

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

**FORM 10-Q**

**[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**  
For the quarterly period ended December 31, 2021

**[X] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 333-198524

**FRONTERA GROUP INC.**

(Exact Name of Registrant as Specified in its Charter)

**Nevada**

(State or other jurisdiction of  
incorporation or organization)

**46-4429598**

(I.R.S. Employer  
Identification No.)

**701 S Carson Street, Suite 200**

**Carson City, NV**

(Address of principal executive offices)

**89701**

(Zip Code)

Registrant's telephone number including area code: **909-374-5750**

<u>Title of each class</u> Common Stock, \$0.00001 par value	<u>Trading Symbol</u> FRTG	<u>Name of each exchange on which registered</u> OTC Pink
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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 of the Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act)

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date:

<u>Class</u>	<u>Outstanding as of February 16, 2022</u>
Common Stock, \$0.00001 par value	44,780,150

**FRONTERA GROUP INC.**

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**PART 1 – FINANCIAL INFORMATION**

**ITEM 1. FINANCIAL STATEMENTS**

**FRONTERA GROUP INC.**

**For the Three- and Six-Month Periods ended December 31, 2021 and 2020**

**(Unaudited)**

**Contents**

Unaudited Balance Sheets as of December 31, 2021 and June 30, 2021

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Notes to the Financial Statements

**FRONTERA GROUP INC.**  
**BALANCE SHEETS**  
(Unaudited)

	<b>December 31, 2021</b>	<b>June 3</b>
<b>Current Assets:</b>		
Cash	\$ 7,000	\$
Total current assets	7,000	
<b>Total Assets</b>	\$ 7,000	\$
 <b>Current Liabilities:</b>		
Accounts payable	\$ 29,312	\$
Advance from officer	14,425	
Total current liabilities	43,737	
 <b>Commitments and Contingencies</b>		
 <b>Stockholders' (Deficit):</b>		
Common stock par value \$0.00001 per share: 1,000,000,000 shares authorized, 44,780,150 shares issued and outstanding at December 31, 2021 and 307,280,150 shares issued and outstanding at June 30, 2021	448	
Additional paid-in capital	134,925	
Deficit	(172,110)	
Total stockholders' (deficit)	(36,737)	
<b>Total Liabilities and Stockholders' (Deficit)</b>	\$ 7,000	\$

*See accompanying notes to the unaudited financial statements*

## FRONTERA GROUP INC.

STATEMENTS OF OPERATIONS  
(Unaudited)

	Three Months Ended December 31,	
	2021	2020
<b>Revenue</b>	\$ —	\$ —
<b>Cost of Revenue</b>	—	—
<b>Gross Profit</b>	—	—
<b>Operating Expenses:</b>		
Professional fees	955	—
General and administrative expenses	—	—
Total operating expenses	955	—
<b>Loss Before Income Tax Provision</b>	(955)	—
<b>Income Tax Provision</b>	—	—
<b>Net Loss</b>	\$ (955)	\$ —
<b>Net Loss Per Common Share:</b>		
- Basic and Diluted	\$ —	\$ —
<b>Weighted Average Common Shares Outstanding:</b>		
- Basic and Diluted	45,011,251	307,280,150

*See accompanying notes to the unaudited financial statements*

**FRONTERA GROUP INC.**  
**STATEMENTS OF CASH FLOWS**  
(Unaudited)

	Years Ended December 31,	
	2021	20
<b>Operating Activities:</b>		
Net (loss)	\$ (25,380)	\$
Adjustments to reconcile net loss to net cash used in operating activities:		
Shares Issued for Consulting Services	—	
Changes in Operating Assets and Liabilities:		
Accounts Payable	10,955	
Advance from officer	14,425	
<b>Net Cash (Used In) Operating Activities</b>	—	
<b>Financing Activities:</b>		
Proceeds from Sale of Stock	3,000	
Common Stock Issued	4,000	
<b>Net Cash Provided by Financing Activities</b>	7,000	
<b>Net Change in Cash</b>	7,000	
<b>Cash - Beginning of Period</b>	—	
<b>Cash - End of Period</b>	\$ 7,000	\$

*See accompanying notes to the unaudited financial statements*

**FRONTERA GROUP INC.**  
**STATEMENTS OF STOCKHOLDERS' E**  
**For the Three and Six Months Ended Decem**  
**(Unaudited)**

	<u>Number of Shares</u>	<u>Common Stock</u>	<u>Paid-in C</u>
<b>Balance at June 30, 2020</b>	<b>307,280,150</b>	<b>\$ 3,073</b>	<b>9</b>
Net income	—	—	
<b>Balance at September 30, 2020</b>	<b>307,280,150</b>	<b>3,073</b>	
Net income	—	—	
<b>Balance at December 31, 2020</b>	<b>307,280,150</b>	<b>3,073</b>	
Net income	—	—	
<b>Balance at March 31, 2021</b>	<b>307,280,150</b>	<b>3,073</b>	
Net income	—	—	
<b>Balance at June 30, 2021</b>	<b>307,280,150</b>	<b>\$ 3,073</b>	<b>9</b>
	<u>Number of Shares</u>	<u>Common Stock</u>	<u>Paid</u>
<b>Balance at June 30, 2021</b>	<b>307,280,150</b>	<b>\$ 3,073</b>	<b>9</b>
Cancellation of Shares	(300,000,000)	(3,000)	
Issuance of New Shares	13,750,000	138	
Net loss	—	—	
<b>Balance at September 30, 2021</b>	<b>21,030,150</b>	<b>211</b>	
Issuance of New Shares	23,750,000	237	
Net loss	—	—	
<b>Balance at December 31, 2021</b>	<b>44,780,150</b>	<b>\$ 448</b>	<b>9</b>

*See accompanying notes to the unaudited financial statements*

**FRONTERA GROUP INC.**  
**For the Three- and Six-Month Periods Ended December 31, 2021 and 2020**  
**Notes to the Financial Statements**  
(Unaudited)

**Note 1 – Organization and Operations**

Frontera Group Inc. (the “Company”) was incorporated under the laws of the State of Nevada on November 13, 2013. Frontera Group Inc. was created to be an export management company providing business development market consultancy services that assist small and medium-sized businesses in entering new markets in South America. The Company currently has no operations and is a shell company.

**Note 2 – Summary of Significant Accounting Policies**

*Basis of Presentation – Unaudited Interim Financial Information*

The accompanying unaudited interim financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for interim information, and with the rules and regulations of the United States Securities and Exchange Commission to Form 10-Q and Article 8 of Regulation S-X. Accordingly, they do not include all of the information as required by U.S. GAAP for complete financial statements. The unaudited interim financial statements reflect all adjustments (consisting of normal recurring accruals) which are, in the opinion of management, for a fair statement of the results for the interim periods presented. Unaudited interim results are not indicative of the results for the full fiscal year. These unaudited interim financial statements should be read in conjunction with the financial statements of the Company for the year ended June 30, 2021 and are contained in the information as part of the Company’s Annual Report on Form 10-K, which was filed with the SEC on September 1, 2021.

*Cash and Cash Equivalents*

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents. As of December 31, 2021, the Company had \$7,000 of cash and cash equivalents.

*Use of Estimates and Assumptions and Critical Accounting Estimates and Assumptions*

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 revenues and expenses during the reporting period(s). Actual results could differ from those estimates.

*Earnings (loss) per Share*

Earnings (loss) per share is the amount of earnings (loss) attributable to each share of common stock. Earnings per share (“EPS”) is computed pursuant to section 260-10-45 of the Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”). Pursuant to ASC Paragraphs 260-10-45-10 through 260-10-45-16, basic EPS is computed by dividing the net income (loss) available to common stockholders (the numerator) by the weighted-average number of common shares outstanding (the denominator) during the period.

The computation of diluted EPS is similar to the computation of basic EPS except that the denominator includes the number of additional common shares that would have been outstanding if the potential common shares had been issued during the period to reflect the potential dilution that could occur from shares issuable through contingent share issuance arrangements, stock options or warrants. When the Company is in a loss, potential dilutive shares are not included as they would be anti-dilutive.



There were no potentially dilutive debt or equity instruments issued and outstanding at any time during six months ended December 31, 2021 and 2020.

#### Income Taxes

The Company accounts for income taxes in accordance with the FASB ASC Section 740, "Income Taxes" ("ASC 740"), which requires the recognition of deferred income taxes for differences between the basis of assets and liabilities for financial statement and income tax purposes. Deferred tax assets and liabilities represent the consequences for those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled. Deferred tax assets are also recognized for operating losses that are available to offset future taxable income. A valuation allowance is established when necessary to reduce deferred tax assets to the amount expected to be realized.

The Company accounts for uncertain tax positions in accordance with ASC Section 740-10, which prescribes the recognition threshold and measurement process for financial statement recognition and measurement of uncertain tax positions taken or expected to be taken in a tax return. The guidance also prescribes direction on declassification, and accounting for interest and payables in the financial statements. The Company classifies interest expense and any related penalties related to income tax uncertainties as a component of income tax expense. Interest or penalties have been recognized as of December 30, 2021 and 2020. The Company does not recognize significant changes in unrecognized tax benefits within twelve months of the reporting date.

#### Subsequent Events

The Company follows the guidance in Section 855-10-50 of the FASB ASC for the disclosure of subsequent events. The Company evaluates subsequent events through the date when the financial statements are issued. Accounting Standards Update ("ASU") 2010-09, *Subsequent Events (Topic 855): Amendments to the Recognition and Disclosure Requirements*, of the FASB ASC, the Company as a Securities and Exchange Commission ("SEC") filer considers its financial statements issued when they are widely distributed to the public as through filing them on EDGAR.

#### Recently Issued Accounting Pronouncements

Management has evaluated Financial Accounting Standards Board ("FASB") Accounting Standards Update ("ASU") 2014-09, Topic 606 – Revenue from Contracts with Customers and FASB ASU 2016-02, "Leases," and determined that at the present time these new standards do not affect The Company, but may affect future operations if operations are resumed. Management does not believe that any recently issued, but not yet adopted, accounting pronouncements, if adopted, will have a material effect on the accompanying financial statements.

### **Note 3 – Going Concern**

As reflected in the accompanying financial statements, the Company had an accumulated deficit as of December 31, 2021, and a net loss for the three and six months ended December 31, 2021 and has no operating cash resources or liabilities. Management has determined that these factors raise substantial doubt about the Company's ability to continue as a going concern.

The Company is attempting to commence operations and generate sufficient revenue; however, the Company's current position is not sufficient to support the Company's daily operations. Management intends to raise additional funds by way of a private or public offering. While the Company believes in the viability of its strategy to commence operations and generate sufficient revenue and in its ability to raise additional funds, there can be no assurance that that effect. The ability of the Company to continue as a going concern is dependent upon the Company's ability to further implement its business plan and generate sufficient revenue and its ability to raise additional funds through a public or private offering.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The financial statements do not include any adjustments to reflect the possible future effects on

recoverability and classification of assets or the amounts and classification of liabilities that might be the Company is unable to continue as a going concern.

#### **Note 4 – Income Tax Provision**

##### Deferred Tax Assets

As of December 31, 2021, and June 30, 2021, the Company had net operating loss (“NOL”) carry–Federal income tax purposes of \$172,110 and \$146,730, respectively that may be offset against future income which begin to expire in 2038. No tax benefit has been reported with respect to these NOL carry–the accompanying financial statements because the Company believes that the realization of the Company's deferred tax assets was not considered more likely than not and accordingly, the potential tax benefits carry–forwards are fully offset by a full valuation allowance.

The provision (benefit) for income taxes consisted of the following for the three and six months ended December 31, 2021 and June 30, 2021. Deferred tax assets (liabilities) are comprised of the following:

	<u>December 31, 2021</u>	<u>June 30, 2021</u>
Net operating loss carryforwards	\$ 36,143	\$ 30
Valuation allowance	(36,143)	(30)
Net deferred tax assets	<u>\$ —</u>	<u>\$ —</u>

Deferred tax assets consist primarily of the tax effect of NOL carry–forwards. The Company has provided a full valuation allowance on the deferred tax assets because of the uncertainty regarding its realizability.

We follow ASC 740 *Accounting for Uncertainty in Income Taxes*. Under ASC 740, tax benefits are recognized for tax positions that are more likely than not to be sustained upon examination by the tax authorities. The amount of benefit that is recognized is measured as the largest amount of benefit that is greater than fifty percent likely to be realized upon ultimate settlement. Unrecognized tax benefits are tax benefits claimed in our tax returns that do not meet the recognition and measurement standards. We had no liabilities for unrecognized tax benefits at December 31, 2021 and June 30, 2021.

Our policy is to recognize potential interest and penalties accrued related to unrecognized tax benefits with the tax expense. For the three and six months ended December 31, 2021 and 2020, we did not recognize any interest or penalties in our statement of operations, nor did we have any interest or penalties accrued in our balance sheet at December 31, 2021 and June 30, 2021 relating to unrecognized tax benefits.

The tax years ended June 30, 2015, 2016 and 2017 remain open to examination for federal income tax purposes by the other major taxing jurisdictions to which we are subject.

#### **Note 5 – Related Party Transactions**

There are no shares held by our directors or Named Executive Officers. As of December 31, 2021, there were 44,780,150 shares of our common stock outstanding:

#### **Note 6 – Subsequent Events**

The Company has evaluated all events that occurred after the balance sheet date through the date when the financial statements were issued to determine if they must be reported. The Management of the Company determined there were no reportable subsequent events to be disclosed.

## ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

### Forward-Looking Statements and Associated Risks.

*This Quarterly Report contains forward-looking statements. Forward-looking statements are projections of revenues, income, future economic performance or management's plans and objectives for our future. In some cases, you can identify forward-looking statements by terminology such as "may," "should," "plans," "anticipates," "believes," "estimates," "predicts," "potential" or "continue" or the negative terms or other comparable terminology. These statements are only predictions and involve known and unknown risks, uncertainties and other factors, including the risks in the section entitled "Risk Factors" and the risks listed below, any of which may cause our or our industry's actual results, levels of activity, performance or achievements to differ materially from any future results, levels of activity, performance or achievements implied by these forward-looking statements. These risks include, by way of example and not in limitation:*

- *the uncertainty of profitability based upon our history of losses;*
- *risks related to failure to obtain adequate financing on a timely basis and on acceptable terms as a going concern;*
- *risks related to our international operations and currency exchange fluctuations; and*
- *other risks and uncertainties related to our business plan and business strategy.*

*This list is not an exhaustive list of the factors that may affect any of our forward-looking statements and other factors should be considered carefully and readers should not place undue reliance on our forward-looking statements. Forward looking statements are made based on management's beliefs, estimates and opinions. The statements are made and we undertake no obligation to update forward-looking statements if the estimates and opinions or other circumstances should change. Although we believe that the expectations expressed in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, we do not intend to update any of the forward-looking statements to conform these statements to actual results.*

*Our financial statements are stated in United States dollars (US\$) and are prepared in accordance with the United States Generally Accepted Accounting Principles. All references to "common stock" refer to the common stock of Frontera Group Inc.*

*As used in this quarterly report, the terms "we", "us", "our", the "Company" and "Frontera Group Inc." unless otherwise indicated.*

### Our Business

Frontera Group Inc. is an "emerging growth company" under the Jumpstart Our Business Startups Act. We will remain an "emerging growth company" until the earliest to occur of (a) the last day of the fiscal year in which our total annual revenues equal or exceed \$1 billion (subject to adjustment for inflation), (b) the last day of the fiscal year following the fifth anniversary of its initial public offering, (c) the date on which Frontera Group Inc. has filed a registration statement for the previous three-year period, issued more than \$1 billion in non-convertible debt securities, or (d) which Frontera Group Inc. is deemed a "large accelerated filer" (with at least \$700 million in public float) under the Securities and Exchange Act of 1934, as amended (the "Exchange Act").

For so long as Frontera Group Inc. remains an "emerging growth company" as defined in the JOBS Act, we will take advantage of certain exemptions from various reporting requirements that are applicable to other public companies that are not "emerging growth companies" as described in further detail in the risk factors below. We cannot predict if investors will find our shares of common stock less attractive because Frontera Group Inc. does not take advantage of some or all of these exemptions. If some investors find Frontera Group's shares of common stock less attractive, there may be a less active trading market for its shares of common stock and its stock price may be more volatile.

If Frontera Group avails itself of certain exemptions from various reporting requirements, its reduced disclosure may make it more difficult for investors and securities analysts to evaluate Frontera Group and may result in a loss of confidence.

The JOBS Act is intended to reduce the regulatory burden on "emerging growth companies". Frontera Group is not required to meet the definition of an "emerging growth company" and so long as it qualifies as an "emerging growth company", it will not be required to:

- have an auditor report on our internal controls over financial reporting pursuant to Section 404 of the Sarbanes-Oxley Act;
- comply with any requirement that may be adopted by the Public Company Accounting Oversight Board regarding mandatory audit firm rotation or a supplement to the auditor's report providing information about the audit and the financial statements (i.e., an auditor discussion and analysis);
- submit certain executive compensation matters to shareholder advisory votes, such as "say-on-retention," "say-on-frequency;" and
- disclose certain executive compensation related items such as the correlation between executive compensation and performance and comparisons of the CEO's compensation to median peer compensation.

In addition, Section 107 of the JOBS Act also provides that an "emerging growth company" can take advantage of the extended transition period provided in Section 7(a)(2)(B) of the Securities Act for complying with new or revised accounting standards.

In other words, an "emerging growth company" can delay the adoption of certain accounting standards until the date that otherwise apply to private companies. However, Frontera Group is choosing to "opt out" of the extended transition period, and as a result, Frontera Group will comply with new or revised accounting standards on the relevant dates on which adoption of such standards is required for non-emerging growth companies. If Frontera Group were to opt out of the extended transition period for complying with new or revised accounting standards, its decision to opt out of the extended transition period for complying with new or revised accounting standards is irrevocable.

Notwithstanding the above, we are also currently a "smaller reporting company", meaning that we are not an investment company, an asset-backed issuer, or a majority-owned subsidiary of a parent company that is a smaller reporting company and have a public float of less than \$75 million and annual revenues of less than \$5 million during the most recently completed fiscal year. Since we are still considered a "smaller reporting company" at such time as we cease being an "emerging growth company", we will be required to provide additional disclosures in our SEC filings. However, similar to "emerging growth companies", "smaller reporting companies" provide simplified executive compensation disclosures in their filings; are exempt from the provisions of Section 404(b) of the Sarbanes-Oxley Act requiring that its independent registered public accounting firm attest to the effectiveness of internal control over financial reporting; are not required to conduct "say-on-pay" and frequency votes until annual meetings occurring on or after January 21, 2013; and have decreased disclosure obligations in their SEC filings, including, among other things, only being required to disclose two years of audited financial statements in annual reports.

## **Results of operations for the three-month periods ended December 31, 2021 and 2020**

### Revenue

We had no revenue or cost of revenues for the three months ended December 31, 2021 and 2020. We did not perform any services during the three months ended December 31, 2021 and 2020.

### Costs and Expenses

We incurred professional or transfer agent fees of \$955 for the three months ended December 31, 2021 or

### Net Loss

We had net losses of \$955 during the three months ended December 31, 2021. We had no operations res net income (loss) during the three ended December 31, 2020.

### **Results of operations for the six-month periods ended December 31, 2021 and 2020**

#### Revenue

We had no revenue or cost of revenues for the six months ended December 31, 2021 and 2020. We did any services during the six months ended December 31, 2021 and 2020.

#### Costs and Expenses

During the six months ended December 31, 2021, we incurred \$25,380 of professional and transfer During the six months ended December 31, 2020, we incurred no professional and transfer agent fees.

#### Net Loss

We had net income (loss) of \$25,380 during the six months ended December 31, 2021. We had no resulting in no net income (loss) during the three months ended December 31, 2020.

### **Liquidity and Capital Resources**

	<u>December 31, 2021</u>	<u>June 30, 2021</u>
Total assets	\$ 7,000	\$ —
Total liabilities	<u>(43,737)</u>	<u>(18,357)</u>
Working capital deficiency	<u>\$ (36,737)</u>	<u>\$ (18,357)</u>

#### Liquidity

Since we currently have no operations, additional capital will be required to continue operations. We ha and are continuing to explore options to provide additional financing to fund future operations as w possible courses of action. Such actions include, but are not limited to, securing lines of credit, sale: equity securities (which may result in dilution to existing shareholders), loans and cash advances from c or other third parties, and other similar actions. There can be no assurance that we will be able to obtai funding (if needed), on acceptable terms or at all, through a sale of our common stock, loans fro institutions, our directors, or other third parties, or any of the actions discussed above. If we cannot sustai operations, and additional capital is unavailable, lack of liquidity could have a material adverse ef business viability, financial position, results of operations and cash flows.

#### Cash Flows

##### *Cash Flows from Operating Activities*

During the six months ended December 31, 2021 and 2020, we did not use any cash in operating activitie

##### *Cash Flows from Investing Activities*

We did not generate or use any cash from investing activities during the six months periods ended December 31, 2021 and 2020.

*Cash Flows from Financing Activities*

During the six months ended December 31, 2021 and 2020, we cancelled 3,000,000,000 shares of common stock and issued 37,500,000 shares of common stock for a total value of \$7,000.

Management expects to keep operating costs to a minimum until cash is available through financing activities. Management plans to continue to seek, in addition to equity financing, other sources of financing (including bank loans and shareowner loans) on favorable terms; however, there are no assurances that any such financing can be obtained on favorable terms, if at all.

If we are unable to generate profits sufficient to cover our operating costs or to obtain additional financing to meet our working capital needs, we may need to cease or curtail operations. Furthermore, there is no assurance that the proceeds from any successful financing arrangement will be sufficient to cover cash requirements during the early stages of the Company's operations.

*Off-Balance Sheet Arrangements*

We have no off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to stockholders.

### **ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.**

We are a smaller reporting company as defined by Rule 12b-2 of the Exchange Act and are not required to provide the information required under this item.

### **ITEM 4. CONTROLS AND PROCEDURES.**

#### **Evaluation of Disclosure Controls**

We evaluated the effectiveness of our disclosure controls and procedures as of December 31, 2021. This evaluation was conducted with the participation of our chief executive officer and our principal accounting officer.

Disclosure controls are controls and other procedures that are designed to ensure that information required to be disclosed in the reports we file pursuant to the Securities Exchange Act of 1934 is recorded, processed, summarized and reported.

#### **Limitations on the Effectiveness of Controls**

Our management does not expect that our disclosure controls or our internal controls over financial reporting will prevent all error and fraud. A control system, no matter how well conceived and operated, can provide only reasonable, but not absolute, assurance that the objectives of a control system are met. Further, any control system reflects limitations on resources, and the benefits of a control system must be considered relative to its costs. Other limitations also include the realities that judgments in decision-making can be faulty and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual actions of persons, by collusion of two or more people or by management override of a control. A design of a control system is also based upon certain assumptions about potential future conditions; over time, controls may become ineffective because of changes in conditions, or the degree of compliance with the policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control system, misstatements due to error or omission may occur and may not be detected.

#### **Conclusions**

Based upon the evaluation of our controls, the chief executive officer and principal accounting officer have concluded that, subject to the limitations noted above, the disclosure controls are not effective providing reasonable assurance that material information relating to us is made known to management on a timely basis during the course of our reporting process when our reports are being prepared. There were no changes in our internal controls that occurred during the period covered by this report that have materially affected, or are reasonably likely to materially affect our internal control over financial reporting.

## **PART II – OTHER INFORMATION**

### **ITEM 1. LEGAL PROCEEDINGS.**

We were not subject to any legal proceedings during the three- and six-month periods ended December 31, 2021 and currently we are not involved in any pending litigation or legal proceeding.

### **ITEM 1A. RISK FACTORS.**

We are a smaller reporting company as defined by Rule 12b-2 of the Exchange Act and are not required to provide the information under this item.

### **ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS.**

No equity securities were sold during the three or six months ended December 31, 2021.

### **ITEM 3. DEFAULTS UPON SENIOR SECURITIES.**

No senior securities were issued and outstanding during the three or six months ended December 31, 2021.

### **ITEM 4. MINE SAFETY DISCLOSURES.**

Not applicable to our Company.

### **ITEM 5. OTHER INFORMATION.**

None.



## ITEM 6. EXHIBITS

The following documents are filed as a part of this report or are incorporated by reference to previous filings indicated:

EXHIBIT NUMBER	DESCRIPTION
3.1	Articles of Incorporation. Incorporated by reference to the Company's Registration Statement filed with the SEC on September 3, 2014.
3.2	Bylaws. Incorporated by reference to the Company's Registration Statement on Form S-1 filed with the SEC on September 3, 2014.
4.2	Subscription Agreement. Incorporated by reference to the Company's Registration Statement filed with the SEC on September 3, 2014.
10.1	Management Consultant Agreement (President). Incorporated by reference to the Company Statement on Form S-1 filed with the SEC on September 3, 2014.
10.2	Management Consultant Agreement (C.F.O.). Incorporated by reference to the Company Statement on Form S-1 filed with the SEC on September 3, 2014.
*31.1	Certification of the Chief Executive Officer pursuant to Rules 13a-14(a) and 15d-14 pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
*31.2	Certification of the Chief Financial Officer pursuant to Rules 13a-14(a) and 15d-14 pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
*32.1	Certification of the Chief Executive Officer pursuant to 18 U.S.C Section 1350, as adopted Section 906 of the Sarbanes-Oxley Act of 2002.
*32.2	Certification of the Chief Financial Officer pursuant to 18 U.S.C Section 1350, as adopted Section 906 of the Sarbanes-Oxley Act of 2002.
**101.INS	XBRL Instance Document
**101.SCH	XBRL Taxonomy Extension Schema Document
**101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
**101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
**101.LAB	XBRL Taxonomy Extension Label Linkbase Document
**101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

\* Filed herewith.

\*\* XBRL (Extensible Business Reporting Language) information is furnished and not filed or a part of a statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, is filed for purposes of Section 18 of the Exchange Act and otherwise is not subject to liability under these

## SIGNATURES

Pursuant to the requirements of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Frontera Group Inc

/s/ Mann C. Yam

Mann C. Yam

Chief Executive Officer, Chief Financial Officer

February 17, 2022