

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## PROMITHIAN GLOBAL VENTURES, INC.

#149, 406 E 300 S., Salt Lake City, Utah 84111

604-440-1647

www.promithianglobalventures.com

pwheelton@promithian.com

SIC Code - 1300

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

As of March 31, 2021, the number of shares outstanding of our Common Stock was:

87,900,234

As of December 31, 2020, the number of shares outstanding of our Common Stock was:

87,824,234

As of March 31, 2021, the number of shares outstanding of our Common Stock was:

87,900,234

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:

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

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

Promithian Global Ventures, Inc. - May 6, 2013

Midex Gold, Corp - April 14, 2009

Tripod International, Inc. - February 6, 2008

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Wyoming - Active

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

None

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

None

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

#149, 406 E 300 S., Salt Lake City, Utah 84111

The address(es) of the issuer's principal place of business:

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

1574 Gulf Road, # 299, Point Roberts, Washington, 98281

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:

\_\_\_\_\_

**2) Security Information**

Trading symbol: PGVI  
Exact title and class of securities outstanding: Common  
CUSIP: 74345K 203  
Par or stated value: 0.001

Total shares authorized: 150,000,000 as of date: March 31, 2021  
Total shares outstanding: 87,900,234 as of date: March 31, 2021

Number of shares in the Public Float<sup>2</sup>: 492,229 as of date: March 31, 2021  
 Total number of shareholders of record: 77 as of date: March 31, 2021

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

Trading symbol: \_\_\_\_\_  
 Exact title and class of securities outstanding: \_\_\_\_\_  
 CUSIP: \_\_\_\_\_  
 Par or stated value: \_\_\_\_\_  
 Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
 Total shares outstanding: \_\_\_\_\_ as of date: \_\_\_\_\_

Transfer Agent

Name: Securities Transfer Corporation  
 Phone: 469-633-0101  
 Email: dzheng@stctransfer.com  
 Address: 2901 Dallas Pkwy Suite 380, Plano, TX 75093

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

**3) Issuance History**

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

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

**A. Changes to the Number of Outstanding Shares**

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>March 31, 2019</u> Common: <u>87,824,234</u> Preferred <u>375,977</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

<sup>2</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

					issuance? (Yes/No)				
<u>3/31/2020</u>	<u>New</u>	<u>29,000</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Philip Wheelton</u>	<u>Debt Conversion</u>	<u>n/a</u>	<u>n/a</u>
<u>5/30/2020</u>	<u>New</u>	<u>1,500</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Shannon Fairless</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
<u>6/28/2020</u>	<u>New</u>	<u>1,000</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Jessica V. Hart</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
<u>6/1/2020</u>	<u>New</u>	<u>1,500</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Jason Fairless</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
<u>6/30/2020</u>	<u>New</u>	<u>7,250</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Philip Wheelton</u>	<u>Debt Conversion</u>	<u>n/a</u>	<u>n/a</u>
<u>8/24/2020</u>	<u>New</u>	<u>200</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Lena Jabri</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
<u>11/29/2020</u>	<u>New</u>	<u>760</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Jessica V. Hart</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
<u>1/4/2021</u>	<u>Cancellation</u>	<u>(15,200)</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Philip Wheelton</u>	<u>Conversion</u>	<u>n/a</u>	<u>n/a</u>
<u>1/4/2021</u>	<u>New</u>	<u>76,000</u>	<u>Common</u>	<u>.001</u>	<u>yes</u>	<u>Philip Wheelton</u>	<u>Conversion</u>	<u>n/a</u>	<u>n/a</u>
<u>1/22/2021</u>	<u>New</u>	<u>400</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Lena Jabri</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
<u>2/4/2021</u>	<u>New</u>	<u>2,060</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Jessica V. Hart</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
<u>3/25/2021</u>	<u>New</u>	<u>1,200</u>	<u>Preferred C</u>	<u>5.00</u>	<u>n/a</u>	<u>Jessica V. Hart</u>	<u>Cash</u>	<u>n/a</u>	<u>n/a</u>
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date <u>March 31, 2021</u> Common: <u>87,900,234</u>									
Preferred: <u>404,446</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

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

\_\_\_\_\_

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

Use the chart and additional space below to list and describe 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.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

\_\_\_\_\_

#### 4) Financial Statements

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

- U.S. GAAP  
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: Rachel Boulds  
 Title: CFO  
 Relationship to Issuer: Service Provider

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;  
 D. Statement of income;  
 E. Statement of cash flows;  
 F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)  
 G. Financial notes; and  
 H. Audit letter, if audited

<sup>4</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.

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

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

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

## **5) Issuer’s Business, Products and Services**

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

- A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

Promithian Global Ventures, Inc. (PGVI) is a precious metals exploration, development, mining and refining company. Promithian Global is focused on gold and silver assets in Nevada, USA and Yukon, Canada. The Promithian Global Ventures, Inc. (PGVI) target properties all host mineralization that are excellent candidates for high grade, small scale, underground mines.

As of March 31, 2021, the company has no revenues. The Company pays its’ financial obligations through new investments in the company, or by Officers loans. The Issuers officers and directors have been providing their time at no cost as well as providing the company’s office at no cost. The company is actively pursuing new funding opportunities.

On March 16, 2021 the Company signed a legally binding Agreement with Adudanfed Company Limited of Accra, Ghana. the Company agreed to purchase a 16.07 square kilometer gold concession covering the historic (1905-1956) Aboso Mine. The purchase is an all-cash transaction whereby the Company will pay one million USD to Adudanfed over a three-year period. Adudanfed will relinquish all their rights and responsibilities to PGVI under the Agreement. The Government of Ghana through the Ghana Mineral Commission will retain a ten percent ownership of the property.

- B. Please list any subsidiaries, parents, or affiliated companies.

The Company wholly owns a subsidiary: Promithian Mining (Yukon), Inc.  
The Company also wholly owns a second subsidiary: Promithian Mining (Nevada), Inc.

- C. Describe the issuers’ principal products or services.

The Company’s principal product will be, high grade, silver-polymetalic ore; or gold.

## 6) Issuer's Facilities

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

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

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

## 7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Philip J. Wheelton	President, Chairman, Director	<u>Salt Lake City, Utah</u>	<u>86,576,000</u>	<u>Common</u>	<u>98.5%</u>	_____
Philip J. Wheelton	President, Chairman, Director	<u>Salt Lake City, Utah</u>	<u>161,226</u>	<u>Preferred Series C</u>	<u>38.8%</u>	_____
Rachel Boulds	CFO	<u>Murray, Utah</u>	<u>0</u>	_____	<u>0%</u>	_____
<u>Stephen Mooney</u>	<u>Director, Secretary</u>	<u>Whitehorse, Yukon</u>	<u>15,800</u>	<u>Preferred Series C</u>	<u>3.8%</u>	_____
<u>Craig A Cyr</u>	<u>Director</u>	<u>Calgary, Alberta</u>	<u>12,000</u>	<u>Preferred Series C</u>	<u>2.9%</u>	_____
Aleksandr Zakharov	<u>Director</u>	<u>Moscow, Russia</u>	<u>0</u>	_____	<u>0%</u>	_____
<u>Leila Miganei</u>	<u>Director</u>	<u>Vancouver, British Columbia</u>	<u>0</u>		<u>0%</u>	

**8) Legal/Disciplinary History**

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

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

None

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

None

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

None

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

None

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

None

**9) Third Party Providers**

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

Securities Counsel

Name: Morgan E. Petitti,  
Firm: Morgan E. Petitti, Esq.  
Address 1: 118 W. Streetsboro Street, # 317  
Address 2: Hudson, Ohio 44236  
Phone: 330.697.8548  
Email: PetittiLaw@gmail.com

Accountant or Auditor



Name: Rachel Boulds  
Firm: Rachel Boulds, CPA, PLLC  
Address 1: 6371 S Glenoaks St  
Address 2: Murray, UT 84107  
Phone: 801-230-3945  
Email: rachelbouldscpa@hotmail.com

Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Other Service Providers

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

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

**10) Issuer Certification**

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Philip J. Wheelton certify that:

1. I have reviewed this annual disclosure statement of Promithian Global Ventures, 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 23, 2021 [Date]

/s/ Philip J. Wheelton [CEO's Signature]

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

*Principal Financial Officer:*

I, Rachel Boulds certify that:

1. I have reviewed this annual disclosure statement of Promithian Global Ventures, 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 23, 2021 [Date]

/s/ Rachel Boulds [CFO's Signature]

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

**PROMITHIAN GLOBAL VENTURES, INC.**  
**Balance Sheets**  
**(Unaudited)**

	March 31, 2021	March 31, 2020
<b><u>ASSETS</u></b>		
Current Assets:		
Cash	\$ 2,470	\$ -
Total Current Assets	-	-
Intangible Asset	1,000,000	1,000,000
Total Assets	<u>\$ 1,002,470</u>	<u>\$ 1,000,000</u>
<b><u>LIABILITIES AND STOCKHOLDERS' EQUITY</u></b>		
Current Liabilities:		
Accounts payable	\$ 5,715	\$ 10,421
Cash overdraft	-	2,422
Due to related parties	9,378	5,567
Total Liabilities	<u>15,093</u>	<u>18,410</u>
Stockholders' Equity (Deficit):		
Series A Preferred Stock, \$0.001 par value, 10,000,000 shares authorized, 1 share issued and outstanding	-	-
Series B Preferred Stock, \$0.001 par value, 90,000,000 shares authorized, 1,200 shares issued and outstanding	1	1
Series C Preferred Stock, \$0.001 par value, 20,000,000 shares authorized, 404,446 and 403,776 shares issued and outstanding, respectively	404	404
Common stock, \$0.001 par value, 150,000,000 shares authorized, 87,900,234 and 87,824,234 shares issued and outstanding, respectively	87,900	87,824
Additional paid in capital	2,870,360	2,702,112
Accumulated Deficit	(1,971,289)	(1,808,751)
Total Stockholders' Equity	<u>987,377</u>	<u>981,590</u>
Total Liabilities and Stockholders' Equity	<u>\$ 1,002,470</u>	<u>\$ 1,000,000</u>

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

**PROMITHIAN GLOBAL VENTURES, INC.**  
**Statements of Operations**  
**(Unaudited)**

	For the Years Ended March 31,	
	2021	2020
Operating Expenses:		
Compensation expense	\$ 145,000	\$ 145,000
General and administrative	17,538	8,547
Total operating expenses	162,538	153,547
Loss from operations	(162,538)	(153,547)
Net loss	<u>\$ (162,538)</u>	<u>\$ (153,547)</u>
Loss per share, Basic & diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average shares outstanding – basic & diluted	<u>87,824,234</u>	<u>87,824,234</u>

**PROMITHIAN GLOBAL VENTURES, INC.**  
**Statement of Stockholders' Equity**  
**For the Years Ended March 31, 2020 and 2021**  
**(Unaudited)**

	Series B Preferred Stock		Series C Preferred Stock		Common Stock		Additional Paid-in	Accumulated	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Capital	Deficit	
Balance, March 31, 2019	1,200	\$ 1	374,776	\$ 375	87,824,234	\$ 87,824	\$ 2,557,141	\$ (1,655,204)	\$ 990,137
Conversion of related party debt	-	-	29,000	29	-	-	144,971	-	145,000
Net loss	-	-	-	-	-	-	-	(153,547)	(153,547)
Balance, March 31, 2020	1,200	1	403,776	404	87,824,234	87,824	2,702,112	(1,808,751)	981,590
Conversion of related party debt	-	-	7,250	7	-	-	36,243	-	36,250
Forgiveness of accrued salary – related party	-	-	-	-	-	-	88,975	-	88,975
Conversion of stock – related party	-	-	(15,200)	(15)	76,000	76	(61)	-	-
Preferred stock sold	-	-	8,620	8	-	-	43,091	-	43,100
Net loss	-	-	-	-	-	-	-	(162,538)	(162,538)
Balance, March 31, 2021	<u>1,200</u>	<u>\$ 1</u>	<u>404,446</u>	<u>\$ 404</u>	<u>87,900,234</u>	<u>\$ 87,900</u>	<u>\$ 2,870,360</u>	<u>\$ (1,971,289)</u>	<u>\$ 987,377</u>

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

**PROMITHIAN GLOBAL VENTURES, Inc.**  
**Statements of Cash Flows**  
**(Unaudited)**

	For the Years Ended March 31,	
	2021	2020
<b>Cash flows from operating activities:</b>		
Net loss	\$ (162,538)	\$ (153,547)
Adjustments to reconcile net loss to net cash used in operations:		
Change in assets and liabilities:		
Accounts payable	(4,706)	3,364
Accrued compensation	125,224	145,000
Net cash used by operating activities	<u>(42,020)</u>	<u>(5,183)</u>
<b>Cash flows from investing activities:</b>		
	-	-
<b>Cash flows from financing activities:</b>		
Cash overdraft	(2,422)	2,421
Advances from related parties	3,812	2,617
Proceeds from the sale of preferred stock	43,100	-
Net cash provided by financing activities	<u>44,490</u>	<u>5,038</u>
Net increase (decrease) in cash	2,470	(145)
Cash at beginning of period	-	145
Cash at end of period	<u>\$ 2,470</u>	<u>\$ -</u>
<b>Cash paid for:</b>		
Interest	\$ -	\$ -
Taxes	\$ -	\$ -
<b>Supplemental disclosure of non-cash activities</b>		
Conversion of accrued compensation	<u>\$ 36,250</u>	<u>\$ 145,000</u>
Forgiveness of accrued compensation	<u>\$ 88,974</u>	<u>\$ -</u>

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

**PROMITHIAN GLOBAL VENTURES, INC.**  
**Notes to Financial Statements**  
**March 31, 2021**  
**(Unaudited)**

**NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS**

The Company was incorporated in the State of Nevada, under the name Tripod International Inc., on February 6, 2008 and established a fiscal year end of March 31. On April 27, 2009 the Company changed its name to Midex Gold Corp. On May 6, 2013 the Company changed its name to Promithian Global Ventures, Inc.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of presentation*

The Company's unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). 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 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. Actual results could differ from those estimates.

*Use of estimates*

The preparation of financial statements in conformity with generally accepted accounting principles 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. Significant estimates include the estimated useful lives of property and equipment. Actual results could differ from those estimates.

*Recently issued accounting pronouncements*

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

**NOTE 3 – SIGNIFICANT TRANSACTION**

On March 16, 2021 the Company signed a legally binding Agreement with Adudanfed Company Limited of Accra, Ghana. the Company agreed to purchase a 16.07 square kilometer gold concession covering the historic (1905-1956) Aboso Mine. The purchase is an all-cash transaction whereby the Company will pay one million USD to Adudanfed over a three-year period. Adudanfed will relinquish all their rights and responsibilities to PGVI under the Agreement. The Government of Ghana through the Ghana Mineral Commission will retain a ten percent ownership of the property.

**NOTE 4 – INTANGIBLE ASSET**

On April 1, 2016. The Company entered into an agreement with Noble Research & Development Ltd. To purchase the rights to their precious metals refining technology ("5-9's Technology") as well as certain refining equipment. The purchase price for the 5-9's Technology was 200,000 shares of Series C preferred stock for a purchase price of \$1,000,000, The \$1,000,000 has been capitalized and disclosed as an intangible asset. The refining equipment is to be purchased for \$258,095(CAN\$) no later than December 31, 2021.

**NOTE 5 – PREFERRED STOCK**

The Company is currently authorized to issue up to 10,000,000 shares of Series A preferred stock, par value \$0.001, 90,000,000 shares of Series B preferred stock, par value \$0.001, and 20,000,000 shares of Series C preferred stock, par value \$0.001.

Each share of Series A Preferred Stock has a price of \$1.00. The Series A Preferred Stock has no conversion rights, is entitled to ten (10) votes per share owned and is entitled to dividends.

On April 1, 2016, the Company's Board approved a change in the price of its Series B Preferred Stock from \$5.00 a share to \$10.00 a share. The Series B Preferred Stock shall be convertible at any time and/or from time to time, into ten (10) shares of the Corporation's common stock. The holders of Series B are entitled to ten (10) votes per share owned and is entitled to dividends.

On April 1, 2016, the Company's Board approved a change in the price of its Series C Preferred Stock from \$2.50 a share to \$5.00 a share. The Series C Preferred Stock shall be convertible at any time and/or from time to time, into five (5) shares of the Corporation's common stock. The holders of Series C are entitled to five (5) votes per share owned and is entitled to dividends.

During the year ended March 31, 2021, the Company sold 8,620 shares of Series C Preferred Stock for total cash proceeds of \$43,100.

Refer to Note 6 for Preferred Stock issued to a related party.

#### **NOTE 6 - RELATED PARTY TRANSACTION**

On June 30, 2020, the Company converted \$36,250 of accrued compensation that was due to Philip Wheelton, CEO, into 7,250 shares of Series C Preferred Stock.

On March 31, 2021, the Philip Wheelton, CEO, forgave of \$88,974 of accrued compensation due to him. The \$88,974 was credited to additional paid in capital.

On January 4, 2021, Philip Wheelton, CEO, converted 15,200 of Series C preferred stock into 76,000 shares of common stock.

As of March 31, 2021, the Company owed related parties \$9,378 for cash advances to the Company. The advances were made to pay for general operating expenses, are non-interest bearing and due on demand.

#### **NOTE 7 – GOING CONCERN**

The Company's financial statements are prepared in accordance with generally accepted accounting principles applicable to a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. Currently, the Company does not have sufficient working capital, nor does it have operations or a source of revenue sufficient to cover its operating costs and allow it to continue as a going concern. The Company has an accumulated deficit of \$1,971,289. The Company will be dependent upon the raising of additional capital through placement of our common stock in order to implement its business plan, or merge with an operating company. There can be no assurance that the Company will be successful in either situation in order to continue as a going concern. These financial statements do not include any adjustments relating to the recoverability and classification of recorded assets or the amounts of and classification of liabilities that might be necessary in the event the company cannot continue in existence. Accordingly, these factors raise substantial doubt as to the Company's ability to continue as a going concern.

#### **NOTE 8 - SUBSEQUENT EVENTS**

The Company has evaluated subsequent events, in accordance with the provisions of ASC 855 noting no reportable subsequent events.