

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines



HNO INTERNATIONAL, INC.
A Nevada Corporation

1309 Coffenn Avenue
Suite 1567
Sheridan, WY 82801
Phone: (951) 305-8872
Website: www.hnointernational.com

SIC Code: 4899

Quarterly Report
For the Period Ending: July 31, 2021
(the “Reporting Period”)

As of July 31, 2021, [Current Reporting Period Date or More Recent Date] the number of shares outstanding of our Common Stock was:

104,265,299

As of April 30, 2021, [Prior Reporting Period End Date] the number of shares outstanding of our Common Stock was:

104,265,299

As of October 31, 2020, [Most Recent Completed Fiscal Year End Date] the number of shares outstanding of our Common Stock was:

265,299

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

Yes: ☐

No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐

No: ☒

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

Yes: ☒

No: ☐

ITEM 1 NAME OF 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.

Name changes:

Current name HNO International, Inc. From 8/31/2021 to Present

Formerly known as Excoin Ltd. From 7/8/2020 to 8/31/2021

Formerly known as Clenergen Corporation. From 3/19/2009 to 7/8/2020

Formerly known as American Bonanza Resources Limited. From 5/2/2005 to 3/19/2009

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years;

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) May 2, 2005 – Nevada

Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):
Active

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:

On June 2, 2020, the Board of Directors authorized a one for one thousand (1:1,000) reverse stock split which became effective on July 8, 2020. All share amounts contained in this Quarterly Report reflect this reverse split.

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

1309 Coffenn Avenue, Suite 1567, Sheridan, WY 82801

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: ☒

1309 Coffenn Avenue, Suite 1567, Sheridan, WY 82801

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

Yes: ☐ No: ☒

ITEM 2 SECURITY INFORMATION

As of July 31, 2021:

Trading symbol: HNOI

Exact title and class of securities outstanding – Common Stock

CUSIP: 404729105

Par or stated value: \$0.001

Total shares authorized: 500,000,000 as of date: July 31, 2021

Total shares outstanding: 104,265,299 as of date: July 31, 2021

Number of shares in the public float: 104,249 as of date: July 31, 2021

Total number of shareholders of record: 256 as of date: July 31, 2021

Additional class of securities (if any):

Trading symbol: N/A

Exact title and class of securities outstanding: Series A Preferred stock

CUSIP: N/A

Par or stated value: \$0.001

Total shares authorized: 10,000,000 as of date: July 31, 2021

Total shares outstanding: 10,000,000 as of date: July 31, 2021

Transfer Agent:

Name: Pacific Stock Transfer Company

Phone: 702-361-3033

Email: paul@pacificstocktransfer.com

Address: 6725 Via Austi Parkway, Suite 300, Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act? ☒ Yes ☐ No

ITEM 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.

A. Changes to the Number of Outstanding Shares

Shares Outstanding as of Second Most Recent Fiscal Year End: 10/31/2018	Opening Balance: Common: 265,299 Preferred: 0		*Right-click the rows below and select “Insert” to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this Filing.	Exemption or Registration Type?
10/14/2019	New Shares	10,000,000	Series A Preferred Shares	\$0.001	No	David Lazar(1)	Cash	Restricted	144a
12/9/2020	New Shares	95,000,000	Common Stock	\$0.001	Yes	Douglas Anderson(2)	Consulting services	Restricted	Section 4A-2
12/9/2020	New Shares	5,000,000	Common Stock	\$0.001	Yes	Eden Capital LLC, Control person Anthony Vaz	Consulting services	Restricted	Section 4A-2
12/9/2020	New Shares	4,000,000	Common Stock	\$0.001	Yes	DWC, LLC, Control person Wayne Grossman	Consulting services	Restricted	Section 4A-2
Number of Shares Outstanding as of: 7/31/2021	Ending Balance: Common: 104,265,299 Series A Preferred: 10,000,000								

- (1) Subsequently, in a private transaction the 95,000,000 shares of Common Stock were transferred to HNO International Inc., a Delaware corporation, of which Donald Owens is Chief Executive Officer/control person
- (2) Subsequently, in a private transaction 10,000,000 shares of Series A Preferred were transferred to HNO International Inc., a Delaware corporation, of which Donald Owens is Chief Executive Officer/control person

B. Debt Securities, Including Promissory and Convertible Notes

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: ☒

[illegible]

ITEM 4 FINANCIAL STATEMENTS

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

- ☒ U.S. GAAP
☐ IFRS

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

Name: Donald Owens
Title: Chief Financial Officer (Principal Financial Officer)
Relationship to Issuer: Chief Financial Officer (Principal Financial Officer)

Please see attached financial statements and notes to financial statements after Item 10.

ITEM 5 - ISSUER'S BUSINESS, PRODUCTS AND SERVICES

A. Summarize the issuer's business operations:

HNO International, Inc. (the "Company") was incorporated in the State of Nevada on May 2, 2005 under the name "American Bonanza Resources Limited." On August 4, 2009, the Company acquired Clenergen Corporation Limited (UK), a United Kingdom corporation ("Limited"), and succeeded to the business of Limited. Limited acquired the assets of Rootchange Limited, a biofuel and biomass research and development company, in April 2009. On March 19, 2009, the Company changes its name to Clenergen Corporation. The Company commenced operating two biomass power plants in India in October 2010. The company ceased operations in 2011. On July 8, 2020, the Company changed its name to Excoin Ltd. and on August 31, 2021, the Company changed its name to HNO International, Inc. its current name. The Company is in developmental stage.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference: None.

C. Describe the issuers' principal products or services, and their markets: The Company is in the developmental stage.

Change in Control of Issuer

On April 30, 2021, Douglas Anderson, the former officer, director and majority shareholder of Company, entered into a Stock Purchase Agreement (the "SPA") with HNO International, Inc., a Delaware corporation, of which Donald Owens is control person, to purchase 95,000,000 shares of common stock and 10,000,000 shares of Series A Preferred Stock in the Company representing a majority of the total issued and outstanding shares of Common Stock and Series A Preferred Stock.

On April 30, 2021, the Company accepted the resignation from Douglas Anderson as the Company's President, Chief Executive Officer, Chief Financial Officer, Treasurer, Secretary and Chairman of the Board of Directors. Effective on the same date to fill the vacancies created by Mr. Anderson's resignations, the Company appointed Donald Owens as the Company's President, Chief Executive Officer, Chief Financial Officer, Treasurer, Secretary and Chairman of the Board of Directors. These resignations are in connection with the consummation of the SPA and was not the

result of any disagreement with Company on any matter relating to Company's operations, policies or practices.

ITEM 6 DESCRIBE THE ISSUER'S FACILITIES

The Company has no facilities to list.

ITEM 7 OFFICERS, DIRECTORS AND CONTROL PERSONS

A. Names of Officers, Directors, and Control Persons.

Full Name: Donald Owens

Title: President, Chief Executive Officer, Chief Financial Officer, Treasurer, Secretary and Chairman of the Board of Directors

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding (1)	Note
Donald Owens	President, CEO, CFO, Treasurer, Secretary and Chairman of the Board of Directors/Owner of more than 5%	Temecula, CA	95,000,000 (2)	Common	91%	N/A
			10,000,000 (2)	Series A Preferred Stock	100%	

(1) The above percentage is based on 104,265,299 shares of Common Stock and 10,000,000 shares of Series A Preferred Stock outstanding as of July 31, 2021.

(2) Shares held in the name HNO International Inc., a Delaware corporation, of which Donald Owens is Chief Executive Officer.

ITEM 8 LEGAL/DISCIPLINARY HISTORY

A. Please identify whether any 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);

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.

ITEM 9 THIRD PARTY PROVIDERS

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Morgan Scudi

Firm: Scudi & Ayers, LLC

Address 1: 5440 Morehouse Dr., Suite 4400

Address 2: San Diego, CA 92121

Phone: 858-558-1001

Email: mscudi@scudilaw.com

Accountant or Auditor

None.

Investor Relations Consultant

None.

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name: Trisha Bollman
Nature of Services: Consulting
Address 1: 2907 Shelter Island Drive, Suite 105-339
Address 2: San Diego, CA 92106
Phone: (858) 220-0515
Email: trishabollman222@gmail.com

ITEM 10 ISSUER CERTIFICATION

Principal Executive and Financial Officer:

I, Donald Owens, certify that:

1. I have reviewed this Quarterly Report of HNO International, 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.

Date: September 13, 2021

/s/ Donald Owens

Donald Owens

Chief Executive Officer and Chief Financial Officer

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HNO INTERNATIONAL, INC.
F/K/A EXCOIN LTD.
BALANCE SHEETS
(Unaudited)

	July 31, 2021	October 31, 2020
ASSETS		
Current Assets		
Cash	\$ —	\$ —
Total Current Assets	—	—
TOTAL ASSETS	\$ —	\$ —
LIABILITIES AND STOCKHOLDERS' DEFICIT		
LIABILITIES		
Current Liabilities		
Accounts payable	\$ —	\$ 1,859
Total Current Liabilities	—	1,859
STOCKHOLDERS' DEFICIT		
Preferred stock, par value \$0.001 per share; 10,000,000 shares authorized; 10,000,000 shares issued and outstanding as of July 31, 2021 and October 31, 2020, respectively	10,000	10,000
Common stock, par value \$0.001 per share; 500,000,000 shares authorized; 104,265,299 and 265,299 shares issued and outstanding as of July 31, 2021 and October 31, 2020, respectively	104,265	265
Stock payable	—	4,000
Share subscription receivable	—	(4,000)
Additional paid-in capital	38,825,354	38,797,245
Accumulated deficit	(38,939,619)	(38,809,369)
Total Stockholders' Deficit	—	(1,859)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ —	\$ —

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

HNO INTERNATIONAL, INC.
F/K/A EXCOIN LTD.
STATEMENT OF OPERATIONS
(Unaudited)

	For the three months ended July 31,		For the nine months ended July 31,	
	2021	2020	2021	2020
Revenue	\$ —	\$ —	\$ —	\$ —
Total Revenue	—	—	—	—
Operating expenses				
Professional fees	3,050	2,712	4,064	3,726
Legal fees	15,686	30,000	15,686	30,000
Share based compensation	—	—	100,000	—
General and administrative expenses	6,500	1,054	10,500	1,054
Total Operating Expenses	25,236	33,766	130,250	34,780
Loss from Operations	\$ (25,236)	\$ (33,766)	\$ (130,250)	\$ (34,780)
Net Loss	\$ (25,236)	\$ (33,766)	\$ (130,250)	\$ (34,780)
PER SHARE AMOUNTS				
Net loss Basic and diluted earnings per share	(0.00)	(0.13)	(0.00)	(0.13)
Weighted average number of common shares outstanding - basic and diluted	104,265,299	265,299	89,789,109	265,299

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

HNO INTERNATIONAL, INC.
F/K/A EXCOIN LTD.
STATEMENTS OF STOCKHOLDERS' DEFICIT
For the nine months ended July 31, 2020
(Unaudited)

	Series A Preferred Stock		Common Stock		Stock	Share Subscription	Additional	Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Payable	Receivable	Paid-in Capital	Deficit	Deficit
Balance at October 31, 2019	10,000,000	\$ 10,000	264,788	\$ 265	\$ —	\$ —	\$ 38,744,165	\$ (38,763,819)	\$ (9,389)
Net loss for the three months ended January 31, 2020	—	—	—	—	—	—	—	(507)	(507)
Balance at January 31, 2020	10,000,000	\$ 10,000	264,788	\$ 265	\$ —	\$ —	\$ 38,744,165	\$ (38,764,326)	\$ (9,896)
Net loss for the three months ended April 30, 2020	—	—	—	—	—	—	—	(507)	(507)
Balance at April 30, 2020	10,000,000	10,000	264,788	265	—	—	38,744,165	(38,764,833)	(10,403)
Contributed capital	—	—	—	—	—	—	42,310	—	42,310
Net loss for the three months ended July 31, 2020	—	—	—	—	—	—	—	(33,766)	(33,766)
Balance at July 31, 2020	10,000,000	\$ 10,000	264,788	\$ 265	\$ —	\$ —	\$ 38,786,475	\$ (38,798,599)	\$ (1,859)

**HNO INTERNATIONAL, INC.
F/K/A EXCOIN LTD.
STATEMENTS OF STOCKHOLDERS' DEFICIT
For the nine months ended July 31, 2021
(Unaudited)**

	Series A Preferred Stock		Common Stock		Stock	Share	Additional	Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Payable	Subscription Receivable	Paid-in Capital	Deficit	Equity (Deficit)
Balance at October 31, 2020	10,000,000	10,000	265,299	265	4,000	(4,000)	38,797,245	(38,809,369)	(1,859)
Contributed capital	—	—	—	—	—	—	2,507	—	2,507
Shares issued for payable	—	—	4,000,000	4,000	(4,000)	4,000	(4,000)	—	—
Shares issued for consulting services	—	—	100,000,000	100,000	—	—	—	—	100,000
Net loss for the three months ended January 31, 2021	—	—	—	—	—	—	—	(102,507)	(102,507)
Balance at January 31, 2021	10,000,000	10,000	104,265,299	104,265	—	—	38,795,752	(38,911,876)	(1,859)
Contributed capital	—	—	—	—	—	—	2,169	—	2,169
Net loss for the three months ended April 30, 2021	—	—	—	—	—	—	—	(2,507)	(2,507)
Balance at April 30, 2021	10,000,000	10,000	104,265,299	104,265	—	—	38,797,921	(38,914,383)	(2,197)
Contributed capital	—	—	—	—	—	—	27,433	—	27,433
Net loss for the three months ended July 31, 2021	—	—	—	—	—	—	—	(25,236)	(25,236)
Balance at July 31, 2021	<u>10,000,000</u>	<u>\$ 10,000</u>	<u>104,265,299</u>	<u>\$ 104,265</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 38,825,354</u>	<u>\$ (38,939,619)</u>	<u>\$ —</u>

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

HNO INTERNATIONAL, INC.
F/K/A EXCOIN LTD.
STATEMENT OF CASH FLOWS
(Unaudited)

	For the nine months ended July 31,	
	<u>2021</u>	<u>2020</u>
Cash Flow from Operating Activities		
Net loss for the period	\$ (130,250)	\$ (34,780)
Adjustments to reconcile net loss to net cash used in operating activities:		
Share based compensation	100,000	—
Increase (Decrease) in operating assets and liabilities:		
Increase (Decrease) in accounts payable	(1,859)	1,521
Net Cash Used in Operating Activities	<u>(32,109)</u>	<u>(33,259)</u>
Cash Flows from Investing Activities		
Net cash provided by (used in) investing activities	<u>—</u>	<u>—</u>
Cash Flows from Financing Activities		
Repayments of related party debt	—	(9,051)
Contributed capital	32,109	42,310
Net Cash Provided by Financing Activities	<u>32,109</u>	<u>33,259</u>
Net increase (decrease) in cash, cash equivalents, and restricted cash	—	—
Cash, cash equivalents, and restricted cash at beginning of period	—	—
Cash, cash equivalents, and restricted cash at end of period	<u>\$ —</u>	<u>\$ —</u>
Supplemental Disclosure of Interest and Income Taxes Paid:		
Interest paid during the period	<u>\$ —</u>	<u>\$ —</u>
Income taxes paid during the period	<u>\$ —</u>	<u>\$ —</u>

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

HNO INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
JULY 31, 2021
(Unaudited)

Note 1 – Organization and basis of accounting

Organization

HNO International, Inc. (the “Company,” “we,” “our” and “us”) was incorporated in the State of Nevada on May 2, 2005 under the name “American Bonanza Resources Limited.” On August 4, 2009, the Company acquired Clenergen Corporation Limited (UK), a United Kingdom corporation (“Limited”), and succeeded to the business of Limited. Limited acquired the assets of Rootchange Limited, a biofuel and biomass research and development company, in April 2009. On March 19, 2009, the Company changes its name to Clenergen Corporation. The Company commenced operating two biomass power plants in India in October 2010. The company ceased operations in 2011. On July 8, 2020, the Company changed its name to Excoin Ltd. and on August 31, 2021, the Company changed its name to HNO International, Inc. its current name.

Note 2 – Summary of significant accounting policies

Basis of presentation

The accompanying unaudited annual financial statements have been prepared in accordance with generally accepted accounting principles for financial information and with the instructions to OTC Markets Alternative Reporting Standard.

Use of Estimates

The preparation of the 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 disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. The management makes its best estimate of the outcome for these items based on information available when the financial statements are prepared.

Employee Stock-Based Compensation

The Company accounts for stock-based compensation in accordance with ASC 718 Compensation - Stock Compensation (“ASC 718”). ASC 718 addresses all forms of share-based payment (“SBP”) awards including shares issued under employee stock purchase plans and stock incentive shares. Under ASC 718 awards result in a cost that is measured at fair value on the awards’ grant date, based on the estimated number of awards that are expected to vest and will result in a charge to operations.

Subsequent Event

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

Adoption of Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

Note 3 - Going Concern

The accompanying financial statements have been prepared assuming the continuation of the Company as a going concern. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and is dependent on debt and equity financing to fund its operations. The accompanying financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

Management anticipates that the Company will be dependent, for the near future, on borrowings from related party to fund operating expenses. In light of management's efforts, there are no assurances that the Company will be successful in any of its endeavors or become financially viable and continue as a going concern. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of liabilities that might result from this uncertainty.

Note 4 – Discontinued Operations

The Company has fully impaired all assets since the shutdown of its operations in 2011 and had recorded the effects of this impairment as part of its discontinued operations. With the absence of a substantial amount of the old records and the passage of the statute of limitations the company has recorded a discontinued operations gain of \$1,073,303 in 2011 the most current year since operations shutdown based on the accumulated records obtained to date through the first quarter 2020.

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

Note 5 – Related party transaction

On October 14, 2019, the Company issued 10,000,000 shares of the Series A preferred stock to Custodian Ventures LLC, the company controlled by David Lazar, the Company's former Chief Executive Officer for cash at par value.

During the year ended October 31, 2019 and October 31, 2020, Custodian Ventures, LLC paid a total of \$10,104 of expenses on behalf of the Company for payment of registration, accounting and legal fees. This loan was unsecured, non-interest bearing, and had no specific terms for repayment. During the year ended October 31, 2020, \$10,104 was forgiven by Custodian Ventures LLC and the Company has recorded it as additional paid in capital.

During the year ended October 31, 2020 and six months ended April 30, 2021, Douglas Anderson, the Company's former Chief Executive Officer, contributed \$38,976 and \$4,676 in cash to pay for operating expenses, respectively. This has been recorded as additional paid-in capital.

During the three months ended July 31, 2021, Donald Owens, the Company's Chief Executive Officer, contributed \$27,433 in cash to pay for operating expenses, respectively. This has been recorded as additional paid-in capital.

Note 6 – Common stock

The Company is authorized to issue 500,000,000 shares of common stock, par value \$001. As of July 31, 2021, the Company had 104,265,299 shares of common stock issued and outstanding.

Reverse Stock Split

On June 2, 2020, the Board of Directors authorized a one for one thousand (1:1,000) reverse stock split which became effective on July 8, 2020. All share amounts contained in this Quarterly Report reflect this reverse split.

Stock Issued

During the quarter ended January 31, 2021, the Company issued 95,000,000 shares of common stock to Douglas Anderson for consulting services totaling \$95,000. Subsequently, in a private transaction the 95,000,000 shares of Common Stock were transferred to were transferred to HNO International Inc., of which Donald Owens is Chief Executive Officer/control person.

During the quarter ended January 31, 2021, the Company issued 5,000,000 shares of common stock to Eden Capital LLC for consulting services totaling \$5,000.

On September 20, 2020, the Company entered into a consulting agreement with DWC, LLC. Pursuant to the terms of the consulting agreement DWC, LLC is to receive 4,000,000 restricted shares of the Company's common stock in exchange for corporate consulting services to be performed. In addition, DWC, LLC has agreed to pay par value of the shares. As of the year ended October 31, 2020, these shares had not yet been issued and were recorded as a stock payable and payment of par value of the shares was recorded as a stock subscription receivable. During the quarter ended January 31, 2021, these shares were issued.

Note 7 – Preferred Stock

On October 14, 2019, the Company issued 10,000,000 shares of the Series A preferred stock to Custodian Ventures LLC, the company controlled by David Lazar, the Company's former Chief Executive Officer for par payable in cash. Subsequently, in a private transaction the 10,000,000 shares of Series A Preferred were transferred. As of July 31, 2021, the shares are titled to HNO International Inc., of which Donald Owens is Chief Executive Officer/control person.

The Company is authorized to issue 10,000,000 shares of Series A preferred stock, par value \$001. As of July 31, 2021, the Company had 10,000,000 shares of preferred stock issued and outstanding.

Note 8 – Subsequent Events

Subsequent events were evaluated through September 13, 2021 and it is the view of management that there are no material subsequent events.