

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

APPSWARM CORP



A Wyoming Corporation
401 South Boston Avenue, Suite 500
Tulsa Oklahoma, 74105
(918)706-5497

Annual Report

For the period ending December 31, 2022 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

1,624,577,160 as of **12/31/2022**

1,237,910,494 as of **12/31/2021**

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, 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:

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.

AppSwarm, Corp.

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):

July 2016 Wyoming (Active)

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

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.

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:

**401 South Boston Avenue, Suite 500
Tulsa Oklahoma, 74105**

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: American Stock
Transfer
Phone: (602) 485-1346
Email: dcary@astfinancial.com
Address: 6201 15th Ave, Brooklyn, NY 11219**

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>SWRM</u>	
Exact title and class of securities outstanding:	<u>Common,</u>	
CUSIP:	<u>03834T 10 2</u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>2,000,000,000</u>	as of date: <u>12/31/22</u>
Total shares outstanding:	<u>1,624,577,160</u>	as of date: <u>12/31/22</u>
Number of shares in the Public Float⁶:	<u>487,928,974</u>	as of date: <u>12/31/22</u>
Total number of shareholders of record:	<u>4,489</u>	as of date: <u>12/31/22</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:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____
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:	<u>Preferred</u>	
CUSIP (if applicable):	_____	
Par or stated value:	<u>No Par Value</u>	
Total shares authorized:	<u>10,000,000</u>	<u>12/31/22</u>
Total shares outstanding (if applicable):	<u>144,362</u>	<u>12/31/22</u>
Total number of shareholders of record (if applicable):	<u>15</u>	<u>12/31/22</u>

Exact title and class of the security: _____
 CUSIP (if applicable): _____
 Par or stated value: _____
 Total shares authorized: _____ as of date: _____
 Total shares outstanding (if applicable): _____ as of date: _____
 Total number of shareholders of record (if applicable): _____ as of date: _____

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.

Voting rights, no preemptive rights

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

Preferred are entitled to 15 votes per share, as well are entitled to covert at a rate of 15 shares of common stock for every preferred share held. Preferred shareholders are entitled to dividends_

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

None

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

None

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: 2018			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance									
Date 12/31/2018 Common: 224,081,250 Preferred: 144,362									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per	Were the shares issued at a discount to market price at	Individual/ Entity Shares were issued to (entities must have individual with voting /	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
	returned to treasury)			share) at Issuance	the time of issuance? (Yes/No)	investment control disclosed).	Services Provided		
1/17/ 2019	New Issuance	10,000,000	Common	\$.001	Yes	Cherokee Holdings LLC Clay Cooley	Note Conversion	Unrestricted	4(a)(2)
2/20/2019	New Issuance	15,000,000	Common	\$.001	Yes	Cherokee Holdings LLC Clay Cooley	Note Conversion	Unrestricted	4(a)(2)
3/11/2019	New Issuance	15,000,000	Common	\$.001	Yes	Cherokee Holdings LLC Clay Cooley	Note Conversion	Unrestricted	4(a)(2)
09/10/2019	New Issuance	10,100,000	Common	\$.003	Yes	Tri-Bridge Ventures LLC John Forsythe III	Convertible Promissory Note	Unrestricted	4(a)(2)
9/19/2019	New Issuance	12,000,000	Common		Yes	Erin Cooley	Note Conversion	Unrestricted	4(a)(2)
10/31/2019	New Issuance	4,000,000	Common	\$.0055	No	Komal Vadukia	Work Performed	Restricted	4(a)(2)
10/31/2019	New Issuance	1,000,000	Common	\$.0055	No	Vivek Sonchatra	Work Performed	Restricted	4(a)(2)
10/31/2019	New Issuance	5,000,000	Common	\$.0055	No	Deep Moteria	Work Performed	Restricted	4(a)(2)
12/05/2019	New Issuance	25,500,000	Common	\$.002	Yes	Clay Cooley	Work Performed	Unrestricted	4(a)(2)

1/07/2020	New Issuance	16,000,000	Common	\$0.001	\$0.001	Clay Cooley	Note Conversion	Unrestricted	<u>4(a)(2)</u>
2/28/2020	New Issuance	31,460,000	Common	\$0.001	\$0.001	Cherokee Holdings LLC Erin Cooley	Note Conversion	Unrestricted	<u>4(a)(2)</u>
4/21/2020	New Issuance	31,800,000	Common	\$0.001	\$0.001	Cherokee Holdings LLC Erin Cooley	Note Conversion	Unrestricted	<u>4(a)(2)</u>
6/02/2020	New Issuance	36,000,000	Common	\$0.001	\$0.001	Cherokee Holdings LLC Erin Cooley	Note Conversion	Unrestricted	<u>4(a)(2)</u>
6/19/2020	New Issuance	15,000,000	Common	\$0.001	\$0.001	Southbridge Holdings LLC Jerry Niblett	Note Conversion	Unrestricted	<u>4(a)(2)</u>
6/19/2020	New Issuance	43,850,000	Common	\$0.001	\$0.001	1207124 BC LTD Harry Bygdness	Note Conversion	Unrestricted	<u>4(a)(2)</u>
7/23/2020	New Issuance	49,000,000	Common	\$0.001	\$0.001	1207124 BC LTD Harry Bygdness	Note Conversion	Unrestricted	<u>4(a)(2)</u>
8/31/2020	New Issuance	54,000,000	Common	\$0.001	\$0.001	1207124 BC LTD Harry Bygdness	Note Conversion	Unrestricted	<u>4(a)(2)</u>
10/23/2020	New Issuance	54,000,000	Common	\$0.001	\$0.001	Anything Media Inc. Chris Jensen	Note Purchase	Unrestricted	<u>4(a)(2)</u>
10/08/2020	New Issuance	5,000,000	Common	\$0.001	\$0.01	Mike LaLond	Officer Compensation	Restricted	<u>4(a)(2)</u>
10/08/2020	New Issuance	5,000,000	Common	\$0.001	\$0.01	John Rabbitt	Officer Compensation	Restricted	<u>4(a)(2)</u>
11/30/2020	New Issuance	36,940,000	Common	\$0.001	\$0.001	1207124 BC LTD Control Shareholder Harry Bygdness	Note Purchase	Unrestricted	<u>4(a)(2)</u>
01/12/2021	New Issuance	69,000,000	Common	\$0.001	\$0.001	Robert Oswald	Note Purchase	Unrestricted	<u>4(a)(2)</u>

02/18/2021	New Issuance	53,500,000	Common	\$0.001	\$0.001	1207124 BC LTD Control Shareholder Harry Bygdness	Note Purchase	Unrestricted	<u>4(a)(2)</u>
02/23/2021	New Issuance	78,400,000	Common	\$0.001	\$0.001	Booth and Newman	Note Purchase	Unrestricted	<u>4(a)(2)</u>
03/02/2021	New Issuance	836,820	Common	\$0.001	\$0.001	Joe Laurethal	Note Purchase	Unrestricted	<u>4(a)(2)</u>
03/10/2021	New Issuance	85,000,000	Common	\$0.001	\$0.001	Anything Media Inc. Chris Jensen	Note Purchase	Unrestricted	<u>4(a)(2)</u>
08/26/2021	New Issuance	49,224,757	Common	\$0.001	\$0.001	1207124 BC LTD Principal: Harry Bygdness	Note Purchase	Unrestricted	<u>4(a)(2)</u>
09/27/2021	New Issuance	92,217,667	Common	\$0.001	\$0.001	Anything Media Inc. Chris Jensen	Note Purchase	Unrestricted	<u>4(a)(2)</u>
11/05/2021	New Issuance	40,000,000	Common	\$0.001	0.001	Arclight Enterprises LLC Principal: Angel Burgos	Note Purchase	Unrestricted	<u>4(a)(2)</u>
10/31/2021	New Issuance	70,000,000	Common	\$0.001	0.001	1207124 BC LTD Principal: Harry Bygdness	Note Purchase	Unrestricted	<u>4(a)(2)</u>
04/08/2022	New Issuance	60,000,000	Common	\$0.001	0.0003	1207124 BC LTD Principal: Harry Bygdness	Note Purchase	Unrestricted	<u>4(a)(2)</u>
04/08/2022	New Issuance	50,000,000	Common	0.001	0.0003	Robert Oswald	Note Purchase	Unrestricted	<u>4(a)(2)</u>
06/06/2022	New Issuance	50,000,000	Common	0.001	0.0003	1207124 BC LTD Principal: Harry Bygdness	Note Purchase	Unrestricted	<u>4(a)(2)</u>
06/15/2022	New Issuance	115,000,000	Common	0.001	0.0003	Anything Media Inc. Chris Jensen	Note Purchase	Unrestricted	<u>4(a)(2)</u>
08/12/2022	Cancellation	50,000,000	Common	0.001	0.0003	1207124 BC LTD Principal: Harry Bygdness	Note Purchase	Unrestricted	<u>4(a)(2)</u>

10/03/2022	New issuance	46,666,866	Common	0.001	0.0003	Robert Oswald	Note purchase	Unrestricted	<u>4(a)(2)</u>
10/19/2022	New issuance	115,000,000	Common	0.001	0.0003	Anything Media Inc Chris Jensen	Note purchase	Unrestricted	<u>4(a)(2)</u>
Shares Outstanding on Date of This Report Ending Balance: Date: 12/31/22 Common: 1,624,577,160 Preferred: 144,362									

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
08/10/2018	120,100	46,000	None	08/10/20	\$0.001	Cherokee International Clay Cooley	Loan
07/31/2019	92,786	92,786	3,432	07/31/20	\$0.001	Cherokee International Clay Cooley	Loan
6/30/2021	98,814	98,814	\$1,337	09/30/22	\$0.001	Cherokee International Clay Cooley	Loan
12/31/2021	115,500	115,500	\$1,293	12/31/2022	\$0.001	Cherokee International Clay Cooley	Loan
03/31/2022	16,165	16,165	647	03/31/23	\$0.001	Cherokee International Clay Cooley	Loan
06/30/22	14,749	14,749	295	06/30/23	\$0.001	Cherokee International Clay Cooley	Loan
09/30/22	18,815	18,815	376	09/30/23	\$0.001	Cherokee International Clay Cooley	Loan
12/31/22	8,900	8,900	0	12/31/23	\$0.001	Cherokee International Clay Cooley	Loan

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

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")

Media Play App Development – This division is focused in development and publishing of mobile-app products in gaming and entertainment along with supporting incubation of app development as well as in-house project development. The division is headed by an industry executive with a rich history of success in product develop for gaming,entertainment and accelerated project development and completions for company efforts and work-for-hire contracts.

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

None

C. Describe the issuers' principal products or services.

Application development, Software development, E-Commerce development, Website development, General technology development.

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.

Offices in Tulsa Oklahoma on annual lease of \$8,400. Office is located at 401 S. Boston, Suite 500, Tulsa, OK 74103. Thecompany utilizes provided phones, copiers, mail and meeting rooms. The current lease is month-to-month.

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
<u>Christopher Bailey</u>	<u>President, CEO</u>	401 South Boston Avenue, Suite 500 Tulsa Oklahoma, 74105	<u>0</u>	<u>NA</u>	<u>0</u>	<u>NA</u>
<u>John Rabbit</u>	<u>Former President, CEO</u>	401 South Boston Avenue, Suite 500 Tulsa Oklahoma, 74105	<u>5,000,000</u>	<u>Common</u>	<u>.005</u>	<u>NA</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);

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

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: Thomas Cook

Firm: Thomas Cook & Associates

Address 1: 2921 North Tenayaway Las Vegas, NV 89128

Address 2: _____

Phone: (702) 524-9151

Email: tccesq@aol.com

Accountant or Auditor

Name: _____

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

Investor Relations

Name: _____

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

All other means of Investor Communication:

Twitter: _____

Discord: _____

LinkedIn: _____

Facebook: _____

[Other] _____

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: **Ken Kerster**

Title: **Consultant**

Relationship to Issuer: **Consultant**

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

Ken Kerster, has over 40 years of hands on experience with public companies, as a management consultant. This entails working with corporate management, formulating business strategies, working with legal counsel in creating legal documents and maintaining corporate governance and internal records for companies. Mr. Kerster has a full working knowledge of accounting procedures in both US GAAP and IFRS presentations and has assisted companies in preparing all documents including, audit files, financial statements in relation to a Company's financial reporting requirements.

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

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.

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, Christopher Bailey certify that:

1. I have reviewed this Disclosure Statement for Appswarm Corporation
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.

03/30/2023 [Date]

/s/ Christopher Bailey [CEO's Signature]

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

Principal Financial Officer:

I, Christopher Bailey certify that:

1. I have reviewed this Disclosure Statement for Appswarm Corporation;
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.

03/30/2023 [Date]

/s/Christopher Bailey [CFO's Signature]

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

FINANCIAL STATEMENTS.

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APPSWARM CORP.
BALANCE SHEETS
(Unaudited)

ASSETS	December 31, 2022	December 31, 2021
Current assets:		
Cash	\$ 346	\$ 6,770
Prepaid expenses	11,811	11,811
Total current assets	<u>12,157</u>	<u>18,581</u>
Other Assets		
Intangible Assets-cryptocurrency	6,742	-
Property and equipment-Crypto mining equipment	4,965	-
Accumulated depreciation	(1,984)	-
Total other assets	<u>9,723</u>	<u>-</u>
Non-current assets		
Intellectual Property	105,000	105,000
Other non-current assets	153,903	153,903
Total non-current assets	<u>258,903</u>	<u>258,903</u>
Total Assets	<u>280,783</u>	<u>277,484</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable and accrued liabilities	-	-
Accrued interest	250,673	228,337
Notes payable	159,313	268,025
Total Current Liabilities	<u>409,986</u>	<u>496,362</u>
Stockholders' deficit:		
Preferred stock; no par value;10,000,000 shares authorized; 144,362 shares issued and outstanding as of December 31, 2022 and December 31, 2021	-	-
Common Stock par value \$0.0001, 2,000,000,000 shares authorized, 1,624,577,160 shares issued and outstanding as of December 31,2022 and 1,237,910,294 as of December 31, 2021	162,458	123,791
Additional Paid in Capital	1,756,707	1,513,850
Accumulated Deficit	(2,048,368)	(1,856,519)
Total stockholders' equity/deficit	<u>(129,203)</u>	<u>(218,878)</u>
Total liabilities and stockholders' equity	<u>\$ 280,783</u>	<u>\$ 277,484</u>

The accompanying notes are an integral part of these financial statements

APPSWARM CORP.
STATEMENTS OF OPERATIONS
(Unaudited)

	Year Ended December 31, 2022	Year Ended December 31, 2021
Revenue	849	16,497
Cost of goods sold	-	-
Gross profit	<u>\$ 849</u>	<u>\$ 16,497</u>
Operating expenses:		
General and administrative	<u>\$ 64,856</u>	<u>\$ 326,662</u>
Total operating expenses	<u>64,856</u>	<u>326,662</u>
Loss from operations	<u>(64,007)</u>	<u>(310,165)</u>
Other income (expenses)		
Interest expense, net	(22,336)	(5,570)
Depreciation	(1,984)	-
Debt Conversion	(103,500)	(396,788)
Prior period adjustment	-	(315,539)
Total other income (expense)	<u>(127,820)</u>	<u>(717,897)</u>
Net loss for the period	<u><u>\$ (191,827)</u></u>	<u><u>\$ (1,028,062)</u></u>
Net loss per share:		
Basic and diluted	<u><u>\$ (0.00)</u></u>	<u><u>\$ (0.00)</u></u>
Weighted average number of shares outstanding:		
Basic and diluted	<u><u>1,624,577,160</u></u>	<u><u>1,237,910,294</u></u>

The accompanying notes are an integral part of these financial statements

**APPSWARM
CORP.
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)**

	Preferred Stock		Common Stock		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid-in Capital	Deficit	Stockholder Equity/ (Deficit)
Balance, December, 2019	144,362	-	318,892,064	-	1,498,001	(785,877)	712,124
Net loss	-	-	-	-	-	(42,580)	(42,580)
Balance, December 31, 2020	<u>144,362</u>	<u>\$ -</u>	<u>699,731,250</u>	<u>\$ 69,973</u>	<u>\$ 1,400,875</u>	<u>\$ (828,457)</u>	<u>\$ 642,391</u>
Net loss	-	-	538,179,044	53,818	112,975	(1,028,062)	(861,269)
Balance, December 31, 2021	<u>144,362</u>	<u>\$ -</u>	<u>1,237,910,294</u>	<u>\$ 123,791</u>	<u>\$ 1,513,850</u>	<u>\$ (1,856,519)</u>	<u>\$ (218,878)</u>
Cancellation of common shares	-	-	(50,000,000)	(5,000)	-	-	(5,000)
Conversion of debt	-	-	436,666,866	43,667	242,857	-	286,524
Net loss	-	-	-	-	-	(191,849)	(191,849)
Balance, December 31, 2022	<u>144,362</u>	<u>\$ -</u>	<u>1,624,577,160</u>	<u>\$ 162,458</u>	<u>\$ 1,756,707</u>	<u>\$ (2,048,368)</u>	<u>\$ (129,203)</u>

The accompanying notes are an integral part of these financial statements

APPSWARM CORP.
STATEMENTS OF CASH FLOWS
(Unaudited)

	Year Ended December 31, 2022	Year Ended December 31, 2021
Cash flow from operating activities:		
Net loss	\$ (191,827)	\$ (1,028,062)
Adjustment to reconcile net loss to net cash used in operating activities:		
Accrued Interest	22,336	225,656
Debt conversion	103,500	396,788
Changes in operating assets and liabilities:		
Prior period adjustment	-	315,539
Intangible asset crypto currency	(6,742)	-
Depreciation	1,984	-
Accounts Payable	-	-
Net Cash (Used) in Operating activities	<u>(70,749)</u>	<u>(90,079)</u>
Cash flows used in investing activities:		
Crypto mining equipment	<u>4,965</u>	<u>-</u>
Cash flows Provided by financing activities:		
Proceeds of Notes Payable	<u>64,325</u>	<u>92,285</u>
Net cash provided by financing activities	<u>64,325</u>	<u>92,285</u>
Decrease in cash during the period	(6,424)	2,206
Cash, beginning of period	<u>6,770</u>	<u>4,564</u>
Cash, end of period	<u><u>\$ 346</u></u>	<u><u>\$ 6,770</u></u>
Supplemental disclosure of cash flow information:		
Cash paid during the period		
Cash paid for Interest	\$ -	
Cash paid for taxes	<u>\$ -</u>	<u>\$ -</u>
Non-cash investing and financing activities		
Common stock issued on conversion of note payable	<u>\$ 436,666,866</u>	
Beneficial conversion feature	<u>\$ -</u>	

The accompanying notes are an integral part of these financial statements

APPSWARM CORP.
NOTES TO FINANCIAL STATEMENTS
(UNAUDITED)
FOR THE YEAR ENDED DECEMBER 31, 2022

NOTE 1 – ORGANIZATION AND GOING CONCERN

Organization

AppSwarm, Corp (“AppSwarm”, the “Company”, “us”, “we”, or “our”) is a Wyoming Corporation, established in July 2011. The Company operated www.joyridemotors.com which was owned by another party. The Company no longer operates joyridemotors.com.

On July 31, 2015, the Company and AppSwarm, Corp. entered, and on September 29, 2015, closed, a Reorganization Agreement (the “Merger”). Pursuant to the terms of the Merger, San West, Inc. changed its corporate name to AppSwarm, Corp., completed a 1 for 3000 reverse share split (the “Reverse Split”) effected by the Board on August 4, 2015 and made effective by FINRA on September 25, 2015, and issued shares to the shareholders of AppSwarm, Inc. such that they acquired approximately 80% of the issued and outstanding common stock. In addition, Mr. Frank Drechsler resigned as the President and CEO of the Corporation. The Board of Directors appointed Mr. Ron Brewer as President, Chief Executive Officer, and Secretary.

Prior to the Reverse Split, the Company had 477,624,086 common shares outstanding or approximately 159,208 common shares on a post Reverse Split basis. The post Reverse Split net shares issued pursuant to the Merger totaled 105,426,373 common shares, including 83,526,373 common shares to the shareholders of AppSwarm, Corp. and 21,900,000 common shares issued pursuant to the conversion of debt at \$0.002 and totaling \$43,800. As a result, the shareholders of AppSwarm, Inc. held approximately 79.1% of the post Reverse Split and Merger shares issued and outstanding with total shares outstanding totaling 105,585,581.

The terms and conditions of the Merger gave rise to reverse merger accounting whereby AppSwarm, Corp. was deemed the acquirer for accounting purposes. Consequently, the assets and liabilities and the historical operations of AppSwarm, Inc. prior to the Merger are reflected in the financial statements and have been recorded at the historical cost basis of AppSwarm, Corp. Our financial statements include the assets and liabilities of both the Company and AppSwarm, Corp.

Established in 2011, AppSwarm™ is an application incubation firm dedicated to acquiring applications for all forms of devices. AppSwarm offers complete, end-to-end services for mobile application development across all major platforms including Apple iPhone, RIM’s BlackBerry, Google’s Android, and Microsoft’s Windows Mobile.

Going Concern

As of December 31, 2022, 2022, the Company has an accumulated deficit of \$2,048,368 and working capital of \$346. The Company has and will continue to use capital to maintain operations and grow. These factors raise concern about the ability of the Company to continue as a going concern. In this regard, management sees the ability to reach profitability in 2023 and foresees raising any necessary growth funds not provided by operations, through loans or through additional sales of their common stock. There is no assurance that the Company will be able to sustain the profitability without operational growth that is scheduled for 2021.

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles in the United States of America, which contemplate continuation of the Company as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might result from the going concern uncertainty.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The unaudited financial statements of AppSwarm, Corp. as of December 31, 2022, 2022 and 2021 have been prepared in accordance with accounting principles generally accepted in the United States. In the opinion of management, all adjustments (consisting only of normal recurring adjustments) considered necessary for a fair presentation of the financial information have been included. The Company did not record an income tax provision during the periods presented due to net taxable losses.

Accounting estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles ("GAAP") requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ significantly from those estimates.

Cash and cash equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents may at times exceed federally insured limits. To minimize this risk, the Company places its cash and cash equivalents with high credit quality institutions.

Accounts Receivable

Accounts receivable is reported at the customers' outstanding balances. The Company does not have a history of significant bad debt and has not recorded any allowance for doubtful accounts. Interest is not accrued on overdue accounts receivable. The Company evaluates receivables on a regular basis for potential reserve.

Fixed Assets

Property and equipment are stated at cost. Major renewals and improvements are charged to the asset accounts while replacements, maintenance, and repairs, which do not improve or extend the lives of the respective assets, are expensed. At the time property and equipment are retired or otherwise disposed of, the asset and related accumulated depreciation accounts are relieved of the applicable amounts. Gains or losses from retirements or sales are credited or charged to income.

Depreciation is computed for financial statement purposes on a straight-line basis over estimated useful lives of the related assets. The estimated useful lives of depreciable assets are:

Computer equipment and software:	3 years	Furniture and fixtures:	5 – 7
years			
Machinery and equipment :	5 – 7 years		
Leasehold improvements:	7 years		

For federal income tax purposes, depreciation is computed under the modified accelerated cost recovery system. For book purposes, depreciation is computed under the straight-line method.

Revenue

Revenues are recognized when persuasive evidence of an arrangement exists, the fees are fixed or determinable, the product or service has been delivered and collectability is reasonably assured. We consider the terms of each arrangement to determine the appropriate accounting treatment.

Our application revenue models are comprised of the following:

Freemium and Free-to-Play - The freemium strategy (and more recently free-to-play model) have been proven to be very effective ways to monetize apps. By utilizing the freemium model, users can download our app for free, but they cannot access the fullset of features without upgrading to the paid version.

In-App Purchases - Offering in-app purchases (IAP) to monetize apps. We will combine with free or paid apps to generate increased revenue. The dominant business model in the mobile space is currently free apps with in-app purchases.

Advertising - The app is completely free by using advertisements to generate revenue. Like in-app purchases, advertising is a monetization model that we will combine with freemium or free-to-play apps.

Subscriptions - Subscription apps offer users access to a particular service or content for a weekly, monthly, or annual fee.

Sponsorship (Incentivized Advertising) - This entails partnering with advertisers, who provide users with rewards for completing certain in-app actions. In this model, brands and agencies pay to be part of an incentive system. Our apps can earn money by taking a share of the revenue from redeemed rewards. This way, we can incorporate advertising into our app that enhances the app's ability to engage users.

Product Placements

SAS Technology Licensing - The licensing of our technology to other developers and companies.

Launching of two proprietary software platforms; DeliverySwift - an innovative last mile delivery management software, and DeliverySwift Connect – a SMS marketing process unique to the texting and email services.

Advertising Costs

During the period ended December 31, 2022, 2022 the Company incurred \$0 in advertising expense.

Fair Value of Financial Instruments

We adopted ASC Topic 820 for financial instruments measured as fair value on a recurring basis. ASC Topic 820 defines fair value, established a framework for measuring fair value in accordance with accounting principles generally accepted in the United States and expands disclosures about fair value measurements.

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC Topic 820 established a three-tier fair value hierarchy which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). These tiers include:

Level 1, defined as observable inputs such as quoted prices for identical instruments in active markets.

Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and

Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

Disclosures about fair value of financial instruments, requires disclosure of the fair value information, whether or not recognized in the balance sheet, where it is practicable to estimate that value. As of December 31, 2022, the carrying amounts reported in the condensed consolidated balance sheets for cash and cash equivalents, accounts receivable, accounts payable, accrued expenses, and other current assets and liabilities approximate fair value due to relatively short periods to maturity.

Income Taxes

The Company accounts for income taxes using the asset and liability method.

Under the asset and liability method, deferred tax assets and liabilities are recognized for the future tax consequences attributed to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and tax credits and loss 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 and carry-forwards are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is established when necessary to reduce deferred tax assets to amounts expected to be realized. The Company reports a liability for unrecognized tax benefits resulting from uncertain income tax positions, if any, taken or expected to be taken in an income tax return. Estimated interest and penalties are recorded as a component of interest expense or other expense, respectively.

Net Income (Loss) Per Share

The computation of basic earnings per share ("EPS") is based on the weighted average number of shares that were outstanding during the period, including shares of common stock that are issuable at the end of the reporting period. The computation of diluted EPS is based on the number of basic weighted-average shares outstanding plus the number of common shares that would be issued assuming the exercise of all potentially dilutive common shares outstanding using the treasury stock method. The computation of diluted net income per share does not assume conversion, exercise or contingent issuance of securities that would have an antidilutive effect on earnings per share. Therefore, when calculating EPS if the Company experienced a loss, there is no inclusion of dilutive securities as their inclusion in the EPS calculation is antidilutive. Furthermore, options and warrants will have a dilutive effect under the treasury stock method only when the average market price of the common stock during the period exceeds the exercise price of the options or warrants (they are in the money).

Following is the computation of basic and diluted net loss per share for the period ended December 31, 2022, 2022:

Recent Accounting Pronouncements

In September 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2015-16, Business Combinations (Topic 805). This ASU eliminates the requirement for retrospective application of measurement period adjustments relating to provisional amounts recorded in a business combination as of the acquisition date. The amendments in this update require an entity to present separately on the face of the income statement or disclose in the notes the portion of the amount recorded in current-period earnings by line item that would have been recorded in previous reporting periods if the adjustment to the provisional amounts had been recognized as of the acquisition date. For public business entities, the amendments will be effective for fiscal years beginning after December 15, 2015. Early adoption is permitted. The Company does not expect this accounting update to have a material effect on its consolidated financial statements in future periods, although that could change.

In April 2015, the FASB issued ASU 2015-05, Intangibles - Goodwill and Other - Internal-Use Software (Subtopic 350-40). This ASU provides guidance about whether a cloud computing arrangement includes a software license. If a cloud computing arrangement includes a software license, then the software license element of the arrangement should be accounted for consistent with the acquisition of other software licenses. If a cloud computing arrangement does not include a software license, the arrangement should be accounted for as a service contract. For public business entities, the amendments will be effective for annual periods, including interim periods within those annual periods, beginning after December 15, 2015. Early adoption is permitted.

In April 2015, the FASB issued ASU 2015-03, Interest - Imputation of Interest (Subtopic 835-30): Simplifying the Presentation of Debt Issuance Costs, which requires that debt issuance costs related to a recognized debt liability be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. This ASU requires retrospective adoption and will be effective for fiscal years beginning after December 15, 2015 and for interim periods within those fiscal years. We expect the adoption of this guidance will not have a material impact on our financial statements.

In February 2015, the FASB issued ASU 2015-02, "Amendments to the Consolidation Analysis", which amends the consolidation requirements in ASC 810 and significantly changes the consolidation analysis required under U.S. GAAP relating to whether or not to consolidate certain legal entities. Early adoption is permitted. The Company's effective date for adoption is January 1, 2016. The Company does not expect this accounting update to have a material effect on its consolidated financial statements in future periods, although that could change.

In January 2015, the FASB issued ASU 2015-01, "Simplifying Income Statement Presentation by Eliminating the Concept of Extraordinary Items", which eliminates the concept from U.S. GAAP the concept of an extraordinary item. Under the ASU, an entity will no longer (1) segregate an extraordinary item from the results of ordinary operations; (2) separately present an extraordinary item on its income statement, net of tax, after income from continuing operations; or (3) disclose income taxes and earnings-per-share data applicable to an extraordinary item. Early adoption is permitted. The Company's effective date for adoption is January 1, 2016. The Company does not expect this accounting update to have a material effect on its consolidated financial statements in future periods, although that could change.

In August 2014, the FASB issued ASU No. 2014-15, Presentation of Financial Statements - Going Concern (Subtopic 205 40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern, which is intended to define management's responsibility to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern and to provide related footnote disclosures. Specifically, ASU 2014-15 provides a definition of the term substantial doubt and requires an assessment for a period of one year after the date that the financial statements are issued (or available to be issued). It also requires certain disclosures when substantial doubt is alleviated as a result of consideration of management's plans and requires an express statement and other disclosures when substantial doubt is not alleviated. The new standard will be effective for reporting periods beginning after December 15, 2016, with early adoption permitted. Management does not expect the adoption of ASU 2014-15 to have a material impact on our financial statements and disclosures.

In May 2014, the FASB issued ASU 2014-09, Revenue from Contracts with Customers (ASU 2014-09), which supersedes most existing revenue recognition guidance under US GAAP. The core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled for those goods or services. ASU 2014-09 defines a five-step process to achieve this core principle and, in doing so, more judgment and estimates may be required within the revenue recognition process than are required under existing U.S. GAAP. The standard is effective for annual periods beginning after December 15, 2016, and interim periods therein, using either of the following transition methods: (i) a full retrospective approach reflecting the application of the standard in each prior reporting period with the option to elect certain practical expedients, or (ii) a retrospective approach with the cumulative effect of initially adopting ASU 2014-09 recognized at the date of adoption (which includes

additional footnote disclosures). On July 9, 2015, the FASB voted to defer the effective date of the new revenue recognition standard by one year. Based on the Board's decision, public organizations would apply the new revenue standard to annual reporting periods beginning after December 15, 2017. We are currently evaluating the impact of the pending adoption of ASU 2014-09 on our consolidated financial statements and have not yet determined the method by which we will adopt the standard.

We review new accounting standards as issued. Although some of these accounting standards issued or effective after the end of our previous fiscal year may be applicable to us, we have not identified any standards that we believe merit further discussion. We believe that none of the new standards will have a significant impact on our financial statements.

NOTE 3– OTHER CURRENT ASSETS

Other current assets of \$11,811 as of December 31, 2022, 2022 and, respectively, are comprised of prepaid expenses.

NOTE 4 - INTANGIBLE ASSETS

Intangible asset consists of eight mobile gaming apps acquired e-commerce web sites, and three business apps developed in 2020 and 2019, which are fully developed and launching into the market.

The Company has generated 1,830 Doge Coins or \$262 (Dollar equivalent) from crypto mining operations and has recorded this amount as an intangible asset.

NOTE 5 – ACCOUNTS PAYABLE AND OTHER CURRENT LIABILITIES

Accounts payable and other current liabilities as of December 31, 2022, 2022 consisted of the following: The Company had no accounts payable to report during the period ended December 31, 2022, 2022.

NOTE 6 – PROMISSORY NOTES

As of December 31, 2022, the Company's promissory notes consisted of the following principal balances:

Cherokee Holdings LLC - \$10,403 as of December 31, 2022
Cherokee International, Inc.-98,814 as of December 31, 2022

This note bears interest of 8% per annum and are due on or before December 31, 2022, and December 31, 2022, 2022 respectively. The notes may be converted at a fixed price of \$0.001.

NOTE 7 – PRIOR PERIOD ADJUSTMENT

It was discovered that the Company's previous accountant had not recorded any accrued interest since 2015 or a Note Payable that matured on July 31, 2021, this has since been rectified.

The Company recorded a note payable of 92,786 and a total of \$222,753 in accrued interest as a prior period adjustment

NOTE 8 – CAPITAL STOCK

Preferred Stock

As of December 31, 2022, the Company has authorized 10,000,000 shares of preferred stock and 144,362 shares of non-cumulative Series A & B preferred stock issued and outstanding at a purchase price of \$1.00 per share or greater. The Series A preferred stock is convertible into shares of common stock at the option of the holder. The conversion price for each share of the Series A preferred stock is 85% of the 20-day trailing, lowest, closing bid price of the Company's common stock during such 20-day period prior to the date of conversion.

Common Stock

As of December 31, 2022, the Company has authorized 2,000,000,000 shares of Common stock with 1,512,910,494 issued and outstanding.

On September 28, 2015, the Company and AppSwarm, Inc. closed the Merger resulting in the 1 for 3,000 Reverse Split and issuance of 83,526,373 common shares. Due to reverse merger accounting, the 159,208 common shares outstanding prior to the merger were deemed issued on September 29, 2015 for the book value of San West, Inc.

During the year ended December 31, 2014, the Company issued 72,000 shares to Mr. Drechsler upon the conversion of debt, Loans from Shareholder - \$59,560" above for more information.

2009 Long Term Equity Incentive Plan

On July 21, 2009, the Board of Directors of the Company adopted the 2009 Long Term Equity Incentive Plan (the "Stock Incentive Plan"). The Stock Incentive Plan provides for equity incentive benefits to awardees in the form of option rights or appreciation rights, restricted stock, restricted stock units, and/or performance shares or performance units.

The total number of shares of Common Stock which may be awarded under the Plan is 50,000,000. If any awarded shares are forfeited, they become available for future issuance. An annual aggregate limit of 5,000,000 shares is set for any participant.

The terms of each award are determined by the board and are to be evidenced in writing. No equity awards have been issued under the 2009 Long Term Equity Incentive Plan as of the date of this report.

NOTE 9 – MERGER

On July 31, 2015, the Company and AppSwarm, Corp. entered, and on September 29, 2015, closed, a Reorganization Agreement (the "Merger"). Pursuant to the terms of the Merger, San West, Inc. changed its corporate name to AppSwarm, Corp., completed a 1 for 3000 reverse share split (the "Reverse Split") effected by the Board on August 4, 2015 and made effective by FINRA on September 25, 2015, and issued shares to the shareholders of AppSwarm, Corp. such that they acquired approximately 80% of the issued and outstanding common stock.

Prior to the Reverse Split, the Company had 477,624,086 common shares outstanding or approximately 159,208 common shares on a post Reverse Split basis. The post Reverse Split net shares issued pursuant to the Merger totaled 105,426,373 common shares, including 83,526,373 common shares to the shareholders of AppSwarm, Inc. and 21,900,000 common shares issued pursuant to the conversion of debt at \$0.002 and totaling \$43,800. As a result, the shareholders of AppSwarm, Corp. held approximately 79.1% of the post Reverse Split and Merger shares issued and outstanding with total shares outstanding totaling 105,585,581.

The terms and conditions of the Merger gave rise to reverse merger accounting whereby AppSwarm, Inc. was deemed the acquirer for accounting purposes. Consequently, the assets and liabilities and the historical operations of AppSwarm, Corp. prior to the Merger are reflected in the financial statements and have been recorded at the historical cost basis of AppSwarm, Corp. Our financial statements include the assets and liabilities of both the Company and AppSwarm, Corp. The Merger was accounted for under recapitalization accounting whereby the equity of AppSwarm is presented as the equity of the combined enterprise and the capital account of San West is adjusted to reflect the par value of the outstanding stock of the AppSwarm after giving effect to the number of shares issued in the Merger. Shares retained by the San West shareholders (159,208 common shares) are reflected as an issuance as of the reverse merger date (September 29, 2015) for the historical amount of the net liabilities of San West.

NOTE 10 – SUBSEQUENT EVENTS

Management has reviewed material events subsequent of the year ended December 31, 2022 and prior to the filing of financial statements in accordance with FASB ASC 855 “Subsequent Events. There were no subsequent events to disclose.