



# **CB SCIENTIFIC, INC.**

## **Annual Financial and Disclosure Statement (UNAUDITED)**

**For the Year Ended March 31, 2021**

**Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**  
**CB SCIENTIFIC, INC.**

340 State Place  
Escondido, CA 92029  
Phone: (503) 660-9790  
Email: [info@cbscientificinc.com](mailto:info@cbscientificinc.com)  
Website(s): [www.cbscientificinc.com](http://www.cbscientificinc.com)  
SIC Code: 8071

**Annual Report**  
**For the Period Ending: March 31, 2021**  
(the "Reporting Period")

As of the filing date of this report, the number of shares outstanding of our Common Stock is: 82,355,000

As of current reporting date of March 31, 2021, the number of shares outstanding of our Common Stock was: 82,043,748

As of prior reporting date of December 31, 2020, the number of shares outstanding of our Common Stock was: 79,821,106

As of prior reporting date of September 30, 2020, the number of shares outstanding of our Common Stock was: 79,391,106

As of prior reporting date of June 30, 2020, the number of shares outstanding of our Common Stock was: 128,394,257

As of most recent completed fiscal year end of March 31, 2020, the number of shares outstanding of our Common Stock was: 58,593,479

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:

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>1</sup> of the company has occurred over this reporting period:

Yes: No: X

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

CB SCIENTIFIC, INC.

The Company was originally incorporated in the State of Oregon as WESTAQ NETWORK, INC. in June of 1987. In June of 1996 its name was changed to NET:X AMERICA INC. On 12-14-2015 it changed its name to CB SCIENTIFIC, INC., and is in good standing with the State of Oregon.

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years? Yes:  No:

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below: N/A

**2) Security Information**

Trading Symbol: CBSC

---

Exact title and class of securities outstanding:

Common Stock CUSIP: 640930202

Par or Stated Value: 0.001

Total shares authorized : 150,000,000 as of: 03/31/2021

Total shares outstanding: 82,043,748 as of: 03/31/2021

Number of shares in the

Unrestricted: 3,761,062 as of: 03/31/2021

Public Float: 2,761,062 as of: 03/31/2021

Additional class of securities (if necessary):

Trading Symbol: None

Exact title and class of securities outstanding:

Series A Preferred CUSIP: 640930202

Par or Stated Value: \$0.001

Total shares authorized: 100,000,000 as of: 03/31/2021

Total shares outstanding: NONE as of: 03/31/2021

Transfer Agent: ClearTrust, LLC

16540 Pointe Village Dr. Suite 206

Lutz, FL 33558

P: 813.235.4490 | F: 813.388.4549

Is the Transfer Agent registered under the Exchange Act?<sup>2</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:**

During the quarter ended 6/30/2020, the Company acquired assets, as further described in 'Issuance History' below, which involved the issuance of 65,859,500 restricted shares of common stock. Subsequent to the end of the quarter, 49,895,901 shares of then-outstanding restricted common stock were returned to the treasury for cancellation.

During the quarter ended 12/31/2020, the Company announced that it had entered into a definitive purchase agreement to acquire Datrix, LLC, a global ambulatory device manufacturer based in Escondido, California. Datrix, LLC brings to CBSC a diversely experienced team of highly qualified individuals with extensive knowledge of design and engineering related to medical devices utilized in this ever-expanding market. This acquisition further strengthens the Company's digital offering with the addition of an existing commercially available product line which includes wireless Mobile Cardiac Telemetry, Cardiac Event, Extended and Standard Holter monitoring through the Datrix Sirona and VX3 devices. This acquisition is expected to provide CBSC and its subsidiary, My-Cardia (USA) Inc. the ability to enhance and improve our current proprietary My-Cam device and to expand into other cardiac arrhythmia testing offerings quickly. This also will open new avenues into the existing Remote Cardiac Ambulatory ECG market which would include possible expansion into future alternative markets. Related to this acquisition will be on-going efforts by CBSC to expand My-Cardia's service capabilities leveraging business relationships and exploring additional acquisitions.

### 3) Issuance History

The Company issued an initial issuance of common stock with the name change and recapitalization based on the asset purchase agreement by CB Scientific, Inc. of Oregon (NET:X America Inc.) of CB Scientific Inc. of Colorado from its shareholders including FutureWorld Corp. The following common shares were issued as restricted securities and were issued in private issuances in 2017, and did not require a registration and based on Rule 144 exemptions.

Talari Industries, LLC. *	46,255,263	Restricted
Zbigniew Lambo	1,000,000	Restricted
Zbigniew Lambo	1,849,552	Restricted

\* Sam Talari is/was the sole director of Talari Industries, LLC.

During the quarter ended 6/30/20, the Company issued a total of 65,859,500 shares of restricted common stock to certain secured investors and controlling shareholders of Prevent Health Care International Corporation (PHCIC), a private British Columbia, Canada corporation involved in the development, sale and service of an innovative arrhythmia diagnostic and heart-monitoring intellectual property and related products. Under the agreement CBSC acquired all of the ownership interests in all of the assets of PCHIC, including its medical technology products developed to date, its intellectual property, manufacturing know-how, any patents and all related information and knowledge necessary to promote, market and sell its product line in the global markets, excluding Australia.

During the quarter ended 6/30/20, the Company issued a total of 4,191,278 shares of restricted common stock to certain employees and a director.

During the quarter ended 9/30/20, the Company issued a total of 892,750 shares of restricted common stock to certain employees and a director.

During the quarter ended 12/31/20, the Company issued 180,000 shares of restricted common stock to Datrix LLC as a deposit in connection with the proposed acquisition of that company by CB Scientific, Inc. and 250,000 shares of restricted common stock to Educational Group, LLC as compensation for consulting services to be rendered over a period of one year.

During the quarter ended 03/31/21, the Company issued a total of 192,600 shares of restricted common stock to certain employees, 300,000 shares of restricted common stock to Datrix LLC as a deposit in connection with the proposed acquisition of that company by CB Scientific, Inc., 350,000 shares of restricted common stock to Cardiolink, Corp as a deposit in connection with the proposed acquisition of that company by CB Scientific, Inc., 1,060,000 shares of restricted common stock to consultants as compensation for consulting services, 70,042 shares to a convertible note holder in connection with the conversion of debt.

#### 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:

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance									
Date <u>3/31/19</u>	Common:	<u>58,593,479</u>							
	Preferred:	<u>10,000,000</u>							
Transaction Date	Transaction type	Number of Shares Issued	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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
6/22/2020	New	465,000	Common	\$0.60	Yes	ROBERT ACHTYMICHUK	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	40,000	Common	\$0.60	Yes	PATRICIA ASHLEY	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	100,000	Common	\$0.60	Yes	MICHELLE BEREZAN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	175,000	Common	\$0.60	Yes	RALPH BEREZAN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	250,000	Common	\$0.60	Yes	DAVID BONDIETTI	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	125,000	Common	\$0.60	Yes	GRANT BREWSTER	Acquisition of assets	Restricted	4(a)(2)

6/22/2020	New	37,500	Common	\$0.60	Yes	DANA BROWN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	610,000	Common	\$0.60	Yes	DON BROWN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	209,000	Common	\$0.60	Yes	BRIAN BUCKLEY	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	700,000	Common	\$0.60	Yes	JOE KWONG ON CHAN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	834,000	Common	\$0.60	Yes	KANEUNGNIT CHAN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	63,000	Common	\$0.60	Yes	SHIU PING CHAN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	250,000	Common	\$0.60	Yes	ROGER CHANNON	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	40,000	Common	\$0.60	Yes	YANG CHEN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	125,000	Common	\$0.60	Yes	TEDDY CHIU	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	9,760,000	Common	\$0.60	Yes	MONG YUEN CHONG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	642,000	Common	\$0.60	Yes	PADI KWOK KWAN CHOW	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	205,000	Common	\$0.60	Yes	DOCERE CONSULTING LTD. Margaret Whelpdale	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	75,000	Common	\$0.60	Yes	MARTIN ELLIS	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	100,000	Common	\$0.60	Yes	RYAN ELLIS	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	700,000	Common	\$0.60	Yes	FORTUNA MINERALS CORP. Rob O'Lenic	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	145,000	Common	\$0.60	Yes	GEORGE FUKUSHIMA	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	5,804,000	Common	\$0.60	Yes	FU KAE FUNG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	2,159,000	Common	\$0.60	Yes	MARVIN GLASER	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	125,000	Common	\$0.60	Yes	TIMOTHY GRACE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	150,000	Common	\$0.60	Yes	DAVID HEIGHINGTON	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	135,000	Common	\$0.60	Yes	RONALD HELIN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	409,000	Common	\$0.60	Yes	GLYNN HENDRY & LORNA HENDRY JT TEN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	125,000	Common	\$0.60	Yes	STEVEN HENNEMEIER	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	209,000	Common	\$0.60	Yes	FOOI SHAR HO	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	125,000	Common	\$0.60	Yes	MATT HOUSEMAN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	140,000	Common	\$0.60	Yes	DARREN JOHNSON	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	125,000	Common	\$0.60	Yes	ELMER JOHNSON	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	700,000	Common	\$0.60	Yes	ROBERT KELLEY	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	2,317,000	Common	\$0.60	Yes	KIN YU LAM	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	300,000	Common	\$0.60	Yes	ZBIGNIEW LAMBO	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	209,000	Common	\$0.60	Yes	DALE LANIUK	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	784,000	Common	\$0.60	Yes	WING HING LAU	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	617,000	Common	\$0.60	Yes	VERMONT SIU-PING LEE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	300,000	Common	\$0.60	Yes	L.E.J.C. SOCIEDAD ANONIMA	Acquisition of assets	Restricted	4(a)(2)

						Mike Spencer			
6/22/2020	New	300,000	Common	\$0.60	Yes	NGAI LEONG CHONG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	300,000	Common	\$0.60	Yes	STEPHEN T.Y. LEUNG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,617,000	Common	\$0.60	Yes	CHAN MA QIONG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,500,000	Common	\$0.60	Yes	CHARLES MARTIN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	270,000	Common	\$0.60	Yes	JOHN W. MATHIAS	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	200,000	Common	\$0.60	Yes	CARRIE MCGLONE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	75,000	Common	\$0.60	Yes	BRIAN MCKAY	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	63,000	Common	\$0.60	Yes	1787551 ALBERTA LTD. Peter Mercier	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	2,300,000	Common	\$0.60	Yes	MONDIAL HOLDINGS LLC Robert Kelley	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	42,000	Common	\$0.60	Yes	DARCY NICKEL	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,687,500	Common	\$0.60	Yes	NOBLE INVESTMENT CORP. Dan Patience	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	135,000	Common	\$0.60	Yes	JAMES E OTT	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	75,000	Common	\$0.60	Yes	RICH PAL	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	209,000	Common	\$0.60	Yes	DAVID PARRY	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	37,500	Common	\$0.60	Yes	BLAKE PATIENCE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	37,500	Common	\$0.60	Yes	CONNOR PATIENCE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	40,000	Common	\$0.60	Yes	DARREL PITTS	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	100,000	Common	\$0.60	Yes	DAVID PATIENCE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	60,000	Common	\$0.60	Yes	DAVID RUBIN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	75,000	Common	\$0.60	Yes	RON SCOTT	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	417,000	Common	\$0.60	Yes	ALFRED SHURN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	400,000	Common	\$0.60	Yes	ERIC SIT	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	4,294,000	Common	\$0.60	Yes	WINNIE YUEN CHING SIT	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	722,000	Common	\$0.60	Yes	ANDREAS STILLINGER	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,084,000	Common	\$0.60	Yes	STRYKER 11 INC. Robert Achymichuk	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	993,000	Common	\$0.60	Yes	TAI KANG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,917,000	Common	\$0.60	Yes	GWOWEI TAN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	350,000	Common	\$0.60	Yes	ALEXANDER THEODORE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	7,000,000	Common	\$0.60	Yes	LOK TOH WENG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	687,500	Common	\$0.60	Yes	TORO NEGRO INVESTMENTS S.A. Andy Beers	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	164,000	Common	\$0.60	Yes	BERNIE TROITSKY	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	209,000	Common	\$0.60	Yes	PETER VAN SEGGELEN	Acquisition of assets	Restricted	4(a)(2)

6/22/2020	New	200,000	Common	\$0.60	Yes	NICHOLAS VOLOSIN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,400,000	Common	\$0.60	Yes	THIAN SEONG BENEDICT VOON	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	75,000	Common	\$0.60	Yes	CURB DESIGN INC. David Walkington	Acquisition of assets	Restricted	4(a)(2)
				\$0.60					
6/22/2020	New	300,000	Common	\$0.60	Yes	RICHARD C. WEINER	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	114,000	Common	\$0.60	Yes	ROBERT DALE WEIR	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	75,000	Common	\$0.60	Yes	KELLY WEISNER	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	165,000	Common	\$0.60	Yes	BRIAN WHITSTONE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,834,000	Common	\$0.60	Yes	AH HENG WONG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	63,000	Common	\$0.60	Yes	JOHNNY GARFIELD WONG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	1,500,000	Common	\$0.60	Yes	XIAN HOR WONG	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	400,000	Common	\$0.60	Yes	TAI XHIA WOON	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	100,000	Common	\$0.60	Yes	THIN LIANG WOON	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	125,000	Common	\$0.60	Yes	GEORGE KWOK HING YAU	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	334,000	Common	\$0.60	Yes	SHU KWONG YUEN	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	145,000	Common	\$0.60	Yes	ZENITH APPRAISAL & LAND CONSULTING LTD - Dave Wood	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	834,000	Common	\$0.60	Yes	BIAO ZHOU JIE	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	417,000	Common	\$0.60	Yes	PING ZHU MEI	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	84,000	Common	\$0.60	Yes	TONY ZICCARDI	Acquisition of assets	Restricted	4(a)(2)
6/22/2020	New	700,000	Common	\$0.60	Yes	CHARLES MARTIN	Compensation agreement	Restricted	4(a)(2)
6/22/2020	New	300,000	Common	\$0.60	Yes	CHARLES MARTIN	Compensation agreement	Restricted	4(a)(2)
6/22/2020	New	447,475	Common	\$0.60	Yes	TIMOTHY GRACE	Compensation agreement	Restricted	4(a)(2)
6/22/2020	New	381,461	Common	\$0.60	Yes	DAVID BONDIETTI	Compensation agreement	Restricted	4(a)(2)
6/22/2020	New	460,824	Common	\$0.60	Yes	STEVEN HENNEMEIER	Compensation agreement	Restricted	4(a)(2)
6/22/2020	New	1,301,518	Common	\$0.60	Yes	CHARLES MARTIN	Compensation agreement	Restricted	4(a)(2)
6/22/2020	New	300,000	Common	\$0.60	Yes	ROBERT KELLEY	Compensation agreement	Restricted	4(a)(2)
7/21/2020	Cancellation	49,895,901	Common	N/A	N/A	ZBIGNIEW LAMBO	N/A	Restricted	4(a)(2)
8/21/2020	New	30,000	Common	\$1.65	Yes	DAVID BONDIETTI	Compensation agreement	Restricted	4(a)(2)
8/21/2020	New	145,934	Common	\$1.65	Yes	TIMOTHY GRACE	Compensation agreement	Restricted	4(a)(2)
8/21/2020	New	148,750	Common	\$1.65	Yes	STEVEN HENNEMEIER	Compensation agreement	Restricted	4(a)(2)
8/21/2020	New	266,500	Common	\$1.65	Yes	CHARLES MARTIN	Compensation agreement	Restricted	4(a)(2)
8/21/2020	New	300,000	Common	\$1.65	Yes	JAMES OTT	Compensation agreement	Restricted	4(a)(2)
8/21/2020	New	1,566	Common	\$1.65	Yes	TIMOTHY GRACE	Compensation agreement	Restricted	4(a)(2)
10/28/2020	New	180,000	Common	\$1.65	Yes	DATRIX LLC – Jon Barron	Deposit on acquisition	Restricted	4(a)(2)
10/28/2020	New	250,000	Common	\$1.39	Yes	EDUCATIONAL GROUP, LLC	Consulting agreement	Restricted	4(a)(2)

						Theresa Haynes			
1/20/2021	New	300,000	Common	\$1.37	Yes	DATRIX LLC – Jon Barron	Deposit on acquisition	Restricted	4(a)(2)
1/20/2021	New	87,300	Common	\$1.03	Yes	STEVEN HENNEMEIER	Compensation agreement	Restricted	4(a)(2)
1/20/2021	New	87,300	Common	\$1.03	Yes	TIMOTHY GRACE	Compensation agreement	Restricted	4(a)(2)
1/20/2021	New	18,000	Common	\$1.03	Yes	DAVID BONDIETTI	Compensation agreement	Restricted	4(a)(2)
1/20/2021	New	250,000	Common	\$1.39	Yes	DAVID TRUMBULL	Compensation agreement	Restricted	4(a)(2)
1/20/2021	New	1,000,000	Common	\$1.07	Yes	JOHN LEE	Compensation agreement	Restricted	4(a)(2)
2/24/2021	New	10,000	Common	\$1.14	Yes	ADAM STROTHMAN	Compensation agreement	Restricted	4(a)(2)
2/24/2021	New	350,000	Common	\$1.20	Yes	CARDIOLINK - Robert Kammerer	Compensation agreement	Restricted	4(a)(2)
3/22/2021	New	50,000	Common	\$1.03	Yes	Revelers.IO Media Group, Inc. (RIO).	Compensation agreement	Restricted	4(a)(2)
3/23/2021	Cancellation	10,000,000	Preferred	N/A	N/A	ZBIGNIEW LAMBO	N/A	N/A	4(a)(2)
3/26/2021	New	70,042	Common	\$1.03	Yes	Carl Miller	Conversion of notes payable	Restricted	4(a)(2)
6/4/2021	New	262,720	Common	\$0.50	Yes	Noble Investment Corp. - Dan Patience	Conversion of notes payable	Restricted	4(a)(2)
6/4/2021	New	48,532	Common	\$0.56	Yes	J David Gambrel	Conversion of notes payable	Restricted	4(a)(2)
<b>Shares Outstanding on Filing Date of This Report:</b>									
<u>Ending Balance:</u>									
Date <u>06/30/21</u> Common: <b>82,355,000</b>									
Preferred: <b>None</b>									

All shares listed above were issued as described in the 'Issuance History' above.

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

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
8/3/2020	\$50,000	\$50,000	\$2,267.12	8/3/2021	50,000 x 2 + 10,000 x 2 = 120,000 shares	James E. Ott	Loan
8/3/2020	\$50,000	\$50,000	\$2,267.12	8/3/2021	50,000 x 2 + 10,000 x 2 = 120,000 shares	Spring Creek Partners – John Hanahan	Loan



8/20/2020	\$30,000	\$30,000	\$2,064.66	8/20/2021	30,000 x 2 + 6,000 x 2 = 72,000 shares	Bradley Joseph Mann	Loan
8/27/2020	\$25,000	\$25,000	\$1,051.37	8/27/2021	25,000 x 2 + 5,000 x 2 = 60,000 shares	Karen M May	Loan
9/3/2020	\$5,000	\$5,000	\$205.48	9/3/2021	5,000 x 2, + 1,000 x 2 = 12,000 shares	Owen Dave Smith	Loan
9/15/2020	\$20,000	\$20,000	\$789.04	9/15/2021	20,000 x 2, 4,000 x 2 = 48,000 shares	Larry Miller - Matrix Equities, Inc.	Loan
9/15/2020	\$105,000	\$105,000	\$9,941.92	9/15/2021	105,000 x 2, = 210,000 shares	Greentree Financial Group, Inc.,	Loan
9/22/2020	\$15,000	\$15,000	\$577.40	9/22/2021	15,000 x 2, 3,000 x 2 = 36,000 shares	Steven Lusthaus	Loan
9/23/2020	\$10,000	\$10,000	\$613.70	9/23/2021	10,000 x 2 + = 20,000 shares	Michael Dyer	Loan
10/7/2020	\$50,000	\$50,000	\$1,821.92	10/7/2021	50,000 x 2 + 10,000 x 2 = 120,000 shares	Patrick Schneider	Loan
10/7/2020	\$50,000	\$50,000	\$1,821.92	10/7/2021	50,000 x 2 + 10,000 x 2 = 120,000 shares	Carran Schneider	Loan
12/10/2020	\$10,000	\$10,000	\$442.74	12/10/2021	10,000 x 2, + 2,000 x 2 = 24,000 shares	Roger Channon	Loan
12/14/2020	\$6,000	\$6,000	\$260.38	12/14/2021	6,000 x 2, + 1,200 x 2 = 14,400 shares	Steve Christifulli	Loan
12/14/2020	\$5,000	\$5,000	\$216.99	12/14/2021	5,000 x 2, + 1,000 x 2 = 12,000 shares	Catanga International SA - Attn: Robert Seeley	Loan
12/14/2020	\$10,000	\$10,000	\$433.97	12/14/2021	10,000 x 2, + 2,000 x 2 = 24,000 shares	Catanga International SA - Attn: Robert Seeley	Loan
12/18/2020	\$100,000	\$100,000	\$4,252.05	12/18/2021	100,000 x 2, + 40,000 x 2 = 280,000 shares	Berezan Investments Inc. Attn: Ralph Berezan	Loan
1/14/2021	\$12,000	\$12,000	\$274.52	1/14/2022	12,000 x 2 = 24,000 shares	Kelvin Isert	Loan
1/14/2021	\$10,000	\$10,000	\$366.03	1/14/2022	10,000 x 2 = 20,000 shares	Carl Miller	Loan
1/16/2021	\$7,500	\$7,500	\$169.52	1/16/2022	7,500 x 2 = 15,000 shares	Gary Edge	Loan
1/21/2021	\$10,000	\$10,000	\$219.18	1/21/2022	10,000 x 2 = 20,000 shares	Oscar and Lorraine Isert	Loan
1/22/2021	\$7,500	\$7,500	\$163.36	1/22/2022	7,500 x 2 = 15,000 shares	Sound Emergency Planning Corp. - Rick Hopkins	Loan
2/4/2021	\$50,000	\$50,000	\$1,600.00	2/4/2022	50,000 x 2 + 10,000 x 2 = 120,000 shares	Noble Investment Corp. - Dan Patence	Loan
2/11/2021	\$5,000	\$5,000	\$152.33	2/11/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	Gary Edge	Loan
2/11/2021	\$5,000	\$5,000	\$152.33	2/11/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	Angela Tausanis	Loan

2/11/2021	\$5,000	\$5,000	\$152.33	2/11/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	Alexandra Houlios	Loan
2/16/2021	\$10,000	\$10,000	\$293.70	2/16/2022	10,000 x 2, + 2,000 x 2 = 24,000 shares	John Daniel Trotter	Loan
2/17/2021	\$5,000	\$5,000	\$145.75	2/17/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	Joseph Fiore	Loan
2/23/2021	\$5,000	\$5,000	\$139.18	2/23/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	Bonnie Rodger	Loan
2/24/2021	\$30,000	\$30,000	\$828.49	2/24/2022	30,000 x 2 + 6,000 x 2 = 72,000 shares	Gary Reed	Loan
2/24/2021	\$30,000	\$30,000	\$517.81	2/24/2022	30,000 x 2 + 6,000 x 2 = 72,000 shares	Kim Reed	Loan
2/28/2021	\$5,000	\$5,000	\$133.70	2/28/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	Doug Staruch	Loan
3/1/2021	\$7,500	\$7,500	\$124.32	3/1/2022	7,500 x 2 = 15,000 shares	Sound Emergency Planning Corp. - Rick Hopkins	Loan
3/1/2021	\$2,500	\$2,500	\$41.44	3/1/2022	2,500 x 2 + 1,000 x 2 = 7,000 shares	Oscar and Lorraine Isert	Loan
3/3/2021	\$10,000	\$10,000	\$163.01	3/3/2022	10,000 x 2, + 2,000 x 2 = 24,000 shares	Karla Tritten	Loan
3/18/2021	\$7,500	\$7,500	\$106.85	3/18/2022	7,500 x 2 = 15,000 shares	Gary Edge	Loan
3/22/2021	\$5,000	\$5,000	\$68.49	3/22/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	Scott Lowes	Loan
4/29/2021	\$10,000	\$10,000	\$135.89	4/29/2022	10,000 x 2, + 2,000 x 2 = 24,000 shares	John W Mathias	Loan
5/5/2021	\$10,000	\$10,000	\$122.74	5/5/2022	10,000 x 2, + 2,000 x 2 = 24,000 shares	Michelle Berezan	Loan
5/13/2021	\$5,000	\$5,000	\$52.60	5/13/2022	5,000 x 2, + 1,000 x 2 = 12,000 shares	J David Gambrel	Loan
5/17/2021	\$15,000	\$15,000	\$144.66	5/17/2022	15,000 x 2, 3,000 x 2 = 36,000 shares	Michelle Berezan	Loan
5/21/2021	\$50,000	\$50,000	\$438.36	5/21/2022	50,000 x 2 + 10,000 x 2 = 120,000 shares	Noble Investment Corp. - Dan Patence	Loan
6/1/2021	\$20,000	\$20,000	\$127.12	6/1/2022	20,000 x 2, 4,000 x 2 = 48,000 shares	Bradley Joseph Mann	Loan
6/2/2021	\$50,000	\$50,000	\$306.85	6/2/2022	50,000 x 2 + 10,000 x 2 = 120,000 shares	Adam Ryan Resseger	Loan

## 4) Financial Statements

The following financial statements were prepared in accordance with:

- U.S. GAAP  
 IFRS

The financial statements for this reporting period were prepared by (name of individual)<sup>3</sup>:

Name: **William G. Thomas, III / A-Frame Accounting & Advisory, Inc.**  
Title: Accountant  
Relationship to Issuer: Outside Accountant

**Provide the financial statements described below for the most recent fiscal year or quarter.**

### FOR THE YEAR ENDED MARCH 31, 2021 TABLE OF CONTENTS

	Page
Item 1. Financial Statements	
Consolidated Balance Sheets (Unaudited) at March 31, 2021 and 2020	F-1
Consolidated Statements of Operations (Unaudited) for the years ended March 31, 2021 and 2020	F-2
Consolidated Statements of Cash Flows (Unaudited) for the years ended March 31, 2021 and 2020	F-3
Consolidated Statements of Stockholders' Equity (Unaudited) for the years ended March 31, 2021 and 2020	F-4
Notes to the Unaudited Consolidated Financial Statements	F-5

---

<sup>3</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.

**CB SCIENTIFIC, INC. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**

	<u>March 31,</u> <u>2021</u> <u>Unaudited</u>	<u>March 31,</u> <u>2020</u> <u>Unaudited</u>
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 18,713	\$ 14,962
Accounts receivable	13,197	12,696
Inventory	154,318	80,932
Deposits	1,503,000	-
Total current assets	1,689,228	108,590
Property and equipment, net	51	-
Intangible assets	560	-
Total assets	<u>\$ 1,689,839</u>	<u>\$ 108,590</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>Current liabilities:</b>		
Accounts payable	\$ 3,165	\$ 13,582
Accrued liabilities	391,614	261,939
Convertible notes payable, net of discount	297,951	-
Total current liabilities	692,730	275,521
PPP loan	90,845	-
Note payable, long-term	1,800,964	1,799,569
<b>Total Liabilities</b>	<u>2,584,539</u>	<u>2,075,090</u>
Commitments and contingencies (Note 12)		
<b>Stockholder's deficit</b>		
Preferred stock, \$0.001 par value, 50,000,000 shares authorized; 0 and 10,000,000 shares issued and outstanding at March 31, 2021 and 2020, respectively	-	10,000
Common stock, \$0.001 par value; 150,000,000 shares authorized, 82,043,748 and 58,593,479 issued and outstanding at March 31, 2021 and 2020	82,043	58,594
Additional paid in capital	7,671,430	(68,094)
Accumulated deficit	(8,648,172)	(1,967,000)
Total stockholders' equity	(894,699)	(1,966,500)
Total liabilities and stockholders' equity	<u>\$ 1,689,839</u>	<u>\$ 108,590</u>

The accompanying notes are an integral part of these unaudited financial statements

**CB SCIENTIFIC, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**(UNAUDITED)**

	<b>For the years ended March 31,</b>	
	<u><b>2021</b></u>	<u><b>2020</b></u>
<b>Revenues</b>		
Merchandise sales	\$ 24,778	121,929
Cost of goods sold	(1,564)	48,729
Total revenues	<u>23,214</u>	<u>73,200</u>
<b>Operating expenses</b>		
Personnel expenses	924,066	671,304
Professional fees	12,760	-
General and administrative	3,014,104	318,416
Depreciation and amortization	6,753	-
Total operating expenses	<u>3,957,683</u>	<u>989,720</u>
Net operating loss	<u>(3,934,469)</u>	<u>(916,520)</u>
<b>Other income (expenses):</b>		
Interest expense	(21,349)	-
Amortization of debt discount	(322,951)	-
Financing expense - equity kicker	(20,600)	-
Gain on extinguishment of debt	(2,381,803)	-
Impairment of inventory	-	(82,932)
Total other expenses	<u>(2,746,703)</u>	<u>(82,932)</u>
Net income (loss)	<u>\$ (6,681,172)</u>	<u>\$ (999,452)</u>
<b>Basic and diluted loss per share</b>	<u>\$ (0.08)</u>	<u>\$ (0.02)</u>
<b>Weighted average number of shares outstanding, basic and diluted</b>	<u>82,043,748</u>	<u>58,593,479</u>

The accompanying notes are an integral part of these unaudited financial statements

**CB SCIENTIFIC, INC. AND SUBSIDIARIES**  
**STATEMENTS OF STOCKHOLDERS' EQUITY**  
**FOR THE YEARS ENDED MARCH 31, 2021 AND MARCH 31, 2020**  
**UNAUDITED**

	<u>Preferred Stock Series A</u>		<u>Common Stock</u>		<u>Additional Paid-In</u>	<u>Accumulated</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>Deficit</u>	
<b>Balance, April 1, 2019 (retroactively restated to effect recapitalization)</b>	10,000,000	\$ 10,000	58,593,479	\$ 58,594	\$ 68,094	\$ (967,548)	\$ (830,860)
Net loss	-	-	-	-	-	(999,452)	(999,452)
<b>Balance, March 31, 2020</b>	10,000,000	\$ 10,000	58,593,479	\$ 58,594	\$ 68,094	\$ (1,967,000)	\$ (1,830,312)
Common stock issued in reverse merger	-	-	65,859,500	65,859	(121,298)	-	(55,439)
Cancellation of common stock in connection with reverse merger	(10,000,000)	(10,000)	(49,895,901)	(49,896)	59,896	-	-
Stock issued for board member services	-	-	1,200,000	1,200	1,033,800	-	1,035,000
Stock issued for accrued compensation	-	-	3,376,628	3,376	2,727,805	-	2,731,181
Stock issued for a deposit on a future acquisition (Datrix, LLC)	-	-	480,000	480	707,520	-	708,000
Stock issued for a deposit on a future acquisition (CardioLink)	-	-	350,000	350	419,650	-	420,000
Stock issued for services	-	-	2,010,000	2,010	1,898,390	-	1,900,400
Stock issued for conversion of principal and interest	-	-	50,042	50	51,493	-	51,543
Stock issued as an inducement to convert notes payable	-	-	20,000	20	20,580	-	20,600

Fair value of beneficial conversion feature	-	-	-	-	805,500	-	805,500
Net income	-	-	-	-	-	(6,681,172)	(6,681,172)
<b>Balance, March 31, 2021</b>	<u>-</u>	<u>\$ -</u>	<u>82,043,748</u>	<u>\$ 82,043</u>	<u>\$ 7,661,430</u>	<u>\$ (8,648,172)</u>	<u>\$ (894,699)</u>

The accompanying notes are an integral part of these unaudited financial statements

F3

**CB SCIENTIFIC, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(UNAUDITED)**

	For the years ended		March
	31,		
	2021		2020
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Net income (loss)	\$ (6,681,172)		\$ (999,452)
Adjustments to reconcile net loss to net cash used in operating activities:			
Depreciation and amortization	6,753		-
Stock issued for services	2,935,400		-
Amortization of debt discount	322,951		-
Gain on extinguishment of debt	2,381,803		-
Financing expense - equity kicker	20,600		-
Changes in working capital requirements:			
Accounts receivable	(501)		(12,696)
Inventory	-		92,093
Accounts payable	(10,418)		13,589
Accrued liabilities	311,990		223,753
Deposits	(75,000)		-
Net cash used in operating activities	<u>(787,594)</u>		<u>(682,713)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Proceeds from payroll protection program loan	90,845		-
Proceeds from issuance of notes payable	-		600,160
Cash receipts from issuance of convertible notes payable	700,500		-
Net cash provided by financing activities	<u>791,345</u>		<u>600,160</u>
<b>NET INCREASE IN CASH</b>	3,751		(82,553)
<b>CASH, BEGINNING OF PERIOD</b>	14,962		97,515
<b>CASH, END OF PERIOD</b>	<u>\$ 18,713</u>		<u>\$ 14,962</u>
<b>Supplemental disclosure of cash flow information</b>			
Cash paid for interest expense	\$ -		\$ -
Cash paid for income taxes	\$ -		\$ -

The accompanying notes are an integral part of these unaudited financial statements



**CB SCIENTIFIC, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**1. Nature of operations**

CB Scientific, Inc., through its US and international subsidiaries, provides innovative products and services in the ambulatory non-invasive cardiac monitoring space. Our FDA and CE cleared EKG devices, interactive cloud-based acquisition software, and smartphone apps for both iOS and Android platforms, provide improved compliance for patients at risk of abnormal heart rhythms as well as more accurate information for physicians.

**2. Summary of significant accounting policies**

*Basis of Presentation*

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

Use of Estimates

The preparation of 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 and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The most significant assumptions and estimates relate to the valuation of equity issued for services, valuation of equity associated with convertible debt, the valuation of derivative liabilities, and the valuation of deferred tax assets. Actual results could differ from these estimates.

Fair Value Measurements and Fair Value of Financial Instruments

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

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

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

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

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

### Derivative Liability

We evaluate convertible instruments, options, warrants or other contracts to determine if those contracts or embedded components of those contracts qualify as derivatives to be separately accounted for under ASC Topic 815, "Derivatives and Hedging." The result of this accounting treatment is that the fair value of the derivative is marked-to-market each balance sheet date and recorded as a liability. In the event the fair value is recorded as a liability, the change in fair value is recorded in the statement of operations as other income (expense). Upon conversion or exercise of a derivative instrument, the instrument is marked to fair value at the conversion date and then that fair value is reclassified to equity. Equity instruments that are initially classified as equity that become subject to reclassification under ASC Topic 815 are reclassified to liabilities at the fair value of the instrument on the reclassification date.

### Deferred Taxes

The Company follows Accounting Standards Codification subtopic 740-10, Income Taxes ("ASC 740-10") for recording the provision for income taxes. Deferred tax assets and liabilities are computed based upon the difference between the financial statement and income tax basis of assets and liabilities using the enacted marginal tax rate applicable when the related asset or liability is expected to be realized or settled. Deferred income tax expenses or benefits are based on the changes in the asset or liability during each period. If available evidence suggests that it is more likely than not that some portion or all of the deferred tax assets will not be realized, a valuation allowance is required to reduce the deferred tax assets to the amount that is more likely than not to be realized. Future changes in such valuation allowance are included in the provision for deferred income taxes in the period of change. Deferred income taxes may arise from temporary differences resulting from income and expense items reported for financial accounting and tax purposes in different periods.

Deferred taxes are classified as current or non-current, depending on the classification of assets and liabilities to which they relate. Deferred taxes arising from temporary differences that are not related to an asset or liability are classified as current or non-current depending on the periods in which the temporary differences are expected to reverse and are considered immaterial.

### Cash and Cash Equivalents

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

### Accounts Receivable and Allowance for Doubtful Accounts

The Company monitors outstanding receivables based on factors surrounding the credit risk of specific customers, historical trends, and other information. The allowance for doubtful accounts is estimated based on an assessment of the Company's ability to collect on customer accounts receivable. There is judgment involved with estimating the allowance for doubtful accounts and if the financial condition of the Company's customers were to deteriorate, resulting in their inability to make the required payments, the Company may be required to record additional allowances or charges against revenues. The Company writes-off accounts receivable against the allowance when it determines a balance is uncollectible and no longer actively pursues its collection. As of March 31, 2021 and 2020 based upon the review of the outstanding accounts receivable, the Company has determined that an allowance for doubtful accounts is not material. The allowance for doubtful accounts is created by forming a credit balance which is deducted from the total receivables balance in the balance sheet.

As of March 31, 2021 and 2020, the Company had \$13,197 and \$12,696 in trade receivables, respectively.

### Property and Equipment

Property and equipment are stated at cost and depreciated using the straight-line method over their estimated useful lives of 3 to 7 years.

## Goodwill

Under U.S. Generally Accepted Accounting Principles (GAAP), public companies that report goodwill on their balance sheet can't amortize it. Instead, goodwill must be tested at least annually for impairment. When impairment occurs, the company must write down the reported value of goodwill will be amortized over the period. When retired or otherwise disposed, the related carrying value and accumulated depreciation are removed from the respective accounts and the net difference less any amount realized from disposition, is reflected in earnings.

## Stock Based Compensation Expense

We expect to account any share-based compensation pursuant to SFAS No. 123 (revised 2004) Share-Based Payment, or SFAS No. 123R. SFAS No. 123R requires measurement of all employee share-based payments awards using a fair-value method. When a grant date for fair value is determined we will use the Black-Scholes-Merton pricing model. The Black-Scholes-Merton valuation calculation requires us to make key assumptions such as future stock price volatility, expected terms, risk-free rates and dividend yield. The weighted-average expected term for stock options granted was calculated using the simplified method in accordance with the provisions of Staff Accounting Bulletin No. 107, Share-Based Payment. The simplified method defines the expected term as the average of the contractual term and the vesting period of the stock option. We will estimate the volatility rates used as inputs to the model based on an analysis of the most similar public companies for which CB Scientific has data. We will use judgment in selecting these companies, as well as in evaluating the available historical volatility data for these companies.

SFAS No. 123R requires us to develop an estimate of the number of share-based awards which will be forfeited due to employee turnover. Annual changes in the estimated forfeiture rate may have a significant effect on share-based payments expense, as the effect of adjusting the rate for all expense amortization after January 1, 2006 is recognized in the period the forfeiture estimate is changed. If the actual forfeiture rate is higher than the estimated forfeiture rate, then an adjustment is made to increase the estimated forfeiture rate, which will result in a decrease to the expense recognized in the financial statements. If the actual forfeiture rate is lower than the estimated forfeiture rate, then an adjustment is made to decrease the estimated forfeiture rate, which will result in an increase to the expense recognized in the financial statements. The risk-free rate is based on the U.S. Treasury yield curve in effect at the time of grant. We have never paid cash dividends, and do not currently intend to pay cash dividends, and thus have assumed a 0% dividend yield.

CB Scientific will continue to use its best judgment in evaluating the expected term, volatility and forfeiture rate related to its stock-based awards on a prospective basis, and in incorporating these factors into the model. If our actual experience differs significantly from the assumptions used to compute its stock-based compensation cost, or if different assumptions had been used, we may record too much or too little share-based compensation cost.

During the years ended March 31, 2021, the Company recorded \$2,935,400 in stock based compensation expense for stock issued for services.

## Revenue Recognition

Revenue includes product sales. The Company recognizes revenue from product sales in accordance with Topic 605 "Revenue Recognition in Financial Statements" which considers revenue realized or realizable and earned when all of the following criteria are met:

- (i) persuasive evidence of an arrangement exists,
- (ii) the services have been rendered and all required milestones achieved,
- (iii) the sales price is fixed or determinable, and
- (iv) Collectability is reasonably assured.

## Recent Accounting Pronouncements

Since the year ended March 31, 2020 and through March 31, 2021, there were several new accounting pronouncements issued by the FASB. Each of these pronouncements, as applicable, has been or will be adopted by the Company. Management does not believe the adoption of any of these accounting pronouncements has had or will have a material impact on the Company's financial statements.

### Convertible Debentures

If the conversion features of conventional convertible debt provide for a rate of conversion that is below market value at issuance, this feature is characterized as a beneficial conversion feature ("BCF"). A BCF is recorded by the Company as a debt discount pursuant to ASC Topic 470-20 "Debt with Conversion and Other Options." In those circumstances, the convertible debt is recorded net of the discount related to the BCF, and the Company amortizes the discount to interest expense, over the life of the debt.

### Fair Value of Financial Instruments

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

The Company follows Accounting Standards Codification subtopic 820-10, Fair Value Measurements and Disclosures ("ASC 820-10") and Accounting Standards Codification subtopic 825-10, Financial Instruments ("ASC 825-10"), which permits entities to choose to measure many financial instruments and certain other items at fair value.

### Beneficial Conversion Feature

For conventional convertible debt where the rate of conversion is below market value, the Company records a "beneficial conversion feature" ("BCF") and related debt discount.

When the Company records a BCF, the relative fair value of the BCF is recorded as a debt discount against the face amount of the respective debt instrument (offset to additional paid in capital) and amortized to interest expense over the life of the debt.

During the year ended March 31, 2021 the Company recorded a beneficial conversion feature in the amount of \$805,500.

### Advertising, Marketing and Public Relations

The Company follows the policy of charging the costs of advertising, marketing, and public relations to expense as incurred. Offering Costs  
Costs incurred in connection with raising capital by the issuance of common stock are recorded as contra equity and deducted from the capital raised.

### Income Taxes

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

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

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

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

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

#### Recent Accounting Pronouncements

ASU 2014-10, "Development Stage Entities (Topic 915): Elimination of Certain Financial Reporting Requirements". ASU 2014-10 eliminates the distinction of a development stage entity and certain related disclosure requirements, including the elimination of inception-to-date information on the statements of operations, cash flows and stockholders' equity. The amendments in ASU 2014-10 will be effective prospectively for annual reporting periods beginning after December 15, 2014, and interim periods within those annual periods, however early adoption is permitted. The Company evaluated and adopted ASU 2014 -10 during the year ended December 31, 2015.

In August 2014, the FASB issued ASU No. 2014-15, "Presentation of Financial Statements—Going Concern." The provisions of ASU No. 2014-15 require management to assess an entity's ability to continue as a going concern by incorporating and expanding upon certain principles that are currently in U.S. auditing standards. Specifically, the amendments (1) provide a definition of the term substantial doubt, (2) require an evaluation every reporting period including interim periods, (3) provide principles for considering the mitigating effect of management's plans, (4) require certain disclosures when substantial doubt is alleviated as a result of consideration of management's plans, (5) require an express statement and other disclosures when substantial doubt is not alleviated, and (6) require an assessment for a period of one year after the date that the financial statements are issued (or available to be issued). The amendments in this ASU are effective for the annual period ending after December 15, 2016, and for annual periods and interim periods thereafter. The Company is currently assessing the impact of this ASU on the Company's consolidated financial statements.

Other accounting standards are not expected to have a material impact on the Company's consolidated financial position or results of operations.

### **3. Property and equipment**

Property and equipment of its former business, net, consisted of the following at March 31, 2021 and 2020:

	<u>As of</u> <u>March 31, 2021</u>	<u>As of</u> <u>March 31, 2020</u>
Computer equipment	\$ 6,592	\$ -
	6,592	-
Less: accumulated depreciation	(6,541)	-
	<u>\$ 51</u>	<u>\$ -</u>

Depreciation expense was \$2,300 for the year ended March 31, 2021.

#### 4. Intangible assets

Intangible Net assets consisted of the following at March 31, 2021 and 2020:

	<u>As of</u> <u>March 31, 2021</u>	<u>As of</u> <u>March 31, 2020</u>
Computer software	\$ 12,767	\$ -
	12,767	-
Less: accumulated amortization	(12,207)	-
	<u>\$ 550</u>	<u>\$ -</u>

Amortization expense was \$4,454 for the year ended March 31, 2021.

#### 5. Business acquisition

*Prevent Health Care International Corporation / MyCardia (USA) Inc.*

On June 22, 2020, the Company completed an acquisition of the assets of Prevent Health Care International Corporation (“PHCIC”), a private British Columbia, Canada corporation involved in the development, sale and service of an innovative arrhythmia diagnostic and heart-monitoring intellectual property, and related products. The primary assets of PHCIC are its wholly-owned subsidiaries: MyCardia (USA) Inc., incorporated in California, MyCardia (HK) Ltd., incorporated in Hong Kong, China, and Shenzhen Maikadi Medical Technology, Ltd. incorporated in China. MyCardia (USA) Inc. is a fully operating company whereas MyCardia (HK) Ltd. and Shenzhen Maikadi Medical Technology, Ltd. do not yet have operations. The consideration for the acquisition was 65,859,500 shares of the Company’s common stock, valued at \$0.60 per share, or \$39,515,700.

In connection with agreement, Zig Lambo, the President and sole Director of the Company, at the time, concluded the PHCIC agreement which involved the subsequent return to the Company’s treasury and cancellation of 49,895,801 shares of common stock and 10,000,000 shares of Series A Preferred stock which he had previously acquired from Sam Talari and another minority shareholder.

The Company analyzed the acquisition under applicable guidance and determined that the acquisition should be accounted as a reverse merger with MyCardia (USA) Inc. as the accounting acquirer and CB Scientific, Inc. as the accounting acquiree. The financial reporting will reflect the accounting from the perspective of MyCardia (USA) (“accounting acquirer”), except for the legal capital, which has retroactively adjusted to reflect the capital of CB Scientific, Inc. (“accounting acquiree”) in accordance with ASC 805-40-45-1.

*Datrix, LLC*

On October 26, 2020, the Company entered into an agreement to purchase the assets of Datrix, LLC (“Datrix”), a global ambulatory device manufacturer based in Escondido, California for \$1,500,000 and 480,000 shares of the Company’s common stock. Upon signing the agreement, the Company is required to make an initial deposit of \$75,000 and \$50,000 per month until the earlier of the closing date or termination of the agreement. The Company is required to issue 180,000 shares as a deposit upon the signing of the agreement and the remaining 300,000 shares on the later of the closing date or January 1, 2021.

The Company paid the initial deposit of \$75,000 on October 27, 2020. The Company issued 180,000 shares on October 28, 2020 valued at \$297,000, or \$1.65 per share. On January 13, 2021, the Company agreed to issue the remaining 300,000 shares, which were valued at \$411,000, or \$1.37 per share. These deposits are recorded on the balance sheet as deposits. The Company has accrued \$250,000 in payments due from November 2020 through March 2021. As of March 31, 2021, the acquisition has not closed.

## *Cardiolink Corp.*

On February 19, 2021, the Company entered into an agreement to purchase the equity interests of Cardiolink Corp (“Cardiolink”), a Medicare-certified Independent Diagnostic Testing Facility (IDTF) based in Levittown, New York, for \$2,000,000 in cash and 350,000 shares of the Company’s common stock. The Company paid the initial deposit of \$50,000 on February 26, 2021. The Company issued the 350,000 shares of common stock on February 24, 2021, valued at \$420,000, or \$1.20 per share. These deposits are recorded on the balance sheet as deposits. As of March 31, 2021, the acquisition has not closed.

### **6. Convertible notes payable**

Between August 4, 2020 and March 22, 2021, the Company issued convertible notes payable with an aggregate face value of \$700,500 with coupon rates of 5% and 8%. The notes have a maturity date of one year. The agreements provided the holder has the option to convert the principal balance and any accrued interest to common stock of the Company at a conversion price of \$.50 per share.

On September 15, 2020, the Company entered into an agreement with a financial advisory firm. The agreement provided for the payment of \$105,000 for the services in the form of a convertible note with a coupon rate of 12% and a maturity date of one year. The agreements provided the holder has the option to convert the principal balance and any accrued interest to common stock of the Company at a conversion price of \$.50 per share.

The carrying value of the notes as of March 31, 2021 is \$297,951.

#### *Accounting Considerations*

The Company evaluated the agreement under ASC 815 Derivatives and Hedging (“ASC 815”). ASC 815 generally requires the analysis embedded terms and features that have characteristics of derivatives to be evaluated for bifurcation and separate accounting in instances where their economic risks and characteristics are not clearly and closely related to the risks of the host contract. None of the embedded terms required bifurcation and liability classification.

The Company was required to determine if the debt contained a beneficial conversion feature (“BCF”), which is based on the intrinsic value on the date of issuance. The Company recorded a beneficial conversion feature in the amount of \$805,500, which is a debt discount and will be amortized over the life of the note.

#### *Amortization of debt discount*

For the year ended March 31, 2021, the Company recorded \$322,951 in amortization of debt discount related to the notes. For the year ended March 31, 2021, the Company recorded \$21,349 in interest expense related to the notes.

#### *Conversion of notes*

On March 22, 2021, one of the note holders converted \$25,000 in principal and \$20 in accrued interest into 50,042 shares of common stock. The conversion resulted in the Company recorded a loss on extinguishment of debt in the amount of \$26,523. In connection with the conversion, the Company issued 20,000 shares as an equity kicker valued at \$20,600, or \$1.03 per share, which is recorded as financing expense – equity kicker in the statement of operations.

### **7. Related-party transactions**

During the year ended March 31, 2021, Zig Lambo, the President and sole Director of the Company, at the time, concluded the PHCIC agreement described above, which also involved the subsequent return to the Company’s treasury and cancellation of 49,895,801 shares of common stock which he previously acquired from Sam Talari and another minority shareholder.

## **8. Concentration of credit risks**

The Company maintains accounts with financial institutions. All cash in checking accounts is non-interest bearing and is fully insured by the Federal Deposit Insurance Corporation (FDIC). At times, cash balances in money market accounts may exceed the maximum coverage provided by the FDIC on insured depositor accounts. The Company believes it mitigates its risk by depositing its cash and cash equivalents with major financial institutions. There were no cash deposits in excess of FDIC insurance at March 31, 2021.

## **9. PPP loan**

### *PPP Loans*

The Company received loan proceeds in the amount of \$90,845 under the Paycheck Protection Program (“PPP”) on May 4, 2020. The PPP, established as part of the Coronavirus Aid, Relief and Economic Security Act (“CARES Act”), provides for loans to qualifying businesses for amounts up to 2.5 times of the average monthly payroll expenses of the qualifying business. The loans and accrued interest are forgivable after twenty-four weeks as long as the borrower uses the loan proceeds for eligible purposes, including payroll, benefits, rent and utilities, and maintains its payroll levels. The amount of loan forgiveness will be reduced if the borrower terminates employees or reduces salaries during the period.

The unforgiven portion of the PPP loan is payable over five years at an interest rate of 1%, with a deferral of payments for the first twelve months. The Company is currently in the process of applying for forgiveness but can not be assured of forgiveness for all or part of the PPP borrowings.

## **10. Going Concern**

The accompanying consolidated financial statements have been prepared on a going concern basis. For the year ended March 31, 2021, the Company had a net loss of \$6,681,172, had net cash used in operating activities of \$787,587, had working capital of \$996,5002, accumulated deficit of \$8,648,172 and stockholders’ deficit of \$894,696. These matters raise substantial doubt about the Company’s ability to continue as a going concern for a period of one year from the date of this filing. The Company’s ability to continue as a going concern is dependent upon its ability to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due, to fund possible future acquisitions, and to generate profitable operations in the future. Management plans to provide for the Company’s capital requirements by continuing to issue additional equity and debt securities. The outcome of these matters cannot be predicted at this time and there are no assurances that, if achieved, the Company will have sufficient funds to execute its business plan or generate positive operating results. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

## **11. Equity**

### **Common Stock**

During the year ended March 31, 2021, the Company entered into an agreement under which it issued a total of 65,859,500 shares of common stock to certain secured investors and controlling shareholders of Prevent Health Care International Corporation (PHCIC), a private British Columbia, Canada corporation involved in the development, sale and service of an innovative arrhythmia diagnostic and heart-monitoring intellectual property, and related products. Under the terms of the agreement CBSC acquired all of the ownership interests in all of the assets of PCHIC, including its medical technology products developed to date, its intellectual property, manufacturing know-how, any patents and all related information and knowledge necessary to promote, market and sell its product line in the global markets, excluding Australia. The assets acquired consist of inventory and equipment.



During the year ended March 31, 2021, the company issued a total of 3,376,628 shares to employees/consultants as satisfaction of accrued compensation in the amount of \$375,902. The shares were valued at \$2,731,182, resulting in the Company recording a loss on extinguishment of debt in the amount of \$2,355,280.

During the year ended March 31, 2021, the company issued 480,000 shares as a deposit towards the acquisition of Datrix, valued at \$708,000.

During the year ended March 31, 2021, the company issued 350,000 shares as a deposit towards the acquisition of Cardiolink, valued at \$420,000.

During the year ended March 31, 2021, the company issued 2,010,000 shares for services, valued at \$1,900,400.

During the year ended March 31, 2021, the company issued 1,200,000 shares to board members, valued at \$1,035,400.

On March 22, 2021, one of the note holders converted \$25,000 in principal and \$20 in accrued interest into 50,042 shares of common stock. The conversion resulted in the Company recorded a loss on extinguishment of debt in the amount of \$26,523. In connection with the conversion, the Company issued 20,000 shares as an equity kicker valued at \$20,600, or \$1.03 per share, which is recorded as financing expense – equity kicker in the statement of operations.

### **Preferred Stock**

On March 10, 2016, the Company issued 10,000,000 shares of Preferred Series A Stock, with a par value of \$.001, to the founder, President, CEO and sole Director, at that time, Sam Talari. These shares were transferred to Zig Lambo during the quarter ended June 30, 2020 and returned to the treasury for cancellation during the quarter ended March 31, 2021.

## **12. Subsequent events**

### *Common stock*

On June 4, 2021, the Company issued a total of 311,252 shares of restricted common stock to note holders for the conversion of \$60,000 in principal and \$1,626 in accrued interest

### *Convertible notes*

Between April 1, 2021 and June 2, 2021, the Company issued convertible notes payable with an aggregate face value of \$165,000 with a coupon rate of 8%. The notes have a maturity date of one year. The agreements provided the holder has the option to convert the principal balance and any accrued interest to common stock of the Company at a conversion price of \$.50 per share.

### *Brand development agreement.*

On February 5, 2021, the Company entered into an agreement with a business advisor to provide brand development services for \$200,000. The Company paid \$50,000 on the agreement but the balance of the agreement was cancelled after March 31, 2021.

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

*The description in the first paragraph below relates solely to the past business and operations of the Company ending June 30, 2020, as these were the only activities of the Company up to that time. Starting in the quarter ending September 30, 2020, those were no longer the businesses in which the Company was involved. Therefore: the reader should not rely on any of the descriptions of the past business below in order to understand the future business direction of the Company which is now based on arrhythmia diagnostic and heart-monitoring related products and services.*

Until the end of the June 30, 2020 quarter, CB Scientific, Inc. (CBSC), an Oregon corporation, through its subsidiaries, was involved in the design, development and manufacturing of Life Science Analytical Tools and Devices, laboratory services, personal analytical kits and devices and CBD hemp oil and nutraceutical formulations for growers, care takers, dispensaries and companies worldwide. CB Scientific, through its subsidiaries, also provided personal and professional THC and CBD test kits, pharmaceutical grade CBD oil solutions, SafeVape vaporizers for legal medicinal & recreational cannabis. CB Scientific and its subsidiaries did not grow, distribute or sell marijuana.

On June 22, 2020, the Company completed an acquisition of the assets of Prevent Health Care International Corporation ("PHCIC"), a private British Columbia, Canada corporation involved in the development, sale and service of an innovative arrhythmia diagnostic and heart-monitoring intellectual property, and related products. The primary assets of PHCIC are its wholly-owned subsidiaries: MyCardia (USA) Inc., incorporated in California, MyCardia (HK) Ltd., incorporated in Hong Kong, China, and Shenzhen Maikadi Medical Technology, Ltd. incorporated in China. MyCardia (USA) Inc. is a fully operating company whereas MyCardia (HK) Ltd. and Shenzhen Maikadi Medical Technology, Ltd. do not yet have operations. The consideration for the acquisition was 65,859,500 shares of the Company's common stock, valued at \$0.60 per share, or \$39,515,700.

In connection with agreement, Zig Lambo, the President and sole Director of the Company, at the time, concluded the PHCIC agreement which involved the subsequent return to the Company's treasury and cancellation of 49,895,801 shares of common stock and 10,000,000 shares of Series A Preferred stock which he had previously acquired from Sam Talari and another minority shareholder.

The Company analyzed the acquisition under applicable guidance and determined that the acquisition should be accounted as a reverse merger with MyCardia (USA) Inc. as the accounting acquirer and CB Scientific, Inc. as the accounting acquiree. The financial reporting will reflect the accounting from the perspective of MyCardia (USA) ("accounting acquirer"), except for the legal capital, which has retroactively adjusted to reflect the capital of CB Scientific, Inc. ("accounting acquiree") in accordance with ASC 805-40-45-1.

As a result of its acquisition of the assets of Prevent Health Care International Corp., CB Scientific, Inc., through its US and international subsidiaries, now provides innovative products and services in the ambulatory non-invasive cardiac monitoring space.

The acquired products and services are available in the U.S. and through PHCIC's international subsidiaries using proprietary FDA and CE-cleared EKG devices, interactive cloud-based acquisition software, and smartphone apps for both iOS and Android platforms. The combination of devices and software provides improved compliance for patients at risk of abnormal heart rhythms, as well as more accurate information for physicians.

In connection with this, CBSC acquired ownership and taken control of the subsidiaries of PHCIC, including My-Cardia USA Inc. and related businesses. CBSC has assembled a core management team including key personnel from PHCIC, as well as new additions to the team, to continue the previous activities of PHCIC and its subsidiaries. This includes ongoing sales and support for physicians and patients, in addition to relationships with contracted suppliers, subcontractors, distribution partners and affiliates. Going forward, CBSC will be involved in the development, sale and service of innovative

arrhythmia diagnostics and heart-monitoring solutions, including intellectual property and related products.

Our FDA and CE cleared EKG devices, interactive cloud-based acquisition software, and smartphone apps for both iOS and Android platforms, provide improved compliance for patients at risk of abnormal heart rhythms as well as more accurate information for physicians. (\*) in customer trials awaiting final CFDA approval.

My Cardia uses a small footprint discrete Auto Trigger ECG recording device worn by the patient for up to 30 days. The monitor can record both patient activated ECGs, as well as asymptomatic events by the on-board analysis algorithm. The My-Cam device is single use – each patient received a brand new monitor and there is no need for the patient to return the device at the end of the recording period. Recorded ECGs are easy to transmit using either a land line or a mobile phone, ECG reports can be reviewed and/or printed using our cloud-based software which can be access from computers.

### **Datrix, LLC**

On October 26, 2020, the Company entered into an agreement to purchase the assets of Datrix, LLC (“Datrix”), a global ambulatory device manufacturer based in Escondido, California for \$1,500,000 and 480,000 shares of the Company’s common stock. Upon signing the agreement, the Company is required to make an initial deposit of \$75,000 and \$50,000 per month until the earlier of the closing date or termination of the agreement. The Company is required to issue 180,000 shares as a deposit upon the signing of the agreement and the remaining 300,000 shares on the later of the closing date or January 1, 2021.

The Company paid the initial deposit of \$75,000 on October 27, 2020. The Company issued 180,000 shares on October 28, 2020 valued at \$297,000, or \$1.65 per share. On January 13, 2021, the Company agreed to issue the remaining 300,000 shares, which were valued at \$411,000, or \$1.37 per share. These deposits are recorded on the balance sheet as deposits. The Company has accrued \$250,000 in payments due from November 2020 through March 2021. As of March 31, 2021, the acquisition has not closed.

Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of such entity’s business, contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference:

As a result of its acquisition of the assets of Prevent Health Care International Corp., CB Scientific, Inc., through its US and international subsidiaries, now provides innovative products and services in the ambulatory non-invasive cardiac monitoring space.

The acquired products and services are available in the U.S. and through PHCIC’s international subsidiaries using proprietary FDA and CE-cleared EKG devices, interactive cloud-based acquisition software, and smartphone apps for both iOS and Android platforms. The combination of devices and software provides improved compliance for patients at risk of abnormal heart rhythms, as well as more accurate information for physicians.

In connection with this, CBSC acquired ownership and taken control of the subsidiaries of PHCIC, including My-Cardia USA Inc. and related businesses. CBSC has assembled a core management team including key personnel from PHCIC, as well as new additions to the team, to continue the previous activities of PHCIC and its subsidiaries. This includes ongoing sales and support for physicians and patients, in addition to relationships with contracted suppliers, subcontractors, distribution partners and affiliates. Going forward, CBSC will be involved in the development, sale and service of innovative arrhythmia diagnostics and heart-monitoring solutions, including intellectual property and related products.

Our FDA and CE cleared EKG devices, interactive cloud-based acquisition software, and smartphone

apps for both iOS and Android platforms, provide improved compliance for patients at risk of abnormal heart rhythms as well as more accurate information for physicians. (\*) in customer trials awaiting final CFDA approval.

My Cardia uses a small footprint discrete Auto Trigger ECG recording device worn by the patient for up to 30 days. The monitor can record both patient activated ECGs, as well as asymptomatic events by the on-board analysis algorithm. The MyCam device is single use – each patient received a brand new monitor and there is no need for the patient to return the device at the end of the recording period. Recorded ECGs are easy to transmit using either a land line or a mobile phone. ECG reports can be reviewed and/or printed using our cloud-based software which can be access from computers, tablets and mobile phones.

In its former divested business, through the end of the June 30, 2020 quarter, the Company provided multiple products that supply the burgeoning cannabis industry. The "picks and shovel" business model capitalizes of selling enterprises associated with the Industrial Hemp and Medical Cannabis industries products that are essential in their success.

### A. Describe the issuer’s principal products or services, and their markets.

Please refer to (A.) above for current product, services and market descriptions.

### 6) Issuer’s Facilities

The Company formerly operated out of 3,000 sf of office space shared by the principals at an allocated cost of \$2,500 per month for a lease term of two years. Current facilities are being utilized in connection with our business relationship with Datrix, LLC in Escondido, California, which company we are in the process of acquiring. Additional facility descriptions will be detailed in forthcoming filings.

### 7) Officers, Directors, and Control Persons

Name of Officer/Director or Control Person	Affiliation with Company	Residential Address (City / State Only)	Number of shares owned at 9/30/2020	Share type/class	Ownership Percentage of Class Outstanding	Note
Zbigniew Lambo	Officer/Director/Owner of more than 5%	Portland, OR	549,552	Common	0.67%	
Charles Martin	Officer/Director Owner of more than 5%	Blacklick, OH	4,068,018	Common	4.96%	
Robert Kelley Mondial Holdings LLC	Officer/Director Company controlled by Robert Kelley	Denver, CO Greenwood Village, CO	1,000,000 2,300,000	Common Common	1.25% 2.88%	4.02% total
James E. Ott	Director	Kirkwood, MO	435,000	Common	0.53%	
Weng Lok Toh	Owner of more than 5%	Calgary, Alberta	7,300,000	Common	8.90%	

### 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);

**No**

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

**No**

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

**No**

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

**No**

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

**None**

**9) Third Party Providers**  
**Accounting/Auditing Firm:**

**MaloneBailey, LLP**  
9801 Westheimer Road – Suite 1100  
Houston, TX 77042

**Securities Counsel:**

**Gora LLC**  
2 Corporate Drive – Suite 210  
Turnbull, CT 06611

## 10) Issuer Certification

I, Charles Martin, certify that:

1. I have reviewed this quarterly disclosure statement of CB Scientific, 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.

June 30, 2021

"/s/ Charles Martin

**Director, CEO & President  
CB Scientific, Inc.**

### ***Principal Financial Officer:***

I, Robert Kelley certify that:

1. I have reviewed this quarterly disclosure statement of CB Scientific, 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.

June 30, 2021

"/s/ Robert Kelley

**Director & Chief Financial Officer  
CB Scientific, inc.**