GLOBAL PAYOUT INC.

COMPANY INFORMATION AND CONTINUING DISCLOSURE STATEMENT

Third Quarter Disclosure 2015

November 12, 2015

OTC Pink Basic Disclosure Guidelines

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

Global Payout the private company was incorporated in California on July 24, 2009, and merged with Go Healthy (incorporated in Florida in 1998) a public company on December 9, 2010. On March 14, 2011 the Florida Company merged into its wholly owned subsidiary, Global Payout, Inc., the California Corporation.

2) Address of the issuer's principal executive offices

Company Headquarters
Address: 1835 Sunset Cliffs Blvd., Ste 202
San Diego, CA 92107
Phone: 619-564-7811
Email: info@globalpayout.com
Website(s): www.globalpayout.com
www.moneytraccard.com
www.moneytrac.net
www.moneytractechnology.com
www.auxonline.com

IR Contact
Address ir@globalpayout.com
1835 Sunset Cliffs Blvd
#202 San Diego, CA 92107
Phone: 619-564-7811
Email: ir@globalpayout.com
Website(s): www.ir.globalpayout.com

3) Security Information

Trading Symbol: GOHE
Exact title and class of securities outstanding: Global Payout Common Shares
CUSIP: 37951P 10 5
Par or Stated Value: No Par Value Per Share
Total shares authorized: 400,000,000 as of: September 30, 2015
Total shares outstanding: 256,286,447 as of: September 30, 2015

Additional class of securities:
Trading Symbol: Privately Held- Not Public-No Symbol
Exact title and class of securities outstanding: Global Payout Series A Convertible Preferred CUSIP: No CUSIP
Par or Stated Value: No Par
Total shares authorized: 40,000,000 as of: September 30, 2015
Total shares outstanding: 40,000,000 as of: September 30, 2015

Transfer Agent
Name: Corporate Stock Transfer
Address : 3200 Cherry Creek South Drive, Suite 430 Denver, CO 80209
Phone: 303-282-4800
Is the Transfer Agent registered under the Exchange Act?* Yes

List any restrictions on the transfer of security:

One year holding period on restricted stock.

Describe any trading suspension orders issued by the SEC in the past 12 months. None

List any stock split, stock dividend, ***, recapitalization, merger***, ***rescission of merger, new subsidiary,*** acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

Recapitalization: On May 2nd, 2014 the common shares authorized increased to 400,000,000 from 200,000,000 In January 2013 the common shares authorized increased to 200,000,000 from 100,000,000. Preferred Shares Authorized increased from 20,000,000 to 40,000,000, of which 40,000,000 Global Payout Series A Preferred shares are privately held by senior management and directors.

Recapitalization of Preferred

The 40,000,000 shares of Non-Public Series A Preferred was rescinded by the Global Payout Board of Directors and cancelled, and was correctly refiled and re-issued after a Certificate of Determination was filed with the State of California. The Non-Public Global Payout Series A Preferred is now convertible on a one-for-one basis into the common stock. The preferred votes 10 to 1 over the common stock and the shares are held by Officers and Directors of Global Payout.

Merger: On June 18th, 2014 we entered into a Reverse Triangular Merger (the "Merger") with Maxie Mobile, Inc. www.maxiemobile.com ("Maxie) a Nevada corporation and our wholly-owned subsidiary GOHE SUB, Inc. ("GOHE S") a Nevada corporation, Maxie and GOHE S being the constituent entities in the Merger. On September 3rd, 2014 we completed the acquisition of 100% of the issued and outstanding common shares of Maxie in exchange for 83,054,773 shares of Global Payout, Inc. common stock. Pursuant to the terms of the Merger, Maxie was merged with GOHE S wherein GOHE S ceased to exist and Maxie Mobile Inc. became our wholly owned subsidiary. The previous management of Maxie will continue to operate the subsidiary. Maxie is a cost efficient mobile financial services application company with a robust suite of services specializing in the domestic and international unbanked market.

Rescission of Maxie Mobile Merger: On March 13, 2015 it was announced that Global Payout Inc., and Maxie Mobile Inc., reached a merger rescission agreement with the principals of Maxie Mobile, under which the principals of Maxie Mobile would return the 83,054,773 common shares of Global Payout. The amicable rescission was reached following concerns the strategic direction of Global Payout was not consistent with the business interest of Maxie Mobile and both parties would be best served operating as separate companies. Global Payout will refrain from the use of Maxie Mobile as a service brand. Both Companies see opportunities for continued collaboration particularly in the area of foreign prepaid payment cards. Gil Hooper a Principal of Maxie Mobile, Inc., continues to serve on the Board of Directors of Global Payout Inc., as he has for the past three years. Jim Hancock, Chairman and Chief Executive Officer of Global Payout resigned from the board of Maxie Mobile, Inc.

New Subsidiary: On March 10, 2015 Global Payout, Inc., formed MONEYTRAC TECHNOLOGY, INC., a California Corporation and a wholly owned, privately held subsidiary of Global Payout, Inc.. MONEYTRAC TECHNOLOGY Inc., will license from Global Payout the custom closed-loop payment platform specifically for the marijuana industry to reduce the risks associated with cash transactions. A detailed explanation of the platform is contained in Section 6E (business products) in this disclosure. MONEYTRAC TECHNOLOGY INC., is authorized 125,000,000 common shares ($.001 par value) and 25,000,000 Preferred Shares ($.001 par value). No shares are currently issued or outstanding. There are no plans currently for MONEYTRAC TECHNOLOGY INC.,, to go public. The Chief Executive Officer of MONEYTRAC TECHNOLOGY INC., and Board Member is Mr. Brett Morgan, who is also the Chief Technology Officer for Global Payout; the President and Board Member is William Rochfort who is also President and a Board Member of Global Payout, The third Board Member is Joseph Sebo who is also Chief Financial Officer, Secretary, and a Director of Global Payout. MONEYTRAC TECHNOLOGY, Inc. is separate from MONEYTRAC which is our DISCOVER card platform.

4) Issuance History

A. The nature of each offering

Securities Act Rule 506, to accredited investors. A one year Convertible Note for restricted common stock at prices of 10 cents per share to .02 cents per share started in August, 2011.

A full list of the Convertible Notes Payable is in the Notes to Financial Statements Note 2 (Convertible Notes Payable) of this 2015 Third Quarter Disclosure.

Issuances for services are listed in the Notes to Financial Statements Note 4 (Stock Issued for Services) of this 2015 Third Quarter Disclosure .

B. Any jurisdictions where the offering was registered or qualified;

Georgia, Arkansas, Arizona, Texas, New York, New Jersey, Massachusetts, Michigan, Iowa, Florida, Hawaii, Vermont, Oregon, California, Colorado, Ohio, Iowa, Tennessee, Maryland.

C. The number of shares offered;

The number of shares offered; Since August, 2011; 80,000,000 shares between .10 cents and .02 cents per share. ***This offering closed on February 17th, 2014.*** The current offering is for 75,000,000 shares of a one year Convertible Note for restricted stock priced at a 50% discount to the closing price of the common stock the day the funds are received.

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D. The number of shares sold

If all the remaining notes form the past and current offerings convert; 66,008,850 additional shares will be issued. Since January 2012, 59,141,568 shares have converted.

E. The price at which the shares were offered and the amount actually paid to issuer

Ten cents per share to Two cents per share. Issuer has received $2,739,000.

F. Trading status of the shares

Restricted for one year.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The Restricted Shares contain a Legend as follows:

The shares represented by this certificate have not been registered under the Securities Act of 1933 (“The Act”) and are “restricted securities” as that term is defined in Rule 144 under the Act. The shares may not be offered for sale or otherwise transferred except pursuant to a effective registration statement under the Act or pursuant to an exemption from registration under the ACT, the availability of which is to be established to the satisfaction of the Company.

5) Financial Statements

A. Balance sheet;
B. Statement Profit and Loss;
C. Statement of Cash Flows;
D. Statement of Stockholder's deficit
E. Financial Notes
Financial Statements for this 2015 Third Quarter Disclosure are attached at the end of this disclosure.

A. **PCAOB *Audited Financials : are posted on the OTCMARKETS WEBSITE www.otcmarkets.com***
2009 posted on Feb. 4, 2011; 2010 and 2011 Audited Financials were posted on April 22, 2012.
The 2012 Audit posted on May 1st 2014. The 2013 Audit posted on August 6th, 2014.

6) Describe the Issuer's Business, Products and Services

A. A description of the issuer's business operations;

Global Payout, Inc. is a Development Stage Company.

Global Payout, Inc., www.globalpayout.com, headquartered in San Diego, California, is a program manager of electronic payment solutions such as prepaid debit cards and e-wallet solutions specifically suited to: large, medium and small sized businesses, member organizations, governmental and non-governmental organizations, institutions, religious organizations, network marketing companies, unions and recipients of various kinds of financial aid. Global Payout's proprietary Consolidated Payment Platform (CPG) and prepaid debit card solutions, as well as other customizable payment solutions, uniquely serves an estimated $3 trillion market with an easier to use and a lower cost platform providing competitive and comparative advantages. The company's payment solutions, and U.S. and international prepaid card offerings allow issuers to distribute funds; and allow account holders with or without bank accounts to access and use funds, on a worldwide basis, for payroll purposes, vendor payments, rebates and general spend prepaid programs. Additionally, Global Payout is capable of including in these electronic payment platforms the ability to transfer money to bank accounts, credit cards and debit cards worldwide.

As a management consultant and program manager of prepaid financial services, Global Payout acquires new customers by several different means: independent sales agents, direct solicitation (outbound telemarketing) in key vertical markets and Internet searches that lead to its website, www.globalpayout.com.

Once a potential business is contacted, the company requests the completion of a *Business Profile & Needs Assessment Questionnaire* that allows the company to qualify and develop a service program specifically suited to the prospect's environment and program goals. Based upon the payment requirements of the business prospect, Global Payout will propose either an electronic online account platform and/or a prepaid debit card to distribute payments.

Once qualified, a proposal is submitted and if accepted by both parties, a contract is issued

and executed. At that point, implementation of the electronic platform or prepaid debit card program is initiated and once tested, is rolled out to the employees, distributors, members or agents of the business client.

Global Payout adheres to an Anti-Money Laundering policy:

It is the policy and intention of the Company to act in accordance with all applicable federal and state laws in the conduct of its distribution of Card Products and/or eWallet services in the state or states and countries where conducting business, and to take proactive steps to detect, prevent and report possible money laundering and/or suspicious activities. The company does not want its Card products and services to be used for illegal purposes, and will not do business with anyone who knowingly violates the law.

Governmental regulations such as State Labor Laws may adversely affect the schedule of fees for debit cards issued by the issuer's issuing bank. Additionally, governmental regulations may adversely affect bank transfer capability in specific international countries.

B. Date and State (or Jurisdiction) of

Incorporation: California, Incorporated 2009

C. The issuer's primary SIC

Codes; 7389

D. The issuer's fiscal year end

date; December, 31 2015

E. Principal products or services, and their markets;

Company Products and Services

The company launched its own General Spend Re-Loadable prepaid debit card program co- branded as ***MoneyTrac***^{TM} in August 2012. This prepaid debit card will be on the Discover network, processed and program managed by Expert Financial Systems, LLC, Norcross, Georgia. The issuing bank is TAB Bank, Ogden, Utah. The ***MoneyTrac***^{TM} Prepaid Discover® Card (www.moneytraccard.com) will enable cardholders without bank accounts to access cash without the expense and time of cashing checks and allows businesses to make payments more cost effectively. The card can access cash at ATMs nationwide and purchase products and
services at merchants or online stores.

In addition, all ***MoneyTrac***^{TM} Prepaid Discover® cardholders will receive a Health Care and Pharmacy discount program with over 325,000 physicians and 59,000 pharmacies. Cardholders can also opt-in to a robust financial education program that gives them tips and tools on spending and investing money. All cardholders will be able to access and manage their accounts online or from their cell phones.

Global is introducing an international prepaid card on the MasterCard network. The company contracted with North International Bank (NIB) in Antigua, as the issuing bank, and with the prepaid card processor, i2C, located in Redwood City, California; and Singapore. A capital investment by Global Payout was made with both i2C and NIB

to begin the implementation of this new international prepaid MasterCard program, which was launched in March, 2015.

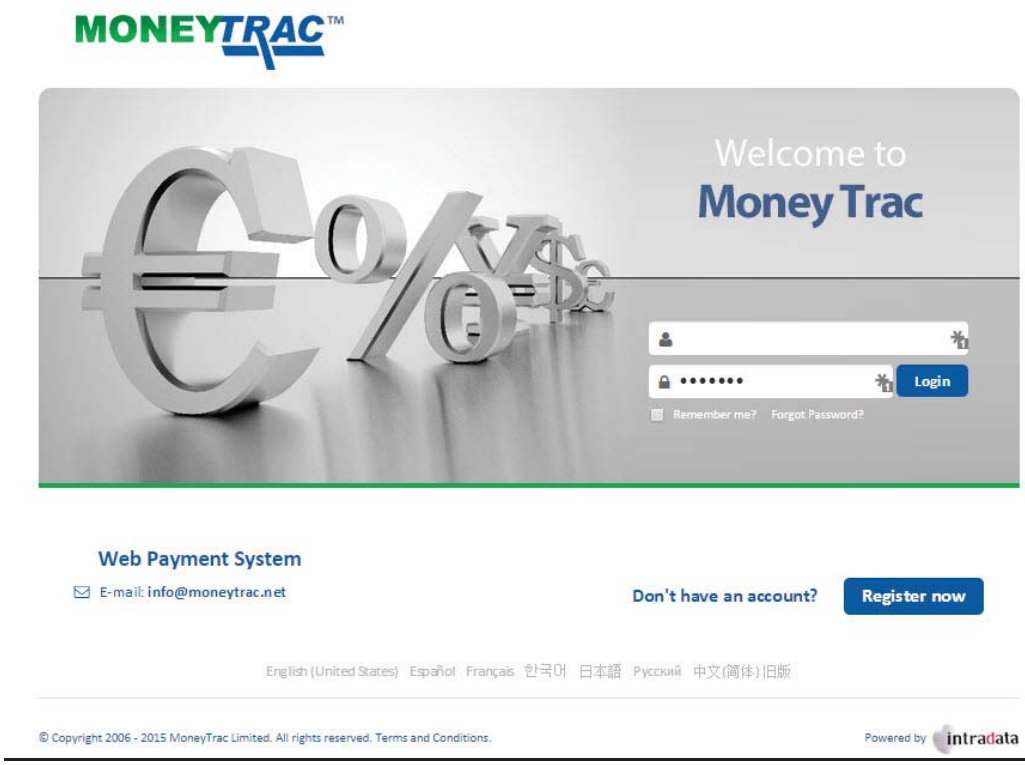
Global and Ipaytions, Australia, have executed a licensing agreement that will enable Global Payout to employ Ipayoptions' state-of-the-art software to power Global's international ***MoneyTrac™*** payment solution (Consolidated Payment Gateway – CPG).. The payment technology developed by Ipayoptions is being utilized worldwide by global companies as well as government entities. The agreement provides for Global to manage sales, marketing and customer service for their B2B clients. Ipayoptions will host the platform and will provide technical assistance in implementation for each business client. In addition, Global will receive revenue from the platform based upon a revenue share arrangement between both Ipayoptions and Global. Global's consolidated payment gateway (CPG) was launched on December 1, 2014 and is presently receiving revenue from transactions on the gateway.

Global Payout also entered into a contract on July 7, 2015, with Sovereign International Bank (SIB), represented by Denovo Formations, Inc. to provide project management advisory services and direct account provisioning systems for SIB, as an international bank. SIB plans to process certain inbound payments and make outbound payments available for its customers, accountholders and depositors worldwide from Global's processing platforms and issuing banks. In addition, SIB will offer Global Payout's payment processing services including eWallets, digital currency management, and prepaid debit cards, for its accountholders and depositors worldwide. Global Payout's role as a Program Manager providing these services through multiple platforms to bank programs throughout the world will enable end-users of the International Bank to maximize an expanded offering suite of financial services. Additionally, operational costs for the International Bank will be reduced through integration of state-of-the-art FinTech applications and platforms. According to the contract, Global will receive a license fee for each country launched by SIB and revenue should begin in the fourth quarter of 2015.

The Company is a development stage company and has created the MoneyTrac™ prepaid Discover card, international "chip and pin" prepaid MasterCard and the MoneyTrac™ Consolidated Payment Gateway. The Company is presently receiving revenue from all card products and payment gateway services.

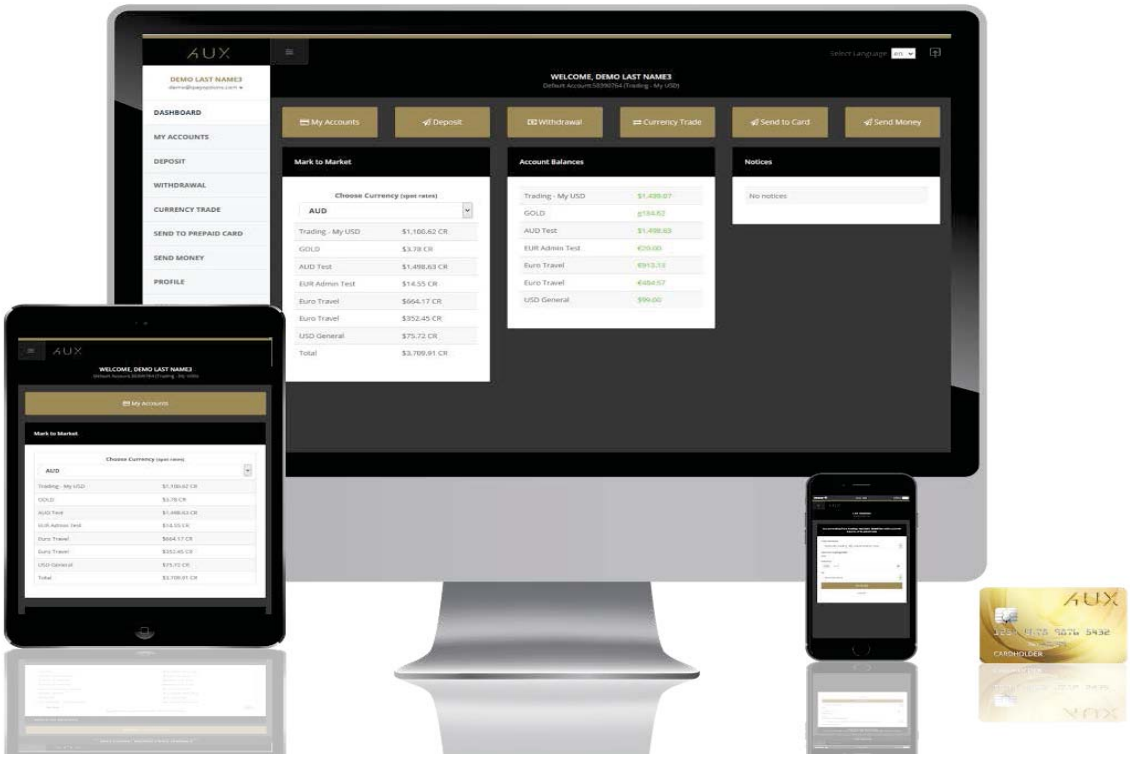
MONEYTRAC TECHNOLOGY, INC,

MoneyTrac Technology, Inc. is a wholly owned subsidiary of Global Payout, Inc. that will be the operational company for the Closed Loop Card Platform in the retail marijuana industry. Global Payout developed the technology five years ago. The platform was designed to eliminate the use of cash at Marijuana dispensaries. The key element of this technology is the ability to load the closed loop card (re-loadable gift card) from a bank account, credit or debit card or a cash load at a retail store that is not a dispensary. In addition, Global Payout has developed patented software (PIVOT) to track purchases so as to limit the amount purchased by State law for residents on non-residents of that particular state. The tracking software also computes the total sales and assures the State, City or County will receive their appropriate tax revenue, In addition biometric software will make sure cards are not stolen from individuals because they will not be validated unless the purchaser can match their finger print, voice or photo.



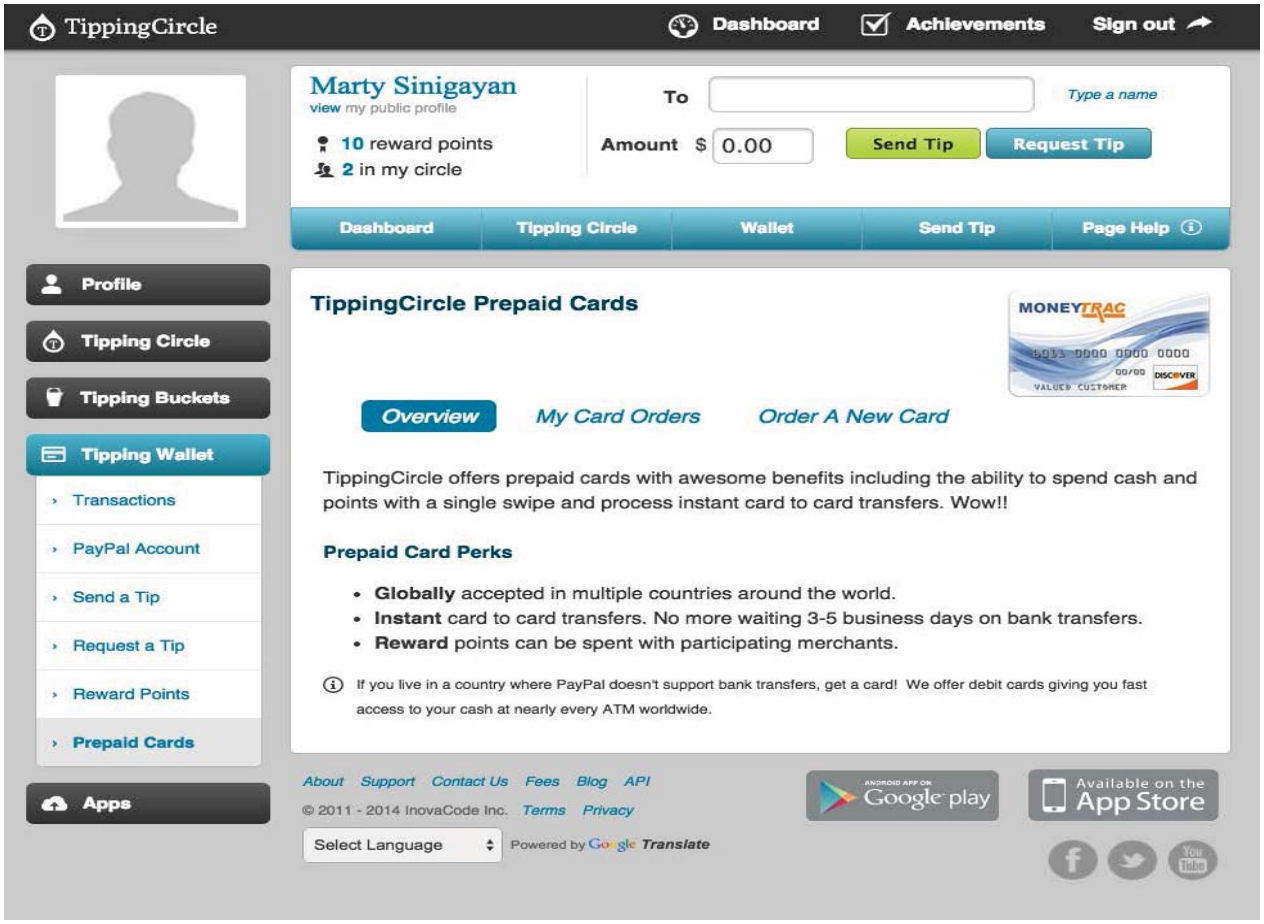
CPG International Payment Platform (CPG)

CPG is an international payment platform that allows multi-national companies to pay their employees, members or vendors in over 120 countries. Global's platform gives companies a cost effective and efficient payment solution, eliminating checks, wires and cash distributions. Accountholders will have internet access with three options: sending their money to a bank account, prepaid card or credit and debit card.



Gold Investment Platform

Global Payout is a 33.3% owner in a Singapore based company, AuxOnline, that provides gold investors the ability to register and purchase gold online from their online website. Global provides and manages their Prepaid MasterCard Gold card for investors who want to liquidate their investment and load funds directly to the card. Global Payout will receive income not only from the card transactions but currency exchange, membership fees and the purchase and sale of gold.

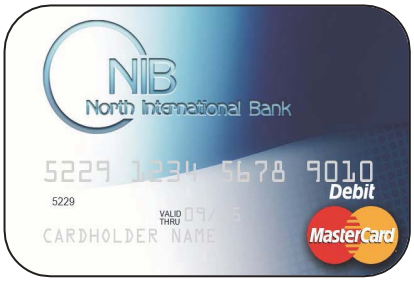




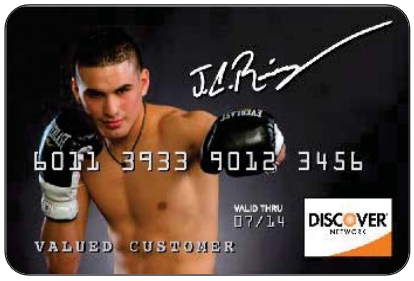
HelpWorldWide Loyalty Rewards

HelpWorldWide has patented technology for a loyalty rewards program that allows for points to be earned from unlimited merchants that can be tracked on the Visa, MasterCard, AMEX and Discover rails. Global has a contract with HelpWorldWide to provide their only prepaid card that is allowed to track purchases and earn points and is integrated directly with HelpWorldWide for earned points, cash redemption and charity donations. HelpWorldWide will bring very large membership based organizations that will utilize Global's MoneyTrac Prepaid Discover card in the U. S.











Domestic and International Prepaid Cards (Discover and MasterCard)
Global Payout can provide Prepaid Debit Cards to allow companies with employees, members, agents and vendors, the ability to make payments to a prepaid card so that these payees can receive their funds in a quick and cost effective basis. Rather than receiving expensive wires or written checks, the cardholders can access cash efficiently by going to an ATM machine and accessing their funds immediately or make purchases either online or at brick and mortar merchants worldwide. All of Global's prepaid cards are integrated with their online payment platform and can be used in almost any foreign country. The company has three card programs that are live and ready for launch with U.S. and multi-national companies:

- United States – Prepaid Discover Card - MoneyTrac
- European – Prepaid MasterCard (Chip and Pin) - Premier
- Asia, South America, Africa, Eastern Europe – Prepaid MasterCard (Chip and Pin) –
- MoneyTrac



Closed Loop Card Platform for Marijuana Industry – Cannatrac Technologies, Inc.
Global Payout developed a Closed Loop Card Platform five years ago, to eliminate the use of cash at marijuana dispensaries. The key element of this technology is the ability to load a closed loop card (re-loadable gift card) from a bank account, credit or debit card or a cash load at retail store that is not a dispensary. In addition, Global Payout has developed patented software (PIVOT) to track purchases so as to limit the amount purchased by State law for residents or non-residents of that particular state. The tracking software also computes the total sales and assures the State, City or County will receive their appropriate tax revenue. In addition, biometric software will make sure cards are not stolen from individuals because they will not be validated unless the purchaser can match their finger print, voice or photo. Global Payout is represented by Cannatrac Technologies, Inc., in Colorado, and Cannatrac is the company that is working directly and contracting with government entities and will represent the technology. It is the intent of the management team at Global Payout to acquire Cannatrac and allow Cannatrac to operate as a subsidiary of Global Payout.

7) Describe the Issuer's Facilities

The Company signed a lease for office space at 1835 Sunset Cliffs Blvd. Ste. 202 in San Diego, CA., in July 2009. The lease was for a term of one year with monthly rent of $1,485. The lease required a $1,000 security deposit. Each year the lease has been renewed. A three year lease was signed June 24, 2013 with a rental rate of $1,623.38 per month for the first year with monthly rates ranging from $1,623.88 to $1,739 at the end of the lease term. The current rent until July 2016 is $1,739.00.

8) 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 shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are

beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Changes in Officers and Directors

On January 5th, 2015, Don Steinberg retired and resigned as Chairman of the Board of Global Payout, Inc.
James Hancock the current Chief Executive Officer and Director was elected to Chairman of the Board of Global Payout
Also on January 5th 2015, William Rochfort, President of Global Payout was elected to the Board of Directors.

James L. Hancock – Chief Executive Officer-Chairman of the Board Director, Control Person

Since founding Global Payout in 2009, Jim Hancock has guided the Company's evolution from a program management and consulting services company in prepaid debit cards and electronic wallet products industry into the global, full service payment platform and mobile payments company it is today. As a result, Global Payout, through the development of its proprietary CPG (Consolidated Payment Gateway™technology, its strategic acquisition of Maxie Mobile and the its program manager status of its own MoneyTrac™ and other prepaid card programs, has effectively positioned itself to provide businesses worldwide with payment making and disbursement capabilities to the 2.5 billion unbanked, under-banked and bank adverse adults of the world. Instinctively, Mr. Hancock has ensured that the delivery of these more than adequate and inexpensive financial services would become directly accessible from most any digital network, computer equipment, and mobile devices.

Mr. Hancock has held a number of senior positions throughout his 30 year career including President, CEO, COO, VP of Finance and VP of Sales & Marketing within public and private companies in financial services, investment banking, mergers and acquisitions, telecommunications and payment processing industries. For the last 14 years Mr. Hancock has worked within the financial services industries as a program manager or payment processor for prepaid card programs and has launched nearly 40 custom-designed prepaid debit card programs. Mr. Hancock has a vast amount of knowledge of the industry and a considerable list of contacts and personal relationships in which to build on and draw from.

Mr. Hancock earned a Juris Doctorate from California School of Law, San Diego and a Bachelors of Business Administration from Southern Methodist University. Jim served in the Armed Forces and was honorably discharged from the U.S. Army in 1972 holding the rank of E-5

James Hancock and Sharon Hancock are husband and wife

William M. Rochfort, Global Payout-President, Director, Executive V.P. Sales and Marketing.

Bill Rochfort began his employment with Global Payout in February of 2010 with the title of Executive Vice President of Sales and Marketing. His responsibilities include: the establishment of a sales and marketing channel for both direct and indirect sales, the building of, and support for, a network of international distributors, master agents, channel partners, and VARS to accelerate the expansion of global sales, and the expansion of web based services and supporting personnel. In August of 2013, Mr. Rochfort also became the President of the company enabling greater involvement in implementation, operations and customer service. Through both positions, Mr. Rochfort manages customer development, customer relationships, business development activities on a daily basis.

Bill Rochfort has over 25 years' experience in leadership roles at national start-ups and global concerns such as: Premiere Global Services, Intermedia Communications, Sprint Corporation, Cbeyond, Realistic Solutions and San Diego Gas and Electric Company. Roles and responsibilities have included building and growing top-end sales and technical support organizations in network services, SaaS applications, outsourced business services, and professional services. As a corporate officer of Intermedia, he presided over 350 direct sales and technical support personnel with responsibilities encompassing monthly sales quota for multidiscipline sales environment that exceeded $200 million in annual revenue.

Bill has an MA in Business Economics from University of California at Santa Barbara.

Sharon Hancock, Control Person Global Payout

Ms. Hancock is an independent Marketing & Sales consultant and has focused her marketing expertise in the non-profit arts community in San Diego. As Director of Marketing for San Diego Dance Theater from 2000-2009, she was a key promoter and manager of its annual production of *Trolley Dances*. In addition, Sharon won national recognition and training in Chicago from American Express Financial Services for San Diego Dance Theater in 2005. Ms. Hancock earned a Bachelor of Arts in Liberal Arts and Sciences degree from San Diego State University in 2009.

Gil Hooper, Global Payout-Director, Control Person: Maxie Mobile-CEO, President, Director

Gil Hooper was elected to the Board of Directors in October 2011 and is a Senior Vice-President for Global Payout. Mr. Hooper, an international payment consultant and marketing professional brings with him an extensive resume including international banking, debit card issuing and prepaid card processing, eWallet systems, cross border remittance and mobile payment applications. He is currently the CEO of Boundless Payment Solutions, Inc. and the Managing Partner of 3G Consulting, both financial systems companies headquartered in San Diego but operating globally. He also is a co-founder and principal partner in a lending organization headquartered in Mexico City called Mi Adelanto and, through the 3G organization, an issuer of debit cards throughout Mexico.

Joseph Sebo, Global Payout-Chief Financial Officer, Director, Secretary,

Joe Sebo has held the positions of Chief Financial Officer and Corporate Secretary of Global Payout since his hiring in 2010. Mr. Sebo also became a Director in 2010. Joe is responsible for the financial reporting and transparency of the company, public company compliance, and oversight of other corporate functions including: investor relations, Sarbanes-Oxley compliance, Controller, and Treasurer. In 2014, Joe commenced the strategic initiative to move the Company toward an up-listing to the OTC bulletin board. This effort has included multiple years of audit oversight and is anticipated to result in a 2015 bulletin board listing for Global Payout.

Mr. Sebo's public company involvement spans over 39 years of experience. His background includes numerous publicly traded companies and multiple licensure as a bonded Securities Agent. His licenses and positions as a registered Representative commencing in 1975 include: Series 7, Series 24, Series 63, Series 65, Certified Financial Planner, and Life & Variable Annuity licenses. He is currently registered with a California based Registered Investment Advisor, while his other licenses are on inactive status. Mr. Sebo has managed client portfolios from all walks and stages of life, business owners from many business types, and corporate clients. Mr. Sebo often consults with estate planning attorneys, accounting and tax specialists, securities attorneys, life insurance agents, retirement planners and investment bankers. Under FINRA restrictions and as Global Payout's Chief Financial Officer, he may not advise or transact for clients in regards to Global Payout, Inc. stock.

Mr. Sebo is a graduate of the U.S. Army N.C.O., Fort Benning, Georgia. As the result of his service to the United States military for reconnaissance in Viet Nam, Mr. Sebo was awarded two Bronze Star Medals for heroic and meritorious achievement.

Brett Morgan – Chief Technology Officer Global Payout,

Mr. Morgan joined Global Payout in 2011 As Global Payout's Chief Technology Officer, Brett is the principal advisor over the IT Department and manages all systems, platforms and the interfaces with vendor service providers. He also advises senior management on the internal management of data, back-up and recovery, and computer and related hardware. Mr. Morgan is a highly experienced IT professional and has an extensive background in executive management, information systems, internet systems, security and disaster recovery.

Mr. Morgan's 26 years of experience in applying computer technology to private and public sector organizations spans both hardware and software development for business applications and internet solutions. Formerly, Brett was the CTO for VirtGame.com managing a team of software designers and developers in developing legally compliant casino and lottery-type games for Global 1000 Gambling Industry companies. Additionally, Brett has held positions at Union Tribune IT/BI Department, Comp-u-lock Corporation, Solutions Consulting Group, CRS, Inc., Alliance Gaming, Symantec Timeline and SBT Accounting Systems.

Mr. Morgan is also the owner and manager of Innersight Solutions, a computer repair and website provider business located in San Diego, California. Prior to joining Global Payout, Brett has worked on projects ranging from N-Tiered Graphical Web Integration Solutions to small Microsoft Office user interface systems, developing simple user interfaces for complex facilities and document management, Web and Desktop enabled accounting systems, Hardware devices and e-Commerce solutions.

Brett has a Bachelors in Physics with a minor in Astronomy from Sonoma State University, Robert Park, California.

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

There is no Legal/Disciplinary Items to report.

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

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Beneficial Owners Common Stock

Name and address Beneficial Owner	*Amount of Beneficial Ownership*	*Percentage of Beneficial Ownership*
James Hancock (1)(2)(3)(4)	40,707,828	15.88%
Sharon Hancock (1)(2)(3)	40,707,828	15.88%
All Directors & Officers as a Group (5 persons)	59,511,266	23.20%

Beneficial Owners Global Payout Series A Convertible Preferred Stock(5)(6)

Name and address Beneficial Owner	*Amount of Beneficial Ownership*	*Percentage of Beneficial Ownership*
James Hancock(1)(2)(3)(4)	23,000,000	57.50%
Sharon Hancock(1)(2)(3)	23,000,000	57.50%
Gil Hooper(1)(2)	5,000,000	12.50%
Joseph Sebo(1)(2)(4)	5,500,000	13.75%
Officers, Directors and Employees as a Group (6 Persons)	40,000,000	100%

(1) Address c/o of the Company.

(2) Director of the Company.

(3) All of James and Sharon Hancock's shares are owned directly by the James & Sharon Hancock Family Trust; James and Sharon Hancock, Trustees, which owns a total of 40,707,828 shares of common stock and 23,000,000 shares of Series A Preferred Stock.

(4) Officer of the Company.

(5) Global Payout Series A Convertible Preferred is privately held; there is no public market.

(6) Global Payout Series A Convertible Preferred votes 10 to 1 over common and is convertible into common stock on a one-for-one basis.

The securities "beneficially owned" by a person are determined in accordance with the definition of "beneficial ownership" set forth in the rules and regulations promulgated under the Securities Exchange Act of 1934. Beneficially owned securities may include securities owned by and for, among others, the spouse and/or minor children of an individual and any other relative who has the same home as such individual. Beneficially owned securities may also include other securities as to which the individual has or shares voting or investment power or which such person has the right to acquire within 60 days pursuant to the conversion of convertible equity, exercise of options, or otherwise. Beneficial ownership may be disclaimed as to certain of the securities.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel
Name: Mr. Eric Littman,
Firm: The Law Offices of Eric P. Littman
Address 1: 7695 S.W. 104th Street Suite 210,
Address 2: Miami, FL 33156
Phone: 305-663-3333
Email: littmanlaw@gmail.com

Accountant or Auditor
Name: Mr. Seth Gorback
Firm: Silberstein, Unger
Address 1: 30600 Telegraph Road, Suite 2175
Address 2: Bingham Farms, MI 48025-4586
Phone: 248-203-0080
Email: SAGorback@SUCPAS.COM

Investor Relations Consultant
Name: ir@globalpayout.com
Firm: Global Payout
Address 1: 1835 Sunset Cliffs Blvd. Ste 202
Address 2: San Diego, CA 92107
Phone: 619-564-7811
Email: ir@globalpayout.com

Finance/Accounting
Name: Ina Masten
Firm: Masten
Solutions
Address 1: 12526 High Bluff Drive, Ste 300 PMB 712
Address 2: San Diego, CA 92130
Phone: 888-279-1235
Email: ina@mastensolutions.com

Name: Russ Boyer
Firm: BizCFO
Address1:
Address 2:
Phone:858-217-4035
Email: br@bizcfo.com

10) Issuer Certification

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).

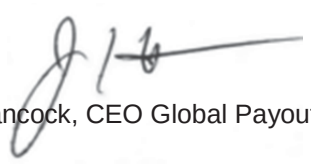
The certifications shall follow the format below:

I, Jim Hancock certify that:

1. I have reviewed this 2015 Third Quarter Disclosure Statement of Global Payout, 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 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, 2015



Jim Hancock, CEO Global Payout

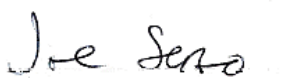
I, Joe Sebo certify that:

1. I have reviewed this 2015 Third Quarter Disclosure Statement of Global Payout, 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.

November 12, 2015



Joe Sebo, CFO Global Payout

Global Payout, Inc.
Balance Sheet
As of September 30, 2015

	Mar 31, 15	Jun 30, 15	Sep 30, 15
ASSETS			
Current Assets			
Checking/Savings			
1610 - TAB 9279	6,509	7,168	11,428
1620-TAB 9459	15	10	47
1630-TAB 1394	12,013	11,705	11,863
1175 · American West - 0851	40,301	2,461	2,666
1180 · North International Bank 1619	71,396	34,678	663
1200 · Alpine Money Market	1,489	1,489	951
1400 · Petty Cash	20	20	20
1500 · Global Funding - Lloyd BPS	93	93	93
1510 · Global Funding - Lloyds Eur	339	339	339
Total Checking/Savings	132,175	57,963	28,069
Accounts Receivable			
I/C Rec - Global Funding Ltd	85,231	85,762	86,925
I/C Rec - Maxie Inc	0	(110)	(60)
2000 · Accounts Receivable	(2,652)	27,348	27,348
Total Accounts Receivable	82,579	113,000	114,212
Other Current Assets			
Deposits & Prepaids			
Prepaid Expenses	0	0	0
Security Deposit	1,000	1,000	1,000
Total Deposits & Prepaids	1,000	1,000	1,000
Total Other Current Assets	1,000	1,000	1,000
Total Current Assets	215,754	171,963	143,282
Fixed Assets			
Capitalized Software Costs			
Help World Wide Loyalty Points	1,200,000	1,200,000	1,200,000
IPay Options	26,008	32,594	40,594
MoneyTrac Technology	26,008	32,594	40,594
Phone App	26,008	32,594	40,594
Pivot	26,008	32,594	40,594
Total Capitalized Software Costs (Development of softwar	1,304,032	1,330,376	1,362,376
3000 · Furniture & Fixtures	790	790	790
3100 · Computer Equipment	7,789	7,789	7,789
3200 · Accumulated Depreciation	(5,310)	(5,673)	(6,035)
Total Fixed Assets	1,307,300	1,333,282	1,364,920
	1,523,055	**1,505,245**	**1,508,201**

TOTAL ASSETS			
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Other Current Liabilities			
Accrued Payables	18,296	150,838	194,338
Card Load Liabiity	58,292	23,490	12,635
Loan Payable Related Party	0	0	
Notes Payable			
Accrued Int - Discount Notes	2,007,923	2,216,881	2,425,839
Accrued Interest Investor Notes	178,337	230,857	250,009
Discount on Convertible Notes	(2,304,800)	(2,394,800)	(2,444,800)
Investor Notes	1,622,972	1,650,472	1,555,000
Total Notes Payable	1,504,432	1,703,410	1,786,048
Total Other Current Liabilities	1,581,019	1,897,738	1,993,021
Total Current Liabilities	1,581,019	1,897,738	1,993,021
Long Term Liabilities			611,649
6000 · Deferred Wages	565,361	587,989	(5,500)
6500 · Deferred Financing Costs	(48,900)	(27,636)	(10,872)
Total Long Term Liabilities	516,461	560,353	595,277
Total Liabilities	2,097,480	2,458,091	2,588,298
Equity			
Capital Stock			
Common Stock Par Value	192,103	206,615	231,433
Paid In Capital - Common Stock	8,166,545	8,562,872	9,317,780
Paid in Capital Preferred Stock	2,722,500	2,722,500	2,722,500
Preferred Stock Par Value	40,000	40,000	40,000
Treasury Stock	(8,936)	(8,936)	(9,396)
Total Capital Stock	11,112,212	11,523,051	12,302,316
Retained Earnings	(11,181,847)	(11,181,847)	(11,181,847)
Net Income	(504,790)	(1,294,060)	(2,200,566)
Total Equity	(574,425)	(952,856)	(1,080,097)
TOTAL LIABILITIES & EQUITY	**1,523,055**	**1,505,235**	**1,508,201**

Global Payout, Inc.
Profit & Loss
As of September 30, 2015

	Jan - Mar 15	Apr - Jun 15	Jul - Sep 15	TOTAL
Ordinary Income/Expense				
Income				
Card Purchase Income	3,484	48,818	36,300	88,602
Card Transaction Income	5,368	0	0	5,368
EWallet Income	9	538	1,809	2,355
Start-up Fees	8,490	0	7,000	15,490
Total Income	17,350	49,356	45,109	111,814
Cost of Goods Sold				
Program Card Purchase Fees	13,194	70,191	8,052	91,437
Program Start Up Fees	8,403	4,650	18,088	31,141
Total COGS	21,597	74,841	26,140	122,578
Gross Profit	(4,247)	(25,486)	18,969	(10,763)
Expense				
Bank Transaction Fees	521	712	802	2,035
Business Insurance	429	422	422	1,272
Capitalized S/W Development (Cons	(1,227,090)	(26,345)	(32,000)	(1,285,435)
Compensation - Stock Based	1,208,800	260,600	404,000	1,873,400
Consulting	53,352	59,225	80,424	193,000
Depreciation Expense	363	363	363	1,088
Dues & Subscriptions	60	302	60	422
Investor Relations	998	1,497	3,998	6,493
IT Consulting	8,120	18,548	13,841	40,509
Licenses & Permits	0	50	0	50
Marketing	10,000	23,320	10,500	43,820
Office Supplies	168	1,763	1,053	2,985
Payroll Expenses	47,250	47,250	47,250	141,750
Postage & Delivery	1,556	1,695	731	3,983
Professional Fees	8,276	32,213	20,676	61,165
Rent	5,041	5,041	5,217	15,298
Taxes			115	115
Testing/Research	(16)	0	0	(16)
Travel & Entertainment	1,385	3,130	3,175	7,690
Utilities	1,566	3,021	2,734	7,322
Total Expense	120,778	432,805	563,362	1,116,946
Net Ordinary Income	(125,025)	(458,291)	(544,393)	(1,127,709)
Other Income/Expense				
Other Income				
Interest Income	7	12	5	24
Total Other Income	7	12	5	24
Other Expense				
Interest Expense	379,772	330,981	362,128	1,072,881
Total Other Expense	379,772	330,981	362,128	1,072,881
Net Other Income	(379,765)	(330,969)	(362,123)	(1,072,857)
Net Income	**(504,790)**	**(789,260)**	**(906,516)**	**(2,200,566)**

GLOBAL PAYOUT, INC.
STATEMENT OF CASH FLOWS
AS OF SEPTEMBER 30, 2015

	1ST QTR 2015	2nd QTR 2015	3rd QTR 2015	TOTAL YEAR
OPERATING ACTIVITIES				
Net Income	(504,790)	(789,260)	(906,516)	(2,200,566)
Adjustments to reconcile Net Income				
to net cash provided by operations:				
I/C Rec - Global Funding Ltd	(54)	(531)	(1,163)	(1,747)
I/C Rec - Maxie Inc	1,000	110	(50)	1,060
2000 · Accounts Receivable	1,810	(30,000)	0	(28,190)
Accrued Payables	(39,270)	132,542	43,500	136,772
Card Load Liabiity	(26,706)	(34,802)	(10,855)	(72,363)
Loan Payable Related Party	(1,600)	0	0	(1,600)
Notes Payable:Accrued Int - Discount Notes	219,750	208,958	208,958	637,666
Notes Payable:Accrued Interest Investor Notes	45,894	52,520	19,152	117,566
Notes Payable:Discount on Convertible Notes	(150,000)	(90,000)	(50,000)	(290,000)
Notes Payable:Investor Notes	172,500	47,500	(115,472)	104,528
Net cash provided by Operating Activities	(281,466)	(502,963)	(812,446)	(1,596,874)
INVESTING ACTIVITIES				
Capitalized Software Costs	(1,227,090)	(26,344)	(31,637)	(1,285,071)
3100 · Computer Equipment	(99)	0	0	(99)
3200 · Accumulated Depreciation	363	363	0	726
Investment In Maxie Mobile	5,398,550	0	0	5,398,550
Net cash provided by Investing Activities	4,171,724	(25,981)	(31,637)	4,114,105
FINANCING ACTIVITIES				
6000 · Deferred Wages	27,751	22,628	23,660	74,039
6100 · Accrued Interest - Shareholder	(3,088)	0	(5,500)	(8,588)
6300 · Loan Payable - Sholder/Officer	0	0	0	0
6500 · Deferred Financing Costs	52,387	21,264	16,764	90,415
Capital Stock:Common Stock Par Value	(54,072)	14,512	24,818	(14,742)
Capital Stock:Paid In Capital - Common Stock	(3,926,437)	396,327	754,908	(2,775,202)
Capital Stock:Paid in Capital Preferred Stock	0	0	0	0
Capital Stock:Preferred Stock Par Value	0	0	0	0
Capital Stock:Treasury Stock	(900)	0	(460)	(1,360)
Net cash provided by Financing Activities	(3,904,359)	454,731	814,190	(2,635,439)
Net cash increase for period	(14,102)	(74,213)	(29,893)	(118,208)
Cash at beginning of period	146,277	132,175	57,963	146,277
Cash at end of period	**132,175**	**57,963**	**28,069**	**28,069**

GLOBAL PAYOUT, INC.
(A DEVELOPMENT STAGE COMPANY)
STATEMENT OF STOCKHOLDERS' DEFICIT
PERIOD FROM DECEMBER 31, 2009 TO SEPTEMBER 30, 2015

	Common Stock		Preferred Stock		Treasury Stock	Additional Paid-in Capital	Deficit accumulated during the development stage	Total
	Shares	Amount	Shares	Amount				
Balance @ December 31, 2009	15,000,000	$ 15,000				$ -	$ (64,310)	$ (49,310)
Balance @ December 31, 2010	62,906,880	$ 62,907				$ 453,065	$ (648,044)	$ (132,072)
Balance @ December 31, 2012	94,031,880	$ 94,032				$ 1,942,240	$ (2,217,905)	$ (181,633)
Balance @ December 31, 2013	118,173,380	$ 118,174	37,500,000	$ 37,500	$ (4,376)	$ 5,953,057	$ (7,127,490)	$ (1,023,135)
Balance @ December 31, 2014	245,842,866	$ 246,175	40,000,000	$ 40,000	$ (8,036)	$ 14,815,482	$ (11,181,847)	$ 3,911,774
Issuance of stock	31,822,000	31,780			(900)	1,389,059		1,419,939
Cancelled Shares	(85,542,233)	(85,852)				(5,315,496)		(5,401,348)
Net loss for the period ended March 31,2015							(504,790)	(504,790)
Balance @ March 31, 2015	192,122,633	$ 192,103	40,000,000	$ 40,000	$ (8,936)	$ 10,889,045	$ (11,686,637)	$ (574,426)
Issuance of stock	42,171,061	14,512				396,327		410,839
Cancelled Shares								-
Net loss for the period ended June 30, 2015							(789,260)	(789,260)
Balance @ June 30, 2015	234,293,694	$ 206,615	40,000,000	$ 40,000	$ (8,936)	$ 11,285,372	$ (12,475,897)	$ (952,846)
Issuance of stock	21,992,753	24,818			(460)	754,908		779,266
Cancelled Shares								
Issuance of common stock - convertible notes								
Net loss for the period ended September 30, 2015							(906,516)	(906,516)
Balance @ September 30, 2015	256,286,447	$ 231,433	40,000,000	$ 40,000	$ (9,396)	$ 12,040,280	$ (13,382,413)	$ (1,080,097)

GLOBAL PAYOUT, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2015

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business

Global Payout, Inc. ("Global Payout" and the "Company") was organized under the laws of the State of California on July 24, 2009 as a corporation and became a public entity on December 9, 2010 as a Florida corporation. On March 14, 2011 the Company merged into its wholly owned subsidiary, Global Payout, Inc., a California Corporation. Global Payout offers payment and acquiring solutions for multi-national companies. The Company's third party processing relationships allows companies and sales organizations an efficient and cost effective method to initiate world-wide payments via an electronic wallet and prepaid debit cards.

Development Stage Company

The accompanying financial statements have been prepared in accordance with generally accepted accounting principles related to development-stage companies. A development-stage company is one in which planned principal operations have not commenced or if its operations have commenced, there has been no significant revenues there from.

Basis of Presentation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America and are presented in US dollars.

Accounting Basis

The Company uses the accrual basis of accounting and accounting principles generally accepted in the United States of America ("GAAP" accounting). The Company has adopted a December 31 fiscal year end.

Cash and Cash Equivalents

Global Payout considers all highly liquid investments with maturities of three months or less to be cash equivalents. At September 30, 2015 the Company had $28,069 in cash.

Fair Value of Financial Instruments

The Company's financial instruments consist of cash and cash equivalents, accounts receivable, prepaid expenses, marketable securities, accounts payable, accrued interest – related party, and loans payable to a related party and shareholder. The carrying amount of these financial instruments approximates fair value due either to length of maturity or interest rates that approximate prevailing market rates unless otherwise disclosed in these financial statements.

Income Taxes

Income taxes are computed using the asset and liability method. Under the asset and liability method, deferred income tax assets and liabilities are determined based on the differences between the financial reporting and tax bases of assets and liabilities and are measured using the currently enacted tax rates and laws.

Convertible Debt

Convertible debt is accounted for under the guidelines established by ASC 470-20 Debt with Conversion and Other Options. ASC 470-20 governs the calculation of an embedded beneficial conversion, which is treated as an additional discount to the instruments where derivative accounting (explained below) does not apply. The amount of the value of bonus stock and beneficial conversion feature may reduce the carrying value of the instrument to zero, but no further. The discounts are accreted over the term of the debt using the straight line method due to the short terms of the notes.

Use of Estimates

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 and disclosure of contingent assets and liabilities at the date the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

GLOBAL PAYOUT, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2015

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Revenue Recognition
The Company recognizes revenue when products are fully delivered or services have been provided and collection is reasonably assured. The Company's revenues are derived from two main sources; i) commissions/fees from third party clearing services; ii) fees and from our MoneyTrac Consolidated Payment Gateway ("CPG") which provides our clients with both an off-the-shelf and/or customized payment options through a worldwide payment solutions platform tied to banks, card associations and payment processors. Typically, the Company records revenue in connection with start-up fees and card sales for both the third party clearing services and CPG typically when the transaction is processed by either the third party servicer or CPG. In addition, the Company receives commissions from third party clearing service relationships based upon a pre-paid card utilization fee schedules. These revenues are recorded when transactions are performed based upon the pre-established fee schedule.

Accounts Receivable
The Company uses the allowance method for determining the collectability of the accounts receivable. The allowance method recognizes bad debt expense following a review of the individual accounts outstanding in light of the surrounding facts. Accounts receivable are reported at their outstanding unpaid principal balances reduced by an allowance for doubtful accounts based on historical bad debts, factors related to specific customers' ability to pay and economic trends. The Company writes off September 30, 2015, no allowance for doubtful accounts has been established.

Stock-Based Compensation
Stock-based compensation is accounted for at fair value in accordance with ASC Topic 718. To date, the Company has not adopted a stock option plan and has not granted any stock options.

Recent Accounting Pronouncements
Global Payout does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the Company's results of operations, financial position or cash flow.

NOTE 1 – LOAN PAYABLE – SHAREHOLDER

A shareholder has provided funds as needed to pay for certain expenses. As of September 30, 2015, $0 is due to the shareholder. The Loan is due on demand, bears 8% interest and is unsecured. Interest expense was $0 for the quarter ended September 30, 2015.

NOTE 2 – CONVERTIBLE NOTES PAYABLE

As of September 30, 2015 the Company has sixty-nine separate convertible notes outstanding totaling $1,555,000 and fifty-eight bearing 15% interest, ten bearing 12%, and one bearing 24% interest and are secured.

As of September 30, 2015 the financials reflect accrued interest expenses on these notes of $101,906 and accrued interest expense of $2,425,839 relating to the amortization of the discount on those convertible notes of $2,444,800 with a remaining discount balance of $18,961.

As of September 30, 2015 twelve notes converted totaling $322,972 and additional interest expense of $57,226 was recognized as a result in change of valuation.

Global Payout, Inc., does not have written consent from the Note Holder's to publish their names.

On January 7, 2013, the Company issued a note receivable in the amount of $25,000. The note is due on January 7, 2014, bears 15% interest and is unsecured.

On January 19, 2013, the Company issued a note receivable in the amount of $10,000. The note is due on January 19, 2014, bears 15% interest and is unsecured.

On September 10, 2013, the Company issued a note receivable in the amount of $57,500. The note is due on September 10, 2014, bears 15% interest and is unsecured.

GLOBAL PAYOUT, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2015

On, October 21, 2013, the Company issued a note receivable in the amount of $10,000. The note is due on, October 21, 2014, bears 15% interest and is unsecured

On, October 21, 2013, the Company issued a note receivable in the amount of $40,000. The note is due on, October 21, 2014, bears 15% interest and is unsecured

On, November 22, 2013, the Company issued a note receivable in the amount of $40,000. The note is due on, November 22, 2014, bears 15% interest and is unsecured

On, November 27, 2013, the Company issued a note receivable in the amount of $10,000. The note is due on, November 27, 2014, bears 15% interest and is unsecured

On, November 27, 2013, the Company issued a note receivable in the amount of $10,000. The note is due on, November 27, 2014, bears 15% interest and is unsecured

On December 15, 2013, the Company issued a note receivable in the amount of $23,000. The note is due on, December 15, 2014, bears 15% interest and is unsecured.

On, December 18, 2013, the Company issued a note receivable in the amount of $20,000. The note is due on, December 18, 2014, bears 15% interest and is unsecured

On, December 19, 2013, the Company issued a note receivable in the amount of $10,000. The note is due on, December 19, 2014, bears 15% interest and is unsecured

On, January 7, 2014, the Company issued a note receivable in the amount of $25,000. The note is due on, January7, 2015, bears 15% interest and is unsecured

On, January 29, 2014, the Company issued a note receivable in the amount of $15,000. The note is due on, January 29, 2015, bears 15% interest and is unsecured

On, January 30, 2014, the Company issued a note receivable in the amount of $40,000. The note is due on, January 30, 2015, bears 15% interest and is unsecured

On, January 30, 2014, the Company issued a note receivable in the amount of $20,000. The note is due on, January 30, 2015, bears 15% interest and is unsecured

On, January 31, 2014, the Company issued a note receivable in the amount of $40,000. The note is due on, January 31, 2015, bears 15% interest and is unsecured

On, February 10, 2014, the Company issued a note receivable in the amount of $10,000. The note is due on, February 10, 2015, bears 15% interest and is unsecured

On, February 10, 2014, the Company issued a note receivable in the amount of $5,000. The note is due on, February 10, 2015, bears 15% interest and is unsecured

On, March 3, 2014, the Company issued a note receivable in the amount of $17,000. The note is due on, March 3, 2015, bears 15% interest and is unsecured

On, February 11, 2014, the Company issued a note receivable in the amount of $5,000. The note is due on, February 11, 2015, bears 15% interest and is unsecured

On, February 14, 2014, the Company issued a note receivable in the amount of $10,000. The note is due on, February 14, 2015, bears 15% interest and is unsecured

On, February 14, 2014, the Company issued a note receivable in the amount of $10,000. The note is due on, February 14, 2015, bears 15% interest and is unsecured

On, February 18, 2014, the Company issued a note receivable in the amount of $10,000. The note is due on, February 18, 2015, bears 15% interest and is unsecured

GLOBAL PAYOUT, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2015

On, February 25, 2014, the Company issued a note receivable in the amount of $40,000. The note is due on, February 25, 2015, bears 15% interest and is unsecured

On, February 28, 2014, the Company issued a note receivable in the amount of $50,000. The note is due on, February 28, 2015, bears 15% interest and is unsecured

On, March 11, 2014, the Company issued a note receivable in the amount of $7,500. The note is due on, March 11, 2015, bears 15% interest and is unsecured

On June 16, 2014, the Company issued a note receivable in the amount of $60,000. The note is due on, June 16, 2015, bears 15% interest and is unsecured

On, July 10, 2014, the Company issued a note receivable in the amount of $6,000. The note is due on, July 14, 2015, bears 15% interest and is unsecured

On, July 14, 2014, the Company issued a note receivable in the amount of $14,000. The note is due on, July 10, 2015, bears 15% interest and is unsecured

On, July 11, 2014, the Company issued a note receivable in the amount of $250,000. The note is due on, July 11, 2015, bears 15% interest and is unsecured

On, July 23, 2014, the Company issued a note receivable in the amount of $25,000. The note is due on, July 23, 2015, bears 15% interest and is unsecured

On, July 30, 2014, the Company issued a note receivable in the amount of $5,000. The note is due on, July 30, 2015, bears 15% interest and is unsecured

On, August 8, 2014, the Company issued a note receivable in the amount of $5,000. The note is due on, August 8, 2015, bears 15% interest and is unsecured

On, September 15, 2014, the Company issued a note receivable in the amount of $15,000. The note is due on, September 15, 2015, bears 15% interest and is unsecured

On, October 6, 2014, the Company issued a note receivable in the amount of $40,000. The note is due on, October 6, 2015, bears 15% interest and is unsecured

On, October 8, 2014, the Company issued a note receivable in the amount of $30,000. The note is due on, October 8, 2015, bears 15% interest and is unsecured

On, October 8, 2014, the Company issued a note receivable in the amount of $10,000. The note is due on, October 8, 2015, bears 15% interest and is unsecured

On, October 17, 2014, the Company issued a note receivable in the amount of $10,000. The note is due on, October 17, 2015, bears 15% interest and is unsecured

On, October 17, 2014, the Company issued a note receivable in the amount of $5,000. The note is due on, October 17, 2015, bears 15% interest and is unsecured

On, November 4, 2014, the Company issued a note receivable in the amount of $20,000. The note is due on, November 4, 2015, bears 15% interest and is unsecured

On, November 14, 2014, the Company issued a note receivable in the amount of $10,000. The note is due on, November14, 2015, bears 15% interest and is unsecured

On, December 4, 2014, the Company issued a note receivable in the amount of $25,000. The note is due on, December 4, 2015, bears 15% interest and is unsecured

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On, December 18 2014, the Company issued a note receivable in the amount of $5,000. The note is due on, December 18, 2015, bears 15% interest and is unsecured

On, December 18, 2014, the Company issued a note receivable in the amount of $20,000. The note is due on, December 18, 2015, bears 15% interest and is unsecured

On, January 16, 2015, the Company issued a note receivable in the amount of $5,000. The note is due on January 16, 2016, bears 15% interest and is unsecured

On, January 26, 2015, the Company issued a note receivable in the amount of $100,000. The note is due on July 26, 2015, bears 24% interest and is unsecured

On, March 3, 2015, the Company issued a note receivable in the amount of $25,000. The note is due on, March 3, 2017, bears 15% interest and is unsecured

On, March 3, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, March 3, 2017, bears 15% interest and is unsecured

On, March 11,, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, March 11, 2017, bears 15% interest and is unsecured

On, March 25, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, March 25, 2017, bears 15% interest and is unsecured

On, March 25, 2015, the Company issued a note receivable in the amount of $25,000. The note is due on, March 25, 2017, bears 15% interest and is unsecured

On, March 26, 2015, the Company issued a note receivable in the amount of $25,000. The note is due on, March 26, 2017 bears 15% interest and is unsecured

On, April 30, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, April 30, 2017 bears 15% interest and is unsecured

On, April 30, 2015, the Company issued a note receivable in the amount of $5,000. The note is due on, April 30, 2017 bears 15% interest and is unsecured

On, May 11, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, May 11, 2017 bears 15% interest and is unsecured

On, May 11, 2015, the Company issued a note receivable in the amount of $5,000. The note is due on, May 11, 2017 bears 15% interest and is unsecured

On, May 14, 2015, the Company issued a note receivable in the amount of $25,000. The note is due on, May 14, 2017 bears 15% interest and is unsecured

On, June 15, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, June 15, 2017 bears 12% interest and is unsecured

On, June 15, 2015, the Company issued a note receivable in the amount of $20,000. The note is due on, June 15, 2017 bears 12% interest and is unsecured

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On, June 15, 2015, the Company issued a note receivable in the amount of $5,000. The note is due on, June 15, 2017 bears 12% interest and is unsecured

On, July 2, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, July, 2016 bears 12% interest and is unsecured

On, July 6, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, July, 2016 bears 12% interest and is unsecured

On, July 10, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, July, 2016 bears 12% interest and is unsecured

On, July 13, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, July, 2016 bears 12% interest and is unsecured

On, July 14, 2015, the Compan issued a note receivable in the amount of $10,000. The note is due on, July, 2016 bears 12% interest and is unsecured

On, September 8, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, September 8, 2016 bears 12% interest and is unsecured

On, September 1, 2015, the Company issued a note receivable in the amount of $20,000. The note is due on, September 1, 2016 bears 12% interest and is unsecured

On, September 3, 2015, the Company issued a note receivable in the amount of $50,000. The note is due on, September 3, 2016 bears 12% interest and is unsecured

On, September 24, 2015, the Company issued a note receivable in the amount of $10,000. The note is due on, September 24, 2016 bears 12% interest and is unsecured

NOTE 3 –DEFERRED FINANCING COST

Costs incurred in connection with financing activities are deferred and amortized over the terms of the related debt agreements, currently ranging up to one year. As of September 30, 2015 $45,417 in interest expense was recognized. Total deferred financing costs, net of accumulated amortization had a remaining balance of $20,208.

NOTE 4 –STOCK ISSUED FOR SERVICES

Global Payout, Inc., does not have written consent to publish the names of vendors, consultants. Officers and employees of Global Payout, Inc., who have received common or preferred stock for services. All common stock issued is Restricted, and as such the certificates contain a legend setting forth the restrictions on transferability and sale.

Restricted common stock issuances for services:

Issued 2011:

January – 0	April - 0	July – 0
February - 0	May – 900,000 shares	August – 2,000,000 shares
March – 50,000 shares	June – 1,000,000 shares	September – 0
October – 1,000,000 shares	November– 1,000,000 shares	December – 0

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Issued 2012:

January - 0	April – 300,000 shares	July - 0
February - 0	May – 980,000 shares	August – 0
March – 0	June – 120,000 shares	September – 0
October – 0	November – 0	December – 500,000 shares

Issued 2013:

January - 0	April – 4,100,000 shares	July – 2,200,000
February - 0	May – 0	August – 2,050,000
March - 0	June – 1,050,000 shares	September - 0
October – 0	November – 0	December – 250,000 shares

Issued 2014:

January – 2,100,000	February – 3,655,000	March – 2,931,661
April – 5,154,000	May – 2,931,661	June – 0
July – 9,432,313	August – 1,377,800	September – 84,623,483
October – 550,000	November – 639,315	December – 4,449,115

Issued 2015:

January – 11,622,960	February – 0	March –(63,054,733)
April – 22,600,000	May – 12,049,161	June– 7,521,900
July – 100,000	Aug -	Sept- 10,000,000

Preferred stock issuances for services:

Issued 2013:

January - 0	April – 0	July – (37,500,000)
February – 37,500,000	May – 0	August – 40,000,000
March - 0	June – 0	September - 0
October – 0	November – 0	December – 0

NOTE 5 – COMMON STOCK

The Company has 400,000,000 shares no par value common stock authorized.

During the quarter ended September 30, 2015, the Company issued 21,992,753 shares of restricted common stock. As of September 30, 2015 there were 256,286,447 shares of common stock issued and outstanding.

NOTE 6 – PREFERRED STOCK

On September 14, 2012, the Company filed an amendment to their articles of incorporation authorizing 40,000,000 shares of $0.001 par value preferred stock. In addition, all preferred stock was designated as Series a Preferred Stock ("Series"). The only right and preference of the Series A is the holder is provided with 10 votes for each Series A share held.

During the quarter ended September 30, 2014, the Company issued 40,000,000 shares of preferred stock.

NOTE 7 – TREASURY STOCK

As of September 30, 2015, the Company has 265,000 shares of the Company's common stock at a cost of $9,396.

NOTE 8 – INCOME TAXES

As of September 30, 2015, the Company had net operating loss carry forwards of approximately $3,500,000 that may be available to reduce future years' taxable income through 2031. Future tax benefits which may arise as a result of these losses have not been recognized in these financial statements, as their realization is determined not likely to occur and accordingly, the Company has recorded a valuation allowance for the deferred tax asset relating to these tax loss carry-forwards.

Due to the change in ownership provisions of the Tax Reform Act of 1986, net operating loss carry forwards for Federal income tax reporting purposes are potentially subject to annual limitations. Should a change in ownership occur net operating loss carry forwards may be limited as to use in future years'.

NOTE 9 – COMMITMENTS AND CONTINGENCIES

The Company originally signed a lease for its office space in July 2009. The lease was initially for a term of one year with monthly rent of $1,485. The lease required a $1,000 security deposit. Subsequent to December 31, 2012, on July 1, 2013, the lease was extended for an additional three years through June 30, 2016 with the monthly rates ranging from $1,623 to $1,739.

NOTE 10 – SUBSEQUENT EVENTS

Management has evaluated subsequent events through November 13, 2015, the date these financial statements were issued, and has determined it does not have any material subsequent events to disclose.