 1,453,877</b>	<b>\$ 1,175,578</b>			

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

**NOTE 7 – ACCRUED INTEREST**

The Company's accrued interest consisted of the following:

		December 31, 2022		December 31, 2021
<b>Carpathia, LLC</b>	\$	22,945	\$	23,105
<b>Joseph Canouse</b>		4,509		3,729
<b>JP Carey, LLC</b>		237,257		96,611
<b>Machiavelli LTD, LLC</b>		5,562		1,963
<b>Oscaleta Partners, LLC</b>		0		26,047
<b>Trillium Partners LP</b>		0		2,006
<b>World Market Ventures</b>		3,388		1,588
<b>Total Accrued Interest</b>	\$	<u>273,661</u>	\$	<u>155,049</u>

**NOTE 8-EXTINGUISHMENT OF DEBT**

On December 31, 2021, the Company entered into a settlement agreement with Oscaleta Partners LLC for the cancellation of Two Hundred Eighty Thousand dollars (\$280,000) in certain convertible notes payable. The cancellation also included \$83,194 in accrued interest and the associated derivative liability of \$548,466.

During January 2022, the Company entered into a settlement agreement with Oscaleta Partners LLC for the cancellation of Seventy-Six Thousand Five Hundred Seventy-Four dollars (\$76,574) in certain convertible notes payable and accrued interest. The cancellation included \$26,074 in accrued interest and the associated derivative liability of \$39,911.

The Company evaluated the cancellation under ASC 470-50, "Debt – Modification and Extinguishment", and concluded that the cancellation resulted in significant changes to the economic substance of the debt and thus resulted in an extinguishment of the debt of \$76,547 for the period ending December 31, 2022 and \$911,660 for the period ending December 31, 2021.

**NOTE 9 - RELATED PARTY TRANSACTIONS**

*EMPLOYMENT and BOARD OF DIRECTOR AGREEMENTS*

The Company has employment and board of director agreements with its key employees, the controlling shareholders, who are its officers and directors of the Company.

- **Mr. Franjose Yglesias**  
**Employment Agreement:** Five (5) year contract, annual salary of \$150,000.

Amounts included in accruals represent amounts due to the officers and directors for corporate obligations under the abovementioned agreements. Payments on behalf of the Company and accruals made under contractual obligation are accrued. As of December 31, 2022, and December 31, 2021 accrued expenses were \$469,354 and \$404,400, respectively.

*NOTE PAYABLE*

In support of the Company's efforts and cash requirements, it has relied on advances from the Chief Executive Officer s until such time that the Company can support its operations or attains adequate financing through sales of its equity or traditional debt

**SANTO MINING CORP.**  
**d/b/a SANTO BLOCKCHAIN LABS CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDING DECEMBER 31, 2022**  
**(Unaudited)**

financing. There is no formal written commitment for continued support. All advances made in support of the Company are formalized by demand notes, at a 0.00% annual interest rate.

For the period ended December 31, 2022 and the year ended December 31, 2021 the balance of notes payable-related party was \$67,991 and \$85,573, respectively.

**NOTE 10- STOCKHOLDERS' DEFICIENCY**

At December 31, 2022 and December 31, 2021, there are 11,762,403,124 and 11,042,530,916 shares of Common stock par value \$0.00001, outstanding, respectively.

On December 31, 2021 the Company issue Mr. Franjosé Yglesias 500,000,000 of Preferred A stock for compensation. Preferred "A" Stock has Voting Right Conversion Rate 1 X 1,000

At December 31, 2022 and December 31, 2021 there are 500,000,000 shares authorized of Preferred "A" Stock, par or stated value: \$0.001. Total Shares Issued & Outstanding: 500,000,000, respectively.

Please refer to **Item 3. Issuance history, Changes to the Number of Outstanding Shares** for issuances of all shares over the prior two-year period.

**NOTE 11- COMMITMENTS AND CONTINGENCIES**

From time to time the Company may be a party to litigation matters involving claims against the Company. Management believes that there are no current matters that would have a material effect on the Company's financial position or results of operations.

**NOTE 12- SUBSEQUENT EVENTS**

In accordance with ASC 855-10, the company has analyzed its operations subsequent to December 31, 2022, through the date these financial statements were issued (date of filing with the OTC Markets) and has determined that it does not have any material subsequent events to disclose in these financial statements other than the events discussed below.

On January 25, 2023, the Company executed the amended and restated convertible promissory note originally executed on December 16, 2019 from J.P. Carey Enterprises Inc. assigned to World Market Ventures LLC in the amount of \$23,169.625. The Note was aggregated, restated and reissued to the Holder (World Market Ventures LLC) pursuant to an assignment agreement by and among the Holder, the Borrower (Company) and J.P. Carey Enterprises, Inc. (Assignor) dated January 25, 2023 whereby the Holder purchased from the Assignor half (50%) all rights, title and ownership of one (1) convertible promissory note (the "Original Note") in favor of the Assignor: (i) note dated December 16, 2019 in the principal amount of \$30,000 and accrued unpaid interest of \$16,339.25; for a total due of \$46,339.25.

## ITEM 10. ISSUER CERTIFICATION

I, Fronjose Yglesias certify that:

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

February 6, 2023

/s/ Franjose Yglesias  
Franjose Yglesias,  
Chief Executive Officer