
RINO International Corp.

(a Nevada corporation)

(OTC Pink: RINO)

Supplemental Information — March 28, 2023

CHANGE OF “SHELL COMPANY” STATUS

Background

RINO International Corp., a Nevada corporation (the “Company” or “RINO”), is filing this Supplemental Information Disclosure Statement to notify shareholders that the Company is no longer a “shell company” as defined by Rule 405 of the Securities Act of 1933, as amended (“Rule 405”) and Rule 12b-2 of the Securities Exchange Act of 1934 (“Rule 12b-2”).

Rule 405 and Rule 12b-2 define a “shell company” as an issuer that has: (1) no or nominal operations; and (2) either: (i) no or nominal assets; (ii) assets consisting solely of cash and cash equivalents; or (iii) assets consisting of any amount of cash and cash equivalents and nominal other assets.

Change in Shell Status

As of the quarterly report for the period ended December 31, 2022, the Company showed no revenues and minimal operating expenses, primarily attributed to general and administrative costs. The Company believes that its financial statements for the period ended December 31, 2022, represented those of a “shell company.”

Effective March 28, 2023, the Company acquired Join Entertainment, Inc., an Ontario, Canada, corporation (“Join Entertainment”), a leading provider of unattended and attended retail and digital advertising solutions.

On the date of acquisition of Join Entertainment, the Company ceased being a “shell company.”

At December 31, 2022, Join Entertainment had cash of _\$250,000_ (unaudited), total assets _\$500,000_ (unaudited), total liabilities of _\$100,000_ (unaudited) and shareholders’ equity of _\$650,000_ (unaudited). For the year ended December 31, 2022, Join Entertainment generated revenues of _\$410,000_ (unaudited) and reported net income of \$ _285,000_ (unaudited). **All dollar amounts have been converted from Canadian Dollars (CAD) to US Dollars (USD) based on the current exchange rate of .73 CAD per 1.0 USD.**

New Business Operations. RINO, through Join Entertainment, Inc., is a F.A.S.T. Marketplace – FAST (Free Ad Supported Television) that bypasses cable and satellite television providers that traditionally act as a controller or distributor and is accessed directly via the internet to over 1+ Billion Smart TVs globally. Viewers watch On-Demand or Streaming Programs for FREE / No need to pay for Cable or monthly subscription fees. Current examples of (FAST) channels include: Hulu, Pluto, Roku, Tubi, Sling.

JOIN TV Network – JOIN (Just One Incredible Network) is Canadian owned and operated and upon launch will be Canada’s Premiere FAST Channel Network with over 25 unique channels of content made available to viewers globally. In addition to broadcasting channels JOIN TV will represent 1000’s of hours of content to other broadcasters around the world making it the largest Canadian based television distribution company.

Revenue Streams – are generated through commercials, paid service channels (such as government channels) and the distribution of acquired content to other broadcasters. Additional revenue streams are generated through onscreen QR Code links, banner ads and live event programs scheduled as pay-per-view.

TV Coins – is a unique feature that JOIN TV will be offering its viewers as an “awards” program with real cash value. Viewers earn TV Coins when commercials play that can be used towards online purchases through AMAZON stores anywhere in the world. JOIN TV will be one of the first FAST Channel Networks to offer TV Coins to viewers making it unique from all other FAST networks.

Unique Marketing Strategy – in addition to using traditional brand building and marketing campaigns, JOIN TV has secured and will host the first ever FAST Hollywood Summit at the 2023 Toronto International Film Festival with plans to expand the summit in 2024 to other major TV and Film Festivals including: Sundance, Cannes, SXSW, and AFM. The FAST Hollywood Summit is owned and operated by JOIN Entertainment – and is an opportunity created to position JOIN TV at center stage within the entire global FAST marketplace..

Conclusion

Based upon the current business conducted by the Company, the Company hereby declares that, effective March 28, 2023, it has ceased to be a “shell company” under Rule 405 and Rule 12b-2 and has not returned to “shell company” status at any time since such date.

CERTIFICATION

I, Alain Logua, CEO of RINO International Corp., hereby certifies the following:

1. I have reviewed this Supplemental Information Disclosure Statement of RINO International Corp..
2. Based upon my knowledge, this Supplemental Information 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 information covered by this Supplemental Information Disclosure Statement.
3. Pursuant to the requirements of the Securities Exchange Act of 1934, RINO International Corp. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 28, 2023.

/s/ Alain Logua

Alain Logua Chief
Executive Officer
RINO International
Corp.