

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

AXIS TECHNOLOGIES GROUP INC.

3150 Livernois STE 102, Troy, MI 48083-5000, USA

917 725 2138

www.axtg.com

ceo@axtg.com

3679

Annual Report

For the period ending June 30, 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

310,122,414 as of December 31, 2022

310,122,414 as of December 31, 2021

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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: ☒

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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;

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

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

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

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

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

AXIS TECHNOLOGIES GROUP INC.
Formerly=Riverside Entertainment, Inc. until 10-06
Formerly=Dreamfield Holdings, Inc. until 7-04
Formerly=GlobalDigitalCommerce.com, Inc. until 11-02
Formerly=C2i Solutions, Inc. until 1-00

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):

Delaware – September 30, 1997

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

None

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

None

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

3150 Livernois STE 102, Troy, MI 48083-5000, USA

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

x Check 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?

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Transfer Agent:

Name: Pacific Stock Transfer Co.
Phone: 800-785-7782
Email: Paul Bednar
Address: 6725 Via Austi Pkwy., Ste. 300 Las Vegas, NV 89119

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>AXGT</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>054617105</u>	
Par or stated value:	<u>0.001</u>	
Total shares authorized:	<u>500,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding:	<u>310,122,414</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record:	<u>76</u>	<u>as of date: March 31, 2023</u> <u>as of date:</u>

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

Trading symbol:	<u>NA</u>	
Exact title and class of securities outstanding:	<u> </u>	
CUSIP:	<u> </u>	
Par or stated value:	<u> </u>	
Total shares authorized:	<u> </u>	<u>as of date:</u>
Total shares outstanding:	<u> </u>	<u>as of date:</u>
Total number of shareholders of record:	<u> </u>	<u>as of date:</u>

Trading symbol:	<u> </u>	
Exact title and class of securities outstanding:	<u> </u>	
CUSIP:	<u> </u>	
Par or stated value:	<u> </u>	
Total shares authorized:	<u> </u>	<u>as of date:</u>
Total shares outstanding:	<u> </u>	<u>as of date:</u>
Total number of shareholders of record:	<u> </u>	<u>as of date:</u>

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>Preferred Series A</u>	
CUSIP (if applicable):	<u> </u>	
Par or stated value:	<u>0.001</u>	
Total shares authorized:	<u>20,000,000</u>	<u>as of date: March 31, 2023</u>
Total shares outstanding (if applicable):	<u>20,000,000</u>	<u>as of date: March 31, 2023</u>
Total number of shareholders of record (if applicable):	<u>1</u>	<u>as of date: March 31, 2023</u>

Exact title and class of the security:	<u> </u>
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CUSIP (if applicable): _____

Par or stated value: _____

Total shares authorized: _____ as of date: _____

Total shares outstanding (if applicable): _____ as of date: _____

Total number of shareholders of record (if applicable): _____ as of date: _____

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

The Common Stock of the Company is eligible for dividends and has full voting rights at 1 vote per share on all corporate matters, but it does not contain any rights or privileges with regards to preemptive rights.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

Dividends. If any dividend or other distribution payable in cash, securities or other property, including a dividend payable in shares of Common Stock, is declared on the Common Stock, each holder of shares of Series A Preferred Stock on the record date for such dividend or distribution shall first be entitled to receive on the date of payment or distribution of such dividend or other distribution an amount equal to \$0.001 per share. No dividend or other distribution shall be declared or paid on the Common Stock unless the preferred dividend or other distribution that satisfies this Section is first declared or paid on the Series A Preferred Stock.

Liquidation Preference. In the event of any voluntary or involuntary liquidation, dissolution, or winding-up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the holders of shares of any series of preferred stock having a priority on liquidation superior to that of the Convertible Preferred Stock, the holders of shares of Convertible Preferred Stock shall first be entitled to receive an amount equal to the Face Value per share and thereafter shall be entitled to participate with the Common Stock in all of the remaining assets of the Corporation available for distribution to its stockholders, ratably with the holders of Common Stock in proportion to the number of shares of Common Stock held by them, assuming for each holder of Convertible Preferred Stock on the record date for such distribution that each holder was the holder of record of the number (including any fraction) of shares of Common Stock into which the shares of Convertible Preferred Stock then held by such holder are then convertible. A liquidation, dissolution, or winding-up of the Corporation, as such terms are used in this Section, shall not be deemed to be occasioned by or to include any merger of the Corporation with or into one or more corporations or other entities, any acquisition or exchange of the outstanding shares of one or more classes or series of the Corporation, or any sale, lease, exchange, or other disposition of all or a part of the assets of the Corporation.

Voting Rights. Except as otherwise required by law, the shares of Convertible Preferred Stock shall entitle the holders thereof to vote, on any matter submitted to a vote of the stockholders of the Corporation, with the holders of the Common Stock of the Corporation, provided that the holders of the Convertible Preferred Stock, as a class, shall be entitled collectively to 51 percent of the total voting stock of the Corporation, Common or Preferred, on any matter on which the shareholders of the Corporation are entitled to vote.

Conversion at Option of Holders. Provided that, and only to the extent that, the Corporation has a sufficient number of shares of authorized, but unissued and unreserved, Common Stock available to issue upon conversion, each share of Convertible Preferred Stock not previously redeemed, shall be convertible beginning after one year from the date of the initial issue of the Convertible Preferred Stock and at any time thereafter, at the option of the holder thereof, into Common Stock then representing fifty-one (51) percent of the resulting Common Shares thereafter outstanding

Preemptive Rights. The Series A Preferred Stock is not entitled to any preemptive or subscription rights in respect of any securities of the Corporation.

3. Describe any other material rights of common or preferred stockholders.

None

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☐ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/20</u> Common: <u>244,789,081</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance?	Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.	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.
<u>4/15/21</u>	<u>New</u>	<u>20,000,000</u>	<u>Preferred</u>	<u>0.001</u>	<u>No</u>	<u>William Tien</u>	<u>Services</u>	<u>Restricted</u>	<u>144</u>
<u>7/26/21</u>	<u>New</u>	<u>65,333,333</u>	<u>Common</u>	<u>0.001</u>	<u>No</u>	<u>Fenghua He</u>	<u>Services</u>	<u>Restricted</u>	<u>144</u>

Shares Outstanding on Date of This Report:	
Ending Balance:	
Date <u>12/31/22</u> Common:	
<u>310,122,414</u>	

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

None

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

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. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>03.21.14</u>	<u>175,000</u>	<u>175,000</u>	0	03.21.14	A conversion price of \$0.00005. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;	<u>Ronin Equity Partners</u> <u>Jacob Cohen</u>	<u>Loan</u>
<u>03.21.22</u>	<u>10,000</u>	<u>10,000</u>	0	03.21.22	A conversion price of \$0.00005. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;	<u>Metaverse Holding</u> <u>Caren Currier</u>	<u>Loan</u>
<u>03.21.22</u>	<u>40,000</u>	<u>40,000</u>	0	03.21.22	A conversion price of \$0.00005. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;	<u>Sojourn</u> <u>Jacob Cohen</u>	<u>Loan</u>
<u>03.21.22</u>	<u>317,000</u>	<u>317,000</u>	0	03.21.22	A conversion price of \$0.00010. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;	<u>Valerian Capital</u> <u>Jacob Cohen</u>	<u>Loan</u>

08.22.22	200,000	200,000	0	08.22.22	A conversion price of \$0.00010. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company	Equity Search Richard Casinelli	Loan

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

N/A

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on www.otcm Markets.com).

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

Axis Technology Group, Inc. (AXTG) is a holding company that promotes decentralized finance business and business focus to make these innovations come true. AXTG supports and develops companies development of blockchain and DeFi projects

B. List any subsidiaries, parent company, or affiliated companies.

TIENCHAT PTE LTD (merged into TIENWORLD , LLC)
T8 EXCHANGE PTY LTD (merged into TIENWORLD, LLC)
TIEN WORLD, LLC

C. Describe the issuers' principal products or services.

Axis Technology Group, Inc. (AXTG) is a holding company the promotes decentralized finance business and business focus to make these innovations come true. AXTG supports and develops companies' development of blockchain and DeFi projects. AXTG will take this opportunity to make strategic investments and acquire companies who have unseen potential to scale and add value.

5) Issuer's Facilities

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

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

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

None

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more that 5% of any class of the issuers securities, 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.

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Names of All Officers, Directors and Control Persons	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	Names of control person(s) if a corporate entity
<u>Richard Cassinelli</u>	<u>CFO</u>	<u>Troy, MI</u>	<u>0</u>			
<u>William Tien</u>	<u>President</u>	<u>Singapore</u>	<u>20,000,000</u>	<u>Preferred A</u>	<u>100</u>	
<u>Fenghua He</u>	<u>>5%</u>	<u>Shenzhen, China</u>	<u>65,333,333</u>	<u>Common</u>	<u>21.1</u>	

7) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject.

Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: The Verona Firm, Brett Verona
Address 1: Post Office Box 18191
Address 2: Tampa, FL 33679
Phone: 813-258-0852
Email: brett@theveronafirm.com

Name: Donald R. Keer, Esq.
Address 1: 3663 Greenwood Circle
Address 2: Chalfont, PA 18914
Phone: 215-962-9378
Email: don@keeresq.com

Accountant or Auditor

Name: John Hogan, CPA PC
Firm: _____
Address 1: 3150 Livernois, Suite 102
Address 2: Troy, MI 48083
Phone: 248-602-4894
Email: _____

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

Twitter: _____
Discord: _____
LinkedIn _____
Facebook: _____
[Other] _____

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), consultant(s) or any entity/ individual that provided assistance or services to the issuer during the reporting period.

Name:

Firm:
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Financial Statements

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

- ☐ IFRS
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)²:

Name: John Hogan, CPA

Title: Controller

Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements: CPA

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

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

Important Notes:

- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

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, William Tien certify that:

1. I have reviewed this Disclosure Statement for AXIS TECHNOLOGY GROUP, INC.;

² The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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.

August 1, 2023 [Date]

/s/William Tien [CEO's Signature]

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

Principal Financial Officer:

I, Richard Casinelli certify that:

1. I have reviewed this Disclosure Statement for AXIS TECHNOLOIES 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.

August 1, 2023 [Date]

/s/Richard Casinelli [CFO's Signature]

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

Accrual Basis

Axis Technologies Group, Inc.
Balance Sheet Prev Year Comparison
Accrual Basis
As of June 30, 2023

	June 30, 2023	Jun 30, 22
ASSETS		
Current Assets Checking/ Savings	0.00	494.25
Other Current Assets	11,000.00	0.00
Total Current Assets	11,000.00	494.25
Fixed Assets	1,722,000.00	0.00
TOTAL ASSETS	1,733,000.00	494.25
LIABILITIES AND EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable	0.00	2,000.00
Credit Cards	4,978.04	0.00
Other Current Liabilities	295,408.75	192,957.07
Total Current Liabilities	300,386.79	194,957.07
Long Term Liabilities	17,674,920.45	194,957.07
Total Liabilities	17,674,920.45	194,957.07
Equity	-16,023,385.45	-194,462.82
TOTAL LIABILITIES & EQUITY	1,733,000.00	494.25

Accrual Basis

Axis Technologies Group, Inc.
Profit & Loss Prev Year Comparison
Accrual Basis
Six Months ended June 30, 2023

	2023	2022
Ordinary Income/Expense		
Income	60,035	27,776
Expense		
Advertisement & Promotion	7,500	7,500
Computer & Internet Expense	0.00	0
Contractors	36,000	36,000
Due & Subscriptions	28,000	28,000
Professional Fees	10,000	10,000
Rent Expenses	60,000	6,000
Total Expense	-141,500	87,500
Net Ordinary Income	-81,465	-59,724
Net Income	-81,465	-59,724

Accrual Basis

Axis Technologies Group, Inc.
Profit & Loss Prev Year Comparison
Accrual Basis
Six Months ended June 30, 2023

	2023	2022
Ordinary Income/Expense		
Income	60,035	27,776
Expense		
Advertisement & Promotion	7,500	7,500
Computer & Internet Expense	0.00	0
Contractors	36,000	36,000
Due & Subscriptions	28,000	28,000
Professional Fees	10,000	10,000
Rent Expenses	60,000	6,000
Total Expense	-141,500	87,500
Net Ordinary Income	-81,465	-59,724
Net Income	-81,465	-59,724

Axis Technologies Group, Inc.
Consolidated Statement of Changes in Stockholders' Equity (Deficit)
For the Period Ended June 30, 2023
Unaudited

	Common Stock		Preferred Stock		Additional Paid in Capital	Retained Earnings	Total Shareholders Equity (Deficit)
	Shares	Amount	Shares	Amount			
Balance 12/31/2019	244,789,081	244,789			1,764,151	(2,183,940)	(175,000)
Shares Issued							
Shares Repurchased							
Net Income (Loss)							
Balance 12/31/2020	244,789,081	244,789			1,764,151	(2,183,940)	(175,000)
Shares Issued	65,333,333		20,000,000				
Shares Repurchased							
Net Income (Loss)		65,333		20,000	738,119	352,225	1,175,677
Balance 12/31/2021	310,122,414	310,122	20,000,000	20,000	2,502,270	(1,831,715)	1,000,677
Shares Issued							
Shares Repurchased							
Net Income (Loss)					(16,833,837)	(49,036)	(16,882,873)
Balance 03/31/2022	310,122,414	310,122	20,000,000		-14,331,567	-1,880,751	-15,882,196
Shares Issued							
Shares Repurchased							
Net Income (Loss)						(59,724)	(59,724)
Balance 06/30/2022	310,122,414	310,122	20,000,000		-14,331,567	-1,940,475	-15,941,920
Shares Issued							
Shares Repurchased							
Net Income (Loss)						(59,724)	(59,724)

Balance 12/31/2022	310,122,414	310,122	20,000,000		-14,331,567	-2,000,199	-16,001,644
Shares Issued							
Shares Repurchased							
Net Income (Loss)						(81,465)	(81,465)
Balance 06/30/2023	310,122,414	310,122	20,000,000		-14,331,567	-2,000,199	-16,023,385

AXIS TECHNOLOGIES GROUP INC.
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
For The Period Ended December 31, 2022

NOTE 1: THE COMPANY AND THE SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies followed in the preparation of these financial statements:

Organizational Information: Axis Technologies Group, Inc. (the Company) was incorporated in 2003 in the State of Delaware.

Industry Information: Axis Technology Group, Inc. (AXTG) is a holding company that promotes decentralized finance business and business focus to make these innovations come true. AXTG supports and develops companies' development of blockchain and DeFi projects. AXTG will take this opportunity to make strategic investments and acquire companies who have unseen potential to scale and add value.

Basis of Presentation: The accounting records of the Company are maintained on the accrual basis and the accompanying financial statements are presented on the accrual basis.

Depreciation and Amortization: The cost of property and equipment is depreciated over the estimated useful lives of the related assets using the accelerated recovery periods of the Internal Revenue Service. Purchased software is amortized on the straight-line basis over five years; organization expense and trademarks are amortized on the straight-line method over sixty months.

Accounts Receivable: The accounts receivable arise in the normal course of business of providing services to Customers. Accounts are written-off as they are deemed uncollectible based upon a periodic review of the accounts. At this time the company has no receivables.

Concentration of Credit Risk: Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of bank deposits and trade accounts receivable. The Company has concentrated its credit risk for cash by maintaining deposits in financial institutions within the geographic region of Lincoln, Nebraska, which may at times exceed amounts covered by insurance provided by the U.S. Federal Deposit Insurance Corporation (FDIC). There are no excess deposit liabilities at this time. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk to cash. Concentrations of credit risk with respect to accounts receivable arise because the Company grants unsecured credit in the form of trade accounts receivable to its customers.

Management Estimations: The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the period. Actual results could differ from those estimates. Axis Technologies Group, Inc.

Cash and Equivalents: For purposes of reporting cash flows, the Company considers all cash accounts which are not subject to withdrawal restrictions or penalties, and certificates of deposit with original maturities of 90 days or less to be cash or cash equivalents. Revenue Recognition: Revenues on subscription contracts are recognized monthly over the life of the contract. Amounts that have been invoiced are recorded in accounts receivable and revenue or deferred revenue, depending upon whether the revenue recognition criteria have been met.

Inventory: The Company maintains its inventory on a perpetual basis utilizing the first-in first-out (FIFO) method. There is no inventory at this time.

NOTE 2: GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company has minimal working capital and net losses from inception. This condition raises substantial doubt about the Company's ability to continue as a going concern. The Company's continuation as a going concern is dependent on its ability to meet its obligations, to obtain additional financing as may be required, and ultimately to attain profitability. These financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 3: INCOME TAX

The Company provides for income taxes under Statement of Financial Accounting Standards No. 109, Accounting for Income Taxes. SFAS 109 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse. SFAS 109 requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of the available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. Consequently, because of uncertainty about the Company's ability to realize any future tax benefits from its unused net operating losses, no deferred tax asset relating to those losses has been recorded.

NOTE 4: COMMITMENTS

The company has no leased space at this time

NOTE 5: NOTE PAYABLE

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).	
03.21.14	175,000	175,000			A conversion price of \$0.00005. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;	Ronin Equity Partners Jacob Cohen	
03.21.22	10,000	10,000			A conversion price of \$0.00005. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;	Metaverse Holding Caren Currier	
03.21.22	200,000	200,000			A conversion price of \$0.00005. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;	Mind's Eye Trust Jacob Cohen	

<u>03.21.22</u>	<u>40,000</u>	<u>40,000</u>			<u>A conversion price of \$0.00005. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;</u>	<u>Sojourn</u> <u>Jacob Cohen</u>	
<u>03.21.22</u>	<u>317,000</u>	<u>317,000</u>			<u>A conversion price of \$0.00010. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;</u>	<u>Valerian Capital</u> <u>Jacob Cohen</u>	
<u>08.22.22</u>	<u>200,000</u>	<u>200,000</u>			<u>A conversion price of \$0.00010. Whereas, the Company and Note Holder Intend to limit the Note Holder upon any conversion to holding in excess 9.99% of the total issued and outstanding shares of common stock of the Company;</u>	<u>Equity Search</u> <u>Richard Casinelli</u>	<u>Loan</u>

NOTE 6: CONSOLIDATION INFORMATION

None

NOTE 7: SHAREHOLDER NOTES PAYABLE

None

NOTE 8: LITIGATION

None