Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

NNRF, INC.

Address: 2475 Hiko Avenue, Reno, NV 89512

Phone #: 949-667-3462

Website: www.nnrfinc.com

Email : tomirae@gmail.com

ANNUAL REPORT

For the 12 Months Ended December 31, 2024

Outstanding Shares

The number of shares outstanding of our Common Stock was:

467,721,550 common shares as of the date of this Report.

467,721,550 common shares as of December 31, 2024(Most Recent Completed Fiscal Year End)

449,721,550 common shares as of December 31, 2023(Second Most Recent Completed Fiscal Year End)

Shell Status

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 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

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

Yes: ☐ No: ☒

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

Current Name of Issuer: **NNRF, Inc. (from July 19,2007 to date)**
Predecessor Names:
Nucon-RF, Inc. (from May 3, 2006 to July 19, 2007)
Stafford Energy, Inc. (from July 24, 2002 to May 3, 2006)
Stafford Ventures, Inc.(from October 2, 2001 to July 24, 2002)
Zenxus, Inc (from March 10, 2001 to October 2, 2001)

Current State and Date of Incorporation: State of Nevada on February 16,1999.

Standing in this jurisdiction: The Company is presently in good standing with the State of Nevada.

There have been no trading suspension orders issued by the SEC concerning the issuer or its predecessors since incorporation

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

Address of the issuer's principal executive office and principal place of business: 2475 Hiko Avenue, Reno, NV 89512

☒ *Check if principal executive office and principal place of business are the same address:*

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years? Yes: ☐ No: ☒

2) Security Information

Transfer Agent
Name: Legacy Stock Transfer, Inc
Phone: 972-612-4120
Email : info@legacystocktransfer.com
Address: 16801 Addison Road, Addison, TX 75001

Publicly Quoted or Traded Securities

Trading symbol:	"NNRI"
Exact title and class of securities outstanding:	Common Shares
CUSIP:	629355
Par or stated value:	$0.001
Total shares authorized:	1,000,000,000 as of date: 12/31/2024*
Total shares outstanding:	467,721,550 as of date: 12/31/ 2024
Total number of shareholders of record:	130 as of date: 12/31/2024

(*Authorized share capital was increased to 1,000,000,000 effective as of July 26,2023)

Other classes of authorized or outstanding equity securities (Not Publicly Traded)

None.

Security Description:

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

The Board of Directors may declare and pay dividends from time to time as advisable and after setting aside a reserve fund to meet contingencies or for equalizing dividends. Dividends are not cumulative. The holders of each common share are entitled to one vote at a meeting of the stockholders. There are no conversion or preemption rights.

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

Not applicable .

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

No other material rights

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

No material modifications have occurred.

3 A Issuance History:
Changes to the Number of Outstanding Shares

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years☐
No: ☐ Yes: **X**

Shares Outstanding Opening Balance: **Date January 1, 2023** **Common: 423,921,550**									
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.** ***You must disclose the control person(s) for any entities listed.**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
June 28, 2023	New Issuance	2,000,000	Common	$0.01	No	Stephen Family Pastoral Pty Ltd (Stephen Equities Unit Trust)	Sale of common stock	Restricted	144

June 28, 2023	New Issuance	1,000,000	Common	$0.01	No	AG & PJ Super Pty Ltd (AG & PJ Stephen Superannuation Fund)	Sale of common stock	Restricted	144
June 28, 2023	New Issuance	1,000,000	Common	$0.01	No	MJ & CA Super Pty Ltd (M/J & CA Superannuation Fund)	Sale of common stock	Restricted	144
June 28, 2023	New Issuance	800,000	Common	$0.001	Yes	Cimarron Trust (Meredith McCann, Trustee)	For Services	Restricted	144
July 1,., 2023	New Issuance	5,000,000	Common	$0.001	Yes	Cimarron Trust (Meredith McCann, Trustee)	For Services	Restricted	144
July 1, 2023	New Issuance	1,000,000	Common	$0.01	No	GC & L Super Pty Ltd (Stephen Superannulation Fund)	Sale of common stock	Restricted	144
July 7, 2023	New Issuance	1,000,000	Common	$0.01	No	GJ & PM Super Pty Ltd (Stephen Superannuation Fund)	Sale of common stock	Restricted	144
July 15, 2023	New Issuance	5,000,000	Common	$0.01	No	Stephen Family Pastoral Pty Ltd (Stephen Equities Unit Trust)	Sale of common stock	Restricted	144
July 26,2023	New Issuance	2,000,000	Common	$0.01	No	Stephen Family Pastoral Pty Ltd (Stephen Equities Unit Trust)	Sale of common stock	Restricted	144
July 27, 2023	New Issuance	1,000,000	Common	$0.01	No	GJ & PM Pty Ltd (Stephen Superannuation Fund)	Sale of common stock	Restricted	144
August 1, 2023	New Issuance	3,000,000	Common	$0.01	No	Jaibee Pty Ltd/Paul Callaghan	Sale of common stock	Restricted	144

December 30,2023	New Issuance	3,000,000	Common	$0.01	No	Jaibee Pty Ltd/Paul Callaghen	Sale of common stock	Restricted	144
Shares Outstanding **Date: December 31, 2023**	**Common: 449,721,550**								
November 26, 2024	New Issuance	18,000,000	Common	$0.01	No	Earth Sciences/ Darel Tiegs	Sale of common stock	Restricted	144
Shares Outstanding **Date: December 31, 2024 and at the date of this report** **Ending balance:** **Common: 467,721,550**									

B. Convertible Debt

[☒] Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period. **No convertible debt**

4) Issuer's Business, Products and Services

A. Summary of the issuer's business operations:

NNRF, Inc. is a project development and asset management company focused on environmental, agricultural and nutraceutical fields. We are positioning ourselves as an eco-friendly holding company. We envision becoming a leading diversified holding company, maximizing shareholders value and enabling economic development with specific focus on emerging green markets. NNRF looks to build value by targeting companies that are positioned to grow as the world moves to invest in and develop green technologies, green energy and healthier living and lifestyles.

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

Elevate Nutraceutics, LLC. and Elevate Biologix, LLC are wholly-owned subsidiaries.

C. Description of the issuers' principal products or services.

(1) Effective December 31, 2022 Company acquired 100% of Elevate Nutraceutics, LLC. ("EVN"), a diversified health and wellness company with the intended objective to develop, manufacture and distribute products that will complement the health and wellness industry. To date this subsidiary has not been operative other than to acquire certain nutraceutical inventory.

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(2) On September 30, 2024 the Company formed Elevate Biologix, LLC in New Jersey as a wholly-owned subsidiary to launch a line of online skin care and wellness products including eye cream, moisturizer and hydration cream. To date there has only been only modest sales.

5) Issuer's Facilities

The Company operates from a temporary office provided by its CEO located at 2475 Hiko Avenue, Reno, NV 89512 at no cost to the Company.

6) All Officers, Directors, and Control Persons(controlling more than 5%)

Individual Name	Position with the Company	City / State Only	Number of shares owned	Class of Shares Owned	Percentage of Class of Shares Owned (Undiluted)
Tomi Rae Holden	CEO & Director	Reno, Nevada	76,666,666*	Common (restricted)	16.39%
John Holt Smith	Legal/Business Affairs & Director	Dallas, Texas	86,666,667*	Common (restricted)	18.53%
Atef Halaka	COO & Director	Orlando, Florida	75,000,000	Common (restricted)	16.03%
Alan Bailey	CFO	Palos Verdes, CA	None	N/A	N/A

(* Percentages based on 467,721,550 issued and outstanding common shares at December 31, 2024 and as of the date of this Filing)

We confirm that the information in this table matches our public company profile on **www.OTCMarkets.com**.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

None

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

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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

None

8) Third Party Service Providers

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

Securities Counsel .
Jonathan D. Leinwand, P.A.
18305 Biscayne Blvd, Suite 200,
Aventura, FL 33160
Tel: 954-903-7856,
email: jonathan@jdlpa.com

Accountant or Auditor
None

Investor Relations

None

All other means of Investor Communication:

Twitter:	@nnrf_inc
Discord:	N/A
LinkedIn	N/A

Facebook: N/A
[Other] N/A

Other Service Providers
None

9) Disclosure & Financial Statements

A. This Disclosure Statement was prepared by:

Name: **Alan Bailey**
Title: **CFO**
Relationship to Issuer: **CFO**

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

☐ IFRS
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual)[1]:

Name: **Alan Bailey**
Title: **CFO**
Relationship to Issuer: **CFO**
Describe the qualifications of the person or persons who prepared the financial statements:

Alan Bailey is a Chartered Accountant with more than 55 years as a senior accountant, senior auditor and financial executive in both public accounting and industry, and has maintained the books of account and prepared quarterly and annual financial reports, for both 12g SEC reporting and for alternative OTCMarkets reporting, for variety of businesses and enterprises for approximately 15 years.

We are providing the following Annual financial statements for the 12 months ended December 31, 2024 on pages 8-13:

a. Audit letter, if audited; (Not applicable)
b. Balance Sheet;
c. Statement of Income;
d. Statement of Cash Flows;
e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
f. Financial Notes

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NNRF, INC.

ANNUAL REPORT
FOR THE YEAR ENDED DECEMBER 31, 2024

Index to Consolidated Financial Statements

NNRF, INC.

Consolidated Balance Sheets

(Unaudited)

	December 31, 2024	December 31, 2023
Assets		
Current assets		
Cash	$ -	$ 14,419
Prepaid expense	1,220	1,220
Inventory	68,520	68,520
	69,740	84,149
Non-current assets		
Intellectual property and related technology (net of amortization of $190,000 to 2024 and $95,000 to 2023)	95,000	190,000
Investments, at cost	-	4,569,250
	95,000	4,756,250
Total assets	$ 164,740	$ 4,840,409
Liabilities and stockholders' equity		
Current liabilities		
Accounts payable and accrued expenses	$ 65,272	$ 57,272
Due to related parties	-	500,480
Demand loan	10,000	-
Cash advances for stock purchases	-	177,500
	75,272	735,252
Stockholders' equity		
Common stock - $ 0.001 par value 1,000,000,000 shares authorized, 467,721,550 and 449,721,550 issued and outstanding at December 31, 2024 and December 31, 2023, respectively	467,722	449,722
Additional paid-in capital	39,634,399	39,472,399
Retained earnings (accumulated deficit)	(40,012,653)	(35,816,964)
	89,468	4,105,157
Total liabilities and stockholders' equity	$ 164,740	$ 4,840,409

See accompanying notes to the financial statements

NNRF, INC.

Consolidated Statements of Income

(Unaudited)

	Year Ended December 31, 2024	Year Ended December 31,2023
Revenue		
Product sales	$ 143	$ -
Operating expense		
Management compensation	-	334,000
Marketing and promotion	-	28,000
Amortization of intellectual property	95,000	95,000
General and administrative	24,630	365,281
	119,630	492,281
Net operating loss	(119,487)	(492,281)
Other income(expense)		
Waiver of past and current accrued management compensation	493,648	-
Gain on sale of investment	-	1,000
Financing fee	(3,600)	-
Reserve for impairment of investment	(4,566,250)	-
	(4,076,202)	
Net loss	$ (4,195,689)	$(491,281)
Weighted average common shares outstanding	451,442,811	442,884,593
Net loss per common share	$(0.0093)	$(0.0011)

See accompanying notes to the financial statements

NNRF, INC.

Consolidated Statements of Cash Flows

(Unaudited)

	Year Ended	
	December 31,2024	December 31, 2023
Cash used in operating activities:		
Net loss	$(4,195,689)	$(491,281)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock issued for services	-	5,800
Waiver of past and current accrued management compensation	(493,648)	-
Reserve for impairment of investment	4,566,250	-
Amortization of intellectual property	95,000	95,000
Gain on sale of investment	-	(1,000)
Changes in operating assets and liabilities:		
Increase in prepaid expense	-	(1,220)
Decrease in inventory	-	106,440
Increase in accounts payable and accrued expenses	8,000	21,682
Increase in amounts due related parties	3,168	66,505
-		
Cash used in operating activities	(16,919)	(198,074)
Cash used in investment activities:		
Proceeds from sale of investment	-	4,000
Cash from financing activities:		
Proceeds from sale of common stock	-	190,000
Increase in advances for common stock	2,500	17,500
	2,500	207,500
(Decrease) increase in cash	(14,419)	13,426
Cash, beginning of year	14,419	993
Cash, end of year	$ -	$ 14,419
Supplemental information		
Application of cash previously advanced for stock	$ 180,000	$ -
Increase in common stock	(18,000)	-
Increase in additional paid-in capital	(162,000)	-

See accompanying notes to the financial statements

NNRF, INC.

Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
For the Year Ended December 31, 2024

(Unaudited)

	Common Shares		Additional	Retained Earnings (Accumulated	Stockholders'
	Number Issued	Amount	Paid-In Capital	Deficit)	Equity
Balance, December 31, 2023	**449,921,550**	**$449,922**	**$39,472,399**	**$(35,816,964)**	**$4,105,157**
Sale of common shares	18,000,000	18,000	162,000	-	180,000
Loss for the Year ended December 31, 2024	-	-	-	(4,195,689)	(4,195,689)
Balance, December 31, 2024	**467,721,550**	**$467,722**	**$39,634,399**	**$(40,012,653)**	**$ 89,468**

See accompanying notes to the financial statements

NNRF, INC.

Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
For the Year Ended December 31, 2023

(Unaudited)

	Common Shares Number Issued	Common Shares Amount	Additional Paid-In Capital	Retained Earnings (Accumulated Deficit)	Stockholders' Equity
Balance, December 31, 2022	**423,921,550**	**$423,922**	**$39,302,399**	**$(35,325,683)**	**$4,400,638**
Stock issued for services	5,800,000	5,800	-	-	5,800
Sale of common shares	20,000,000	20,000	170,000	-	190,000
Loss for the 12 months ended December 31, 2023	-	-	-	(491,281)	(491,281)
Balance, December 31, 2023	**449,721,550**	**$449,722**	**$39,472,399**	**$(35,816,964)**	**$4,105,157**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2024
(Unaudited)

NOTE 1 - GENERAL ORGANIZATION AND BUSINESS

NNRF, Inc. (the “Company” or “NNRF”) seeks to invest in, or merge with, businesses that offer attractive earnings and growth potential, particularly in innovative and cutting-edge technology, engineering, health and green environmental solutions. More recently its focus is becoming a forward-thinking investor dedicated to spearheading positive change in the green circular economy. Through strategic acquisitions, joint ventures, and innovative initiatives, NNRF envisions a world where sustainable technologies and solutions thrive, fostering a harmonious balance between economic prosperity and environmental stewardship. Committed to sustainability, NNRF's is working on creating a diversified portfolio, which will bring together a team of visionary leaders, driving a renewable future that benefits both humanity and the planet.

The Company was incorporated on February 16, 1999 in the state of Nevada.

Since 2007, the Company has invested and/or has attempted to actively acquire or merge with businesses that are undervalued and therefore potentially provide emerging growth and liquidity.

(1) Effective as of December 31, 2022 the Company acquired 100% of Elevate Nutraceutics, LLC. ("EVN") through a Securities Exchange Agreement whereby the purchase consideration was the issuance of 75 million of the Company’s restricted common shares to the EVN seller, Atef Halaka. Mr. Halaka was appointed Chief Operating Officer and a Director of the Company. Elevate Nutraceutics, LLC is intended to be a diversified health and wellness company with the objective to develop, manufacture and distribute products that will complement the health and wellness industry. To date this subsidiary has not been operative.

(2) On September 30, 2024 the Company formed Elevate Biologix, LLC in New Jersey as a wholly-owned subsidiary to launch a line of online skin care and wellness products sold through its website, elevatebiologix.com, including eye cream, moisturizer and hydration cream.

To provide financing for the Company’s continued business development, on November 26, 2024 the Company entered into a Stock Purchase Agreement with Earth Sciences/Darel Tiegs (“ES’) whereby ES agreed to acquire 100,000,000 of the Company’s restricted common shares for the aggregate sum of $1,000,000 (or $0.01 per share). To date and separately, ES has previously paid a combined total of $180,000 to acquire 18,000,000 restricted common shares

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of and Basis of Presentation **-** The Company’s financial statements have been prepared in accordance with accounting principles generally accepted in the United States (GAAP) and include the balance sheet and results of operations of its wholly-owned subsidiary, Elevate Nutraceutics, LLC which was acquired effective December 31, 2022 and Elevate Biologix, LLC formed on September 30, 2024.

Use of estimates - The preparation of financial statements in conformity U.S. GAAP requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Ultimate realization of assets and settlement of liabilities in the future could materially differ from those estimates. Significant estimates include the valuation of common and preferred stock issued for services rendered, amortization of fixed assets and the valuation of deferred taxes.

Long-Lived Assets – The Company evaluates long-lived assets for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. When indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets is less than the assets' carrying amount. The Company measures the amount of such impairment by comparing the assets' carrying value to the assets' present value of the expected future discounted cash flows. Impairment charges, if any, are recorded in the period realized.

Intellectual property and related technology represent assets derived from the acquisition of Elevate Nutraceutics, LLC which was acquired effective December 31, 2022 through the issuance of 75 million of the Company's restricted common stock. These assets include customers lists and commercial relationships, together with certain production and distribution processes and systems, for a combined cost of $285,000. The asset is being amortized on a straight-line basis over 36 months, reported as an operating expense at the rate of $95,000 per year. As of December 31, 2024 cumulative amortization on this intellectual property totals $190,000

Revenues- The Company recognizes revenue when all of the following criteria have been met:

- Persuasive evidence of an arrangement exists;
- Delivery has occurred or services have been rendered;
- The fee arrangement is fixed or determinable; and
- Collectability is reasonably assured.

Earnings (Loss) per Share - Basic earnings (loss) per share is calculated by dividing the Company's net income (loss) available to common shareholders by the weighted average number of common shares during the year or period presented. The diluted earnings (loss) per share is calculated by dividing the Company's net income (loss) available to common shareholders by the diluted weighted average number of shares outstanding during the year or period presented. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted for any potentially dilutive debt or equity. Diluted earnings (loss) per share are the same as basic earnings (loss) per share when the Company has a loss.

Income Taxes- Income taxes are provided in accordance with ASC 740, *Income Taxes*. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carry forwards. Deferred tax expense (benefit) results from the net change during the year for deferred tax assets and liabilities.

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 may not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

NOTE 3 - GOING CONCERN

The Company has recurring losses from operations, has a substantial working capital deficit and as of December 31, 2024 has no cash balances. The Company may continue to incur losses and will require cash flow until it achieves market stability through the success in operations of its newly acquired subsidiaries and/or through additional equity sales, other alternative financing arrangements, and/or a merger with a profitable business, and until its investments yield revenue and cash flow. There is no guarantee that the Company will be successful in raising the necessary capital needed, or if operations will be sustained to achieve profitability. These conditions raise substantial doubt about the Company's ability to continue as a going concern. As at December 31, 2024 no loss or expense has been accrued should the Company not be able to continue operations.

NOTE 4– INVESTMENT

The Company owns the following investment:

Zao Electro Machinery Building Plant ATOLL

Towards the end of 2006 the Company acquired 13.25% of the equity interests of Zao Electro Machinery Building Plant Atoll (“ATOLL”), a Russian corporation, for $1,166,250. In March 2007, the Company acquired an additional 36.75% interest for $1,000,000 in cash payments and the issuance of 4,000,000 shares of the Company’s common stock valued at $2,400,000 or $0.60 per share, which was equal to the closing price of the common stock on the date of the transaction, for a total investment cost of $4,566,250.

The remaining 50% ownership of ATOLL is concentrated among a very small group of shareholders. Due to this concentration and the nature of the industry that ATOLL operates in, the Company, at this time is unable to influence significant control. The Company has evaluated its investment in ATOLL and concluded that the investment in ATOLL will be recognized at the lower of cost in accordance with Financial Accounting Standards Board (“FASB”) Interpretation 35 *“Criteria for Applying the Equity Method of Accounting for Investments in Common Stock.”* ATOLL is a manufacturing and research facility established to develop, manufacture and sell products designated for nuclear facilities such as nuclear power plants.

ASC 350-20-35-3C provides guidance and examples of the qualitative tests that should be considered and performed to determine if impairment of the fair value of any asset has occurred since its creation. Management has performed its qualitative test on the Company’s investment in ATOLL and has determined that an impairment reserve is required against the full amount of its investment. Accordingly, Management established an impairment reserve of $4,566,250, which is reflected as “Other Expense” in its consolidated statements of income for the 12 months ended December 31, 2024.

NOTE 5 – ACCRUED EXECUTIVE COMPENSATION WAIVED

The Company’s Board of Directors unanimously agreed that all accrued and unpaid executive compensation effective July 1, 2024 is to be waived and will not apply until substantial new financing, on favorable terms, is obtained by the Company. At that point, the Directors intend to revisit executive compensation and will determine an appropriate level of such compensation which can be reasonably sustained by the Company going forward. Accordingly the Consolidated Statements of Income for the year ended December 31, 2024 reflect the favorable reversal of such accrued compensation totaling $493,648 within “Other Income”.

NOTE 6 – CURRENT LIABILITIES

The Company’s current liabilities as of December 31, 2024 and at December 31, 2023 include the following:

	December 31, 2024	December 31, 2023
Trade accounts payable for inventory	$ 47,840	$ 47,840
Other accounts payable and accrued expense	17,432	9,432
Cash advances from Earth Sciences against the purchase of common shares (see Note 1)	-	177,500
Demand loan	10,000	-
Related party liabilities:		
Accrued compensation and expense reimbursements due Directors and Officers	-	500,480
Total current liabilities	$75,272	$ 735,252

10) Issuer Certification

Principal Executive Officer

I, Tomi Holden certify that:

1. I have reviewed this Disclosure Statement for NNRF, 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.

April 29, 2025

/s/ Tomi Holden [CEO's Signature]

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

***Principal Financial Officer**:*

I, Alan Bailey certify that:

1. I have reviewed this Disclosure Statement for NNRF, 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.

April 29, 2025

/s/ Alan Bailey CFO's Signature]

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