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Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Blue Diamond Ventures, Inc.

535 N. Michigan Ave, Suite 3001
Chicago, IL 60611

844-637-6377
www.BLDV.us info@bldv.com
SIC Code: 8748 / 8742

Quarter Report

For the period ending March 31, 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

4,870,585,689 as of March 31, 2023

4,870,585,689 as of December 31, 2022

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

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.

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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.

Blue Diamond Ventures, Inc.

Formerly=Puma Energy, Inc. until 10-04

Formerly=Teleauctions of America, Inc. - until 6-98

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):

Colorado – 2016 – Active in Good Standing

Prior to 2016 Blue Diamond Ventures, Inc. was domiciled in 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:

535 N. Michigan Ave, Suite 3001, Chicago, IL 60611

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

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

535 N. Michigan Ave, Suite 3001, Chicago, IL 60611

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

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

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2) Security Information

Transfer Agent

Name: Securities Transfer Corporation (STC)
 Phone: 469-633-010
 Email: johnson@stctransfer.com
 Address: 2901 N Dallas Parkway, Plano, TX 75093

Publicly Quoted or Traded Securities:

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

Trading symbol:	<u>BLDV</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>09539R101</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>7,500,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding:	<u>4,870,585,689</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record:	<u>335</u>	<u>as of date: March 31, 2023</u>

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

None

Other classes of authorized or outstanding equity securities:

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

Exact title and class of the security:	<u>Series A Preferred Stock</u>
CUSIP (if applicable):	<u></u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>4</u> <u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>4</u> <u>as of date: March 31, 2023</u>
Total number of shareholders of record (if applicable):	<u>4</u> <u>as of date: March 31, 2023</u>

Exact title and class of the security:	<u>Series B Preferred Stock</u>
CUSIP (if applicable):	<u></u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>100,000,000</u> <u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>70,000,000</u> <u>as of date: March 31, 2023</u>
Total number of shareholders of record (if applicable):	<u>4</u> <u>as of date: March 31, 2023</u>

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Exact title and class of the security:	<u>Series C Preferred Stock</u>	
CUSIP (if applicable):	<u> </u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>200,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>179,500,000</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record (if applicable):	<u>16</u>	<u>as of date: March 31, 2023</u>

Exact title and class of the security:	<u>Class F Preferred Stock</u>	
CUSIP (if applicable):	<u> </u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>625,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>175,000,000</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record (if applicable):	<u>11</u>	<u>as of date: March 31, 2023</u>

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.

The common stock of the company ("Common Stock") has no voting rights. The par value of the Common Stock is \$0.001. The Common Stock has no right to distributions. Subject to the limitation on distributions in C.R.S. 7-106-401, the board of directors may vote to make distributions to the Common Stock shareholders from the assets of the company.

The Common Stock has no other rights, preferences, or privileges.

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

Preferred Stock

Unless otherwise stated, each share of the same class, in this case the "Preferred Stock", has preferences, limitations, and relative rights identical with those of other shares of the same class. The par value of the Preferred Stock is \$0.001. The Preferred Stock has no right to distributions. Subject to the limitation on distributions in C.R.S. 7-106-401, the board of directors may vote to make distributions to the Preferred Stock shareholders from the assets of the company.

Except for the rights, preferences, and privileges of the Series A, B, and C below, the Preferred Stock has no other rights, preferences, or privileges.

Preferred Stock Series A Shares ("Series A")

Series A stock has unlimited voting rights. The shares represent 100% of the voting rights of the company. The Series A stock is not convertible into any other class or series of shares.

Non-voting Preferred Stock Series B Shares ("Series B")

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The Series B stock has no voting rights. Each share of Series B stock is convertible into three (3) shares of Common Stock. No other rights, preferences, or privileges are assigned to the Series B stock.

Non-voting Preferred Stock Series C Shares ("Series C")

The Series C stock has no voting rights. Each share of Series C stock is convertible into ten (10) shares of Common Stock. No other rights, preferences, or privileges are assigned to the Series C stock.

Non-voting Class F Preferred Stock ("Class F")

The Class F stock is subject to a Class F Preferred Shareholders' Agreement. The shares of Class F stock shall have no par value. The Class F stock has no voting rights. Each share of Class F stock converts into one (1) share of Common Stock, in accordance with the terms and conditions of the Class F Preferred Shareholders' Agreement. From and after the date of issuance of any share of Class F stock, cumulative, non-compounding dividends shall accrue, whether or not declared by the board of directors and whether or not there are funds legally available for the payment of dividends, on a daily basis at a rate of 10% per annum. All accrued and accumulated dividends on any share of Class F stock shall be paid in cash only when, as and if declared by the board of directors out of funds legally available therefor or upon a redemption or liquidation of the Class F stock in accordance with the Class F Preferred Shareholders' Agreement.

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

The holders of shares of Class F stock have a right to redeem the shares of Class F stock in accordance with the terms and conditions in the Class F Preferred Shareholders' Agreement. The stockholders of the company have no other rights, preferences, or privileges.

No stockholders of the company of any class or series shall have any preemptive or preferential right in or preemptive or preferential right to subscribe to or for or acquire any new or additional shares, or any subsequent issue of shares, or any unissued or treasury shares of the company, whether now or hereafter authorized, or any securities convertible into or carrying a right to subscribe to or for or acquire any such shares, whether now or hereafter authorized.

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

None

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

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

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Shares Outstanding as of Second Most Recent Fiscal Year End January 1, 2021	Opening Balance:		*Right-click the rows below and select "Insert" to add rows as needed.						
	Common: 5,385,585,689								
	Preferred:								
	Series A: 3								
	Series B: 100,000,000								
	Series C: 167,500,000								
	Class F: 0								
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or canceled)	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
2/23/2021	New	(30,000,000)	Preferred B	\$ 0.003	No	Steve McMorrow	Convert to Common	Restricted	Exempt
2/23/2021	New	90,000,000	Common	\$ 0.001	No	Steve McMorrow	Preferred B Conversions	Restricted	Exempt
4/5/2021	New	(3,000,000)	Preferred C	\$ 0.001	No	Robert Corr	Convert to Common	Restricted	Exempt
4/5/2021	New	30,000,000	Common	\$ 0.001	No	Robert Corr	Preferred C Conversion	Restricted	Exempt
5/5/2021	New	(5,000,000)	Preferred C	\$ 0.001	No	David Laurino	Convert to Common	Restricted	Exempt
5/5/2021	New	50,000,000	Common	\$ 0.001	No	David Laurino	Preferred C Conversion	Restricted	Exempt
6/23/2021	New	(700,000,000)	Common	\$ 0.001	No	Cann10 North America Holdings, Inc. - Yossi Berstein +972 3 9002011	Returned to be Canceled	Restricted	Exempt
12/23/2021	New	5,000,000	Common	\$ 0.001	No	Dan Hendrikson	Consulting Services	Restricted	Exempt
12/23/2021	New	5,000,000	Common	\$ 0.001	No	Scott Trotter	Consulting Services	Restricted	Exempt
12/23/2021	New	5,000,000	Common	\$ 0.001	No	Christopher Crawford	Consulting Services	Restricted	Exempt
04/01/22	New	10,000,000	Preferred C	\$ 0.001	No	Yale Peebles	Employment	Restricted	Exempt
7/21/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Marilyn Peebles	Funds	Restricted	Exempt
7/23/2022	New	25,000,000	Class F Preferred	\$ 0.0008	No	Robert J and Tara F Bennet Family Trust - Tara F Bennet	Funds	Restricted	Exempt
7/24/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Bryce Bowman	Funds	Restricted	Exempt
7/27/2022	New	37,500,000	Class F Preferred	\$ 0.0008	No	Oneal Miller	Funds	Restricted	Exempt

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8/1/2022	New	5,000,000	Series C Preferred	\$ 0.001	No	Jennifer Germano	Acquisition	Restricted	Exempt
8/1/2022	New	5,000,000	Series C Preferred	\$ 0.001	No	Jennifer Germano	Employment	Restricted	Exempt
8/2/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Benjamin Johnson	Funds	Restricted	Exempt
9/8/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Joseph Mussomeli	Funds	Restricted	Exempt
9/15/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Thaddeus Underwood	Funds	Restricted	Exempt
9/19/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Joe Owcsarek	Funds	Restricted	Exempt
9/27/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Neil Minihane	Funds	Restricted	Exempt
8/16/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Raymond T Peebles	Funds	Restricted	Exempt
10/24/2022	New	12,500,000	Class F Preferred	\$ 0.0008	No	Thomas M Krattiger	Funds	Restricted	Exempt
1/30/2023	New	1	Series A Preferred	\$ 0.0010	No	Yale Peebles	Services	Restricted	Exempt
Shares Outstanding on Date of This Report	Ending Balance:								
	Common: 4,870,585,689								
03/31/23	Preferred:								
4,870,585,689	Series A: 4								
	Series B: 70,000,000								
	Series C: 179,500,000								
	Class F: 175,000,000								

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

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

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

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

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Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

4) Issuer's Business, Products and Services

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

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

Blue Diamond Ventures Inc. (the "Company"), through its wholly owned subsidiaries as well as through sales and distribution agreements, operates within the fields of medical and adult-use cannabis providing technologies, consulting, ancillary products, or processes derived from such operations. The Company provides fee-based professional consulting services to include project management, construction management, branding and marketing, operational compliance, product development, licensing and development of intellectual property. Neither the Company nor its subsidiaries own any cannabis operating licenses of any kind.

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

The Company is a holding company and does business through its wholly owned subsidiaries: Harvest 360 Technologies LLC a Colorado limited liability company and ICS Consulting Services, LLC a Colorado limited liability company.

C. Describe the issuers' principal products or services.

The Company, through its subsidiaries, provides fee-based professional consulting services to include project management, construction management, branding and marketing, operational compliance, product development, licensing and development of intellectual property in the Cannabis space.

5) Issuer's Facilities

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

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

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

Office space, located at 535 N. Michigan Avenue, Suite 3001, Chicago IL 60611. The space is owned by Jonathan B. Alper, and the Company uses it without a lease.

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 than 5% of any class of the issuers securities, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

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

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

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Yale Peebles</u>	<u>CEO & Director</u>	<u>Chicago, IL</u>	<u>10,000,000</u>	<u>Preferred Series C</u>	<u>5.9%</u>	<u>NA</u>
<u>Yale Peebles</u>	<u>CEO & Director</u>	<u>Chicago, IL</u>	<u>1</u>	<u>Preferred Series A</u>	<u>1/4</u>	<u>NA</u>
<u>Joshua B. Alper</u>	<u>COO & Director</u>	<u>New Buffalo, MI</u>	<u>10,000,000</u>	<u>Preferred Series C</u>	<u>5.9%</u>	<u>NA</u>
<u>Joshua B. Alper</u>	<u>COO & Director</u>	<u>New Buffalo, MI</u>	<u>10,000,000</u>	<u>Common Stock</u>	<u>0.2%</u>	<u>NA</u>
<u>Joshua B. Alper</u>	<u>COO & Director</u>	<u>New Buffalo, MI</u>	<u>1</u>	<u>Preferred Series A</u>	<u>1/4</u>	<u>NA</u>
<u>Todd Scattini</u>	<u>Chairman & Director</u>	<u>Platte City, MO</u>	<u>1</u>	<u>Preferred Series A</u>	<u>1/4</u>	<u>NA</u>
<u>Sebastian Nassau</u>	<u>Director</u>	<u>Austin, TX</u>	<u>1</u>	<u>Preferred Series A</u>	<u>1/4</u>	<u>NA</u>
<u>Jeff King</u>	<u>Holder>5%</u>	<u>Highland, IL</u>	<u>50,000,000</u>	<u>Preferred Series C</u>	<u>29%</u>	<u>NA</u>
<u>Jeff King</u>	<u>Holder>5%</u>	<u>Highland, IL</u>	<u>100,000,000</u>	<u>Common Stock</u>	<u>2%</u>	<u>NA</u>

7) Legal/Disciplinary History

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

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

No

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

No

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

No

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

No

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

Not Applicable

8) Third Party Service Providers

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Zach Huey
Firm: Huey Law Firm
Address 1: 2200 US HWY 98 Suite 4 #330
Address 2: Daphne, AL 36526
Phone: 251-270-4820
Email: zach@hueylawfirm.com

Accountant or Auditor

Name:
Firm: NOWCFO
Address 1: 1801 Broadway, Suite 501
Address 2: Denver, CO 80202
Phone: 1-888-697-4724
Email: denverinfo@nowcfo.com

Investor Relations

None

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All other means of Investor Communication:

None

Other Service Providers

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

None

9) Financial Statements

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

- ☐ IFRS
☒ U.S. GAAP

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

Name: **Joshua Alper**
Title: **COO**
Relationship to Issuer: **Officer and Director**

Joshua Alper was the CEO of BLDV for 6 years, prior to his current role of COO. Mr. Alper has operated companies for over 40 years and has extensive experience in finance, operations, and management.

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

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

Important Notes:

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

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

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10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Yale Peebles certify that:

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

Date: 5/15/2023

/s/Yale Peebles [CEO's Signature]

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

Principal Financial Officer:

I, Yale Peebles certify that:

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

Date: 5/15/2023

/s/Yale Peebles [Principal Financial Officer's Signature]

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

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



CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED MARCH 31, 2023 and 2022
(UNAUDITED)

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2022 and 2023
(UNAUDITED)

TABLE OF CONTENTS

	Page
CONSOLIDATED BALANCE SHEETS	1
CONSOLIDATED STATEMENTS OF OPERATIONS	2
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY	3
CONSOLIDATED STATEMENTS OF CASH FLOWS	4
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS	5

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	<u>Mar 31, 2023</u>	<u>Dec 31 2022</u>
Assets		
Current Assets		
Cash and cash equivalents	\$ 22,403	\$ 129,311
Accounts Receivable	54,306	54,306
Trade Receivable	-	-
Prepaid Expenses	12,857	12,857
Intangible Assets and Goodwill	93,000	93,000
Total Assets	<u>\$ 182,566</u>	<u>\$ 289,474</u>
Liabilities and Equity		
Current Liabilities		
Accounts Payable	\$ (1,127)	\$ 1,010
Advances from Clients	-	-
Accrued Liabilities	5,000	60,000
Total Current Liabilities	<u>\$ 3,873</u>	<u>\$ 61,010</u>
Long Term Liabilities		
Notes Payable	-	-
Total Long Term Liabilities	<u>-</u>	<u>-</u>
Total Liabilities	<u>\$ 3,873</u>	<u>\$ 61,010</u>
Shareholder's Equity		
Member's Contribution (Distribution)	\$ (339,953)	\$ (375,089)
Common Stock,	4,851,586	4,851,586
\$0.001 par value; 5,800,000,000 shares authorized; 4,870,585,689		
shares issued & outstanding, March 31, 2023 and December 31,		
2023, respectively		
Additional Paid-In Capital	(3,530,550)	(3,530,550)
Series A Preferred Voting,	40,735	40,735
Non-convertible Stock, 4 share authorized; 4 share outstanding		
March 31, 2023 and December 31, 2022, respectively		
Series B Preferred Convertible Stock	183,193	183,193
100,000,000 shares authorized; 70,000,000 shares issued and outstanding		
March 31, 2023 and December 31, 2022, respectively		
Series C Preferred Stock	906,100	906,100
200,000,000 shares authorized; 179,500,000 and 159,500,000 shares		
issued and outstanding, March 31, 2023 and December 31, 2023,		
respectively		
Class F Preferred Stock	140,000	130,000
625,000,000 shares authorized, 175,000,000 and -0- issued		
and outstanding at March 31, 2023 and December 31, 2022		
Accumulated Deficit	(2,072,418)	(1,977,511)
Total Shareholder's Equity	<u>\$ 178,693</u>	<u>\$ 228,464</u>
Total Liabilities and Shareholder's Equity	<u>\$ 182,566</u>	<u>\$ 289,474</u>

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

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022
(Unaudited)

	<u>2023</u>	<u>2022</u>
Revenues		
Services	\$ 135,934	\$ 55,000
Cost of Services	<u>52,547</u>	<u>13,818</u>
Gross Profit	83,387	41,182
Operating Expenses		
Advertising & Marketing	2,522	5,008
General and administrative	175,773	51,341
Stock Compensation	<u>-</u>	<u>38,600</u>
Total Operating Expenses	(178,295)	(94,949)
Operating (Loss) Income	<u>(94,908)</u>	<u>(53,766)</u>
Other Income (Expenses)		
Other Income	<u>-</u>	<u>-</u>
Total Other Income (Expense)	-	-
Net Loss	<u><u>\$ (94,908)</u></u>	<u><u>\$ (53,766)</u></u>
Other Comprehensive Income(Loss)	<u>-</u>	<u>-</u>
Total Comprehensive Income (Loss)	<u><u>\$ (94,908)</u></u>	<u><u>\$ (53,766)</u></u>

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

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EQUITY
FOR THE THREE MONTHS ENDED MARCH 31, 2023
(Unaudited)

	Series A		Series B		Series C		Class F		Common Stock		Additional		Total
	Preferred Stock		Preferred Stock		Preferred Stock		Preferred Stock				Paid-in	Accum	Stockholder's
Balance, December 31, 2022	3	\$ 40,735	70,000,000	\$ 183,193	179,500,000	\$ 906,100	175,000,000	\$ 140,000.00	4,870,585,689	\$ 4,851,586	\$ (3,977,573)	\$ (1,977,511)	\$ 166,530
Issuance of Series A Share	1	-	-	-	-	-	-	-	-	-	-	-	-
Stockholder's Contribution (Distribution)	-	-	-	-	-	-	-	-	-	-	107,070	-	107,070
Net Loss	-	-	-	-	-	-	-	-	-	-	-	(94,908)	(94,908)
Balance, March 31, 2023	4	\$ 40,735	70,000,000	\$ 183,193	179,500,000	\$ 906,100	175,000,000	\$ 140,000.00	4,870,585,689	\$ 4,851,586	\$ (3,870,503)	\$ (2,072,418)	\$ 178,692

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

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASHFLOWS
FOR THE THREE MONTHS ENDED MARCH 31 2023 and 2022
(Unaudited)

	March 31,	
	<u>2023</u>	<u>2022</u>
Operating Activities		
Net Loss	\$ (94,908)	\$ (53,766)
Adjustments to reconcile net income to net cash used in operating activities:		
Changes in Operating assets & liabilities:		
Accounts Payable	(2,137)	-
Advances from clients	-	85,000
Accrued Expenses	<u>(55,000)</u>	<u>-</u>
Net Cash Provided by Operating Activities	\$ (152,045)	\$ 31,234
Investing Activities		
Cash Received in Asset Acquisition	<u>-</u>	<u>-</u>
Net Cash Provided By Investing Activities	\$ -	\$ -
Financing Activities		
Payments of Notes Payable	-	(29,845)
Proceeds from Sale of Class F Stock	10,000	-
Change in Owner's Equity	<u>35,137</u>	<u>(2,916)</u>
Net Cash (used In) Financing Activities	\$ 45,137	\$ (32,761)
Net Increase (Decrease) in Cash	\$ (106,908)	\$ (1,527)
Cash at the Beginning of Period	<u>\$ 129,311</u>	<u>\$ 9,012</u>
Cash at the End of Period	<u>\$ 22,403</u>	<u>\$ 7,485</u>
SUPPLEMENTAL INFORMATION		
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>

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

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022

(UNAUDITED)

1. NATURE OF THE ORGANIZATION AND BUSINESS

Blue Diamond Ventures, Inc. (“Blue Diamond”) is incorporated under the laws of the State of Colorado has two wholly owned subsidiaries, Harvest 360 Technologies LLC (“H360”) and ICS Consulting Services, LLC (“ICS”) which, with Blue Diamond Ventures, Inc. form the Company.

Presently, the Company focuses on non-plant touching ancillary services for medical and adult-use cannabis markets across the United States. The Company provides consulting, branding, and licensing services to new applicants and established operators in the cannabis industry.

2. BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States (“U.S. GAAP”). The unaudited consolidated financial statements include the accounts of all consolidated subsidiaries and financially controlled variable interest entities. All intercompany balances and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of these unaudited consolidated financial statements in accordance with U.S. GAAP requires the Company to make estimates and assumptions that affect the reported amounts in the consolidated financial statements and accompanying notes. These estimates form the basis for judgments the Company makes about the carrying values of assets and liabilities that are not readily apparent from other sources. The Company bases its estimates and judgments on historical experience and on various other assumptions that the Company believes are reasonable under the circumstances. These estimates are based on management’s knowledge about current events and expectations about actions the Company may undertake in the future. Significant estimates include, but are not limited to allowance for doubtful accounts, inventory valuation, and equity-based compensation. Actual results could differ materially from those estimates.

Cash and Cash Equivalents

The Company’s cash and cash equivalents are maintained with recognized financial institutions located in the United States. The Company considers all highly liquid investments with a maturity date of less than 90 days or less to be cash equivalents. In the normal course of business, the Company may carry balances with certain financial institutions that exceed federally insured limits. The Company has not experienced losses on balances in excess of such limits and management believes the Company is not exposed to significant risks in that regard.

Concentrations of Risk

Financial instruments that potentially expose the Company to significant concentrations of credit risk consist primarily of cash and trade accounts receivable. Accounts receivables are not collateralized. The Company attempts to limit its credit risk by performing ongoing credit evaluations of its customers and maintaining adequate allowances for potential credit losses.

Accounts Receivable

Accounts receivables are carried at their invoiced amounts (net of allowance for doubtful accounts).

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022

(UNAUDITED)

The Company reviews its account receivables for non-payment and potential collectability. Such evaluations include the review of a client's outstanding balances with consideration towards such client's historical collection experience, as well as prevailing economic and market conditions and other factors.

On March 31, 2023 and December 31, 2022 the Company did not have an allowance for accounts receivable, nor did it recognize a bad debt expense.

Prepaid Expenses and Deposits

Prepaid expenses and other current assets primarily consisted of advance payments made to third parties for independent contractors' services or other general expenses. Prepaid services and general expenses are amortized over the applicable periods which approximate the life of the contract or service period.

Impairment of Long-Lived Assets

The Company evaluates the recoverability of its fixed assets and other assets in accordance with ASC 360, *Impairment or Disposal of Long-Lived Assets*. Long-lived assets are evaluated for impairment whenever events or changes in circumstances indicate the carrying value of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount to estimated undiscounted future net cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated undiscounted future net cash flows, an impairment charge is recognized by the amount by which the carrying amount exceeds the fair value of the asset.

For the three months ended March 31, 2023 and 2022, there were no impairment losses.

Related Party Transactions

The Company follows ASC 850, *Related Party Disclosures*, for the identification of related parties and disclosure of related party transactions.

In accordance with ASC 850, the Company's consolidated financial statements include disclosures of material related party transactions, other than compensation arrangements, expense reimbursements, and other similar items in the ordinary course of business, as well as transactions that are eliminated in the preparation of unaudited consolidated financial statements.

Commitments and Contingencies

The Company follows ASC 450, *Contingencies*, which requires the Company to assess the likelihood that a loss will be incurred from the occurrence or non-occurrence of one or more future events. Such assessment inherently involves an exercise of judgment. In assessing possible loss contingencies from legal proceedings or unasserted claims, the Company evaluates the perceived merits of such proceedings or claims, and of the relief sought or expected to be sought.

If the assessment of a contingency indicates that it is probable that a material loss will be incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed. Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed.

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022

(UNAUDITED)

Advertising and Marketing Costs

Advertising and marketing costs are expensed as incurred and totaled \$2,522 and \$5,008 for the years ended March 31, 2023 and 2022, respectively.

Revenue Recognition

Our service and product revenues arise from contracts with customers. Service revenue includes consulting revenue. The majority of our revenue is derived from distinct performance obligations, such as time spent delivering a service or the delivery of a specific product.

We may also enter into contracts with customers that identify a single, or few, distinct performance obligations, but that also have non-distinct, underlying performance obligations. These contracts are typically fulfilled within three to nine months. Only an insignificant portion of our revenue would be assessed for allocation between distinct (contractual) performance obligations and non-distinct deliverables between reporting periods and, accordingly, we do not record a contract asset for completed, non-distinct performance obligations prior to invoicing the customer.

We recognize revenue in accordance with ASC 606 using the following 5 steps to identify revenues:

- (1) *Identify the contract with the Customer.* Our customary practice is to obtain written evidence, typically in the form of a contract.
- (2) *Identify the performance obligations in the contract.* We have rights to payment when services are completed in accordance with the underlying contract.
- (3) *Determination of the transaction price.* Prices are typically fixed, and no price protections or variables are offered.
- (4) *Allocation of the transaction price to the performance obligations in the contract.* Transaction prices are typically allocated to the performance obligations outlined in the contract.
- (5) *Recognize Revenue when (or as) the entity satisfies a performance obligation.* We typically require a retainer for all or a portion of the goods or services to be delivered. We recognize revenue as the performance obligations detailed in the contract are met.

Advances from Clients deposits are contract liabilities with customers that represent our obligation to either transfer goods or services in the future, or refund the amount received. Where possible, we obtain retainers to lessen our risk of non-payment by our customers. Advances from Clients deposits are recognized as revenue as we meet specified performance obligations as detailed in the contract.

Consulting Services

We generate revenues from professional services consulting agreements. These arrangements are generally entered into: (1) on an hourly basis for a fixed fee; or (2) on a contingent fee basis.

For hourly based fixed fee service contracts, we utilize and rely upon the proportional performance method, which recognizes revenue as services are completed. Under this method, in order to determine the amount of revenue to be recognized, we calculate the amount of completed work in comparison to the total services to be provided under the arrangement or deliverable. We segregate upon entry into a contract any advances or retainers received from clients for fixed fee hourly services into a separate "Advances from Clients" account, and only recognize revenues as we incur and charge billable hours, and then deposit the funds earned into our operating account. Because our hourly fees for services are fixed and determinable and are only earned and recognized as revenue upon actual performance, we are of the opinion that such arrangements are not an indicator of a vendor or customer based significant

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022

(UNAUDITED)

financing, that would materially change the amount of revenue we recognize under the contract or would otherwise contain a significant financing component under FASB ASC Topic 606.

Occasionally, our fixed-fee hourly engagements are recognized under the completed performance method. Some fixed fee arrangements are for completion of a final deliverable or act which is significant to the arrangement. These engagements do not generally exceed a one-year term. If the performance is for a final deliverable or act, we recognize revenue under the completed performance method, in which revenue is recognized once the final act or deliverable is performed or delivered for a fixed fee. Revenue recognition is affected by a number of factors that change the estimated amount of work required to complete the deliverable, such as changes in scope, timing, awaiting notification of license award from local government, and the level of client involvement. Losses, if any, on fixed-fee engagements are recognized in the period in which the loss first becomes probable and reasonably estimable. FASB ASC Topic 606 provides a practical expedient to disregard the effects of a financing component if the period between payment and performance is one year or less. As our fixed fee hourly engagements do not exceed one year, no significant customer-based financing is implicated under FASB ASC Topic 606. During the years ended December 31, 2022 and 2021, we incurred no losses from fixed fee engagements that terminated prior to completion. We believe if an engagement terminates prior to completion, we can recover the costs incurred related to the services provided.

We primarily enter into arrangements for which fixed and determinable revenues are contingent and agreed upon achieving a pre-determined deliverable or future outcome. Any contingent revenue for these arrangements is not recognized until the contingency is resolved and collectibility is reasonably assured.

Our arrangements with clients may include terms to deliver multiple services or deliverables. These contracts specifically identify the services to be provided with the corresponding deliverable. The value for each deliverable is determined based on the prices charged when each element is sold separately or by other vendor-specific objective evidence ("VSOE") or estimates of stand-alone selling prices.

Reimbursable expenses, including those relating to travel, other out-of-pocket expenses and any third-party costs, are included as a component of revenues. Typically, an equivalent amount of reimbursable expenses is included in total direct client service costs. Reimbursable expenses related to time and materials and fixed-fee engagements are recognized as revenue in the period in which the expense is incurred and collectibility is reasonably assured.

Off Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements.

Net Income(Loss) Per Common Share

The Company reports net income(loss) per common share in accordance with FASB ASC 260, "Earnings per Share". This statement requires dual presentation of basic and diluted earnings with a reconciliation of the numerator and denominator of the earnings per share computations. Basic net loss per share is computed by dividing net income (loss) attributable to common stockholders by the weighted average number of shares of common stock outstanding during the period and excludes the effects of any potentially dilutive securities. Diluted earnings per share is equal to basic earnings per share because there are no potential dilutable instruments that would have an anti-dilutive effect on earnings. Diluted net income (loss) per share gives effect to any dilutive potential common stock outstanding during the period.

Estimated Fair Value of Financial Instruments

ASC 820, "Fair Value Measurements", requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. It establishes a fair value hierarchy based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022

(UNAUDITED)

value measurement. It prioritizes the inputs into three levels that may be used to measure fair value:

Level 1

Level 1 applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

Level 2

Level 2 applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in markets with insufficient volume or infrequent transactions (fewer active markets); or model-derived valuations in which significant inputs are observable or can be derived principally from, or corroborated by, observable market data.

Level 3

Level 3 applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.

Recently Issued but Not Yet Adopted Accounting Pronouncements

The Company has reviewed relevant new accounting pronouncements issued but not yet adopted by the Company that may impact its consolidated financial statements and does not believe that there are any other new pronouncements that have been issued that might have a material impact on its financial position or results of operations.

3. GOING CONCERN

The unaudited consolidated financial statements are 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 an accumulated deficit of (\$2,072,418) at March 31, 2023 and recognized net loss of (\$94,908) for the three months ended March 31, 2023.

Management believes that the actions presently being taken to further implement its business plan and generate additional revenues provide the opportunity for the Company to continue as a going concern. While the Company believes in the viability of its strategy to generate additional revenues, it does acknowledge that to pursue growth in these markets that additional funding will be required, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon the Company's ability to further implement its business plan and generate additional revenues. The unaudited consolidated financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

4. COMMITMENTS AND CONTINGENCIES

Leases

During the three months ended March 31, 2023 and 2022, the Company did not enter into any leases for equipment or commercial real estate.

Employment Agreements

The Company did not enter into any employment agreements in the period ending March 31, 2023.

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022

(UNAUDITED)

5. SHAREHOLDERS' EQUITY

Common Stock of the Company ("Common Stock")

The Company has authorized 7,500,000,000 shares of \$0.001 par value common stock. On March 31, 2023, 4,870,585,689 shares were issued and outstanding.

The Common Stock has no voting rights. The par value of the Common Stock is \$0.001. The Common Stock has no right to distributions. Subject to the limitation on distributions in C.R.S. 7-106-401, the board of directors may vote to make distributions to the Common Stock shareholders from the assets of the Company. The Common Stock has no other rights, preferences, or privileges.

Preferred Stock

Unless otherwise stated, each share of the same class, in this case the "Preferred Stock", has preferences, limitations, and relative rights identical with those of other shares of the same class.

The par value of the Preferred Stock is \$0.001. The Preferred Stock has no right to distributions. Subject to the limitation on distributions in C.R.S. 7-106-401, the board of directors may vote to make distributions to the Preferred Stock shareholders from the assets of the Company.

Except for the rights, preferences, and privileges of the Series A, B, and C below, the Preferred Stock has no other rights, preferences, or privileges.

Preferred Stock Series A Shares ("Series A")

Four (4) shares of the Company Series A stock were issued and outstanding on March 31, 2023. Series A stock has unlimited voting rights. The shares represent 100% of the voting rights of the Company. The Series A stock is not convertible into any other class or series of shares.

Non-voting Preferred Stock Series B Shares ("Series B")

The Company has authorized 100,000,000 shares of its Series B stock. On March 31, 2023, 70,000,000 shares of the Series B stock were issued and outstanding.

The Series B stock has no voting rights. Each share of Series B stock is convertible into three (3) shares of Common Stock. No other rights, preferences, or privileges are assigned to the Series B stock.

Non-voting Preferred Stock Series C Shares ("Series C")

The Company has authorized 200,000,000 shares of its Series C stock. On March 31, 2023, 179,500,000 shares of Series C stock were issued and outstanding. The Series C stock has no voting rights. Each share of Series C stock is convertible into ten (10) shares of Common Stock. No other rights, preferences, or privileges are assigned to the Series C stock.

Non-voting Class F Preferred Stock ("Class F")

On July 26, 2022, the Company amended its Articles of Incorporation to create Class F stock. 625,000,000 shares are authorized. On March 31, 2023, 175,000,000 shares were issued and outstanding. The Company issued the shares of its Class F stock in exchange for funds of \$140,000. The funds have been used to support the Company's ongoing operations and growth.

BLUE DIAMOND VENTURES, INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MARCH 31, 2023 and 2022

(UNAUDITED)

The Class F stock is subject to a Class F Preferred Shareholders' Agreement. The shares of Class F stock shall have no par value. The Class F stock has no voting rights. Each share of Class F stock converts into one (1) share of Common Stock, in accordance with the terms and conditions of the Class F Preferred Shareholders' Agreement. From and after the date of issuance of any share of Class F stock, cumulative, non-compounding dividends shall accrue, whether or not declared by the board of directors and whether or not there are funds legally available for the payment of dividends, on a daily basis at a rate of 10% per annum. All accrued and accumulated dividends on any share of Class F stock shall be paid in cash only when, as and if declared by the board of directors out of funds legally available therefor or upon a redemption or liquidation of the Class F stock in accordance with the Class F Preferred Shareholders' Agreement

6. SUBSEQUENT EVENTS

In accordance with ASC 855 – *Subsequent Events*, the Company has analyzed its operations after March 31, 2023 and did not identify any transactions as subsequent events.