

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

NIMTECH CORP

A Nevada Corporation

Fajara Kaiiaba Ave. P.O. Box 372 In The Kanifing Muni Gambia

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[nmtt.corp@gmail.com](mailto:nmtt.corp@gmail.com)

SIC - 3390

**Amended Quarterly Report**  
**For the Period Ending:** January 31, 2022  
(the "Reporting Period")

As of January 31 2022, the number of shares outstanding of our Common Stock was:

275,012,750

As of October 31, 2021, the number of shares outstanding of our Common Stock was:

275,012,750

As of July 31 2021, the number of shares outstanding of our Common Stock was:

275,012,750

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<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)**

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<sup>1</sup> "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.

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.

Nimtech Corp. (The Company): February 4, 2014 to present

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 was incorporate in Nevada on February 4, 2014. The Company's status with Nevada is active.

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

Yes:  No:

## 2) Security Information

Trading symbol:	<u>NMTT</u>
Exact title and class of securities outstanding:	<u>COMMON Stock</u>
CUSIP:	<u>65441L103</u>
Par or stated value:	<u>\$.00001</u>
Total shares authorized:	<u>500,000,000</u> as of date: <u>January 31, 2022</u>
Total shares outstanding:	<u>275,012,750</u> as of date: <u>January 31, 2022</u>
Number of shares in the Public Float <sup>2</sup> :	<u>2,540,000</u> as of date: <u>January 31, 2022</u>
Total number of shareholders of record:	<u>28</u> as of date: <u>January 31, 2022</u>

### Transfer Agent

Name: Globex Transfer, LLC  
780 Deltona Blvd.  
Suite 202  
Deltona, FL 32725  
Phone: +1 813 344 4490  
Email: mt@globextransfer.com

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

## 3) Issuance History

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

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

### A. Changes to the Number of Outstanding Shares

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>July 31, 2019</u> Common: 275,000,000			*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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>February 24, 2020</u>	<u>New Issuance</u>	<u>12,750</u>	<u>Common Stock</u>	<u>\$0.00001</u>	<u>Yes</u>	<u>Yap Wee Howe</u>	<u>Shares in lieu of cash for investment</u>	<u>Restricted</u>	<u>Exemption Section 4(a)(2) of the Securities Act</u>
Shares Outstanding on Date of This Report: <u>Ending Balance</u> <u>Ending Balance</u> <u>Balance:</u> Date <u>January 31, 2022</u> Common: <u>275,012,750</u>									

**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:

#### 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: David Natan  
Title: Outsourced Financial Services  
Relationship to Issuer: None-Independent

**See Attached January 31, 2022 Financial Statements**

<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.

## 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")

NIMTECH CORP. ("the Company"), ("we", "us" or "our") was incorporated in the State of Nevada on February 4, 2014. On October 18, 2018, the eighth judicial District Court of Nevada appointed Custodian Ventures, LLC as custodian for Nimtech Corp., upon proper notice having been given to the officers and directors of Nimtech Corp. There was no opposition. On December 10, 2018, Custodian Ventures entered into a stock purchase agreement whereby it transferred 68,960,000 restricted shares of our common stock in favor of NYJJ HK Limited in exchange for \$135,000 in cash. During this time, Nimtech Corp. provided consulting services.

On January 31, 2019, the Company entered into a Share Exchange Agreement (the "Agreement") with Bulls Run Limited, a Hong Kong corporation ("Bulls Run"), and each of the equity holders of Bulls Run who together own 100% of the issued and outstanding equity of Bulls Run, pursuant to which the Company agreed to acquire all of the issued and outstanding equity of Bulls Run pursuant to a tax-free exchange of 200,000,000 shares of Common Stock of the Company (the "Exchange"). In connection with the Exchange, the Company issued 100,000,000 shares of Common Stock to Mr. Ding-Shin "DS" Chang, and 100,000,000 shares of Common Stock to Ms. Nankalamu. The Exchange closed on January 31, 2019. Bulls Run's principal business activity is investment holding.

On July 9, 2019, the Company's board of directors accepted the resignation of its sole director, Mr. Ding-Shin "DS" Chang and appointed Mr. Liang-Yu "Jacky" Chang and Yuhao Aixinjeuluo to serve as the new directors of the Company. The board elected Mr. Aixinjeuluo to serve as Chief Executive Officer and Mr. Jacky Chang to serve as Chief Financial Officer.

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

The Company is the 100% owner of Bulls Run Limited, a Hong Kong corporation ("Bulls Run"). Bulls Run has two directors, Mr. Chang and Ms. Nankalamu. Its corporate address is Room C, 15/F., Ritz Plaza, 122 Austin Road, Tsim Sha Tsui, Kowloon, Hong Kong. Its telephone is +852 2466 6609, and email at ds@chang.eu.com.

### C. Describe the issuers' principal products or services.

Prior to the Exchange, Nimtech Corp., provided consulting services. Following the Exchange, the Company became an investment holding company.

## 6) Issuer's Facilities

None.

## 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% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Aixinjueluo, Yuhao	Chief Executive Officer/President/Director/Owner of more than 5%	Kuala, Lumpur, Malaysia	148,750,000	Common	50.45%	N/A
Chang, Liang-Yu	Chief Financial Officer/Treasurer/Director/Owner of more than 5%	Taipei, Taiwan				
Mong, QIQi	Chief Operating Officer/ Secretary/ Owner More than 5%	Kuala Lumpur, Malaysia	15,000,000	Common	5.45%	N/A
Nankalamu	Owner of more than 5%	Hong Kong SAR, PRC	14,953,350	Common	5.44%	N/A
Sanarco Life & Wellness S.A.  Control person: Lan-Ching Chang	Owner of more than 5%	Luxembourg	50,000,000	Common	18.18%	N/A
Chang, Shing-Fang	Owner of more than 5%	Levallois-Perret, France	24,743,350	Common	9.00%	N/A

## 8) Legal/Disciplinary History

Neither 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

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.

None

## 9) Third Party Providers

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

### Securities Counsel

Name: Matthew McMurdo  
Firm: Mc Murdo Law Group, LLC  
Address 1: 1185 Avenue of the Americas 3<sup>rd</sup> Floor  
Address 2: New York, New York 10036  
Phone: +1 917-318-2865  
Email: matt@nannaronelaw.com

### Accountant

Name: David Natan  
Firm: Natan & Associates  
Address 1: 6720 NW 74<sup>th</sup> Court  
Address 2: Parkland, Florida 33067  
Phone: 786-412-6085  
Email: dn4747472aol.com

## 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, Mr. Yuhao Aixinjueluo certify that:

1. I have reviewed this amended quarterly\_Disclosure Statement of Nimtech 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.

August \_\_, 2022

s/ Yuhao Aixinjueluo

Yuhao Aixinjueluo, CEO

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

*Principal Financial Officer:*

I, Mr. Liang-Yu Chang certify that:

1. I have reviewed this amended quarterly Disclosure Statement of Nimtech 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.

August \_\_, 2022

s/Liang-Yu Chang

Chief Financial Officer

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

**Quarterly  
Report  
NIMTECH  
INC.  
January 31, 2022  
(UNAUDITED)**



<b>NIMTECH CORP.</b>				
<b>BALANCE SHEETS</b>				
<b>(Unaudited)</b>				
		<b>January 31,</b>		<b>July 31,</b>
		<b>2022</b>		<b>2021</b>
<b>ASSETS</b>				
<b>CURRENT ASSETS</b>				
	Cash and cash equivalents	\$	-	\$ -
	Total current assets		-	-
<b>TOTAL ASSETS</b>			-	-
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>				
<b>CURRENT LIABILITIES</b>				
	Due to related party		6,168	6,168
	Total current liabilities		6,168	6,168
Commitment and Contingencies			-	-
<b>STOCKHOLDERS' EQUITY</b>				
	Common stock, par value \$0.00001 per share; 500,000,000 shares authorized; 275,012,750 shares issued and outstanding on January 31, 2022 and July 31, 2021.		2,750	2,750
	Additional paid in capital		119,799	119,799
	Accumulated deficit		(128,717)	(128,717)
	Total stockholders' deficit		(6,168)	(6,168)
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>		<b>\$</b>	<b>-</b>	<b>\$ -</b>

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

**NIMTECH CORP. STATEMENTS OF OPERATIONS**  
(Unaudited)

	Three Months Ended January 31,		Six Months Ended January 31,	
	2022	2021	2022	2021
Revenue	\$ -	\$ -	\$ -	\$ -
Operating Expenses				
Selling Expenses	-	-	-	-
Compensation	-	-	-	-
General and Administrative Expenses	-	-	-	-
Professional Fee Expenses	-	-	-	-
Total Operating Expenses	-	-	-	-
Operating loss	-	-	-	-
Other Income (Expense)				
Other Income	-	-	-	-
Other Expense	-	-	-	-
Total other expense	-	-	-	-
Provision for income taxes	-	-	-	-
Net loss	\$ -	\$ -	\$ -	\$ -
Weighted Average Number of Common Shares Outstanding - Basic and Diluted	275,012,750	275,012,750	275,012,750	275,012,750
Net Loss per common share Basic and diluted	\$ -	\$ -	\$ -	\$ -

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

**NIMTECH CORP.**  
**STATEMENT OF CHANGE IN STOCKHOLDERS DEFICIT**  
**(unaudited)**

	Common Stock		Additional Paid-in-Capital	Accumulated Deficit	Total stockholders' Deficit
	Shares	Par Value			
Balance, July 31, 2021	275,012,750	\$ 2,750	\$ 119,799	\$ (128,717)	\$ (6,168)
Net loss	-	-	-	-	-
Balance, October 31, 2021	275,012,750	\$ 2,750	\$ 119,799	\$ (128,717)	\$ (6,168)
Net loss	-	-	-	-	-
Balance, January 31, 2022	275,012,750	\$ 2,750	\$ 119,799	\$ (128,717)	\$ (6,168)
	Common Stock		Additional Paid-in-Capital	Accumulated Deficit	Total stockholders' Deficit
	Shares	Par Value			
Balance, July 31, 2020	275,012,750	\$ 2,750	\$ 119,799	\$ (128,717)	\$ (6,168)
Net loss	-	-	-	-	-
Balance, October 31, 2020	275,012,750	\$ 2,750	\$ 119,799	\$ (128,717)	\$ (6,168)
Net loss	-	-	-	-	-
Balance, January 31, 2021	275,012,750	\$ 2,750	\$ 119,799	\$ (128,717)	\$ (6,168)

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

**NIMTECH CORP. STATEMENTS OF CASH FLOWS**  
**FOR THE PERIOD**  
**(Unaudited)**

	<b>Six Months Ended January 31,</b>	
	<b>2022</b>	<b>2021</b>
Cash flows from operating activities:		
Net Loss	\$ -	\$ -
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock compensation	-	-
Stock issued for debt forgiveness	-	-
Stock issued for change of control	-	-
Changes in Operating Assets and Liabilities:		
Due to related party	-	-
Net cash flows from operating activities	-	-
Cash flows from investing activities:		
Advances from related parties	-	-
Net cash flows used in investing activities	-	-
Cash flows from financing activities:		
Net cash flows provided by financing activities	-	-
Net Change in Cash	-	-
Cash - Beginning of Period	-	-
Cash - End of Period	\$ -	\$ -
Supplemental Disclosures for Statement of Cash Flows:		
Interest paid	-	-
Income tax paid	-	-

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

**NIMTECH CORP.**  
**NOTES TO FINANCIAL STATEMENTS**

**Note 1 – Organization and basis of accounting**

*Basis of Presentation and Organization*

NIMTECH CORP. (the Company”), was incorporated in the State of Nevada on February 4, 2014. On October 18, 2018, the eighth judicial District Court of Nevada appointed Custodian Ventures, LLC as custodian for Nimtech Corp., proper notice having been given to the officers and directors of Nimtech Corp. There was no opposition. On December 10, 2018, Custodian Ventures entered into a stock purchase agreement whereby they transferred 68,960,000 restricted shares of common stock NYJJ HK Limited in exchange for \$135,000 in cash. During this time, Nimtech Corp. provided consulting services.

On July 9, 2019, the Company’s board of directors accepted the resignation of its sole director, Mr. Ding-Shin “DS” Chang and appointed Mr. Liang-Yu “Jacky” Chang and Yuhao Aixinjeuluo to serve as the new directors of the Company. The board elected Mr. Aixinjeuluo to serve as Chief Executive Officer and Mr. Jacky Chang to serve as Chief Financial Officer.

**Note 2 – Summary of significant accounting policies**

*Cash and Cash Equivalents*

For purposes of reporting within the statements of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

*Income Taxes*

The Company accounts for income taxes pursuant to FASB ASC Topic 740, *Income Taxes*. Under FASB ASC Topic 740, deferred tax assets and liabilities are determined based on temporary differences between the bases of certain assets and liabilities for income tax and financial reporting purposes. The deferred tax assets and liabilities are classified according to the financial statement classification of the assets and liabilities generating the differences.

The Company maintains a valuation allowance with respect to deferred tax assets. The Company establishes a valuation allowance based upon the potential likelihood of realizing the deferred tax asset and taking into consideration the Company’s financial position and results of operations for the current period. Future realization of the deferred tax benefit depends on the existence of sufficient taxable income within the carry- forward period under the Federal tax laws.

Changes in circumstances, such as the Company generating taxable income, could cause a change in judgment about the reliability of the related deferred tax asset. Any change in the valuation allowance will be included in income in the year of the change in estimate.

*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.

*Estimates*

The financial statements are prepared on the basis of accounting principles generally accepted in the United States of America. 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 as of January 31, 2022 and July 31, 2021, and expenses for the three and six months ended January 31, 2022 and 2021, and cumulative from inception. Actual results could differ from those estimates made by management.

*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 adopted all material accounting pronouncements recently issued that were relevant to the company.

### **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. Management of the Company is making efforts to raise additional funding until a registration statement relating to an equity funding facility is in effect. While management of the Company believes that it will be successful in its capital formation and planned operating activities, there can be no assurance that the Company will be able to raise additional equity capital or be successful in the development and commercialization of the products it develops or initiates collaboration agreements thereon. 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.

### **Note 4 – Related Party**

As of January 31, 2022, the Company had a loan payable of \$6,168 to a related party. This loan is unsecured, non-interest bearing and has no specific terms for repayment.

### **Note 5 – Common Stock**

On October 26, 2018, the Company issued 68,960,000 shares of common stock to Custodian Ventures, LLC at par for shares valued at \$68,960 in exchange for settlement of a portion of the related party loan in the amount of \$11,850 and a promissory note issued to the Company in the amount \$57,110.

On January 31, 2019, the Company entered into a Share Exchange Agreement (the “Agreement”) with Bulls Run Limited, a Hong Kong corporation (“Bulls Run”), and each of the equity holders of Bulls Run who together own 100% of the issued and outstanding equity of Bulls Run, pursuant to which the Company agreed to acquire all of the issued and outstanding equity of Bulls Run pursuant to a tax-free exchange of 200,000,000 shares of Common Stock of the Company (the “Exchange”). In connection with the Exchange, the Company issued 100,000,000 shares of Common Stock to Mr. Ding-Shin “DS” Chang, and 100,000,000 shares of Common Stock to Ms. Nankalamu. The Exchange closed on January 31, 2019. Bulls Run’s principal business activity is investment holding.

On January 31, 2019, for the purpose of providing shares of Common Stock to issue to Mr. Chang and Ms. Nankalamu, the Company amended its Articles of Incorporation to increase the number of authorized shares of Common Stock from 75,000,000 shares to 500,000,000 shares (the “Amendment”). The Amendment changed the par value of the Common Stock from \$0.001 per share to \$0.00001 per share.