

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Pukang Group Holdings Ltd
f.k.a. Providence Resources, Inc.
8 Yongfeng Street, Liangzhou District
Wuwei City, Gansu Province 621101, China

+86 13732630571
pukanggroup@163.com
SIC CODE: 2875

Quarterly Report
For the period ending: June 30, 2023
(the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

248,846,586 as of June 30, 2023

248,846,586 as of March 31, 2023

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.

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.

Providence Resources, Inc., formed as GFB Alliance Services, Inc. on February 17, 1993, changed its name to "World Staffing II, Inc." on July 24, 1997, changed its name to "WattMonitor, Inc. on November 3, 1998, changed its name to Healthbridge, Inc. on May 13, 1999, and on October 3, 2006 changed its name to "Providence Resources, Inc."

An amendment was filed with the Secretary of State of the State of Texas on April 5, 2022 to change the name of the Company to Pukang Group Holdings Ltd.

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):

Texas – February 17, 1993
Current standing: 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:

On December 21, 2022, the Company entered into an agreement with Pukang Group Co., Ltd., a British Virgin Islands corporation ("PGCL"), whereunder the Company acquired 100% ownership interest in PGCL for the issuance of 10,000,000 shares of the Company's common stock. PGCL through its China based subsidiaries, Gansu Jufupukang Enterprise Management Co., Ltd, produces and develops organic fertilizers, bio-organic fertilizers, cultivation substrates and biological seedling substrates. The transaction closed effective December 24, 2022 and has been treated as a business combination under common control.

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

8 Yongfeng Street, Liangzhou District
Wuwei City, Gansu Province 621101, China

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:

2) Security Information

Transfer Agent

Name: Transfer online
Phone: 503-227-2950
Email: info@transferonline.com
Address: 512 SE Salmon Street, Portland OR 97214

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: PVRS
Exact title and class of securities outstanding: Common Stock
CUSIP: 74378L201
Par or stated value: 0.0001
Total shares authorized: 250,000,000 as of date: June 30, 2023
Total shares outstanding: 248,846,586 as of date: June 30, 2023
Total number of shareholders of record: 454 as of date: June 30, 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.

Exact title and class of the security: _____
CUSIP (if applicable): _____
Par or stated value: _____
Total shares authorized: _____ as of date: _____
Total shares outstanding (if applicable): _____ as of date: _____
Total number of shareholders of record (if applicable): _____ as of date: _____

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Each share of Common Stock is entitled to one vote, which shares do not have pre-emptive rights. Dividends, if any, are declared at the discretion of the Board of Directors.

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

None

Shares Outstanding on Date of This Report:	
Ending Balance	Ending
Balance:	
Date Jun 30, 2023	Common: 248,846,586
	Preferred: 0

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2022, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2020 through September 30, 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. <small>*You must disclose the control person(s) for any entities listed.</small>	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.otcmarket.com).

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

On December 21, 2022, the Company acquired 100% ownership interest in Pukang Group Co., Ltd., a British Virgin Islands corporation ("PGCL"). PGCL through its China based subsidiaries, Gansu Jufupukang Enterprise Management Co., Ltd, Ltd, produces and develops organic fertilizers, bio-organic fertilizers, cultivation substrates and biological seedling substrates.

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

Pu Kang Holdings Ltd, which is organized in the British Virgin Islands, owns 88.9% of the outstanding shares of Pukang Group Holdings Ltd f.k.a. Providence Resources, Inc.

The Company has the following subsidiaries:

100% controlled: Pukang Group Co., Ltd., a British Virgin Islands corporation, and Gansu Jufupukang Enterprise Management Co., Ltd, Ltd, a Chinese corporation.

C. Describe the issuers' principal products or services.

The company produces and develops organic fertilizers, bio-organic fertilizers, cultivation substrates and biological seedling substrates.

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.

As of June 30, 2023, the issuer rents an office at 8 Yongfeng Street, Liangzhou District, Wuwei City, Gansu Province 621101, China for its staff on a month to month basis at a rate of approximately \$10,000 RMB per month.

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>Shugang Feng</u>	<u>Chairman, CEO, President, Treasurer</u>	<u>Wuwei City, China</u>	<u>152,593,465</u>	Common	<u>61.3%</u>	<u>Pu Kang Holdings Ltd (Director Shugang Feng)</u>
<u>Zonghan Wu</u>	<u>Director, Secretary</u>	<u>Pakarunga, Auckland, NZ</u>	<u>10,000,000</u>	Common	<u>4%</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.

No

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: Jeffrey Turner
Address 1: 897 W. Baxter Dr
Address 2: South Jordan, UT 84095
Phone: 801.810.4465
Email: jeff@jdt-legal.com

Accountant or Auditor

Name: Paul Gibbons
Firm: Gibbons & Associates CPAs LLC
Address 1: P.O. Box 404
Address 2: Logan, UT 84323
Phone: 435.554.0101
Email: Paul@gibbons-cpa.com

Investor Relations

None

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)²:

Name: **Wenxin He**
Title: **Consultant**
Relationship to Issuer: **Consultant**

Describe the qualifications of the person or persons who prepared the financial statements: **Master's degree**

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;

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.

- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Shugang Feng certify that:

1. I have reviewed this Disclosure Statement for Pukang Group Holdings Ltd f.k.a. Providence Resources, 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.

Aug 06, 2023 [Date]

/s/ Shugang Feng [CEO's Signature]

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

Principal Financial Officer:

I, Shugang Feng certify that:

1. I have reviewed this Disclosure Statement for Pukang Group Holdings Ltd f.k.a. Providence Resources, 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.

Aug 06, 2023 [Date]

/s/ Shugang Feng [CFO's Signature]

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

Pukang Group Holdings Ltd
Condensed Consolidated Balance Sheets
(unaudited)

	Jun 30, 2023	Dec 31 2022
Assets		
Current assets		
Cash	\$ 207	\$ 1,725
Accounts Receivable	931,873	374,649
Prepaid expense	64,127	86,161
Inventory	590,315	917,838
		-
Fixed Assets, net	1,669,150	1,743,222
Total assets	\$ 3,255,672	\$ 3,123,595
 Liabilities and Stockholders' Deficit		
Current Liabilities		
Accounts payable and accrued liabilities	1,367,871	1,272,371
Related party notes payable	1,300	1,300
Total current liabilities	1,369,171	1,273,671
Total liabilities	1,369,171	1,273,671
 Stockholders' Deficit		
Common stock: 250,000,000 authorized; \$0.0001 par value; 248,846,586 and 78,846,586 shares issued and outstanding in Mar 31, 2023 and Dec 31, 2022, respectively	24,885	7,885
Additional paid in capital	54,496,618	54,513,618
Accumulated deficit	(52,635,002)	(52,671,579)
Total stockholders' deficit	1,886,501	1,849,923
Total liabilities and stockholders' deficit	\$ 3,255,672	\$ 3,123,595

The accompanying notes are an integral part of these financial statements

Pukang Group Holdings Ltd
Condensed Consolidated Statements of Operations
(unaudited)

	Three months ended Jun 30, 2023	Three months ended Jun 30, 2022	Six months ended Jun 30, 2023	Six months ended Jun 30, 2022
Revenue	\$ 236,669.66	\$ -	550,140	\$ -
			\$ -	-
Operating expenses				
General and administrative expenses	115,221		313,835	-
Sales and marketing	3,393		4,119	-
Depreciation	74,006		114,675	-
Professional fees	47,340	22,429	80,918	79,859
Total operating expenses	<u>239,958</u>	<u>22,429</u>	<u>513,563</u>	<u>79,859</u>
Income (loss) from Operations	<u>(3,289)</u>	<u>(22,429)</u>	<u>36,577</u>	<u>(79,859)</u>
Other income (expense)				
Interest income	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total other income	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net loss from discontinued operations				-
Net income (loss)	<u>\$ (3,289)</u>	<u>\$ (22,429)</u>	<u>\$ 36,577</u>	<u>\$ (79,859)</u>
Earnings per share				
Net loss per common share – basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ 0.00</u>	<u>\$ (0.00)</u>
Weighted average number of ordinary shares				
Basic and diluted	<u>248,846,586</u>	<u>68,846,586</u>	<u>248,846,586</u>	<u>68,846,586</u>

The accompanying notes are an integral part of these financial statements

Pukang Group Holdings Ltd
Condensed Consolidated Statements of Changes in Stockholders' Equity (Deficit)
(unaudited)

	<u>Common Stock</u>		<u>Additional paid in capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>			
Balance, June 30, 2022	<u>68,846,586</u>	<u>\$ 6,885</u>	<u>\$ 52,503,551</u>	<u>\$ (52,510,436)</u>	<u>\$ -</u>
Net loss			7,263	(7,263)	-
Balance, September 30, 2022	<u>68,846,586</u>	<u>\$ 6,885</u>	<u>\$ 52,510,814</u>	<u>\$ (52,517,699)</u>	<u>\$ -</u>
Stock issued for acquisition	10,000,000	1,000	2,002,804		2,003,804
Net loss				(153,880)	(153,880)
Balance, Decemeber 31, 2022	<u>78,846,586</u>	<u>\$ 7,885</u>	<u>\$ 54,513,618</u>	<u>\$ (52,671,579)</u>	<u>\$ 1,849,923</u>
Stock issued	170,000,000	17,000	(17,000)		-
Net income (loss)				39,866	39,866
Balance, March 31, 2023	<u>248,846,586</u>	<u>\$ 24,885</u>	<u>\$ 54,496,618</u>	<u>\$ (52,631,713)</u>	<u>\$ 1,889,790</u>
Net income (loss)				(3,289)	(3,289)
Balance, June 30, 2023	<u>248,846,586</u>	<u>\$ 24,885</u>	<u>\$ 54,496,618</u>	<u>\$ (52,635,002)</u>	<u>\$ 1,886,501</u>

The accompanying notes are an integral part of these financial statements

Pukang Group Holdings Ltd
Condensed Consolidated Statements of Cash Flows
(unaudited)

	Six months ended Jun 30,	
	2023	2022
Cash Flows From Operating Activities:		
Net income (loss)	\$ (3,289)	\$ (79,859)
Adjustments to reconcile net loss to net cash used in operating activities:		
Expenses paid by related party		
Accounts payable and accrued liabilities	(52,966)	(4,000)
Depreciation	114,675	
Impairment of goodwill		
Accounts receivable	(68,978)	
Stock-based compensation		-
Net cash used in operating activities	(10,557)	(83,859)
Cash Flows From Investing Activities:		
Deconsolidation - cash held for sale		
Purchase fixed assets		
Net cash provided by investing activities	-	-
Cash Flows From Financing Activities:		
Proceeds from related party loans	9,040	
Proceeds from issuance of common stock and additional paid-in-capital		83,764
Net cash provided by financing activities	9,040	83,764
Net change in cash	(1,517)	(95)
Cash, beginning of period	1,725	95
Cash, end of period	\$ 208	\$ -

The accompanying notes are an integral part of these financial statements

**PUKANG GROUP HOLDINGS LTD F.K.A.
PROVIDENCE RESOURCES, INC.
NOTES TO CONDENSED FINANCIAL STATEMENTS
(Unaudited)**

Note 1 – Organization and basis of accounting.

Business Description

Providence Resources, Inc., formed as GFB Alliance Services, Inc. on February 17, 1993, changed its name to “World Staffing II, Inc.” on July 24, 1997, changed its name to “WattMonitor, Inc. on November 3, 1998, changed its name to Healthbridge, Inc. on May 13, 1999, and on October 3, 2006 changed its name to “Providence Resources, Inc.” An amendment was filed with the Secretary of State of the State of Texas on April 5, 2022 to change the name of the Company to Pukang Group Holdings Ltd.

On December 21, 2022, the Company entered into an agreement with Pukang Group Co., Ltd., a British Virgin Islands corporation (“PGCL”), whereunder the Company acquired 100% ownership interest in PGCL for the issuance of 10,000,000 shares of the Company’s common stock. PGCL through its China based subsidiaries, Gansu Jufupukang Enterprise Management Co., Ltd, Ltd, produces and develops organic fertilizers, bio-organic fertilizers, cultivation substrates and biological seedling substrates. The transaction closed effective December 24, 2022 and has been treated as a business combination under common control.

Basis of Presentation and Organization

This summary of significant accounting policies of Pukang Group Holdings Ltd f.k.a. Providence Resources, Inc. (“the Company”) is presented to assist in understanding the Company’s financial statements. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the accompanying financial statements. While the Company has commenced generating revenues from its principal business purpose during the most recently completed quarter ended June 30, 2023, we remain in the development stage in accordance with Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) Topic No. 915 (SFAS No. 7). The Company has elected a fiscal year end of December 31.

The accompanying financial statements are prepared on the basis of accounting principles generally accepted in the United States of America (“GAAP”). The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. To continue as a going concern, the Company is actively pursuing additional funding and strategic partners to enable it to implement its business plan. In addition, the Company is also working to devote more efforts to improve its operation and generate more profits. Management believes that these actions will allow the Company to continue its operations through the next fiscal year.

Note 2 – Summary of significant accounting policies

Principals of Consolidation

The unaudited condensed consolidated financial statements include the accounts of the Company and its 100% controlled subsidiaries: Pukang Group Co., Ltd., a British Virgin Islands corporation, and Gansu Jufupukang Enterprise Management Co., Ltd, Ltd, a Chinese corporation. All significant intercompany balances and transactions have been eliminated.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant items subject to estimates and assumptions include timing of recognition of commission revenue on insurance policy renewals and expenses related thereto, along with costs

associated with policy acquisition and our allowance for doubtful accounts. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of reporting within the statement of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

Share-based compensation

We account for stock-based compensation in accordance with ASC 718, *Compensation – Stock Compensation*. Under the fair value recognition provision of this guidance, share-based compensation cost is measured at the grant date based on the fair value of the award and is recognized as expense over the requisite service period and reduced for actual forfeitures in the period they occur. Stock-based compensation is included as consulting expenses in our consolidated statements of operations.

Acquisition

The Company accounts for business combinations in accordance with Accounting Standards Codification (“ASC”) 805, Business Combinations. The results of businesses acquired in a business combination are included in the Company’s consolidated financial statements from the date of the acquisition. Purchase accounting results in assets and liabilities of an acquired business generally being recorded at their estimated fair values on the acquisition date. Any excess consideration over the fair value of assets acquired and liabilities assumed is recognized as goodwill. Transaction costs associated with business combinations are expensed as incurred and are included in general and administrative related costs in the consolidated statements of operations. The Company performs valuations of assets acquired and liabilities assumed and allocates the purchase price to its respective assets and liabilities. Determining the fair value of assets acquired and liabilities assumed requires management to use significant judgment and estimates.

Accounts Receivable

The Company’s accounts receivables arise from provision of services to customers and reimbursements for our of pocket costs invoiced to customers. In general the Company invoices for services rendered at the time the service is provided or the cost incurred. In the event the Company does have accounts receivable, the Company will evaluate each reporting period to provide a reserve against accounts receivable for estimated losses that may result from a customer’s inability to pay based on customer-specific analysis and general matters such as current assessments of past due balances, economic conditions and forecasts, and historical credit loss activity. Amounts determined to be uncollectible will be charged or written-off.

Revenue Recognition

The Company has adopted ASC 606 — Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue from service related agreements and contracts by applying the following steps: (1) identify the contract with a customer; (2) identify the performance obligations in the contract; (3) determine the transaction price; (4) allocate the transaction price to each performance obligation in the contract; and (5) recognize revenue when each performance obligation is satisfied. Customers are billed for services in installments as they are performed either based on agreed contract terms or on a monthly basis for those clients to whom we provide recurring monthly services.

Property and Equipment, Net

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation of property and equipment is computed using the straight-line method over their estimated useful lives of five to seven years for furniture and equipment and three to five years for computer hardware and software. Leasehold improvements are amortized on a straight-line basis over the lesser of their useful life or the term of the lease. Upon retirement or sale, the cost and related accumulated depreciation or amortization are removed from the Condensed Consolidated Balance Sheets and the resulting gain or loss is reflected in the Condensed Consolidated Statements of Operations. Repairs and maintenance are expensed as incurred

Goodwill and Other Long-Lived Assets

Goodwill represents the excess of the cost of an acquired business over the fair value of the identifiable tangible and intangible assets acquired and liabilities assumed in a business combination.

In accordance with guidance within FASB ASC 350 “Intangibles - Goodwill and Other,” goodwill and identifiable intangible assets with indefinite lives are not subject to amortization but must be evaluated for impairment.

We evaluate long-lived assets, including finite-lived intangible assets, for impairment by comparison of the carrying amounts to future net undiscounted cash flows expected to be generated by such assets when events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. Should an impairment exist, the impairment loss would be measured based on the excess carrying value of the asset over the asset’s fair value or estimates of future discounted cash flows.

For goodwill and indefinite-lived intangible assets, in-process research and development, we review for impairment annually and upon the occurrence of certain events as required by ASC Topic 350, “Intangibles — Goodwill and Other.” Goodwill and indefinite-lived intangible assets are tested at least annually for impairment and more frequently if events or changes in circumstances indicate that the asset might be impaired. We review goodwill for impairment by first assessing qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount as a basis for determining whether it is necessary to perform the two-step goodwill impairment test. If we are able to determine that it is not more likely than not that the fair value of a reporting unit is less than its carrying amount, we would conclude that goodwill is not impaired. If the carrying amount of a reporting unit is zero or negative, the second step of the impairment test is performed to measure the amount of impairment loss, if any, when it is more likely than not that a goodwill impairment exists.

Basic and Diluted Net Income (Loss) Per Share

The Company computes net income (loss) per share in accordance with ASC 260, *Earning per Share*. ASC 260 requires presentation of both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method. In computing Diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is anti-dilutive. At June 30, 2023 there were no potentially dilutive shares.

Fair Value of Financial Instruments

FASB ASC 820, Fair Value Measurements and Disclosures, defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. FASB ASC 820 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. FASB ASC 820 describes three levels of inputs that may be used to measure fair value:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs that are supported by little or no market activity and that are financial instruments whose values are determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant judgment or estimation.

If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level of input that is significant to the fair value measurement of the instrument.

Foreign Currency

Translation and Remeasurement Items included in the condensed consolidated financial statements of the Company and its subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the 'functional currency'). The Company's reporting currency is the U.S. dollar. The functional currency of subsidiaries based in China is the RMB. Companies based in the British Virgin Islands operate in US Dollars. All transactions initiated in RMB are translated into U.S. dollars in accordance with Accounting Standards Codification ("ASC") 830-30, "Translation of Financial Statements," as follows: monetary assets and liabilities are translated into U.S. dollars at exchange rates as of the balance sheet date and non-monetary assets, liabilities and equity are translated at historical rates. Sales and expenses are translated using a weighted average exchange rate for the period. All resulting exchange differences are recognized as other comprehensive income, a separate component of equity.

Income taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and net operating loss and credit carryforwards. Deferred tax assets and liabilities are measured at rates expected to apply to taxable income in the years in which those temporary differences and carryforwards are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the statement of operations in the period that includes the enactment date. A valuation allowance is recorded when it is not more likely than not that all or a portion of the net deferred tax assets will be realized.

Recently issued accounting pronouncements

The Company has reviewed other recently issued accounting pronouncements and plans to adopt those that are applicable to it. The Company does not expect the adoption of any other pronouncements to have an impact on its results of operations or financial position.

Note 3 – Going Concern

The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. As reflected in the accompanying consolidated financial statements, the Company had a negative retained earnings or accumulated deficit as of June 30, 2023. This raised doubt about its ability to continue as a going concern. In view of the matters described above, recoverability of a major portion of the recorded asset amounts shown in the accompanying balance sheet is dependent upon continued operations of the Company, which in turn is dependent upon the Company's ability to raise additional capital, obtain financing and succeed in its future operations. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

To continue as a going concern, the Company is actively pursuing additional funding and strategic partners to enable it to implement its business plan. In addition, the Company is also working to devote more efforts to improve its operation and generate more profits. Management believes that these actions will allow the Company to continue its operations through the next fiscal year.

COVID 19

The recent COVID-19 pandemic could have an adverse impact on the Company going forward. COVID-19 has caused significant disruptions to the global financial markets, which may severely impact the Company's ability to raise additional capital and to pursue certain planned business activities. The full impact of the COVID-19 outbreak continues to evolve as of the date of this report and is highly uncertain and subject to change. Management is actively monitoring the situation but given the daily evolution of the COVID-19 outbreak, the Company is not able to estimate the effects of the COVID-19 outbreak on its operations or financial condition in the next 12 months. There are no assurances that the Company will be able to meet its obligations, raise additional funds or continue to implement its planned business objectives to obtain profitable operations.

Note 4 – Acquisitions

On December 21, 2022, the Company entered into an agreement with Pukang Group Co., Ltd., a British Virgin Islands corporation (“PGCL”), whereunder the Company acquired 100% ownership interest in PGCL for the issuance of 10,000,000 shares of the Company’s common stock. PGCL through its China based subsidiaries, Gansu Jufupukang Enterprise Management Co., Ltd, Ltd, produces and develops organic fertilizers, bio-organic fertilizers, cultivation substrates and biological seedling substrates. The transaction closed effective December 24, 2022 and has been treated as a business combination under common control.

Tangible and intangible assets acquired were recorded based on their estimated fair values at the acquisition date. The excess of the purchase price over the fair value of the net assets acquired was recorded to goodwill. The Company fully impaired the goodwill during the year ended June 30, 2023.

Note 5 – Property and Equipment, Net

Depreciation expense amounted to \$114,675 and \$0, for the years ended June 30, 2023 and 2022, respectively.

Note 6 – Related Party Transactions

During the year ended June 30, 2023, Mr. Shugang Feng advanced a total of \$1,300 to the Company for payment of administrative expenses and legal fees., which amount remains due and payable.

Note 7 – Equity

As of June 30, 2023, the Company is authorized to issue 250,000,000 shares of common stock with a par value of \$0.0001. All shares have equal voting rights, are non-assessable, and have one vote per share. The total number of shares of Company common stock issued and outstanding as of June 30, 2023 and December 31, 2022, was 248,846,586 and 78,846,586 shares, respectively.