

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

CXJ Group Co., Limited

(formerly known as Global Entertainment, Corp.)

A Nevada Corporation

50 West Liberty Street, Suite 880
Reno, NV 89501

SIC – 2834

Quarterly Report

For the Period Ending: February 29, 2020
(the “Reporting Period”)

As of February 29, 2020, the number of shares outstanding of our Common Stock was:

100,122,217

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

100,122,217

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 of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

CXJ Group Co., Limited (formerly known as Global Entertainment, Corp.) herein referred to as “ECXJ” or the “Company”.

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

Yes: ☐ No: ☒

2) Security Information

Trading symbol:	<u>ECXJ</u>	
Exact title and class of securities outstanding:	<u>Common Stock (“Common Stock”)</u>	
CUSIP:	<u>23248T100</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>490,000,000</u>	as of date: <u>February 29, 2020</u>
Total shares outstanding:	<u>100,122,217</u>	as of date: <u>February 29, 2020</u>
Number of shares in the public float:	<u>15,345</u>	as of date: <u>February 29, 2020</u>
Total number of shareholders of record:	<u>264</u>	as of date: <u>February 29, 2020</u>

Additional class of securities (if any):

Trading symbol:	<u>ECXJ</u>	
Exact title and class of securities outstanding:	<u>Preferred Stock</u>	
CUSIP:	<u>23248T100</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>0</u>	as of date: <u>February 29, 2020</u>
Total shares outstanding:	<u>0</u>	as of date: <u>February 29, 2020</u>

Transfer Agent

Name: V Stock Transfer LLC
Address: 18 Lafayette Place
Address 2: Woodmere, NY 11598
Phone: +1 (212) 828-8436
Email: info@vstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?

Yes: ☒ No: ☐

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

N/A

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

The Company effectuate a 1 for 200 reverse stock split, while the authorized shares of common stock had been increased to 490,000,000, with a record date of July 12, 2019.

On October 8, 2019, Xinrui Wang, Wenbin Mao and Baiwan Niu effectuated a 1 for 10 conversion to convert all their preferred stock totaling 10,000,000 to 100,000,000 common shares. As a result of the conversion, there was no preferred stock outstanding of the Company as of October 8, 2019.

Item 3. Issuance History

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

Number of Shares outstanding as of <u>02/28/2019</u>		Opening Balance: Common: 6,656,062 Preferred: 0		*Right-click the rows below and select "Insert" to add rows as needed.					
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
03/20/2019	New Issuance	17,700,000	Common Stock	\$0.001	No	David Lazar/Wang Xinrui	Cash	R	Exemption: Section 4(a)(2) of the Securities Act
6/18/2019	New Issuance	10,000,000	Preferred Stock	\$0.001	No	David Lazar/Wang Xinrui	Cash	R	Exemption: Section 4(a)(2) of the Securities Act
7/12/2019	Reverse Stock Split	(24,233,845)	Common Stock	\$0.001	No				Exemption: Section 4(a)(2) of the Securities Act
10/08/2019	Stock Conversion	100,000,000	Common Stock	\$0.001	No	Xirui Wang/Wenbin Mao/Baiwan Niu			Exemption: Section 4(a)(2) of the Securities Act
10/08/2019	Stock Conversion	(10,000,000)	Preferred Stock	\$0.01	No	Xirui Wang/Wenbin Mao/Baiwan Niu			Exemption: Section 4(a)(2) of the Securities Act
Shares Outstanding on <u>02/29/2020</u> :		Ending Balance: Common: 100,122,217 Preferred: 0							

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual):

Name: Mario A. Beckles
Title: Outside CPA, June 26, 2019 to present
Relationship to Issuer: Independent, no relationship

The unaudited financial statements as of February 29, 2020 and May 31, 2019, and for the fiscal year ended February 29, 2020 and February 28, 2019, are included at the end of this report.

5) Issuer's Business, Products and Services

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

The Company currently has no operations.

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

Subsidiary Name	Domicile	Address	Officer/Director	% Owned	Owned By
N/A					

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

N/A.

6) Issuers facilities

The Company currently has no operating facility.

Item 7. Officers Directors and Control Persons

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Xinrui Wang</u>	Director, Owner of more than 5%	Cangzhou City, Hebei Province, China	85,088,500	Common Stock	84.98%	
Lixin Cai	President, CEO, Secretary, Director	Huzhou City, Zhejiang Province, China	-	-	-	
Cuiyao Luo	CFO, Treasurer, Director	Hangzhou City, Zhejiang Province, China	-	-	-	
Wenbin Mao	Director, Owner of more than 5%	Changzhou City, Jiangsu Province, China	10,500,000	Common Stock	10.49%	
Baiwan Niu	Director	Lankao County, Henan Province, China	4,500,000	Common Stock	4.49%	

8) Legal/Disciplinary History

A. Criminal and legal proceedings of Officers, Directors and Control Persons.

Neither 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);
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;
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
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.

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.

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: Matthew McMurdo, Esq.
Firm: McMurdo Law Group, LLC
Address 1: 1185 Avenue of Americas, 3rd Floor
Address 2: New York, NY 10036
Phone: +1 917-318-2865
Email: matt@nannaronelaw.com

Accountant:

Name: Mario A. Beckles
Firm: Beckles & Co
Address 1: 2001 Hollywood Blvd. Suite 208
Address 2: Hollywood, FL 33020
Phone: 954-251-2005

Investor Relations Consultant: N/A

Other Service Providers: N/A

10) Issuer Certification

Principal Executive Officer:

I, Mr. Lixin Cai certify that:

1. I have reviewed this Quarterly Report of CXJ Group Co., Limited (formerly known as Global Entertainment Corp.);
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.

Date: April 8, 2020
Signature: Lixin Cai /s/
Name: Mr. Lixin Cai
Title: President, CEO, Director

CXJ GROUP CO., LIMITED
(formerly known as Global Entertainment, Corp.)
BALANCE SHEETS
(Unaudited)

	February 29, 2020	May 31, 2019
ASSETS		
CURRENT ASSETS:		
Cash	\$ -	\$ -
TOTAL ASSETS	\$ -	\$ -
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	3,798	-
Loan payable – related party	9,562	4,147
Total current liabilities	13,360	4,147
Commitments and Contingencies		
STOCKHOLDERS' EQUITY		
Common stock, par value \$0.001 per share; 490,000,000 shares authorized; 100,122,217 and 24,356,062 shares issued and outstanding as of February 29, 2020 and May 31, 2019, respectively	34,356	24,356
Additional paid in capital	4,343	4,343
Retained earnings	(52,059)	(32,846)
Total stockholders' equity	(13,360)	(4,147)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ -	\$ -

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

CXJ GROUP CO., LIMITED
(formerly known as Global Entertainment, Corp.)
STATEMENTS OF OPERATIONS
(Unaudited)

	<u>For Three Months Ended February 29</u>	<u>For Three Months Ended February 28</u>
	<u>2020</u>	<u>2019</u>
OPERATING EXPENSES:		
Registration fees	3,183	-
Transfer Agent fees	1,668	-
Legal fees	<u>-</u>	<u>900</u>
Total operating expenses	<u>4,851</u>	<u>900</u>
 LOSS BEFORE OTHER INCOME	 <u>(4,851)</u>	 <u>(900)</u>
 NET LOSS	 <u><u>(4,851)</u></u>	 <u><u>(900)</u></u>

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

CXJ GROUP CO., LIMITED
(formerly known as Global Entertainment, Corp.)
STATEMENT OF STOCKHOLDERS' EQUITY
FOR THE THREE MONTHS ENDED FEBRUARY 29, 2020 AND FEBRUARY 28, 2019
(Unaudited)

	Common Stock: Shares	Common Stock: Amount	Preferred Stock: Shares	Preferred Stock: Amount	Additional Paid in Capital	Accumulated Deficit	Totals
Balance - December 01, 2018	-	6,656	-	-	4,343	(10,999)	-
Net loss for the period	-	-	-	-	-	(900)	(900)
Balance February 28, 2019	-	\$ 6,656	-	\$ -	\$ 4,343	\$ (11,899)	\$ (900)

	Common Stock: Shares	Common Stock: Amount	Preferred Stock: Shares	Preferred Stock: Amount	Additional Paid in Capital	Accumulated Deficit	Totals
Balance - December 01, 2019	100,122,217	34,356	-	-	4,343	(47,208)	(8,509)
Net loss for the period	-	-	-	-	-	(4,851)	(4,851)
Balance February 29, 2020	100,122,217	\$ 24,356	-	\$ -	\$ 4,343	\$ (52,059)	\$ (13,360)

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

CXJ GROUP CO., LIMITED
(formerly known as Global Entertainment, Corp.)
STATEMENTS OF CASH FLOWS
FOR THE PERIOD FEBRUARY 29, 2020 AND FEBRUARY 28, 2019
(Unaudited)

	For the Period February 29 <u>2020</u>	For the Period February 28 <u>2019</u>
OPERATING ACTIVITIES:		
Net loss	\$ (4,851)	\$ (900)
Adjustments to reconcile net loss to net cash (used in) operating activities:		
Changes in assets and liabilities		
Accounts payable and accrued expenses	-	-
Loan payable – related party	<u>4,851</u>	<u>900</u>
NET CASH USED IN OPERATING ACTIVITIES	<u>-</u>	<u>-</u>
EFFECT OF EXCHANGE RATE CHANGES	<u>-</u>	<u>-</u>
NET INCREASE IN CASH	-	-
CASH – BEGINNING OF PERIOD	<u>-</u>	<u>-</u>
CASH – END OF PERIOD	<u>\$ -</u>	<u>\$ -</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:		
Cash paid during the periods for:		
Interest	-	-

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

CXJ GROUP CO., LIMITED
(formerly known as Global Entertainment, Corp.)
NOTES TO FINANCIAL STATEMENTS
FOR THE PERIOD ENDED FEBRUARY 29, 2020 AND MAY 31, 2019
(Unaudited)

Note 1 – Organization and basis of accounting

Basis of Presentation and Organization

CXJ Group Co., Limited (formerly known as Global Entertainment, Corp.) herein referred to as “ECXJ” or the “Company”. The company is an integrated event and entertainment company that is engaged, through its wholly owned subsidiaries, in sports management, multipurpose events center development, facility and venue management and marketing, and venue ticketing. We are primarily focused on projects located in mid-size communities in the United States.

On March 04, 2019, the eight judicial District Court of Nevada appointed Custodian Ventures, LLC as custodian for Global Entertainment Corporation, proper notice having been given to the officers and directors of Global Entertainment Corporation. There was no opposition.

On March 05, 2019, the Company filed a certificate of revival with the state of Nevada, appointing David Lazar as, President, Secretary, Treasurer and Director of the Company.

On June 21, 2019, David Lazar stepped down as an officer and as a Member of the Board of Directors of the Company.

On June 21, 2019, Lixin Cai was appointed act as the new President, CEO, Secretary and Chairman of the Board of Directors of the Company.

On June 21, 2019, Cuiyao Luo was appointed act as the new CFO, Treasurer and Member of the Board of Directors of the Company.

The accompanying financial statements are prepared on the basis of accounting principles generally accepted in the United States of America (“GAAP”). The Company is a development stage enterprise devoting substantial efforts to establishing a new business, financial planning, raising capital, and research into products which may become part of the Company’s product portfolio. The Company has not realized significant sales through since inception. A development stage company is defined as one in which all efforts are devoted substantially to establishing a new business and, even if planned principal operations have commenced, revenues are insignificant.

The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. Management of the Company is making efforts to raise additional funding until a registration statement relating to an equity funding facility is in effect. While management of the Company believes that it will be successful in its capital formation and planned operating activities, there can be no assurance that the Company will be able to raise additional equity capital, or be successful in the development and commercialization of the products it develops or initiates collaboration agreements thereon. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

Note 2 – Summary of significant accounting policies

Cash and Cash Equivalents

For purposes of reporting within the statements of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

Subsequent Event

The Company evaluated subsequent events through the date when financial statements are issued for disclosure consideration.

Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and 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- Going Concern

The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. Management of the Company is making efforts to raise additional funding until a registration statement relating to an equity funding facility is in effect. While management of the Company believes that it will be successful in its capital formation and planned operating activities, there can be no assurance that the Company will be able to raise additional equity capital or be successful in the development and commercialization of the products it develops or initiates collaboration agreements thereon. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

Note 4 – Discontinued Operations

The Company has fully impaired all assets since the shutdown of its operations in 2013 and had recorded the effects of this impairment as part of its discontinued operations. With the absence of a substantial amount of the old records and the passage of the statute of limitations the company has recorded a discontinued operations expense of \$589 in 2011 the most current year since operations shutdown based on the accumulated records obtained to date through the first quarter 2019.

In addition, the state of Nevada Revised Statutes (NRS 11.190) establishes a statute of limitations on enforcement of any contract, obligation or liability founded upon an instrument, to be done in writing within six years of establishment of such obligation or debt. To date, no written acknowledgement nor any partial payments has been delivered to the Company by a creditor within six years from the date of this annual report.

Note 5 – Related party transactions

During the three months ended February 29, 2020, Cuiyao Luo advanced a total of \$4,851, to the Company for payment of registration fees and transfer agent fees. As of February 29, 2020, the company had a loan payable remaining of \$9,562 to Cuiyao Luo. This loan is unsecured, non-interest bearing, and has no specific terms for repayment.

Note 6 – Common stock

On September 30, 2019, the Company appointed three more members to the Board of Directors of the Company, and they are Xinrui Wang, Wenbin Mao and Baiwan Niu.

On October 4, 2019, Xinrui Wang (the “Seller”), entered into a Stock Purchase Agreement to pursuant to which the Seller agreed to sell to Wenbin Mao and Baiwan Niu (the “Purchasers”), totaling 1,500,000 preferred stock of the Company (“Shares”) owned by the Seller, for an amount of \$1,500.

On October 8, 2019, Xinrui Wang, Wenbin Mao and Baiwan Niu effectuated a 1 for 10 conversion to convert all their preferred stock totaling 10,000,000 to 100,000,000 common shares. As a result of the conversion, there was no preferred stock outstanding of the Company as of October 8, 2019.

Note 7 – Preferred stock

On June 18, 2019, the Company issued 10,000,000 shares of Series A Preferred stock to Custodian Ventures, LLC at par for shares valued at \$10,000 in exchange for settlement of a portion of a related party loan for amounts advanced to the Company in the amount of \$10,000. On August 31, 2019, 10,000,000 shares of preferred stock with par value of \$0.001 per share remains outstanding.

On October 8, 2019, Xinrui Wang, Wenbin Mao and Baiwan Niu effectuated a 1 for 10 conversion to convert all their preferred stock totaling 10,000,000 to 100,000,000 common shares. As a result of the conversion, there was no preferred stock outstanding of the Company as of October 8, 2019.

The following is a description of the material rights of our Series A Preferred Stock:

Each share of Series A Preferred Stock shall have a par value of \$0.001 per share. The Series C Preferred Stock shall vote on any matter that may from time to time be submitted to the Company’s shareholders for a vote, on a 25 for one basis. If the Company effects a stock split which either increases or decreases the number of shares of Common Stock outstanding and entitled to vote, the voting rights of the Series A shall not be subject to adjustment unless specifically authorized.

Each share of Series A Preferred Stock shall be convertible into 4 shares of Common Stock (“Conversion Ratio”), at the option of a Holder, at any time and from time to time, from and after the issuance of the Series A Preferred Stock.

Subject to the rights of any existing series of Preferred Stock or to the rights of any series of Preferred Stock which may from time to time hereafter come into existence, the holders of shares of Series A Preferred Stock shall be entitled to receive dividends, out of any assets legally available therefor, upon any payment of any dividend (payable other than in Common Stock or other securities and rights convertible into or entitling the holder thereof to receive, directly or indirectly, additional shares of Common Stock of the Corporation) on the Common Stock of the Corporation, as and if declared by the Board of Directors, as if the Series A Preferred Stock had been converted into Common Stock.

In the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary, subject to the rights of any existing series of Preferred Stock or to the rights of any series of Preferred Stock which may from time to time hereafter come into existence, the holders of the Series A Preferred Stock shall be entitled to receive, prior and in preference to any distribution of any of the assets of the Corporation to the holders of Common Stock by reason of their ownership thereof, an amount per share equal to the price per share actually paid to the Corporation upon the initial issuance of the Series A Preferred Stock (each, the “the Original Issue Price”) for each share of Series A Preferred Stock then held by them, plus declared but unpaid dividends. Unless the Corporation can establish a different Original Issue Price in connection with a particular sale of Series A Preferred Stock, the Original issue price shall be \$0.001 per share for the Series A Preferred Stock. If, upon the occurrence of any liquidation, dissolution or

winding up of the Corporation, the assets and funds thus distributed among the holders of the Series A Preferred Stock shall be insufficient to permit the payment to such holders of the full aforesaid preferential amounts, then, subject to the rights of any existing series of Preferred Stock or to the rights of any series of Preferred Stock which may from time to time hereafter come into existence, the entire assets and funds of the corporation legally available for distribution shall be distributed ratably among the holders of the each series of Preferred Stock in proportion to the preferential amount each such holder is otherwise entitled to receive.

The Series A Preferred Stock shares are nonredeemable other than upon the mutual agreement of the Company and the holder of shares to be redeemed, and even in such case only to the extent permitted by this Certificate of Designation, the Corporation's Articles of Incorporation and applicable law.

Series A Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the date of issuance of such share, at the office of the Corporation or any transfer agent for such stock, into such number of fully paid and nonassessable shares of Common Stock as is determined by dividing the Original Issue Price of the Series A Preferred Stock by the Series A Conversion Price applicable to such share, determined as hereafter provided, in effect on the date the certificate is surrendered for conversion.

Each share of Series A Preferred Stock shall automatically be converted into shares of Common Stock at the applicable Series A Conversion Price in effect for such share immediately upon the earlier of (i) except as provided below in Section 4(c), the Corporation's sale of its Common Stock in a public offering pursuant to a registration statement under the Securities Act of 1933, as amended; (ii) a liquidation, dissolution or winding up of the Corporation as defined in section 2(c) above but subject to any liquidation preference required by section 2(a) above; or (iii) the date specified by written consent or agreement of the holders of a majority of the then outstanding shares of Series C Preferred Stock.