

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

DEMAND BRANDS INC.

430 Westridge Dr.
Watsonville, CA 95076

(415) 685-0317
www.dman.co
we@dman.co
8742

Annual Report

For the period ending 12/31/2022 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

962,103,234 as of 03/15/2023

764,006,679 as of 12/31/2022

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, 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 Control¹ of the company has occurred over this reporting period:

¹ "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.

Yes: No:

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.

Demand Brands, Inc.- May 13, 2022
430 Westridge Dr., Watsonville, CA 95076

Pacific Technologies Group, Inc- Jan. 21, 2021
2118 WILSHIRE BLVD. #293, SANTA MONICA, CA, 90403

Geoenhanced Technologies, Inc- Jan 27, 2020
2118 WILSHIRE BLVD. #293, SANTA MONICA, CA, 90403

Demand Brands, Inc. - August 2018
2118 Wilshire Blvd. #293
Santa Monica, CA. 90403

Innovativ Media Group, Inc. - July 2015
12021 Wilshire Blvd. #450
Los Angeles, CA 90025

Global Gaming Network, Inc. - August 2005
7683 S.E. 27th Street #124
Mercer Island, Washington 98040

Media Classic Group Int'l - February 1996
Unknown

Deer Park Productions, Inc.
Unknown

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):

WA Active

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

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

430 Westridge Dr.
Watsonville, CA 95076

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

Check 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?

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

2) Security Information

Transfer Agent

Name: Securities Transfer Corporation
Phone: 469 633-0101
Email: Pstephan@stctransfer.com
Address: 2901 Dallas Parkway Ste 380, Plano, TX 75093

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>DMAN</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>24803B 104</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>1,000,000,000 as of date: 03/15/23</u>
Total shares outstanding:	<u>962,103,234 as of date: 03/15/23</u>
Total number of shareholders of record:	<u>104 as of date: 03/15/23</u>

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

Trading symbol:	_____
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____
Total shares outstanding:	_____
Total number of shareholders of record:	_____ as of date: _____

Trading symbol:	_____
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____ as of date: _____
Total shares outstanding:	_____ as of date: _____
Total number of shareholders of record:	_____ as of date: _____

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security: Preferred A
CUSIP (if applicable): _____
Par or stated value: \$0.0001
Total shares authorized: 100,000 as of date: 03/15/23
Total shares outstanding (if applicable): 100,000 as of date: 03/15/23
Total number of shareholders of record (if applicable): 1 as of date: 03/15/23

Exact title and class of the security: Preferred B
CUSIP (if applicable): _____
Par or stated value: \$0.0001
Total shares authorized: 10,000 as of date: 03/15/23
Total shares outstanding (if applicable): 7071 as of date: 03/15/23
Total number of shareholders of record (if applicable): 7 as of date: 03/15/23

Exact title and class of the security: Preferred E
CUSIP (if applicable): _____
Par or stated value: \$0.0001
Total shares authorized: 5,000,000 as of date: 03/15/23
Total shares outstanding (if applicable): 5,000,000 as of date: 03/15/23
Total number of shareholders of record (if applicable): 15 as of date: 03/15/23

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

Common shares hold equal dividend rights; 1:1 voting rights

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

Preferred A's hold equal dividend rights; 80% of voting rights; 80% conversion right; liquidation rights for each share of Preferred Stock in an amount equal to the Holder's pro rata share of the assets and funds of the Corporation to be distributed

Preferred B's hold equal dividend rights; voting rights of 10 votes per share; 500:1 conversion right except the Exempt B Holders, that conversion right is into a number of shares of Common Stock equal to \$2.50 divided by 0.000001 (the "Conversion Rate").; Shares of Series B Preferred Stock are anti-dilutive to reverse splits; liquidation rights are preferential to any junior shareholder at a rate of \$1.00 per share.

Preferred C's hold no dividend rights; no voting rights; no conversion rights; nor any liquidation rights.

Preferred D's hold no dividend rights; no voting rights; no conversion rights; nor any liquidation rights.

Preferred E's hold equal dividend rights; no voting rights; nine (9) times the Corporation's Fully Diluted Shares conversion rights; liquidation preference over all common and other preferred shareholders

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

Preferred E's hold Protective Rights against material or adverse changes; Registration Rights allowing at least 20% of the E shareholders to request the corporation file a registration statement covering the number of common shares to effectuate conversion of Es; Piggyback Registration Rights allowing the Es upon notice to Company to have shares adequate for conversion to be included in a registration statement Es did not request.

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

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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: Opening Balance Date December 31, 2021 Common: 570,124,670 Series Preferred A: 100,000 Series Preferred B: 1042 Series Preferred C: 0			*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.
01/15/21	Cancellation of Preferred	(10)	Series B Preferred Stock	0	No	Ingo Jucht	Cancellation of Preferred Stock	Unrestricted	Exemption
01/15/21	Conversion of Preferred to Common	25,000,000	Common	56,850	No	Ingo Jucht	Conversion of Preferred Stock to Common	Unrestricted	Exemption
01/15/21	Cancellation of Preferred	(10)	Series B Preferred Stock	0	No	GEO Asset Partners Eli Roussos	Cancellation of Preferred Stock	Unrestricted	Exemption
01/15/21	Conversion of Preferred to Common	25,000,000	Common	56,850	No	GEO Asset Partners Eli Roussos	Conversion of Preferred Stock to Common	Unrestricted	Exemption
05/14/21	Issuance of New Preferred	100,000	Series A Preferred Stock	0	No	Ian Dixon Linneaus Ltd Partnership	Acquisition of business and assets	Restricted	N/A
05/14/21	Issuance of New Preferred	1000	Series D Preferred Stock	25,000,000	No	Ian Dixon Linneaus Ltd Partnership	Acquisition of business and assets	Restricted	N/A
05/14/21	Issuance of New Common	25,000,000	Common	250,000	No	Ian Dixon Linneaus Ltd Partnership	Acquisition of business and assets	Restricted	N/A
09/13/21	Issuance of New Common	7,200,000	Common	144,000	No	Roberto Boris Cook	Business Services	Restricted	Exemption
09/13/21	Issuance of New Common	2,000,000	Common	40,000	No	Gary Taverite	Business Services	Restricted	Exemption
09/30/21	Conversion of Preferred	50,000,000	Common	900,000	No	Ingo Jucht	Conversion of Preferred	Unrestricted	Exemption
11/22/21	Cancellation	100,000	Series A preferred Stock	0	No	Ian Dixon Linneaus Ltd Partnership	Rescinded acquisition	Restricted	N/A
11/22/21	Cancellation	1000	Series D preferred Stock	(25,000,000)	No	Ian Dixon Linneaus Ltd Partnership	Rescinded acquisition	Restricted	N/A
11/22/21	Cancellation	25,000,000	Common	(250,000)	No	Ian Dixon Linneaus Ltd Partnership	Rescinded acquisition	Restricted	N/A
11/22/21	Cancellation	7,200,000	Common	(144,000)	No	Roberto Boris Cook	Improperly issued	Restricted	N/A
11/22/21	Cancellation	2,000,000	Common	(40,000)	No	Gary Taverite	Improperly issued	Restricted	N/A
01/01/22	Conversion of Preferred	55,000,000	Common	900,000	No	Daniel Hansen, Simpatico Alternatives Fund I	Conversion of Preferred	Unrestricted	Exemption

01/01/22	Conversion of Preferred	5,000,000	Common	900,000	No	Ingo Jucht	Conversion of Preferred	Unrestricted	Exemption
01/11/2022	Issuance of New Common	2,000,000	Common	20,000	No	Eli Roussos	Cash	Restricted	N/A
02/23/22	Issuance of New Common	21,900,000	Common	219,000	No	Tom Coleman, Innovativ Media Group Inc (WYO)	Cash	Restricted	N/A
06/15/2022	Issuance of New Common	5,000,000	Common	50,000	No	Ingo Jucht	Cash	Restricted	N/A
06/16/2022	Issuance of New Common	10,000,000	Common	25,000	No	Tom Coleman, Innovativ Media Group Inc	Cash	Restricted	N/A
08/03/2022	Issuance of Preferred	100,000	Series A Preferred Stock	0	No	Majique Ladnier, EEME LLC	Cash	Restricted	N/A
08/03/2022	Issuance of Preferred	5,000	Series B Preferred Stock	0	No	Majique Ladnier, EEME LLC	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	1,125,000	Series E Preferred Stock	67,500	No	Tuan Le, 8IGHTY8 Consulting LLC	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	62,435	Series E Preferred Stock	3746	No	Khawaja Zargham Bin Aamer	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	149,995	Series E Preferred Stock	9000	No	Andrew Colehower	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	874,120	Series E Preferred Stock	52,447	No	Majique Ladnier, EEME LLC	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	1,255	Series E Preferred Stock	75	No	Ankit Jain	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	60,000	Series E Preferred Stock	3600	No	Dawn R Loos	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	1,125,000	Series E Preferred Stock	67,500	No	Cavin Pham, MBX Research Inc	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	312,185	Series E Preferred Stock	18,731	No	Danish Mir	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	37,500	Series E Preferred Stock	2250	No	Paul Nguyen	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	149,995	Series E Preferred Stock	9000	No	Poe Nhem	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	224,995	Series E Preferred Stock	13,500	No	Quan Le	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	149,995	Series E Preferred Stock	9000	No	Kevin Sparks	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	539,980	Series E Preferred Stock	32,399	No	Dean Trinh	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	187,495	Series E Preferred Stock	11,250	No	Kevin Vu	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	50	Series E Preferred Stock	3	No	Tuan Le, Win-Le Bro's Property LLC	Acquisition and Business Assets	Restricted	N/A
08/19/2022	Issuance of New Common	10,000,000	Common	93,000	No	Dean Trinh, 3N LLC	Business Services	Restricted	N/A

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08/19/2022	Issuance of New Common	25,000,000	Common	232,500	No	Alumni Capital, LP	Business Services	Restricted	N/A
08/19/2022	Issuance of New Common	25,000,000	Common	232,500	No	Danish Mir	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	584,533	Common	4852	No	Ankit Jain	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	500,000	Common	4150	No	Christian Julin	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	1,169,067	Common	9703	No	Dawn R. Loos	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	1,461,333	Common	12,129	No	Kevin Sparks	Business Services	Restricted	N/A
10/14/2022	Issuance of New Common	981,458	Common	4907	No	Andrew Colehower	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	500,001	Common	2900	No	Christian Julin	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	415,567	Common	2410	No	Ankit Jain	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	1,038,917	Common	6026	No	Kevin Sparks	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	831,133	Common	4821	No	Dawn R. Loos	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	6,000,000	Common	34,800	No	Dean Trinh, 3N LLC	Business Services	Restricted	N/A
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date December 31, 2022									
Common:		764,006,679							
Series Preferred A:		100,000							
Series Preferred B:		7071							
Series Preferred C:		0							
Series Preferred E:		5,000,000							

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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, convertible 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. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
3/18/22	50,000	50,000	0	09/18/22	\$100,000 divided by the average of the closing trading price of common stock on each of the 30 days receding the Conversion Date	Nathan Nguyen	Loan
3/18/22	100,000	100,000	0	09/18/22	\$300,000 divided by the average of the closing trading price of common stock on each of the 30 days receding the Conversion Date	Mina Nguyen	Loan
3/18/22	100,000	100,000	0	09/18/22	\$300,000 divided by the average of the closing trading price of common stock on each of the 30 days receding the Conversion Date	Thang Nguyen	Loan
04/08/22	20,000	20,000	0	10/08/22	\$60,000 divided by the average of the closing trading price of common stock on each of the 30 days receding the Conversion Date	Victor Talmage	Loan
07/19/22	3,000,000	3,000,000	0	11/01/22	\$3,000,000 divided by \$0.02	3N LLC	Business Services
07/18/22	6,000,000	6,000,000	0	11/01/22	\$6,000,000 divided by \$0.02	Danish Mir Khawaja Zargham bin Aamer	Business Services

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

The Notes for Nathan Nguyen; Mina Nguyen; Thang Nguyen; and Victor Talmage were converted outside the reporting period.

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on www.otcmarkets.com).

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

Demand Brands, Inc. is a Washington company established March 8, 2005, and is engaged in the business of developing opportunities in marketing, cultivating, developing and distributing cannabis and related products. The Company provides value and solutions through service contracts to cannabis businesses consisting of several, vertically integrated cannabis related operating units including in cultivation, processing, brand management as well as both wholesale and retail distribution – a "seed to sale" platform.

B. List any subsidiaries, parent company, or affiliated companies.

Subsidiaries: CF3 SPV I, LLC ("CF3"); Demand Brands Kazakhstan Ltd.
Wholly Owned Subsidiaries of CF3: Viridi Farms; Zenith Land Management LLC

C. Describe the issuers' principal products or services.

The Company services are development, management, marketing and distribution solutions for legal cannabis businesses and their related products

During this reporting period, Demand Brands Kazakhstan Ltd., an international subsidiary, was formed. Demand Brands Inc owns 75% of the new entity, formed to develop and operate an industrial hemp business in Kazakhstan.

5) Issuer's Facilities

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

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

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

The Company maintains offices at 430 Westridge Drive Watsonville, CA. 95076 and has following facilities: None

The company has lease rights, through Zenith Land Management LLC, which is a wholly owned subsidiary to following lease:

- I. 50 Acres of Parcel known as 196 Brown Valley Road, Corralitos, CA 95076 consisting of adjoining APN's 107-181-26 and 107-181-09. The term of this lease is seven years, it commenced on December 31, 2017, with an option to extend for an additional term, to be negotiated depending on business climate and conditions at the time of extension.

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more that 5% of any class of the issuers securities, 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.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Names of All Officers, Directors and Control Persons	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 corporate entity
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<u>Kevin Sparks</u>	<u>CEO</u>	<u>San Martin, CA</u>	<u>2,650,245</u> <u>common;</u> 149,995 Preferred E	<u>Common;</u> <u>Series E</u>	<u>0.53%</u> <u>common</u> 2.99% Es	<u>N/A</u>
<u>Dawn R. Loos</u>	<u>CCO; Secretary;</u> <u>Director</u>	<u>Willits, CA</u>	<u>2,060,200</u> <u>common;</u> <u>60,000</u> Preferred E	<u>Common;</u> <u>Series E</u>	<u>0.41%</u> <u>common</u> 1.2% Es	<u>N/A</u>
<u>Ankit Jain</u>	<u>CAO</u>	<u>KY, India</u>	<u>1,001,355</u> <u>common</u> <u>1255 Preferred</u> E	<u>Common;</u> <u>Series E</u>	<u><0.001 %</u> <u>common</u> <0.025% Es	<u>N/A</u>
<u>Peter Erdekian</u>	<u>Director</u>	<u>Fountain Hills, AZ</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
<u>Hannah Jensen</u>	<u>Director</u>	<u>Gilroy, CA</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
<u>Jose Rodriguez</u>	<u>Director</u>	<u>Morgan Hill, CA</u>	<u>0</u>	<u>Common</u>	<u>0</u>	<u>N/A</u>
<u>Deep Singal</u>	<u>Director</u>	<u>San Jose, CA</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>

7) Legal/Disciplinary History

A. 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);

No

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

No

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

No

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

No

- B. 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.

Superior Court of California, Santa Cruz County, Case No. 21CV02657
Troy Moore v Viridi Farms, et al

Plaintiff is a private lender who loaned funds to Viridi Farms for the purpose of lending the funds to a third party business client for operating capital. The third party went out of business and defaulted on payments. Plaintiff seeks remedy from Viridi and multiple defendants. Amended Complaint prays for \$245,068.50 in damages, pre-judgment interest; costs of suit; and attorney's fees. Plaintiff represented in propria persona effective 02 24 23. Plaintiff seeks a reduced settlement offer prior to May 5, 2023.

Superior Court of California, Santa Cruz County, Case No. 22CV01932; file date: 09/08/22
JPP Investments Westridge, LLC v Viridi Farms

Plaintiff is the leaseholder of Defendant Viridi's office facility. Viridi was in breach of the terms of the lease for late payment of monthly rent. Damages prayed in approximately \$24,000. Parties reached a conditional settlement on 10/11/22.

Superior Court of California, Santa Cruz County, Case No. 22CV02329; file date: 10/21/22
The Lyman Group dba Grow West vs Viridi Farms et al.

Plaintiff is a vendor to Defendant Viridi Farms. Viridi Farms is in arrears on accounts payable to Plaintiff. Defendant Viridi Farms was making payments on the debt at the time of the law suit. Plaintiff seeks \$140,225.81 in damages; attorney fees; and late fees.

Third Judicial District Court, Salt Lake City Department, State of Utah, Case No. Civil No. 220904172, filed 07/22
ACH Capital West LLC., v. Viridi Farms/Dean Trinh

Plaintiff is a lender suing for breach of contract. Viridi Farms secured an operating capital loan in July of 2021 as a private company. Viridi Farms defaulted on the monthly payments. Damages requested of \$650,000 and daily interest to entry of judgment. Parties are negotiating settlement of the matter.

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Samuel Whitley, Whitley LLP, Attorneys at Law
Address 1: 24285 Katy Fwy Suite 300
Address 2: Katy, TX 77494
Phone: (281) 206-0434
Email: swhitley@whitley-llp.com

Accountant or Auditor

Name: Ben Borgers
Firm: BF Borgers CPA PC
Address 1: 5400 W Cedar Ave
Address 2: Lakewood, CO
Phone: (303) 953-1454
Email: ben@bfbcpa.us

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

Twitter: demandbrands
Discord: _____
LinkedIn: Demand Brands
Facebook: Demand Brands
[Other: IG] demandinc

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), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Financial Statements

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

- IFRS
 U.S. GAAP

B. The following financial statements were prepared by (name of individual)²:

Name: Ankit Jain
Title: CAO
Relationship to Issuer: Officer

Describe the qualifications of the person or persons who prepared the financial statements: Chartered AccountantK

² The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

Provide the following financial statements 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.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

Important Notes:

- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

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, KEVIN SPARKS, certify that:

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

March 29, 2023 [Date]

/s/KEVIN SPARKS [CEO's Signature]

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

Principal Financial Officer:

I, KEVIN SPARKS, certify that:

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

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

March 29, 2023 [Date]

/s/KEVIN SPARKS [CFO's Signature]

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

DEMAND BRANDS, INC

UNAUDITED FINANCIAL STATEMENTS

For the Year Ended December 31, 2022
and Year Ended December 31, 2021

Demand Brands, Inc
Statement of Financial Condition (Unaudited)
As of December 31, 2022
(Expressed in United State Dollars)

<u>ASSETS</u>	<u>31-Dec-22</u>	<u>31-Dec-21</u>
<u>Current Assets</u>		
Cash and cash equivalents	36,958	77,972
Accounts receivable, net	1,026,637	1,028,637
Current tax assets	-	2,311
Line of Credit	7,089,872	6,763,513
<u>Other assets</u>	31,662	31,662
Total Current Assets	8,185,129	7,904,095
<u>Non-Current Assets</u>		
Equipment , net of depreciation	97,681	111,262
Other assets	190,095	188,905
Total non-current Assets	287,776	300,167
Total Assets	8,472,905	8,204,262
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>		
<u>Current Liabilities</u>		
Short-Term Loans	3,011,754	2,852,991
Related party loans	1,094,889	1,079,389
Subscription Received in Advance	202,222	-
Accounts payable, net	439,313	338,259
Interest Payable	443,636	-
Accrued Wages	98,750	98,750
Convertible Notes	270,000	-
Other current liabilities	695,044	786,307
Total Current Liabilities	6,255,608	5,155,696
<u>Non - Current Liabilities</u>		
Long Term Loan	2,188,316	2,329,246
Vehicle Loan	3,267	18,016
Security Deposit Held	172,302	172,302
Total non-current Liabilities	2,363,885	2,519,564
Total Liabilities	8,619,493	7,675,260
<u>Stockholders' Equity</u>		
Preferred stock, authorized 100,000 shares, series A, \$0.0001 par value, 100,000 shares issued and outstanding for all periods	10	10
Preferred stock, authorized 10,000 shares, Series B \$0.0001 par value, 7,071 and 7,071 shares issued and outstanding, respectively	1	1
Preferred stock, authorized 5,000,000 shares, Series B \$0.0001 par value, 5,000,000 and 5,000,000 shares issued and outstanding, respectively	-	-
Common stock, authorized 1,000,000,000 shares, \$0.0001 par value, 754,239,603 shares issued and outstanding	695,021	45,395
Additional paid in capital	(15,656)	(15,656)
Accumulated deficit	499,252	(248,326)
Retained Earning	(1,325,216)	747,578
	(146,588)	529,002
Total Liabilities and Shareholders' Equity	8,472,905	8,204,262

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

Demand Brands, Inc
Statement of Operations (Unaudited)
For the year ended December 31, 2022
(Expressed in United State Dollars)

<u>Statement of Operations</u>	<u>31-Dec-22</u>	<u>31-Dec-20</u>
Income		
Rent Income	238,661	615,837
Management Fees Income	218,788	3,200,611
Service Fees Income	9,750	136,476
Total Net Service Income	467,199	3,952,924
Total Cost of Services	-	(3,950)
Gross profit	467,199	3,956,874
Costs and Expenses		
Professional Services	933,100	837,027
Depreciation Expense	13,581	13,395
Other Expenses	67,590	110,745
Rent Expense	292,619	576,631
Farm Expenses	24,948	85,216
Payroll Expenses	35,019	870,351
Tax Expenses	77,392	7,000
Loan Fees	-	222,463
Bad Debt and assets written off	-	20,083
Total Operating Expenses	1,444,249	2,742,910
Interest and other, net	348,166	466,385
Net Income (loss) before income taxes	(1,325,216)	747,578
Income Taxes	-	-
Income after taxes	(1,325,216)	747,578
Earnings (loss) per share; Basic	(0.00)	0.00
Weighted average number of shares outstanding	702,336,958	536,795,672

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

Demand Brands, Inc
Statement of Cash Flow (Unaudited)
For the year ended December 31, 2022
(Expressed in United State Dollars)

<u>Statement of Cash Flow</u>	<u>31-Dec-22</u>	<u>31-Dec-21</u>
<u>Cash Flow from Operating Activities</u>		
Revenue from operation	(1,323,216)	747,578
Change in Current Assets and Current Liabilities		
Depreciation	13,581	13,395
Change in Current Assets and Current Liabilities		
Decrease/ (increase) in Account Receivable	-	295,523
Decrease/ (increase) in Other Assets	(1,190)	(20,362)
Decrease/ (increase) in Current Tax Assets	2,311	-
Increase/ (decrease) in Payroll Liabilities	-	(29,683)
Increase/ (decrease) in Interest Payable	443,636	-
Increase/ (decrease) in Account Payable	101,054	161,281
Increase/ (decrease) in Other Current Liabilities	(91,263)	245,334
Cash provided by Operating Activities	(855,086)	1,413,067
<u>Cash Flow from Investing Activities</u>		
Decrease/ (increase) in Line of Credit	(326,359)	(3,758,879)
Purchase of Fixed Assets	-	(20,000)
Increase in Other non-current Assets	-	(117,233)
Cash used by Investing Activities	(326,359)	(3,896,111)
<u>Cash Flow from Financing Activities</u>		
Equity Investment	649,626	-
Increase in Short-Term Loans	158,762	1,694,991
Increase in Subscription Received in Advance	202,222	-
Increase in Convertible Notes	270,000	-
Increase in Related party loans	15,500	542,500
Payment for Long Term Loan	(140,930)	(182,800)
Payment for Vehicle Loan	(14,748)	(14,760)
Cash provided by Financing Activities	1,140,432	2,039,931
Net cash increase for period	(41,014)	(443,114)
Cash at beginning	77,972	521,086
Cash at end of period	36,958	77,972
Supplemental disclosures of cash flow information:		
Cash paid during the period for:		
Interest	-	-
Taxes	-	-
Non-Cash Items:		
Payable acquired through share exchange	-	-
Stock issued in share exchange	-	-

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

Demand Brands, Inc
Statements Of Stockholders' Equity

	Preferred A Stock		Preferred B Stock		Preferred D Stock		Preferred E Stock		Common Stock		Additional Paid-in Capital	Retained Surplus/ (Deficit)	Total Stockholders Surplus/ (Deficit)
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount			
Balance December 31, 2020	100,000	10	2,135	1	-	-	-	-	453,954,320	45,395	(15,656)	(248,326)	(218,576)
Conversion of Preferred Stock	-	-	-	-	-	-	-	-	100,000,000	-	-	-	-
Issuance of Preferred Stock	100,000	-	-	-	1,000	-	-	-	-	-	-	-	-
Cancelled of Preferred Stock	(100,000)	-	(10)	-	(1,000)	-	-	-	-	-	-	-	-
Issuance of Common Stock	-	-	-	-	-	-	-	-	69,670,350	434,000	-	-	434,000
Cancelled of Common Stock	-	-	-	-	-	-	-	-	(25,000,000)	(434,000)	-	-	(434,000)
Profit transferred from acquired companies	-	-	-	-	-	-	-	-	-	-	-	-	-
Net Loss for year ended December 31, 2021	-	-	-	-	-	-	-	-	-	-	-	747,578	747,578
Balance December 31, 2021	100,000	10	2,125	1	-	-	-	-	598,624,670	45,395	(15,656)	499,252	529,002
Cancelled of Preferred Stock	-	-	(105)	-	-	-	-	-	-	-	-	-	-
Issuance of Common Stock	-	-	-	-	-	-	-	-	165,382,009	649,626	-	-	649,626
Issuance of Preferred Stock	-	-	5,053	-	-	-	5,000,000	-	-	-	-	-	-
Conversion of Preferred Stock	-	-	-	-	-	-	-	-	-	-	-	-	-
Profit transferred from acquired companies	-	-	-	-	-	-	-	-	-	-	-	-	-
Net Loss for quarter ended September 30, 2022	-	-	-	-	-	-	-	-	-	-	-	(1,325,216)	(1,325,216)
Balance December 31, 2022	100,000	10	7,073	1	-	-	5,000,000	-	764,006,679	695,021	(15,656)	(825,964)	(146,588)

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

NOTE 1: NATURE OF BUSINESS AND SIGNIFICANT ACCOUNTING POLICIES

The Company

Demand Brands, Inc. (the "Company") was incorporated on March 8, 2005, under the laws of the State of Washington. The Company identifies, develops, and acquires business in emerging sectors. The Company transformed itself into a vertically integrated Cannabis US Based organization in the 2nd quarter of 2021. In the 1st quarter of 2022, the Company acquired CF3 SPV I, LLC, ("CF3") which included existing Cannabis consultancy, an Agricultural Technology intellectual property for both nutrients and mold defense, and national brand management including a best-in-class Standard Operating Procedure, ("SOP") implementation business. The Company transacted via issuance of a new Series E preferred share class valued between \$250m to \$550m based on a final third-party valuation. As part of the transaction, a new management and board were brought in. They collectively have decades of experience in the industry from prominent well known industry names. The acquisitions include the following:

Cultivation and Processing

The acquisition provides the Company with a portfolio of 11 managed licenses in California with access to 236,000 SF of cultivation space and 41,500 lbs. of cannabis cultivation and processing. CF3 has established cultivation facilities on the Central Coast of California and distribution contracts throughout the state. The acquisition provides a footprint for the Company to expand to 111,000 lbs. of cannabis cultivation and processing by 2026.

Management Consulting and Brand Management

CF3 offers well-known lifestyle brands strategic advice and consulting services to enter the cannabis sector to leverage their brand equity to capture additional revenue. The Company plans to build a footprint across the continent by offering consulting services to small and medium cannabis enterprises. "In today's fragmented market supply chain, disruption and quality maintenance are the most daunting challenges," said Andrew Colehower. "Therefore, our consulting services focus on optimizing supply chain and operations to institutionalize our client's businesses. Our SOPs and technologies enable our clients to improve efficiencies, reduce G&A cost, enhance crop yield control quality standards and increase margins by offering a higher quality product."

Microbial Agricultural Technology and Genetics

The acquisition has provided the Company with licensing, manufacturing, and distribution rights to patented microbial ag-tech solutions and rights to an exclusive genetics' library. The microbial technologies have enabled specialty growers to enhance greater crop yields by 30% and THC levels up to 35%. The exclusive genetics library paired with microbial technologies, allow the Company to produce AA and AAA grade cannabis.

Wholesale and Retail Distribution

CF3 is in the process of transitioning to a Farm-Direct model to distribute 35,000 lbs. of product this year and next through the Company's trading desk.

In October 2021, the Company entered into a binding agreement with a fund for a future investment of \$5,000,000 into the Company subject to the Company completing an acceptable audit and S-1 registration statement and a successful up-listing to one of several electronic trading exchanges. Proposed terms were announced by the company in October 2021.

On March 7, 2022, the Company announced it had completed the acquisition of CF3 SPV I, LLC, ("CF3"), in an all-stock transaction. CF3's unit holders will receive convertible Series E Preferred shares. that will be valued between USD 250 to 550 million, subject to an audit and valuation being prepared by Stanton Park Advisors LLC. CF3 currently generates more than USD 28 million in annual revenue at its current run rate. The acquisition provides DMAN with multiple cannabis businesses consisting of cultivation and processing, brand management operations, and wholesale and retail distribution, with the capability to forge a footprint across North America to leverage anticipated federal deregulation.

On March 18, 2022, the Company announced its new incoming management team and four new board members. The new management team found, managed, and operated all businesses acquired by the Company as part of the recent acquisition of CF3 SPVI, LLC ("CF3"), announced on March 7, 2022, and boasts a combined industry experience of over 35 years in cannabis cultivation, processing, distribution, and marketing, dating back to when Proposition 215 legislation was introduced.

On March 23, 2022, the Company announced it had entered a significant Supply Agreement ("Agreement") with Sun Supply LLC.

Sun Supply is the exclusive operating tenant for GHP Holdings LLC, which is developing a 300-acre site in Southern California to build a campus which will comprise of 5.7

Demand Brands, Inc.
Notes to the Consolidated Financial Statement
December 31, 2022

million SF of pharma grade greenhouses and production facilities. The first phase consists of 500,000 SF greenhouse which will yield up to 180,000 lbs. of AA and AAA Grade flower, annually. The Agreement secures 180,000 lbs. annually of Cannabis flower for DMAN to sell through its retail and wholesale distribution channels and is forecasted to increase top line revenues by as much as \$258 million per annum for DMAN. As market demand changes due to the highly anticipated federal deregulation, GHP Holdings plans to expand the campus to an additional 3 million SF of greenhouses and 1 million SF of production facilities for a total of 5.7 million SF.

The first phase requires a total capitalization of \$245 million. GHP Holdings LLC and DMAN are in conversations to provide DMAN an option to make a preferred equity investment into the first phase with an option to acquire an interest in the real estate. DMAN is currently in conversations with various capital groups to raise the preferred equity investment. GHP Holdings LLC has invested over \$15 million into the first phase of this project which is now permit ready. GHP Holdings LLC is equipped to expand this facility in tandem with our relationship with Sun Supply and DMAN as market demand grows. GHP Holdings LLC truly believes that the DMAN Sun Supply partnership is a phenomenal undertaking to capitalize on the opportunity for consolidation in the industry and the need to institutionalize the business to optimize supply chain management. Sun Supply LLC is the exclusive tenant/operator of this special purpose, permit ready large scale cannabis greenhouse development and enterprise. Sun Supply LLC has a highly experienced team with extensive knowledge in cultivation, facilities management, and compliance.

Development Stage

The Company is in a development stage. During the initial period of operations, the Company is negotiating and exploring manufacturing, distribution, financing, and licensing agreements and developing products. Once sufficient products are developed and produced, and distribution channels confirmed, and certain funding goals are achieved the Company will enter its full operating stage.

Basis of Presentation

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and the rules of the Securities and Exchange Commission ("SEC"). In the opinion of management, all adjustments necessary for the financial statements to be not

Demand Brands, Inc.
Notes to the Consolidated Financial Statement
December 31, 2022

misleading have been reflected herein as the data has been presented to present management.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles in the United States requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statement and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from the estimates.

Cash Equivalents

The Company considers marketable securities, bank certificates of deposit and other readily liquid instruments as cash equivalents. Securities, if held, are valued at market price as of the end of the accounting period.

Property and Equipment

The Company owns certain equipment related to its business and the capital assets are being depreciated over their estimated useful lives using the straight-line method of depreciation on an annualized basis.

Fair Value of Financial Instruments

The Company's financial instruments consist of cash and cash equivalents, accounts receivable, accounts payable and accrued interest. The carrying amount of these financial instruments approximates fair value given prevailing market rates or a reasonable estimate of market value unless otherwise disclosed in these financial statements. The Company has hired Stanton Park Advisors to conduct a third-party valuation of the acquired CF3 business interests and enterprise value. The valuation was subsequently completed.

Income Taxes

The Company uses the asset and liability method of accounting for income taxes. Deferred tax assets and liabilities are recognized for the future tax consequences

Demand Brands, Inc.
Notes to the Consolidated Financial Statement
December 31, 2022

attributable to temporary differences between the financial statements carrying amounts of assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. We evaluate deferred tax assets to determine whether it is more likely than not that they will be realized.

Basic and Diluted Income (Loss) Per Share

Basic earnings (loss) per common share is computed by dividing net income or (loss) available to common stockholders by the weighted average number of common shares outstanding and are calculated to a maximum of .00000 percent. Diluted earnings per common share is computed similar to basic earnings per common share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. On December 31, 2021 and December 30, 2020 the Company had no stock equivalents that were anti-dilutive and excluded in the earnings per share computation and the Company's earnings and loss per share are only calculated and published on an annual basis.

Recent Accounting Pronouncements

The Company does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the results of its operations, financial position, or cash flows.

NOTE 2: PROPERTY AND EQUIPMENT

Property and equipment on December 31, 2022, consisted of office equipment and the former facilities more fully described in the extended sub-notes below.

NOTE 3: STOCKHOLDERS' EQUITY

The Company has authorized five (5) classifications of stock with four (5) designations. The classes are Common Stock, Series A Convertible Preferred Stock, Series B Preferred Stock, Series D Preferred Stock and Series E Preferred Stock.

The Company has 1,000,000,000 authorized shares and had 764,006,679 fully diluted,

Demand Brands, Inc.
Notes to the Consolidated Financial Statement
December 31, 2022

issued, and outstanding shares as of December 31, 2022 for all categories of stock.

The Company as of December 31, 2022, had 100,000 shares of Series A Convertible Preferred Stock authorized. As of 22nd February, 2022, 100,000 shares were issued. The Series A Stock is convertible to Common Stock, the number of shares of Common Stock into which the Series A Preferred Stock converts shall, in aggregate, equal eighty percent (80%) of the post conversion number of shares of Common Stock issued and outstanding. It also entitle the holder to super voting rights representing 80% voting control of the Company.

The Company as of December 31, 2022, had 100,000 shares of Series B Preferred Stock authorized and 2,083 issued and outstanding. The Series B Preferred Stock, except for shares held and/or issued in connection with certain prior agreements, was re-designated in March 2020 and is convertible into Common Stock on a basis of 1 preferred share to 500 Common shares and is non-dilutive as to stock splits. Designation changed again in July 2022 reducing the authorized number to 10,000.

The Company as of December 31, 2022, has no shares of Series D Preferred Stock issued and outstanding and this share class has been cancelled.

The Company as of December 31, 2022, has 5,000,000 shares of Series E Preferred Stock authorized and 5,000,000 issued and outstanding. During the period 5,000,000 shares of Series E were issued.

NOTE 4: COMMITMENTS AND CONTINGENCIES

The Company formerly owned and leased real property as more fully described in the notes to the Financial Statements described herein.

NOTE 5: CONCENTRATION OF CREDIT RISK FOR CASH HELD AT FINANCIAL INSTITUTIONS

The Company maintains an outside cash account. There were no amounts in excess of insured limits at the bank as of December 31, 2022. Accounts at banking institutions are insured up to \$250,000 by the Federal Deposit Insurance Corporation.

NOTE 6: RELATED PARTY TRANSACTION

Demand Brands, Inc.
Notes to the Consolidated Financial Statement
December 31, 2022

The Company have not entered into any material related party transaction during the year ended December 31, 2022.

NOTE 7: SUBSEQUENT EVENTS

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855 and has determined that no material subsequent events exist through the date of this report except the event described below.

The Company has signed Stock Purchase Agreement with CCIP Management, LLC (“the Purchaser”) for the sale of the Stock to the Purchaser for a purchase price of USD 440,000. The purchase price will be paid to the Company in 5 tranches of USD 80,000 each and one Tranche of USD 40,000. In consideration for the purchase Amount and the receipt of the same, the Company agrees to transfer to the Purchaser, the Stock in the form of a number of shares of the Company’s common stock equal to the purchase amount delivered in each payment tranche divided by the closing price of the Company’s common stock on the date of each payment tranche.