# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

# **Noxel Corp.**



45 Bartlett Crescent, Brookline, Ma 02459 TEL: 800-358-1320

https://www.globex5.com Simon@Noxel.Co SIC: 6798

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

As of <u>December 31, 2020</u>, the number of shares outstanding of our Common Stock was:

768,055,572

As of <u>September 30, 2020</u>, the number of shares outstanding of our Common Stock was:

768,055,572

As of <u>December 31, 2019</u>, the number of shares outstanding of our Common Stock was:

768,055,572

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 ched | ck 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 <sup>1</sup> of the company has occurred over this reporting period:                                                                                                                         |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Yes: □ No: ⊠                                                                                                                                                                                                                                    |
| 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.                                                                                                |
| Noxel Corp, was incorporated on October 25, 1989 in Nevada.  On February 25, 2019, the Company changed domicile to Wyoming from Nevada.                                                                                                         |
| 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): |
| The Company is currently active in its standing with the State of Wyoming.                                                                                                                                                                      |
| 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:                                                                                                                                                                                     |
| 45 Bartlett Crescent, Brookline, Ma 02459                                                                                                                                                                                                       |
| 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?                                                                                                                   |
| Yes: □ No: ⊠                                                                                                                                                                                                                                    |
| 1 "Change in Control" shall mean any events resulting in:                                                                                                                                                                                       |

<sup>(</sup>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:

<sup>(</sup>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

<sup>(</sup>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.

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

### <u>None</u>

# 2) Security Information

| Trading symbol<br>Exact title and o<br>CUSIP:<br>Par or stated va                                                                              | class of securities outstanding:                                                              | NOXL<br>Comn<br>67014<br>\$0.00                   | non stocks<br>13106 |
|------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|---------------------------------------------------|---------------------|
| Total shares authorized: Total shares outstanding: Number of shares in the Public Float <sup>2</sup> : Total number of shareholders of record: |                                                                                               | 1,000,000,000<br>768,055,572<br>12,480,580<br>291 |                     |
| All additional cla                                                                                                                             | ass(es) of publicly traded securiti                                                           | ies (if any):                                     |                     |
| Trading symbol Exact title and of CUSIP: Par or stated variotal shares au Total shares ou                                                      | class of securities outstanding:<br>alue:<br>thorized:                                        |                                                   | date:<br>date:      |
| Transfer Agent                                                                                                                                 |                                                                                               |                                                   |                     |
| Name:<br>Phone:<br>Email:<br>Address:                                                                                                          | Empire Stock Transfer<br>702-818-5898<br>casey@empirestock.com<br>1859 Whitney Mesa Dr. Hende | rson, NV 8901                                     |                     |
| Is the Transfer                                                                                                                                | Agent registered under the Exch                                                               | ange Act?³ Ye                                     | s: ⊠ 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.

<sup>&</sup>lt;sup>2</sup> "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.

<sup>&</sup>lt;sup>3</sup> 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               | g as of Second N                       | /lost Recent                      |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
|----------------------------------|----------------------------------------|-----------------------------------|------------------------|----------------------------------|-----------------------------------------|----------------------------------------------------|--------------------------------------------------|---------------------------------------------|---------------------------|
| Fiscal Year End: Opening Balance |                                        |                                   |                        | *Right                           | -click the row                          | s below and select                                 | "Insert" to add rows                             | as needed.                                  |                           |
| 04 04 40                         |                                        |                                   |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
| Date <u>01.01.18</u>             |                                        | 68,055,57 <u>2</u>                |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
|                                  | Preferred                              | l:                                |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
| Date of<br>Transaction           | Transaction type (e.g. new issuance,   | Number of<br>Shares<br>Issued (or | Class of<br>Securities | Value of<br>shares<br>issued     | Were the shares issued at               | Individual/ Entity<br>Shares were<br>issued to     | Reason for share issuance (e.g. for cash or debt | Restricted or<br>Unrestricted<br>as of this | Exemption or Registration |
|                                  | cancellation,<br>shares<br>returned to | cancelled)                        |                        | (\$/per<br>share) at<br>Issuance | a discount<br>to market<br>price at     | (entities must<br>have individual<br>with voting / | conversion)<br>-OR-<br>Nature of                 | filing.                                     | Type.                     |
|                                  | treasury)                              |                                   |                        |                                  | the time<br>of<br>issuance?<br>(Yes/No) | investment<br>control<br>disclosed).               | Services<br>Provided                             |                                             |                           |
|                                  |                                        |                                   |                        |                                  | (100/110)                               |                                                    |                                                  |                                             |                           |
|                                  |                                        |                                   |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
|                                  |                                        |                                   |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
|                                  |                                        |                                   |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
| Shares Outstandi                 | ng on Date of                          | This                              |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
| Report:                          |                                        |                                   |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
|                                  | Ending                                 | <u>Balance</u>                    |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
| Ending Balance:                  |                                        |                                   |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
| Date <u>12.31.20</u>             | Common: 7                              | <u> 768,055,572</u>               |                        |                                  |                                         |                                                    |                                                  |                                             |                           |
|                                  | Preferre                               | d:                                |                        |                                  |                                         |                                                    |                                                  |                                             |                           |

*Example:* A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 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<br>Note<br>Issuance | Outstanding<br>Balance (\$) | Principal<br>Amount<br>at<br>Issuance<br>(\$) | Interest<br>Accrued<br>(\$) | Maturity<br>Date | Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares) | Name of Noteholder<br>(entities must have<br>individual with voting<br>/ investment control<br>disclosed). | Reason for<br>Issuance (e.g.<br>Loan, Services,<br>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)<sup>4</sup>:

Name: Simon Belski,

Title: President & CEO,CFO
Relationship to Issuer: Director & executive officer

Provide the financial statements described below 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.

- C. Balance Sheet:
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the

<sup>&</sup>lt;sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

### 5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

The Company is an early-stage real estate investment and business acquisition investment vehicle, organized to acquire, build, manage, hold, lease, and dispose of certain hi-tech and business assets. The Company intends to invest in single and multi- housing units. The Company will concentrate mostly on local Boston hi-tech and business investment and development. The Company will also seek hi-tech and business investment opportunity around the world as well. The Company expects this transaction to be a medium- to long-term hold and lease transaction. The Company does not anticipate seeking to terminate and begin the process of liquidation and dissolution of its assets sooner than seven years from the date of the closing of this proposed acquisition of the Business

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

None

C. Describe the issuers' principal products or services.

Real estate investment in development funds: Real estate investment and development.

# 6) 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.

The Company leases 200 square feet of office space at 45 Bartlett Crescent, Brookline, MA 02459 at an annual rental of \$500. The lease terminates on months by months.

# 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<br>Officer/Director or<br>Control Person | Affiliation with<br>Company (e.g.<br>Officer Title<br>/Director/Owner of<br>more than 5%) | Residential Address<br>(City / State Only) | Number of shares owned              | Share<br>type/class | Ownership<br>Percentage<br>of Class<br>Outstanding | Note                |
|--------------------------------------------------|-------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------|---------------------|----------------------------------------------------|---------------------|
| Simon Belski                                     | President &<br>CEO,CFO                                                                    | Brookline Ma                               | 350,000,000<br>Since 09-20-<br>2020 | Common              | <u>45%</u>                                         | <u>Simon Belski</u> |
| Marty Trabilse                                   | Director                                                                                  | Brookline Ma                               |                                     |                     |                                                    | Marty Trabilse      |
| Benny Cohen                                      | Director                                                                                  | Brookline Ma                               |                                     |                     |                                                    | Benny Cohen         |
|                                                  |                                                                                           |                                            |                                     |                     |                                                    |                     |

# 8) Legal/Disciplinary History

- A. Please 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;

### <u>None</u>

 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

### <u>None</u>

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

# 9) Third Party Providers

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

# Securities Counsel

Jackson L. Morris, Esq.
Office Address – 3116 W. North A Street, Tampa, FL 33609
Mailing Address - 126 21st Avenue SE, St. Petersburg, Florida 33705
Phone: 813-892-5969

Email: jackson.morris@rule144solution.com

# Accountant

Stephanie Csepke, CPA, CFE & MBA TPS THAYER, certified public accounting 1600 Highway 6, Suite 100 Sugar Land, Texas 77478 281.552.8430 X109 scsepke@tpscpas.com

# <u>Investor Relations</u>

None

### 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, Simon Belski certify that:
  - 1. I have reviewed this Annual Disclosure Statement of Noxel Corp,;
  - 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
  - 3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

# November 12, 2021 [Date]

/s/Simon Belski [CEO's Signature]

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

### Principal Financial Officer:

- I, Simon Belski certify that:
  - 1. I have reviewed this I have reviewed this Annual Disclosure Statement of Noxel Corp,;
  - 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
  - 3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

# November 12, 2021 [Date]

/s/Simon Belski [CFO's Signature]

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

# Noxel Corporation Balance Sheet Prev Year Comparison As of December 31, 2020

|                                                                                | Dec 31, 20 | Dec 31, 19 | \$ Change | % Change |
|--------------------------------------------------------------------------------|------------|------------|-----------|----------|
| ASSETS Current Assets Checking/Savings                                         |            |            |           |          |
| Cash in Bank                                                                   | 9,682.00   | 1,000.00   | 8,682.00  | 868.2%   |
| Total Checking/Savings                                                         | 9,682.00   | 1,000.00   | 8,682.00  | 868.2%   |
| <b>Total Current Assets</b>                                                    | 9,682.00   | 1,000.00   | 8,682.00  | 868.2%   |
| TOTAL ASSETS                                                                   | 9,682.00   | 1,000.00   | 8,682.00  | 868.2%   |
| LIABILITIES & EQUITY Liabilities Current Liabilities Other Current Liabilities |            |            |           |          |
| Loan Note                                                                      | 0.00       | 1,000.00   | -1,000.00 | -100.0%  |
| Total Other Current Liabili                                                    | 0.00       | 1,000.00   | -1,000.00 | -100.0%  |
| <b>Total Current Liabilities</b>                                               | 0.00       | 1,000.00   | -1,000.00 | -100.0%  |
| Total Liabilities                                                              | 0.00       | 1,000.00   | -1,000.00 | -100.0%  |
| Equity<br>Net Income                                                           | 9,682.00   | 0.00       | 9,682.00  | 100.0%   |
| Total Equity                                                                   | 9,682.00   | 0.00       | 9,682.00  | 100.0%   |
| TOTAL LIABILITIES & EQUITY                                                     | 9,682.00   | 1,000.00   | 8,682.00  | 868.2%   |

# Noxel Corporation Profit & Loss Prev Year Comparison January through December 2020

|                                | Jan - Dec 20 | Jan - Dec 19 |
|--------------------------------|--------------|--------------|
| Ordinary Income/Expense Income |              |              |
| Sales                          | 22,200.00    | 0.00         |
| Total Income                   | 22,200.00    | 0.00         |
| Gross Profit                   | 22,200.00    | 0.00         |
| Expense                        |              |              |
| Accounting Fees                | 500.00       | 0.00         |
| Computer and Internet Expen    | 310.00       | 0.00         |
| Filing Fees                    | 1,200.00     | 0.00         |
| Insurance Expense              | 300.00       | 0.00         |
| Legal Fees                     | 2,780.00     | 0.00         |
| Office Supplies                | 433.00       | 0.00         |
| Rent Expense                   | 3,750.00     | 0.00         |
| Supply Expense                 | 1,175.00     | 0.00         |
| Transfer Agent                 | 1,200.00     | 0.00         |
| Utilities                      | 870.00       | 0.00         |
| Total Expense                  | 12,518.00    | 0.00         |
| Net Ordinary Income            | 9,682.00     | 0.00         |
| Net Income                     | 9,682.00     | 0.00         |

# Noxel Corporation Statement of Cash Flows

# January through December 2020

|                                           | Jan - Dec 20 | Jan - Dec 19 |
|-------------------------------------------|--------------|--------------|
| OPERATING ACTIVITIES                      |              |              |
| Net Income                                | 9,682.00     | 0.00         |
| Adjustments to reconcile Net Income       |              |              |
| to net cash provided by operations:       |              |              |
| Loan Note                                 | -1,000.00    | 1,000.00     |
| Payroll Liabilities                       | 0.00         | 0.00         |
| Net cash provided by Operating Activities | 8,682.00     | 1,000.00     |
| INVESTING ACTIVITIES                      |              |              |
| <b>Accumulated Depreciation</b>           | 0.00         | 0.00         |
| Furniture and Equipment                   | 0.00         | 0.00         |
| Net cash provided by Investing Activities | 0.00         | 0.00         |
| FINANCING ACTIVITIES                      |              |              |
| Add'l Paid in Capital                     | 0.00         | 0.00         |
| Capital Stock                             | 0.00         | 0.00         |
| Common Stock                              | 0.00         | 0.00         |
| Dividends Paid                            | 0.00         | 0.00         |
| Opening Balance Equity                    | 0.00         | 0.00         |
| Retained Earnings                         | 0.00         | 0.00         |
| Net cash provided by Financing Activities | 0.00         | 0.00         |
| Net cash increase for period              | 8,682.00     | 1,000.00     |
| Cash at beginning of period               | 1,000.00     | 0.00         |
| Cash at end of period                     | 9,682.00     | 1,000.00     |

# Noxel Corp, Condensed Statement of Changes in Shareholder Equity January 1 – December 31, 2020

|                                    | \$ Amount    | Shares      |
|------------------------------------|--------------|-------------|
| Balance: December 31, 2019         | V and a made |             |
| Common Stock                       | 0            | 768,055,572 |
| Preferred Stock                    | 0            | 0           |
| New Issuances                      |              |             |
| Net Income                         |              |             |
| Accumulated Deficit                |              |             |
| Total Shareholder Equity (Deficit) | 0            |             |
| Balance: December 31, 2020         |              |             |
| Common Stock                       | 0            | 768,055,572 |
| Preferred Stock                    |              |             |
| New Issuances                      |              |             |
| Net Income                         | 0            |             |
| Accumulated Deficit                | 9,682        |             |
| Total Shareholder Equity (Deficit) | 9,682        |             |

# **NOXEL CORP,**

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS OF

# December 31, 2020 (UNAUDITED)

### **NOTE 1 - ORGANIZATION**

Noxel Corp, (the "Company," "We," "Ours," "Us"), was incorporated on May 12, 2009 under the laws of the State of Delaware. On November 12, 2015, the Company changed domicile from the State of Delaware to the State of Nevada by filing Articles of Domestication and Articles of Incorporation.

Our current Chief Executive Officer, Simon Belski, has numerous years in the real estate acquisition, syndication and asset management business. The Company 1) acquires real estate in small markets with high degrees of safety to provide income streams to our shareholders, 2) develops, syndicates, manages and acquires property for capital appreciation and 3) has growing financial services businesses that manage financial portfolios and assets for a fee, and clear private placement transactions for high-net-worth customers and institutional customers.

#### RECENT ACTIVITY

The Company is an early-stage real estate investment vehicle, organized to acquire, Build, manage, hold, lease, and dispose of certain real estate assets. The Company intends to invest in Single and multi-housing units.' The company located in Brookline Massachusetts and will concentrate mostly on local Boston real estate investment and development. The company will also seek real estate investment opportunity around the world as well. The Company expects this transaction to be a medium- to long-term hold and lease transaction. The Company does not anticipate seeking to terminate and begin the process of liquidation and dissolution of its assets sooner than seven years from the date of the closing of this proposed acquisition of the Property.

# **NOTE 2 - SUMMARY OF ACCOUNTING POLICIES**

### Principles of consolidation

The accompanying consolidated financial statements represent the consolidated financial position and results of operations of the Company and include the accounts and results of operations of the Company and its subsidiaries. The accompanying consolidated financial statements include the active entity of Noxel Corp,

### Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States 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 as well as the reported amount of revenues and expenses during the reporting period. Actual results could differ from these estimates.

### Cash Equivalents

The Company considers all highly liquid investments with maturities of three months or less at the time of purchase to be cash equivalents.

### Concentrations

Concentration in a geographic area

The Company operates in the real estate industry, the financial services industry the operations are concentrated in the State of Massachusetts.

•

### Investments

The Company's investments in securities are reported at fair value, with unrealized gains and losses included in earnings. The Company will invest its cash proceeds to enhance shareholder value over the long term. The Company will use both short- and long-term investing strategies. Investments are classified as available for sale.

#### Accounts Receivable

Receivables from the annual = NONE

### Rental Property, Net = NONE

Rental property assets are stated at cost less accumulated depreciation. Depreciation is provided on a straight- line basis over the estimated useful lives of the asset.

### Impairment of Real Estate Investments

The Company assesses on a regular basis whether there are any indicators that the carrying value of rental property assets may be impaired. Potential indicators may include an increase in vacancy at a property, tenant reduction in utilization of a property, tenant financial instability and the potential sale of the property in the near future. An asset is determined to be impaired if the asset's carrying value is in excess of its estimated fair value.

### **Accrued Revenue**

Represents revenues earned by our financial services segment that have not yet been billed to the client.

# Goodwill

Goodwill represents the excess of the acquisition price of a business over the fair value of identified net assets or liabilities of that business. We will evaluate goodwill for impairment at least annually.

# Commission's payable= NONE

Represents amounts owed to registered investments advisors for commissions.

### **Deferred Revenue**

Deferred revenue represents revenues collected but not earned as of = NONE

### **Income Taxes**

The Company utilizes the asset and liability method to measure and record deferred income tax assets and liabilities. Deferred tax assets and liabilities reflect the future income tax effects of temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and are measured using enacted tax rates that apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized.

The Company follows the provisions of Income Taxes Topic of the FASB Accounting Standards Codification, which provides clarification on accounting for uncertainty in income taxes recognized in an enterprise's financial statements. The guidance prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return, and also provides guidance on derecognition, classification, interest and penalties, disclosure and transition. At December 31, 2020 and December 31, 2019, no significant income tax uncertainties have been included in the Company's Balance Sheets. The Company's policy is to recognize interest and penalties on unrecognized tax benefits in income tax expense in the Statements of Operations. No interest and penalties are present for periods open.

Revenues= NONE
Securities Transactions= NONE
Private Placement Transactions= NONE
Introduction Fee Transactions= NONE
Property Revenue Recognition= NONE

### Net income (loss) per common share

Net income (loss) per common share is computed pursuant to section 260-10-45 of the Financial Accounting Standards Board Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding including the dilutive effect of stock awards during the period. In periods where we have a net loss, stock awards have been excluded from our calculation of net loss per share as their inclusion would have an antidilutive effect. The total number of shares of restricted stock excluded from consideration in the calculation of diluted net loss per common share for the three-month period ending December 31, 2020

**NOTE 3 - RECENT ACCOUNTING PRONOUNCEMENTS** 

NOTE 4 - INVESTMENT AND LOAN RECEIVABLE = NONE

Loan Receivable = NONE

**NOTE 5 - ACQUISITIONS= NONE** 

**NOTE 8 - MORTGAGE PAYABLE= NONE** 

NOTE 9 - SECURED LINES OF CREDIT CONVERTED TO MORTGAGE = NONE

NOTE 10 - LEASE PAYABLE= MONTH TO MONTH

NOTE 11 - FUTURE RENTS AND TENANT CONCENTRATION= NONE

**NOTE 12 - RELATED PARTY TRANSACTIONS= NONE**