

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

China Yanyuan Yuhui National Education Group, Inc.
(A Nevada corporation)

Soubao Business Center Building 2, Suite 1109, 16 S 3rd Ring Rd,
W Fengtai District, Beijing, PRC 10068

+86 -10-81790788
(Company phone)

xinbai9000@163.com
(Company email)

SIC-2834

Annual Report
For the Period Ending: December 31, 2020
(the "Reporting Period")

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

31,510,249

As of September 30, 2020, the number of shares outstanding of our Common Stock was:

31,510,249

As of December 31, 2019, the number of shares outstanding of our Common Stock was:

75,498,595

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 Control¹ of the company has occurred over this reporting period:

¹ "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;

Yes: No:

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

China Yanyuan Yuhui National Education Group, Inc. herein referred to as "YYYH" or the "Company", formerly known as MediaShift, Inc. and JMG Exploration, Inc.

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):

State of Nevada-Active

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

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:

On September 1, 2020, the Company effectuated a one (1) new for fifty (50) old shares reverse stock split of common shares of all its issued and outstanding shares and the par value was changed from \$0.001 to \$0.05 per share.

On September 25, 2020, the Company effected a reverse-merger with China Yanyuan Yuhui Intl Education Group Limited ("Yuhui Seychelles"), a Seychelles company, involving an exchange of shares whereby China Yuhui issued an aggregate of 30,000,000 shares to the shareholders of Yuhui Seychelles in exchange for all of the issued and outstanding shares of Yuhui Seychelles.

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

*Soubao Business Center Building 2, Suite 1109,
16 S 3rd Ring Rd, W Fengtai District,
Beijing, PRC 10068*

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:

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

(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.

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:

On January 24, 2017, the Company filed for Chapter 7 bankruptcy, with the Southern District of California. On February 23, 2017, the court approved the bankruptcy petition and the case was closed.

2) Security Information

Trading symbol:	YYYH	
Exact title and class of securities outstanding:	Common stock	
CUSIP:	58449A104	
Par or stated value:	\$0.05	
Total shares authorized:	100,000,00	as of date: 12/31/20
Total shares outstanding:	31,510,249	as of date: 12/31/20
Number of shares in the Public Float ² :	113,907	as of date: 12/31/20
Total number of shareholders of record:	180	as of date: 12/31/20

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: Equiniti Trust Company
Phone: +1 (303) 282-4800
Email: karen.naughton@Equiniti.com
Address: 3200 Cherry Creek Dr. South, Suite 430 Denver, CO 80209

Is the Transfer Agent registered under the Exchange Act?³ 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.

² "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.

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

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
<p style="text-align: center;"><u>Opening Balance</u></p> <p>Date <u>12/312018</u> Common: 22,498,595 Preferred: 0</p>									
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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
5/24/19	New issuance	53,000,000		\$0.001	No	David Lazar/Custodian Ventures	cash	restricted	Exemption: Section 4(a)(2) of the Securities Act
			common						
5/24/19	New issuance	1,306,500	Series A Pref. stock	\$0.001	No	David Lazar/Custodian Ventures	cash	restricted	Exemption: Section 4(a)(2) of the Securities Act
9/1/20	Reverse Split	(73,988,346)		N/A	N/A	N/A	N/A	N/A	N/A
			common						
9/25/20	New issuance	8,400,000	common	\$0.05	N/A	NEW WAY INVESTMENTS CO., LIMITED	Share exchange	restricted	Exemption: Section 4(a)(2) of the Securities Act and/or Regulation S
9/25/20	New issuance	9,360,000	common	\$0.05	N/A	SUN SHINE CORPORATION LIMITED	Share exchange	restricted	Exemption: Section 4(a)(2) of the Securities Act and/or Regulation S
9/25/20	New issuance	10,800,000	common	\$0.05	N/A	START POINT INC LIMITED	Share exchange	restricted	Exemption: Section 4(a)(2) of the Securities Act and/or Regulation S
9/25/20	New issuance	1,440,000	common	\$0.05	N/A	Wen Huai Co., LIMITED	Share exchange	restricted	Exemption: Section 4(a)(2) of the Securities Act

									Act and/or Regulation S
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>December 31, 2020</u> Common: <u>31,510,249</u>									
Preferred: <u>1,306,500</u>									

Example: A company with a fiscal year end of December 31st, 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)⁴:

Name: Guoxiong Grant Tan, CPA, Ultra CPA LLP
Title: Outside CPA
Relationship to Issuer: None-Independent

The Company's unaudited financial statements as of December 31, 2020 and December 31, 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")

*On September 25, 2020, China Yanyuan Yuhui National Education Group Inc. (the "**Company**") entered into a share exchange agreement (the "**Share Exchange Agreement**") with China Yanyuan Yuhui Intl Education Group Limited, a Seychelles company or "Yuhui Seychelles", all of the shareholders of Yuhui Seychelles (the "**Yuhui Seychelles Shareholders**"), pursuant to which we acquired all of the outstanding shares of Yuhui Seychelles (the "**Yuhui Seychelles Shares**") from the Yuhui Seychelles Shareholders in exchange for an issuance of 30,000,000 shares of our common stock, representing approximately 95.2% of our outstanding shares of common stock (the "**Yuhui Seychelles Acquisition**"). The Company has 31,510,249 shares of common stock issued and outstanding post the share exchange.*

*Pursuant to the Share Exchange Agreement, the Company acquired Yuhui Seychelles and its indirect, controlled subsidiary Beijing Yuhui Technology Co., Ltd ("**Beijing Yuhui Technology**"), a company that is primarily engaged in family culture education. On September 30, 2020, pursuant to the terms of the Share Exchange Agreement, the Company acquired all of the outstanding equity securities of Yuhui Seychelles from Yuhui Seychelles Shareholders, and Yuhui Seychelles Shareholders transferred and contributed all of its Yuhui Seychelles Shares to the Company. Such securities were not registered under the Securities Act. These securities qualified for exemption under Section 4(2) of the Securities Act since the issuance of securities by the Company did not involve a public offering.*

As a result of the Yuhui Seychelles Acquisition, the Company's consolidated subsidiaries include China Yanyuan Yuhui Intl Education Group Limited or "Yuhui Seychelles", a wholly-owned subsidiary which is incorporated under the laws of Seychelles, Yanyuan Yuhui Education Technology (Hong Kong) Co., Ltd. or "Yuhui HK", a wholly-owned subsidiary of Yuhui Seychelles which is incorporated under the laws of Hong Kong, Yanyuan Yuhui (Beijing) Technology Co., Ltd., or "Beijing Yuhui WFOE", a wholly foreign owned enterprise of Yuhui HK which is incorporated under the laws of the PRC, and Beijing Yuhui Technology Co., Ltd. or "Beijing Yuhui Technology", a limited liability company incorporated under the laws of the PRC which is effectively and substantially controlled by Beijing Yuhui WFOE through a series of Variable interest entity (VIE) agreements, discussed below.

On July 10, 2020, prior to the reverse acquisition transaction, Beijing Yuhui WFOE and Beijing Yuhui Technology and its shareholders Xiaojun QIN, Binsan WU, Jun ZHENG and Lufeng SONG entered into a series of agreements, including an Exclusive Consulting and Service Agreement, an Exclusive Option Agreement, Power of Attorney and Share Pledge Agreement, collectively referred to in this report as variable interest agreements, or "VIE Agreements," pursuant to which Beijing Yuhui Technology became Beijing Yuhui WFOE's contractually controlled affiliate. The use of VIE agreements is a common structure used to acquire PRC corporations, particularly in certain industries in which foreign investment is restricted or forbidden by the PRC government. As a result of the VIE Agreements described above, the Company has consolidated Beijing Yuhui Technology's historical financial results in the Company's financial statements as a variable interest entity pursuant to Accounting Principles Generally Accepted in the United States of America following the date of the agreements and combined such results prior to the date of the agreements. The VIE Agreements with the Chinese affiliate and its shareholders, which relate to critical aspects of

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

our operations, may not be as effective in providing operational control as direct ownership. In addition, these arrangements may be difficult and costly to enforce under PRC law.

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

Subsidiary Name	Domicile	Address	Officer/Director	% Owned	Owned By
China Yanyuan Yuhui Intl Education Group Limited	Seychelles	<u>Oliaji Trade Centre, 1st Floor, Victoria, Mahe, Seychelles</u>	<u>Sole Director: Xiaojun Qin</u>	<u>100%</u>	<u>China Yanyuan Yuhui National Education Group Inc.</u>
Yanyuan Yuhui Education Technology (Hong Kong) Co., Ltd.	<u>Hong Kong</u>	<u>Room 747, 7/F, Star House, 3 Salisbury Road, Tsim Sha Tsui, Hong Kong</u>	<u>Sole Director: Xiaojun Qin Legal Representative: Xiaojun Qin Sole Director: Xiaojun Qin</u>	<u>100%</u>	<u>China Yanyuan Yuhui Intl Education Group Limited</u>
Yanyuan Yuhui (Beijing) Technology Co., Ltd.	<u>P.R.China</u>	<u>Room 101-7, 1/F, Building 10, 11th Yard, Xin Yu Third Street, Tongzhou District, Beijing, P.R.China</u>	<u>General Manager: Xiaojun Qin Legal Representative: Xiaojun Qin Sole Director: Xiaojun Qin</u>	<u>100%</u>	<u>Yanyuan Yuhui Education Technology (Hong Kong) Co., Ltd.</u>
Beijing Yuhui Technology Co., Ltd.	<u>P.R.China</u>	<u>Room 04, Underground 2/F, No. 22 Bai Zhi Fang West Street, Xicheng District, Beijing, P.R.China</u>	<u>General Manager: Xiaojun Qin Legal Representative: Xiaojun Qin Sole Director: Xiaojun Qin</u>	<u>100%</u>	<u>Yanyuan Yuhui (Beijing) Technology Co., Ltd.</u>

C. Describe the issuers' principal products or services.

China Yanyuan Yuhui National Education Group Inc. is the first national education institution focusing on "family culture education" in China. Relying on an entire industrial chain, the Company, combining Internet and capital integration tools, takes offline institutions as a base, which are supported by the Internet education platform "Yuhuibang", and provides both the online and offline comprehensive education services covering three major education scenes of school, society and family. The Company also provides services for other education and training institutions. The Company has been committed to empower social education to help build family culture, and promotes the change of education concept within the context of family culture education, and builds an Internet and education technology innovation operation platform taking the "family culture building and education concept" as the core, in order to create a systematic project of "family culture education and building". The Company's vision and mission is to advocate high quality education to empower family growth.

6) Issuer's Facilities

China Yanyuan Yuhui National Education Group, Inc. currently has no operating facility. Its VIE entity in China operates at the following address: Soubao Business Center Building 2, Suite 1109, 16 S 3rd Ring Rd, W, Fengtai District, Beijing, PRC 10068.

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

The Company's VIE entity has 1 office leases described below:

Address: Suite 1109, 10F, Building 2,
Soubao Business Center,
16 S 3rd Ring Rd, W Fengtai,
Beijing, China

Area: 170.25 square meters

The lease term is from March 25, 2021 to March 24, 2022. One year in total.

Annual rent: RMB 254779.20 (\$40,764 USD)

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% of 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 Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Star Point Inc. Limited	Greater than 5% owner	Victoria, Mahe, Seychelles	10,800,000	common	34.27%	Control person/sole shareholder is the Company's director, Xiaojun Qin

Sun Shine Corporation Limited	Greater than 5% owner	Victoria, Mahe, Seychelles	9,360,000	common	29.70%	Control person/sole shareholder is Company's CFO/Chairman, Binsan Wu
New Way Investments Co. Ltd.	Greater than 5% owner	Victoria, Mahe, Seychelles	8,400,000	common	26.66%	Control person/sole shareholder is the Company's director, Jun Zheng
Xiaojun Qin	CEO/President/Chairman	Wuqing District, Tianjin, PRC	10,800,000	common	34.27%	Indirect ownership through Star Point Inc. Limited
Liu Feng	CFO	Beijing, PRC	0	common	0	
Lufeng Song	Director	Huainan, PRC	0	common	0	
Binsan Wu	Director	Jinan, Shangdong, Province, PRC	9,360,000	common	29.70%	Indirect ownership through Sun Shine Corporation Limited
Jun Zheng	Director	Hefei, Anhui Province, PRC	8,400,000	common	26.66%	Indirect ownership through New Way Investments Co. Ltd.
_____	_____	_____	_____	_____	_____	_____

8) Legal/Disciplinary History

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

None 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.*

A. 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: Daniel H. Luciano
Firm: Daniel H. Luciano-Attorney at Law
Address 1: 242A West Valley Brook Rd.
Address 2: Califon, NJ 07830
Phone: 908-832-5546
Email: dhl@dhlucianolaw.com

Accountant or Auditor

Name: Guoxiong Grant Tan
Firm: UltraCPA LLP
Address 1: 33 Highland Ave
Address 2: Burlingame, CA 94010
Phone: 650-732-3008
Email:

Investor Relations

Name: N/A
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, Xiaojun Qin certify that:

1. I have reviewed this Annual Report of China Yanyuan Yuhui National Education Group, 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.

6/10/21 [Date]

/s/ Xiaojun Qin [CEO's Signature]

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

Principal Financial Officer:

I, Liu Feng certify that:

1. I have reviewed this Annual Report of China Yanyuan Yuhui National Education Group, 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.

6/10/21 [Date]

/s/ Liu Feng [CFO's Signature]

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

China Yanyuan Yuhui National Education Group, Inc.
Consolidated Balance Sheets
As of December 31, 2020 and 2019
(Stated in US Dollars)

	As of December 31, 2020	As of December 31, 2019
Assets		
Current Assets		
Cash and cash equivalents	\$ 40,812	\$ 77,913
Accounts receivable, <i>net</i>	489	-
Other receivables	76,272	5,127
Inventory	181,544	90,853
Prepaid expenses	123,334	89,435
Total current assets	<u>422,451</u>	<u>263,328</u>
Non-current Assets		
Property and equipment, <i>net</i>	<u>11,546</u>	<u>14,368</u>
Total non-current assets	<u>11,546</u>	<u>14,368</u>
Total Assets	<u>\$ 433,997</u>	<u>\$ 277,696</u>
Liabilities and Stockholders' Equity		
Liabilities		
Current liabilities		
Other payables	\$ 131,682	\$ 107,180
Customer deposit	1,221,269	822,526
Related party payable	<u>66,792</u>	<u>9,676</u>
Total current liabilities	<u>1,419,743</u>	<u>939,382</u>
Total Liabilities	<u>\$ 1,419,743</u>	<u>\$ 939,382</u>
Stockholders' Equity		
Common stock, 100,000,000 shares authorized; 31,509,972 shares issued and outstanding at \$0.05 par value as of December 31, 2020 and 75,498,595 shares issued and outstanding at \$0.001 par value as of December 31, 2019	\$ 1,575,499	\$ 75,499
Series A preferred stock, par value \$0.001 per share; 10,000,000 shares authorized; 1,306,500 shares issued and outstanding as of December 31, 2020 and 2019, respectively	1,306	1,306
Additional paid-in-capital	26,920,165	28,363,154
Accumulated deficit	(29,431,224)	(29,108,922)
Accumulated other comprehensive income/(loss)	<u>(51,492)</u>	<u>7,277</u>
Total stockholders' equity	<u>(985,746)</u>	<u>(661,686)</u>
Total Liabilities and Stockholders' Equity	<u>\$ 433,997</u>	<u>\$ 277,696</u>

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

China Yanyuan Yuhui National Education Group, Inc.
Consolidated Statements of Operations and Comprehensive Income
For the Years Ended December 31, 2020 and 2019
(Stated in US Dollars)

	<u>Year Ended December 31, 2020</u>	<u>Year Ended December 31, 2019</u>
Sales revenue	\$ 196,470	\$ 169,485
Cost of goods sold	73,492	91,583
Gross profit	<u>122,978</u>	<u>77,902</u>
<u>Operating expenses</u>		
Selling expenses	25,297	37,379
General and administrative expenses	416,091	789,754
Total operating expenses	<u>441,388</u>	<u>827,133</u>
Operating loss	<u>(318,410)</u>	<u>(749,231)</u>
<u>Other income/(expense)</u>		
Other expense	(3,902)	-
Interest income	10	8
Total other income/(expense)	<u>(3,892)</u>	<u>8</u>
Loss before taxes	<u>(322,302)</u>	<u>(749,223)</u>
Provision for income taxes	-	37
Net loss	<u>\$ (322,302)</u>	<u>\$ (749,260)</u>
Other comprehensive income/(loss)		
Foreign currency translation gain/(loss)	(51,493)	7,277
Comprehensive loss	<u>\$ (373,795)</u>	<u>\$ (741,983)</u>
Earnings per share		
- Basic and diluted	\$ (0.006)	\$ (0.018)
Weighted average shares outstanding		
- Basic and diluted	50,429,703	40,939,691

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

China Yanyuan Yuhui National Education Group, Inc.
Consolidated Statements of Operations and Comprehensive Income
For the Years Ended December 31, 2020 and 2019
(Stated in US Dollars)

	Common Stock		Preferred Stock		Additional	Accumulated	Accumulated	Totals
	Shares	Amount	Shares	Amount	Paid-In Capital	Deficit	Other Comprehensive Income	
Balance - January 1, 2019	22,498,595	\$ 22,499	-	\$ -	\$ 28,363,154	\$ (28,359,662)	\$ -	\$ 25,991
Issuance of common stock	53,000,000	53,000	-	-	-	-	-	53,000
Issuance of preferred stock	-	-	1,306,500	1,306	-	-	-	1,306
Net loss for the year	-	-	-	-	-	(749,260)	-	(749,260)
Foreign currency translation gain	-	-	-	-	-	-	7,277	7,277
Balance - December 31, 2019	75,498,595	\$ 75,499	1,306,500	\$ 1,306	\$ 28,363,154	\$ (29,108,922)	\$ 7,277	\$ (661,686)

	Common Stock		Preferred Stock		Additional	Accumulated	Accumulated	Totals
	Shares	Amount	Shares	Amount	Paid-In Capital	Deficit	Other Comprehensive Income	
Balance - January 1, 2020	75,498,595	\$ 75,499	1,306,500	\$ 1,306	\$ 28,363,154	\$ (29,108,922)	\$ 7,277	\$ (661,686)
Shares split	(73,988,623)	-	-	-	-	-	-	-
Reverse takeover acquisition	30,000,000	1,500,000	-	-	(1,442,989)	-	-	57,011
Net loss for the year	-	-	-	-	-	(322,302)	-	(322,302)
Foreign currency translation loss	-	-	-	-	-	-	(58,769)	(58,769)
Balance - December 31, 2020	31,509,972	\$ 1,575,499	1,306,500	\$ 1,306	\$ 26,920,165	\$ (29,431,224)	\$ (51,492)	\$ (985,746)

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

China Yanyuan Yuhui National Education Group, Inc.
Consolidated Statements of Cash Flows
For the Years Ended December 31, 2020 and 2019
(Stated in US Dollars)

	<u>Year Ended December 31, 2020</u>	<u>Year Ended December 31, 2019</u>
Net loss	\$ (322,302)	\$ (749,260)
Adjustments to reconcile net loss to net cash from operations:		
Depreciation	3,945	2,427
Changes in operating assets and liabilities:		
Accounts and other receivables	(71,634)	(5,127)
Inventory	(90,691)	(90,750)
Prepaid expenses	(33,899)	(89,435)
Accounts and other payables	24,504	25,432
Related party payable	57,115	9,676
Customer deposits	398,743	822,526
Net cash used in operating activities	<u>(34,219)</u>	<u>(74,511)</u>
Cash flows from investing activities		
Purchase of property and equipment	(1,124)	(16,793)
Net cash used in investing activities	<u>(1,124)</u>	<u>(16,793)</u>
Cash flows from financing activities		
Issuance of common stock	57,011	121,042
Net cash provided by financing activities	<u>57,011</u>	<u>121,042</u>
Net decrease of cash and cash equivalents	21,668	29,736
Effect of foreign currency translation on cash	(58,769)	5,726
Cash and cash equivalents at beginning of period	77,913	42,451
Cash and cash equivalents at end of period	<u>\$ 40,812</u>	<u>\$ 77,913</u>
<i>Supplementary cash flows information:</i>		
Interest received	10	8
Income tax paid	-	38

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

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

1. Organization and Principal Business Activities

China Yanyuan Yuhui National Education Group, Inc. (“China Yuhui”) was incorporated under the laws of the state of Nevada on July 16, 2014 as JMG Exploration, Inc. (“JMG”). JMG changed its name to MediaShift, Inc. (“MediaShift”) on March 4, 2013. MediaShift ceased its operations and became a “shell company” on August 28, 2019. Ultimately, MediaShift changed its name to China Yanyuan Yuhui National Education Group, Inc. on October 1, 2019.

On September 25, 2020, China Yuhui underwent a reverse-merger with China Yanyuan Yuhui Intl Education Group Limited (“Yuhui Seychelles”), a Public of Seychelles company, involving an exchange of shares whereby China Yuhui issued an aggregate of 30,000,000 shares to the shareholders of Yuhui Seychelles in exchange for all of the issued and outstanding shares of Yuhui Seychelles. For financial reporting purpose, this transaction is classified as a recapitalization of China Yanyuan Yuhui National Education Group, Inc. (Legal acquirer, accounting acquiree) and the historical financial statements of China Yanyuan Yuhui Intl Education Group Limited and its wholly-owned subsidiaries and variable interest entity (VIE) in China (Legal acquiree, accounting acquirer). China Yuhui, Yuhui Seychelles and its wholly-owned subsidiaries and VIE are collectively referred to as the “Company” or “Yuhui” hereinafter.

The Company primarily engages in family culture education in China. The Company provides both online via platform “Yuhuibang” and offline via institutions education services covering three major education scenes of school, society and family.

The Company’s common stock is currently quoted on the Over-The-Counter (OTC) Pink Open Market under the symbol “YYYH”.

2. Significant Accounting Policies

Basis of Presentation and Principles of Consolidation

The accompanying consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) and reflected the accounts and results of operations of China Yuhui and its subsidiaries. All intercompany transactions and balances have been eliminated in consolidation. The following table sets for information of consolidating entities:

Name of Entity	Place of Incorporation	Attributable Equity Interest %	Registered Capital
China Yanyuan Yuhui National Education Group, Inc.	USA	-	\$ 1,575,499
China Yanyuan Yuhui Intl Education Group Limited	Seychelles	100	\$ -
Yanyuan Yuhui Education Technology (Hong Kong) Co., Limited	Hong Kong	100	\$ 12,873
Yanyuan Yuhui (Beijing) Technology Co., Ltd.	China	100	\$ -
Beijing Yuhui Technology Co., Ltd.	China	VIE	\$ 108,921

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

Consolidation of Variable Interest Entity

VIE is entity that lacks sufficient equity to finance its activities without additional financial support from other parties or whose equity holders lack adequate decision-making ability. Any VIE with which the Company is involved must be evaluated to determine the primary beneficiary of the risks and rewards of the VIE. Management makes ongoing reassessments of whether the Company is the primary beneficiary of its VIE.

On July 10, 2020, Yanyuan Yuhui (Beijing) Technology Co., Ltd. (“Yuhui WFOE”) entered into exclusive VIE agreements with Beijing Yuhui Technology Co., Ltd. (“BJ Yuhui”) and its shareholders that give Yuhui WFOE the ability to substantially influence BJ Yuhui’s daily operations and financial affairs and appoint senior executives. China Yuhui is considered the primary beneficiary of BJ Yuhui and it consolidates BJ Yuhui’s accounts as VIE. The VIE agreements are described in detail below:

Exclusive Consulting and Service Agreement

Pursuant to the Exclusive Consulting and Service Agreement, Yuhui WFOE has the exclusive right to provide consultation and services to BJ Yuhui in China in the area of business management, human resource, technology and information (“Principle Business”). Yuhui WFOE exclusively owns any Principle Business arising from the performance of this Exclusive Consulting and Service Agreement. The amount of service fees and payment term can be amended by the Yuhui WFOE and BJ Yuhui consultation and the implementation. The term of the Exclusive Consulting and Service Agreement is 30 years. WFOE may terminate this agreement at any time by giving 30 day’s prior written notice.

Exclusive Option Agreement

Pursuant to the Exclusive Option Agreement, Yuhui WFOE has the exclusive right to require each shareholder of BJ Yuhui to fulfill and complete all approval and registration procedures required under PRC laws for Yuhui WFOE to purchase, or designate one or more persons to purchase, each shareholder’s equity interests in BJ Yuhui, once or at multiple times at any time in part or in whole at Yuhui WFOE’s sole and absolute discretion. The purchase price shall be RMB 1 Yuan. The Exclusive Option Agreement shall remain effective until all the equity interest owned by BJ Yuhui shareholder has been legally transferred to Yuhui WFOE or its designee(s).

Power of Attorney

Pursuant to the Power of Attorney, each shareholder irrevocably appointed Yuhui WFOE or WFOE’s designee to exercise all his or her rights as the shareholders of BJ Yuhui under the Articles of Association, including but not limited to the power to exercise all shareholder’s voting rights with respect to all matters to be discussed and voted in the shareholders’ meeting. The term of Power of Attorney is irrevocable and continuously valid.

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

Share Pledge Agreement

Pursuant to the Share Pledge Agreement, shareholders of BJ Yuhui pledge all of their equity interests in BJ Yuhui to Yuhui WFOE to guarantee their performance of relevant obligations and indebtedness under the Exclusive Consulting and Service Agreement and other control agreements. In addition, shareholders of BJ Yuhui are in the process of registering the equity pledge with the competent local authority.

Use of Estimates

The preparation of the consolidated financial statements 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 consolidated financial statements and the reported amounts of revenues and expenses during the reporting periods. Management makes these estimates using the best information available at the time the estimates are made; however actual results could differ materially from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments with original maturities of three months or less to be cash equivalents.

Accounts Receivable

Accounts receivables are recognized and carried at the original invoice amount less allowance for any uncollectible amounts. An estimate for doubtful accounts is made when collection of the full amount is no longer probable. Bad debts are written off as incurred.

Inventory

Inventory primarily consists of education materials, which are stated at the lower of cost or market value.

Property and Equipment

Property and equipment are carried at cost less accumulated depreciation. Depreciation is provided over their estimated useful lives, using the straight-line method. The Company typically applies a salvage value of 5%. The estimated useful lives of the property and equipment are as follows:

<u>Category</u>	<u>Useful Life</u>
Equipment	3 years

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

Accounting for the Impairment or Disposal of Long-Lived Assets

The Company annually reviews its long-lived assets for impairment or whenever events or changes in circumstances indicate that the carrying amount of assets may not be recoverable. Impairment may be the result of becoming obsolete from a change in the industry, introduction of new technologies, or if the Company has inadequate working capital to utilize the long-lived assets to generate the adequate profits. Impairment is present if the carrying amount of an asset is less than its expected future undiscounted cash flows.

If an asset is considered impaired, a loss is recognized based on the amount by which the carrying amount exceeds the fair market value of the asset. Assets to be disposed are reported at the lower of the carrying amount or fair value less costs to sell.

Statutory Reserves

Statutory reserves are referring to the amount appropriated from the net income in accordance with laws or regulations, which can be used to recover losses and increase capital, as approved, and are to be used to expand production or operations. The People Republic of China (PRC) laws prescribe that an enterprise operating at a profit must appropriate and reserve, on an annual basis, an amount equal to 10% of its profit. Such an appropriation is necessary until the reserve reaches a maximum that is equal to 50% of the enterprise's PRC registered capital.

Foreign Currency Translation

The accompanying consolidated financial statements are presented in United States dollars. The functional currencies of BJ Yuhui are the Renminbi ("RMB"). The Company's assets and liabilities are translated into United States dollars from RMB at year-end exchange rates, and its revenues and expenses are translated at the average exchange rate during the period. Capital accounts are translated at their historical exchange rates when the capital transactions occurred. The RMB is not freely convertible into foreign currencies and all foreign exchange transactions must be conducted through authorized financial institutions.

	<u>12/31/2020</u>	<u>12/31/2019</u>
Period/Year End RMB: US\$ Exchange Rate	6.5267	6.9632
Period/Year Average RMB: US\$ Exchange Rate	6.8990	6.9098

Revenue Recognition

The Company adopted ASC 606 "Revenue Recognition", and recognizes revenue when control of the promised goods or services is transferred to customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods or services.

The Company derives its revenues from providing online or offline institutions education services to its students. The Company applies the following five steps in order to determine the appropriate amount of revenue to be recognized as it fulfils its obligations under each of its agreements:

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

- Identify the contract with a customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to performance obligations in the contract; and
- Recognize revenue as the performance obligation is satisfied.

Income taxes

The Company accounts for income tax using an asset and liability approach and allows for recognition of deferred tax benefits in future years. Under the asset and liability approach, deferred taxes are provided for the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. A valuation allowance is provided for deferred tax assets if it is more likely than not these items will either expire before the Company is able to realize their benefits, or that future realization is uncertain

Comprehensive income

The Company uses Financial Accounting Standards Board (“FASB”) ASC Topic 220, “Reporting Comprehensive Income.” Comprehensive income is comprised of net income and all changes to the statements of stockholders’ equity, except the changes in paid-in capital and distributions to stockholders due to investments by stockholders.

Earnings per share

The Company computes earnings per share (“EPS”) in accordance with ASC Topic 260, “Earnings per share”. Basic EPS is measured as the income or loss available to common shareholders divided by the weighted average common shares outstanding for the period. Diluted EPS presents the dilutive effect on a per share basis from the potential conversion of convertible securities or the exercise of options and or warrants; the dilutive effects of potentially convertible securities are calculated using the as-if method; the potentially dilutive effect of options or warrants are calculated using the treasury stock method. Securities that are potentially an anti-dilutive effect (i.e. those that increase income per share or decrease loss per share) are excluded from the calculation of diluted EPS.

Financial instruments

The Company’s financial instruments, including cash and equivalents, accounts receivable, and accounts payable, have carrying amounts that approximate their fair values due to their short maturities. ASC Topic 820, “Fair Value Measurements and Disclosures,” requires disclosure of the fair value of financial instruments held by the Company. ASC Topic 825, “Financial Instruments,” defines fair value, and establishes a three-level valuation hierarchy for disclosures of fair value measurement that enhances disclosure requirements for fair value measures. The carrying amounts reported in the consolidated balance sheets for receivables and current liabilities each qualify as financial instruments and are a reasonable estimate of their fair values because of the short period of time between the origination of such instruments and their expected realization and their current market rate of interest. The three levels of valuation hierarchy are defined as follows:

China Yanyuan Yuhui National Education Group, Inc.
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- Level 1 - inputs to the valuation methodology used quoted prices for identical assets or liabilities in active markets.
- Level 2 - inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.
- Level 3 - inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The Company analyzes all financial instruments with features of both liabilities and equity under ASC 480, “Distinguishing Liabilities from Equity,” and ASC 815.

Commitments and contingencies

Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Risks

A. Credit Risk

The Company’s deposits are made with banks located in the PRC. They do not carry federal deposit insurance and may be subject to loss of the banks become insolvent.

B. Economic and Political Risks

The Company’s operations are conducted in the PRC. Accordingly, the Company’s business, financial condition, and results of operations may be influenced by changes in the political, economic, and legal environments in the PRC.

The Company’s operations in the PRC are subject to special considerations and significant risks not typically associated with companies in North America and Western Europe. These include risks associated with, among others, the political, economic and legal environment and foreign currency exchange. The Company’s results may be adversely affected by changes in the political and social conditions in the PRC, and by changes in governmental policies with respect to laws and regulations, anti-inflationary measures, currency conversion, remittances abroad, and rates and methods of taxation, among other things.

Recent accounting pronouncements

In February 2018, the FASB issued ASU 2018-02, Income Statement - Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income. The amendments in this Update affect any entity that is required to apply the provisions of Topic 220, Income Statement – Reporting Comprehensive Income, and has items of other comprehensive income for which the related tax effects are presented in other comprehensive income as required by GAAP. The amendments in this Update are effective for all entities for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. Early adoption of the amendments in this Update is permitted, including adoption in any interim period, (1) for public business entities for reporting periods for which financial

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

statements have not yet been issued and (2) for all other entities for reporting periods for which financial statements have not yet been made available for issuance. The amendments in this Update should be applied either in the period of adoption or retrospectively to each period (or periods) in which the effect of the change in the U.S. federal corporate income tax rate in the Tax Cuts and Jobs Act is recognized. The Company does not believe the adoption of this ASU would have a material effect on the Company's condensed consolidated financial statements.

In August 2018, the FASB issued ASU 2018-13, "*Fair Value Measurement (Topic 820), – Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement,*" which makes a number of changes meant to add, modify or remove certain disclosure requirements associated with the movement amongst or hierarchy associated with Level 1, Level 2 and Level 3 fair value measurements. The amendments in this update modify the disclosure requirements on fair value measurements based on the concepts in FASB Concepts Statement, Conceptual Framework for Financial Reporting—Chapter 8: Notes to Financial Statements, including the consideration of costs and benefits. The amendments on changes in unrealized gains and losses, the range and weighted average of significant unobservable inputs used to develop Level 3 fair value measurements, and the narrative description of measurement uncertainty should be applied prospectively for only the most recent interim or annual period presented in the initial fiscal year of adoption. All other amendments should be applied retrospectively to all periods presented upon their effective date. The amendments are effective for all entities for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years, with early adoption permitted. The Company does not believe the adoption of this ASU would have a material effect on the Company's condensed consolidated financial statements.

The Company is evaluating the timing and the impact of the aforesaid guidance on the financial statements.

Subsequent Events

The Company evaluated subsequent events and transactions that occurred after the balance sheet date up to the date that the financial statements were issued. Based upon this review, the Company did not identify any subsequent events that would have required adjustment or disclosure in the financial statements.

3. Property and Equipment

	As of December 31, 2020	As of December 31, 2019
<u>Equipment</u>		
Cost	\$ 17,918	\$ 16,794
Accumulated Depreciation	6,372	2,426
Net	<u>\$ 11,546</u>	<u>\$ 14,368</u>

Depreciation expenses for the years ended December 31, 2020 and 2019 were \$3,945 and \$2,427, respectively.

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

4. Related Party Transactions

As of December 31, 2020 and 2019, the outstanding balance due to Ms. Xiangyu Wang, a shareholder of the Company was \$66,792 and \$9,676, respectively. Both are advances for working capital of the Company, non-interest bearing, and unsecured, unless further disclosed.

5. Capitalization

Common Stock

The Company is authorized to issue 100,000,000 shares of common stock with initial par value \$0.001. As of December 31, 2019, there were 75,498,595 shares issued and outstanding.

The Company effectuated a one (1) new for fifty (50) old shares reverse stock split of common shares of all its issued and outstanding shares on September 1, 2020. The par value was changed from \$0.001 to \$0.05 per share. On September 25, 2020, additional 30,000,000 shares were issued to Yuhui Seychelles' shareholders for the reverse take-over acquisition. As of December 31, 2020, there were 31,509,972 shares common stock issued and outstanding.

Preferred Stock

The Company is authorized to issue 10,000,000 shares of Series A preferred stock with par value \$0.001. As of December 31, 2020, total 1,306,500 shares of Series A preferred stock were issued and outstanding.

6. Earnings Per Share

Components of basic and diluted earnings per share were as follows:

	Year Ended December 31, 2020	Year Ended December 31, 2019
Basic and diluted (loss) earnings per share numerator:		
Net loss	\$ (322,302)	\$ (749,260)
Basic and diluted (loss) earnings per share denominator:		
Original shares:	75,498,595	22,498,595
Addition - issuance of shares	-	18,441,096
Reduction - shares split	(33,041,495)	-
Addition - reverse takeover	7,972,603	-
Basic Weighted Average Shares Outstanding	<u>50,429,703</u>	<u>40,939,691</u>

China Yanyuan Yuhui National Education Group, Inc.
Notes to the Consolidated Financial Statements

Loss Per Share				
- Basic and diluted	\$	(0.006)	\$	(0.018)
Basic Weighted Average Shares Outstanding				
- Basic and diluted		50,429,703		40,939,691