

Alternative Reporting Standard: Disclosure Guidelines for the Pink[®] Market

Federal and state securities laws require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these Disclosure Guidelines (“Guidelines”)¹ that set forth the disclosure obligations that make up the “Alternative Reporting Standard” for Pink companies. Companies on the Pink Market that do not make disclosure directly to the SEC (via EDGAR), a banking regulator, or a non-U.S. regulatory authority may provide disclosure under our “Alternative Reporting Standard.” We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information or Limited Information.²

Pink Current Information Tier

To qualify for the Current Information Tier:

1. **Subscribe to the OTC Disclosure & News Service:** To submit an application, visit [Gateway](#) to sign in or create a new account. Allow OTC Markets Group 2-4 weeks to process your application and provide authorized user credentials to OTCIQ.
2. **Publish Initial Disclosure:** Upload the following documents through OTCIQ:
 - Annual Report for the most recently completed fiscal year.
 - All Quarterly Reports for the Current Fiscal Year.

Annual or Quarterly Reports are composed of:

- **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. Available as a fillable form beginning on page 4 of these Guidelines.
- **Financial Statements:** Qualifying Financial Statements in accordance with the Financial Statement Requirements specified in Item 9 of these Guidelines.

Qualifying Financial Statements include:

- Audit Letter, if audited
- Balance Sheet
- Statement of Income
- Statement of Cash Flows
- Statement of Retained Earnings (Statement of Changes in Stockholders’ Equity)
- Notes to Financial Statements

¹ These Guidelines have been designed to encompass the “current information” requirements under state and federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws. However, these Guidelines have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. These Guidelines do not constitute legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements. These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice.

² OTC Markets Group may require companies with securities designated as “Caveat Emptor” or other compliance flags to make additional disclosures to qualify for the Pink Current Information tier.

3. **Publish Attorney Letter:** If financial statements are not audited by a PCAOB registered firm, companies must retain U.S. counsel to review their disclosure and provide a letter to OTC Markets Group with respect to adequate current information by providing the following:
 - Attorney Letter Agreement: The attorney for the company must submit a signed Attorney Letter Agreement according to the [Attorney Letter Agreement Instructions](#).
 - Attorney Letter: After the attorney reviews the company's disclosure, publish the "Attorney Letter With Respect to Current Information" through OTCIQ. Attorney Letters must be in accordance with the [Attorney Letter Guidelines](#).
4. **Verify Profile:** Verify the Company Profile through OTCIQ. This includes the complete list of current officers, directors, and service providers; outstanding shares; a business description; contact information; and the names of all company insiders and beneficial owners of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.
5. **OTC Markets Group Processing of Reports:** Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments. Companies will only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.
6. **Ongoing Requirements:** To qualify for Current Information on an ongoing basis, companies must:
 - Publish reports through OTCIQ on the following schedule:
 - Quarterly Report within **45 days** of the quarter end
 - Annual Report within **90 days** of the fiscal year end
 - Attorney Letter within **120 days** of the fiscal year end if financial statements are unaudited.
 - Maintain a Verified Profile. At least once every six months, review and verify the Company Profile through OTCIQ.
 - Maintain Transfer Agent Verified share data. If your transfer agent participates in the [Transfer Agent Verified Shares Program](#), then your securities must have current share data verified by the transfer agent.
 - Maintain an Active standing in the Company's State of Incorporation.

Pink Limited Information Tier

Companies that do not meet the requirements of the Pink Current Information tier set forth above may still qualify for the Pink Limited Information Tier by meeting the following minimum disclosure requirements.

1. **Annual Financial Statements:** Publish one set of Qualifying Annual Financial Statements which cover the past 2 completed fiscal years, provided the most recently completed fiscal year is within the past 16 months.
2. **Verified Profile:** The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors, and service providers; outstanding shares; a business description; contact information; and the name of all company insiders. "Company Insiders" shall include the beneficial owner of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.
3. **Ongoing Requirements:** To qualify for Limited Information on an ongoing basis, companies must:
 - Publish reports on the following schedule:
 - Annual Financial Statements as outlined in Item 9 within 120 days of the fiscal year end. Should a change in FYE occur, no more than 16 months may elapse from the fiscal year end of the prior Annual Financial Statement.

- Review and Verify the Company's profile information through OTCIQ at least once every 12 months.
- Maintain Transfer Agent Verified share data. If your transfer agent participates in the [Transfer Agent Verified Shares Program](#), then your securities must have current share data verified by the transfer agent.

Current Reporting of Material Corporate Events

In addition to the disclosure requirements above, all companies on the Pink market are expected to promptly release to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events are considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents, or if the material events occurs after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release **within four (4) business days** following their occurrence and posting such news release through an Integrated Newswire or the OTC Disclosure & News Service.³

Material corporate events may include:

- Changes to the company's shell status. Please refer to our [FAQ on Shell Companies](#)
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Entry into or termination of a material definitive agreement or material agreement not made in the ordinary course of business
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct or contingent financial obligation including any default or acceleration of an obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities including material write-offs and restructuring; Material impairments
- Unregistered sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Change in a company's fiscal year; Amendments to articles of incorporation or bylaws that were not previously disclosed in a proxy statement or other such disclosure statement.
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure of investor relations, marketing, brand awareness, and stock promotion activities which might reasonably be expected to materially affect the market for its securities or otherwise deemed material by the issuer
- A company's bankruptcy or receivership
- Termination or reduction of a business relationship with a customer that constitutes a specified amount of the company's revenues
- Any material limitation, restriction, or prohibition, including the beginning and end of lock-out periods, regarding the company's employee benefits, retirement and stock ownership plan
- Earnings releases
- Other materially different information regarding key financial or operation trends from that set forth in periodic reports
- Other events the issuer determines to be material

³ "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on <https://www.otcmkt.com/corporate-services/ir-tools-services>

- **VIREXIT TECHNOLOGIES, INC.**
- **Formerly Known as: POVERTY DIGNIFIED, INC.**
 - 719 JADWIN AVE, RICHLAND, WA 99352
 - _____
 - 509-531-1671
 - www.virexit.com
 - Jim@Katzaroff.com
 - 000 1591615

Quarterly Report

For the period ending February 29, 2024 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

2,844,828,058 as of February 29, 2024 *(Current Reporting Period Date or More Recent Date)*

2,844,828,058 as of August 31, 2023 *(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 Control⁴ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

⁴ “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 and names used by predecessor entities, along with the dates of the name changes.

VirExit Technologies, Inc.; Formerly known as: Poverty Dignified, Inc. No predecessors. Name changed March 11, 2021.

Current State and Date of Incorporation or Registration: Incorporated in Nevada 9/27/2013.

Standing in this jurisdiction: (e.g. active, default, inactive): Effective October 4, 2019 incorporated in Wyoming and is currently active.

Prior Incorporation Information for the issuer and any predecessors during the past five years:

na

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

none

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

none

Address of the issuer's principal executive office:

719 Jadwin Ave, Richland, WA 99352

Address of the issuer's principal place of business:

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

X

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:

na

2) Security Information

Transfer Agent

Name: Globex Transfer, LLC

Phone: 813-344-4490

Email: mt@globextransfer.com

Address: 780 Deltona Blvd, Suite 202, Deltona, FL 32725

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>VXIT</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>73875U 102</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	unlimited	as of date: 2/29/24
Total shares outstanding:	<u>2,844,828,058</u>	as of date: 2/29/24
Number of shares in the Public Float:	<u>2,340,510,242</u>	as of date: 2/29/24
Total number of shareholders of record:	<u>319</u>	as of date: 2/29/24

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

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 that do not have a trading symbol). 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>Series E Preferred</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>1,000,000</u>	as of date: 2/29/24
Total shares outstanding:	<u>1,000,000</u>	as of date: 2/29/24
Total number of shareholders of record:	<u>1</u>	as of date: 2/29/24

Exact title and class of securities outstanding:	<u>Series K Preferred</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>2,000,000</u>	as of date: 2/29/24
Total shares outstanding:	<u>1,600,000</u>	as of date: 2/29/24
Total number of shareholders of record:	<u>3</u>	as of date: 2/29/24

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

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.

There have been no dividends nor preemptive rights given for common stock.

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

The Company has authorized the issue of unlimited shares of common stock at a par value of \$.001 and 1,000,000 shares of Series E preferred stock at a par value of \$.001 and 2,000,000 shares of Series K preferred stock at a par value of \$.001.

The Company has designated 1,000,000 shares of preferred stock as Series E Preferred Stock. The Series E Preferred Stock is subordinate and junior to all of the Company's common stock and other preferred stock as to distributions of assets upon liquidation, dissolution or winding up of the Corporation. The holders of the Series E Preferred Stock are not entitled to participate in the distribution of the assets of the Company. No dividends shall be declared or paid on the Series E Preferred Stock. The holders of the Series E Preferred Stock have the right to vote based on the number of votes equal to twice the number of votes of all outstanding shares of capital stock such that the holders of outstanding shares of Series E Preferred Stock shall always constitute sixty-six and two thirds of the voting rights of the Company.

The Company has designated 2,000,000 shares of preferred stock as Series K Preferred Stock. The Series K has the right in the event of any voluntary or involuntary liquidation, dissolution, or winding-up of the Corporation, the holders of shares of Series K Preferred Stock shall be entitled to participate with any notes or accounts payable in all the remaining assets of the Corporation available for distribution up to the Liquidation Value of \$0.01 per share ratably with the holders of notes or accounts payable. No dividends shall be declared or paid on the Series E Preferred Stock. No holder of the Series K Preferred Stock shall be entitled to vote on any matter submitted to the shareholders of the Corporation. The Holder shall have the right to convert any or all the outstanding shares of Series K Preferred Stock into fully paid and non-assessable shares of Common Stock, which such Common Stock shall hereafter be changed or reclassified at the Conversion Ratio (the "Conversion Ratio") determined as provided. The initial "Conversion Ratio" for the Series K Preferred Stock is five hundred (500) fully paid and non-assessable shares of Common Stock for each share of Series K Preferred Stock.

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

none

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

none

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

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 <u>Opening Balance:</u> Date <u>8/31/21</u> Common: <u>2,607,054,515</u> Series E Preferred: <u>1,000,000</u> Series K Preferred <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>10/27/21</u>	<u>Issuance</u>	<u>7,500,000</u>	<u>Common</u>	<u>.004</u>	<u>No</u>	<u>Jim Katzaroff</u>	<u>Conversion of accrued payroll</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>10/27/21</u>	<u>Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u>.004</u>	<u>No</u>	<u>David Croom</u>	<u>Conversion of accrued payroll</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>10/27/21</u>	<u>Issuance</u>	<u>6,250,000</u>	<u>Common</u>	<u>.004</u>	<u>No</u>	<u>Bruce Jolliff</u>	<u>Conversion of accrued expenses</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/22/22</u>	<u>Issuance</u>	<u>689,655</u>	<u>Common</u>	<u>.00218</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>7/11/22</u>	<u>Issuance</u>	<u>23,809,529</u>	<u>Common</u>	<u>.00105</u>	<u>No</u>	<u>Zachary Ralston</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>8/22/22</u>	<u>Issuance</u>	<u>769,230</u>	<u>Common</u>	<u>.00195</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>8/23/22</u>	<u>Issuance</u>	<u>2,307,692</u>	<u>Common</u>	<u>.00195</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>8/23/22</u>	<u>Issuance</u>	<u>9,688,500</u>	<u>Common</u>	<u>.00380</u>	<u>No</u>	<u>Joh Biggs</u>	<u>Debt conversion</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>8/23/22</u>	<u>Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>.00380</u>	<u>No</u>	<u>Web Barth</u>	<u>Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>9/13/22</u>	<u>Issuance</u>	<u>15,000,000</u>	<u>Common</u>	<u>.0031</u>	<u>Yes</u>	<u>Geneva Roth Holdings Curt Kramer, President</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>9/21/22</u>	<u>Issuance</u>	<u>800,000</u>	<u>Common</u>	<u>.0025</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>9/23/22</u>	<u>Issuance</u>	<u>17,000,000</u>	<u>Common</u>	<u>.00255</u>	<u>Yes</u>	<u>Geneva Roth Holdings Curt Kramer, President</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>10/24/22</u>	<u>Issuance</u>	<u>3,125,000</u>	<u>Common</u>	<u>.0026</u>	<u>Yes</u>	<u>Zack Ralston</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>10/25/22</u>	<u>Issuance</u>	<u>15,000,000</u>	<u>Common</u>	<u>.0031</u>	<u>Yes</u>	<u>Geneva Roth Holdings Curt</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Rule 144</u>

						<u>Kramer, President</u>			
<u>10/25/22</u>	<u>Issuance</u>	<u>869,565</u>	<u>Common</u>	<u>.0023</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>11/20/22</u>	<u>Issuance</u>	<u>869,565</u>	<u>Common</u>	<u>.0023</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible note</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>11/21/22</u>	<u>Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>.0027</u>	<u>Yes</u>	<u>Zack Ralston</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>11/30/22</u>	<u>Issuance</u>	<u>7,500,000</u>	<u>Common</u>	<u>.0049</u>	<u>Yes</u>	<u>JanBella Group, LLC William Alessi, Managing Member</u>	<u>Cash</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>12/27/22</u>	<u>Issuance</u>	<u>15,000,000</u>	<u>Common</u>	<u>.0034</u>	<u>Yes</u>	<u>Geneva Roth Holdings</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/20/22</u>	<u>Issuance</u>	<u>769,231</u>	<u>Common</u>	<u>.0026</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible debt</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>1/20/23</u>	<u>Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>.0026</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible debt</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>2/22/23</u>	<u>Issuance</u>	<u>909,091</u>	<u>Common</u>	<u>.0026</u>	<u>Yes</u>	<u>Matthew Alpeter</u>	<u>Conversion of convertible debt</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>2/24/23</u>	<u>Issuance</u>	<u>15,000,000</u>	<u>Common</u>	<u>.0024</u>	<u>Yes</u>	<u>James Garced</u>	<u>Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>3/24/23</u>	<u>Issuance</u>	<u>5,305,374</u>	<u>Common</u>	<u>.0013</u>	<u>Yes</u>	<u>Mathew Alpeter</u>	<u>Conversion of convertible debt</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>3/27/23</u>	<u>Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>.0021</u>	<u>Yes</u>	<u>Educational Group LLC</u>	<u>Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>8/28/23</u>	<u>Issuance</u>	<u>11,111,111</u>	<u>Common</u>	<u>.0006</u>	<u>Yes</u>	<u>James C. Katzaroff</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/22/21</u>	<u>Issuance</u>	<u>1,000,000</u>	<u>Series K Preferred</u>	<u>.0163</u>	<u>No</u>	<u>James Katzaroff</u>	<u>Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/22/21</u>	<u>Issuance</u>	<u>50,000</u>	<u>Series K Preferred</u>	<u>.0163</u>	<u>No</u>	<u>David Croom</u>	<u>Services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>6/22/21</u>	<u>Issuance</u>	<u>50,000</u>	<u>Series K Preferred</u>	<u>.0163</u>	<u>no</u>	<u>L. Bruce Jolliff</u>	<u>services</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>12/20/21</u>	<u>Issuance</u>	<u>500,000</u>	<u>Series K Preferred</u>	<u>.003</u>	<u>No</u>	<u>L. Bruce Jolliff</u>	<u>Services</u>	<u>Restricted</u>	<u>Rule 144</u>

Shares Outstanding on Date of This Report:									
Ending Balance:									
Date <u>11/30/23</u> Common: <u>2,844,828,058</u>									
Series E Preferred: <u>1,000,000</u>									
Series K Preferred <u>1,600,000</u>									

Example: A company with a fiscal year end of December 31st 2023, 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, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>6/13/22</u>	<u>62,500</u>	<u>62,500</u>	-	<u>9/13/22</u>	75% of the lowest closing market price of the previous 10 trading days	Eugenia Shapiro	<u>Loan</u>
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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.

Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

VirExit Technologies, Inc. ("VirExit" or "the Company") (Formerly known as: Poverty Dignified, Inc.) was incorporated in the State of Nevada on September 27, 2013 and became registered in Wyoming on October 4, 2019. As of March 11, 2021 the Company changed its name to VirExit Technologies, Inc. from Poverty Dignified, Inc. The Company is headquartered in Richland, Washington. The Company was established as a renewable energy company, incubating solar technologies to establish electrification, education, connectivity and media distribution infrastructures in rural communities across the globe to empower the individual, community and local economy. My Power Solutions, Inc., a wholly-owned subsidiary of VirExit, was incorporated in the State of Nevada on March 13, 2014 as a franchise business opportunity with Franchise Disclosure Documents for franchise sales in both the United States and South African markets. Africhise, Inc., a wholly-owned subsidiary of VirExit is a Delaware Corporation, was formed on August 28, 2015 to be the franchise management arm of My Power Solutions, Inc's franchise operations in Africa. My Power Solutions Bahamas, Inc., a wholly-owned subsidiary of My Power Solutions, Inc., is a Delaware Corporation, was formed on June 14, 2018 to establish itself as a renewable energy solutions company in the Bahamas. During the years ended August 31, 2020 and 2019, there was little activity in the subsidiaries. As of August 31, 2020 the Company consolidated all remaining activities of these entities into \$411,361 Other Liabilities as all these activities have completely stopped and are no longer active.

During the fiscal year ending August 31, 2021, the Company acquired the registered brand, VirExit(r), VirExit.com, along with other related intellectual property owned and developed by marketing expert, Patrick Netter and the VirExit brand is to stand for innovative, effective, ethical and safe products within the antiviral space. The Company changed its name to VirExit Technologies, Inc. on March 11, 2021. During this same period the Company also purchased the intellectual property of Safer Place Technologies, LLC. to complement and whose purpose is to create a primary sales and marketing platform as a vertical on-line marketplace to provide a single source for buyers and sellers of protective products and services which resonate with the VirExit mission statement: Making the world a safer place with innovative, ethical and effective technologies. The Company is in negotiations regarding the possible purchase of Lexian Products, Inc. and their proprietary UV products.

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

In 2020, VirExit Technologies Inc. (Formerly Known as: Poverty Dignified, Inc.) acquired the registered brand, VirExit(r), VirExit.com, along with other related intellectual property owned and developed by marketing expert, Patrick Netter and the VireExit brand is to stand for innovative, effective, ethical and safe products within the antiviral space. The Company changed its name to VirExit Technologies, Inc. on March 11, 2021. During this same period the Company also purchased the intellectual property of Safer Place Technologies, LLC. to complement and whose purpose is to create a primary sales and marketing platform as a vertical on-line marketplace to provide a single source for buyers and sellers of protective products and services which resonate with the VirExit mission statement: Making the world a safer place with innovative, ethical and effective technologies. The Company is in negotiations regarding the possible purchase of Lexian Products, Inc. and their proprietary UV products.

All of these subsidiaries are managed by James Katzaroff, Chairman of the Board and CEO, and L. Bruce Joliff, Director, Secretary, and CFO.

C. Describe the issuers' principal products or services.

Poverty Dignified Inc. in 2020 acquired the registered brand, VirExit(r), VirExit.com, along with other related intellectual property owned and developed by marketing expert, Patrick Netter and the VireExit brand is to stand for innovative, effective, ethical and safe products within the antiviral space corporate buyers and consumers. Also during 2020, PVDG purchased Safer Place Technologies, LLC. to complement and whose purpose is to create a primary sales and marketing platform as a vertical on-line marketplace to provide a single source for buyers and sellers of protective products and services which resonate with the VirExit mission statement: Making the world a safer place with innovative, ethical and effective technologies.

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company rents Corporate office space on a month-to-month basis at 719 Jadwin Ave, Richland, WA. All furniture and equipment are provided by the landlord.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. 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. 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 investors 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 owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>James C Katzaroff</u>	<u>Chairman of the Board, CEO</u>	<u>1523 Sacajawea Ave, Richland, WA 99352</u>	<u>157,500,000</u>	<u>Common</u>	<u>5.54%</u>	<u>_____</u>

<u>James C Katzaroff</u>	<u>Chairman of the Board, CEO</u>	<u>1523 Sacajawea Ave, Richland, WA 99352</u>	<u>1,000,000</u>	<u>Series E Preferred</u>	<u>100%</u>	<u> </u>
<u>James C Katzaroff</u>	<u>Chairman of the Board, CEO</u>	<u>1523 Sacajawea Ave, Richland, WA 99352</u>	<u>1,000,000</u>	<u>Series K Preferred</u>	<u>62.5%</u>	<u> </u>
<u>Leonard B Jolliff</u>	<u>Director and Secretary and CFO</u>	<u>2780 Friesian CT, West Richland, WA 99353</u>	<u>36,250,000</u>	<u>Common</u>	<u>1.27%</u>	<u> </u>
<u>Leonard B Jolliff</u>	<u>Director and Secretary and CFO</u>	<u>2780 Friesian CT, West Richland, WA 99353</u>	<u>550,000</u>	<u>Series K Preferred</u>	<u>34.38%</u>	<u> </u>
<u>David Croom</u>	<u>COO</u>	<u>17701 108th Ave SE, OMB301, Renton, WA 98055</u>	<u>44,944,444</u>	<u>Common</u>	<u>1.58%</u>	<u> </u>
<u>David Croom</u>	<u>COO</u>	<u>17701 108th Ave SE, OMB301, Renton, WA 98055</u>	<u>50,000</u>	<u>Series K Preferred</u>	<u>3.13%</u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

no

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

no

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

no

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a “yes” answer to part 3 above; or

no

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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 to 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.

During April 2021 the Company received a Plaintiff’s Petition, in the State of Texas, District Court, Tarrant County, from Word of God Fellowship, Inc., naming former officers of the Company as well as the Company in connection with funds the Plaintiff had invested with Power it Perfect. Power it Perfect was previously a related party but is no longer a related party. The Company currently has a note payable in the amount of \$1,114,207 owed to Power it Perfect. The claim against the Company is that the Company benefitted from fraudulent actions by previous officers of the Company. The Company is accused of conspiracy and of holding \$400,000 that allegedly belongs to the plaintiff. This litigation matter is in its early stage, and more discovery will have to be conducted; but at this stage the claims against The Company appear to be weak. The primary claims are against the other defendants. We plan to vigorously contest the lawsuit, and we believe any alleged damages can be significantly reduced or eliminated altogether.

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.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	Samuel Whitley, Esq.
Firm:	Whitley LLP Attorneys at Law
Address 1:	<u>24285 Katy Freeway, Suite 300</u>
Address 2:	<u>Katy, TX 77494</u>
Phone:	281-206-0434

Email: swhitley@whitley-llp.com

Accountant or Auditor

Name: Carlos Lopez
Firm: Vine Advisors, LLP/PWR CPA, LLP
Address 1: P O Box 25125
Address 2: Houston, TX 77265
Phone: 713-244-8680
Email: clopez@thevineadvisors.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other]: _____

Other Service Providers

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

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Leonard Bruce Jolliff
Title: CFO
Relationship to Issuer: none

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

☐ IFRS
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Leonard Bruce Jolliff

Title: CFO

Relationship to Issuer: none

Describe the qualifications of the person or persons who prepared the financial statements:⁵ CPA

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

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, James C Katzaroff certify that:

I have reviewed this Disclosure Statement for VirExit Technologies, Inc, Formerly Known as Poverty Dignified, Inc.;

⁵ 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.

1. 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
2. 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.

April 3, 2024 [Date]

/s/ James C Katzaroff [CEO's Signature]

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

Principal Financial Officer:

I, Leonard Bruce Jolliff certify that:

I have reviewed this Disclosure Statement for VirExit Technologies, Inc, Formerly Known as Poverty Dignified, Inc.;

1. 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
2. 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.

April 3, 2024 [Date]

/s/ Leonard Bruce Jolliff [CFO's Signature]

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

VIREXIT TECHNOLOGIES, INC.									
Formerly Known as: POVERTY DIGNIFIED, INC.									
CONSOLIDATED BALANCE SHEETS									
As of February 29, 2024 and August 31, 2023									
UNAUDITED									
			February 29, 2024					August 31, 2023	
ASSETS									
Current assets									
Cash		\$	14			\$		120	
Notes receivables, including \$14,444 and \$14,444 of accrued interest and penalties less \$14,019 allowance for bad debts			7,014					7,014	
Deposits			10,000					-	
Total current assets			17,028					17,134	
Total assets		\$	17,028			\$		7,014	
Current liabilities									
Accounts payable		\$	404,859			\$		404,620	
Notes payable - related party			1,114,207					1,114,207	
Notes payable			46,124					-	
Accrued payroll expenses			1,809,182					1,673,992	
Accrued interest			308,782					281,003	
Other liabilities			411,361					411,361	
Convertible note payable			62,500					62,500	
Total current liabilities			4,157,015					3,947,683	
Total liabilities			4,157,015					3,947,683	
Stockholders' equity (deficit):									
Common stock par value \$.001: unlimited shares authorized; 2,844,828,058 and 2,844,828,058 shares issued and outstanding as of February 29, 2024, and August 31, 2023, respectively			2,844,834					2,844,834	
Series E preferred stock par value \$.001:10,000,000 shares authorized; 1,000,000 and 1,000,000 shares issued and outstanding as of February 29, 2024, and August 31, 2023, respectively			1,000					1,000	
Series K preferred stock par value \$.001, 2,000,000 shares authorized, 1,600,000 and 1,600,000 shares issued and outstanding as of February 29, 2024, and August 31, 2023, respectively			1,600					1,600	
Additional paid in capital – common shares			13,491,566					13,491,566	
Additional paid in capital – preferred shares			17,830					17,830	
Accumulated deficit			(20,496,817)					(20,287,379)	
Total stockholders' equity (deficit)			(4,139,987)					(3,930,549)	
Total liabilities and stockholders' equity (deficit)		\$	17,028			\$		17,134	

VIREXIT TECHNOLOGIES, INC.

Formerly Known as: POVERTY DIGNIFIED, INC.

CONSOLIDATED STATEMENTS OF OPERATIONS

For the Three and the Six Months Ended February 28, 2024 and 2023

UNAUDITED

	Three Months Ended February 28,					Six Months Ended February 28,				
	2024					2023				
Operating revenue										
Revenue	\$	-			\$	-			\$	-
Operating expense										
Advertising		11,970			(576)		11,970			12,909
Bank charges		107			354		138			1,064
Licenses and fees		5,855			-		5,855			-
Office expense		691			862		988			2,010
Payroll, taxes and benefits		75,000			75,000		150,000			150,000
Professional fees		9,539			86,991		12,339			132,383
Stock based compensation		-			36,000		-			36,000
Travel and auto		-			5,853		-			8,012
Utility		369			819		369			1,329
Total general and administrative		103,531			205,303		181,659			343,707
Net operating loss		(103,531)			(205,303)		(181,659)			(343,707)
Other income (expense)										
Interest expense		(13,889)			(13,824)		(27,779)			(28,040)
Loss on extinguishment of debt		-			(2,191)		-			(5,566)
Total other income (expense)		(13,889)			(16,015)		(27,779)			(33,606)
Net loss	\$	(117,420)			(221,318)	\$	(209,438)		\$	(377,313)

VIREXIT TECHNOLOGIES, INC.
Formerly Known as: POVERTY DIGNIFIED, INC.
Consolidated Statements of Changes in Stockholders' Equity (Deficit)
For the Six Months Ended February 29, 2024
UNAUDITED

	Preferred Stock			Common Stock			Accumulated Deficit	Total
	Shares	Amount	Paid in Capital	Shares	Amount	Paid in Capital		
Balances at August 31, 2023	2,600,000	\$ 2,600	\$ 17,830	2,844,828,058	\$ 2,844,834	\$13,491,566	\$(20,287,379)	\$(3,930,549)
Stock issued for:								
Cash	-	-	-	-	-	-	-	-
Services	-	-	-	-	-	-	-	-
Conversion of debt	-	-	-	-	-	-	-	-
Net loss	-	-	-	-	-	-	(209,438)	(209,438)
Balances at February 29, 2024	2,600,000	\$ 2,600	\$ 17,830	2,844,828,058	\$ 2,844,834	\$13,491,566	\$ (20,496,817)	\$ (4,139,987)

VIREXIT TECHNOLOGIES, INC
Formerly Known as: POVERTY DIGNIFIED, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
February 29, 2024
UNAUDITED

NOTE 1 – ORGANIZATION AND BASIS OF PRESENTATION

VirExit Technologies, Inc. (“VirExit” or “the Company”) (Formerly known as: Poverty Dignified, Inc.) was incorporated in the State of Nevada on September 27, 2013 and became registered in Wyoming on October 4, 2019. As of March 11, 2021 the Company changed its name to VirExit Technologies, Inc. from Poverty Dignified, Inc. The Company is headquartered in Richland, Washington. The Company was established as a renewable energy company, incubating solar technologies to establish electrification, education, connectivity, and media distribution infrastructures in rural communities across the globe to empower the individual, community, and local economy. My Power Solutions, Inc., a wholly-owned subsidiary of VirExit, was incorporated in the State of Nevada on March 13, 2014 as a franchise business opportunity with Franchise Disclosure Documents for franchise sales in both the United States and South African markets. Africhise, Inc., a wholly-owned subsidiary of VirExit is a Delaware Corporation, was formed on August 28, 2015 to be the franchise management arm of My Power Solutions, Inc.'s franchise operations in Africa. My Power Solutions Bahamas, Inc., a wholly-owned subsidiary of My Power Solutions, Inc., is a Delaware Corporation, was formed on June 14, 2018 to establish itself as a renewable energy solutions company in the Bahamas. During the years ended August 31, 2020 and 2019, there was little activity in the subsidiaries. As of August 31, 2020 the Company consolidated all remaining activities of these entities into \$411,361 Other Liabilities as all these activities have completely stopped and are no longer active.

During the fiscal year ending August 31, 2021, the Company acquired the registered brand, VirExit(r), VirExit.com, along with other related intellectual property owned and developed by marketing expert, Patrick Netter and the VirExit brand is to stand for innovative, effective, ethical and safe products within the antiviral space. The Company changed its name to VirExit Technologies, Inc. on March 11, 2021. During this same period the Company also purchased the intellectual property of Safer Place Technologies, LLC. to complement and whose purpose is to create a primary sales and marketing platform as a vertical on-line marketplace to provide a single source for buyers and sellers of protective products and services which resonate with the VirExit mission statement: Making the world a safer place with innovative, ethical and effective technologies. The Company is in negotiations regarding the possible purchase of Lexian Products, Inc. and their proprietary UV products.

Basis of Presentation

These consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for annual financial statements and with Form 10-K and article 8 of the Regulation S-X of the United States Securities and Exchange Commission (“SEC”). Under this basis of accounting, revenues are recorded as earned and expenses are recorded at the time liabilities are incurred.

The consolidated financial statements include the accounts of VirExit Technologies, Inc., My Power Solutions, Inc., Africhise, Inc., and My Power Solutions Bahamas, Inc. All significant intercompany accounts and transactions have been eliminated in consolidation. These entities are collectively referred to herein as VirExit, or the Company.

Par Value Change

A majority of the company’s shareholders voted on October 4, 2019 to amend the company’s certificate of incorporation to increase the par value of its common stock to \$0.001 from \$0.0001. Due to this change \$64,400 and \$356,796 was shifted from the Additional Paid-in Capital account to the Common Stock account for the six months ending February 29, 2024, and the six months ending February 28, 2023, respectively.

NOTE 2 - GOING CONCERN AND PLAN OF OPERATION

Going Concern

The accompanying consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As of February 29, 2024, the Company had cash of \$14, a working capital deficit of \$4,157,015 and a stockholders’ deficit of \$4,139,987. The Company has incurred net losses from start-up costs and minimal operations since inception to February 29, 2024 and has ceased operations of its subsidiary, My Power Solutions, Inc. in South Africa, Africhise, Inc. and My Power Solutions Bahamas, Inc. As a result, as of March 18, 2024, these issues raise substantial doubt about the Company’s ability

to continue as a going concern. The consolidated financial statements do not include any adjustments relating to the recoverability and classification of asset amounts or the classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company needs to generate revenues or must raise additional capital, reduce expenses and curtail cash outflows in order to be able to accomplish its business plan. In the interim, the Company will continue to borrow funds from affiliates as needed and will accrue for management salaries and defer certain payments. The Company's \$4,157,015 of total liabilities at February 29, 2024 includes \$1,114,207 of notes payable to related parties, and \$1,809,182 of accrued payroll expenses due to Company management.

Plan of Operation

A new Board of Directors and Officers took charge of the Company during the fourth quarter of the year ending August 31, 2020. During this time the Company acquired VirExit (r), VirExit.com, along with other related intellectual property owned and developed by marketing expert, Patrick Netter and the VirExit brand is to stand for innovative, effective, ethical and safe products within the antiviral space. Also during the year ending August 31, 2020, PDI purchased Safer Place Technologies, LLC. to complement and whose purpose is to create a primary sales and marketing platform as a vertical on-line marketplace to provide a single source for buyers and sellers of protective products and services which resonate with the VirExit mission statement: Making the world a safer place with innovative, ethical and effective technologies.

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities, and reported amounts of expenses in the consolidated financial statements and accompanying notes. Actual results could differ from those estimates.

Cash

The Company maintains funds in financial institutions that are members of the Federal Deposit Insurance Corporation ("FDIC"). As such, funds are insured based on Federal Reserve limits. The Company has not experienced any losses in the past, and management believes it is not exposed to any significant credit risk on the current account balances. At times, cash balances may exceed insured limits.

Accrued Expenses

Accrued expenses are recorded when incurred and primarily consist of accrued interest on notes payable and amounts due for supplies and travel. Accrued payroll consists of salary amounts earned but deferred by the Company's management team.

Derivative Liabilities

The Company evaluates all its financial instruments to determine if those contracts or any potential embedded components of those contracts qualify as derivatives to be accounted for separately. This accounting treatment requires that the carrying amount of any embedded derivatives be recorded at fair value at issuance and marked-to-market at each balance sheet date. In the event that the fair value is recorded as a liability, as is the case with the Company, the change in the fair value during the period is recorded as either income or expense. Upon conversion, exercise or repayment, the respective derivative liability is marked to fair value at the conversion, repayment or exercise date and then the related fair value amount is reclassified to income or expense as part of gain or loss on extinguishment.

Advertising

Advertising expenditures are charged to expense as incurred and are included in general and administrative expense. Total advertising expense for the six months ended February 29, 2024 and 2023 was \$11,070 and \$12,909, respectively.

Research and Development

Research and development expenditures are charged to expense as incurred.

Fair Value of Financial Instruments

The Company's financial instruments consist primarily of cash, prepaid expenses and other current assets, current assets of discontinued operation, accounts payable, accrued payroll expenses, accrued expenses, current liabilities of discontinued operation, derivative liabilities, convertible notes and notes payable. The carrying amounts of such financial instruments approximate their respective estimated fair value due to the short-term maturities and approximate market interest rates of these instruments.

The Company adopted ASC Topic 820, *Fair Value Measurements* ("ASC Topic 820"), which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. The standard provides a consistent definition of fair value which focuses on an exit price that would be received upon sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The standard also prioritizes, within the measurement of fair value, the use of market-based information

over entity specific information and establishes a three-level hierarchy for fair value measurements based on the nature of inputs used in the valuation of an asset or liability as of the measurement date.

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 and tax credit carry-forwards. 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.

When tax returns are filed, it is highly certain that some positions taken would be sustained upon examination by the taxing authorities, while others are subject to uncertainty about the merits of the position taken or the amount of the position that would be ultimately sustained. The benefit of a tax position is recognized in the consolidated financial statements in the period during which, based on all available evidence, management believes it is more likely than not that the position will be sustained upon examination, including the resolution of appeals or litigation processes, if any. Tax positions taken are not offset or aggregated with other positions. Tax positions that meet the more-likely-than-not recognition threshold are measured as the largest amount of tax benefit that is more than 50 percent likely of being realized upon settlement with the applicable taxing authority.

The portion of the benefits associated with tax positions taken that exceeds the amount measured as described above is reflected as a liability for unrecognized tax benefits in the accompanying consolidated balance sheets along with any associated interest and penalties that would be payable to the taxing authorities upon examination. Interest and penalties associated with unrecognized tax benefits would be classified as additional income taxes in the consolidated statements of income. No interest or penalties were recognized for the six months ended February 29, 2024 or 2023.

Tax years 2019 and forward remain open to examination under United States statute of limitations. Management is not aware of any material uncertain tax positions and no liability has been recognized at February 29, 2024 or 2023.

Earnings Per Share

Basic loss per share is computed by dividing the net loss applicable to common stockholders by the weighted average number of outstanding common shares during the period. Diluted loss per share is computed by dividing net loss applicable to common stockholders by the weighted average number of common shares outstanding plus the number of additional common shares that would have been outstanding if all dilutive potential common shares had been issued. Diluted loss per share excludes all potential common shares if their effect is anti-dilutive.

Reclassifications

Certain amounts in the prior period have been reclassified to conform to the current period presentation, including those of the discontinued operation. These reclassifications had no impact on previously reported stockholders' deficit or net loss.

Recent Accounting Pronouncements

The Company has reviewed all recently issued, but not yet effective, Accounting Standards Updates (ASU) issued by the Financial Accounting Standards Board (FASB) and does not believe the future adoption of any such pronouncements may be expected to cause a material impact on its financial condition or the results of operations.

NOTE 4 - STOCKHOLDERS' EQUITY (DEFICIT)

The Company has authorized the issue of unlimited shares of common stock at a par value of \$.001 and 1,000,000 shares of Series E preferred stock at a par value of \$.001 and 2,000,000 shares of Series K preferred stock at a par value of \$.001.

The Company has designated 1,000,000 shares of preferred stock as Series E Preferred Stock. The Series E Preferred Stock is subordinate and junior to all of the Company's common stock and other preferred stock as to distributions of assets upon liquidation, dissolution or winding up of the Corporation. The holders of the Series E Preferred Stock are not entitled to participate in the distribution of the assets of the Company. No dividends shall be declared or paid on the Series E Preferred Stock. The holders of the Series E Preferred Stock have the right to vote based on the number of votes equal to twice the number of votes of all outstanding shares of capital stock such that the holders of outstanding shares of Series E Preferred Stock shall always constitute sixty-six and two thirds of the voting rights of the Company.

The Company has designated 2,000,000 shares of preferred stock as Series K Preferred Stock. The Series K has the right in the event of any voluntary or involuntary liquidation, dissolution, or winding-up of the Corporation, the holders of shares of Series K Preferred Stock shall be entitled to participate with any notes or accounts payable in all the remaining assets of the Corporation available for distribution up to the Liquidation Value of \$0.01 per share ratably with the holders of notes or accounts payable. No dividends shall be declared or paid on the Series E Preferred Stock. No holder of the Series K Preferred Stock shall be entitled to vote on any matter submitted to the shareholders of the Corporation. The Holder shall have the right to convert any or all the outstanding shares of Series K Preferred Stock into fully paid and non-assessable shares of Common Stock, which such Common Stock shall hereafter be changed or reclassified at the Conversion Ratio (the

“Conversion Ratio”) determined as provided. The initial “Conversion Ratio” for the Series K Preferred Stock is five hundred (500) fully paid and non-assessable shares of Common Stock for each share of Series K Preferred Stock.

There is a total of 2,844,828,058 and 2,844,828,058 shares of common stock issued and outstanding at February 29, 2024 and August 31, 2023, respectively. There is a total of 1,000,000 shares of Series E preferred stock issued and outstanding at February 29, 2024 and August 31, 2023. There is a total of 1,600,000 and 1,600,000 Series K preferred stock shares outstanding at February 29, 2024 and August 31, 2023, respectively. Preferred stockholders could receive preferential treatment relative to declared dividends, should there be any, and to distributions upon a liquidation event.

NOTE 5 – COMMON STOCK WARRANTS AND OPTIONS

The following schedule summarizes the changes in the Company’s stock warrants:

	Number of Warrants	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life (years)	Aggregate Intrinsic Value
Balance at August 31, 2022	176,027,772	\$ 0.006	2.40	\$ -
Warrants granted	11,111,111	-	-	-
Warrants expired	(45,027,772)	0.02	-	-
Balance at August 31, 2023	142,111,111	\$ 0.001	1.89	\$ -
Warrants granted	50,000,000	.0002	.50	-
Warrants expired	-	-	-	-
Balance at February 29, 2024	192,111,111	\$ 0.00104	1.53	\$ -

During the six months ending February 29, 2024, the Company issued 50,000,000, two year at \$0.0008 warrants for \$15,000 cash.

During the year ending August 31, 2023, the Company issued 11,111,111, one year at \$0.001 warrants for \$10,000 cash from an officer of the company.

The following schedule summarizes the changes in the Company’s stock options:

	Number of Options	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life (years)	Aggregate Intrinsic Value
Balance at August 31, 2022	94,000,000	\$ 0.02	.88	\$ -
Options granted	315,000,000	2.95	2.34	-
Options expired	(84,000,000))	-	-	\$ -
Balance at August 31, 2023	325,000,000	0.00	2.37	-
Options expired	-	-	-	-
Balance at February 29, 2024	325,000,000	\$ 0.0025	1.87	\$ -

During the year ended August 31, 2023, the Company issued 180,000,000 and 120,000,000 options to the CEO, CFO, respectively; and the Company issued 15,000,000 options to consultants.

NOTE 6 – COMMITMENTS AND CONTINGENCIES

VirExit's Board of Directors had made the decision to withdraw all operations of its wholly owned subsidiary, My Power Solutions, Inc., in South Africa. As a result, My Power Solutions South African employees and consultants filed a dispute with The Commission for Conciliation, Mediation and Arbitration (CCMA) in South Africa during the year ending August 31, 2018. As the Company was winding down its local operations in South Africa, legal counsel has confirmed that the creditors of the Company will only have claims against the insolvent estate of the local external company and not against My Power Solutions, Inc. or VirExit in the United States. It is therefore management's position that there is no probable recourse that will have an adverse effect on VirExit.

During April 2021 the Company received a Plaintiff's Petition naming former officers of the Company as well as the Company in connection with funds the Plaintiff had invested with Power it Perfect. Power it Perfect was previously a related party but is no longer a related party. The Company currently has a note payable in the amount of \$1,114,207 owed to Power it Perfect. The claim against the Company is that the Company benefitted from fraudulent actions by previous officers of the Company. The Company is accused of conspiracy and of holding \$400,000 that allegedly belongs to the plaintiff. This litigation matter is in its early stage, and more discovery will have to be conducted; but at this stage the claims against The Company appear to be weak. The primary claims are against the other defendants. We plan to vigorously contest the lawsuit, and we believe any alleged damages can be significantly reduced or eliminated altogether.

NOTE 7 – CONVERTIBLE NOTES PAYABLE

In January 2022, the Company issued a convertible note to Matthew Alpeter for \$20,000. The note bears interest at 10%, matures on January 5, 2023, calls for \$1,500 monthly payments beginning April 22, 2022, and is convertible, at holders' option, into common stock at 75% of the lowest closing market price of the previous 10 trading days prior to conversion. During the year ending August 31, 2022, \$7,500 of the note was converted into 3,766,577 common stock shares. During the year ended August 31, 2023, \$12,500 of the note was converted into 10,522,826 common stock shares.

In June 2022, the Company issued convertible notes for \$93,750. The notes came with an original issue discount of \$18,750, resulting in cash received by the Company of \$75,000. The notes were due in ninety days, and is convertible, at holders' option, into common stock at 75% of the lowest closing market price of the previous 10 trading days prior to conversion. During the year ending August 31, 2022, \$25,000 of the notes was converted into 23,809,529 common stock shares. During the year ended August 31, 2023, \$6,250 was converted into 3,125,000 common stock shares. These notes are currently delinquent.

NOTE 8 – INCOME TAXES

Due to continued operating losses, there is a full valuation against gross deferred tax assets for the period from inception through February 29, 2024.

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amount used for federal and state income tax purposes.

The Company has not recognized a deferred tax asset for its stock compensation expense due to its non-deductibility. The Company has no plans to pursue any tax benefits relative to its recognized stock compensation expense.

Our federal net operating losses will begin to expire in 2038 and our state tax loss carryforwards will begin to expire in 2033. Federal net operating losses incurred in 2022 carryforward indefinitely.

NOTE 9 – RELATED PARTY TRANSACTIONS

Notes Payable – Related Party

During the year ended August 31, 2016, Power It Perfect, Inc. loaned the Company \$208,160 for working capital purposes in exchange for promissory notes. During the year ended August 31, 2017, Power It Perfect, Inc. loaned the Company an additional \$313,450 for working capital purposes in exchange for promissory notes. During the year ended August 31, 2018, Power It Perfect, Inc. loaned the Company an additional \$678,358 for working capital and other purposes in exchange for promissory notes. All the notes bear interest at five percent per annum, are non-collateralized and due on demand, as soon as the Company has operating cash flow available for repayment. The balance of the notes payable was \$1,114,207 and \$1,114,207 at February 29, 2024 and August 31, 2023, respectively. Accrued interest on the notes, which is included in accrued expenses, totaled \$308,782 and \$281,003 at February 29, 2024 and August 31, 2023, respectively. There are no conversion provisions associated with the notes.

NOTE 10 – DISCONTINUED OPERATION

In May 2018, following an operational review, the Company decided to withdraw all operations of My Power Solutions, Inc. in South Africa. With a lack of significant revenues and higher than expected expenses due to training on-the-ground personnel and the implementation of solar installations, plus the instability of the political environment, the established operating structure and initial business plan was not sustainable. The decision to cease the operations of My Power Solutions, Inc. in rural South African communities represents a strategic shift that impacts the Company's financial reporting and results. As such, My Power Solutions, Inc. in South Africa has been classified as a discontinued operation. During the year ending August 31, 2019 the Company decided to withdraw all operations of Africhise, Inc. and My Power Solutions

Bahamas, Inc. With a lack of significant revenues and higher than expected expenses due to training on-the-ground personnel and the implementation of solar installations, plus the instability of the political environment, the established operating structure and initial business plan was not sustainable. The decision to cease the operations of Africhise, Inc. and My Power Solutions Bahamas represents a strategic shift that impacts the Company's financial reporting and results. As such, Africhise, Inc. and My Power Solutions Bahamas has been classified as a discontinued operation.

Since these subsidiaries have been classified as a discontinued operation, the balance sheet amounts and results of operations for My Power Solutions, Inc. in South Africa, Africhise, Inc. and My Power Solutions Bahamas, Inc have been reclassified from their historical presentation to assets and liabilities of discontinued operation on the Consolidated Balance Sheets and to discontinued operation on the Consolidated Statements of Operations and Comprehensive Loss, respectively, for all periods presented. Losses associated with impairment of assets are recorded in discontinued operation in the period of the disposal. The Consolidated Statements of Cash Flows has also been reclassified for assets, liabilities and results of the discontinued operation for all periods presented.

NOTE 11 – OTHER LIABILITIES

Other liabilities include amounts owed in connection with previous years' operations in South Africa. In May 2018, following an operational review, the Company decided to withdraw all operations of My Power Solutions, Inc. in South Africa. With a lack of significant revenues and higher than expected expenses due to training on-the-ground personnel and the implementation of solar installations, plus the instability of the political environment, the established operating structure and initial business plan was not sustainable.

NOTE 11 – SUBSEQUENT EVENTS

Management has evaluated subsequent events through April 3, 2024, which is the date when these consolidated financial statements were issued, and is aware of none requiring disclosure, except as noted below.

There were no further subsequent events to report as of April 3, 2024.