

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## COMPASS BIOTECHNOLOGIES INC.

A NEVADA Corporation

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6500

### **Quarterly Report**

**For the Period Ending: April 30, 2019**

(the "Reporting Period")

As of April 30, 2019, the number of shares outstanding of our Common Stock was:

4,646,827,035

As of January 31, 2019, the number of shares outstanding of our Common Stock was:

4,246,827,035

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

Yes:  No:  (Double-click and select "Default Value" to check)

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

Yes:  No:

Indicate by check mark whether a Change in Control<sup>5</sup> of the company has occurred over this reporting period:

Yes:  No:

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

<sup>5</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.

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Live Youth Sports Network Inc. – August 12, 2014  
Motion Entertainment Group Inc. – October 4, 2016

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)  
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Incorporated May 4, 2004 in the State of Nevada and is Active in its Current Standing.

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

Yes:  No:

## 2) Security Information

Trading symbol:	<u>COBI</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>20452Q103</u>
Par or stated value:	<u>\$0.00001</u>

Total shares authorized:	<u>10,000,000,000</u>	as of date: <u>12/14/18</u>
Total shares outstanding:	<u>4,646,827,035</u>	as of date: <u>04/30/19</u>
Number of shares in the Public Float <sup>6</sup> :	<u>4,379,437,771</u>	as of date: <u>04/30/19</u>
Total number of shareholders of record:	<u>50</u>	as of date: <u>04/30/19</u>

*Additional class of securities (if any):*

Trading symbol:	<u>COBI</u>	
Exact title and class of securities outstanding:	<u>Class A Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>100,000,000</u>	as of date: <u>04/30/19</u>
Total shares outstanding:	<u>540,000</u>	as of date: <u>04/30/19</u>

Trading symbol:	<u>COBI</u>	
Exact title and class of securities outstanding:	<u>Class B Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated Value:	<u>\$0.0001</u>	
Total shares Authorized:	<u>1,000,000</u>	as of date: <u>04/30/19</u>
Total shares outstanding:	<u>0</u>	as of date: <u>04/30/19</u>

Trading symbol:	<u>COBI</u>	
Exact title and class of securities outstanding:	<u>Class C Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated Value:	<u>\$0.0001</u>	
Total shares Authorized:	<u>3</u>	as of date: <u>04/30/19</u>
Total shares outstanding:	<u>1</u>	as of date: <u>04/30/19</u>

Trading symbol:	<u>COBI</u>
Exact title and class of securities outstanding:	<u>Class D Preferred</u>

<sup>6</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

CUSIP: N/A  
 Par or stated Value: \$0.0001  
 Total shares Authorized: 100,000,000 as of date: 04/30/19  
 Total shares outstanding: 0 as of date: 04/30/19

Transfer Agent

Name: Pacific Stock Transfer Company  
 Phone: 1-800-765-7762  
 Email: joslyn@pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?<sup>7</sup> Yes:  No:

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

None

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

None

**3) Issuance History**

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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**

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Number of Shares outstanding as of <u>APRIL 30, 2017</u>		Opening Balance: Common: <u>4,246,827,035</u> Preferred: <u>540,001</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	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?

<sup>7</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

					Issuance? (Yes/ No)				
<u>03/02/18</u>	<u>New Issuance</u>	<u>174,979,700</u>	<u>Common</u>	<u>\$0.0001</u>	<u>Yes</u>	<u>River North Equity, LLC – Edward Liceaga</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)1</u>
<u>11/14/18</u>	<u>New Issuance</u>	<u>111,000,000</u>	<u>Common</u>	<u>\$0.0001</u>	<u>Yes</u>	<u>L2 Capital, LLC – Adam Long</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)1</u>
<u>12/27/18</u>	<u>New Issuance</u>	<u>250,000,000</u>	<u>Common</u>	<u>\$0.0001</u>	<u>Yes</u>	<u>L2 Capital LLC – Adam Long</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)1</u>
<u>04/18/19</u>	<u>New Issuance</u>	<u>400,000,000</u>	<u>Common</u>	<u>\$0.0001</u>	<u>Yes</u>	<u>Green Coast Capital International S.A – Kevin Bobryk</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)1</u>
Shares Outstanding on <u>April 30, 2019</u> :	Ending Balance: Common: <u>4,646,827,035</u> Preferred: <u>540,001</u>								

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

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

\_\_\_\_\_

## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

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	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____

#### 4) Financial Statements

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

- U.S. GAAP  
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>8</sup>:

Name: UHY KENYA  
Title: CPA  
Relationship to Issuer: Independent Auditor

Provide the financial statements described below 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.

- C. Balance sheet;  
D. Statement of income;  
E. Statement of cash flows;  
F. Financial notes; and  
G. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

\_\_\_\_\_

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

<sup>8</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

**COMPASS BIOTECHNOLOGIES INC.**

**QUARTERLY REPORT AND FINANCIAL STATEMENTS**

**FOR THE THREE MONTHS PERIOD ENDED 30 APRIL 2019**

**Compass Biotechnologies Inc**  
**Quarterly report and financial statements**  
**For the three months period ended 30 April 2019**

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REPORT OF THE INDEPENDENT AUDITOR  
TO THE MEMBERS OF COMPASS BIOTECHNOLOGIES INC  
FOR THE THREE MONTHS PERIOD ENDED 30 APRIL 2019

Page 1

We have audited the financial statements of Compass Biotechnologies Inc set out on pages 4 to 11 which comprise the statement of financial position as at 30 April 19, the statement of profit or loss, statement of stockholders equity and statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies.

#### Responsibilities of management for the financial statements

Management is responsible for the preparation of the financial statements that give a true and fair view in accordance with US GAAP and for such internal control as management determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intend to liquidate the company or to cease operations, or has no realistic alternative but to do so.

#### Other information

Management is responsible for the other information. The other information comprises of the schedule of operating expenditure but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.





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REPORT OF THE INDEPENDENT AUDITOR  
TO THE MEMBERS OF COMPASS BIOTECHNOLOGIES INC (CONTINUED)  
FOR THE THREE MONTHS PERIOD ENDED 30 APRIL 2019

Page 2

Auditor's Responsibilities for the Audit of the Financial Statements

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a reasonable basis for our audit opinion.

Opinion

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the company as at 31 January 2019 and of its financial performance and cash flows for the year then ended in accordance with the Accounting Principles Generally Accepted in the United States of America (US GAAP).

Restriction on use

We draw attention to Note 1 of the financial statements, which describes the basis of preparation. The financial statements have been prepared to assist the parent company prepare consolidated financial statements and as a result may not be suitable for any other purpose. Our report is intended solely for the directors of Compass Biotechnologies Inc and should not be used by any other parties. Our opinion is not modified in that respect.

*UHY Kenya*

Certified Public Accountants  
NAIROBI

31 May 2019

**CONSOLIDATED STATEMENTS OF EXPENSES**

	Notes	2019 3 months USD	2019 12 months USD
Revenue		0	0
Cost of sales		0	0
Gross profit/(loss)		0	0
Other operating income		0	0
Administrative expenses	12	-750	-45,379
Net loss before other items		<u>-750</u>	<u>-45,379</u>
Interest expense	2	<u>0</u>	<u>-278,430</u>
Net loss before taxes		<u>-750</u>	<u>-323,809</u>
Tax expense	3	0	0
Total net loss		<u><u>-750</u></u>	<u><u>-323,809</u></u>

The notes on pages 8 to 11 form an integral part of these financial statements.

Report of the independent auditor - pages 1 to 2.

CONSOLIDATED BALANCE SHEETS

	Notes	2019 3 months USD	2019 12 months USD
<b>Current assets</b>			
Other receivables	8	711,675	111,675
		<u>711,675</u>	<u>111,675</u>
<b>Total assets</b>		<b><u>711,675</u></b>	<b><u>111,675</u></b>
<b>Current liabilities</b>			
Trade and other payables	9	1,344,556	1,346,206
Short term debt	7	80,595	78,195
		<u>1,425,151</u>	<u>1,424,401</u>
<b>Non-current liabilities</b>			
Long term debt	7	433,389	433,389
		<u>1,858,540</u>	<u>1,857,790</u>
<b>Stockholders' Equity</b>			
Common stock	4	42,468	42,468
Preferred stock	5	54	54
Additional paid-in capital		5,911,342	5,311,342
Accumulated (losses)	Page 5	-7,100,728	-7,099,978
<b>Total stockholders' deficit</b>		<u>-1,146,864</u>	<u>-1,746,115</u>
<b>Total liabilities and stockholders' equity</b>		<b><u>711,675</u></b>	<b><u>111,675</u></b>

The financial statements on pages 3 to 11 were approved and authorised for issue by the Board of Directors on 31 May 2019 and were signed on its behalf by:



.....  
 Richard Shykora, CEO / Secretary / Director

The notes on pages 8 to 11 form an integral part of these financial statements.

Report of the independent auditor - pages 1 to 2.

**CONSOLIDATED STATEMENTS OF STAKEHOLDERS EQUITY (DEFICIT)**

	Note	Common stock USD	Preferred stock USD	Paid-in share capital USD	Retained earnings USD	Total USD
<b>Period ended 31 January 2018</b>						
At start of period		37,108	54	5,274,676	-6,776,169	-1,355,184
Loss for the year		0	0	0	-323,809	0
Transactions with owners:						
Borrowing classified as equity		5,360	0	36,666	0	0
At end of period		<u>42,468</u>	<u>54</u>	<u>5,311,342</u>	<u>-7,099,978</u>	<u>-1,355,184</u>
<b>Period ended 31 January 2019</b>						
At start of period		42,468	54	5,311,342	-7,099,978	-1,746,114
(Loss) for the year		0	0	0	-750	-750
Transactions with owners:						
Borrowing classified as equity		0	0	600,000	0	600,000
At end of period		<u>42,468</u>	<u>54</u>	<u>5,911,342</u>	<u>-7,100,728</u>	<u>-1,146,864</u>

The notes on pages 8 to 11 form an integral part of these financial statements.

Report of the independent auditor - pages 1 to 2.

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Note	2019 3 months USD	2019 12 months USD
<b>Cash Flows From Operating Activities</b>			
Net loss		-750	-323,809
Adjustments to reconcile net income (loss) to net cash used in operating activities			
Trade and other receivables		-600,001	-23,650
Trade and other payables		<u>-1,650</u>	<u>367,212</u>
Net cash used in operating activities		<u>-602,401</u>	<u>19,754</u>
<b>Cash flows from financing activities</b>			
Issuance of common stock		0	5,360
Proceeds from Convertible Notes		0	43,650
Additional paid-in capital		<u>600,000</u>	<u>36,666</u>
Net cash from financing activities		<u>600,000</u>	<u>85,676</u>
<b>Increase in cash and cash equivalents</b>		<b><u>0</u></b>	<b><u>105,430</u></b>
Movement in cash and cash equivalents			
At start of period		0	0
Increase in cash and cash equivalents		0	0
<b>At end of period</b>		<b><u>0</u></b>	<b><u>0</u></b>

SUPPLEMENTAL DISCLOSURE OF CASH FLOW

The notes on pages 8 to 11 form an integral part of these financial statements.

Report of the independent auditor - pages 1 to 2.

## NOTES

### 1 SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these financial statements are set out below.

#### a) Basis of preparation

The accompanying financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP"). The historical cost convention is generally based on the fair value of the consideration given in exchange of assets.

#### Going concern

The financial performance of the company is set out in the statement of profit or loss. The financial position of the company is set out in the statement of financial position.

Based on the financial performance and position of the company and its risk management policies, the management are of the opinion that the company is well placed to continue in business within one year from the date the financial statements are issued or available to be issued.

#### b) Key sources of estimation uncertainty

In the application of the accounting policies, management is required to make the judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other relevant factors. Such estimates and assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Management has made the following assumptions that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

- **Impairment of trade and other receivables** - Management reviews their portfolio of trade and other receivables on a monthly basis. In determining whether receivables are impaired, management makes judgement as to whether there is any evidence indicating that there is a measurable decrease in the estimated future cash flows expected.

#### c) Significant judgements made by management in applying the company's accounting policies

Management have made the following judgements that are considered to have the most significant effect on the amounts recognised in the financial statements:

- Revenue recognition - In making their judgement, management considered the detailed criteria for the recognition of revenue from the sale of goods and performance of service and, in particular, whether the company had transferred to the buyer the significant risks and rewards of ownership of the goods. Following the detailed quantification of the company's liability in respect of rectification work, and the agreed limitation on the customers ability to require further work or to require the replacement of the goods, management are satisfied that the significant risks and rewards have been transferred and that recognition of an appropriate provision for the rectification costs.

**NOTES (CONTINUED)**

**1 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**d) Revenue recognition**

The company recognises revenue when there is persuasive evidence of an arrangement, the fee is fixed or determinable and collectability is reasonably assured and when the specific criteria have been met for each of the company's activities as described below:

- i) Grant income is recognised in the period in which it is earned.
- ii) Consultancy income is recognised in the period in which it is earned.

Interest income is accrued by reference to time in relation to the principal outstanding and the effective  
iii) interest rate applicable.

**e) Translation of foreign currencies**

Transactions in foreign currencies during the period are converted into US Dollars (the functional currency), at the rates ruling at the transaction dates. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. The resulting differences from conversion and translation are dealt with in profit or loss in the period in which they arise.

**f) Cash and cash equivalents**

For purposes of the statement of cash flows, the company considers all short-term debt securities purchased with a maturity of three months or less to be cash equivalents.

**g) Capital contributions**

Common stock are classified as equity.

**h) Taxation**

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss.

Current tax is provided on the results for the year, adjusted in accordance with the enacted tax rates only.

Deferred tax assets are recognized in full and then reduced "by a valuation allowance if, based on the weight of available evidence, it is more likely than not (a likelihood of more than 50 percent) that some portion or all of the deferred tax assets will not be realized." The valuation allowance will "reduce the deferred tax asset to the [net] amount that is more likely than not to be realized."

**NOTES (CONTINUED)**

	<b>2019</b>	<b>2019</b>
	<b>3 months</b>	<b>12 months</b>
	<b>USD</b>	<b>USD</b>
<b>2 Finance costs</b>		
Interest expense	0	278,430
Realised exchange loss	0	0
	<u>0</u>	<u>278,430</u>
<b>3 Tax</b>		
Current tax	0	0
Tax charge	<u>0</u>	<u>0</u>
<b>Tax payable/recoverable</b>	0	0
Balance at 01 December	0	0
Charge for the year	<u>0</u>	<u>0</u>
Balance at 31 January	<u>0</u>	<u>0</u>

	<b>2019</b>	<b>2019</b>
	<b>3 months</b>	<b>12 months</b>
	<b>USD</b>	<b>USD</b>
<b>4 Common stock</b>		
Common stock		
At 1 January	42,468	37,108
Issued during the year	0	5,360
At 31 December	<u>42,468</u>	<u>42,468</u>

The common stock of the company is USD. 0.00001 representing 4,246,827,035 shares.  
 Authorized shares 9,997,999,997 issued shares 4,246,827,035 (2018: 3,710,847,335)

	<b>2019</b>	<b>2019</b>
	<b>3 months</b>	<b>12 months</b>
	<b>USD</b>	<b>USD</b>
<b>5 Preferred stock class, series A</b>		
Preferred stock, 0% noncumulative, nonparticipating		
At 1 January	54	54
Issued during the year	0	0
At 31 December	<u>54</u>	<u>54</u>

Authorised shares are 100,000,000 par value of \$0.0001, issued shares are 540,000



NOTES (CONTINUED)

	<b>2019</b>	<b>2019</b>
	<b>3 months</b>	<b>12 months</b>
	<b>USD</b>	<b>USD</b>
<b>6 Additional paid-in capital</b>		
At 1 January	5,311,342	5,274,676
Issued during the year	600,000	36,666
At 31 December	<u>5,911,342</u>	<u>5,311,342</u>
<b>7 Borrowings</b>		
<b>The borrowings are made up as follows:</b>		
<b>Convertible debt notes</b>		
At 1 January	78,195	113,770
Issued during the year	2,400	-35,575
At 31 December	<u>80,595</u>	<u>78,195</u>
<b>Convertible debt notes payable</b>		
Green Coast Capital International S.A	<u>433,389</u>	<u>433,389</u>
<b>8 Trade and other receivables</b>		
Deposits and prepayments	31,215	31,215
Sound Amp loan	80,460	80,460
Class D Preferred Shares	600,000	0
	<u>711,675</u>	<u>111,675</u>
<b>9 Trade and other payables</b>		
Current		
Accrued interest expense	745,117	745,117
Accrued default penalty payable	595,089	595,089
Audit fees	4,350	6,000
Total trade and other payables	<u>1,344,556</u>	<u>1,346,206</u>

In the opinion of management, the carrying amounts of trade and other

The carrying amounts of the company's trade and other payables are

**NOTES (CONTINUED)**

**10 Incorporation**

The company is incorporated in Nevada, United States of America.

**11 Presentation currency**

The financial statements are presented in US Dollars (USD).

<b>12 Administration expenses</b>	<b>2019 3 months USD</b>	<b>2019 12 months USD</b>
Audit fees	750	6,000
General and other administrative expenses	0	0
Interest expense	0	278,430
Loan default penalty expense	0	39,379
	<u>750</u>	<u>323,809</u>

**Compass Biotechnologies Inc**  
**Quarterly report and financial statements**  
**For the three months period ended 30 April 2019**

**Appendix I**

**TAX COMPUTATION**

	<b>2019</b>
	<b>3 months</b>
	<b>USD</b>
(Loss) as per the financial statements	-750
Add: Amortization of patents	<u>0</u>
	<u>-750</u>
Add: losses brought forward	-6,776,169
<b>ADJUSTED (LOSS) CHARGEABLE TO TAX</b>	<b><u>-6,776,919</u></b>

## 5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

Compass Biotechnologies Inc.: DBA: Bangi Inc., focuses on the acquisition, ownership and management of properties leased to experienced, state-licensed operators for regulated use of Cannabis facilities. It intends to acquire properties through sale-leaseback transactions and third party purchases.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

NA

- C. Describe the issuers' principal products or services, and their markets

management of properties leased to experienced, state-licensed operators for regulated use of Cannabis facilities. It intends to acquire properties through sale-leaseback transactions and third party purchases.

## 6) 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.

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's current office space is located at 18530 Mack Ave., Gross Point Farms, MI 48236. The Company is currently in the process of relocating its operations and expects to secure additional office space shortly.

## 7) Officers, Directors, and Control Persons

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.

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Dr.Neil Parsan</u>	Chairman of The Board and Director	<u>18530 Mack Ave, Gross Point Farms, MI 48236</u>	<u>4.99%</u>	<u>Preferred D</u>	<u>4.99%</u>	_____
<u>Willard L. Jackson</u>	<u>Director</u>	<u>18530 Mack Ave, Gross Point Farms, MI 48236</u>	<u>4.99%</u>	<u>Preferred D</u>	<u>4.99%</u>	_____
<u>Hill Harper</u>	<u>Director</u>	<u>18530 Mack Ave, Gross Point Farms, MI 48236</u>	<u>4.99%</u>	<u>Preferred D</u>	<u>4.99%</u>	_____
<u>Richard Shykora</u>	<u>Director</u>	<u>18530 Mack Ave, Gross Point Farms, MI 48236</u>	<u>0%</u>			_____
<u>Bangi Investments, LLC</u>	<u>Beneficial Owner</u>  Nicole Birch, Manager  100 River Run, Roswell Georgia 30075  *Resident Agent same Individual.	<u>18530 Mack Ave, Gross Point Farms, MI 48236</u>	<u>1</u>	<u>Preferred C</u>	<u>75%</u>	_____

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

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

None

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

None

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

None

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

None

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

None

## 9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: William Robinson Eilers Esq.  
Firm: Eilers Law Group  
Address 1: 1000 Fifth Street, Suite 200-P2, Miami Beach, FL 33139  
Address 2:  
Phone: 786-273-9152  
Email: [wreilers@eilerslawgroup.com](mailto:wreilers@eilerslawgroup.com)

### Accountant or Auditor

Name: Daniel Kabiru  
Firm: UHY Kenya  
Address 1: Centro House, First Floor, Ring Road, Westlands  
Address 2: Nairobi, Kenya  
Phone: +254 020 444 4286  
Email: [dkabiru@uhy-ke.com](mailto:dkabiru@uhy-ke.com)

### Investor Relations Consultant

Name: Harry Tajyar  
Firm: Investor Relations Professionals  
Address 1: 15260 Ventura Blvd., Suite 1010  
Address 2: Sherman Oaks, CA 91403  
Phone: 854-565-5665  
Email: [htajyar@irpartners.com](mailto:htajyar@irpartners.com)

### Other Service Providers

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

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

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

## 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).

The certifications shall follow the format below:

I, Richard Shykora certify that:

1. I have reviewed this Quarterly Disclosure Statement of Compass Biotechnologies 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.

07/17/2019 [Date]

/s/ Richard Shykora [CEO's Signature]

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

### *Principal Financial Officer:*

I, Richard Shykora certify that:

1. I have reviewed this Quarterly Disclosure of Compass Biotechnologies 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.

07/17/2019 [Date]

/s/ Richard Shykora [CFO's Signature]

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