

**AIMRITE HOLDINGS CORP.**

**UNAUDITED FINANCIAL STATEMENTS**

**June 30, 2017**

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AIMRITE HOLDINGS CORP.  
BALANCE SHEETS

	<u>June 30, 2017</u>	<u>December 31, 2016</u>
ASSETS		
Current assets		
Cash	\$ 100	\$ -
Total current assets	<u>100</u>	<u>-</u>
 Total assets	 <u>\$ 100</u>	 <u>\$ -</u>
 LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	\$ 5,934	\$ 5,934
Accrued interest payable	1,552	1,216
Related party payables	7,242	-
Notes payable, current	<u>9,844</u>	<u>9,844</u>
Total current liabilities	<u>24,572</u>	<u>16,994</u>
 Stockholders' deficit		
Preferred stock, \$0.001 par value; 50,000,000 shares authorized; none issued or outstanding	-	-
Common stock, \$0.001 par value; 150,000,000 shares authorized; 133,493,698 and 108,493,698 shares issued and outstanding at June 30, 2017 and December 31, 2016	133,494	108,494
Additional paid in capital	18,886,907	18,886,907
Accumulated deficit	<u>(19,044,873)</u>	<u>(19,012,395)</u>
Total stockholders' deficit	<u>(24,472)</u>	<u>(16,994)</u>
 Total liabilities and stockholders' deficit	 <u>\$ 100</u>	 <u>\$ -</u>

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

AIMRITE HOLDINGS CORP.  
STATEMENTS OF OPERATIONS

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Revenue	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Operating expenses				
Professional fees	30,450	-	30,450	-
General and administrative	<u>1,693</u>	<u>-</u>	<u>1,693</u>	<u>-</u>
Total operating expenses	<u>32,143</u>	<u>-</u>	<u>32,143</u>	<u>-</u>
Loss from operations	<u>(32,143)</u>	<u>-</u>	<u>(32,143)</u>	<u>-</u>
Other expense				
Interest expense	<u>(168)</u>	<u>(157)</u>	<u>(335)</u>	<u>(313)</u>
Total other expense	<u>(168)</u>	<u>(157)</u>	<u>(335)</u>	<u>(313)</u>
Net loss available to common shareholders	<u>\$ (32,311)</u>	<u>\$ (157)</u>	<u>\$ (32,478)</u>	<u>\$ (313)</u>
Loss per common share, basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average number of common shares outstanding	<u>115,087,105</u>	<u>108,493,698</u>	<u>111,808,615</u>	<u>108,493,698</u>

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

AIMRITE HOLDINGS CORP.  
STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid</u>	<u>Accumulated</u>	
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>In Capital</u>	<u>Deficit</u>	<u>Total</u>
Balance, December 31, 2015	-	\$ -	108,493,698	\$ 108,494	\$ 18,886,907	\$ (19,011,770)	\$ (16,369)
Net loss, year ended December 31, 2016	-	-	-	-	-	(625)	(625)
Balance, December 31, 2016	-	-	108,493,698	108,494	18,886,907	(19,012,395)	(16,994)
Common shares issued for services	-	-	25,000,000	25,000	-	-	25,000
Net loss, period ended June 30, 2017	-	-	-	-	-	(32,478)	(32,478)
Balance, June 30, 2017	-	\$ -	133,493,698	\$ 133,494	\$ 18,886,907	\$ (19,044,873)	\$ (24,472)

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

AIMRITE HOLDINGS CORP.  
STATEMENTS OF CASH FLOWS

	Six months ended June 30, 2017	2016
Cash flows from operating activities		
Net loss	\$ (32,478)	\$ (313)
Adjustments to reconcile net loss to net cash used in operating activities		
Common shares issued for services	25,000	-
Changes in operating liabilities		
Accounts payable	-	-
Accrued interest payable	336	313
Net cash used in operating activities	<u>(7,142)</u>	<u>-</u>
Cash flows from investing activities	<u>-</u>	<u>-</u>
Cash flows from financing activities		
Proceeds from related party payables	7,242	-
Net cash provided by financing activities	<u>7,242</u>	<u>-</u>
Net change in cash	100	-
Cash, beginning of period	-	-
Cash, end of period	<u>\$ 100</u>	<u>\$ -</u>
Supplemental disclosure of cash flow information		
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>
Supplemental disclosure of non-cash financing activities		
Exchange of related party note payable for note payable	<u>\$ 9,244</u>	<u>\$ -</u>

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

**Aimrite Holdings Corp.**  
**Notes to Financial Statements**  
**June 30, 2017**

**NOTE 1 – NATURE OF OPERATIONS AND ORGANIZATION**

The Company was organized September 6, 1988 as Q-Com Corp. under the laws of the State of Nevada. On March 31, 1995, its name was changed to Drink World, Inc. On July 21, 1995, the Company changed its name to Aimrite Holdings Corporation (“AHC”). As AHC, the Company was a technology development and commercialization company, specifically for the production and manufacturing of the COAST (Computer Optimized Adaptive Suspension Technology) system through a master license from Aimrite Systems International, Inc.

On July 24, 1995, the stockholders approved a 2-for-1 forward stock split and approved changing the par value from \$0.01 to \$0.001. The Company changed the authorized number of shares of common stock to 50,000,000 and authorized 10,000,000 shares of preferred stock at \$0.001 par value.

On July 25, 1995, the Company issued 8,000,000 shares of common stock to acquire an 80% interest in Aimrite Systems International, Inc. (“ASI”). During 1996, AHC issued 676,000 shares of common stock to pay debts of ASI. The Company also approved a 1-for-20 reverse stock split.

On February 5, 1997, the stockholders approved "spinning-off" the subsidiary, ASI, effective February 12, 1997. AHC acquired all of the assets, except patents, and all of the liabilities of ASI by returning 1,105,080 shares of ASI common stock to ASI. The Company also gave 1,753,400 shares of ASI stock to acquire a master marketing agreement and 426,548 shares for a master license to use the patents. An additional 2,000,000 shares of AHC stock was used to acquire the license and marketing agreements. Under the terms of the license and marketing agreements, AHC will also pay an 8% royalty for the right to manufacture and market the computer controlled shock absorber system and a computer controlled air suspension system developed by ASI.

On October 9, 1999, the Company amended the articles of incorporation to increase the authorized number of shares of common stock and preferred stock to 100,000,000 and 50,000,000, respectively, while maintaining their \$0.001 par value.

On July 23, 2015, the Company amended its articles of incorporation to withdrawal all preferred share designations and authorizations. In doing so, the Board also recognized the previous Preferred B Shares, which converted on a 1:1 basis to common stock, were still outstanding and created a common stock reserve for those shares.

Between March 2002 and December 31, 2014 the Company ceased business and was in receivership in the custody of several shareholders. The Company has been dormant throughout this time except for maintaining its filing with the Nevada Secretary of State. In 2015, the Company incurred expenses relating to bringing its financial statements current.

**NOTE 2 – UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

The accompanying unaudited condensed consolidated interim financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows for the period ended June 30, 2017 and for all periods presented herein, have been made.

Certain information and footnote disclosures normally included in consolidated financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. The results of operations for the periods ended June 30, 2017 are not necessarily indicative of the operating results for the full year.

The preparation of 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 at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reported period. Actual results could differ from those estimates. Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud. The Company’s system of internal accounting control is designed to assure, among other items, that (1) recorded transactions are valid; (2) all valid transactions are recorded and (3) transactions are recorded in the period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the company for the respective periods being presented.

**Aimrite Holdings Corp.**  
**Notes to Financial Statements**  
**June 30, 2017**

**NOTE 3 – GOING CONCERN**

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. However, the Company does not have significant cash or other current assets, nor does it have an established source of revenues sufficient to cover its operating costs and to allow it to continue as a going concern. Under the going concern assumption, an entity is ordinarily viewed as continuing in business for the foreseeable future with neither the intention nor the necessity of liquidation, ceasing trading, or seeking protection from creditors pursuant to laws or regulations. Accordingly, assets and liabilities are recorded on the basis that the entity will be able to realize its assets and discharge its liabilities in the normal course of business.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully its plans and eventually attain profitable operations. The accompanying financial statements do not include any adjustments that may be necessary if the Company is unable to continue as a going concern. During the next year, the Company's foreseeable cash requirements will relate to continual development of the operations of its business, maintaining its good standing and making the requisite filings with the Securities and Exchange Commission, and the payment of expenses associated with research and development. The Company may experience a cash shortfall and be required to raise additional capital. Historically, it has mostly relied upon internally generated funds and funds from the sale of shares of stock to finance its operations and growth. Management may raise additional capital through future public or private offerings of the Company's stock or through loans from private investors, although there can be no assurance that it will be able to obtain such financing. The Company's failure to do so could have a material and adverse effect upon it and its shareholders.

**NOTE 4 - SIGNIFICANT ACCOUNTING POLICIES**

Use of Estimates

The preparation of consolidated financial statements in 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. A change in managements' estimates or assumptions could have a material impact on the Company's financial condition and results of operations during the period in which such changes occurred.

Actual results could differ from those estimates. The Company's condensed consolidated financial statements reflect all adjustments that management believes are necessary for the fair presentation of their financial condition and results of operations for the periods presented.

Cash

The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. The company does not have cash equivalents as of June 30, 2017 or December 31, 2016.

Fair Value Measurements

The fair value of a financial instrument is the amount that could be received upon the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Financial assets are marked to bid prices and financial liabilities are marked to offer prices. Fair value measurements do not include transaction costs. A fair value hierarchy is used to prioritize the quality and reliability of the information used to determine fair values. Categorization within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The fair value hierarchy is defined into the following three categories:

- Level 1: Quoted market prices in active markets for identical assets or liabilities.
- Level 2: Observable market-based inputs or inputs that are corroborated by market data.
- Level 3: Unobservable inputs that are not corroborated by market data.

**Aimrite Holdings Corp.**  
**Notes to Financial Statements**  
**June 30, 2017**

**NOTE 4 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

Net Loss Per Share

Net loss per share is computed by dividing net loss by the weighted average number of common shares outstanding during the specified period. Diluted earnings per common share is computed by dividing net loss by the weighted average number of common shares and potential common shares during the specified period. For the three and six months ended June 30, 2017, there was no such potentially dilutive shares included in the diluted weighted average shares outstanding.

Recent Accounting Pronouncements

In February 2015, the FASB issued ASC 2015-02, "Consolidation (Topic 810) - Amendments to the Consolidation Analysis." This standard modifies existing consolidation guidance for reporting organizations that are required to evaluate whether they should consolidate certain legal entities. ASU 2015-02 is effective for fiscal years beginning after December 15, 2015, and requires either a retrospective or a modified retrospective approach to adoption. Early adoption is permitted. The Company adopted this standard and determined it does not have a significant impact on its consolidated financial statements.

In September 2015, the FASB issued ASU 2015-16, "Business Combinations (Topic 805) – Simplifying the Accounting for Measurement-Period Adjustments." This update eliminates the requirement to restate prior period financial statements for measurement period adjustments. The new guidance requires that the cumulative impact of a measurement period adjustment (including the impact on prior periods) be recognized in the reporting period in which the adjustment is identified. The new standard should be applied prospectively to measurement period adjustments that occur after the effective date. The new standard is effective for interim and annual periods beginning after December 15, 2015 and early adoption is permitted. The Company has adopted this guidance and the adoption of this guidance did not have an impact on the Company's results of operations, financial position, or cash flows for the three or six months ended June 30, 2017 or 2016.

In March 2016, the FASB issued ASU 2016-09, "*Compensation - Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting.*" The amendments in this update simplify several aspects of the accounting for employee share-based payment transactions, including the accounting for income taxes, forfeitures and statutory tax withholding requirements, as well as classification in the statement of cash flows. The Company adopted the new guidance on January 1, 2017. The primary impact of adoption was the recognition of excess tax benefits in our provision for income taxes rather than paid-in capital. However, as the Company has a full valuation allowance against its deferred tax asset, a corresponding adjustment was recorded to increase the valuation allowance.

In January 2017, the FASB issued ASU 2017-04, "*Intangibles—Goodwill and Other (Topic 350), Simplifying the Test for Goodwill Impairment*". The amendments in this update simplify how an entity is required to test goodwill for impairment by eliminating Step 2 from the goodwill impairment test. This update is effective for annual or interim goodwill impairment tests in fiscal years beginning after December 31, 2019. Early adoption is permitted for interim or annual goodwill impairment tests performed on testing after January 1, 2017. The Company notes that this guidance applies to its reporting requirements and will implement the new guidance accordingly in performing goodwill impairment testing; however, the Company does not believe this update will have a material impact on the consolidated financial statements.

Income Taxes

Income taxes are provided for using the asset and liability method of accounting in accordance with the Income Taxes Topic of the FASB ASC. Deferred tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. A valuation allowance is established when necessary to reduce deferred tax assets to the amount expected to be realized by management. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. The computation of limitations relating to the amount of such tax assets, and the determination of appropriate valuation allowances relating to the realization of such assets, are inherently complex and require the exercise of judgment. As additional information becomes available, management continually assesses the carrying value of our net deferred tax assets.



**Aimrite Holdings Corp.**  
**Notes to Financial Statements**  
**June 30, 2017**

**NOTE 4 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

Stock Based Compensation

Stock based compensation is accounted for using the Equity-Based Payments to Non-Employee's Topic of the FASB ASC, which establishes standards for the accounting of transactions in which an entity exchanges its equity instruments for goods or services. It also addresses transactions in which an entity incurs liabilities in exchange for goods or services that are based on the fair value of the entity's equity instruments or that may be settled by the issuance of those equity instruments. We determine the value of stock issued at the date of grant. We also determine, at the date of grant, the value of stock at fair market value or the value of services rendered (based on contract or otherwise), whichever is more readily determinable. Shares issued to employees are expensed upon issuance.

Stock based compensation for employees is accounted for using the Stock Based Compensation Topic of the FASB ASC. We use the fair value method for equity instruments granted to employees and will use the Black-Scholes model for measuring the fair value of options, if issued. The stock based fair value compensation is determined as of the date of the grant or the date at which the performance of the services is completed (measurement date) and is recognized over the vesting periods.

**NOTE 5 – CAPITAL STOCK**

Authorized

The Company is authorized to issue up to 50,000,000 shares of \$0.001 par value Preferred Stock and 150,000,000 shares of \$0.001 par value Common Stock.

Issued

The Company did not issue shares of Preferred Stock or Common Stock during the year ended December 31, 2016.

During the six months ended June 30, 2017, the Company issued a total of 25,000,000 shares of common stock for service valued at \$25,000.

There were -0- shares of Preferred Stock issued or outstanding at June 30, 2017 and December 31, 2016 and 133,493,698 and 108,493,698 shares of Common Stock issued and outstanding as of June 30, 2017 and December 31, 2016, respectively.

**NOTE 6 – COMMITMENTS AND CONTINGENCIES**

The Company had accounts payable of \$5,934 as of June 30, 2017 and December 31, 2016 some of which date to 2002. The Company is currently assessing the validity of these payables.

**NOTE 7 – RELATED PARTY BALANCES**

During the six months ended June 30, 2017, the Company received advances from related parties totaling \$7,242 and exchanged a related party note with \$9,244 of principal outstanding for a non-related party note payable. The related party advances carry no interest and are due on demand. As such, they are included in current liabilities. There was \$7,242 and \$0 due to related parties as of June 30, 2017 and December 31, 2016.

**NOTE 8 – SUBSEQUENT EVENTS**

On September 21, 2017, the Company entered into a note payable for cash proceeds of \$25,000. The note carried interest at 12% per annum and is due on September 21, 2018.