

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

## **NATURAL HARMONY FOODS, INC.**

30 N Gould Street Suite 5835  
Sheridan, WY 82801  
307-278-1360

Enquiries.nhyf@gmail.com

\_\_\_\_\_  
SIC 8748

**Quarterly Report**  
**For the Period Ending: September 30, 2023**  
(the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

As of September 30, 2023 the number of shares outstanding of Common Stock was: 386,138,196

As of June 30, 2022, the number of shares outstanding of Common Stock was: 386,138,196

### **Shell Status**

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

Yes: ☒ No: ☐

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

Yes: ☐ No: ☒

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☒ No: ☐

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

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

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

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

Natural Harmony Foods, Inc. was incorporated and began operations on January 14, 2002. The company operated as an "S" Corporation in 2002 and 2003. In 2004 the "S" status was dropped and the Company became a publicly traded company.

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):

Florida, Active Status

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

NA

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 August 4, 2023 Mr. Giacinto Claudio Solitario acquired the controlling interest in the Company through Series A and Series B Preferred Stock. As part of the transaction Mr. Solitario was elected as Director, CEO, CFO, President and Secretary with the company.

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

30 N Gould Street Suite 5835  
Sheridan, WY 82801

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 Co.  
Phone: 702-361-3033  
Email: info@pacificstocktransfer.com  
Address: 6725 Via Austi Parkway, Suite 300, Las Vegas, NV 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:                                  | NHYF      |
| Exact title and class of securities outstanding: | Common    |
| CUSIP:   | 63888X102 |
| Par or stated value:                             | \$0.001   |

|                          |             |                        |
|--------------------------|-------------|------------------------|
| Total shares authorized: | 600,000,000 | as of date: 09/30/2023 |
|--------------------------|-------------|------------------------|

|   |             |                        |
|---|-------------|------------------------|
| Total shares outstanding:                           | 386,138,196 | as of date: 09/30/2023 |
| Number of shares in the Public Float <sup>2</sup> : | 276,256,511 | as of date: 09/30/2023 |
| Total number of shareholders of record:             | 976         | as of date: 09/30/2023 |

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

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

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

|  |  |
|--|--|
| Trading symbol:                                  | N/A  |
| Exact title and class of securities outstanding: | Special 2023 Series A Preferred                  |
| CUSIP:   | N/A  |
| Par or stated value:                             | \$0.0001   |
| Total shares authorized:                         | 200 as of date: 09/30/2023                       |
| Total shares outstanding:                        | 200 as of date: 09/30/2023                       |
| Conversion Rights                                | 1 Preferred converts to 10,000,000 Common Shares |

|  |  |
|--|--|
| Trading symbol:                                  | NA   |
| Exact title and class of securities outstanding: | Special 2023 Series B Preferred                                  |
| CUSIP:   | NA   |
| Par or stated value:                             | \$0.001  |
| Total shares authorized:                         | 2 as of date: 12/31/2022   |
| Total shares outstanding:                        | 2 as of date: 12/31/2022   |
| Conversion Rights                                | 1 Preferred share convert to 4.99% of Common at conversion 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.**

One for one voting rights on all common stock, entitled to dividends as determined by the board of directors. No Pre-emptive rights.

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

2023 Preferred A: 1 Preferred converts to 10,000,000 Common Shares. This preferred stock has super voting rights, and the stockholder is entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock, including on an as converted basis) entitled to vote at each meeting of stockholders of the corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the corporation for their actions or consideration.

Preferred B: 1 Preferred converts to 4.99% of the outstanding common shares at the time of conversion. The holder of the share of 2023 Series B Preferred stock shall have no voting rights. Shall not be entitled to dividends or liquidation.

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:<br><br>Date 06/30/2021 <u>Opening Balance</u><br>Common: 386,138,196<br>Preferred A: 200<br>Preferred B: 2 |  |  | *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.<br><br>*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. |
| 04/11/2023  | New Issuance   | 1                                      | Special 2023 Series B Preferred  | N/A   | N/A  | Synergy Management Group, LLC / Benjamin Berry   | Director Agreement   | Restricted                                    | 4(a)(2)                         |
| 08/04/2023  | Transfer   | 200                                    | Special 2023 Series A Preferred  | N/A   | N/A  | Giacinto Claudio Solitario   | Voting Control   | Restricted                                    | 4(a)(2)                         |
| 08/04/2023  | Transfer   | 1                                      | Special 2023 Series B Preferred  | N/A   | N/A  | Giacinto Claudio Solitario   | Voting Control   | Restricted                                    | 4(a)(2)                         |
|   |  |  |  |   |  |  |  |   |                                 |
| Shares Outstanding on Date of This Report:<br><br><u>Ending Balance:</u><br><br>Date 09/30/2023      Common: 386,138,196<br>Preferred A: 200<br>Preferred B: 2          |  |  |  |   |  |  |  |   |                                 |

**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, 2022 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.<br><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.otcmarkets.com](http://www.otcmarkets.com)).

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

NHYF is now on a transformative path, signaling a compelling strategic direction. The Company's transition under new leadership signifies a dynamic shift towards innovation and growth, underpinned by his extensive knowledge and experience in medical technology and intellectual property development and commercialization. Central to NHYF's transformation is its commitment to harness the power of Artificial Intelligence (AI) in healthcare. AI-driven medical technology is set to revolutionize the field, promising faster, more accurate diagnoses; personalized treatment plans, and improved patient outcomes. AI's potential to transform the medical field is undeniable, offering promise of more efficient and effective healthcare for all. By leveraging machine learning algorithms, AI can analyze vast amounts of medical data, from patient records to medical images and by identifying patterns and insights that may escape human detection. This capability can lead to earlier and more accurate diagnoses, personalized treatment plans and improved patient outcomes. Importantly, AI-powered technologies can also enhance patient engagement, provide 24/7 support and help individuals manage their health proactively.

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

N/A

C. Describe the issuers' principal products or services.

NHYF has executed one Option agreement and two Memorandums of Understanding to evaluate investment in and/or the further development of the following AI-based medical technology:

- Life-Saving Innovation: AI-based intellectual property for the fast and early identification of life threatening pulmonary embolisms using CAT scan detection software. A pulmonary embolism is a medical emergency; it may be fatal causing death. Pulmonary embolism affects around 900,000 people in the U.S. every year. The AI-powered technology aims to improve the radiologic processing time and reading performance during emergency evaluations.

- Facial Analysis to objectively screen for PTSD: AI-based facial analysis technology to objectively screen for post-traumatic stress disorder. The technology will analyze and interpret facial data, the result of which will be seen immediately by the user – with an option of sending it to their medical practitioner. This innovative approach will empower individuals and their healthcare providers to proactively manage mental health. The incidence of mental illness in the USA is well known; and the cost is estimated at \$300Billion annually . A quick and objective assessment of PTSD is required by patients and healthcare professionals alike.

- Evolution in Evaluation and Treatment of Pain Management: A breakthrough new AI program (Chatbot) to simulate conversation with individuals suffering from chronic pain. The program will be designed to immediately address the pain sufferer's acute and chronic pain and provide viable options to consider as they search for a medical personnel who has the appropriate expertise. It will also create a written dialogue that can be reviewed by medical practitioners and may become an integral part of the pain sufferer's comprehensive pain management plan.

NHYF's vision extends beyond AI, encompassing innovative nutraceutical solutions. The company is poised to launch an anti-anxiety product - the first of its nutritional supplements that can be added to medical protocols for the long-term management of anxiety. The market for nutraceuticals in the USA has been experiencing robust growth, driven by increasing consumer awareness of the link between diet, health, and wellness. With a growing emphasis on preventive healthcare, the demand for dietary supplements and functional foods that offer potential health benefits beyond basic nutrition continues to expand, creating a dynamic landscape for the Company's nutraceutical businesses to flourish.

**5) Issuer’s Facilities**

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

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

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

The company leases a shared office space in Sheridan, Wyoming.

**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 that 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 |
|--|---|---|------------------------|------------------|---|--|
|  |   |   |                        |                  |   |  |

|                                 |                         |                          |            |                         |      |                            |
|---------------------------------|-------------------------|--------------------------|------------|-------------------------|------|----------------------------|
| Synergy Management Group, LLC   | 5% Holder               | Apple Valley, MN         | 22,574,498 | Common Stock            | 5.8% | Benjamin Berry             |
| Sam Dewar                       | 5% Holder               | Palm Beach Gardens, FL   | 35,579,295 | Common Stock            | 9.2% |                            |
| Danny Pate                      | 5% Holder               | Sanford, FL              | 22,000,000 | Common Stock            | 5.6% |                            |
| Giacinto Claudio Solitario      | Sole Officer / Director | Perth, Western Australia | 200        | 2023 Series A Preferred | 100% | Giacinto Claudio Solitario |
| Giacinto Claudio Solitario      | Sole Officer / Director | Perth, Western Australia | 1          | 2023 Series B Preferred | 50%  | Giacinto Claudio Solitario |
| Synergy Management Group, LLC / | 5% Holder               | Apple Valley, MN         | 1          | 2023 Series B Preferred | 50%  | Benjamin Berry             |

## 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);

N/A

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;

N/A

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

N/A

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.

N/A

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.

N/A

## 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: Jeff Turner

Firm: JDT Legal, PLLC  
Address 1: 897 W Baxter Dr.  
Address 2: South Jordan, Utah 84095  
Phone: 801 810 4465  
Email: jeff@jdt-legal.com

## 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: Giacinto Claudio Solitario  
Title: CEO  
Relationship to Issuer: Officer/Director

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

Mr. Solitario has over 25 years' experience in the development of new and emerging technology, with a deep understanding of licensing and commercialization of intellectual property. He has served on a number of Australian private and publicly listed company boards that span across industries such as telecommunications, primary production and biotechnology, with a particularly strong emphasis in more recent years on medical technology, where he founded and until June 2022 was Chairman and CEO of a company pioneering the use of objective, biological measures to aid in the screening of mental health conditions. Mr. Solitario has a Bachelor of Business (Accounting) degree from Curtin University and a member of the Institute of Chartered Accountants in Australia whilst working in the accounting profession.

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

## 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, Giacinto Claudio Solitario certify that:

1. I have reviewed this Disclosure Statement for NATURAL HARMONY FOODS, 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

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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.



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.

11/14/2023

/s/ Giacinto Claudio Solitario

*Principal Financial Officer:*

I, Giacinto Claudio Solitario certify that:

1. I have reviewed this Disclosure Statement for NATURAL HARMONY FOODS, 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.

11/14/2023

/s/ Giacinto Claudio Solitario

**NATURAL HARMONY FOODS, INC.**

**FOR THE QUARTER ENDED SEPTEMBER 30, 2023 AND YEAR ENDED DECEMBER 31, 2022**

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**Financial Statements**

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**NATURAL HARMONY FOODS, INC.**  
**BALANCE SHEETS**

|   | <b>September 30,</b><br><b>2023</b> | <b>December 31,</b><br><b>2022</b> |
|---|-------------------------------------|------------------------------------|
| <b>ASSETS</b>   |                                     |                                    |
| <b>Current assets</b>   |                                     |                                    |
| Cash  | \$ -                                | \$ -                               |
| Prepaid expenses  |                                     | -                                  |
| Total current assets  |                                     | -                                  |
| Property and equipment, net   | -                                   | -                                  |
| Total assets  | <u>\$ -</u>                         | <u>\$ -</u>                        |
| <b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>   |                                     |                                    |
| Current liabilities:  |                                     |                                    |
| Accounts payable  | \$ -                                | \$ -                               |
| Other current liabilities   | \$ 62,242                           | \$ -                               |
| Total current liabilities   | \$ 62,242                           | \$ -                               |
| Notes payable   | -                                   | -                                  |
| Other miscellaneous liabilities   | -                                   | -                                  |
| <b>Total Liabilities</b>  | <u>\$ 62,242</u>                    | <u>\$ -</u>                        |
| Commitments and contingencies (Note 4)  |                                     |                                    |
| <b>Stockholder's deficit</b>  |                                     |                                    |
| Preferred stock, \$0.001 par value, 10,000,000 shares authorized;<br>Preferred stock 2023 Series A: 200 shares authorized; 200 shares issued and<br>outstanding at June 30, 2023 and 0 at December 31, 2022 |                                     |                                    |
| Preferred stock Series B: 2 shares authorized; 2 shares issued and outstanding<br>at June 30, 2023 and 0 at December 31, 2022   |                                     |                                    |
|   | -                                   | -                                  |
| Common stock, \$0.001 par value; 600,000,00 shares authorized 386,138,196<br>and 386,138,196 issued and outstanding at December 31, 2022 and 2021   | 386,138                             | 386,138                            |
| Additional paid in capital  | (386,138)                           | (386,138)                          |
| Accumulated deficit   | (62,242)                            | -                                  |
| Total stockholders' equity  | \$ -                                | \$ -                               |
| Total liabilities and stockholders' equity  | <u>\$ -</u>                         | <u>\$ -</u>                        |

The accompanying notes are an integral part of these financial statements

|   | <b>September 30<br/>2023</b> | <b>December 31<br/>2022</b> |
|---|------------------------------|-----------------------------|
| Revenues  | \$ -                         | \$ -                        |
| Cost of goods sold  | \$ -                         | \$ -                        |
| Gross profit  | \$ -                         | \$ -                        |
| <b>Operating expenses:</b>  |                              |                             |
| Professional fees   | \$ -                         | \$ -                        |
| Management fees, related party  | \$ -                         | \$ -                        |
| General and administrative expenses                                     | \$ (62,242)                  | \$ -                        |
| <b>Total operating expenses</b>   | <b>\$ (62,242)</b>           | <b>\$ -</b>                 |
| Income tax benefit (expense)  | -                            | -                           |
| Net income (loss)   | \$ (62,242)                  | \$ -                        |
| Accumulated Profits/(Losses) Brought Forward                            | \$ -                         | \$ -                        |
|   | <u>\$ (62,242)</u>           | <u>\$ -</u>                 |
| <b>Basic and diluted loss per share</b>                                 | <b>\$ (0.00)</b>             | <b>\$ 0.00</b>              |
| <b>Weighted average number of shares outstanding, basic and diluted</b> | <u><u>386,138,196</u></u>    | <u><u>386,138,196</u></u>   |

The accompanying notes are an integral part of these financial statements

**NATURAL HARMONY FOODS, INC.**  
**STATEMENTS OF STOCKHOLDERS' EQUITY**  
**FOR THE YEARS QUARTER ENDED SEPTEMBER 30, 2023 AND YEAR ENDED DECEMBER 31, 2022**

|  | Preferred Stock |        | Common Stock |            | Additional Paid-In | Accumulated | Total |
|--|-----------------|--------|--------------|------------|--------------------|-------------|-------|
|  | Shares          | Amount | Shares       | Amount     | Capital            | Deficit     |       |
| <b>Balance, December 31, 2022</b>                  | -               | \$ -   | 386,138,196  | \$ 386,138 | \$ (386,138)       | \$ -        | \$ -  |
| Series A Preferred Stock issued for board services | 200             |        | -            | -          |                    | -           | -     |
| Series B Preferred Stock issued for board services | 2               |        | -            | -          |                    | -           | -     |
| <b>Balance, June 30, 2023</b>                      | 202             | -      | 386,138,196  | 386,138    | (386,138)          | -           | \$ -  |
| Net income (loss)                                  | -               | -      | -            | -          | -                  | -           | -     |
| <b>Balance, June 30, 2023</b>                      | 202             | \$ -   | 386,138,196  | \$ 386,138 | \$ (386,138)       | \$ -        | \$ -  |

The accompanying notes are an integral part of these financial statements

**NATURAL HARMONY FOODS, INC.**  
**STATEMENTS OF CASH FLOWS**

|  | <b>September 30<br/>2023</b> | <b>December 31<br/>2022</b> |
|--|------------------------------|-----------------------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>     |                              |                             |
| Net loss   | \$ 62,242                    | \$ -                        |
| Changes in operating assets and liabilities:     |                              |                             |
| Related Party Loan                               | \$ 62,242                    | \$ -                        |
| Net cash used in operating activities            | \$ -                         | \$ -                        |
| <b>NET INCREASE IN CASH</b>                      | -                            | -                           |
| <b>CASH, BEGINNING OF PERIOD</b>                 | -                            | -                           |
| <b>CASH, END OF PERIOD</b>                       | \$ -                         | \$ -                        |
| Supplemental disclosure of cash flow information |                              |                             |
| Cash paid for interest expense                   | \$ -                         | \$ -                        |
| Cash paid for income taxes                       | \$ -                         | \$ -                        |
| Non-cash operating and financing activities      | \$ -                         | \$ -                        |

The accompanying notes are an integral part of these financial statements

# NATURAL HARMONY FOODS, INC.

## NOTES TO FINANCIAL STATEMENTS

### FOR THE QUARTER ENDED SEPTEMBER 30, 2023 AND YEAR ENDED DECEMBER 31, 2022

#### 1. Nature of operations

Natural Harmony Foods, Inc. was incorporated and began operations on January 14, 2002. The company operated as an "S" Corporation in 2002 and 2003. In 2004 the "S" status was dropped and the Company became a publicly traded company. The company was engaged in the development and marketing of food products which combine meat and vegetable proteins to deliver superior taste and texture yet be significantly lower in fat and cholesterol than all-meat products. The Company ceased the abovementioned operations in 2008. NHYF is currently on a transformative path, signaling a compelling strategic direction. The Company's transition under new leadership signifies a dynamic shift towards innovation and growth, underpinned by his extensive knowledge and experience in medical technology and intellectual property development and commercialization. Central to NHYF's transformation is its commitment to harness the power of Artificial Intelligence (AI) in healthcare. AI-driven medical technology is set to revolutionize the field, promising faster, more accurate diagnoses; personalized treatment plans, and improved patient outcomes. AI's potential to transform the medical field is undeniable, offering promise of more efficient and effective healthcare for all. By leveraging machine learning algorithms, AI can analyze vast amounts of medical data, from patient records to medical images and by identifying patterns and insights that may escape human detection. This capability can lead to earlier and more accurate diagnoses, personalized treatment plans and improved patient outcomes. Importantly, AI-powered technologies can also enhance patient engagement, provide 24/7 support and help individuals manage their health proactively. NHYF's vision extends beyond AI, encompassing innovative nutraceutical solutions. The company is poised to launch an anti-anxiety product - the first of its nutritional supplements that can be added to medical protocols for the long-term management of anxiety. The market for nutraceuticals in the USA has been experiencing robust growth, driven by increasing consumer awareness of the link between diet, health, and wellness. With a growing emphasis on preventive healthcare, the demand for dietary supplements and functional foods that offer potential health benefits beyond basic nutrition continues to expand, creating a dynamic landscape for the Company's nutraceutical businesses to flourish.

#### 2. Summary of significant accounting policies

##### Basis of Presentation

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("GAAP").

##### Use of Estimates

The preparation of financial statements in conformity with GAAP 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. The most significant assumptions and estimates relate to the valuation of equity issued for services. Actual results could differ from these estimates.

##### Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standards Update ("ASU") 2014-09, "*Revenue from contracts with customers*," (Topic 606). Revenue is recognized when a customer obtains control of promised goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods. The Company applies the following five-step model in order to determine this amount: (i) identification of the promised goods in the contract; (ii) determination of whether the promised goods are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price,

including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation.

The Company only applies the five-step model to contracts when it is probable that the entity will collect the consideration it is entitled to in exchange for the goods or services it transfers to the customer. Once a contract is determined to be within the scope of Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 606 at contract inception, the Company reviews the contract to determine which performance obligations the Company must deliver and which of these performance obligations are distinct. The Company expects to recognize revenues as the amount of the transaction price that is allocated to the respective performance obligation when the performance obligation is satisfied or as it is satisfied.

## Fair Value Measurements and Fair Value of Financial Instruments

The Company adopted ASC Topic 820, *Fair Value Measurements*. ASC Topic 820 clarifies the definition of fair value, prescribes methods for measuring fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value as follows:

Level 1: Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2: Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3: Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The estimated fair value of certain financial instruments, including all current liabilities are carried at historical cost basis, which approximates their fair values because of the short-term nature of these instruments.

## Fair Value of Financial Instruments

ASC subtopic 825-10, *Financial Instruments* ("ASC 825-10") requires disclosure of the fair value of certain financial instruments. The carrying value of cash and cash equivalents, accounts payable and accrued liabilities when reflected in the balance sheets, approximate fair value because of the short-term maturity of these instruments. All other significant financial assets, financial liabilities and equity instruments of the Company are either recognized or disclosed in the financial statements together with other information relevant for making a reasonable assessment of future cash flows, interest rate risk and credit risk. Where practicable the fair values of financial assets and financial liabilities have been determined and disclosed; otherwise only available information pertinent to fair value has been disclosed. The Company follows ASC subtopic 820-10, *Fair Value Measurements and Disclosures* ("ASC 820-10") and ASC 825-10, which permits entities to choose to measure many financial instruments and certain other items at fair value.

## Cash and Cash Equivalents

For purposes of the Statements of Cash Flows, the Company considers highly liquid investments with an original maturity of three months or less to be cash equivalents.

## Income Taxes

Income taxes are accounted for under the asset and liability method. 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 operating loss, capital loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs. The Company records interest and penalties related to unrecognized tax benefits as a component of general and administrative expenses. Our federal tax return and any state tax returns are not currently under examination.



The Company has adopted FASB ASC 740-10, *Accounting for Income Taxes*, which requires an asset and liability approach to financial accounting and reporting for income taxes. Deferred income tax assets and liabilities are computed annually from differences between the financial statement and tax basis of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

#### Net Income (Loss) Per Common Share

The Company computes loss per common share, in accordance with FASB ASC Topic 260, *Earnings Per Share*, which requires dual presentation of basic and diluted earnings per share. Basic income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding during the period. Diluted income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding, plus the issuance of common shares, if dilutive, that could result from the exercise of outstanding stock options and warrants.

#### Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

### **3. Going concern**

The accompanying financial statements have been prepared on a going concern basis. For the quarter ended September 30, 2023, the Company had a net loss of \$62,242, had \$0 in working capital, accumulated deficit of \$62,242 and stockholders' equity of \$0. These matters raise substantial doubt about the Company's ability to continue as a going concern for a period of one year from the date of this filing. The Company's ability to continue as a going concern is dependent upon its ability to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due, to fund possible future acquisitions, and to generate profitable operations in the future. Management plans to provide for the Company's capital requirements by continuing to issue additional equity and debt securities. The outcome of these matters cannot be predicted at this time and there are no assurances that, if achieved, the Company will have sufficient funds to execute its business plan or generate positive operating results. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

### **4. Commitments and contingencies**

During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with FASB ASC 450-20-50, *Contingencies*. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals. As of September 30, 2023 and December 31, 2022, the Company is not aware of any contingent liabilities that should be reflected in the financial statements.

### **5. Related party transactions**

The Company's operations are being funded by its CEO and Preference Shareholder, Mr. Solitario. Mr. Solitario is providing the funds on an interest-free basis and repayable as and when the Company has sufficient funds to do so.

## 6. Equity

### *Preferred Stock*

The Company has 10,000,000 Shares of Preferred Stock authorized, and 202 Shares of Preferred Stock issued and outstanding with a par value of \$0.001.

2023 Series A — The Series A Preferred has the following designations:

- Each share of preferred stock is convertible into 10,000,000 shares of common stock.
- The holders are not entitled to receive dividends
- Voting: The holder of this Series of Preferred shall vote with other classes on a converted share basis of 10,000,000 votes per share of preferred stock.

Series B — The Series B Preferred has the following designations:

- Each share of preferred stock is convertible into 4.99% shares of common stock.
- The holders are not entitled to receive dividends
- Voting: The holders voting rights on a converted basis.

## 7. Subsequent Events

In October 2023, the Company entered into a Securities Purchase and Subscription Agreement (SPA) with Global Corporate Finance Inc. (“GCF”), a private family office located in New York City, to provide working capital that will underpin the Company’s growth. The SPA will enable the Company to draw up to US\$5,000,000 at its discretion over a period of 30 months. In return for each drawdown, the Company will issue common shares at discount of 9% to the Company’s average daily volume weighted share price during the five (5) consecutive trading days immediately preceding the date of the Company drawdown request. The cost of securing the facility is considered to be appropriate for the transaction.

Other than the abovementioned, there are no material events subsequent to the end of the quarter ended September 2023.