

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

## **DEMAND BRANDS INC.**

430 Westridge Dr.  
Watsonville, CA 95076

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

## **Quarterly Report**

**For the period ending 03 31 2023 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

962,103,234 as of 05/03/2023

962,103,234 as of 03/31/2323

### **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 Control<sup>1</sup> of the company has occurred over this reporting period:

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Yes: ☐ No: ☒

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

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

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

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

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

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

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

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

Media Classic Group Int'l - February 1996  
Unknown

Deer Park Productions, Inc.  
Unknown

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

WA Active

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

None

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

None

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

430 Westridge Dr.  
Watsonville, CA 95076

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

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

✓

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

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

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## 2) Security Information

### **Transfer Agent**

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

### **Publicly Quoted or Traded Securities:**

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

Trading symbol:	<u>DMAN</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>24803B 104</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>1,000,000,000 as of date: 03/31/23</u>
Total shares outstanding:	<u>962,103,234 as of date: 05/03/23</u>
Total number of shareholders of record:	<u>104 as of date: 05/03/23</u>

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

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

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

**Other classes of authorized or outstanding equity securities:**

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

Exact title and class of the security:	<u>Preferred A</u>	
CUSIP (if applicable):	<u>          </u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>100,000</u>	<u>as of date: 05/03/23</u>
Total shares outstanding (if applicable):	<u>100,000</u>	<u>as of date: 05/03/23</u>
Total number of shareholders of record (if applicable):	<u>1</u>	<u>as of date: 05/03/23</u>

Exact title and class of the security:	<u>Preferred B</u>	
CUSIP (if applicable):	<u>          </u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>10,000</u>	<u>as of date: 05/03/23</u>
Total shares outstanding (if applicable):	<u>7071</u>	<u>as of date: 05/03/23</u>
Total number of shareholders of record (if applicable):	<u>7</u>	<u>as of date: 05/03/23</u>

Exact title and class of the security:	<u>Preferred C</u>	
CUSIP (if applicable):	<u>          </u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>5,000</u>	<u>as of date: 05/03/23</u>
Total shares outstanding (if applicable):	<u>0</u>	<u>as of date: 05/03/23</u>
Total number of shareholders of record (if applicable):	<u>0</u>	<u>as of date: 05/03/23</u>

Exact title and class of the security:	<u>Preferred D</u>	
CUSIP (if applicable):	<u>          </u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>5,000</u>	<u>as of date: 05/03/23</u>
Total shares outstanding (if applicable):	<u>0</u>	<u>as of date: 05/03/23</u>
Total number of shareholders of record (if applicable):	<u>0</u>	<u>as of date: 05/03/23</u>

Exact title and class of the security:	<u>Preferred E</u>	
CUSIP (if applicable):	<u>          </u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>5,000,000</u>	<u>as of date: 05/03/23</u>
Total shares outstanding (if applicable):	<u>5,000,000</u>	<u>as of date: 05/03/23</u>
Total number of shareholders of record (if applicable):	<u>15</u>	<u>as of date: 05/03/23</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.**

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

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

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

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

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

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

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

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

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

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

None

### **3) Issuance History**

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

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

## A. Changes to the Number of Outstanding Shares

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date December 31, 2021 Common: 570,124,670 Series Preferred A: 100,00,0 Series Preferred B: 1042 Series Preferred C: 0			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
01/15/21	Cancellation of Preferred	(10)	Series B Preferred Stock	0	No	Ingo Jucht	Cancellation of Preferred Stock	Unrestricted	Exemption
01/15/21	Conversion of Preferred to Common	25,000,000	Common	56,850	No	Ingo Jucht	Conversion of Preferred Stock to Common	Unrestricted	Exemption
01/15/21	Cancellation of Preferred	(10)	Series B Preferred Stock	0	No	GEO Asset Partners Eli Roussos	Cancellation of Preferred Stock	Unrestricted	Exemption
01/15/21	Conversion of Preferred to Common	25,000,000	Common	56,850	No	GEO Asset Partners Eli Roussos	Conversion of Preferred Stock to Common	Unrestricted	Exemption
05/14/21	Issuance of New Preferred	100,000	Series A Preferred Stock	0	No	Ian Dixon Linneaus Ltd Partnership	Acquisition of business and assets	Restricted	N/A
05/14/21	Issuance of New Preferred	1000	Series D Preferred Stock	25,000,000	No	Ian Dixon Linneaus Ltd Partnership	Acquisition of business and assets	Restricted	N/A
05/14/21	Issuance of New Common	25,000,000	Common	250,000	No	Ian Dixon Linneaus Ltd Partnership	Acquisition of business and assets	Restricted	N/A
09/13/21	Issuance of New Common	7,200,000	Common	144,000	No	Roberto Boris Cook	Business Services	Restricted	Exemption
09/13/21	Issuance of New Common	2,000,000	Common	40,000	No	Gary Taverite	Business Services	Restricted	Exemption
09/30/21	Conversion of Preferred	50,000,000	Common	900,000	No	Ingo Jucht	Conversion of Preferred	Unrestricted	Exemption

11/22/21	Cancellation	100,000	Series A preferred Stock	0	No	Ian Dixon Linneaus Ltd Partnership	Rescinded acquisition	Restricted	N/A
11/22/21	Cancellation	1000	Series D preferred Stock	(25,000,000)	No	Ian Dixon Linneaus Ltd Partnership	Rescinded acquisition	Restricted	N/A
11/22/21	Cancellation	25,000,000	Common	(250,000)	No	Ian Dixon Linneaus Ltd Partnership	Rescinded acquisition	Restricted	N/A
11/22/21	Cancellation	7,200,000	Common	(144,000)	No	Roberto Boris Cook	Improperly issued	Restricted	N/A
11/22/21	Cancellation	2,000,000	Common	(40,000)	No	Gary Taverite	Improperly issued	Restricted	N/A
01/01/22	Conversion of Preferred	55,000,000	Common	900,000	No	Daniel Hansen, Simpatico Alternatives Fund I	Conversion of Preferred	Unrestricted	Exemption
01/01/22	Conversion of Preferred	5,000,000	Common	900,000	No	Ingo Jucht	Conversion of Preferred	Unrestricted	Exemption
01/11/2022	Issuance of New Common	2,000,000	Common	20,000	No	Eli Roussos	Cash	Restricted	N/A
02/23/22	Issuance of New Common	21,900,000	Common	219,000	No	Tom Coleman, Innovativ Media Group Inc (WYO)	Cash	Restricted	N/A
06/15/2022	Issuance of New Common	5,000,000	Common	50,000	No	Ingo Jucht	Cash	Restricted	N/A
06/16/2022	Issuance of New Common	10,000,000	Common	25,000	No	Tom Coleman, Innovativ Media Group Inc	Cash	Restricted	N/A
08/03/2022	Issuance of Preferred	100,000	Series A Preferred Stock	0	No	Majique Ladnier, EEME LLC	Cash	Restricted	N/A
08/03/2022	Issuance of Preferred	5,000	Series B Preferred Stock	0	No	Majique Ladnier, EEME LLC	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	1,125,000	Series E Preferred Stock	67,500	No	Tuan Le, 8IGHTY8 Consulting LLC	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	62,435	Series E Preferred Stock	3746	No	Khawaja Zargham Bin Aamer	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	149,995	Series E Preferred Stock	9000	No	Andrew Colehower	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	874,120	Series E Preferred Stock	52,447	No	Majique Ladnier, EEME LLC	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	1,255	Series E Preferred Stock	75	No	Ankit Jain	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	60,000	Series E Preferred Stock	3600	No	Dawn R Loos	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	1,125,000	Series E Preferred Stock	67,500	No	Cavin Pham, MBX Research Inc	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	312,185	Series E Preferred Stock	18,731	No	Danish Mir	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	37,500	Series E Preferred Stock	2250	No	Paul Nguyen	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	149,995	Series E Preferred Stock	9000	No	Poe Nhem	Acquisition and Business Assets	Restricted	N/A

08/03/2022	Issuance of Preferred	224,995	Series E Preferred Stock	13,500	No	Quan Le	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	149,995	Series E Preferred Stock	9000	No	Kevin Sparks	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	539,980	Series E Preferred Stock	32,399	No	Dean Trinh	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	187,495	Series E Preferred Stock	11,250	No	Kevin Vu	Acquisition and Business Assets	Restricted	N/A
08/03/2022	Issuance of Preferred	50	Series E Preferred Stock	3	No	Tuan Le, Win-Le Bro's Property LLC	Acquisition and Business Assets	Restricted	N/A
08/19/2022	Issuance of New Common	10,000,000	Common	93,000	No	Dean Trinh, 3N LLC	Business Services	Restricted	N/A
08/19/2022	Issuance of New Common	25,000,000	Common	232,500	No	Alumni Capital, LP Ashkan Mapar	Business Services	Restricted	N/A
08/19/2022	Issuance of New Common	25,000,000	Common	232,500	No	Danish Mir	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	584,533	Common	4852	No	Ankit Jain	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	500,000	Common	4150	No	Christian Julin	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	1,169,067	Common	9703	No	Dawn R. Loos	Business Services	Restricted	N/A
08/26/2022	Issuance of New Common	1,461,333	Common	12,129	No	Kevin Sparks	Business Services	Restricted	N/A
10/14/2022	Issuance of New Common	981,458	Common	4907	No	Andrew Colehower	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	500,001	Common	2900	No	Christian Julin	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	415,567	Common	2410	No	Ankit Jain	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	1,038,917	Common	6026	No	Kevin Sparks	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	831,133	Common	4821	No	Dawn R. Loos	Business Services	Restricted	N/A
11/16/22	Issuance of New Common	6,000,000	Common	34,800	No	Dean Trinh, 3N LLC	Business Services	Restricted	N/A
2/13/23	Issuance of New Common	13,559,322	Common	80,000	No	CCIP Management Inc. Stepan Chiurcciu	Cash	Restricted	N/A
02/13/23	Issuance of New Common	13,793,104	Common	80,000	No	CCIP Management Inc. Stepan Chiurcciu	Cash	Restricted	N/A
02/13/23	Issuance of New Common	21,621,621	Common	80,000	No	CCIP Management Inc. Stepan Chiurcciu	Cash	Restricted	N/A
03/06/23	Issuance of New Common	9,593,023	Common	60,000	No	Victor Thomas Talmage	Conversion of Note	Restricted	N/A
03/06/23	Issuance of New Common	12,820,513	Common	150,000	No	Nathan Nguyen	Conversion of Note	Restricted	N/A



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03/06/23	Issuance of New Common	3,703,667	Common	22,222	No	Zamir Azkerov	Cash	Restricted	N/A
03/06/23	Issuance of New Common	415,567	Common	2410	No	Ankit Jain	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	15,000,000	Common	87,000	No	Khawaja Zargham Bin Aamer	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	15,000,000	Common	87,000	No	Khawaja Zargham Bin Aamer	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	6,000,000	Common	34,800	No	3N LLC Dean Trinh	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	833,331	Common	4821	No	Kevin Sparks	Business Services	Restricted	N/A
03/06/23	Issuance of New Common	833,331	Common	4821	No	Dawn R Loos	Business Services	Restricted	N/A
03/08/23	Issuance of New Common	38,461,538	Common	300,000	No	Mina Nguyen	Conversion of Note	Restricted	N/A
03/08/23	Issuance of New Common	38,461,538	Common	300,000	No	Thang Nguyen	Conversion of Note	Restricted	N/A
03/15/23	Issuance of New Common	8,000,000	Common	25,000	No	Jose Rodriguez	Cash	Restricted	N/A

Shares Outstanding on Date of This Report:  
Ending Balance:

Date May 3, 2023

Common: 962,103,234  
Series Preferred A: 100,000  
Series Preferred B: 7071  
Series Preferred C: 0  
Series Preferred E: 5,000,000

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

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

## B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder.  *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
07/19/22	3,000,000	3,000,000	0	11/01/22	\$3,000,000 divided by \$0.02	3N LLC  Dean Trinh	Business Services

07/18/22	6,000,000	6,000,000	0	11/01/22	\$6,000,000 divided by \$0.02	Danish Mir Khawaja Zargham bin Aamer	Business Services
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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](http://www.otcmarkets.com)).

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

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

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

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

C. Describe the issuers' principal products or services.

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

Demand Brands Kazakhstan Ltd., an international subsidiary of which Demand Brands Inc owns 75%, formed to develop and operate an industrial hemp business in Kazakhstan.

#### 5) Issuer's Facilities

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

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

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

The company is headquartered at 430 Westridge Drive, Watsonville, CA 95076 in a 3500 sq ft. office suite.

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

- I. 50 Acres of Parcel known as 196 Brown Valley Road, Corralitos, CA 95076 consisting of adjoining APN's 107-181-26 and 107-181-09. The term of this lease is seven years, it commenced on December 31, 2017, with an

option to extend for an additional term, to be negotiated depending on business climate and conditions at the time of extension.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more 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>Kevin Sparks</u>	<u>CEO</u>	<u>San Martin, CA</u>	<u>2,650,245</u> <u>common;</u>  149,995 Preferred E	<u>Common:</u> <u>Series E</u>	<u>0.53%</u> <u>common</u>  2.99% Es	<u>N/A</u>
<u>Dawn R. Loos</u>	<u>CCO; Secretary;</u> <u>Director</u>	<u>Willits, CA</u>	<u>2,060,200</u> <u>common;</u>  <u>60,000</u> <u>Preferred E</u>	<u>Common:</u> <u>Series E</u>	<u>0.41%</u> <u>common</u>  1.2% Es	<u>N/A</u>
Ankit Jain	<u>CAO</u>	<u>KY, India</u>	<u>1,001,355</u> <u>common</u>  <u>1255 Preferred</u> <u>E</u>	<u>Common:</u> <u>Series E</u>	<u>&lt;0.001 %</u> <u>common</u>  <0.025% Es	<u>N/A</u>
<u>Peter Erdekian</u>	<u>Director</u>	<u>Fountain Hills, AZ</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
<u>Hannah Jensen</u>	<u>Director</u>	<u>Gilroy, CA</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
<u>Jose Rodriguez</u>	<u>Director</u>	<u>Morgan Hill, CA</u>	<u>0</u>	<u>Common</u>	<u>0</u>	<u>N/A</u>
<u>Deep Singal</u>	<u>Director</u>	<u>San Jose, CA</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>

## 7) Legal/Disciplinary History

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

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

No

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

No

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

No

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

No

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

Superior Court of California, Santa Cruz County, Case No. 21CV02657

Troy Moore v Viridi Farms, et al

Plaintiff is a private lender who loaned funds to Viridi Farms for the purpose of lending the funds to a third party business client for operating capital. The third party went out of business and defaulted on payments. Plaintiff seeks remedy from Viridi and multiple defendants. Amended Complaint prays for \$245,068.50 in damages, pre-judgment interest; costs of suit; and attorney's fees. Plaintiff represented in propria persona effective 02/24/23. Settlement negotiations ongoing; it is expected a settlement will be reached outside the reporting period.

Superior Court of California, Santa Cruz County, Case No. 22CV01932; file date: 09/08/22

JPP Investments Westridge, LLC v Viridi Farms

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

Superior Court of California, Santa Cruz County, Case No. 22CV02329; file date: 10/21/22

The Lyman Group dba Grow West vs Viridi Farms et al.

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

Third Judicial District Court, Salt Lake City Department, State of Utah, Case No. Civil No. 220904172, filed 07/22

ACH Capital West LLC., v. Viridi Farms/Dean Trinh

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

## 8) Third Party Service Providers

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

### Securities Counsel (must include Counsel preparing Attorney Letters).

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

### Accountant or Auditor

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

### Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### *All other means of Investor Communication:*

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

### Other Service Providers

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

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

## 9) Financial Statements

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

- ☐ IFRS  
☒ U.S. GAAP

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

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

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

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

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

Important Notes:

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

## 10) Issuer Certification

*Principal Executive Officer:*

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

The certifications shall follow the format below:

I, KEVIN SPARKS, certify that:

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

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<sup>2</sup> 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.

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.

May 3, 2023 [Date]

/s/KEVIN SPARKS [CEO's Signature]

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

*Principal Financial Officer:*

I, KEVIN SPARKS, certify that:

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

May 3, 2023 [Date]

/s/KEVIN SPARKS [CEO's Signature]

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

DEMAND BRANDS, INC

UNAUDITED FINANCIAL STATEMENTS

For the Quarter Ended March 31, 2023  
and the Quarter Ended March 31, 2022



Demand Brands, Inc  
Statement of Financial Condition (Unaudited)  
As of March 31, 2023  
(Expressed in United State Dollars)

<u>ASSETS</u>	<u>31-Mar-23</u>	<u>31-Mar-22</u>
<u>Current Assets</u>		
Cash and cash equivalents	114,683	66,110
Accounts receivable, net	1,027,637	1,038,637
Current tax assets	4,737	2,311
Line of Credit	7,167,947	6,934,441
Other assets	31,662	30,701
<b>Total Current Assets</b>	<b>8,346,666</b>	<b>8,072,200</b>
<u>Non-Current Assets</u>		
Equipment , net of depreciation	94,286	149,846
Other assets	190,095	188,905
<b>Total non-current Assets</b>	<b>284,381</b>	<b>338,751</b>
<b>Total Assets</b>	<b>8,631,047</b>	<b>8,410,951</b>
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>		
<u>Current Liabilities</u>		
Short-Term Loans	3,211,754	3,374,961
Related party loans	1,116,889	1,459,729
Subscription Received in Advance	79,000	-
Accounts payable, net	438,658	192,310
Interest Payable	537,468	192,834
Accrued Wages	98,750	98,750
Other current liabilities	695,044	175,818
<b>Total Current Liabilities</b>	<b>6,177,563</b>	<b>5,494,402</b>
<u>Non - Current Liabilities</u>		
Long Term Loan	2,169,816	2,239,746
Vehicle Loan	807	13,107
Security Deposit Held	172,302	172,302
<b>Total non-current Liabilities</b>	<b>2,342,925</b>	<b>2,425,155</b>
<b>Total Liabilities</b>	<b>8,520,488</b>	<b>7,919,557</b>
<u>Stockholders' Equity</u>		
Preferred stock, authorized 100,000 shares, series A, \$0.0001 par value, 100,000 shares issued and outstanding for all periods	10	10
Preferred stock, authorized 10,000 shares, Series B \$0.0001 par value, 7,071 and 7,071 shares issued and outstanding, respectively	1	1
Preferred stock, authorized 5,000,000 shares, Series B \$0.0001 par value, 5,000,000 and 5,000,000 shares issued and outstanding, respectively	-	-
Common stock, authorized 1,000,000,000 shares, \$0.0001 par value, 962,103,234 (675,524,670 for 31st March 2022) shares issued and outstanding	1,473,095	45,395
Additional paid in capital	(15,656)	(15,656)
Accumulated deficit	(825,964)	461,644
Retained Earning	(520,927)	-
<b>Total Liabilities and Shareholders' Equity</b>	<b>8,631,047</b>	<b>8,410,951</b>

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

Demand Brands, Inc  
Statement of Operations (Unaudited)  
For the quarter ended March 31, 2023  
(Expressed in United State Dollars)

<u>Statement of Operations</u>	<u>31-Mar-23</u>	<u>31-Mar-22</u>
<u>Income</u>		
Rent Income	71,661	163,661
Management Fees Income	7,600	-
Service Fees Income	13,000	-
<b>Total Net Service Income</b>	<b>92,261</b>	<b>163,661</b>
 <b>Total Cost of Services</b>	 <b>-</b>	 <b>-</b>
<b>Gross profit</b>	<b>92,261</b>	<b>163,661</b>
 <u>Costs and Expenses</u>		
Professional Services	337,767	35,960
Depreciation Expense	3,395	-
Other Expenses	17,349	4,357
Rent Expense	89,992	157,500
Payroll Expenses	65,854	765
Farm Expenses	-	3,721
Payroll Expenses	-	12,500
Research and Development	<b>514,357</b>	<b>214,804</b>
 Interest and other, net	 98,831	 218,591
<b>Net Income (loss) before income taxes</b>	<b>(520,927)</b>	<b>(269,734)</b>
 Income Taxes	 -	 -
<b>Income after taxes</b>	<b>(520,927)</b>	<b>(269,734)</b>
 Earnings (loss) per share; <b>Basic</b>	 (0.00)	 (0.00)
 Weighted average number of shares outstanding	 <b>929,024,694</b>	 <b>675,524,670</b>

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

Demand Brands, Inc  
Statement of Cash Flow (Unaudited)  
For the quarter ended March 31, 2023  
(Expressed in United State Dollars)

<u>Statement of Cash Flow</u>	<u>31-Mar-23</u>	<u>31-Mar-22</u>
<b><u>Cash Flow from Operating Activities</u></b>		
Revenue from operation	(520,927)	(269,734)
Non-cash activities		
Depreciation	3,395	-
Professional fees paid in stocks	245,852	-
Change in Current Assets and Current Liabilities		
Decrease/ (increase) in Account Receivable	(1,000)	4,497
Decrease/ (increase) in Other Assets	-	960
Decrease/ (increase) in Current Tax Assets	(4,737)	-
Increase/ (decrease) in Payroll Liabilities	93,831	(9,700)
Increase/ (decrease) in Interest Payable	-	192,834
Increase/ (decrease) in Account Payable	(655)	-
Increase/ (decrease) in Other Current Liabilities	-	7,693
Decrease/ (increase) in Capitalized Research & Development	-	12,500
<b>Cash provided by Operating Activities</b>	<b>(184,241)</b>	<b>(60,950)</b>
<b><u>Cash Flow from Investing Activities</u></b>		
Decrease/ (increase) in Line of Credit	(78,075)	(282,842)
Shareholder Investment	-	(23,047)
<b>Cash used by Investing Activities</b>	<b>(78,075)</b>	<b>(305,889)</b>
<b><u>Cash Flow from Financing Activities</u></b>		
Increase in Short-Term Loans	200,000	521,970
Increase in Subscription Received in Advance	139,000	-
Increase in Related party loans	22,000	(83,497)
Payment for Long Term Loan	(18,500)	(89,500)
Payment for Vehicle Loan	(2,459)	(4,909)
<b>Cash provided by Financing Activities</b>	<b>340,041</b>	<b>344,064</b>
<b>Net cash increase for period</b>	<b>77,725</b>	<b>(22,775)</b>
Cash at beginning	36,958	88,884
<b>Cash at end of period</b>	<b>114,683</b>	<b>66,110</b>
Supplemental disclosures of cash flow information:		
Cash paid during the period for:		
Interest	5,000	-
Taxes	-	-
Non-Cash Items:		
Payable acquired through share exchange	-	-
Stock issued in share exchange	-	-

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

Demand Brands, Inc  
Statements Of Stockholders' Equity

	Preferred A Stock		Preferred B Stock		Preferred D Stock		Preferred E Stock		Common Stock		Additional Paid-in	Retained	Total Stockholders
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Capital	Surplus/ (Deficit)	Surplus/ (Deficit)
<b>Balance December 31, 2022</b>	<b>100,000</b>	<b>10</b>	<b>7,073</b>	<b>1</b>	<b>-</b>	<b>-</b>	<b>5,000,000</b>	<b>-</b>	<b>764,006,679</b>	<b>695,021</b>	<b>(15,656)</b>	<b>(825,964)</b>	<b>(146,588)</b>
Cancelled of Preferred Stock	-	-	-	-	-	-	-	-	-	-	-	-	-
Issuance of Common Stock	-	-	-	-	-	-	-	-	198,096,555	778,074	-	-	<b>778,074</b>
Issuance of Preferred Stock	-	-	-	-	-	-	-	-	-	-	-	-	-
Conversion of Preferred Stock	-	-	-	-	-	-	-	-	-	-	-	-	-
Profit transferred from acquired companies	-	-	-	-	-	-	-	-	-	-	-	-	-
Net Loss for quarter ended March 31, 2023	-	-	-	-	-	-	-	-	-	-	-	(520,927)	(520,927)
<b>Balance March 31, 2023</b>	<b>100,000</b>	<b>10</b>	<b>7,073</b>	<b>1</b>	<b>-</b>	<b>-</b>	<b>5,000,000</b>	<b>-</b>	<b>962,103,234</b>	<b>1,473,095</b>	<b>(15,656)</b>	<b>(1,346,891)</b>	<b>110,559</b>

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