

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

## **Futuris Company**

22 Baltimore Road, Rockville, MD 220850

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7361

### **Quarterly Report For the Period Ending October 31, 2022 (the "Reporting Period")**

As of January 31, 2023, our most recent Qtr. the number of shares outstanding of our Common Stock was: 57,594,267.

As of October 31, 2022, the number of shares outstanding of our Common Stock was: 54,961,668.

As of July 31, 2022, the number of shares outstanding of our Common Stock was: 53,781,727.

As of July 31, 2021, the number of shares outstanding of our Common Stock was: 39,148,622.

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control<sup>5</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

The Company was incorporated under the laws of the State of Nevada on April 9, 1996 as Cambridge Energy Corporation. In November 1997, the Company began trading its Common Shares on the OTC Bulletin Board under symbol CNGG. The Company acquired and managed the development and operation of oil and gas properties with proven reserves until 2003. During 2003 the Company, due to industry conditions for drilling capital, began the disposal of all of its under-performing oil and gas assets. Management began to focus its efforts and resources on opportunities in the environmental industry, with a specific focus on opportunities related to the oil and gas industry. The Company is an independent oil and gas company engaged in the exploration and development of domestic oil and gas properties. It had previously owned oil and gas properties in Louisiana, Texas and Indonesia. Through March 2000, the Company also manufactured certain wellhead control devices. As of March 31, 2003, the Company ceased active operations.

On April 15, 2009 the Company entered an agreement to acquire all of the assets of EnviroXtract, Inc. The Company plans to utilize its technologies to perform environmental remediation applications for oil spills and other hazardous chemical remediation applications. The Company has completed the disposal of interests in wells and discontinued all its oil and gas operations.

On October 17, 2012 the Company acquired 100% ownership in the Gold Star Mine, a major gold and silver mining property in western Nevada. November 19, 2012, the Company changed its name to Mission Mining Company and altered its business strategy to focus entirely on the acquisition and development of large US gold and silver mining properties.

In July 2009, the Company's Articles of Incorporation were amended to increase the authorized Common shares of the Company from 50,000,000 to 1,000,000,000 and increase the number of authorized Preferred shares from 25,000,000 to 500,000,000. At that time the Company also changed its name to EnviroXtract, Inc.

The Company was domesticated in Wyoming on August 23, 2010.

On November 19, 2012, the Company changed its name to Mission Mining Company.

On December 11, 2019 the Company changed its name to CBD Oilvite Inc.

On January 14, 2020 the Company changed its name to Mission Mining Company.

On July 27, 2020 the Company changed its name to Futuris Company.

On December 4, 2019, the first judicial District Court of Wyoming appointed Ben Berry as custodian for the Company, proper notice having been given to the officers and directors of the Company. There was no opposition.

On May 12, 2020, the Company filed a certificate of reinstatement with the state of Wyoming, and appointed Ben Berry as, President, Secretary, Treasurer and Director. On July 27, the Company changed its name to Futuris Company. On September 16, 2020 the Company changed its trading symbol to FTRS.

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):

Futuris Company's current standing in the state of Wyoming is both "Active" and "Current". The Company's predecessor name was Mission Mining Company and its status in Wyoming was "Revoked" on May 5, 2020. Mission Mining Company was "Reinstated" in Wyoming on May 12, 2020. On December 11, 2019 CBD Oilvite Inc. was "Active" in the state of Wyoming. On January 14, 2020 Mission Mining Company was "Active" in the state of Wyoming.

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:

During the quarter ended January 31, 2021, the Company acquired Cadan Technologies. The company paid \$2,750,000 in cash, \$625,000 in restricted stock, and a note to the seller for \$1,013,000.

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

22 Baltimore Road, Rockville, MD 20850

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

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

\_\_\_\_\_

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

Yes: ☒ No: ☐

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

On December 4, 2019, the first judicial District Court of Wyoming appointed Ben Berry as custodian for the Company, proper notice having been given to the officers and directors of the Company. There was no opposition.

On May 12, 2020, the Company filed a certificate of reinstatement with the state of Wyoming, and appointed Ben Berry as, President, Secretary, Treasurer and Director.

Following a change of control on May 26, 2020, Ben Berry appointed the following directors: Kalyan Pathuri, President; Amit Jain, Treasurer; Naveen Doki, Secretary.

The Company entered into a Definitive Share Exchange Agreement ("Agreement"), dated as of June 29th, 2020, by and among Futuris Technology Services, Inc. ("Futuris"), a Virginia corporation located at 4506 Daly Drive, Suite-100, Chantilly VA 20151 (the sole owner of Pioneer Global Inc., a Virginia corporation ("Pioneer")), the shareholders of Futuris (collectively, the "Shareholders"), and Mission Mining Co., a Wyoming corporation ("MISM"), located at 22 Baltimore Road, Rockville, MD 20850, and Kalyan Pathuri, the President of MISM ("Pathuri"). Collectively, the Shareholders, Futuris, MISM and Pathuri are the "Parties."

In accordance with and subject to the provisions of this Agreement and the Wyoming Business Corporations Act, at the Effective Time, Futuris shall become a wholly-owned subsidiary of MISM, and MISM shall be its only shareholder and shall continue in its existence with one owner, MISM, until a merger, if any. Pursuant to the Share Exchange, (A) the Shareholders are relinquishing all 1,000 of their Futuris common shares, constituting all issued and outstanding shares of Futuris (the "Futuris Shares"), and the New Equity Holders are acquiring 825,071,050 MISM Shares, representing 95.38% of the outstanding Common Stock of MISM. On July 27, 2020 the Company changed its name to Futuris Company. On September 16, 2020 the Company changed its trading symbol to FTRS.

Following a change of control on May 26, 2020, Ben Berry appointed the following directors: Kalyan Pathuri, President; Amit Jain, Treasurer; Naveen Doki, Secretary.

## 2) Security Information

Trading symbol:	<u>FTRS</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>36118Q 105</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>1,000,000,000</u> as of date: <u>October 31, 2022</u>
Total shares outstanding:	<u>57,594,267</u> as of date: <u>October 31, 2022</u>
Number of shares in the Public Float <sup>6</sup> :	<u>8,313,820</u> as of date: <u>October 31, 2022</u>
Total number of shareholders of record:	<u>329</u> as of date: <u>October 31, 2022</u>

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

Trading symbol:	<u>FTRS</u>
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____ as of date: _____
Total shares outstanding:	_____ as of date: _____

### Transfer Agent

Name: Olde Monmouth Stock Transfer  
Phone: (732) 872-2727, Ext 101  
Email: [matt@oldemonmouth.com](mailto:matt@oldemonmouth.com)  
Address: 200 Memorial Pkwy Atlantic Highlands, NJ 07716

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

## 3) Issuance History

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

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

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <div>Opening Balance</div> Date <u>July 31, 2019</u> Common: <u>20,665,818</u> Preferred: <u>2,572,341*</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.
June 29, 2020	New Issuance	825,071,000	Common	**Share Exchange – see below	N/A	*** See Below	Share Exchange/acquisition of Futuris Technology Services, Inc.	Restricted	4(a)(2)
<u>December 31, 2020</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$250</u>	<u>No</u>	<u>Veritas Consulting Group – Heather Koch</u>	<u>Investor Relations Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>January 12, 2021</u>	<u>New Issuance</u>	<u>4,400,000</u>	<u>Common</u>	<u>\$880.000</u>	<u>No</u>	<u>Mark J. Anderson</u>	<u>TalentBeacon LLC Acquisition</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>January 14, 2021</u>	<u>New Issuance</u>	<u>224,400</u>	<u>Common</u>	<u>\$89,760</u>	<u>No</u>	<u>David Whelan</u>	<u>Company Acquisition</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>January 14, 2021</u>	<u>New Issuance</u>	<u>215,600</u>	<u>Common</u>	<u>\$86,240</u>	<u>No</u>	<u>Michael Kelly</u>	<u>Company Acquisition</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>February 25, 2021</u>	<u>New Issuance</u>	<u>109,000</u>	<u>Common</u>	<u>\$109</u>	<u>Yes</u>	<u>Allan Hartley</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>April 20, 2021</u>	<u>New Issuance</u>	<u>1,300,000</u>	<u>Common</u>	<u>\$325.000</u>	<u>Yes</u>	<u>AJB Capital Investments LLC – Ari Blaine</u>	<u>Securities Purchase Agreement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$3,000</u>	<u>Yes</u>	<u>Chaitanya Vikram</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.5</u>	<u>Yes</u>	<u>Srinivasa Kalidindi</u>	<u>Retire Debt</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>13,334</u>	<u>Common</u>	<u>\$2,000</u>	<u>Yes</u>	<u>Divakar Sriram</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$15,000</u>	<u>Yes</u>	<u>Raja Kumar Martha</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>

<u>December 30, 2020</u>	<u>New Issuance</u>	<u>1,933,334</u>	<u>Common</u>	<u>\$0.19</u>	<u>Yes</u>	<u>Alivelu Boyapati</u>	<u>Bonus</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>April 28, 2020</u>	<u>New Issuance</u>	<u>1,076,923</u>	<u>Common</u>	<u>\$700,000</u>	<u>Yes</u>	<u>Allan Vincent MacDonnell</u>	<u>Company Acquisition</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1,500</u>	<u>Yes</u>	<u>Haribabu Doredla</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>333,334</u>	<u>Common</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Sameera Silla</u>	<u>Retire Debt</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Prathima Anumolu</u>	<u>Retire Debt</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$100,000</u>	<u>Yes</u>	<u>Vivek Voonna</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>1,850,000</u>	<u>Common</u>	<u>\$85,000</u>	<u>Yes</u>	<u>Praveen Gudla</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$50,000</u>	<u>Yes</u>	<u>Rama Bellala</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>89,713</u>	<u>Common</u>	<u>\$38,457</u>	<u>Yes</u>	<u>Hemanth Ramanaidu</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>1,846,667</u>	<u>Common</u>	<u>\$207,000</u>	<u>Yes</u>	<u>Gopinath Lade</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>66,667</u>	<u>Common</u>	<u>\$10,000</u>	<u>Yes</u>	<u>Lokesh Kumar Madapuri</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>34,000</u>	<u>Common</u>	<u>\$5,100</u>	<u>Yes</u>	<u>Bitu Sinojia</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$3,000</u>	<u>Yes</u>	<u>Karthik Yardavalli</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>45,455</u>	<u>Common</u>	<u>\$10,000</u>	<u>Yes</u>	<u>Venkatraman Vinjamoori</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Raju Alluri</u>	<u>Retire Debt</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>38,642</u>	<u>Common</u>	<u>\$5,000</u>	<u>Yes</u>	<u>Sandeep Vana</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>77,050</u>	<u>Common</u>	<u>\$10,050</u>	<u>Yes</u>	<u>Venkat Ravuru</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>April 28, 2021</u>	<u>New Issuance</u>	<u>230,769</u>	<u>Common</u>	<u>\$150,000</u>	<u>Yes</u>	<u>Donald Gordon Foulk Sr.</u>	<u>Company Acquisition</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>April 28, 2021</u>	<u>New Issuance</u>	<u>230,769</u>	<u>Common</u>	<u>\$150,000</u>	<u>Yes</u>	<u>Thomas James Calabro</u>	<u>Company Acquisition</u>	<u>Restricted</u>	<u>4(a)2</u>

<u>December 30, 2020</u>	<u>New Issuance</u>	<u>333,334</u>	<u>Common</u>	<u>\$0.03</u>	<u>Yes</u>	<u>Sridhar Reddi</u>	<u>Retire Debt</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>December 30, 2020</u>	<u>New Issuance</u>	<u>30,000</u>	<u>Common</u>	<u>\$4,500</u>	<u>Yes</u>	<u>Rajasekhar Allu</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>May 20, 2021</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$125</u>	<u>Yes</u>	<u>Veritas Consulting Group – Heather Koch</u>	<u>Investor Relations Services</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>June 09, 2021</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$100</u>	<u>Yes</u>	<u>Intelligent Investments LLC – Not available</u>	<u>Legal &amp; Secretarial Services</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>January 21 2021</u>	<u>New Issuance</u>	<u>273,000</u>	<u>Series M Preferred</u>	<u>\$27</u>	<u>No</u>	<u>**** See Below</u>	<u>**** See Below</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>August 16, 2021</u>	<u>New Issuance</u>	<u>750,000</u>	<u>Common</u>	<u>\$750</u>	<u>Yes</u>	<u>Allan Hartley</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/01/2021</u>	<u>New Issuance</u>	<u>400,000</u>	<u>Common</u>	<u>NA</u>	<u>NA</u>	<u>AJB Capital LLC – Ari Blaine</u>	<u>For note extension</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>01/31/2022</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$500</u>	<u>Yes</u>	<u>Veritas Consulting Group – Heather Koch</u>	<u>For services</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/04/2022</u>	<u>New Issuance</u>	<u>77,080</u>	<u>Common</u>	<u>\$0.17</u>	<u>No</u>	<u>Allan Hartley</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>5,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Joseph Albrecht</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Michael Bacon</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>35,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Justin Aupre</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Gregory Blandin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Scott Brown</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Jesse Bukal</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>

<u>02/18/2022</u>	<u>New Issuance</u>	<u>7,500</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Andrew Button</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>15,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Samuel Rocker</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>15,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Gabe Fasbender</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Dylan Foline</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>5,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Judith Fox</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>35,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Peter Killion</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Sean Killion</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>552,808</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Charles Levoir</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>35,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Raymond Mikesell</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>4,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Jerome Miller</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>30,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Alex Mucha</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Steven O'neil</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Meghan Perron</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>15,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Daniel Petersen</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>35,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Tim Pourciau</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>

<u>02/18/2022</u>	<u>New Issuance</u>	<u>358,078</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Robert Prayrock</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>New Issuance</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Robert Qassan</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Chirs Ravelli</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>15,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Chase Reardon</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>35,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Thomas Reardon</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Alexandra Rogers</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>750,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Daniel Rogers</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>15,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>James Sammons</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Thomas Schwebel</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>35,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Charles Sheffler</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>15,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Emily Swanson</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Bernardo Uko</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Abby Wirth</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>02/18/2022</u>	<u>New Issuance</u>	<u>2,248,114</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Cassandra Rogers</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>

<u>03/09/2022</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Veritas Consulting – Heather Koch</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>03/14/2022</u>	<u>New Issuance</u>	<u>251,620</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Hemanth Ramanidu</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>03/17/2022</u>	<u>New Issuance</u>	<u>1,794,238</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Kalyan Pathuri</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>03/17/2022</u>	<u>New Issuance</u>	<u>272,667</u>	<u>Common</u>	<u>\$0.16</u>	<u>No</u>	<u>Gopina Lade</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>7/18/2022</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Common</u>	<u>\$0.1995</u>	<u>No</u>	<u>Madhavi Doki</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>10/14/2022</u>	<u>New Issuance</u>	<u>1,179,941</u>	<u>Common</u>	<u>\$0.1695</u>	<u>No</u>	<u>Hesam Lemei</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>1,105,932</u>	<u>Common</u>	<u>\$0.18</u>	<u>No</u>	<u>Kalyan Pathuri</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Pratap Chandana</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>33,333</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Koppuravuri Venkata Naga Bhanu</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>13,334</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Ajay Balasa</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>33,333</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Praveen Kumar Satrasala</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>140,000</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Pratap Vudathu</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>666,667</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Tirumaleswarara o Gudivada</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Haribabu Doredla</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/04/2022</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Saikishore Reddipalli</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(a)2</u>
<u>11/22/2022</u>	<u>New Issuance</u>	<u>110,000</u>	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Praveen Gudla</u>	<u>Acquisition fee</u>	<u>Restricted</u>	<u>4(a)(2)</u>
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date <u>January 31, 2023</u> Common: <u>57,594,267</u>									
Preferred:									
Series A and 1 Series F Preferred, 30 Series G preferred, 273,000 Series M preferred									

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

June 30, 2021 pursuant to the tabular format above.

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

\*On February 21, 2020, the Company authorized a reverse split of its issued and outstanding preferred shares as follows:

1. Series E Preferred Shares be reverse split on a one (1) share for each Sixty Million (60,000,000) share basis;
2. Series F Preferred Shares be reverse split on a one (1) share for each one hundred (100) share basis;
3. Series G Preferred Shares be reverse split on a one (1) share for each twenty million (20,000,000) share basis;
4. Series H Preferred Shares be reverse split on a one (1) share for each twenty million (20,000,000) share basis;
5. Series I Preferred Shares be reverse split on a one (1) share for each fifty million (50,000,000) share basis;
6. Series J Preferred Shares be reverse split on a one (1) share for each ten million (10,000,000) share basis;
7. Series K Preferred Shares be reverse split on a one (1) share for each ten million (10,000,000) share basis;
8. Series L Preferred Shares be reverse split on a one (1) share for each one hundred million (100,000,000) share basis;

Based on a change of control on May 26, 2020, Court appointed Custodian Ben Berry appointed the following directors: Kalyan Pathuri, President; Amit Jain, Treasurer; Naveen Doki, Secretary. Amit Jain however did not accept the position. On May 26, 2020, as a result of two private transactions, 1 share of Series A-1 Preferred Stock and 1 share of Series F Preferred Stock (together, the "Shares") of the Company, were transferred from Synergy Management Group, LLC to Naveen Doki and Silvija Valleru, respectively (together, the "Purchasers"). As a result, the Purchasers became the majority holder of the voting rights of the issued and outstanding share capital of the Company on a fully-diluted basis of the Company, and Naveen Doki became the controlling shareholder. The consideration paid for the Shares was \$40,000.

The source of the cash consideration for the Shares was personal funds of the Purchasers. In connection with the transaction, Synergy Management Group, LLC and Ben Berry released the Company from all debts owed to them.

**\*\*** The Company entered into a Definitive Share Exchange Agreement ("Agreement"), dated as of June 29th, 2020, by and among Futuris Technology Services, Inc. ("Futuris"), a Virginia corporation located at 4506 Daly Drive, Suite-100, Chantilly VA 20151 (the sole owner of Pioneer Global Inc., a Virginia corporation ("Pioneer")), the shareholders of Futuris (collectively, the "Shareholders"), and Mission Mining Co., a Wyoming corporation ("MISM"), located at 22 Baltimore Road, Rockville, MD 20850, and Kalyan Pathuri, the President of MISM ("Pathuri"). Collectively, the Shareholders, Futuris, MISM and Pathuri are the "Parties."

In accordance with and subject to the provisions of this Agreement and the Wyoming Business Corporations Act, at the Effective Time, Futuris shall become a wholly-owned subsidiary of MISM, and MISM shall be its only shareholder and shall continue in its existence with one owner, MISM, until a merger, if any. Pursuant to the Share Exchange, (A) the Shareholders are relinquishing all 1,000 of their Futuris common shares, constituting all issued and outstanding shares of Futuris (the "Futuris Shares"), and the New Equity Holders are acquiring 825,071,050 MISM Shares, representing 95.38% of the outstanding Common Stock of MISM. On September 16, 2020 the Company changed its name to Futuris Company and changed its trading symbol to FTRS.

On July 31, 2020 the Company effected a 1:3 reverse split of its issued and outstanding common stock.

***Name	Shares
Naveen Doki	33,145,835
Shirisha Janumpally	33,145,835
Kalyan Pathuri	16,267,520
Silvija Valleru	16,267,520
Madhavi Doki	66,187,500
Ovvan Yayu Trust	264,750,000 - Rohan Doki, Rahul Doki are Beneficial Owners
Judos Trust	265,166,680 - Arjun Doki, Neeraja Doki are Beneficial Owners
Igly Trust	130,140,160 - Sasha Pathuri, Shiven Pathuri are Beneficial Owners

**\*\*\*\*** On January 21, 2021 and pursuant to Articles of Amendment filed with Wyoming Secretary of State, the Board of Directors provided for the issuance of a series of preferred stock for cash or exchange of other securities, rights or property. A summary of the rights, preferences, restrictions and other matters relating to Series M preferred stock is as follows:

A. Designation. The designation of said series of preferred stock shall be Series M Preferred Stock, \$0.0001 par value per share (the "Series M Preferred Stock").

B. Number of Shares. The number of shares of Series M Preferred Stock authorized shall be two hundred and seventy-three thousand (273,000) shares. Each share of Series M Preferred Stock shall have a stated value equal to \$0.0001 (as may be adjusted for any stock dividends, combinations or splits with respect to such shares) (the "Series M Stated Value").

C. Dividends. Initially, there will be no dividends due or payable on the Series M Preferred Stock. Any future terms with respect to dividends shall be determined by the Board consistent with the Corporation's Certificate of Incorporation. Any and all such future terms concerning dividends shall be reflected in an amendment to this Certificate, which the Board shall promptly file or cause to be filed.

D. Upon the occurrence of a Liquidation Event (as defined below), the holders of Series M Preferred Stock are entitled to receive net assets on a pro-rata basis. Each holder of Series M Preferred Stock is entitled to receive ratably any dividends declared by the Board, if any, out of funds legally available for the payment of dividends.

The holders of shares of Series M Preferred Stock shall have conversion rights as follows (the "Conversion Rights"):

**E. Right to Convert.** a. Each share of Series M Preferred Stock (the "Preferred Shares") shall be automatically converted on the Conversion Date into one thousand (1,000) shares of common stock of the Company.

b. Such conversion shall be effectuated by surrendering the Preferred Shares to be converted (with a copy, by facsimile or courier, to the Company) to the Company's registrar and transfer agent. The date on which conversion may be made shall be referred to as the "Conversion Date."

**F. Voting Rights** a. With respect to all matters upon which stockholders are entitled to vote or to which stockholders are entitled to give consent, the holders of the outstanding shares of Series M Preferred Stock shall have no voting rights.

On or About January 21, 2021, the Company reduced the issued shares of its common stock from 288,602,964 common shares to 20,442,964 common shares. The shares represent a reduction of almost 93% of shares that were previously outstanding.

In exchange for the redemption of the 273,000,000 shares of the Company's common stock, the Company issued to the Stockholders shares of its newly designated Series M Preferred Stock (the "Series M Preferred Stock"). The Series M Preferred Stock have no voting rights.

During the quarter ended April 30, 2021, the company redeemed 273 million common shares, Issued 273,000 Series M Preference Shares and issued 18,758,436 common shares. These 18,758,436 shares issued includes 1,538,461 shares for acquisition of Computers Deduction Inc. which is a Part Equity and Part Cash based acquisition

Name	Common Shares Redeemed	Series M Preferred Issued
Madhavi Doki	22,000,000	22,000
Naveen Doki	11,000,000	11,000
Judos Trust	88,000,000	88,000
Shirisha Janumpally	11,000,000	11,000
Ovvan Yayu Trust	88,000,000	88,000
Kalyan Pathuri	5,000,000	5,000
Silvija Valleru	5,000,000	5,000
Igly Trust	43,000,000	43,000

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

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>June 1, 2020</u>	<u>\$653,177.70</u>	<u>\$653,177.70</u>	<u>None</u>	<u>* See below</u>	<u>None</u>	Pioneer Global Inc. Control Person – Naveen Doki	<u>Acquisition of Company</u>
<u>March 22, 2021</u>	<u>\$700,000</u>	<u>\$700,000</u>	<u>4.5%</u>	<u>February 28, 2024</u>	<u>None</u>	Allan Vincent MacDonnell	<u>Acquisition of Company</u>
<u>March 22, 2021</u>	<u>\$150,000</u>	<u>\$150,000</u>	<u>4.5%</u>	<u>February 28, 2024</u>	<u>None</u>	<u>Donald Gordon Foulk</u>	<u>Acquisition of Company</u>

<u>March 22, 2021</u>	<u>\$150,000</u>	<u>\$150,000</u>	<u>4.5%</u>	<u>February 28, 2024</u>	<u>None</u>	<u>Thomas James Calabro</u>	<u>Acquisition of Company</u>
<u>June 30, 2021</u>	<u>\$150,000</u>	<u>\$150,000</u>	<u>4.5%</u>	<u>August 30, 2023</u>	<u>None</u>	<u>Peter Sandor</u>	<u>Acquisition of Company</u>
<u>October 1, 2021</u>	<u>\$523,277</u>	<u>\$523,277</u>	<u>NA</u>	<u>March 30, 2022</u>	<u>None</u>	<u>Vijai A. Rangarajan</u>	<u>Acquisition of Company</u>
<u>1/18/2022</u>	<u>\$220,000</u>	<u>\$220,000</u>	<u>NA</u>	<u>1/18/2023</u>	<u>Lesser of \$.10 or 50% to the lowest trading days prior to conversion.</u>	<u>Apogee Venures LLC – Matthew Newman</u>	<u>Loan</u>
<u>12/31/2021</u>	<u>\$1,013,000</u>	<u>\$1,016,798</u>	<u>\$3,798</u>	<u>1/31/2025</u>		<u>Cassandra Rogers</u>	<u>Acquisition</u>

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

\* On June 1, 2020, The Company issued a \$653,177.70 promissory note to the seller of Pioneer Global Inc which is payable in three equal instalments of \$217,725.57. The first instalment payment under this promissory note was due on before August 27, 2020, second instalment shall be due on or before November 27, 2020 and third instalment is due on or before January 31, 2021. The note shall not bear interest on unpaid principal amount unless there is a default in which case Interest is payable from the date of occurrence of the default until the default is cured at a rate of 1% per annum.

All instalments of the promissory note has been withheld pending reconciliation of Accounts Receivable for which money had been collected by the seller of Pioneer Global Inc. but not repatriated to Futuris Company.

On April 26, 2021, the company issued additional promissory notes of \$1 million payable in 36 monthly instalments of principal and interest in the amount \$29,746.90 per month.

On June 30, 2021, the company issued additional promissory notes of \$150,000 payable in 24 monthly instalments of principal and interest in the amount \$6,480.41 per month.

On January 18, 2022, the company issued a convertible note in the amount of \$220,000.

On December 31, 2021, the company issued a promissory note in the amount of \$1,013,000 to the seller of Cadan Technologies.

#### 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>8</sup>:

Name: Robert Day  
Title: Chief Financial Officer  
Relationship to Issuer: None

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

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

<sup>8</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

## 5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

Futuris Company (the "Company") is incorporated in the state of Wyoming. The company was acquired through the process of a Reverse Merger and the name was changed from the erstwhile name of Mission Mining Company to Futuris Company. The Company ranks among the best Employer of Record, and staffing solutions companies.

### Our Goal

Futuris's goal is to build a global network of solutions, staffing and technology companies to services our clients at whatever stage of growth they are currently operating within. With our network of companies, we offer our clients a large breadth and depth of capabilities, while creating cross selling and partnership opportunities between our portfolio companies.

### Our Focus

We are a consolidator of companies within the Solutions, Staffing and Technology space. We acquire majority ownership in companies that reflect strong financials and growth prospects, thoughtful management, and a solid track record of new client acquisition and retention.

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

Futuris Technology Services Inc.  
Talent Beacon LLC  
The Tasa Group  
Computer Deductions Inc.  
AkVarr  
Health HR/ Affordable Rehab Services Inc  
Cadan Technologies

C. Describe the issuers' principal products or services.

Futuris is a national provider of technology staffing services and workforce solutions that meet the unique needs and demanding expectations of Fortune 1000, SMB commercial and public sector clients across the U.S. Over the last five years, we've successfully deployed hundreds of consultants on long term, mission critical assignments at a long list of prestigious and demanding companies, including 12 of the Fortune 100, 34 of the Fortune 500 and over 150 industry-leading large and SMB clients.

**6) Issuer's Facilities**

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

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

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

Office Address: 22, Baltimore Road, Rockville, MD 20850  
Monthly Lease Amount - \$20,500

Term of Lease - 12 Months

Computer Deductions Inc. - Has 3 offices on Lease as per details given below:

a) Address - 8680 Greenback Lane, Suite 210, Orangevale CA 95662

Size of Property - 78592 sq. ft.

Lease Period - 10/01/2018 to 09/30/2023

Monthly Rate - \$7904.91 per month

b) Address - 1350 E. Wilshire Ave., Santa Ana, California 92705

Size of Property - 3200 sq. ft

Lease Period - 09/01/2017 and ending on Month to Month

Monthly Rate - \$2950 per month

c) Address - 1370-1400 E. Wilshire Ave., Santa Ana, California 92705

Size of Property - 3250 sq. ft

Lease Period - 09/01/2017 and ending on Month to Month

Monthly Rate - \$2975 per month

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

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Madhavi Doki</u>	<u>Owner of more than 5%</u>	<u>1013, Founders Ridge Lane, McLean, VA 22102</u>	<u>28,062,500</u>	<u>Common Stock</u>	<u>7.06%</u> <sup>5</sup>	_____
<u>Igly Trust</u>	<u>Owner of more than 5%</u>	<u>206, Colchester Road, Fairfax, VA 22030</u>	<u>43,380,054</u>	<u>Common Stock</u>	<u>13.9%</u> <sup>5</sup>	<u>Sasha Pathuri</u> <u>Shiven Pathuri</u> Beneficial Owners
<u>Judos Trust</u>	<u>Owner of more than 5%</u>	<u>4902, Finchem CT, Fairfax, VA 22030</u>	<u>88,388,894</u>	<u>Common Stock</u>	<u>28.2%</u> <sup>5</sup>	<u>Arjun Doki</u> <u>Neeraja Doki</u> Beneficial Owners
<u>Ovvan Yayu Trust</u>	<u>Owner of more than 5%</u>	<u>4902, Finchem CT, Fairfax, VA 22030</u>	<u>88,250,000</u>	<u>Common Stock</u>	<u>28.2%</u> <sup>5</sup>	<u>Rohan Doki</u> <u>Rahul Doki</u> Beneficial Owners
<u>Kalyan Pathuri</u>	Director & Officer	<u>206, Colchester Road, Fairfax, VA 22030</u>	<u>5,422,507</u>	<u>Common Stock</u>	<u>1.7%</u> <sup>5</sup>	_____
<u>Naveen Doki</u>	Director & Officer	<u>4902, Finchem CT, Fairfax, VA 22030</u>	<u>11,048,612</u>	<u>Common Stock</u>	<u>3.5%</u> <sup>5</sup>	

<sup>5</sup>Calculated as if all Series M Preferred shares were converted to common shares with 312.204,400 common shares issued.

## 8) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

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

None

## 9) Third Party Providers

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

### Securities Counsel

Name: Samuel Whitley  
Firm: Whitley LLP  
Address 1: 24285 Katy Freeway, Suite 300  
Address 2: Katy, TX  
Phone: 281-206-0434  
Email: swhitley@whitley-llp.com

### Accountant or Auditor

Name: Richard Edelson  
Firm: Get OTC Current LLC  
Address 1: 1050 West Jericho Turnpike  
Address 2: Smithtown, NY 11787

Phone: 631-747-0117  
Email: Rich@getotccurrent.com

#### Investor Relations

Name:  
Firm:  
Address 1:  
Address 2:  
Phone:

#### Other Service Providers

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

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

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

##### *Principal Executive Officer:*

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

The certifications shall follow the format below:

I, Kalyan Pathuri certify that:

1. I have reviewed this Quarterly Disclosure Statement of Futuris Company;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material factor 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.

3/15/2023 [Date]

Kalyan Pathuri [CEO's Signature]

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

##### *Principal Financial Officer:*

I, Robert Day certify that:

1. I have reviewed this Quarterly Disclosure Statement of Futuris Company

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material factor 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.

3/15/2023 [Date]

Robert Day [CFO's Signature]

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

**FUTURIS COMPANY**  
**CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	<u>Jan 31,2023</u>	<u>January 31,2022</u>
<b>ASSETS</b>		
Current Assets:		
Cash and cash equivalents	\$ 4,307,561	\$ 1,140,992
Accounts Receivable	3,632,434	2,107,232
Prepaid expenses and other current assets	6,255,546	4,644,738
Total current assets	<u>14,195,541</u>	<u>7,892,963</u>
Non-current assets:		
Fixed assets, net	56,357	62,121
Due to subsidiaries	4,488,078	6,775,684
Goodwill	11,724,657	8,696,406
Total non-current assets	<u>16,269,093</u>	<u>15,534,212</u>
<b>TOTAL ASSETS</b>	<u>\$ 30,464,634</u>	<u>\$ 23,427,174</u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 11,017,569	\$ 7,704,744
Loans payable-Other	1,623,945	5,668,885
Due to/from Factor	8,159,569	
Payroll tax liabilities	1,742,049	473,819
Loans payable	5,162,660	7,113,971
Total current liabilities	<u>27,705,792</u>	<u>20,961,420</u>
Total liabilities	<u>27,705,792</u>	<u>20,961,420</u>
Preferred stock		
Common stock 1,000,000,000 shares authorized; \$0.001 par value; 39,898,622 shares issued and outstanding at Oct 31, 2022 and 288,352,964 at Oct 31, 2021	960,319	499,012
Share redemption		
Additional paid in capital	3,367,914	3,609,677
Accumulated deficit	(1,569,391)	(1,642,934)
Total stockholders' equity	<u>2,758,842</u>	<u>2,465,755</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<u>\$ 30,464,634</u>	<u>\$ 23,427,174</u>

**FUTURIS COMPANY**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Unaudited)

	<b>For the Quarter Ended Jan 31, 2023</b>	<b>For the Quarter Ended January 31, 2022</b>
<b>Revenues</b>	\$ 10,530,263	\$ 8,381,171
COGS	<u>7,102,676</u>	<u>1,944,874</u>
Gross Profit	<u>3,427,587</u>	<u>6,436,297</u>
 Selling, general & administrative	 2,398,208	 6,279,863
EBIDTA	<u>1,029,379</u>	<u>156,434</u>
 Amortization		
Depreciation	11,922	2,652
EBIT	<u>1,017,457</u>	<u>153,782</u>
 Net Interest	 4,488	 69,023
 Net Operational Income before Taxes	 1,012,969	 84,759
 Taxes	 -	 7,185
<b>Net Income (Loss)</b>	<b>\$ <u>1,012,969</u></b>	<b>\$ <u>77,574</u></b>

**FUTURIS COMPANY**  
**STATEMENTS OF CASH FLOWS**  
(Unaudited)

	<b>For the Quarter Ended January 31,2023</b>	<b>For the Quarter Ended January 31,2022</b>
Cash flows from operating activities		
<b>Adjustments to reconcile net income</b>		
to net cash provided by opearating activities:		
Net Income	\$ 1,012,969	\$ 77,574
Depreciation & Amortization	11,922	2,652
Changes in current assets and liabilities:	-	
Decrease in accounts receivable	1,935,756	1,598,070
Decrease in prepaid expenses	916,504	(55,568)
Decrease in Inventory	75,772	
Decrease in current liabilities	(904,285)	1,293,520
Increase in accounts payable	772,549	757,129
Decrease in advances	(981,083)	(43,046)
Increase in accrued expenses	877,197	985,726
Net cash used by operating activities:	<u>3,717,302</u>	<u>4,616,056</u>
Cash flows from investing activities		
Capital expenditures	(70,000)	(4,388,000)
Cash Paid for Acquisitions		
Net cash used by investing activities	<u>(70,000)</u>	<u>(4,388,000)</u>
Cash flows from financing activities		
Loans	(460,773)	(1,107,079)
APIC	-	1,527,320
<b>Net cash used by Financing activities</b>	<u>(460,773)</u>	<u>420,240</u>
Net decrease in cash	3,186,529	648,296
<b>Cash balance, beginning of period</b>	<u>1,121,033</u>	<u>492,696</u>
Cash balance, end of period	<u>\$ 4,307,561</u>	<u>\$ 1,140,992</u>

**FUTURIS COMPANY**  
**STATEMENTS OF CHANGES IN STOCKHOLDERS DEFICIT**  
**January 31, 2023**

	Preferred Stock		Common Stock		Additional Paid in Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount			
Balance July 31, 2020	32	\$ 0	288,352,675	\$ 288,353	\$	(1,629,227)	\$ (1,340,874)
Common stock issued			22,895,658	22,896	2,338,580		2,361,476
Preferred share exchange - Series M	273,000	27	(273,000,000)	(273,000)			(272,973)
Common Stock Beginning Balance Adjustment			900,289	900			900
Net Loss for the Year						(1,141,252)	(1,141,252)
Effect of Profit and Loss Adjustment						1,635,050	1,635,050
Balance July 31, 2021	273,032	\$ 27	39,148,622	\$ 39,149	\$ 2,338,580	\$ (1,135,429)	\$ 1,242,327
Common stock issued			750,000				-
Net Loss for the Quarter						(136,643)	(136,643)
Effect of Acquisitions					(45,581)	2,111,752	2,066,171
Balance October 31, 2021	273,032	\$ 27	39,898,622	\$ 39,149	\$ 2,292,999	\$ 839,680	\$ 3,171,855
Common stock issued			900,000	900	498,012		498,912
Net Income for the Quarter						77,574	77,574
Effect of Acquisitions					1,277,602	(2,560,188)	(1,282,586)
Balance January 31, 2022	273,032	\$ 27	40,798,622	\$ 40,049	\$ 4,068,613	\$ (1,642,934)	\$ 2,465,755
Common stock issued			6,983,105	308,811			308,811
Net Income for the Quarter						514,096	514,096
Prior period adjustments					(1,218,461)		(1,218,461)
Balance April 30, 2022	273,032	\$ 27	47,781,727	\$ 348,860	\$ 2,850,152	\$ (1,128,838)	\$ 2,070,201
Common stock issued			6,000,000				-
Net Income for the Quarter						307,053	307,053
Acquisition Adjustments					517,735		517,735
Balance July 31, 2022	273,032	\$ 27	53,781,727	\$ 348,860	\$ 3,367,887	\$ (821,785)	\$ 2,894,989
Common stock issued			1,179,941				-
Net loss for the Quarter						(388,292)	(388,292)
Prior period adjustments						(2,705)	(2,705)
Balance October 31, 2022	273,032	\$ 27	54,961,668	\$ 348,860	\$ 3,367,887	\$ (1,212,782)	\$ 2,503,992
Common stock issued			2,632,599				-
Net Income for the Quarter						1,012,969	1,012,969
Prior period adjustments							-
Balance January 31, 2023	273,032	\$ 27	57,594,267	\$ 348,860	\$ 3,367,887	\$ (199,813)	\$ 3,516,961

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## (1) Summary of Significant Accounting Policies

### *Nature of Operations*

The Futuris Company (the “Company”) is incorporated in the state of Wyoming. The company was acquired through the process of a Reverse Merger and the name was changed from the erstwhile name of Mission Mining Company to Futuris Company. The Company ranks among the best Employer of Record, and staffing solutions companies. The Company works with prestigious clients across the United States having global presence. The Company team currently has around 67 talented individuals working with the company, all of whom are dedicated to the Company’s innovative work, as well as giving back to the communities in which it operates. Futuris Company is a fastpaced growing company which is growing both through the Organic and the Inorganic channel and has completed the acquisition of six subsidiaries namely Futuris Technology Services, Inc, Talent Beacon LLC, Computer Deductions Inc., TASA, Inc., HealthHR, Inc., and Akvarr, Inc.

### *Use of Estimates*

The financial statements and related disclosures are prepared in conformity with United States (U.S.) generally accepted accounting principles (“G.A.A.P.”). The Company must make estimates and judgments that affect the amounts reported in the financial statements and accompanying notes. Estimates are used for, but not limited to revenue recognition, allowances for doubtful accounts, useful lives for depreciation and amortization, loss contingencies, income taxes, and the assumptions used for web site development cost classifications. Actual results may be materially different from those estimated. In making its estimates, the Company considers the current economic and legislative environment.

### *Going Concern*

The accompanying consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As of January 31, 2023, the Company had a stockholder’s Net worth of \$3,516,961. For the three-month period ended January 31, 2023 the company had a net income of \$1,012,969.

During the quarter ended October 31, 2022, the company’s principal source of liquidity was from Loans taken from Factoring Companies, Financial Institutions and cash generated at the subsidiary level.

The company is funding its future growth strategy through the sale of equity, convertible notes payable and shareholder loans.

The October 31, 2020 figures include the results of Pioneer Global, Inc. This Company was previously acquired by Futuris; however, it was transferred back to the original owners. Due to time constraints, the Company was unable to reclassify the results to discontinued operations and will do so in the future.

### *Cash and Cash Equivalents*

The Company considers all highly liquid investments with an original maturity of 90-days or less to be cash equivalents.

### *Accounts Receivable, Contract Assets and Contract Liabilities (Deferred Revenue)*

Receivables represent both trade receivables from customers in relation to fees for the Company’s services and unpaid amounts for benefit services provided by third-party vendors, such as healthcare providers for which the Company records a receivable for funding until the payment is received from the customer and a corresponding customer obligations liability until the Company disburses the balances to the vendors.

The Company provides for an allowance for doubtful accounts by specifically identifying accounts with a risk of collectability and providing an estimate of the loss exposure. Management considers all contract receivables as of April 30, 2022 to be fully collectible, therefore an allowance for doubtful accounts is not provided for.

The Company records accounts receivable when its right to consideration becomes unconditional. Contract assets primarily relate to the Company rights to consideration for services provided that they are conditional on satisfaction of future performance obligations.

The Company records contract liabilities (deferred revenue) when payments are made or due prior to the related performance obligations being satisfied. The Company does not have any material contract assets or long-term contract liabilities.

### *Property and Equipment*

Property and equipment are stated at cost and are depreciated using primarily the straight-line method over the following estimated useful lives: furniture, fixtures, and computer equipment — 3 to 7 years; leasehold improvements — overestimated useful life of asset. Expenditures for renewals and betterments are capitalized whereas expenditures for repairs and maintenance are charged to income as incurred. Upon sale or disposition of property and equipment, the difference between the unamortized cost and the proceeds is recorded as either a gain or a loss. Since the company is yet to acquire any assets of capital nature, currently there is no depreciation reported in the financials.

### *Software Development Costs*

Costs incurred to develop software and websites are capitalized and amortized. Development costs are capitalized from the time the software is considered probable of completion until the software is ready for use. Costs incurred related to the planning and post implementation phases of development are expensed as incurred. Cost associated with the platform content or the repair or maintenance, including transfer of data between existing systems are expensed as incurred. Capitalized costs are amortized using the straight-line method over the estimated useful life of the software, estimated at 3 years.

### *Fair Value Measurements*

The Company measures fair value based on the price that the Company would receive upon selling an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date. Various inputs are used in determining the fair value of assets or liabilities. Inputs are classified into a three-tier hierarchy, summarized as follows:

- Level 1 – Quoted prices in active markets for identical assets or liabilities
- Level 2 – Other significant observable inputs
- Level 3 – Significant unobservable inputs

When Level 1 inputs are not available, the Company measures fair value using valuation techniques that maximize the use of relevant observable inputs (Level 2) and minimizes the use of unobservable inputs (Level 3).

### *Revenue Recognition*

The Company has adopted the new accounting standard ASC 606, Revenue from Contracts with customers for all open contracts and related amendments using the modified retrospective amendment method. The adoption has no impact to the reported results. Results for reporting period are being presented under ASC 606. There are no historic financials where the comparative information for the earlier periods needs any restatement. The Company recognizes revenue in accordance with ASC 606, the core principle of which is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled to receive in exchange for those goods and services. To achieve this core principle, five basic criteria must be met before revenue can be recognized: (1) identify the contract with a customer; (2) identify the performance obligations in the contract; (3) determine the transaction price; (4) allocate the transaction price to performance obligations in the contract; and (5) recognize revenue when or as the Company satisfies a performance obligation.

The Company recognizes revenues when control of the promised services is transferred to its clients, in an amount that reflects the consideration the Company expects to be entitled to receive in exchange for those services. The Company revenues are recorded net of any sales, value added, or other taxes collected from its clients.

A performance obligation is a promise in a contract to transfer a distinct service to the client, and it is the unit of account in the new accounting guidance for revenue recognition. Most of the Company contracts have a single performance obligation as the promise to transfer the individual services is not separately identifiable from other promises in its contracts and, therefore, is not distinct. However, the Company can have multiple performance obligations within its contracts as discussed below. For performance obligations that the Company satisfies over time, revenues are recognized by consistently applying a method of measuring progress toward satisfaction of that performance obligation. The Company generally utilizes an input measure of time (e.g., hours, days, months) of service provided, which most accurately depicts the progress toward completion of each performance obligation.

The Company generally determines standalone selling prices based on the prices included in the client contracts, using expected costs plus margin, or other observable prices. The price as specified in the Company client contracts is generally considered the standalone selling price as it is an observable input that depicts the price as if sold to a similar client in similar circumstances. Certain client contracts have variable consideration, including credits, sales allowances, rebates or other similar items that generally reduce the transaction price. The Company estimates variable consideration using whichever method, either the expected value method or most likely amount method, better predicts the amount of consideration to which the Company will become entitled based on the terms of the client contract and historical evidence. These amounts may be constrained and are only included in revenues to the extent the Company does not expect a significant reversal when the uncertainty associated with the variable consideration is resolved. The Company variable consideration amounts are not material, and the Company does not believe that there will be significant changes to its estimates.

The Company client contracts generally include standard payment terms. The payment terms vary by the type of the clients and services offered and the clients rating. Client payments are typically due approximately 30-60 days after invoicing but may be a shorter or longer term depending on the contract. The Company client contracts are generally between one and twenty-four months in duration but majority of contracts have automatic renewal clause unless terminated by the client. The timing between satisfaction of the performance obligation, invoicing and payment is not significant. For certain services and client types, the Company may require payments prior to delivery of services to the client, for which deferred revenue is recorded.

### *Revenue Service Types*

The following is a description of the Company revenue service types, including Outsourced Contingent Workforce, Employer of Record, and Permanent Recruitment.

### *Outsourced Contingent Workforce*

Outsourced Contingent Workforce services include the augmentation of clients' workforce with its contingent employees performing services under the client's supervision, which provides its clients with a source of flexible labor. The Company recognizes revenues over time based on a fixed amount for each hour of staffing and interim service provided. The Company Outsourced Contingent Workforce services include utilizing contingent employees who are generally experts in a specific field advising the client to help find strategic solutions to specific matters or achieve a particular outcome. The Company services may also include managing certain processes and functions within the client's organization. The Company recognizes revenues over time based on (i) clients benefiting from services as the Company is providing them, (ii) clients controlling an asset as it is created or enhanced, or (iii) performance not creating an asset with an alternative use and having an enforceable right to payment for the services the Company has provided to date. The Company generally utilize an input measure of time for the service provided, which most accurately depicts the progress toward completion of these performance obligations. The price as specified in the Company client contracts is generally considered the standalone selling price as it is an observable input that depicts the price as if sold to a similar client in similar circumstances.

### ***Employer of Record***

Employer of Record services provides the administrative, HR, legal and tax-related compliance requirements associated with payrolling of employees in any industry. The Company recognize revenues over time based on a fixed amount for each hour of staffing and interim service provided.

### ***Permanent Recruitment***

Permanent Recruitment services include providing qualified candidates to its clients to hire on a permanent basis. The Company recognizes revenues for its Permanent Recruitment services at a point in time when the Company places the qualified candidate, because the Company has determined that control of the performance obligation has transferred to the client (i.e., service performed) as the Company has the right to payment for its service and the client has accepted the Company service of providing a qualified candidate to fill a permanent position. Revenues recognized from the Company Permanent Recruitment services are based upon either a fixed fee per placement or as a percentage of the candidate's salary.

### ***Income Taxes and Uncertain Tax Positions***

The Company accounts for income taxes in accordance with the accounting guidance on income taxes at the end of the year. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between financial statement carrying amounts of existing assets and liabilities and their respective tax basis, and net operating loss and tax credit carryforwards. 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 difference is related to a change in the tax accounting method.

A valuation allowance is recorded against deferred tax assets in these cases when management does not believe that the realization is more likely than not. While management believes that its judgements and estimates regarding deferred tax assets and liabilities are appropriate, significant differences in actual results may materially affect the Company's future financial results.

For financial reporting purposes, the Company recognizes tax positions claimed or expected to be claimed based upon whether it is more likely than not that the tax position will be sustained upon examination. The Company has no tax positions as of January 31, 2023 for which the ultimate deductibility is highly certain but for which there is uncertainty about the timing of such deductibles. Interest, if any, related to income tax liabilities is included in interest expense. Penalties, if any, related to income tax liabilities are included in operating expense.

The Company reports their deferred tax liabilities and deferred tax assets, together as a single noncurrent item on their classified balance sheet.

### ***Advertising***

The Company follows a policy of charging the costs of advertising to expense as incurred. The company has incurred \$132,430 towards advertising expenses during the quarter ended January 31, 2023. The only expenses incurred under the head Advertising relate to more of Corporate Media Communications.

## **(2) Related Party Transactions**

### ***Transfer of Futuris Technology Services, Inc into Futuris Company***

Futuris Technology Services, Inc. was a wholly owned subsidiary of majority shareholder Naveen Doki and has been transitioned into Futuris Company post Reverse Merger.

### ***Long Term Interest Free Loan***

The Company has a Long Term Interest Free Loan from the majority shareholders predominantly Naveen Doki for \$1,559,924 as at January 31, 2023. There is no fixed tenure for repayment of the loan.

### ***Office Premises***

The Company has entered into a Lease arrangement for Office premises at 22, Baltimore Road, Rockville, Maryland with its majority shareholders against a monthly lease rental of \$20,500.

### **(3) Receivables Sold with Recourse**

The Company has a factoring and security agreement with First Avenue Funding, LLC. The advanced rate is 90% of eligible accounts receivable (as defined by the agreement) and has Interest payable at 1.385% per month calculated on daily outstanding balance and adjusted with any increase to Prime rate as published in Wall Street Journal.

In accordance with the agreement a reserve amount is required for the total unpaid balance of all purchased accounts multiplied by a percentage equal to the difference between one hundred percent and the advanced rate percentage. As of January 31, 2023, the required amount was 10%. Any excess of the reserve amount is paid to the company as and when requested. If a reserve shortfall exists for a period of ten-days, the Company is required to make payment to the financial institution for the shortage.

The Company also has a factoring agreement with FSW Funding. The advanced rate is 90% of eligible accounts receivable (as defined by the agreement) and has Interest payable at 1.35% per month calculated on daily outstanding balance and adjusted with any increase to Prime rate as published in Wall Street Journal. The agreement also allows unbilled accounts receivable to be factored.

### **(4) Operating Lease**

The Company has an Operating Lease for office premises with its majority shareholders.

### **(5) Auditing Standards Updates (ASU)**

In February 2016, the FASB issued ASU 2016-02, Leases (Topic 842) ("ASC 842"), which requires lessees to recognize a right-of-use asset and lease liability on the balance sheet for most lease arrangements and expands disclosures about leasing arrangements for both lessees and lessors, among other items. The company has entered into a lease agreement for its office premises during the quarter ended April 30, 2021 and is complying with the provisions of ASC 842 in that respect.

### **(6) Goodwill**

Goodwill represents the excess of the purchase price over the fair value of the net assets acquired in business combinations.

The company has acquired Talent Beacon LLC, a corporation organized under the laws of New Jersey On 1<sup>st</sup> November 2020 for a consideration of \$880,000 all issued in shares @ \$0.20 per share. The resulting Goodwill from this acquisition is \$879,952. ASC 350, requires that goodwill be tested for impairment at the reporting unit level on an annual basis. For the purpose of current financials, since the acquisition is recent and valuation of Goodwill is current and covering the Covid Impact, no impairment for Goodwill has been recognized.

In April 2021, the company acquired Computer Deductions Inc, a California corporation on 26<sup>th</sup> April 2021 for a consideration of \$4,500,000. The Net Assets acquired from the acquisition were for \$1,636,242 thereby resulting in Goodwill of \$2,863,758.

On June 16, 2021, the Company acquired TASA, Inc. The Company deducted the net assets from the purchase price resulting in Goodwill of \$1,888,073 recorded on the balance sheet.

On June 30, 2021, the Company acquired HealthHR, Inc. The Company deducted the net assets from the purchase price resulting in Goodwill of \$286,612 recorded on the balance sheet.

On September 30, 2021, the Company acquired AkVarr, Inc. The Company deducted the net assets from the purchase price resulting in Goodwill of \$2,071,731 recorded on the balance sheet.

On December 31, 2021, the Company acquired Cadan Technologies for \$4,388,000.

### **(7) Promissory Note**

On April 26, 2021, the company issued additional promissory notes of \$1 million payable in 36 monthly instalments of principal and interest in the amount \$29,746.90 per month.

On December 31, 2021, the company issued a promissory note in the amount of \$1,013,000 for the acquisition of Cadan Technologies. The note bears interest of 4.5% per annum and is due on 1/31/2025.

On January 18, 2022, the company issued a convertible note in the amount of \$22,000 to Apogee Ventures LLC. The note is due on January 18, 2023 and is convertible at the lesser of \$0.10 or 50% of the lowest price during the prior 20 days of conversion.

## **(8) Advances to Vendors**

The company's strategy for Futuris Company is to grow both through the Organic route (Increasing business with existing customers) and Inorganic option (Acquisition of niche high margin businesses). To achieve this target, the company has hired two entities who will scout for potential sellers meeting the company defined business parameters, identify potential investors to achieve the fast-paced growth strategy and provide skilled manpower support on an as and when required basis. An aggregate amount of \$ 76,619 has been advanced to vendors as of January 31, 2023. The amount advanced is considered good and are not doubtful of recovery.

## **(9) Accrued Liabilities**

Accrual basis of Accounting requires all costs to be recognized in the period in which they are incurred and matched with revenue so as to reflect correct profit/(loss) for a given period. However, there can be situations where there can be timing difference between when a cost is incurred and when the claim is submitted and paid. To mitigate this timing difference, the company accrues for costs in the respective period when it is incurred and revenue recognized. As of January 31, 2023 the company has accrued liabilities for \$2,366,243.

## **(10) Equity**

The company on the reporting date has 5 class of shares namely Common Stock and Preferred Stock Series A, F, G & M. The par value of the common stock is \$0.001 per share. The Preferred Stock Series A, F & G is \$0.0001 per share. During the reverse merger the other series namely Preferred Series E, Preferred Series H, Preferred Series I , Preferred Series J, Preferred Series K and Preferred Series L stand cancelled by the State of Wyoming.

During the quarter ended April'2021, the company redeemed 273 million common shares.

The Preferred Share of 2019 Series A shall convert into common shares at a conversion rate of 1 preferred to 150 million common shares. The Preferred 2019 Series A share shall not be entitled to any dividends and shall not participate in any proceeds available to the Corporation's shareholders upon the liquidation, dissolution or winding up of the corporation.

The Preferred Share of Series M shall convert into common shares at a conversion rate of 1 preferred to 1000 common shares. During the quarter ended April 30,2021 there are 273,000 Series M shares issued to the shareholders whose common shares had been redeemed.

On August 16, 2021, the Company issued 750,000 shares of common stock at par value. This was the only issuance during the quarter ended October 31, 2021.

The company issued 900,000 shares of common stock during the quarter ended January 31, 2022 for services rendered and extension of notes that were due.

The company issued 6,983,105 shares of common stock during the quarter ended April 30, 2022 for services rendered.