

# **MIRAGE ENERGY CORPORATION**

**For the Three Months Ended  
January 31, 2022**

**FEIN 33-1231170**

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

### **MIRAGE ENERGY CORPORATION**

**900 Isom Rd., Ste 306  
San Antonio, TX 78216  
<https://mirageenergycorp.com> (Website)  
[mward@mirageenergycorp.com](mailto:mward@mirageenergycorp.com)(Email)  
SIC Code 7389**

**Quarterly report  
For the Period Ending: January 31, 2022**

As of January 31, 2022, (current reporting period) the number of shares outstanding of our Common Stock was:

**497,411,769**

As of October 31, 2021, (Prior quarter reporting date) the number of shares outstanding of our Common Stock was:

**494,311,769**

As of July 31, 2021 (Last Fiscal Year) the number of shares outstanding of our Common Stock was:

**478,824,365**

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

Yes: No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control<sup>1</sup> 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.

*Mirage Energy Corporation (the "Company") was incorporated in the State of Nevada on May 6, 2014, as Bridgewater Platforms, Inc. On November 7, 2016, the Company filed Articles of Merger with the Nevada Secretary of State whereby it entered into a statutory merger with its wholly owned subsidiary, Mirage Energy Corporation, pursuant to Nevada Revised Statutes. The effect of the merger was that the Company is the surviving entity and changed its name to "Mirage Energy Corporation".*

*On January 24, 2017, the Company entered into a Share Exchange Agreement (the "Share Exchange Agreement") with Michael R. Ward, the sole director of the Company, whereby on the same date the Company issued 10,000,000 shares of its Common Stock and 10,000,000 shares of Series A Preferred Stock in exchange for 100% of the issued and outstanding equity interests of 4Ward Resources. The acquisition was completed on January 24, 2017.*

*The purpose of acquiring 4Ward Resources was for the Company to enter into the natural gas sale, pipeline, and storage business. The Company intends to develop an integrated pipeline and natural gas storage facility in Mexico and the United States.*

*The Company is in the process of preparing to obtain the necessary permits in Mexico and the United States.*

*Mirage, through its wholly owned subsidiaries, intends to develop an integrated pipeline and natural gas storage facility in Mexico and the United States. Since 2019, Mirage has been working to address the two main impediments affecting private sector companies attempting to enter the Mexico gas market. Presently, Mirage acknowledges a lack of private sector cross-border pipeline access to the Mexico gas markets and a national shortage of Mexico-based natural gas storage facilities and capacity.*

*Mirage is proposing to develop the Concho-Progreso Pipeline connecting South Texas and Mexico via it proposed Progreso International crossing under the Rio Grande River. All of the pipelines are being revised upward from 36 to 42 inch diameter pipe. The total length of the Concho-Progreso pipeline is estimated to be 250 miles.*

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):

*Nevada – Active*

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

*None*

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

*None*

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

*900 Isom Rd., Ste 306  
San Antonio, TX 78216*

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

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

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

Yes: ☐ No: ☒

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

None

## 2) Security Information

Trading symbol: MRGE  
Exact title and class of securities outstanding: Common  
  
CUSIP: 60463B109  
Par or stated value: 0.001  
  
Total shares authorized: 900,000,000 as of January 31, 2022  
Total shares outstanding: 497,411,769 as of January 31, 2022  
Number of shares in the Public Float<sup>2</sup>: as of January 31, 2022  
Total number of shareholders of record: as of January 31, 2022  
All additional class(es) of publicly traded securities (if any):

Trading symbol: None  
Exact title and class of securities outstanding: Preferred  
CUSIP: Not applicable  
Par or stated value: 0.001  
Total shares authorized: 10,000,000 as of January 31, 2022  
Total shares outstanding: 10,000,000 as of January 31, 2022

### Transfer Agent

Name: Clear Trust LLC  
Phone:  
Email:  
Address: 1654 Pointe Village Dr., Lutz, Florida 33558

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

## 3) Issuance History

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date 07/31/2019 Common: 406,886,489 Preferred: 10,000,000			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

Sept, 2019	New Issuance	4,830,016	Common	.07	No	Power Up Lending	Conversion of debt	Restricted	
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10/30/19	New Issuance	500,000	Common	.04	No	Henry Lackner	Cash Purchase	R	
10/30/19	New Issuance	250,000	Common	.04	No	Michael Lewis	Cash Purchase	R	
10/30/19	New Issuance	1,000,000	Common	.04	No	William Brimm	Cash Purchase	R	
10/30/19	New Issuance	250,000	Common	.04	No	Christine Bulva	Cash Purchase	R	
Nov, 2019	New Issuance	3,696,973	Common	.00	No	Power Up Lending	Warrant conversion	R	
Dec, 2019	New Issuance	4,109,828	Common	.00	No	Power Up Lending	Warrant Conversion	R	
1/09/20	New Issuance	371,428	Common	.29	No	Cash Investor	Cash Purchase	R	
1/09/20	New Issuance	571,429	Common	.29	No	Seeman Saeed	Cash Purchase	R	
1/09/20	New Issuance	57,143	Common	.29	No	Nathan Soer	Cash Purchase	R	
1/09/20	New Issuance	1,428,571	Common	.29	No	Robert Soer	Cash Purchase	R	
1/09/20	New Issuance	571,429	Common	.29	No	William Soer	Cash Purchase	R	
1/09/20	New Issuance	571,429	Common	.29	No	S. Duran Field	Cash Purchase	R	
1/09/20	New Issuance	285,714	Common	.29	No	Michael Lewis	Cash Purchase	R	
1/09/20	New Issuance	342,857	Common	.29	No	Frank Shaw	Cash Purchase	R	
3/17/20	New Issuance	416,667	Common	.06	No	Henry Lackner	Cash Purchase	R	
3/17/20	New Issuance	416,667	Common	.06	No	Robert Damerjian Jr.	Cash Purchase	R	
3/17/20	New Issuance	416,667	Common	.06	No	Seeman Saeed	Cash Purchase	R	
3/17/20	New Issuance	250,000	Common	.06	No	Stephen Luginbill	Cash Purchase	R	

3/17/20	New Issuance	416,667	Common	.06	N o	William Grimms	Cash Purchase	R	
3/17/20	New Issuance	333,333	Common	.06	N o	John Morrison	Cash Purchase	R	
3/17/20	New Issuance	166,667	Common	.06	N o	Bruce B. Perry	Cash Purchase	R	
3/17/20	New Issuance	333,333	Common	.06	N o	John Vangelov	Cash Purchase	R	
3/17/20	New Issuance	333,333	Common	.06	N o	S. Duran Field	Cash Purchase	R	
5/08/20	New Issuance	474,684	Common	.07	N o	Power Up Lending	Debt Conversion	R	
5/12/20	New Issuance	664,452	Common	.06	N o	Power Up Lending	Debt Conversion	R	
5/13/20	New Issuance	889,680	Common	.06	N o	Power Up Lending	Debt Conversion	R	
5/15/20	New Issuance	711,744	Common	.05	N o	Power Up Lending	Debt Conversion	R	
5/17/20	New Issuance	892,857	Common	.05	N o	Power Up Lending	Debt Conversion	R	
5/19/20	New Issuance	1,012,146	Common	.06	N o	Power Up Lending	Debt Conversion	R	
5/20/20	New Issuance	1,273,684	Common	.05	N o	Power Up Lending	Debt Conversion	R	
6/09/20	New Issuance	250,000	Common	.04	N o	Richard Danner	Cash Purchase	R	
6/09/20	New Issuance	125,000	Common	.04	N o	Martin Goldstein	Cash Purchase	R	
6/09/20	New Issuance	250,000	Common	.04	N o	William Bell	Cash Purchase	R	
6/09/20	New Issuance	125,000	Common	.04	N o	Bryan White	Cash Purchase	R	
6/09/20	New Issuance	125,000	Common	.04	N o	Gisela Spring	Cash Purchase	R	
6/09/20	New Issuance	250,000	Common	.04	N o	William Soer	Cash Purchase	R	

6/09/20	New Issuance	250,000	Common	.04	N o	Andrew Heller	Cash Purchase	R	
6/09/20	New Issuance	250,000	Common	.04	N o	Michael Lewis	Cash Purchase	R	
6/09/20	New Issuance	125,000	Common	.04	N o	James Goldstein	Cash Purchase	R	
6/09/20	New Issuance	375,000	Common	.04	N o	Seeman Saeed	Cash Purchase	R	
6/09/20	New Issuance	250,000	Common	.04	N o	Christine Maly	Cash Purchase	R	
6/09/20	New Issuance	150,000	Common	.04	N o	Steven Spring	Cash Purchase	R	
6/09/20	New Issuance	500,000	Common	.04	N o	Cynthia Crosson, TTEE	Cash Purchase	R	
6/09/20	New Issuance	250,000	Common	.04	N o	Joseph & Leisa Soer	Cash Purchase	R	
6/09/20	New Issuance	250,000	Common	.04	N o	Christine Bulva	Cash Purchase	R	
6/09/20	New Issuance	500,000	Common	.04	N o	Thomas & Carol Demery	Cash Purchase	R	
6/10/20	New Issuance	250,000	Common	.04	N o	Jared Soer	Cash Purchase	R	
6/10/20	New Issuance	650,000	Common	.04	N o	Irene Patar	Cash Purchase	R	
6/11/20	New Issuance	375,000	Common	.04	N o	S. Duran Field	Cash Purchase	R	
6/11/20	New Issuance	125,000	Common	.04	N o	Bob Croker	Cash Purchase	R	
6/13/20	New Issuance	250,000	Common	.04	N o	Janette Shallal	Cash Purchase	R	
6/13/20	New Issuance	125,000	Common	.04	N o	Alan Ross & Nancy Ross, Trustees Ross Family Trust	Cash Purchase	R	

6/15/20	New Issuance	250,000	Common	.04	N o	John Vangelov	Cash Purchase	R	
6/15/20	New Issuance	750,000	Common	.04	N o	Timothy McCulla	Cash Purchase	R	
6/15/20	New Issuance	250,000	Common	.04	N o	Cynthia Crosson TTE	Cash Purchase	R	
6/15/20	New Issuance	250,000	Common	.04	N o	Stephen Luginbill	Cash Purchase	R	
6/15/20	New Issuance	250,000	Common	.04	N o	Bruce B Perry	Cash Purchase	R	
6/15/20	New Issuance	125,000	Common	.04	N o	Michael Ndaradzi	Cash Purchase	R	
6/29/20	New Issuance	5,936,367	Common	.36	N o	Power Up Lending	Debt Conversion	R	
7/02/20	New Issuance	8,018,722	Common	.16	N o	Power Up Lending	Debt Conversion	R	
7/12/20	New Issuance	3,165,266	Common	.15	N o	Power Up Lending	Debt Conversion	R	
7/16/20	New Issuance	357,654	Common	.15	N o	Power Up Lending	Debt Conversion	R	
7/17/20	New Issuance	339,674	Common	.15	N o	Power Up Lending	Debt Conversion	R	
7/20/20	New Issuance	432,277	Common	.14	N o	Power Up Lending	Debt Conversion	R	
7/22/20	New Issuance	644,914	Common	.13	N o	Power Up Lending	Debt Conversion	R	
7/25/20	New Issuance	303,951	Common	.14	N o	Power Up Lending	Debt Conversion	R	
7/27/20	New Issuance	630,972	Common	.13	N o	Power Up Lending	Debt Conversion	R	
8/02/20	New Issuance	2,564,695	Common	.20	N o	Power Up Lending	Debt Conversion	R	
10/10/20	New Issuance	1,000,000	Common	.23	N o	Mark Sands	Consulting services	R	
10/10/20	New Issuance	32,500	Common	.23	N o	Jesse Wasser	Consulting services	R	

10/10/20	New Issuance	213,750	Common	.23	N o	S. Duran Field	Consulting services	R	
11/05/20	New Issuance	4,235,111	Common	.00	N o	Power Up Lending	Conversion of Warrants	R	
1/07/21	New Issuance	100,000	Common	.34	N o	Alejandro Amelio	Director's Fees	R	
1/07/21	New Issuance	100,000	Common	.34	N o	Soll Sussman	Director's Fees	R	
11/15/20	New Issuance	41,667	Common	.24	N o	Power Up Lending	Cash Purchase	R	
5/03/21	New Issuance	100,000	Common	.10	N o	Bob Croker	Cash Purchase	R	
5/03/21	New Issuance	250,000	Common	.10	N o	Gregory Harrison	Cash Purchase	R	
5/03/21	New Issuance	200,000	Common	.10	N o	S. Duran Field	Cash Purchase	R	
5/03/21	New Issuance	100,000	Common	.10	N o	Stephen Luginbill	Cash Purchase	R	
5/03/21	New Issuance	1,000,000	Common	.10	N o	Gary Westermeyer	Cash Purchase	R	
5/03/21	New Issuance	100,000	Common	.10	N o	Steven Spring	Cash Purchase	R	
5/03/21	New Issuance	250,000	Common	.10	N o	Sameen Saeed	Cash Purchase	R	
5/03/21	New Issuance	300,000	Common	.10	N o	Robert Damerjian, Jr	Cash Purchase	R	
5/25/21	New Issuance	500,000	Common	.10	N o	Robert Soer	Cash Purchase	R	
05/27/21	New Issuance	100,000	Common	.10	N o	Steven Spring & Jung Stone	Cash Purchase	R	
5/27/21	New Issuance	200,000	Common	.10	N o	Thomas Demery	Cash Purchase	R	
05/27/21	New Issuance	100,000	Common	.10	N o	Bruce Hamilton	Cash Purchase	R	



5/27/21	New Issuance	100,000	Common	.10	N o	Bob Croker	Cash Purchase	R	
5/27/21	New Issuance	150,000	Common	.10	N o	Timothy McCulla	Cash Purchase	R	
5/27/21	New Issuance	250,000	Common	10	N o	S. Duran Field	Cash Purchase	R	
5/27/21	New Issuance	250,000	Common	10	N o	Seeman Saeed	Cash Purchase	R	
5/27/21	New Issuance	50,000	Common	10	N o	Stephen Luginbill	Cash Purchase	R	
5/27/21	New Issuance	50,000	Common	10	N o	Alan Ross & Nancy Ross, Trustees Ross Family Trust	Cash Purchase	R	
05/30/21	New Issuance	993,049	Common	.21	N o	Power Up Lending	Debt Conversion	R	
06/02/21	New Issuance	844,091	Common	.21	N o	Power Up Lending	Debt Conversion	R	
6/07/21	New Issuance	496,524	Common	.19	N o	Power Up Lending	Debt Conversion	R	
6/08/21	New Issuance	517,875	Common	.19	N o	Power Up Lending	Debt Conversion	R	
6/09/21	New Issuance	550,149	Common	.17	N o	Power Up Lending	Debt Conversion	R	
6/14/21	New Issuance	854,270	Common	.20	N o	Power Up Lending	Debt Conversion	R	
8/17/21	New Issuance	62,500	Common	.08	N o	Steven Spring	Cash Purchase	R	
8/18/21	New Issuance	62,500	Common	.08	N o	Bob Croker	Cash Purchase	R	
08/26/21	New Issuance	62,500	Common	.08	N o	Gisela Spring	Cash Purchase	R	
08/26/21	New Issuance	62,500	Common	.08	N o	S. Duran Field	Cash Purchase	R	

8/27/21	New Issuance	62,500	Common	.08	N o	Bob Croker	Cash Purchase	R	
8/27/21	New Issuance	62,500	Common	.08	N o	Seeman Saeed	Cash Purchase	R	
08/27/21	New Issuance	62,500	Common	.08	N o	Stephen Luginbill	Cash Purchase	R	
9/01/21	New Issuance	125,000	Common	.08	N o	Steven Spring	Cash Purchase	R	
9/01/21	New Issuance	125,000	Common	.08	N o	Thomas & Carol Demery	Cash Purchase	R	
9/02/21	New Issuance	100,000	Common	.08	N o	Andrew McCulla	Cash Purchase	R	
9/02/21	New Issuance	62,500	Common	.08	N o	Bob Croker	Cash Purchase	R	
09/07/21	New Issuance	62,500	Common	.08	N o	Gisela Spring	Cash Purchase	R	
9/21/21	New Issuance	2,868,852	Common	.10	N o	Power Up Lending	Debt Conversion	R	
9/30/21	New Issuance	277,777	Common	.02	N o	Bob Croker	Cash Purchase	R	
9/30/21	New Issuance	277,777	Common	.02	N o	Jared Luginbill	Cash Purchase	R	
9/30/21	New Issuance	555,555	Common	.02	N o	Thomas & Carol Demery	Cash Purchase	R	
9/30/21	New Issuance	833,333	Common	.02	N o	S. Duran Field	Cash Purchase	R	
9/30/21	New Issuance	833,333	Common	.20	N o	Seeman Saeed	Cash Purchase	R	
9/30/21	New Issuance	1,111,111	Common	.02	N o	Steven Spring	Cash Purchase	R	
9/30/21	New Issuance	1,111,111	Common	.02	N o	Jared Soer	Cash Purchase	R	
9/30/21	New Issuance	1,111,111	Common	.20	N o	Robert Soer	Cash Purchase	R	
09/30/21	New Issuance	277,777	Common	.02	N o	Brandon Thomas	Cash Purchase	R	

10/01/21	New Issuance	1,388,888	Common	.20	N o	Gary Wetermeyer	Cash Purchase	R	
10/25/21	New Issuance	3,928,279	Common	.18	N o	Power Up Lending	Debt Conversion	R	
12/22/21	New Issuance	200,000	Common	.025	N o	Bob Croker	Cash Purchase	R	
12/24/21	New Issuance	200,000	Common	.025	N o	Marie Bable	Cash Purchase	R	
12/24/21	New Issuance	600,000	Common	.025	N o	Gregory Harrison	Cash Purchase	R	
12/24/21	New Issuance	200,000	Common	.025	N o	Michael Lewis	Cash Purchase	R	
12/24/21	New Issuance	200,000	Common	.025	N o	Stephen P. Luginbill	Cash Purchase	R	
01/11/22	New Issuance	1,000,000	Common	.05	N o	Peter Hunt	Cash Purchase	R	
01/16/22	New Issuance	200,000	Common	.025	N o	Steven Spring	Cash Purchase	R	
1/16/22	New Issuance	500,000	Common		N o	Power Up	Debt Conversion	R	
Shares Outstanding on Date of This Report:			New Issuance						
Ending Balance      Date 01/31/2021									
Common:              497,411,769									
Preferred:             10,000,000									

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

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

#### 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: **Tyrus C. Young, Factsco, LLC**  
Title: **None**  
Relationship to Issuer: **None, Consultant**

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

- C. Balance Sheet, as of January 31, 2022 and July 31, 2021
- D. Statement of Income; for the three months ended January 31, 2022 and 2021
- E. Statement of Cash Flows; for the three months ended January 31, 2022 and 2021
- F. Statement of Changes in Stockholders' Equity, for the period July 31, 2019 through January 31, 2022
- G. Notes to the Financial Statements

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

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

- A. Summarize the issuer's business operations

*Currently the Company is in the planning stages of its future operations*

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

*None*

- C. Describe the issuers' principal products or services.

*Currently the Company is planning on building a pipeline for oil and gas transportation.*

## 6) Issuer's Facilities

*The issuer's Corporate Headquarters are located at 900 Isom Rd, #306, San Antonio, TX 78216*

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

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Michael Ward	President/Chairman	San Antonio, TX	10,000,000	Preferred	100 %	
			161,897,562	Common	32.56 %	
Patrick Dossier	Vice President	San Antonio, TX	6,300,432	Common	1.27 %	
Alejandro Amelio	Director	Houston, TX	250,000	Common	-----	
Soll Sussman	Director	Austin, TX	250,000	Common	-----	
Choice Consulting	Investor	Freemont, CA	62,136,000	Common	12.50 %	

## 8) Legal/Disciplinary History

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

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

*None*

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

None

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

*None*

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

*None*

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

*None*

## 9) Third Party Providers

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

### Securities Counsel

Name: Gregory Wilson.

Firm:

Address 1:

Address 2:

Phone:

Email:

### Accountant

Name: Tyrus C. Young

Firm: Factsco, LLC

Address 1: 11117 Saintsbury Place

Address 2: Charlotte, NC 28270

Phone: 727 470-8684

Email: factsco@gmail.com

### Other Service Providers

*None*

## 10) Issuer Certification

*Principal Executive and Financial Officer:*

I, Michael Ward, certify that:

1. I have reviewed this Quarterly Disclosure Statement of MIRAGE ENERGY 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.

June 22, 2022

/s/ Michael Ward  
Michael Ward

**MIRAGE ENERGY CORPORATION**  
**Balance Sheet**

<b>ASSETS</b>	January 31, 2022 (Unaudited)	July 31, 2021 (Unaudited)
Current assets		
Cash and cash equivalents	\$ 14,780	\$ 99,158
Prepaid expenses	51,109	50,419
Total current assets	<u>65,889</u>	<u>149,577</u>
Other assets		
Capitalized Project costs	3,575	
Deposits	6,921	6,921
Total Assets	<u>\$ 76,385</u>	<u>\$ 156,498</u>
 <b>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>		
Current liabilities		
Accounts payable and accrued expenses	\$ 1,023,206	\$ 1,005,926
Loan Payable	127,844	127,844
Convertible debentures	-	289,905
Accrued salaries & payroll taxes - related parties	1,812,254	1,801,300
Total current liabilities	<u>2,963,304</u>	<u>3,224,975</u>
Long term obligation	<u>-</u>	<u>1,203</u>
Total Liabilities	<u>2,963,304</u>	<u>3,226,178</u>
Stockholders' equity (deficit)		
Preferred stock, \$0.001 par value, 10,000,000 shares authorized; 10,000,000 and 10,000,000 shares issued and outstanding at January 31, 2022 and July 31, 2021, respectively	10,000	10,000
Common stock, \$0.001 par value; ,900,000,000 shares shares authorized; 497,211,769 and 478,824,365 shares issued and outstanding at January 31, 2022 and July 31, July 31, 2021, respectively	497,212	478,825
Additional paid-in capital	13,537,596	12,571,207
Accumulated deficit	(16,931,727)	(16,129,712)
Total stockholders' (deficit)	<u>(2,886,919)</u>	<u>(3,069,680)</u>
Total Liabilities and Stockholders' Equity	<u>\$ 76,385</u>	<u>\$ 156,498</u>

The accompanying statements are an integral part of these financial statements

**MIRAGE ENERGY CORPORATION**  
**Income Statement**

	For the Three Months Ended		For the Six Months Ended	
	January 31, 2022 (Unaudited)	January 31, 2021 (Unaudited)	January 31, 2022 (Unaudited)	January 31, 2021 (Unaudited)
Revenues	\$ -	\$ -	\$ -	\$ -
Operating Expenses				
General & Administrative	35,274	281,117	246,514	809,533
Professional fees	9,536	7,420	36,942	20,570
Total Operating Expenses	44,810	288,537	283,456	830,103
Net Operating Loss	(44,810)	(288,537)	(283,456)	(830,103)
Other Income (Expense)				
Interest	(13,895)	(21,049)	(35,914)	(28,491)
Loss - change in fair value of convertible debt		(436,820)	(482,645)	(729,083)
Penalty on convertible debt	-	(138,250)	-	(138,250)
Total Other Income (Expense)	(13,895)	(596,119)	(518,559)	(895,824)
NET INCOME (LOSS)	\$ (58,705)	\$ (884,656)	\$ (802,015)	\$ (1,725,927)

The accompanying statements are an integral part of these financial statements



**MIRAGE ENERGY CORPORATION**  
**Cash Flow Statement**

	For the Three Months Ended		For the Six Months Ended	
	January 31, 2022 (Unaudited)	January 31, 2021 (Unaudited)	January 31, 2022 (Unaudited)	January 31, 2021 (Unaudited)
<b>Cash flows from operations</b>				
Net (loss)	\$ (58,705)	\$ (884,656)	\$ (802,015)	\$ (1,725,927)
Depreciation expense	-	396		791
Financing fees		7,000		13,500
Loss on fair value of convertible debt	-	436,820	482,645	729,083
Penalty on convertible debt	-	138,250	-	138,250
Expenses paid by shareholder	-	3,897	7,532	8,945
Stock issued for services & fees	-	68,000	-	354,637
Adjustments to reconcile net loss to net cash				
Accounts Receivable	-	-		
Prepaid expenses	1,917	811	(690)	(14,105)
Write off of Inventory	-	-	-	
Accounts Payable	(52,666)	33,978	17,280	78,999
Accrued expenses	-	-	-	5,867
Accrued salaries & payroll taxes - related party	310	(12,693)	10,954	(6,306)
<b>Net cash provided by(used) operating activities</b>	<u>(109,144)</u>	<u>(208,197)</u>	<u>(284,294)</u>	<u>(416,266)</u>
<b>Cash flows from investing activities</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>Cash flows from financing activities</b>				
Repayments of loan, related party	6,805	5,048	1,946	-
Repayments of loan, convertible notes	(54,845)	(8,945)	(79,940)	(8,945)
Proceeds from sale of common stock	72,806		277,910	-
Proceeds from sale of convertible debt	-	102,000	-	317,000
<b>Net cash provided by (used) by financing activities</b>	<u>24,766</u>	<u>98,103</u>	<u>199,916</u>	<u>308,055</u>
<b>Net Increase (Decrease) in cash</b>	(84,378)	(110,094)	(84,378)	(108,211)
Cash, Beginning of Period	<u>99,158</u>	<u>168,824</u>	<u>99,158</u>	<u>166,941</u>
Cash, End of Period	<u>\$ 14,780</u>	<u>\$ 58,730</u>	<u>14,780</u>	<u>\$ 58,730</u>

The accompanying statements are an integral part of these financial statements

# MIRAGE ENERGY CORPORATION

## Shareholder Equity

	Common Stock		Preferred Stock		Additional	Accumulated	Total
	Shares	Par Value	Shares	Par Value	Paid in Capital	Deficit	Stockholder's Equity
<b>Balance - July 31, 2019</b>	<u>406,886,489</u>	<u>\$ 406,886</u>	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>\$ 2,986,180</u>	<u>\$ (6,552,848)</u>	<u>\$ (3,149,782)</u>
Shares for debt conversion	31,029,060	31,029			4,890,892		4,921,921
Sale of common stock	17,008,334	17,008			728,136		745,144
Conversions - Warrant to Stock	7,806,801	7,807			(7,807)		(0)
Net Profit (Loss)						(3,500,624)	(3,500,624)
<b>Balance - July 31, 2020</b>	<u>462,730,684</u>	<u>\$ 462,731</u>	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>\$ 8,597,401</u>	<u>\$ (11,907,052)</u>	<u>\$ (2,836,920)</u>
Shares for debt conversion	6,120,653	6,121			1,313,942		1,320,063
Shares for services	6,446,250	6,446			2,248,191		2,254,637
Conversions - Warrant to Stock	4,235,111	4,235			(4,235)		0
Sale of common stock	4,291,667	4,292			410,908		415,200
Return of CEO stock	(5,000,000)	(5,000)			5,000		-
Net Profit (Loss)						(4,222,660)	(4,222,660)
<b>Balance - July 31, 2021</b>	<u>478,824,365</u>	<u>\$ 478,825</u>	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>\$ 12,571,207</u>	<u>\$ (16,129,712)</u>	<u>\$ (3,069,680)</u>
Shares for debt conversion	7,597,131	7,297			699,569		706,866
Sale of common stock	10,790,273	11,290			266,620		277,910
Net Profit (Loss)						(802,015)	(802,015)
<b>Balance - January 31, 2022</b>	<u>497,211,769</u>	<u>\$ 497,412</u>	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>\$ 13,537,396</u>	<u>\$ (16,931,727)</u>	<u>\$ (2,886,919)</u>

The accompanying statements are an integral part of these financial statements

**MIRAGE ENERGY CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**

**January 31, 2022**

**(UNAUDITED)**

**NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS**

Mirage Energy Corporation (formerly Bridgewater Platforms Inc.) (the “Company”) is a Nevada corporation incorporated on May 6, 2014. On May 20, 2014, the Company incorporated a Canadian subsidiary known as Bridgewater Construction Ltd. in Ontario in association with its construction business. Mirage Energy Corporation is based at 900 Isom Rd Suite 306, San Antonio, TX 78216. The Company’s fiscal year end is July 31.

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

**Basis of Presentation**

The Financial Statements and related disclosures have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission (“SEC”). The Financial Statements have been prepared using the accrual basis of accounting in accordance with Generally Accepted Accounting Principles (“GAAP”) of the United States.

In the opinion of management, all adjustments consisting of normal recurring entries necessary for a fair statement of the periods presented for: (a) the financial position; (b) the result of operations; and (c) cash flows, have been made in order to make the financial statements presented not misleading. The results of operations for such interim periods are not necessarily indicative of operations for a full year. These interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto contained in the Company’s 10-K filed with the Securities and Exchange Commission on January 21, 2022.

**Net Income (Loss) Per Share of Common Stock**

The Company has adopted ASC Topic 260, “Earnings per Share,” (“EPS”) which requires presentation of basic EPS

on the face of the income statement for all entities with complex capital structures and requires a reconciliation of the numerator and denominator of the basic EPS computation. In the accompanying financial statements, basic income (loss) per share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted earnings (loss) per share is computed by dividing **net income** (loss) by the weighted average number of common shares outstanding plus common stock equivalents (if dilutive) related to convertible debt, stock options and warrants for each year. In the period of net loss, diluted EPS calculation is not deemed necessary as the effect would be anti-dilutive.

As of January 31, 2022 and July 31, 2021, the Company has convertible notes with a total base principal of \$18,000 and \$125,000, respectively, which become convertible in 180 days. There is a potential for 454,545 shares if the principal of \$18,000 were converted at January 31, 2022. These notes will have a dilutive effect on common stock for the quarter ended January 31, 2022. The Company has 10,000,000 shares of Mirage’s Series A Preferred

Stock which possess 20 votes per share and are convertible into 200,000,000 common shares. As of January 31, 2022, the Company no longer has any outstanding common stock purchase warrants.

### Basis of Consolidation

These financial statements include the accounts of the Company and its wholly owned subsidiaries, 4Ward Resources, Inc., Cenote Energy, S. de R.L. de C.V., WPF Transmission, Inc., and WPF Mexico Pipelines, S. de R.L. de C.V. All material intercompany balances and transactions have been eliminated.

### Financial Instruments

The Company's notes that have become convertible are subject to ASC Topic 480, "Distinguishing Liabilities from Equity," as the debt is a mostly fixed amount to be settled with a variable number of shares.

### Recent Accounting Pronouncements

In February 2016, the FASB issued ASU 2016-02, Leases, which will amend current lease accounting to require lessees to recognize (i) a lease liability, which is a lessee's obligation to make lease payments arising from a lease, measured on a discounted basis, and (ii) a right-of-use asset, which is an asset that represents the lessee's right to use, or control the use of, a specified asset for the lease term. ASU 2016-02 does not significantly change lease accounting requirements applicable to lessors; however, certain changes were made to align, where necessary, lessor accounting with the lessee accounting model. This standard will be effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. The Company has reviewed these provisions and will apply to the fiscal year which begins August 1, 2021, as we follow the private company effective dates as an Emerging Growth Company which have been extended due to COVID-19.

### **NOTE 3 - GOING CONCERN**

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company had a net loss of \$802,015 and had net cash used in operations of \$284,294 for the six months ended January 31, 2022 and had an accumulated deficit of \$16,931,727 at that date. The Company has not established an ongoing source of revenues sufficient to cover its operating cost and requires additional capital to commence its operating plan. If the Company is unable to obtain adequate capital, it could be forced to cease operations. These factors raise substantial doubt about its ability to continue as a going concern.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan to obtain such resources for the Company may include, but not be limited to: sales of equity instruments; traditional financing, such as loans; sale of participation interests and obtaining capital from management and significant stockholders sufficient to meet its minimal operating expenses. However, management cannot provide any assurance that the Company will be successful in accomplishing any of its plans.

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

#### NOTE 4 - DEBT

As of January 31, 2022, all convertible debt by the Company has been converted to common stock.

For the three months ending January 31, 2022, the Company did not receive any proceeds from convertible notes. There was a \$482,646 loss on change in fair value of convertible debt for the six months ended January 31, 2022.

For the year ended July 31, 2021, the Company received proceeds of \$367,000 from convertible notes, which was net of \$17,000 in fees deducted and converted \$1,340,263 of convertible notes and interest. There was a \$753,376 loss on change in fair value of convertible debt in total.

A summary of debt at January 31, 2022 and July 31, 2021 is as follows:

	October 31, <u>2021</u>	July 31, <u>2021</u>
Note, unsecured interest bearing at 2% per annum, due July 9, 2020	\$ 50,000	\$ 50,000
Note, unsecured interest bearing at 7.5% per annum, due April 15, 2018. This was an accounts payable bill that was converted to a loan as per Note 7 Commitments and Contingencies. This note is now in default as of April 16, 2018 and has a default interest of 17.5%.	77,844	77,844
Convertible debenture, unsecured, interest bearing at 12% per annum, issued June 12, 2018 in the amount of \$18,000 with fees of \$0 and cash proceeds of \$18,000 which was paid directly to the vendor in the year ended July 31, 2018, convertible at December 9, 2018 with conversion price at a discount rate of 45% of market price which is the lowest trading price during the twenty trading day period ending on the latest complete trading day prior to the conversion date, maturity date of March 30, 2019. This note became convertible on December 9, 2018. This note defaulted on November 14, 2018 and a default penalty of \$9,000 was added to the note for a total of \$27,000 and incurred default interest rate of 22%. The convertible note had a loss in net change in fair value of \$8,961.	-0-	45,584
Convertible debenture, unsecured, interest bearing at 10% per annum, issued January 12, 2021 in the amount of \$53,500 with fees of \$3,500 and cash proceeds of \$50,000, convertible at July 11, 2021 with conversion price at a discount rate of		

39% of market price which is the lowest trading price during the twenty trading day period ending on the latest complete trading day prior to conversion date; maturity date of November 12, 2021. This note defaulted on March 23, 2021 and a default penalty of \$26,750 was added to the note for a total of \$80,250. The note became immediately convertible. During the month of September and October 2021, \$80,250 of this debt plus \$2,675 in interest was converted and the Company issued 6,797,131 shares of common stock with a fair value of \$620,697 for the debt and a fair value of \$19,734 for the interest totaling \$640,431. The convertible note had a net loss on change in fair value of \$498,536.

-0- 121,271

Convertible debenture, unsecured, interest bearing at 10% per annum, issued March 9, 2021 in the amount of \$53,500 with fees of \$3,500 and cash proceeds of \$50,000, convertible at September 7, 2021 with conversion price at a discount rate of 39% of market price which is the lowest trading price during the twenty trading day period ending on the latest complete trading day prior to conversion date; maturity date of January 9, 2022. Power Up agreed to settle the note if the Company would prepay the note on October 1, 2021. This note was repaid on October 1, 2021 directly to holder for a total of \$89,529 of which \$9,529 was interest.

-0- 122,160

Remaining unpaid portion due AT&T regarding cell phone installments

-0- 1,203  
127,844 410,429

Total Debt

Less: Current Maturities

127,844 409,195

Total Long-Term Debt

\$ -0- \$ 1,203

#### NOTE 5 - RELATED PARTY TRANSACTIONS

As of January 31, 2022, the CEO and two other members of management and one other employee had earned accrued unpaid salary in the amount of \$1,735,517. Accrued salaries of \$1,735,517 combined with accrued payroll taxes of \$76,738 for a total accrued related party salaries and payroll tax of \$1,812,254 for the period from June 2015 until January 31, 2022.

Also, Mr. Michael Ward, President, was owed \$12,755 for monies outlaid on behalf of the Company which was netted for \$12,755 in payments received leaving a net due Mr. Ward of \$0 through January 31, 2022. During the year ended July 31, 2021, Mr. Michael Ward, President, was owed \$28,188 owed for monies outlaid on behalf of the Company for a total loan amount of \$28,188 which was netted for \$28,188 in payments received leaving a net due to Mr. Ward of \$0 at July 31, 2021.

In March 2021, the CEO gifted four individuals 5,000,000 of his personal shares of the Company. These shares have been accounted for as if they were returned to the company by the CEO and reissued by the Company to the individuals at their fair value of \$1,900,000.

## **NOTE 6 - LEASES**

On June 9, 2016, the Company entered into a Lease Agreement for its San Antonio, Texas office lease location. The Lease Period was for three (3) years beginning July 1, 2016. On July 1, 2019, the Company entered into a First Amendment to Lease Agreement for three (3) years beginning July 1, 2019 at same location. The landlord continues to hold \$6,921 as security which is to be returned at the end of the new lease. The Company shall pay as additional rent all other sums of money as shall become due and payable by them under this Lease. To date after twenty-eight (28) months of this thirty-six (36) month lease, no such additional charges have been made. The Company has incurred rent expense in the amount of \$21,997 and \$87,120 for the three months ended January 31, 2022 and for the year ended July 31, 2021, respectively. Below is the schedule of rent for the remaining Lease term as of January 31, 2022. As of the year ending July 31, 2022, the remaining base rent totals \$56,604.

## **NOTE 7 - COMMITMENTS AND CONTINGENCIES**

The Company committed to eighteen (18) months of Acquisition of Pipeline Rights of Way to Marcos y Asociados with a total amount of \$77,844 which was due April 15, 2018 and not paid as of January 31, 2022. Interest will continue accruing after January 31, 2022 until it is paid.

From time to time the Company may become a party to litigation matters involving claims against the Company. Management believes that it is adequately insured for its operations and there are no current matters that would have a material effect on the Company's financial position or results of operations.

## **NOTE 8 - EQUITY**

Issuance of all shares of common stock are detailed in the Disclosure Statement which are part of these financial statements.

## **NOTE 9 - SUBSEQUENT EVENTS**

The Company evaluated events occurring after January 31, 2022, but did not identify any that would be required to be disclosed.

## **Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.**

### **Forward-Looking Statements**

Except for historical information, this report contains certain forward-looking statements. Such forward-looking statements involve risks and uncertainties, including, among other things, statements regarding our business strategy, future revenues and anticipated costs and expenses. Such forward-looking statements include, among others, those statements including the words "expects," "anticipates," "intends," "believes" and similar language.

Our actual results may differ significantly from those projected in the forward-looking statements. Factors that might cause or contribute to such differences include, but are not limited to, those discussed herein as well as in the “Current Business” and “Risk Factors” sections in our 10-K for the year ended July 31, 2021, as filed on January 21, 2022. You should carefully review the risks described in our documents we file from time to time with the Securities and Exchange Commission (“SEC”). You are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the date of this report. We undertake no obligation to publicly release any revisions to the forward-looking statements or reflect events or circumstances after the date of this document.

Although we believe that the expectations reflected in these forward-looking statements are based on reasonable assumptions, there are a number of risks and uncertainties that could cause actual results to differ materially from such forward-looking statements.

All references in this report to the “Company,” “Mirage Energy,” “we,” “us,” or “our” are to Mirage Energy Corporation (formerly Bridgewater Platforms Inc.)

## **Corporate Overview**

### **Company’s Plans**

The Company has proposed to develop an integrated natural gas pipeline system in Texas and Mexico. The purpose of these pipelines will transport and store natural gas in an underground natural gas storage facility, which the

Company proposes to permit and develop in northern Mexico. The Company has completed the design and engineering work which was presented to the representatives of various Mexican regulatory agencies.

On June 11, 2020, the Company received a financing Term Sheet from Bluebell International, LLC (BBI) for \$4 Billion plus an interest reserve and payment of Closing Costs. The equity would split with Mirage owning 25% after closing. Mirage would have no payment obligation regarding any of the \$4 Billion loan. Mirage would be responsible for construction and after construction management.

The Projects which will be initially developed include:

- Mirage 1 - Burgos Hub Storage & Gas Pipeline (natural gas)

“Brasil Field” is the gas storage facility

“Concho Line” “Progreso Line” “Progreso Crossing” “Storage Line” (pipeline running from Aqua Dulce / Banquette to the Brasil Field storage facility)

- Mirage 2 - 48-inch Pipeline Rehabilitation (natural gas)  
Pipeline running from Reynosa, Mexico to Nuevo
- Mirage 3 - 30-inch and 48-inch Pipeline Rehabilitation (crude oil)  
Bi-directional transport of crude oil across the Tehuantepec Isthmus of Mexico

BBI has completed its Due Diligence activities prior to a Final Closing.



## Discussion and Analysis of Financial Condition and Results of Operations

### Revenues

#### Three and Six month period ended January 31, 2022

For the three and six month periods ended January 31, 2022, we generated no revenue and incurred a net losses of \$ 58,705 and \$802,015, respectively.

Our net loss of \$ 58,705 for the three (3) month period ended January 31, 2022 was the result of operating expenses of \$ 44,810, interest expense of \$13,895, and loss from change in fair market value convertible debt of \$ - 0-. Our operating expenses consisted of \$35,274 in general and administrative expenses and \$9,536 in professional fees.

For the three and six month periods ended January 31, 2021, we generated no revenue and incurred a net losses of \$ 884,656 and \$ 1,725,927, respectively.

Our net loss of \$ for the three (3) month period ended January 31, 2021 was the result of operating expenses of \$ 283,456, interest expense of \$21,049, loss from change in fair market value convertible debt of \$ 436,820, and a penalty on conversion of \$138,250. Our operating expenses consisted of \$ 246,514 in general and administrative expenses and \$ 36,942 in professional fees.

### Costs and Expenses

Our primary costs going forward are related to travel, professional fees, legal fees, financing fees and salaries and related payroll taxes associated with our proposed pipeline and natural gas storage activities in Mexico and Texas.

### Liquidity and Capital Resources

#### Liquidity

To date, we have funded our operations primarily with capital provided and loans provided by related parties, accruing of salaries and accounts payable. We do not currently have commitments regarding fixed costs.

As of January 31, 2022, Mirage Energy Corporation had \$14,780 in cash on hand and prepaid expenses of \$51,109. Since Mirage Energy Corporation was unable to reasonably project its future revenue, it must presume that it will not generate any revenue during the next twelve (12) to twenty-four (24) months. We therefore will need to obtain additional debt or equity funding in the next two (2) – three (3) months, but there can be no assurances that such funding will be available to us in sufficient amounts or on reasonable terms.

The Company's audited financial statements for the year ended July 31, 2021 contain a "going concern" qualification. As discussed in Note 3 of the Notes to Financial Statements, the Company has incurred losses and has not demonstrated the ability to generate cash flows from operations to satisfy its liabilities and sustain operations. Because of these conditions, our independent auditors have raised substantial doubt about our ability to continue as a going concern.

Our financial objective is to make sure the Company has the cash and debt capacity to fund on-going operating activities, investments and growth. We intend to fund future capital needs through our current cash position, additional credit facilities, future operating cash flow and debt or equity financing. We are continually evaluating these options to make sure we have capital resources to meet our needs.

Existing capital resources are insufficient to support continuing operations of the Company over the next 12 months.

Management makes no assurances that adequate capital resources will be available to support continuing operations over the next 12 months. Management plans to pursue additional capital funding through multiple sources.

For the year ended July 31, 2021, the Company has funded operations with proceeds from sale of \$415,000 in common stock and debt of \$367,000 from convertible notes, while making loan repayments of \$28,188 to related party. The Company plans to raise additional funds through various sources to support ongoing operations during 2021 and 2022.

While no assurances can be given regarding the achievement of future results as actual results may differ materially, management anticipates adequate capital resources to support continuing operations over the next 12 months through the combination of infused capital through exercised warrants, infused capital through non-public private placement and existing cash reserves.

### Item 3. Quantitative and Qualitative Disclosures About Market Risk.

As a “smaller reporting Company”, we are not required to provide the information required by this Item.

## Item 4. Controls and Procedures.

### Management’s Report on Disclosure Controls and Procedures

We maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed in our reports filed under the Securities Exchange Act of 1934, as amended, is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission’s rules and forms, and that such information is accumulated and communicated to our management, including our president (our principal executive officer, principal financial officer and principal accounting officer) to allow for timely decisions regarding required disclosure.

As of the end of the quarter covered by this report, we carried out an evaluation, under the supervision and with the participation of our president (our principal executive officer, principal financial officer and principal accounting officer), of the effectiveness of the design and operation of our disclosure controls and procedures. Based on the foregoing, our president (our principal executive officer, principal financial officer and principal accounting officer) concluded that our disclosure controls and procedures were not effective as of the end of the period covered by this quarterly report due to our limited number of officers and members of the Board of Directors.

### Changes in Internal Control over Financial Reporting

There have been no changes in our internal controls over financial reporting that occurred during the quarter ended January 31, 2022, that have materially or are reasonably likely to materially affect, our internal controls over financial reporting.

## **PART II-OTHER INFORMATION**

### **ITEM 1. LEGAL PROCEEDINGS**

There are no material legal proceedings pending against the Company to the knowledge of management.

### **ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS**

None.

### **ITEM 3. DEFAULTS UPON SENIOR SECURITIES**

None.

### **ITEM 4. MINE SAFETY DISCLOSURES**

Not applicable.

### **ITEM 5. OTHER INFORMATION**

None.