Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

MOVEMENT INDUSTRIES, CORP.

A Nevada Corporation

6829 Flintlock Rd.
Houston, TX 77040

(713)-856-9777
www.mvmnt.in
investors@ltncap.com
SIC: 7373

Quarterly Report
For the Period Ending: December 31, 2022
(the "Reporting Period")

As of December 31, 2022, the number of shares outstanding of our Common Stock was: **325,844,882**

As of June 30, 2022, the number of shares outstanding of our Common Stock was: **325,844,882**

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

Yes: ☐ No: ☒ (Double-click and select "Default Value" to check)

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control [1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

[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.

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

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

The name of the issuer is Movement Industries Corp. as changed on June 21, 2019 (f/k/a Visual Healthcare Corp.)
On January 28, 1999, the Company was incorporated in Nevada as NetMaximizer.com, Inc. On February 12, 1999, the Company completed a merger with Cherry Tree Capital Corp., a Florida corporation formed on October 4, 1995, wherein NetMaximizer.com, Inc. was the surviving corporation. On April 25, 2000, the Company changed its name to VisualMED Clinical Systems Corp. On December 8, 2004, the Company changed its name to Visual Healthcare 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):

On January 28, 1999, the Company was incorporated in Nevada as NetMaximizer.com, Inc. On February 12, 1999, the Company completed a merger with Cherry Tree Capital Corp., a Florida corporation formed on October 4, 1995, wherein NetMaximizer.com, Inc. was the surviving corporation On April 25, 2000, the Company changed its name to VisualMED Clinical Systems Corp. On December 8, 2004, the Company changed its name to Visual Healthcare Corp. On Just 21, 2019, the Company changed its name to Movement Industries Corp. The Company is in Good Standing within the State of Nevada.

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:

6829 Flintlock Rd., Houston, TX 77040

The address(es) of the issuer's principal place of business:
Check box if principal executive office and principal place of business are the same address: ☒

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

Yes: ☒ No: ☐

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

On January 22, 2019, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of International Venture Society LLC (the "Order"), as Custodian of the Company. Pursuant to the Order, the International Venture Society LLC (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.

On May 6, 2019, the District Court of Clark County, Nevada entered a Final Order Granting the Motion to Discharge Custodianship to dismiss the Custodian's legal authority and control over the Company under the Custodianship.

2) Security Information

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:	MVNT	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	62460A100	
Par or stated value:	$0.001	
Total shares authorized:	2,000,000,000	as of date: December 31, 2022
Total shares outstanding:	325,844,882	as of date: December 31, 2022
Total number of shareholders of record:	162	as of date: December 31, 2022

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.

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Special 2019 Series A Preferred Stock	
CUSIP:	N/A	
Par or stated value:	$0.001	
Total shares authorized:	1	as of date: December 31, 2022
Total shares outstanding:	1	as of date: December 31, 2022
Total number of shareholders of record:	1	as of date: December 31, 2022

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Series B Preferred Stock	
CUSIP:	N/A	
Par or stated value:	$0.001	
Total shares authorized:	5,000,000	as of date: December 31, 2022
Total shares outstanding:	773,750	as of date: December 31, 2022
Total number of shareholders of record:	14	as of date: December 31, 2022

Transfer Agent

Name: Olde Monmouth Stock Transfer
Phone: (732) 872-2727
Email: jeff@oldemonmouth.com
Address: 200 Memorial Pkwy, Atlantic Highlands, NJ 07716

Is the Transfer Agent registered under the Exchange Act? Yes: ☒ No: ☐

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.**

Each share of Common Stock of the Company is entitled to one (1) vote per each one (1) share of Common Stock held. The Company has not and does not currently anticipate that it will in the future, offer a dividend on the Common Stock. The Common Stock of the Company is ranked junior to the Series A Preferred Stock and the Series B Preferred Stock.

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

The Series A Preferred Stock is not entitled to receive any dividend. The Series A Preferred Stock holder is entitled to vote on any matter upon which the holders of the Common Stock are entitled to vote, and the Series A Preferred Stock have voting rights equal to 51% of all voting rights available at the time of a vote. The Series A Preferred Stock is convertible into shares of the Common Stock at a ratio of 600,000,000 shares of Common Stock for each 1 share of Series A Preferred Stock, convertible at any time at the sole discretion of the holder. The Series A Preferred Stock shall not participate in any proceeds available to the Company's shareholders upon liquidation, dissolution, or winding up of the Company.

The Series B Preferred Stock is not entitled to receive any dividends, and the holders of the Series B Preferred Stock shall have no voting rights. Each 1 share of Series B Preferred Stock is convertible into 100 shares of the Common Stock of the Company. Upon any liquidation event, Series B holders shall be entitled to receive out of the assets of the Company, whether such assets are capital or surplus, for each share of Series B Preferred Stock, an amount equal to the greater of (i) the average price of the Company's Common Stock over a period of 10 trading days, if the Company's Common Stock is listed on a "National Securities Exchange" registered with the SEC under Section 6 of the Securities Exchange Act of 1934 or OTC Markets securities exchange, or (ii) $2.00 per share. Any shares of Series B Preferred Stock purchased or otherwise acquired by the Company in any manner whatsoever shall be retired and cancelled promptly after acquisition thereon.

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 direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

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

A. Changes to the Number of Outstanding Shares

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

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

Number of Shares outstanding as of	Opening Balance:								
June 30, 2020	316,344,882	*Right-click the rows below and select “Insert” to add rows as needed.							
	Preferred A: 1 Preferred B: 1,168,750								
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 (if applicable)**	**Restricted or Unrestricted as of this filing?**	**Exemption or Registration Type?**
02/25/2021	Cancellation	300,000	Series B Pref.	$2.00	N/A	N/A	N/A	N/A	N/A
12/10/2021	Cancellation	5,000	Series B Pref.	$2.00	N/A	Lukuman Kaka	Converted to common	N/A	N/A
12/10/2021	New	500,000	Common	$0.001	No	ACGT Holdings, LLC. (1)	Share Conversion	Unrestricted	Exempt
04/06/2022	Cancellation	50,000	Series B Pref.	$2.00	No	Nathan Robertson	Converted to Common	N/A	N/A
04/06/2022	New	5,000,000	Common	$0.001	No	Nathan Robertson	Share Conversion	Restricted	Exempt
04/06/2022	Cancellation	25,000	Series B Pref.	$2.00	No	Vy Le	Converted to Common	N/A	N/A
04/06/2022	New	2,500,000	Common	$0.001	No	Vy Le	Share Conversion	Restricted	Exempt
04/06/2022	Cancellation	15,000	Series B Pref.	$2.00	No	Jami Souza	Converted to Common	N/A	N/A

04/06/2022	New	1,500,000	Common	$0.001	No	Jami Souza	Share Conversion	Restricted	Exempt
Shares Outstanding on	Ending Balance:								
12/31/2022	325,844,882								
	Preferred A: 1 Preferred B: 773,750								

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

(1) Lukuman Kaka

B. Debt Securities, Including 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)

4) Issuer's Business, Products and Services

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

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

Movement Industries Corporation ("Movement"), formerly Visual Healthcare Corp., invests in emerging growth companies in energy, oil & gas, renewables, and industrial manufacturing sectors. Movement's executive management team brings over 50 years of experience in the global energy market. Movement's growth strategy includes deepening products and services offered to existing customers as well as acquiring complementary business units.

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

Hi-Alloy Valve is a manufacturer and supplier of valves across multiple industries with the primary focus on wellhead (API 6A upstream) and pipeline (API 6D midstream) valves for the oil and gas industry. Hi-Alloy is a certified ISO 9001:2015 and API Q1 company that provides the global energy market with an extensive product line and exceptional service. Hi-Alloy's only assets are some fully expensed furniture and computers, valve inventory and a few pieces of shop equipment and tools.

C. Describe the issuers' principal products or services, and their markets

Movement Industries Corp was created to bring together key strategic equipment supply, technology and service companies that span the oil, gas energy and utility sectors. With the strategic focus on shifting between sectors in a fluid and dynamic behavior to capitalize on sectors in growth while minimizing risk and exposure during sector down-turns.

Taking the past models of horizontal and vertically integrated companies and amalgamating them, we form a matrix organization allowing each individual business unit to capitalize on the opportunities of the other.

Movements Flow Control division encompasses a full range of solutions across multiple industries and sectors. Specifically, we provide valves, actuators, pumps, tanks and well head control panels. We adhere to strict manufacturing standards and comply with API 6D, API 600, API Q1, ASME, ANSI, ISO 9001:2015. We have a full team of engineering and designing capabilities with in-house machining and assembly. The Power & Generation division supplies a broad range of solutions that range from natural gas & diesel gen sets to control systems and communication systems. We have built up a machining capacity comprised of the state-of-the-art CNC technology for turning, milling, drilling, tapping and deburring, our equipment can guarantee the precision machining required for holding tight tolerances and consistent quality. All manufacturing is proudly created on premise. We provide a range of services including CNC Machining, Waterjet, Plasma, Laser Cutting, Welding and Fabrication.

Movement Industries provides a large array of services to complement our product offerings. Our services will range from providing key Turnaround work at customer facilities to custom engineering and support and finally Turnkey solutions from design, planning, execution, and startup

Movement Industries Corp currently operates in North America, South America and is expanding globally with new ventures into Africa and market studies into the European and Asian markets.

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.

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 Issuer currently operates from offices contributed by the principals of the Company and pays no rent.

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 issuer's 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.

Name of Officer/Director and Control Person	Affiliation with Company (e.g., Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Linh Nguyen	Chief Executive Officer, Treasurer (1) (2)	See Below.	See Below.	See Below.	See Below.	-

Long Nguyen	Chief Operations Officer, Secretary (1) (2)	See Below.	See Below.	See Below.	See Below.	-

(1) As of December 31, 2022, each of our 2 officers and directors together own LTN Capital Ventures, with an address at 6829 Flintlock Rd., Houston, TX 77040. LTN owns 1 share of Special 2019 Series A Preferred which has 51% voting rights and can be converted into 600,000,000 shares of common stock.

(2) As of December 31, 2022, Linh Nguyen, and Long Nguyen individually owned 300,000 shares of Series B Preferred Stock each, which shares have no voting rights and conversion rights at a rate of 100 shares of Common Stock for each 1 share of Series B Preferred Stock.

7) Legal/Disciplinary History

A. Please identify whether any of the persons 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 Providers

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

Securities Counsel

Name: William R. Eilers, Esq.
Firm: Smith Eilers PLLC

Address 1: 149 S. Lexington Ave
Address 2: Asheville, NC 28801
Phone: (561)484-7172
Email: william@smitheilers.com

Accountant or Auditor

Name: Jack E. Leal
Firm: Jack E. Leal, CPA, PLLC
Address 1: 1625 Main Street, Suite 1001
Address 2: Houston, TX 77002
Phone: (832) 428-3095
Email: admin@jackelealcpa.com

Investor Relations Consultant

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

Other Service Providers

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

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

9) Financial Statements

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

☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual) [2]:

Name: Jack E. Leal
Title: Managing Member – Jack E. Leal, CPA, PLLC
Relationship to Issuer: Accounting Consultant

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

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

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

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).

The certifications shall follow the format below:

I, Linh Nguyen certify that:

1. I have reviewed this Quarterly Disclosure Statement of Movement Industries Corp.; and

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 31,2023

/s/ Linh Nguyen
Chief Executive Officer and Treasurer

Principal Financial Executive:

I, Linh Nguyen certify that:

1. I have reviewed this Quarterly Disclosure Statement of Movement Industries Corp.; and

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 31 ,2023

/s/ Linh Nguyen
Chief Executive Officer and Treasurer

MOVEMENT INDUSTRIES, CORP. & SUBSIDIARY
INDEX TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

MOVEMENT INDUSTRIES, CORP. & SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	December 31, 2022	June 30, 2022
ASSETS		
CURRENT ASSETS:		
Cash	$ 14,761	$ 99,943
Accounts receivable, net	843,653	572,311
Inventory - current	38,255	38,255
Prepaid expense	3,711	27,889
Total current assets	900,380	738,398
Inventory- non-current	-	-
Total Assets	$ 900,380	$ 738,398
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accounts payable	$ 544,818	$ 534,730
Accounts payable - related parties	497,840	427,609
Accrued expense and other liabilities	10,994	10,200
Customer deposit	23,652	23,652
Due to parent, net	1,713	1,713
Due to related party	1,149,054	1,131,841
Total current liabilities	2,228,071	2,129,745
LONG-TERM LIABILITIES:	-	-
Total Liabilities	2,228,071	2,129,745
Commitments and Contingencies		
STOCKHOLDERS' DEFICIT:		
Preferred stock - 10,000,000 authorized, par value $0.001;		
Series A Preferred stock - 1 share authorized, par value $0.001; 1 issued and outstanding at December 31, 2022 and June 30, 2022	-	-
Series B Preferred stock - 5,000,000 shares authorized, par value $0.001; 773,750 issued and outstanding at December 31, 2022 and June 30, 2022; $2.00 per share liquidating preference	774	774
Common stock - 2,000,000,000 authorized, par value $0.001; 325,844,882 issued and outstanding at December 31, 2022 and June 30, 2022	325,845	325,845
Additional paid-in capital	33,194,966	33,194,966
Accumulated deficit	(34,849,277)	(34,912,932)
Total Stockholders' Deficit	(1,327,691)	(1,391,347)
Total Liabilities and Stockholders' Deficit	$ 900,380	$ 738,398

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

MOVEMENT INDUSTRIES, CORP. & SUBSIDIARY
CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	For the Three Months Ended December 31,		For the Six Months Ended December 31,	
	2022	2021	2022	2021
Revenues, net	$ 452,632	$ 378,221	$ 581,080	$ 584,210
Operating Expenses:				
Cost of revenues	97,581	272,610	131,606	272,610
Cost of revenues - related party	178,951	93,313	261,837	155,601
Compensation expense	35,165	35,938	60,526	86,692
Professional and consulting expense	18,438	24,600	37,252	45,842
Investor relations expense	-	9,591	-	19,249
General and administrative	4,266	1,044	26,204	6,416
Total Operating Expenses	334,400	437,096	517,425	586,410
Other Income (Expense):				
Interest expense	-	-	-	(265)
Gain from forgiveness of debt	-	-	-	63,079
Gain/Loss on exchange rate	-	628	-	572
Total Other Income (Expense), net	-	628	-	63,386
Net (Loss) Income	$ 118,232	$ (58,247)	$ 63,655	$ 61,186
NET (LOSS) INCOME PER COMMON SHARE:				
Basic	$ 0.00	$ (0.00)	$ 0.00	$ 0.00
Diluted	$ 0.00	$ (0.00)	$ 0.00	$ 0.00
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING:				
Basic	325,844,882	316,344,382	325,844,882	316,344,882
Diluted	1,003,219,882	316,344,882	1,003,219,882	1,003,264,443

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

MOVEMENT INDUSTRIES, CORP. & SUBSIDIARY
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT
FOR THE THREE AND SIX MONTHS ENDED DECEMBER 31, 2022 AND 2021
(UNAUDITED)

	Series A Preferred Stock		Series B Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Deficit
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount			
Balance at June 30, 2022	1	$ -	773,750	$ 774	325,844,882	$ 325,845	$ 33,194,966	$ (34,912,932)	$ (1,391,347)
Net loss	-	-	-	-	-	-	-	(54,578)	(54,578)
Balance at September 30, 2022	1	-	773,750	$ 774	325,844,882	$ 325,845	$ 33,194,966	$ (34,967,510)	(1,445,925)
Net loss	-	-	-	-	-	-	-	118,232	118,232
Balance at December 31, 2022	1	$ -	773,750	$ 774	325,844,882	$ 325,845	33,194,966	$ (34,849,277)	$ (1,327,692)

	Series A Preferred Stock		Series B Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Deficit
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount			
Balance at June 30, 2021	1	$ -	868,750	$ 869	316,344,882	$ 316,345	$ 33,204,371	$ (34,884,257)	$ (1,362,672)
Net income	-	-	-	-	-	-	-	119,433	119,433
Balance at September 30, 2021	1	-	868,750	$ 869	316,344,882	$ 316,345	$ 33,204,371	$ (34,764,824)	$ (1,243,239)
Net loss	-	-	-	-	-	-	-	(58,247)	(58,247)
Balance at December 31, 2022	1	$ -	868,750	$ 869	316,344,882	$ 316,345	$ 33,204,371	$ (34,823,071)	$ (1,301,486)

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

MOVEMENT INDUSTRIES, CORP. & SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	For the Six Months Ended December 31, 2022	For the Six Months Ended December 31, 2021
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 63,655	$ 119,433
Adjustments to reconcile net income (loss) to net cash used in operating activities:		
Gain from forgiveness of debt	-	(63,079)
Loss on exchange rate	-	56
Change in operating assets and liabilities:		
Accounts receivable	(271,342)	(35,614)
Prepaid expenses and other current assets	24,178	3,374
Inventory	(0)	(16,507)
Accounts payable	10,088	103,679
Accounts payable - related party	70,231	(38,227)
Accrued expenses and other liabilities	794	(10,820)
Net Cash Used in Operating Activities	(102,397)	62,295
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from related party advances	17,212	40,509
Proceeds from note payable	-	-
Payment to related party for advances	-	(20,000)
Net Cash Provided by Financing Activities	17,212	20,509
Net Change in Cash	(85,185)	82,804
Cash at beginning of period	99,943	14,422
Cash at end of period	$ 14,758	$ 97,226
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Cash paid for:		
Interest	$ -	$ -
Income taxes	$ -	$ -

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

MOVEMENT INDUSTRIES, CORP. AND SUBSIDIARY

Unaudited Consolidated Financial Statements

As of and for the Three and Six Months Ended December 31, 2022 and 2021

NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS

Movement Industries Corporation (f/k/a Visual Healthcare Corp) (the "Company"), a Nevada corporation formed on January 28, 1999 under the name of Nextmaximizer.com, Inc. ("Netmaximizer"), has a fiscal year end of June 30 and is listed on the OTC Pink Markets under the trading symbol MVNT. In December 2018, a shareholder filed a petition for custodianship, with the Secretary of State of the State of Nevada and was appointed as the custodian of the Company in 2019. The Company's Nevada charter was reinstated on February 26, 2019 and all required reports were filed with the State of Nevada.

On April 20, 1999, Nextmaximizer.com, Inc. filed a Certificate of Amendment of Certificate of Incorporation, with the Secretary of State of the State of Nevada, to change its name back to Cherry Tree Capital Corp. On April 25, 2000, Cherry Tree Capital Corp. filed a Certificate of Amendment of Certificate of Incorporation, with the Secretary of State of the State of Nevada, to change its name to VisualMed Clinical Systems Corp and on December 8, 2004, VisualMed Clinical Systems Corp. filed a Certificate of Amendment of Certificate of Incorporation, with the Nevada Secretary of State to change its name to Visual Healthcare Corp.

On October 25, 2018, International Venture Society LLC, a shareholder of the Company, served a demand to the Company, at last address of record, to comply with the Nevada Secretary of State statues N.R.S. 78.710 and N.R.S. 78.150. On December 14, 2018, a petition was filed against the Company in the District Court of Clark County, Nevada, entitled "In the Matter of Visual Healthcare Corp., a Nevada corporation" under case number A-18-786091-P by International Venture Society LLC, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company's Nevada charter, which had been revoked.

On January 22, 2019, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of International Venture Society LLC (the "Order"), as Custodian of the Company. Pursuant to the Order, the International Venture Society LLC (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.

On February 20, 2019, the Custodian granted to itself, one share of preferred stock, Special 2019 Series A Preferred Stock ("2019 Series A Preferred") at par value of $0.001. The 2019 Series A Preferred has 51% voting rights over all classes of stock and convertible into 600,000,000 shares of the Company's common stock.

On March 4, 2019, the Custodian closed the Securities Purchase Agreement (the "SPA") entered into on February 20, 2019, with LTN Capital Ventures, LLC ("LTN"), a Texas limited liability company, to sell the 2019 Series A Preferred which resulted to LTN having 51% control of the Company. On March 11, 2019, the Special 2019 Series A Preferred Stock Certificate of Designation was filed with the Nevada Secretary of State which designated one share of the 10,000,000 authorized preferred stock as 2019 Series A Preferred with par value of $0.001.

On April 4, 2019, the Custodian filed a Certificate of Designation of Preferences, Rights and Limitations of Series B Preferred Stock with the Nevada Secretary of State to designate 1,000,000 shares of preferred stock as Series B Preferred Stock ("Series B Preferred") at par value of $0.001.

On April 5, 2019, the Company filed, with the Nevada Secretary of State, a Certificate of Amendment, to amend Article IV of its Articles of Incorporation (the "Amendment"). The Amendment reflected; (i) the increase in the authorized shares from 600,000,000 shares to 610,000,000 shares; (ii) change of par value of common stock from $0.0001 to $0.001; (iii) change in designation of authorized common stock from 550,000,000 to 600,000,000; and (iv) change in designation of authorized preferred stock from 50,000,000 to 10,000,000.

On April 28, 2019, the Company entered into an Agreement with a shareholder (the "Shareholder"). Pursuant to the Agreement, 230,000,000 shares of common stock beneficially owned by the Shareholder were purchased back for $46,500 and cancelled by the Company upon return.

On May 6, 2019, the District Court of Clark County, Nevada entered a Final Order Granting the Motion to Discharge Custodianship to dismiss the Custodian's legal authority and control over the Company under the Custodianship.

On June 21, 2019, the Company filed a Certificate of Amendment of Certificate of Incorporation, with the Nevada Secretary of State to change its name to Movement Industries Corporation.

On July 23, 2019, the Company completed the acquisition of 100% of the membership interests of HiAlloy Valve, LLC ("HAV"), a Texas limited liability company and became a wholly-owned subsidiary of the Company. The acquisition was accounted for as a reorganization of entities under common control and as if HAV had been owned by the Company since March 4, 2019, when the entities became under common control, in accordance with the guidance for Transactions Between Entities Under Common under subsections of ASC 805-50.

On December 3, 2019, the Company entered into Membership Interest Purchase Agreement ("Purchase Agreement") with SGX Industrial, LLC ("SGX"), a Texas based limited liability company. Pursuant to the Purchase Agreement, the purchase price included 200,000 shares of the Company's Series B preferred stock and cash consideration of $300,000 (collectively as "Consideration") in exchange for 100% interest of SGX from its sole member, Hassan Suheil. The 200,000 shares of the Company's Series B preferred stock shall be issued as follows; (i) where 50,000 shares of the Series B of shall be issued annually, as stock-based compensation, over five-year period, contingent upon the Mr. Suheil being an employee or contractor of the Company; and (ii) 50,000 shares of Series B shall be issued annually, as incentive over a five-year period, contingent upon Mr. Suheil meeting a mutual agreed annual objective. The cash consideration of $300,000 shall be paid to an SGX note holder in six installments of $50,000 with the first installment due 30 days after the close and every six-months thereafter. The Company has not paid the Consideration and accordingly, the Purchase Agreement with SGX is considered not yet closed as of the date of this report.

On May 20, 2020, the Company filed an Amended Certificate of Designation of Preferences, Rights and Limitations of Series B Preferred Stock (the "Amended Series B Certificate of Designation") with the Nevada Secretary of State to increase the designated shares of the Company's authorized preferred stock as Series B from 1,000,000 to 5,000,000 (see Note 6). The increase in authorized Series B shares has been retroactively reflected in the accompanying unaudited consolidated balance sheets.

On April 27, 2021, the Company filed, with the Nevada Secretary of State, a Certificate of Amendment, to amend Article IV of its Articles of Incorporation (the "Amendment"). The Amendment reflected; (i) the increase in the authorized shares from 610,000,000 shares to 2,010,000,000 shares; (ii) change in designation of authorized common stock from 600,000,000 to 2,000,000,000 (see Note 6).

NOTE 2 – BASIS OF PRESENTATION AND GOING CONCERN

Basis of Presentation and Principles of Consolidation

The accompanying unaudited consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (the "U.S. GAAP"). The Company's unaudited condensed consolidated financial statements include the financial statements of its subsidiary, HiAlloy Valve, LLC. All significant intercompany accounts and transactions have been eliminated in consolidation.

Management acknowledges its responsibility for the preparation of the accompanying unaudited consolidated financial statements which reflect all adjustments (consisting of normal recurring adjustments and reclassifications and non-recurring adjustments) necessary to present fairly the Company's results of operations for the three and six months ended December 31, 2022 and 2021, cash flows for the six months ended December 31, 2022 and 2021 and the Company's financial position at December 31, 2022 have been made.

In accordance with ASC 805-50-45-5, for transactions between entities under common control, financial statements and financial information presented for prior periods have been retroactively adjusted to furnish comparative information. The transaction between entities under common control resulted in a change in reporting entity and required retrospective combination of the entities for all periods presented, as if the combination had been in effect since the inception of common control. Accordingly, the unaudited condensed consolidated financial statements of the Company reflect the accounting of the combined acquired subsidiary, HAV, at historical carrying values.

Going Concern

These unaudited consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates, among other things, the realization of assets and the satisfaction of liabilities in the normal course of business. The Company had a working capital deficit of $1,327,691, accumulated deficit of $34,849,277, and stockholders' deficit of $1,327,691 and has not generated sufficient revenues under its business plan. The Company cannot be certain that it will be successful in these strategies even with the required funding.

Management believes that these matters raise substantial doubt about the Company's ability to continue as a going concern for twelve months from the issuance date of this report. These factors raise substantial doubt about the Company's ability to continue as a going concern for a period of twelve months from the issuance date of this report. Management cannot provide assurance that it will ultimately achieve profitable operations. If the Company is unable to raise additional capital or secure additional lending in the near future, management expects that the Company will need to curtail its operations. These unaudited financial statements do not include any adjustments related to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of the unaudited consolidated financial statements in conformity with U.S. 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 unaudited consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate could change in the near term due to one or more future confirming events. Accordingly, actual results could differ from these estimates. Significant estimates made by management include but are not limited to allowances on doubtful accounts receivable, estimates for obsolete and slow-moving inventory, valuation allowances for deferred tax assets, the fair value of non-cash equity transactions and stock-based compensation.

Cash

The Company maintains its cash in bank and financial institution deposits that at times may exceed federally insured limits. There were no balances in excess of FDIC insured levels as of December 31, 2022 and 2021. The Company has not experienced any losses in such accounts through December 31, 2022.

Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are stated at their net realizable value. The Company reviews its accounts to estimate losses resulting from the inability of its customer to make required payments. Any required allowance or direct write-offs is based on specific analysis of past due accounts and considers historical trends if write-offs. Past due is based on how recently payments have been received from customers.

The Company has a policy of providing an allowance for doubtful accounts based on its best estimate of the amount of probable credit losses in its existing accounts receivable. The Company periodically reviews its accounts receivable to determine whether an allowance is necessary based on an analysis of past due accounts and other factors that may indicate that the realization of an account may be in doubt. Account balances deemed to be uncollectible are charged to bad debt expense and included in the allowance after all means of collection have been exhausted and the potential for recovery is considered remote. As of December 31, 2022 and 2021, the Company did not have any allowance for doubtful accounts.

Inventory

Inventory consisting of finished goods related to the Company's products are stated at the lower of cost and net realizable value utilizing the first-in first-out (FIFO) method. A reserve is established when management determines that certain inventories may not be saleable. If inventory costs exceed expected net realizable value due to obsolescence or quantities in excess of expected demand, the Company will record reserves for the difference between the cost and the net realizable value. These reserves are recorded based on estimates and charged to impairment expense. As of December 31, 2022, the Company determined that a allowance of $50,000 is necessary to reflect the net realizable value of its inventory. The Company's total inventory amounted to $38,255 as of December 31 and June 30, 2022, and primarily consisted of industrial valves - finished goods. Additionally, the Company shall make an analysis of its inventory for any slow-moving inventory.

Revenue Recognition

In May 2014, FASB issued an update Accounting Standards Update ("ASU") ("ASU 2014-09") establishing ASC Topic 606, *Revenue from Contracts with Customers* ("ASC 606"). ASU 2014-09, as amended by subsequent ASUs on the topic, establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most of the existing revenue recognition guidance. This standard, which is effective for interim and annual reporting periods in fiscal years that begin after December 15, 2017, requires an entity to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services and also requires certain additional disclosures. The Company adopted this standard in 2018 using the modified retrospective approach, which requires applying the new standard to all existing contracts not yet completed as of the effective date and recording a cumulative-effect adjustment to retained earnings as of the beginning of the fiscal year of adoption. The Company has concluded that ASU 2014-09 did not have any impact on the process for, timing of, and presentation and disclosure of revenue recognition from customers.

On July 1, 2018, the Company adopted ASC Topic 606 and the related amendments Revenue from Contracts with Customers, which requires revenue to be recognized in a manner that depicts the transfer of goods or services to customers in amounts that reflect the consideration to which the entity expects to be entitled in exchange for those goods or services. The Company recognizes revenue by applying the following steps:

Step 1: Identify the contract(s) with a customer.

Step 2: Identify the performance obligations in the contract.

Step 3: Determine the transaction price.

Step 4: Allocate the transaction price to the performance obligations in the contract.

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation.

The Company's performance obligations are satisfied at the point in time when products are shipped or delivered to the customer, which is when the customer has title and the significant risks and rewards of ownership. Therefore, the Company's contracts have a single performance obligation (shipment of product). The Company primarily receives fixed consideration for sales of product.

Cost of Revenues

The primary components of cost of revenues include the cost of the product, shipping cost and customs' fee. For the three and six months ended December 31, 2022, the Company incurred cost of revenues of $276,532 and $393,444 of which $178,951 and $261,837 was from a related party (see Note 5). For the three and six months ended December 31, 2021, the Company incurred cost of revenues of $365,923 and $428,211 of which $93,313 and $155,601 was from a related party (see Note 5)

Customer Deposit

Customer deposit on December 31 and June 30, 2022 amounted to $23,652 for both periods and consist of prepayments from customers for products that had not yet been shipped. The Company will recognize the deposits as revenue when customers take delivery of the goods and title to the assets is transferred to customers in accordance with the Company's revenue recognition policy.

Reclassifications

Certain prior period amounts have been reclassified to conform to the current period presentation. The reclassified amounts have no impact on the Company's previously reported financial position or results.

Fair Value of Financial Instruments and Fair Value Measurements

The Company analyzes all financial instruments with features of both liabilities and equity under the Financial Accounting Standard Board's (the "FASB") accounting standard for such instruments. Under this standard, financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Company did not identify any assets or liabilities that are required to be presented on the balance sheet at fair value in accordance with Accounting Standards Codification ("ASC") Topic 820. ASC 825-10 "Financial Instruments" allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value (fair value option). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable, unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. The Company did not elect to apply the fair value option to any outstanding instruments.

The carrying amounts reported in the balance sheets for cash, prepaid expenses, due from parent, accounts payable, accrued expenses and due to related party approximate their fair market value based on the short-term maturity of these instruments.

Basic and Diluted Net (Loss) Income per Common Share

Basic loss per share is calculated by dividing the net loss allocable to stockholders by the weighted-average number of shares outstanding for the period. Diluted loss per share reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that shared in the earnings (loss) of the Company. Diluted loss per share is computed by dividing the net loss allocable to stockholders by the weighted average number of shares outstanding for the period and dilutive potential shares outstanding unless such dilutive potential shares would result in anti-dilution. The following are the potentially dilutive shares for the six months ended December 31, 2022 and 2021:

	December 31, 2022	December 31, 2021
Convertible Series A Preferred Stock	600,000,000	600,000,000
Convertible Series B Preferred Stock	77,375,000	86,875,000
	677,375,000	686,875,000

The following is a reconciliation of the numerator and denominator used in the basic and diluted earnings per share ("EPS") calculations.

	Three Months Ended December 31, 2022	Three Months Ended December 31, 2021
Numerator:		
Net (loss) income	$ 118,232	$ (58,247)
Denominator:		
Weighted-average shares of common stock	325,844,882	316,344,882
Dilutive effect of convertible instruments	677,375,000	-
Diluted weighted average of common stock	1,003,219,882	316,344,882
Net income (loss) per common share from:		
Basic	$ 0.00	$ (0.00)
Diluted	$ 0.00	$)0.00)

For the three months ended December 31, 2021, potentially dilutive common shares were excluded from the computation of diluted shares outstanding as they would have an anti-dilutive impact on the Company's net losses.

Stock-Based Compensation

The Company accounts for stock-based compensation in accordance with ASC 718-10, *"Share-Based Payment,"* which requires the measurement and recognition of compensation expense for all share-based payment awards made to non-employees for goods and services, and to employees and directors including employee stock options, restricted stock awards, and employee stock purchases based on estimated fair values.

Leases

In February 2016, the Financial Accounting Standards Board ("FASB") issued ASU 2016-02, *Leases* (Topic 842). The updated guidance requires lessees to recognize lease assets and lease liabilities for most operating leases. In addition, the updated guidance requires that lessors separate lease and non-lease components in a contract in accordance with the new revenue guidance in ASC 606. The updated guidance is effective for interim and annual periods beginning after December 15, 2018.

On January 1, 2019, the Company adopted ASU No. 2016-02, applying the package of practical expedients to leases that commenced before the effective date whereby the Company elected to not reassess the following: (i) whether any expired or existing contracts contain leases; and (ii) initial direct costs for any existing leases. For contracts entered on or after the effective date, at the inception of a contract the Company assessed whether the contract is, or contains, a lease. The Company's assessment is based on: (1) whether the contract involves the use of a distinct identified asset, (2) whether we obtain the right to substantially all the economic benefit from the use of the asset throughout the period, and (3) whether it has the right to direct the use of the asset. The Company will allocate the consideration in the contract to each lease component based on its relative stand-alone price to determine the lease payments. The Company has elected not to recognize right-of-use ("ROU") assets and lease liabilities for short-term leases that have a term of 12 months or less.

Operating lease ROU assets represents the right to use the leased asset for the lease term and operating lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. As most leases do not provide an implicit rate, the Company use an incremental borrowing rate based on the information available at the adoption date in determining the present value of future payments. Lease expense for minimum lease payments is amortized on a straight-line basis over the lease term and is included in general and administrative expenses in the condensed consolidated statements of operations.

As of December 31 and June 30, 2022, the Company and its subsidiary did not have any operating leases. The Company shares office and warehouse space with a related party at no cost.

Concentration Risk

Concentration of Cost of Goods Sold

The Company purchased approximately 64% and % of its finished products from one vendor which is a affiliated company, during the three months December 31, 2022. The Company is not obligated to purchase from these vendors and, if necessary, there are other vendors from which the Company can purchase finished products. As of December 31, 2022, the Company had accounts payable balance of $435,996 to this affiliated company. (See Note 5).

Concentration of Revenues

During the three months ended December 31, 2022, the Company generated revenues of $452,632 of which 52%, 19%, 12% and 11%, were from four of the Company's customers.

Concentration of Accounts Receivable

As of December 31, 2022, the Company had accounts receivable of $851,884 of which 28%, 26%, and 19% were from three of the Company's customers.

Income Taxes

The Company follows the accounting guidance for uncertainty in income taxes using the provisions of ASC 740, Income Taxes. Using that guidance, tax positions initially need to be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. The Company recognizes interest and penalties related to uncertain income tax positions in other expense. No such interest and penalties were recorded as of December 31, 2022 and 2021.

Recent Accounting Pronouncements

Management does not believe that any other recently issued, but not yet effective accounting pronouncements, if adopted, would have a material effect on the accompanying unaudited financial statements.

NOTE 5 – RELATED PARTY TRANSACTIONS

Due to parent, net

In 2020, on behalf of the Company, LTN Capital Venture LLC (the "Parent") processed some of the Company's proceeds and payables. As of December 31, 2022 and June 30, 2022, the Company had a net payable to the Parent of $1,713, from net proceeds not yet transferred to the Company's new bank account and expenses paid by the Parent. The amount due to Parent is unsecured, does not bear interest and is due on demand.

Due to related party

During the three months ended December 31, 2022, an affiliated company owned by two officers of the Company paid $10,786 of the Company's operating expenses on behalf of the Company. The Company repaid $5,000 of these advances during the three months ended December 31, 2022. As of December 31, 2022 and June 30, 2022, the Company had an outstanding payable to this related party in the amount of $1,149,054 and $1,131,841. The amount due to this related party is unsecured, does not bear interest and is due on demand.

Accounts payable - related parties

At December 31, 2022 and 2021, accounts payable – related parties balance consisted of the following:

	December 31, 2022	June 30, 2022
Payable to an affiliated company included in cost of revenues (see Note 3)	397,840	327,609
Payable to officers of the Company for services rendered	100,000	100,000
Total accounts payable – related parties	497,840	427,609

NOTE 6 – <u>STOCKHOLDERS' EQUITY</u>

Shares Authorized

On April 27, 2021, the Company filed, with the Nevada Secretary of State, a Certificate of Amendment, to amend Article IV of its Articles of Incorporation (the "Amendment"). The Amendment reflected; (i) the increase in the authorized shares from 610,000,000 shares to 2,010,000,000 shares; (ii) change in designation of authorized common stock from 600,000,000 to 2,000,000,000 (see Note 1).

Common Stock

During the three months ended December 31, 2022 and 2021, there were no shares of common stock issued.

As of December 31, 2022 and June 30, 2022, there were 325,884,882 shares of common stock issued and outstanding.

Preferred Stock

Series A Preferred Stock:

On March 11, 2019, the Company filed a certificate of designation (the "Certificate of Designation"), preferences and rights of the Special 2019 Series A Preferred (the "Series A") stock with the Nevada Secretary of State, effective date of January 29, 2019, to designate one share of the Company's authorized preferred stock as Series A. The Certificate of Designation and its filing was approved by the Company's court appointed custodian (see Note 1) as provided for in the Company's articles of incorporation and under Nevada law.

The Special 2019 Series A Preferred Stock Certificate of Designation includes:

- a par value of $0.001 per share and (1) one authorized share of Series A,
- the Series A holder shall vote together with the holders of preferred stock (including on an as converted basis) and common stock of the Company as a single vote. The Series A holder is entitled to 51% of all votes (included but not limited to common stock and preferred stock (including on an as converted basis),
- each Series A is convertible into shares of our common stock at a ratio of 1 to 600,000,000 and is convertible at any time by the holder,
- the Company shall not amend, alter or repeal the preferences, rights, powers or other terms of the Series A so as to affect adversely the Series A or the holder thereof without the written consent or affirmative vote of the Series A holder given in writing or by vote at a meeting, consenting or voting (as the case maybe) separately as a class,

- the Series A holder shall not be entitled to any dividends in respect thereof and shall not participate in any proceeds available to the Company's shareholders upon liquidation, dissolution or winding up of the Company.

As of December 31, 2022 and June 30,2022, there was one Series A issued and outstanding for both periods.

Series B Preferred Stock:

On April 4, 2019, the Company filed a Certificate of Designation of Preferences, Rights and Limitations of Series B Preferred Stock (the "Series B Certificate of Designation") with the Nevada Secretary of State to designate 1,000,000 shares of the Company's authorized preferred stock as Series B preferred Stock ("Series B"). The Certificate of Designation and its filing was approved by the Company's court appointed custodian (see Note 1) as provided for in the Company's articles of incorporation and under Nevada law.

On May 20, 2020, the Company filed an Amended Certificate of Designation of Preferences, Rights and Limitations of Series B Preferred Stock (the "Amended Series B Certificate of Designation") with the Nevada Secretary of State to increase the designated shares of the Company's authorized preferred stock as Series B from 1,000,000 to 5,000,000 (see Note 1).

The Series B Preferred Stock Certificate of Designation, as amended, includes:

- a par value of $0.001 per share and 5,000,000 authorized shares of Series B,
- the Series B holders shall have no voting rights and shall not be entitled to dividends,
- each Series B is convertible into shares of our common stock at a ratio of 1 Series B to 100 shares of common stock,
- upon any liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary (a "Liquidation"), Series B holders shall be entitled to receive out of the assets of the Corporation, whether such assets are capital or surplus, for each share of Series B an amount equal to the greater of (i) the average price of the Company's common stock over a period of ten trading days, if the Company's common stock is listed on a "National Securities Exchange" registered with the SEC under Section 6 of the Securities Exchange Act of 1934 or Over-the-Counter (OTC) securities exchange, or (ii) $2.00 per share,
- each Series B shall be adjusted for any stock dividend or/and stock splits.

During the three months ended December 31, 2022 and 2021, there were no shares of Series B preferred issued.

As of December 31, 2022 and June 30, 2022, there were 773,750 shares of Series B issued and outstanding.

NOTE 7 – COMMITMENTS AND CONTINGENCIES

Legal Proceedings

From time to time, the Company may be involved in litigation related to claims arising out of its operations in the normal course of business. As of December 31, 2022, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the Company's results of the operations.

NOTE 9 – SUBSEQUENT EVENTS

The Company has no material subsequent events to disclose.