



**SOHM, INC.**

**Financial Report**

**For the Quarter ended**

**September 30, 2023**

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

## **SOHM, INC.**

4195 Chino Hills Pkway,  
Ste. # 675  
Chino Hills, CA 91709, USA.

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SIC Code: 2834

## **Quarterly Report**

**For the period ending 09/30/2023 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

1,600,576,407 as of 09/30/2023, Current Reporting Period date of Most Recent Date

1,575,576,407 as of 12/31/2022, Most Recent Completed Fiscal Year End.

### **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: ☒

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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.

**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.

**SOHM, Inc. (the “Issuer” or the “Company”) formerly Alpine TLI Group, Inc.**

The Issuer was organized under the corporate laws of the State of Nevada on July 6, 2005. The Issuer operated as a California C Corporation from January 1998, until it merged with Alpine TLI Group in August 2008 and changed its name to SOHM Inc. and its status is active.

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):

**The state of Nevada and the current status is 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:

**4195 Chino Hills Parkway, # 675, Chino Hills, CA 91709**

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: Pacific Stock Transfer Company

Phone: 702.361.3033

Email: info@pacificstocktransfer.com

Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas, Nevada 89119

**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>SHMN</u>
Exact title and class of securities outstanding:	<u>COMMON STOCKS</u>
CUSIP:	<u>83408P 108</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>3,000,000,000</u> as of date: <u>09/30/2023</u> .
Total shares outstanding:	<u>1,600,576,407</u> as of date: <u>09/30/2023</u>
Total number of shareholders of record:	<u>349</u> as of date: <u>09/30/2023</u>

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

None

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

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

Exact title and class of the security:	<u>PREFERRED STOCKS</u>
CUSIP (if applicable):	<u>N/A</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>100</u> as of date: <u>09/30/2023</u> .
Total shares outstanding (if applicable):	<u>51</u> as of date: <u>09/30/2023</u> .
Total number of shareholders of record (if applicable):	<u>1</u> as of date: <u>09/30/2023</u> .

**Security Description:**

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

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

No dividends or preemptive rights. Each share of common is entitled to one vote.

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

We have one Series of Preferred Stock titled Series A Preferred Stock. The Series A Preferred Stock has no dividends. The Preferred Stock has voting rights equal in all aspects to the number of Common Stock represented by such Preferred Stock on an as converted basis and shall be entitled to vote on any and all matters brought to a vote of shareholders of Common Stock and all matters brought to a vote of shareholders of Preferred Stock. Upon any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the Holder shall be entitled to receive out of the assets of the Corporation, whether such assets are capital or surplus, for each share of Preferred Stock an amount equal to par value, before any distribution or payment shall be made to the Holder of any Junior Securities, and if the assets of the Corporation shall be insufficient to pay in full such amounts, then the entire assets to be distributed to the Holder shall be distributed among the Holder ratably in accordance with the respective amounts that would be payable on such shares if all amounts payable thereon were paid in full. Each share of Preferred Stock shall be initially convertible into an amount equal to 1% of the then issued and outstanding common shares of the Company at the option of the Holder after the Original Issue Date.

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

N/A

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.

N/A

### 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: Date 12/31/2021 <u>Opening Balance</u> Common: <u>1,575,576,407</u> Preferred: <u>51</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.
8/21/2023	New Issuance	5,000,000	Common	\$0.001	No	Dr. David Aguilar	Service/joining bonus	Restricted	N/A
8/21/2023	New Issuance	5,000,000	Common	\$0.001	No	William Dewey Rushing	Service/joining bonus	Restricted	N/A
8/21/2023	New Issuance	5,000,000	Common	\$0.001	No	Neetu Jha	Service/Advisory Board	Restricted	N/A
8/21/2023	New Issuance	10,000,000	Common	\$0.001	No	Hari Shah	Service/Digital	Restricted	N/A
Shares Outstanding on Date of This Report: Date 09/30/2023 <u>Ending Balance:</u> Common: <u>1,600,576,407</u> Preferred: <u>51</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 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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>02/06/2012</u>	<u>\$ 115,000</u>	<u>\$94,250</u>	<u>\$20750</u>	<u>12/31/23</u> (Extendable)	<u>Negotiable</u>	<u>Lotus Enterprises Ltd.</u>  (Control Person: <u>Jayanth Murthy</u> )	<u>Loan for expansion</u>
<u>10/14/2010</u>	<u>\$772,000</u>	<u>\$772,000</u>	<u>\$0</u>	<u>12/31/24</u> (Extendable)	<u>Negotiable</u>	<u>Chanakya FZE Ltd.</u>  (Control Person: <u>Vinod Kataria</u> )	<u>Loan for expansion</u>
<u>04/15/2014</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$0</u>	<u>12/31/23</u> (Extendable)	<u>Negotiable</u>	<u>Hitendra Saraiya</u>	<u>Loan for expansion</u>
<u>11/20/2013</u>	<u>\$141,000</u>	<u>\$141,000</u>	<u>\$0</u>	<u>12/31/23</u> (Extendable)	<u>Negotiable</u>	<u>Smita Parikh</u>	<u>Loan for expansions</u>
<u>12/13/2013</u>	<u>\$8,000</u>	<u>\$8,000</u>	<u>\$0</u>	<u>12/31/23</u> (Extendable)	<u>Negotiable</u>	<u>Snehal Shah</u>	<u>Loan for expansion</u>
<u>08/15/2015</u>	<u>\$46,000</u>	<u>\$46,000</u>	<u>\$0</u>	<u>12/31/23</u> (Extendable)	<u>Negotiable</u>	<u>Keith Bauer</u>	<u>Loan for working capital</u>
<u>04/15/2011</u>	<u>\$63,942</u>	<u>\$63,942</u>	<u>\$0</u>	<u>12/31/23</u> (Extendable)	<u>Negotiable</u>	<u>Swati Shah</u>	<u>Loan for expansion</u>

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")

### **Generic Pharmaceutical Manufacturer**

#### **Company Overview**

SOHM, Inc. (SHMN) is a pharmaceutical manufacturer that produces and markets generic drugs for all major treatment categories.

The Company has the following business units encompassing both OTC and Rx products.

- CDMO, Contract Development and Manufacturing Organization
- Distribution of various Pharmaceuticals (Rx and OTC), Cosmeceuticals, and Nutraceutical products
- SOHM, Inc. distributes nutraceutical and cosmeceutical products and plans to manufacture it in-house.
- SOHM, Inc. plans to develop gene-editing kits leveraging newly acquired (Sept. 2023) intellectual property.

#### **Generic Drug Manufacturing Expertise**

SHMN's proprietary processes and formulation capability allow it to develop generic formulations of brand-names that don't infringe on valid patents relating to the brand-name product. Demand for generic pharmaceuticals is increasing as a result of increasing awareness and acceptance of generics by consumers, physicians and, pharmacists globally. In addition, government agencies and private managed care/ insurance programs encourage the substitution of generics for brand-name pharmaceuticals as a cost-savings measure. SHMN has developed the ability to bridge the gap between demand and supply for generic and OTC products cost-effectively with consistent quality deliverables.

#### **Infrastructure To Support Manufacturing and Export**

By consolidating its pharmaceutical assets in India, the Company has a generic drug manufacturing hub where it capitalizes on low prices, strong marketing, and global recognition of India's emerging role as a leading drug manufacturing center. In October 2008, SHMN obtained pharmaceutical drug licenses that enable it to sell in Africa, Latin America, and Southeast Asia. In February 2009, SHMN had obtained a direct manufacturing license for generic pharmaceuticals. This license completes the needed infrastructure development for its India manufacturing hub.

1. The issuer is a Nevada Corporation.
2. The Issuer operated as a California C Corporation from January 1998, until it merged with Alpine TLI Group in August 2008. The Issuer's predecessor was organized under the corporate laws of the State of Nevada on July 6, 2005.
3. The Issuer's fiscal year-end date is December 31.
4. The issuer and/or any predecessor has not, and is not, in the process of filing bankruptcy, receivership or any similar proceeding.
5. On August 25, 2008, SHMN entered into an agreement with Alpine TLI Group, Inc., the predecessor. The agreement was to acquire SHMN and pass control of the Company to the then current officers of SHMN being Swati Shah, President/CEO and Sharad Joshi, Secretary/Treasurer and CFO.
6. No default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the Issuer to make payments as of the most recent quarter and year end.
7. The Issuer changed control when it merged in September 2008.
8. The increases in outstanding equity securities have increased by more than 10%.
9. Below is a description of any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization

On August 26, 2008, the Board of Directors and majority shareholders of Alpine TLI Group, Inc. voted and confirmed the following:

- **Corporate Name Change, CUSIP Number Change and New Business Direction**

The stockholders and Board Members of Alpine TLI, Group voted to confirm the change of the name of the corporation to SOHM, Inc and also to apply for a new CUSIP number. The name change and CUSIP number change reflects the company's new business direction to directly supply dyes, chemicals, pigments, and supply steel wires to manufacturers for springs, automobiles and garment/textile industries through private label agreements.

- **Merger with SOHM Inc.**

The stockholders and Board Members voted to confirm the merger with SOHM, Inc.

- **Reverse Split**

The stockholders and Board Members voted to confirm a 50:1 reverse split.

- **CEO and Chairman Change**

The stockholders and board members voted to confirm a CEO and Chairman change effective September 5, 2008. Then current CEO and Chairman resigned, and Ms. Swati Shah assumed the position of President, CEO and Chairman of the Board and Mr. Sharad Joshi assumed the position of Secretary, Treasurer, CFO and Board Member. Mr. Sharad Joshi resigned as Secretary, Treasurer, CFO and Director effective March 31, 2009. Effective January 15, 2011 the stockholders & Board members voted to confirm a CEO & Chairman change. The then current CEO & Chairman Ms. Swati Shah resigned as President & CEO and took over as Vice President, Secretary & Director. Mr. Shailesh Shah assumed the position of President, CEO & Chairman of the Board. On August 31, 2015, Mr. Shailesh Shah resigned as President, CEO and Director. Swati Shah was appointed as President, CEO and Director and retained her appointment as Secretary, Treasurer and CFO. On September 10, 2018, Swati Shah resigned as President, CEO and Director and Also as Secretary, Treasurer and CFO. Baron Night was appointed as President, CEO and Director and, appointed as Secretary, Treasurer and CFO.

10. Issuer's securities have not been de-listed and are not in the process of being de-listed by the Securities and Exchange Commission or the NASD.

11. There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations.

### **Business of Issuer**

1. The Primary SIC Code for the Issuer is 2834.
2. The Issuer is currently conducting operations.
3. The issuer is not and has not been a shell company.
4. There is no parent, or affiliate of the issuer.
5. The effect of the existing and probable new government regulations is that the issuer is alert and watchful so as to be able to re-evaluate portions of its business plan.
6. No amount has been spent during each of the last two fiscal years on research and development activities, therefore no cost of such activities are borne directly by customers.
7. There are no known costs or effects of compliance with environmental laws, neither International, federal, state or local.



8. The Company currently has eleven (11) full-time employees.
9. The company expects significant actions during quarters 3 and quarter 4 and accordingly, the company has acquired the ABBIE Intellectual properties/Patents in the month of August.

### **Investment Policies**

1. Investments in real estate or interest in real estate

The Issuer does not intend to invest in Real Estate outside of ownership in its executive offices or manufacturing facilities.

2. Investments in real estate mortgages

The Issuer does not intend to invest in any type of real estate mortgages.

3. Investments in Securities

The Issuer does not intend to invest in short term or long-term securities

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

N/A

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

### ***Services Provided by SHMN, and their Markets***

SHMN develops and commercializes generic pharmaceuticals, utilizing its controlled-release and other in-house formulation technologies. The Company focuses on developing generic versions of brand-name products for which the patents are near expiration or expired and require proprietary formulation expertise. By innovating processes, and applied innovation, the Company's proprietary processes and formulation skills allow it to develop generic versions that replicate the brand-name products' physiological effects but don't infringe on any valid patents.

The Company actively reviews pharmaceutical patents and seeks opportunities to challenge patents it believes are either invalid or would not be infringed by a generic version. SHMN also enters into collaboration, alliances and partnerships to acquire rights to pharmaceuticals it does not own and to share development costs or resolve patent barriers to entry. Overall, the Company's generic product development strategy leverages a legal strategy predicated on non-infringement of established brand name pharmaceuticals and speed of filing and also provide applied innovation.

The Company has a manufacturing license of generic pharmaceuticals and currently produces and markets generic pharmaceutical products along with dermatology and Nutraceutical products. The classification and industry position allows for a significant increase in profit margins and scalability of manufacturing operations. This license provides SHMN the production infrastructure to operate as a corporate manufacturing hub located in India for the production and export of generic pharmaceuticals.

SHMN has recently acquired the intellectual property portfolio entitled "Cas 9 retroviral integrase and cas 9 recombinase systems for targeted incorporation of a DNA sequence into a genome of a cell or organism." SHMN plans to continue development of the technology at the University of Arizona Center for Innovation (UACI) facilities where it is currently being developed.

## **CORPORATE OVERVIEW**

The Company's strategic manufacturing facility in an area is considered one of the safest and perfect for pharmaceutical operations. The facility is approximately 5,500 square feet. In February 2009, SHMN's manufacturing facility was licensed by the India FDA. The license indicates compliance with Current Good Manufacturing Practice (CGMP) Regulations: Division of Manufacturing and Product Quality and compliant with World Health Organization (WHO) regulations and FDA.

The manufacturing facility provides complete technical support for production activities and houses the following:

- A third-party quality control laboratory with instruments to provide, chemical and microbiological analytical support; to provide constant in-process checks
- A spacious raw materials storage area which provides separate storage facilities for incoming materials, quarantine materials, released materials, and a separate section for sampling under a controlled environment and isolated areas for dispensing of raw materials, through documented SOPs for stringent control systems of checks and balances.
- A finished goods warehouse for storage and distribution of finished goods.
- The company has signed a definitive agreement with one of the Southern California based pharmaceutical manufacturing facilities to acquire them.

Over and above, the company has leased a property at 2501 Commercial St., San Diego, CA 92113, which is being modified to suit the needs of its pharmaceutical unit. The company does not pay any rent at the moment, as the agreement with the landlord states that the rent will start once the facility is fully operational. The landlord also covers some of the modification expenses, which will be deducted from the future rent payments. This reduces the burden on the company's cash flow. The facility is approximately 10,500 square feet and located in the downtown area of San Diego.

## **Corporate Strategy**

The Company produces premium-quality, affordable pharmaceuticals and meets the changing needs of the drug market with a continual flow of new products, broadening its product portfolio, optimizing a global supply chain, helping customers more efficiently manage their inventory and customizing distribution and shipping based on specific customer needs. SHMN plans to grow by extending its leadership position in emerging generic pharmaceutical markets in Africa, Latin America, Southeast Asia and other important international markets.

Key aspects of the Company's strategy include:

- Undertake applied innovation to find an optimum fit between demand and supply gaps in the generic industry.
- Increasing generic R&D capabilities, and applied formulations with the continuous incremental improvement which adds up to sustained innovative output, and greater production capacity;
- Establishing a high level of operational effectiveness oversight and quality control systems;
- Bridge the gap between demand and supply in cost-effective generics and branded generics; Providing high-quality products in markets that are currently underserved, poorly served, or under-subscribed by existing suppliers;
- Using cost-effective, up-to-date instruments and equipment and machineries; on an ongoing basis.
- Employing advanced electronic and information technology to reduce staffing and other operational costs; providing more system-based output with minimal human errors,
- Continuing to business scanning actively seek and evaluate potential mergers, acquisitions, collaborations and other business combinations; to enlarge capacities, competencies and innovations;

- Side stepping head-to-head competition with an established business in regions that already are well served and develop alternatives for unmet needs to enlarge innovative generics portfolio.
- Establishing licensing opportunities with for SHMN newly acquired technology

## Sales and Marketing

The Company's focus on 4 segments of customers who are drug wholesalers, mass merchandisers, warehousing chain drug stores, and mail-order pharmacies who have an extensive chain of retailers and loyal customer base, by doing so, SHMN does not need to re-invent its grass-root customers but rather SOHM markets its products both directly and through partner alliance agreements. SHMN focuses on fast-growing, underserved emerging markets in the Far East, Africa, newly added European Union states, and Latin America. Despite the challenges of the current economic climate, much of the world's population has a great need for basic pharmaceuticals, but these drugs are either too expensive or not available to vast populations in these regions. The Company recently expanded its generic drug distribution to address emerging pharmaceutical markets in Africa.

### **Product Commercial Status.**

The Company expects the following products are ready to be commercialized as of September 2023.

As of September 2023, the saleable products were as follows.

	Indication	Administration	Product Types	Sourcing	Labeling
Omega-3 with EPA, DHA & Vitamin D3	Improve cognitive function	Oral Syrup	Nutraceutical	India	SOHM
I-Prolec	Protein Powder with 23 Vitamins	Powder	Nutraceutical	SOHM	SOHM
Levetiracetam	Epilepsy, seizures	Oral Tablet	Branded Generic	India	SOHM
Hydroquinone USP, 4%	Skin Bleaching Cream	Topical Cream	Branded Generic	SOHM	SOHM
Sodium Sulfacetamide 10% Sulfur 2%	Treat acne, rosacea, and seborrheic dermatitis.	Topical Cleanser/Lotion	Branded Generic	SOHM Carlsbad	SOHM
Sodium Sulfacetamide 9.8% Sulfur 4.8%	Treat acne, rosacea, and seborrheic dermatitis.	Topical Cleanser/Lotion	Branded Generic	SOHM	SOHM
Sodium Sulfacetamide 10% Sulfur 5%	Treat acne, rosacea, and seborrheic dermatitis.	Topical Cleanser/Lotion	Branded Generic	SOHM	SOHM
Nail Renovar	Anti-Fungal	Topical Solution	OTC Self-care	SOHM	SOHM
Fohm by SOHM	Acne/Exfoliates	Cleanser	OTC Self-care	SOHM	SOHM

The Company's marketing effort focuses on:

- Identifying, through careful market research, un-served or underserved niche markets.
- Combining the core pharmaceutical business with ancillary marketing concepts, activities and operations;
- Identifying, negotiating, and entering into partnerships with larger, more established distributors.
- Utilizing advanced electronic and informational technologies in sales and marketing.

Accommodating special and ethical products when and where sufficient demand exists.

## 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 occupies approximately 10,500 square feet of office and plant – manufacturing space that is being leased by a company that is in the San Diego, CA The Issuer believes that the space is in good condition and properly insured. The major assets of the company comprise the machinery comprising of the manufacturing of the topical products. The property of the issuer is in good condition. There are no limitations on the expansion capability of the Company.

The Company is headquartered in Chino Hills, California, U.S.A. and the Company's strategic manufacturing facility is located in Southern California, in an area considered one of the safest and perfect for pharmaceutical operations. The facility is approximately 5,500 square feet.

## 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 issuer's 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.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>BARON NIGHT</u>	<u>SOLE OFFICER, DIRECTOR, CONTROL PERSON</u>	<u>4195 Chino Hills Parkway, #675, Chino Hills, CA 91709</u>	<u>10,000</u>	<u>Common</u>	<u>0.0006%</u>	<u>President and CEO</u>

<u>BHAT FAMILY TRUST</u> (Control person of trust Dr. Krishna Bhat)	<u>OWNER OF MORE THAN 5%</u>	<u>1302 Laurel view Drive, Johnstown, PA 15905</u>	<u>82,000,000</u>	<u>Common</u>	<u>5.20%</u>	<u>Shares acquired through investment in company</u>
<u>Dr. David Aguilar</u>	<u>Chief Operating Officer/Control Person</u>	<u>4195 Chino Hills Parkway, #675, Chino Hills, CA 91709</u>	<u>5,000,000</u>	<u>Common</u>	<u>0.312%</u>	<u>COO</u>
<u>William Dewey Rushing</u>	<u>VP-Quality</u>	<u>4195 Chino Hills Parkway, #675, Chino Hills, CA 91709</u>	<u>5,000,000</u>	<u>Common</u>	<u>0.312%</u>	<u>VP-Quality</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.

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: CHASE CHANDLER

Firm: BRUNSON CHANDLER & JONES, PLLC  
Address 1: 175 S. Main Street, Suite 1410  
Address 2: Salt Lake City, UT 84111  
Phone: (801) 303-5730  
Email: [chase@bcjlaw.com](mailto:chase@bcjlaw.com)

Name: Arash Shirdel  
Firm: Pacific Premier Law Firm  
Address 1: 2603 Main Street, Ste 1155  
Address 2: Irvine, CA 92614  
Phone: 949-629-3690  
Email: [ashirdel@pacificpremierlaw.com](mailto:ashirdel@pacificpremierlaw.com)

Name: Eric Furman  
Firm: Knobbe Martens  
Address 1: 2040 Main St 14th Fl,  
Address 2: Irvine, CA 92614  
Phone: (949) 760-0404  
Email: [Eric.Furman@knobbe.com](mailto:Eric.Furman@knobbe.com)

Accountant or Auditor

Name: FRED SCHELLACK  
Firm: ACCOUNTING & MANAGEMENT SERVICES  
Address 1: 3239 West Tenaya Way  
Address 2: FRESNO, CA 93711  
Phone: 559-259-3468  
Email: [schellack@sbcglobal.net](mailto:schellack@sbcglobal.net)

Investor Relations

NONE

*All other means of Investor Communication:*

Twitter: @SOHMINC  
Discord:  
LinkedIn: <https://www.linkedin.com/company/2081851>  
Facebook: <https://www.facebook.com/sohminc>  
[Other ]

Other Service Providers

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

NONE

**9) Financial Statements**

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

- ☐ IFRS  
☒ U.S. GAAP

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

Name: FRED SCHELLACK  
Title: ACCOUNTANT  
Relationship to Issuer: OUTSIDE ACCOUNTANT

Describe the qualifications of the person or persons who prepared the financial statements: CPA.

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, Baron Night certify that:

1. I have reviewed this 3<sup>rd</sup> quarter of 2023 financial and disclosure statement of SOHM, 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.

Dated this 13<sup>th</sup> day of November 2023

**SOHM, INC.**

/s/ Baron Night

Baron Night, CEO & CFO

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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.

# SOHM, INC.

## FINANCIAL STATEMENT

### FOR THE YEAR ENDED

### September 30, 2023

**Item 1: Exact name of the issuer and the address of its principal executive offices.**

**Name of the Issuer:** SOHM, Inc.

**Principal Executive offices:** 4195 Chino Hills Parkway, # 675,  
Chino Hills, CA 91709

Telephone: (714) 522-6700  
Facsimile: (714) 523-4329  
Web site: [www.sohm.com](http://www.sohm.com)

**Investor Relation's Officer:** N/A

**Investor Relation's Office:** SOHM, Inc.  
4195 Chino Hills Parkway, # 675,  
Chino Hills, CA 91709

**Investor Relations' Telephone:** 714-522-6700  
**Investor Relations' Fax:** 714-523-4329  
**Investor Relations' Email:** [IR@sohm.com](mailto:IR@sohm.com)

**Item 2 Shares outstanding.**

The following table sets forth information concerning the equity securities of SOHM, Inc. as of September 30, 2023:

SECURITIES AUTHORIZED AND OUTSTANDING Class	As of	Number of Shares Authorized	Number of Shares Outstanding	Number of shares in the Public Float	Total Number of Shareholders of Record
Common	September 30, 2023	3,000,000,000	1,600,576,407	1,257,081,890	349
Preferred	September 30, 2023	100	51	0	1



**SOHM, INC.**  
**STATEMENT OF OPERATION**  
**FOR THE QTR ENDED**  
**SEPTEMBER 30, 2023 (Unaudited)**

<b>PARTICULARS</b>	<b>QTR. 3RD - SEPT.30, 2023</b>	<b>YEAR TO DATE 2023</b>	<b>As on Dec 31 2022</b>
<b>INCOME</b>			
Revenue	258,560	383,620	347,087
<b>Total Revenue</b>	<b>258,560</b>	<b>383,620</b>	<b>347,087</b>
<b>COST OF SALES</b>			
Cost of Goods Sold	105,381	142,830	161,714
Total Cost of Sales	105,381	142,830	161,714
<b>Gross Profit</b>	<b>153,179</b>	<b>240,790</b>	<b>185,373</b>
<b>EXPENSES</b>			
Sales and Marketing	2,227	5,075	11,606
General and Administrative	113,973	143,245	79,730
Research and Development	0	0	-
Depreciation Expense	0	0	0
Interest Expense	385	857	1,459
<b>Total Expense</b>	<b>116,585</b>	<b>149,177</b>	<b>92,795</b>
<b>Net Income before extraordinary Items</b>	<b>36,594</b>	<b>91,613</b>	<b>92,579</b>
Extraordinary Items		0	-
Loss before Provision for		0	-
Income Taxes		0	-
Provision for Income Taxes		0	-
<b>NET INCOME (LOSS)</b>	<b>36,594</b>	<b>91,613</b>	<b>92,579</b>
<b>Basic and Diluted Earnings</b>			
Earnings (Loss) per Common Share		0	-
<b>Basic and Diluted Weighted Average</b>			
Number of Common Shares	<b>1,600,576,407</b>	<b>1,600,576,407</b>	<b>1,575,576,407</b>

**SOHM, INC.**  
**QUARTERLY REPORT**  
**FOR THE QUARTER ENDED SEP 30, 2023**  
**BALANCE SHEET**  
**As of Sep 30, 2023**  
**(Unaudited)**

<b>PARTICULARS</b>	<b>QTR. 3RD - SEPT.30, 2023</b>	<b>YEAR TO DATE 2023</b>	<b>As on Dec 31 2022</b>
<b>CURRENT ASSETS</b>			
Cash and Bank Balance	116,016	116,016	7,264
Trade Receivables	99,657	99,657	100,685
Loans and Advances	0	0	0
Inventory	302,687	302,687	57,460
<b>Total Current Assets</b>	<b>518,360</b>	<b>518,360</b>	<b>165,409</b>
<b>EQUIPMENT, net</b>	<b>204,637</b>	<b>204,637</b>	<b>19,120</b>
<b>OTHER ASSETS</b>			
Subscribed Shares Note	107,628	107,628	107,628
Prepaid Expenses	4,992	4,992	4,992
Reserves and Surplus	0	0	0
<b>Total Other Assets</b>	<b>112,620</b>	<b>112,620</b>	<b>112,620</b>
<b>TOTAL ASSETS</b>	<b>835,617</b>	<b>835,617</b>	<b>297,149</b>
<b>LIABILITIES &amp; SHAREHOLDER'S EQUITY</b>			
<b>CURRENT LIABILITIES</b>			
Accounts Payables	5,210	5,210	129,640
Loan Payable and other current liabilities	1,100	1,100	1,490
Accrued Tax & Payroll liabilities	489	489	599
<b>Total Current Liabilities</b>	<b>6,799</b>	<b>6,799</b>	<b>131,729</b>
<b>LONG TERM NOTES PAYABLE</b>	<b>1,739,357</b>	<b>1,739,357</b>	<b>1,112,553</b>

<b>LOAN PAYABLE TO BANK &amp; OTHERS</b>	51,482	51,482	51,482
<b>TOTAL LIABILITIES</b>	<b>1,790,839</b>	<b>1,790,839</b>	<b>1,164,035</b>
<b>STOCKHOLDERS' EQUITY</b>			
Common Stock, authorized 3,000,000,000 shares of stock, 1,600,576,407 issued and outstanding on September 30, 2023, par value \$0.0001 per share, and Preferred Stock authorized 100 share of stock and 51 issued and outstanding on September 30, 2023, par value \$0.0001 per share	3,798,426	3,798,426	3,798,426
Additional Paid in Capital	0	0	-
Subscribed Shares	445,504	445,504	445,504
Retained Earnings (Loss)	(1,407,525)	(1,407,525)	(1,444,119)
<b>Total Stockholders' Equity</b>	<b>(962,021)</b>	<b>(962,021)</b>	<b>(998,615)</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>835,617</b>	<b>835,617</b>	<b>297,149</b>

**SOHM, INC.**  
**STATEMENT OF CASH FLOWS**  
**as of September 30, 2023 (Unaudited)**

<b>PARTICULARS</b>	<b>QTR. 3RD - SEPT.30, 2023</b>	<b>YEAR TO DATE 2023</b>	<b>As on Dec 31 2022</b>
<b>Cash Flows from</b>			
<b>Operating Activities</b>			
Net Income (Loss)	36,594	36,594	92,579
Adjustment to Retained Earnings	0	0	0
Accounts Receivable	1,028	1,028	(89,575)
Inventory	(245,227)	(245,227)	(43,148)
Equipment	(185,517)	(185,517)	(10,620)
Loans and Advances	0	0	0
Accounts Payable	(124,430)	(124,430)	2,488
Current Liabilities-others	(500)	(500)	108
Accrued Payroll liabilities	0	0	0
Loans Payable	626,804	626,804	37,993
Depreciation Expense	0	0	0
Amortization Expense	0	0	0
Stock Issued for services	0	0	0
Stock Issued for special interest	0	0	0
Stock issued for capital	0	0	0
<b>Net Cash Provided by Operations</b>	<b>108,752</b>	<b>108,752</b>	<b>(10,175)</b>
<b>Cash Flows Used in Investing</b>			
<b>Activities</b>			
Fixed Asset Purchase (Sale)	0	0	0
Other Assets	0	0	0
<b>Net Cash Used for Investing</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Cash Flows from Financing</b>			
Notes Payable	0	0	0
Sales of Stock	0	0	0
Capital Contributions	0	-	-
Subscribed Shares Note	0	0	0
Special Interest		0	-

<b>Cash Flows from Financing</b>	<b>0</b>	<b>0</b>	<b>0</b>
Net Increase (Decrease) in Cash	108,752	108,752	445
Cash, Beginning of Period	7,264	7,264	6,819
<b>Cash, End of Period</b>	<b>116,016</b>	<b>116,016</b>	<b>7,264</b>

**SOHM, INC.**  
**STATEMENT OF STOCKHOLDERS' EQUITY**  
**As of September 30, 2023**  
**(Unaudited)**

	Common Stock		Additional Paid in Capital	Stock Subscribed	Accumulated Deficit	Total Equity
	Shares	Amount				
Balance December 31, 2013	496,063,404	3,249,196	0	0	(4,977,426)	(703,949)
Balance March 31, 2014	534,230,020	534,230	0	0	(5,009,898)	(1,226,472)
Balance June 30, 2014	549,230,020	15,000	0	0		
Balance September 30, 2014	559,922,379					
Balance December 31, 2014	559,922,379					
Balance March 31, 2015	691,057,826					
Balance June 30, 2015	1,098,646,738	37,500	0	0		
Balance September 30, 2015	1,317,155,868	25,000	0	0		
Balance December 31, 2015	1,546,636,529	0	0	0		
Balance December 31, 2016	1,439,032,305	0	0	0		
Balance December 31, 2017	1,439,032,305	0	0	0		
Balance March 31, 2018	1,439,032,305	0	0	0		
Balance June 30, 2018	1,547,798,629					
Balance September 30, 2018	1,547,798,629	0	0	0		
Balance December 31, 2018	1,547,798,629	0	0	0		
Balance March 31, 2019	1,547,798,629	0	0	0		
Balance June 30, 2019	1,547,798,629	0	0	0		
Balance September 30, 2019	1,547,798,629	0	0	0		
Balance December 31, 2019	1,561,687,518	3725				
Balance March 31, 2020	1,561,687,518	0	0	0		
Balance June 30, 2020	1,575,576,407	3725				
Balance September 30, 2020	1,575,576,407	0	0	0		
Balance December 31, 2020	1,575,576,407	0	0	0		
Balance March 31, 2021	1,575,576,407	0	0	0		
Balance June 30, 2021	1,575,576,407	0	0	0		
Balance September 30, 2021	1,575,576,407	0	0	0		
Balance December 31, 2021	1,575,576,407	0	0	0		
Balance March 31, 2022	1,575,576,407	0	0	0		
Balance June 30, 2022	1,575,576,407	0	0	0		
Balance September 30, 2022	1,575,576,407	0	0	0		
Balance December 31, 2022	1,575,576,407	0	0	0		
Balance March 31, 2023	1,575,576,407	0	0	0		
Balance, June 30, 2023	1,575,576,407	0	0	0		
Balance September 30, 2023	1,600,576,407	25,000				

## **SOHM, INC.**

### **NOTES TO FINANCIAL STATEMENTS September 30, 2023, and December 31, 2022**

#### **NOTE 1. OVERVIEW OF OPERATIONS AND ACCOUNTING POLICIES:**

SOHM, Inc. is a generic pharmaceutical manufacturer that produces and markets generic drugs covering all major treatment categories. Global headquarters is located in North America with manufacturing sites in India. Generic pharmaceuticals are exported globally with a focus on distribution in emerging markets in Africa, Latin America, and Southeast Asia.

The accompanying financial statements have been prepared to assume that the Company will continue as a going concern. As reflected in the accompanying financial statements, the Company had negative cash flow from operations and incurred a net loss during the previous few years. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to achieve sufficient cash flow from operations or secure adequate future financing and be therefore unable to continue as a going concern.

In the opinion of management, the accompanying balance sheets and related statements of income, cash flows, and stockholders' equity include all adjustments necessary for their fair presentation in conformity with U.S. generally accepted accounting principles. Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. Actual results may differ from these estimates. The information included in this Form 211-75c should be read in conjunction with Management's Discussion and Analysis and financial statements and notes thereto included. Certain reclassifications have been made for consistent presentation.

#### **Revenue Recognition**

The Company generally recognizes revenue upon the accrual of interest earned on the tax lien certificates owned, as well as liquidating revenue from properties sold that the Company received through the settlement of unredeemed tax lien certificates.

#### **Deferred Revenue**

The deferred revenue shown in the balance sheet is the interest earned but not collected.

#### **Advertising, Sales & Marketing**

Advertising, sales & marketing costs are expensed as incurred. Advertising, sales & marketing expenses totaled \$ 11,606 for the year ended December 31, 2022, and for the quarter ended September 30, 2023, totaling \$ 2,848.

The company implemented the new distribution of product policy, wherein super distributors have been replaced by CSA & CFA for effective and regulated sales.

#### **Inventory**

Inventory is stated at a lower of cost or net realizable value. The method used for inventory is first-in first out. Inventory consists of pharmaceutical products.

#### **Property, Equipment, and Patents**

Equipment is depreciated using the federal tax method over the estimated useful lives, which range from two to seven years.

#### Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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 revenue and expenses during the reporting period. Actual results could differ from those estimates.

#### Earnings per Share

The basic earnings (loss) per share is calculated by dividing the Company's net income available to common shareholders by the weighted average number of common shares during the year. The diluted earnings (loss) per share is calculated by dividing the Company's net income (loss) available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted as of the first of the year for any potentially dilutive debt or equity.

The Company has no potentially dilutive securities outstanding at the end of the statement period. Therefore, the basic and diluted earnings (loss) per share are presented on the face of the statement of operations as the same number.

#### Stock-Based Compensation

The Company accounts for its stock-based compensation based upon provisions in SFAS No. 123, Accounting for Stock-Based Compensation. In this statement stock-based compensation is divided into two general categories, based upon who the stock receiver is, namely, employees/directors and non-employees/directors. The employee's/director's category is further divided based upon the particular stock issuance plan, namely compensatory and non-compensatory. Each of these divisions treats the stock issuance for accounting purposes in a specific manner. The employee/director's non-compensatory securities are recorded when the stock is sold at the sales price. The compensatory stock may be recorded in one of two different methods. Compensation is calculated and recorded either at the securities' fair value or intrinsic value. The Company has selected to utilize the fair value method for valuing and recording options.

#### NOTE 2. NOTES PAYABLE AND CAPITAL LEASE OBLIGATIONS:

Notes payable and capital lease obligations consist of the following:

There are long-term notes payable and the long-term portion.

	<b>For Year Ended</b>	
	<b>09/30/2023</b>	<b>12/31/2022</b>
Total Long-Term Notes and short-term notes	1,739,357	1,112,553
Total Loan Payable to Bank & Others	51,482	51,482

#### NOTE 3. STOCKHOLDERS' EQUITY:

##### Authorized Capital Stock

The Company has a total authorized capital of 3,000,000,100 shares consisting of 3,000,000,000 shares of common stock, \$.0001 par value per share, and 100 shares of preferred stock as of the date of the financial statements. Of the 3,000,000,100 shares authorized 1,600,576,407 common shares were issued and outstanding as of September 30, 2023,



and 1,600,576,407 shares were issued and outstanding on December 31, 2022, and of the 100 Preferred Shares authorized 51 shares were issued and outstanding on September 30, 2023, and on December 31, 2022.

#### Stock-Based Compensation Paid for Services of Non-Employees

SFAS 123 provides that stock compensation paid to non-employees be recorded with a value that is based upon the fair value of the services rendered or the stock is given, whichever is more reliable. The common stock paid to non-employees was valued at the value of the stock issued. Below is a schedule that shows the common stock issued and the value of the services rendered for each of the periods.

Year Ended	Shares Issued	Value
December 31, 2022	0	\$ 0.00
September 30, 2023	25,000,000	\$ 25,000.00

#### NOTE 4. INCOME TAXES:

The Company provides for income taxes under Statement of Financial Accounting Standards No. 109, *Accounting for Income Taxes*. SFAS No. 109 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse.

SFAS No. 109 requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. In the Company's opinion, it is uncertain whether it will generate sufficient taxable income in the future to fully utilize the net deferred tax asset. Accordingly, a valuation allowance equal to the deferred tax asset has been recorded. The total deferred tax asset is \$450,300 which is calculated by multiplying the minimum federal corporate income tax rates by the respective NOL carryforwards, (15%). The total valuation allowance is a comparable \$ 450,300.

The total deferred tax asset is \$450,300 which is calculated by multiplying the minimum federal corporate income tax rates by the respective NOL carryforwards, (15%). The total valuation allowance is a comparable \$450,300.

The provision for income taxes is comprised of the net change in deferred taxes less the valuation account plus the current taxes payable as shown in the chart below.

	09/30/2023	12/31/2022
Net change in deferred taxes plus valuation	0	0
Current taxes payable	<u>0</u>	<u>0</u>
Provision for Income Taxes	<u>0</u>	<u>0</u>

Below is a chart showing the federal net operating losses and the years in which they will expire.

Year	Amount	Expiration
2004	0	2024
2005	136,737	2025
2006	173,910	2026
2007	185,000	2027
2008	-	-
2009	567,232	2029
2010	980,457	2030
2011	548,990	2031
2012	1,131,326	2032

2013  
**Total NOL**

1,404,786  
**5,128,438**

2033

**NOTE 5. LEASES AND OTHER COMMITMENTS:**

The following is a listing of the operating leases that the Company had as of the period end and the monthly charges associated with those leases. The office lease is a renewable lease with the option to renew for the next two years starting on and ending each year, for which a new option agreement to be signed 90 days in advance of the expiration date, with a 5% increase or decrease based upon the fair market value determined by the increase or decrease in the prime rate. The office equipment is a fixed-cost lease with staggered expiration dates two years from the date of the agreement. The lease terms provide for a one-dollar buyout option at the end of the lease for which management intends on exercising, such as making the lease a capital lease. The Capital lease is depreciated over the useful life of years.

	09/30/2023	12/31/2022
Office Equipment	4032.80	4032.80
Total Monthly	4032.80	4032.80

The monthly operating leases as of 12/31/2022 projected into the future for five years shows the following commitments:

	Year 1	Year 2	Year 3	Year 4	Year 5
Office Equipment	4032.80	4032.80	4032.80	4032.80	4032.80
Total Yearly Leases	4032.80	4032.80	4032.80	4032.80	4032.80

**NOTE 6: GOING CONCERN:**

Listed below are some of the challenges that the Company is facing, and why these raise a question as to the Company's ability to continue as a going concern. Afterward, the explanation of the "going concern" problems, management plans to turn the Company around are described.

**Company's Challenges**

The Company has survived by restructuring its operation and reducing its costs. The Company must continue to raise funds in the near future to survive as well as increase revenue and profitability. Management has been successful in the past in raising these funds. There is no assurance that management can continue to find investors to cover the losses generated.

The need to provide working capital adequacy is a major challenge. For sustainable expansions of manufacturing competencies, increased stringency of the regulatory framework, and need for expanded management bandwidth to capture opportunities through innovation. Their capacities and soft skills reinforce each other in face of outstanding opportunities. One of the major hurdles that are faced today is when the large-scale chain of stores evaluates the products and innovation, it demands a scale of response. The capacity builds up requires sustained adequacy on funds as well as focus and visions of business enterprise.

**NOTE 7. THE EFFECT OF RECENTLY ISSUED ACCOUNTING STANDARDS:**

Below is a listing of the most recent accounting standards SFAS 142-144 and their effect on the Company.

**SFAS 146      Accounting for Costs Associated with Exit or Disposal Activities**

This statement requires companies to recognize costs associated with exit or disposal activities, other than SFAS 143 costs, when they are incurred rather than at the date of a commitment to an exit or disposal plan. Examples of these costs

are lease termination costs, employee severance costs associated with restructuring, discontinued operation, plant closing, or other exit or disposal activity. This statement is effective after December 15, 2002.

**SFAS 147 Acquisitions of Certain Financial Institutions – an amendment of FASB Statement No. 72 and 144 and FASB Interpretation No. 9**

This statement makes the acquisition of financial institutions come under statements 141 and 142 instead of statements 72, 144, and FASB Interpretation No. 9. This statement is applicable for acquisition on or after October 1, 2002.

**SFAS 148 Accounting for Stock-Based Compensation**

This Statement amends FASB Statement No. 123, Accounting for Stock-Based Compensation, to provide alternative methods of transition for a voluntary change to the fair value-based method of accounting for stock-based employee compensation. In addition, this Statement amends the disclosure requirements of Statement 123 to require prominent disclosures in both annual and interim financial statements about the method of accounting for stock-based employee compensation and the effect of the method used on reported results.

The adoption of these new Statements is not expected to have a material effect on the Company's financial position, results or operations, or cash flows.

**NOTE 8. SEGMENT INFORMATION:**

Segment information is presented in accordance with SFAS 131, Disclosures about Segments of an Enterprise and Related Information. This standard is based on a management approach, which requires segmentation based upon the Company's internal organization and disclosure of revenue based upon internal accounting methods.

**NOTE 9. OTHER INFORMATION:**

1. On January 19, 2016, Articles of Amendment were filed with the Nevada Secretary of State which decreased the authorized number of shares of Common Stock from 2 billion shares to 1 billion shares, par value \$0.0001 with no other changes to any other class of the Company's Capital Stock and decreased all issued and outstanding shares of Common Stock of the Corporation at the rate of one (1) share for every, one thousand (1,000) shares issued and outstanding. No action on the part of the shareholder or the Corporation is necessary, although, through its transfer agent, the shareholder may exchange existing certificates for new certificates representing the appropriate number of shares resulting from the decrease no other changes to any other class of the Company.
2. On February 10, 2016, a Corporate Action regarding January 16, 2016, Amendment was filed with FINRA.
3. On March 28, 2016, FINRA denied the February 10, 2016, Corporate Action.
4. On March 28, 2018, Articles of Amendment were filed with the Nevada Secretary of State Which increased the authorized number of shares of Common Stock from 1 billion shares to 2 billion shares and canceled the reverse split set forth on January 19, 2016, Articles of Amendment as filed.
5. On April 9, 2018, the company canceled one of its convertible notes which the company had since January 2014 and issued stocks to one of the financial investment companies as per the terms of notes. The company issued 108,766,324 stocks to them.
6. On December 6, 2019, the company issued 13,888,889 restricted stocks to Stacey Jenkins Esq for the legal service rendered by him.
7. On June 10, 2020, the company issued 13,888,889 restricted stocks to Stacey Jenkins Esq for the legal service rendered by him.
8. On August 21, 2023, the company issued 25,000,000 restricted stocks to different individuals mentioned in section 3 (A) of the disclosure statement above.
9. On August 28, 2023, the company increased the common authorized stocks to 3,000,000,000 from 2,000,000,000.