

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

## **NextMart, Inc.**

335 Constance Drive, Suite 300  
Warminster, PA 18974

---

(267) 365-7949  
[www.NextMartCorporation.com](http://www.NextMartCorporation.com)  
[info@NextMartCorporation.com](mailto:info@NextMartCorporation.com)

7389 – Services, Business Services  
1389 – Oil and Gas Field Services

## **Quarterly Report**

**For the period ending March 31, 2023 (the “Reporting Period”)**

**Amended June 6, 2023**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

220,817,677 as of March 31, 2023  
261,933,484 as of September 30, 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 Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

---

<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.

## 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.

NextMart, Inc. from May 2007 to current

Sun New Media, Inc. from September 2005 until May 2007

SE Global Equities Corp. from April 2001 to September 2005

Future Technologies, Inc. from inception until April 2001

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):

State of Delaware

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:

335 Constance Drive, Suite 300, Warminster, PA 18974

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:

335 Constance Drive, Suite 300, Warminster, PA 18974

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

No: ☒ Yes: ☐

If Yes, provide additional details below: \_\_\_\_\_

## 2) Security Information

### Transfer Agent

Name: Empire Stock Transfer, Inc.

Phone: 702-818-5898

Email: [info@empirestock.com](mailto:info@empirestock.com)

Address: 1859 Whitney Mesa Drive, Henderson, Nevada 89014

**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: NXMR  
Exact title and class of securities outstanding: Common  
CUSIP: 65338F102  
Par or stated value: \$0.01

Total shares authorized: 225,000,000 as of date: March 31, 2023  
Total shares outstanding: 220,817,677 as of date: March 31, 2023  
Number of shares in the Public Float<sup>2</sup>: 193,896,915 as of date: March 31, 2023  
Total number of shareholders of record: 525 as of date: March 31, 2023

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

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

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

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

Trading symbol: Not Applicable  
Exact title and class of securities outstanding: Preferred  
CUSIP: Not Applicable  
Par or stated value: \$0.01  
Total shares authorized: 250,000,000 as of date: March 31, 2023  
Total shares outstanding: 1,000,000 as of date: March 31, 2023  
Total number of shareholders of record: 1 as of date: March 31, 2023

**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 is eligible for dividends and has full voting rights on all corporate matters, but it does not contain any rights or privileges with regards to preemptive rights.

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

---

<sup>2</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

The Sole attribute of the Preferred Stock of the Company is that it votes with the Common Stock on all matters voted on by the holders of the Common Stock of the Company at a rate of 5,000 shares of Common Stock for each share of Preferred Stock held (e.g., the 1,000,000 shares of Preferred Stock issued and outstanding votes a total of 5,000,000,000 shares of Common Stock votes). The Preferred Stock does not have any conversion or redemption rights.

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

None

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

None

**3) Issuance History**

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

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>September 30, 2020</u> Common: <u>630,829,862</u> Preferred: <u>1,000,000</u>			*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.  *You must disclose the control person(s) for any entities listed.	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.
<u>11/29/21</u>	<u>New</u>	<u>25,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Bayern Industries, LLC (Andrea Zecevic)</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>11/29/21</u>	<u>New</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Bayern Industries, LLC (Andrea Zecevic)</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>03/28/22</u>	<u>Cancel</u>	<u>(305,804,558)</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>China Internet</u>	<u>Cancelled</u>	<u>Restricted</u>	<u>N/A</u>

						<u>Broadcasting, Limited</u>			
<u>04/30/22</u>	<u>New</u>	<u>30,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Bayern Industries, LLC (Andrea Zecevic)</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>7/18/22</u>	<u>New</u>	<u>30,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Miro Zecevic</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>8/17/22</u>	<u>Cancel</u>	<u>(177,091,820)</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>China Internet Broadcasting, Limited</u>	<u>Cancelled</u>	<u>Restricted</u>	<u>N/A</u>
<u>9/14/22</u>	<u>New</u>	<u>24,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Miro Zecevic</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/4/22</u>	<u>New</u>	<u>22,515,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Miro Zecevic</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
<u>10/13/22</u>	<u>Cancel</u>	<u>(14,979,254)</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>Xu Baiqun</u>	<u>Cancelled</u>		<u>N/A</u>
<u>10/13/22</u>	<u>Cancel</u>	<u>(53,651,553)</u>	<u>Common</u>	<u>\$0.01</u>	<u>No</u>	<u>Yang Lin</u>	<u>Cancelled</u>		<u>N/A</u>
<u>01/10/23</u>	<u>New</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.01</u>	<u>Yes</u>	<u>Miro Zecevic</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Section 4(a)(1)</u>
Shares Outstanding on Date of This Report:  <u>Ending Balance</u>  Date <u>March 31, 2023</u>  Common: <u>220,817,677</u> Preferred: <u>1,000,000</u>									

**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 March 31, 2023 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above: Not Applicable

## 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)

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder.</u> <small>*You must disclose the control person(s) for any entities listed.</small>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
<u>02/17/2014</u>	<u>\$161,600</u>	<u>\$180,000</u>	<u>\$0</u>	<u>On Demand of Note Holder</u>	<u>Convertible into Common Stock of the Issuer at a conversion rate of \$0.0001</u>	<u>Axiom Industries, Inc. (Miro Zecevic)</u>	<u>Loan</u>

Use the space below to provide any additional details, including footnotes to the table above: Not Applicable

#### 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")

The Issuer has entered the oilfield service industry, mainly in the Permian Basin which is located in Western Texas and Eastern New Mexico. As such, the Issuer is either planning to build or acquire business operations (e.g., products and services) that are necessary to construct, complete and produce oil and gas well on a contract (e.g., under "Master Service Agreements") or fee basis. Typical oil field services include, but are not limited to, excavating slush pits and cellars; gradings and building of foundations at well locations; well surveying; running, cutting, and pulling casings tubes, and rods; cementing wells; shooting wells; perforating well casings; acidizing and chemically treating wells; and cleaning out, bailing, and swabbing wells.

On or about January 21, 2022, the Issuer acquired Emco Oilfield Services, LLC, a New Mexico limited liability company, ("Emco") which operates an oil field service company out of Carlsbad, New Mexico in the Permian Basin. Currently Emco services over 68 oilfield clients, including major oil companies such as Exxon Mobile's subsidiary, XTO, Chevron, Conoco Phillips, Occidental (OXY), and major independent public oil companies such as EOG, Devon, Cimarex, Noble Energy and many more. Emco mainly provides the following oilfield services: salt water and freshwater hauling, hydrovac services, pressure control and flowback, solids control, drilling cuttings removal and disposal, oilfield construction, tank/pit cleaning, rig and tank steam cleaning, hotshot delivery, winch truck heavy hauling, and frac tank rentals.

On or about February 9, 2022, the Issuer entered into an agreement to acquire all of the assets and book of oilfield business from Defender Contracting, LLC, a Texas limited liability company, located in Monahans, Texas ("Defender"). Pursuant to the terms of the Agreement, the Company will purchase all the operational assets (e.g., ten oil field tractor trucks with trailers and related equipment), Defender's book of oilfield business, and retain most if not all of Defender's work force. These assets to be acquired from Defender will be placed into the Company's main oil field service operational entity, EMCO.

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

Emco Oil Field Services, LLC, a New Mexico limited liability company, located 4321 East Derrick Road, Carlsbad, New Mexico 88220 ("EMCO"). EMCO has a web site at <https://emcooilfield.com>.

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

Through its subsidiary EMCO the Issuer provides (Solely in the Permian Basin) the following oilfield services: salt water and freshwater hauling, hydrovac services, pressure control and flowback, solids control, drilling cuttings removal and disposal, oilfield construction, tank/pit cleaning, rig and tank steam cleaning, hotshot delivery, winch truck heavy hauling, and frac tank rentals.

#### 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 Issuer rents office space at its current listed business address located at 335 Constance Drive, Suite 300, Warminster, PA 18974. This office space is provided free of charge by an officer and director of the Issuer.

## 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>Donald Keer, Esq.</u>	<u>Sole Officer and Director (CEO)</u>	<u>335 Constance Drive, Suite 300, Warminster, PA 18974</u>	<u>NA</u>	<u>NA</u>	<u>NA</u>	<u>NA</u>
<u>Kathryn Gavin</u>	<u>Direct Owner in Excess of 5%</u>	<u>10119 East Winter Drive, Scottsdale, Arizona 85262</u>	<u>1,000,000</u>	<u>Preferred Stock</u>	<u>100%</u>	<u>Provides Common Stock Voting Control</u>

## 7) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

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

None

## 8) Third Party Service Providers

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Donald Keer, P.E., Esq.  
Address 1: 3663 Greenwood Circle  
Address 2: Chalfont, PA 18914  
Phone: (215) 962-9378  
Email: keersesq@gmail.com

Accountant or Auditor

Name: Asad Arif  
Firm: Highgrowth Consultancy  
Address 1: Gulberg Greens  
Address 2: Islamabad, Pakistan  
Phone: +923218505148  
Email: asadarif92@yahoo.com

Investor Relations

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

*All other means of Investor Communication:*

Twitter: \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

Other Service Providers

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

Name: \_\_\_\_\_



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

## 9) Financial Statements

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

- ☐ IFRS  
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)<sup>3</sup>:

Name: Asad Arif  
Title: Accountant/Bookkeeper  
Relationship to Issuer: Accounting Consultant

Describe the qualifications of the person or persons who prepared the financial statements: Mr. Asad is a Qualified Chartered Management Accountant with eight years of accounting experience that includes extended work for PriceWaterhouseCoopers. Mr. Asad has also provided financial statement preparation services for several SEC registered issuers as well as several OTC issuers. Mr. Asad also works as a free-lance accountant for several different CPA firms during his career.

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

[Balance of this Page Intentionally Left Blank]

---

<sup>3</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.

## 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, Donald Keer, Esq. certify that:

1. I have reviewed this Amended Quarterly Disclosure Statement (Q2 ended March 31, 2023) for NextMart, 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.

June 6, 2023

/s/ Donald Keer, Esq.  
*Principal Financial Officer*

I, Donald Keer, Esq. certify that:

1. I have reviewed this Amended Quarterly Disclosure Statement (Q2 ended March 31, 2023) for NextMart, 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.

June 6, 2023

/s/ Donald Keer, Esq.  
*Chief Financial Officer*

**Next Mart Inc.**  
**Balance Sheet**  
**As at March, 31, 2023 (Unaudited)**

	Notes	As at March, 31, 2023 (Unaudited) (\$)
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	4	9,780
Accounts receivable , net	5	355,000
Accrued accounts receivable		93,174
Prepaid insurance		23,150
Other receivables		-
Prepaid expenses		1,900
Prepaid insurance - Truck		55,827
Payments to deposits	6	-
<b>Total Current Assets</b>		<b>538,831</b>
Leased equipment security deposit	7	124,828
Property, plant and equipment, net	8	480,076
<b>Total Assets</b>		<b>1,143,735</b>
<b>EQUITY &amp; LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts payable	9	456,721
Accruals and other payables	10	217,513
Line of credit	11	-
Notes payable - equipment	12	-
Short term business loans		(697,485)
Taxes payable		350,000
Settlement due to prior owner		-
<b>Total Current Liabilities</b>		<b>326,749</b>
Long term notes payable	13	-
Brazos Trailers		-
SBA economic injury disaster loan		-
<b>Total Liabilities</b>		<b>326,749</b>
<b>SHAREHOLDER'S EQUITY</b>		
Preferred stock (par value \$ 0.01, 250,000,000 authorized)		10,000
Common stock (par value \$ 0.01, 500,000,000 authorized)		2,158,677
Contributions - membership units		6,230,201
Distributions - membership units		(1,141,481)
Accumulated reserves		11,608,502
Sydication cost		(42,600)
Settlement due to prior owner		(108,281)
Treasury membership units		(9,458,226)
Net income		(8,439,806)
<b>Total Shareholders' Deficit</b>		<b>816,986</b>
<b>Total Liabilities and Shareholders' Equity</b>		<b>1,143,735</b>

**Next Mart Inc.**  
**Statement of Profit and loss**  
**For the quarter ended March 31, 2023**

	<b>Notes</b>	<b>For the quarter ended March 31, 2023</b>
		(Amount in \$)
Income		522,453
Cost of goods sold	14	(87,435)
<b>Gross profit</b>		<b>435,018</b>
<b>Operating expenses</b>		
General, administrative and selling		(96,211)
<b>Income / (Loss) from opeartions</b>		<b>338,807</b>
<b>Other Income / (expense)</b>		
Financing cost		(6,985)
Other income		26,000
Other expenses		11,522
<b>Loss before tax</b>		<b>369,344</b>
Income tax		-
<b>Net Loss</b>		<b>369,344</b>

**NEXTMART, INC.**  
**Statement of Cash Flows**  
**For the Quarter Ended March 31, 2023**

Common Stock		Contribution Units	distribution units	Accumulated Profit / (Deficit)	Syndicated cost	Settlement due to prior owner	Treasury membership units	Net income	Total Stockholders' Equity
Shares	Par								
215,817,677	2,158,177	6,230,201	(1,141,481)	11,608,502	(42,600)	(108,281)	(9,458,226)	(8,809,150)	447,142
5,000,000	500							369,344	- 500 369,344
<b>220,817,677</b>	<b>2,158,677</b>	<b>6,230,201</b>	<b>(1,141,481)</b>	<b>11,608,502</b>	<b>(42,600)</b>	<b>(108,281)</b>	<b>(9,458,226)</b>	<b>(8,439,806)</b>	<b>816,986</b>

**Next Mart Inc.**  
**Statement of cashflows**  
**As at March, 31, 2023 (Unaudited)**

	<b>2023</b>
<b>Cash flow from operating activities</b>	
(Loss) / profit before income tax	369,344
<i>Adjustment for non cash charges and other items:</i>	
Amortization of discount on convertible notes	-
Amortization and depreciation	-
Assets write off	-
	<u>369,344</u>
Changes in working capital	
Decrease / (increase) in accounts receivables	120,000
Decrease / (increase) in prepaid deposit	-
Decrease / (increase) in other receivables	-
(Decrease) / increase in accounts payable	(363,479)
(Decrease) / increase in accruals	(103,540)
(Decrease) / increase in notes payable	-
(Decrease) / increase in taxes payable	(230,000)
(Decrease) / increase in line of credit	-
	<u>(577,019)</u>
Cash flow from operating activities	<u>(207,675)</u>
<b>Cash flow from investing activities</b>	
Payment to deposits	-
Additions in property, plant and equipment	472,544
Cash flow from / (used) in investing activities	<u>472,544</u>
<b>Cash flow from financing activities</b>	
Settlement due to prior owners	(273,069)
Proceeds from issuance of common stock	-
Repayment of long term loan	-
Cash flow from financing activities	<u>(273,069)</u>
<b>Increase/(decrease) in cash and cash equivalents</b>	(8,200)
Foreign currency translation adjustment	
Cash and cash equivalents at beginning of the period	17,980
<b>Cash and cash equivalents at end of the period</b>	<u><b>9,780</b></u>

**Next Mart Inc.**  
**Notes to the Financial Statements**  
**For the quarter ended March 31, 2023**

**1. LEGAL STATUS AND OPERATIONS**

NextMart, Inc. (the Company) was originally incorporated under the laws of Minnesota in 1972 and was previously known as SE Global Equity. In September 2005, the Company acquired 100% share capital of Sun New Media Group Limited and changed its name to Sun New Media, Inc. In May 2007, the Company reincorporated into the State of Delaware and changed its name to NextMart, Inc.

On March 31, 2010, the Company entered into an asset exchange and subscription agreement with Ms. Wang Yihan ("Ms. Wang") and Beijing Chinese Art Exposition's Media Co., Ltd. ("CIGE"), a leading Chinese art services, events media company located in Beijing, China. In exchange for the Transferred Assets, Ms. Wang agreed to transfer to NextMart certain land use rights for commercial real estate property within 24 months from date of the amended agreement.

On June 22, 2010, the Company entered into an asset acquisition agreement (the "Acquisition Agreement") with CIGE and its sole owner and director Ms. Wang, who is also NextMart's Chairman and CEO. Under the terms of the Acquisition Agreement, NextMart is going to acquire from CIGE the below described Assets for an agreed price of \$750,000 (the "Consideration"). NextMart paid the Consideration by issuing 75,000,000 shares of its common stock to Ms. Wang. As a result of this transaction, Ms. Wang became NextMart's second largest shareholder with a 27.96% ownership of the Company.

Under the terms of the Acquisition Agreement, NextMart acquired the following assets:

- 1) ownership of CIGE's 10,000 member consumer database,
- 2) exclusive ownership of all advertising space for every art exhibition event held by CIGE in greater China (including Hong Kong and Macao, and Taiwan) for the next 30 years, and
- 3) exclusive ownership of the "Gallery Guide" magazine brand name and all gross revenues generated by the magazine publication for the next 30 years, including but not limited to advertising revenue and sponsorship revenue.

**2. BASIS OF PREPARATION**

**2.1 Statement of compliance**

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America and pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC") on a going concern.

**2.2 Accounting Convention**

These financial statements have been prepared on the basis of 'historical cost convention using accrual basis of accounting except as otherwise stated in the respective accounting policies notes.

**Going concern**

The accompanying unaudited financial statements have been prepared on the assumption that the Company will continue as a going concern. The Company historically has experienced significant losses and negative cash flows from operations. Further, the Company does not have a revolving credit facility with any financial institution. These factors raise substantial doubt about the Company's ability to continue as a going concern.

The ability of the Company to continue as a going concern is dependent on raising additional capital, negotiating adequate financing arrangements and on achieving sufficiently profitable operations. The financial statements do not include any adjustments relating to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

## **2.3 Critical accounting estimates and judgements**

The preparation of financial statements in conformity with the approved accounting standards require management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period, or in the period of the revision and future periods.

The areas involving higher degree of judgment and complexity, or areas where assumptions and estimates made by the management are significant to the financial statements are as follows:

- i) Equipment - estimated useful life of property, plant and equipment (note - 3.8)
- ii) Provision for doubtful debts (note - 3.4)
- iii) Provision for income tax (note - 3.1)

## **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **3.1 Income tax**

The tax expense for the year comprises of income tax, and is recognized in the statement of earnings. The income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is accounted for using the balance sheet liability method in respect of all temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred income tax liabilities are recognised for all taxable temporary differences and deferred income tax assets are recognised to the extent that it is probable that taxable profits will be available against which the deductible temporary differences and unused tax losses can be utilized. Deferred income tax is calculated at the rates that are expected to apply to the period when the differences are expected to be reversed.

### **3.2 Trade and other payables**

Liabilities for trade and other amounts payable are carried at cost, which is the fair value of the consideration to be paid in future for goods and services received, whether or not billed to the Company.

### **3.3 Provisions**

A provision is recognized in the financial statements when the Company has a legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation.



### 3.4 Accounts Receivable

Accounts receivable are non-interest bearing obligations due under normal course of business. The management reviews accounts receivable on a monthly basis to determine if any receivables will be potentially uncollectible. Historical bad debts and current economic trends are used in evaluating the allowance for doubtful accounts. The Company includes any accounts receivable balances that are determined to be uncollectible in its overall allowance for doubtful accounts. After all attempts to collect a receivable have failed, the receivable is written off against the allowance. Based on the information available, the Company believes its allowance for doubtful accounts as of period ended is adequate.

### 3.5 Contingent liabilities

A contingent liability is disclosed when the Company has a possible obligation as a result of past events, the existence of which will be confirmed only by the occurrence or non-occurrence, of one or more uncertain future events, not wholly within the control of the Company; or when the Company has a present legal or constructive obligation, that arises from past events, but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability.

### 3.6 Financial liabilities

Financial liabilities are recognized when the Company becomes party to the contractual provision of the instruments and the Company loses control of the contractual right that comprise the financial liability when the obligation specified in the contract is discharged, cancelled or expired. The Company classifies its financial liabilities in two categories: at fair value through profit or loss and financial liabilities measured at amortized cost. The classification depends on the purpose for which the financial liabilities were incurred. Management determines the classification of its financial liabilities at initial recognition.

#### (a) *Financial liabilities at fair value through profit or loss*

Financial liabilities at fair value through profit or loss are financial liabilities held for trading. A financial liability is classified in this category if incurred principally for the purpose of trading or payment in the short-term. Derivatives (if any) are also categorized as held for trading unless they are designated as hedges.

#### (b) *Financial liabilities measured at amortized cost*

These are non-derivative financial liabilities with fixed or determinable payments that are not quoted in an active market. These are recognized initially at fair value, net of transaction costs incurred and are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the profit and loss account.

#### 3.6.1 Derivative financial instruments and hedge accounting

Derivatives are recognised initially at fair value, any directly attributable transaction costs are recognised in profit or loss as they are incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit and loss account.

The Company also holds derivative financial instruments to hedge its foreign currency exposures. Embedded derivatives are separated from the host contract and accounted for separately if certain criteria are met.

#### (a) *Fair value hedge*

Derivatives which are designated and qualify as fair value hedge, changes in the fair value of such derivatives are recorded in the profit and loss account, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

(b) *Cash flow hedges*

When a derivative is designated as cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in other comprehensive income and accumulated in the hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

The amount accumulated in equity is retained in other comprehensive income and reclassified to profit or loss in the same period or periods during which the hedged item affects profit or loss.

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, or the designation is revoked, then hedge accounting is discontinued prospectively. If the forecast transaction is no longer expected to occur, then the amount accumulated in equity is reclassified to profit or loss.

### **3.7 Property, plant and equipment**

All equipments are stated at cost less accumulated depreciation and impairment loss. The cost of fixed assets includes its purchase price, import duties and non-refundable purchase taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Depreciation on additions to property, plant and equipment is charged, using straight line method, on pro rata basis from the month in which the relevant asset is acquired or capitalized, upto the month in which the asset is disposed off. Impairment loss, if any, or its reversal, is also charged to income for the year. Where an impairment loss is recognized, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value, over its estimated useful life.

Maintenance and normal repair costs are expensed out as and when incurred. Major renewals and improvements are capitalized and assets so replaced, if any are retired.

Gains and losses on disposal of fixed assets, if any, are recognized in statement of profit and loss.

### **3.8 Cash and cash equivalents**

Cash and cash equivalents include cash in hand and deposits held at call with banks. For the purpose of the statement of cash flows, cash and cash equivalents bank balances and short term highly liquid investments subject to an insignificant risk of changes in value and with maturities of less than three months.

### **3.9 Revenue recognition**

The Company's revenues are derived principally from utilizing new technology in the medical alarm industry to provide 24-hour personal response monitoring services and related products to subscribers with medical or age-related conditions. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when it has persuasive evidence of an arrangement that the services have been rendered to the customer, the sales price is fixed or determinable, and collectability is reasonably assured.

All revenues from subscription arrangements are recognized ratably over the term of such arrangements. The excess of amounts received over the income recognized is recorded as deferred revenue on the consolidated balance sheet.

### **3.10 Functional and presentation currency**

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates. The financial statements are presented in US (Dollars) which is the Company's presentation currency. All financial information presented in US Dollars has been rounded to the nearest dollar unless otherwise stated.

### **3.11 Foreign currency transactions**

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into functional currency using the exchange rate prevailing at the statement of financial position date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates are recognized in the profit and loss account.

### **3.12 Contingencies**

The assessment of the contingencies inherently involves the exercise of significant judgment as the outcome of the future events cannot be predicted with certainty. The Company, based on the availability of the latest information, estimates the value of contingent assets and liabilities, which may differ on the occurrence / non-occurrence of the uncertain future event(s).

#### 4 **Cash**

This represent cash in hand and cash deposited in bank accounts (current) by the Company.

Business Adv Relationship - 6825	(12,747)
Payroll Checking	127
Factoring Suspended	5,900
Factoring Escrow	(17,483)
Double Paid Factored Invoices	42,182
	<u>17,980</u>

#### 5 **Accounts Receivables**

Opening balance	727,933
Net movement during the period	(80,000)
	<u>647,933</u>
Less : Provision	(292,933)
Account Receivable - Net	<u>355,000</u>

#### 6 **Payments to deposits**

Opening balance	-
Net movement during the period	-
	<u>-</u>

#### 7 **Leased equipment security deposit**

Opening balance	124,828
Net movement during the period	-
<b>Closing balance</b>	<u>124,828</u>

#### 8 **Property, plant and equipment**

End dump trailers	582,246
Franc trucks	51,840
Misc equipment	131,552
Portable housing units	27,897
Power units	767,110
Pressure control	503,698
Shop vehicles	33,422
Solid control	52,250
Utility trailers	194,717
Vaccum trailers	615,102
Less: Accumulated Depreciation	(2,338,848)
Less: Reserve for asset impairment	(140,910)
<b>Closing Book value</b>	<u>480,076</u>

#### 9 **Accounts payable**

Opening balance	820,200
Net movement during the period	(363,479)
<b>Closing balance</b>	<u>456,721</u>

## 10 Accruals and other payables

Opening balance	321,053
Net movement during the period	(103,540)
<b>Closing balance</b>	<b>217,513</b>

- 10.1 The includes amount due to Redrock Capital Venture Limited repayable on demand and bear no interest.

## 11 Line of credit

Opening balance	-
Net movement during the period	-
<b>Closing balance</b>	<b>-</b>

## 12 Notes payable - equipment

Opening balance	-
Net movement during the period	-
<b>Closing balance</b>	<b>-</b>

## 13 Long term notes payable

Opening balance	270,061
Net movement during the period	270,061
Repaid during the period	-
<b>Closing balance</b>	<b>-</b>

## 14 Cost of goods sold

COGS labor	3,799
COGS other cost	70,373
COGS supplies and material	13,263
	<b>87,435</b>

## 15 Contingencies and Commitments

From time to time, the Company may be involved in litigation relating to claims arising out of operations in the normal course of business. As at the end of current reporting period, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of operations and there are no proceedings in which any directors, officers or affiliates, or any registered or beneficial stockholder, is an adverse party or has a material interest adverse to the Company's interest.