ISSUER INFORMATION DISCLOSURE
FOR THE QUARTER ENDED
September 30, 2016

World Poker Fund Holdings, Inc.

(a Delaware Corporation)

TRADING SYMBOL: WPFH
CUSIP NUMBER: 98160D 101

ISSUER'S EQUITY SECURITIES:

Voting Common Stock, $0.0001 par value, 250,000,000 Shares authorized

Issued and Outstanding Common Shares at September 30, 2016: 42,251,159

Preferred Stock, $0.0001 par value, 5,000,000 Shares authorized

Issued and Outstanding Preferred Shares at September 30, 2016: 1,000,000
(Series A Convertible Preferred Shares)

TRANSFER AGENT:

Continental Stock Transfer & Trust
17 Battery Place, New York, NY 10004
Telephone 212-845-3299

World Poker Fund Holdings, Inc.

(for quarter ended September 30, 2016)

Information required for compliance with the provisions of the OTC Markets Guidelines for Providing Adequate Current Information

PART A
GENERAL COMPANY INFORMATION

Item I: **The exact name of the Issuer and its predecessor (if any) and the dates of any name changes.**

Name of Issuer: World Poker Fund Holdings, Inc.

Predecessor Entities:

Crown City Pictures, Inc. (until November 21, 2014)
American Post Tension, Inc. (until June 30, 2011)
Magic Communications, Inc. (until September 24, 2007)

Item II: **The address of its principal executive offices.**

601 South Figueroa Street
Suite 4050
Los Angeles, CA 90017

i. Telephone Number: (213) 330-4234
Fax Number: (213) 402-6980

ii. Website URL: www.worldpokerfund.com

iii. Person responsible for Issuer's investor relations:

Eddie Kwong
601 South Figueroa Street
Suite 4050
Los Angeles, CA 90017
Telephone: (626) 466.9734
E-mail: investors@worldpokerfund.com

Item III: **The state and date of incorporation, if it is a corporation.**

World Poker Fund Holdings, Inc. is a Delaware Corporation, which was originally formed as a New York corporation under the name Magic Communications Group, Inc. on January 16, 1997 and was then reincorporated in Delaware in November 2002. On September 24, 2007, the corporate name was changed to American Post Tension, Inc. as the result of an acquisition. On June 30, 2011, the Company

acquired Crown City Pictures, Inc., a Florida corporation and changed its corporate name to Crown City Pictures, Inc. on that date as part of the acquisition. Effective November 21, 2014, the Company amended its Certificate of Incorporation to change its corporate name to World Poker Fund Holdings, Inc., as part of the acquisition of World Poker Fund, Inc., which closed in May, 2015. The Company has never been a shell company.

Item IV: The exact title and class of securities outstanding.

Common Stock, par value $0.0001:

As of September 30, 2016, there were 42,251,159 common shares issued and outstanding. As of November 15, 2016, the date of this report, there were 42,501,159 common shares issued and outstanding. Based on the closing market price for the common shares on September 30, 2016, the market capitalization of the Company on that date was $29,153,299, without regard to the outstanding preferred stock.

Preferred Stock, par value $0.0001:

5 million preferred shares authorized, 1,000,000 Series A Convertible Preferred Stock issued and outstanding at December 31, 2015 and September 30, 2016, respectively.

The Series A Convertible Preferred Stock carries voting power equal to 51 percent of all classes of stock entitled to vote on any manner, and is convertible at the election of the holder into 51 percent of the resulting common stock thereafter issued and outstanding.

Item V: Par or stated value and description of the security.

Common Stock, Par Value $0.0001
Preferred Stock, Par Value $0.0001

Item VI: Number of shares or total amount of the securities outstanding for each class or securities authorized.

Common stock:

(i)	Period end date:	September 30, 2016
(ii)	Number of common shares authorized	250,000,000
(iii)	Number of shares outstanding:	42,251,159
(iv)	Freely tradable shares (public float):	3,762,307
(v)	Total number of restricted shares:	38,488,852
(vi)	Total number of shareholders of record:	266

Preferred stock:

(i)	Period end date:	September 30, 2016
(ii)	Number of preferred shares authorized	5,000,000
(iii)	Number of preferred shares outstanding:	1,000,000
(iv)	Freely tradable shares (public float):	NA
(v)	Total number of shareholders of record:	1

Item VII: The name and address of the transfer agent, if the security is not listed on any exchange, the transfer agent must be registered under the Exchange Act.

Continental Stock Transfer & Trust
17 Battery Place
New York, NY 10004

This transfer agent is registered under the Exchange Act. The regulatory authority of this transfer agent is the Securities and Exchange Commission.

Item VIII: The nature of the Issuer's business.

A. Business Development

1. The form of the organization of the Issuer:

World Poker Fund Holdings, Inc. is a Delaware corporation. It currently has three operating subsidiaries, World Poker Fund, Inc., a Nevada corporation, WPF Interactive, Inc., a Nevada corporation, and RealDeck Incorporated, a Nevada corporation.

2. The year the Issuer (or any predecessor) was organized:

World Poker Fund Holdings, Inc. is a Delaware Corporation, which was originally formed as a New York corporation under the name Magic Communications Group, Inc. on January 16, 1997 and was then reincorporated in Delaware in November 2002. On September 24, 2007, the corporate name was changed to American Post Tension, Inc. as the result of an acquisition. On June 30, 2011, the Company acquired Crown City Pictures, Inc., a Florida corporation and changed its corporate name to Crown City Pictures, Inc. on that date as part of the acquisition. On November 21, 2014, the Company amended its Certificate of Incorporation to change its corporate name to World Poker Fund Holdings, Inc.

3. The Issuer's fiscal year end date:

The Issuer's fiscal year end date is December 31.

4. Whether the Issuer (and/or any predecessor) has been in bankruptcy, receivership or any similar proceeding:

Neither the Issuer nor any predecessor has been in bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business:

On December 3, 2015, the Company entered into a Stock Purchase Agreement with RealDeck Incorporated ("RealDeck"), a Nevada Corporation, to acquire all of the issued and outstanding common and preferred stock of RealDeck. The acquisition was closed on June 28, 2016, and RealDeck became a wholly-owned subsidiary of the Company. The consideration for the transfer of the RealDeck shares was (a) 10,000,000 shares of common stock of WPFH, and (b) a convertible promisory note in the amount of $465,376. The number of shares issued to the RealDeck shareholders at Closing are subject to increase (but not decrease), if, on the one-year anniversary date of the Closing, the value of the WPFH Shares, based on the aggregate closing market price for the WPFH Shares on the OTC Pink Markets (or any successor applicable stock trading market) at that time, is less than $18,000,000.

On April 14, 2016, the Company signed an acquisition agreement to acquire 49% of the Gaming Assets of Universal Entertainment Group, LLC ("UEG") for $10,000,001. UEG is the developer and owner of the software and intellectual property designed to host and maintain an on-line poker site to be utilized by the The Iowa Tribe of Oklahoma under its new, first-in-the nation, .gov hosted poker site. UEG has an agreement in place with The Iowa Tribe to launch an online poker site, to maintan the site, and to develop new games and applications, in exchange for 49% of the total revenue generated from the site. The online poker site plans to offer gaming on airline flights, cruises, and to international players where online gambling is legal. In June 2016, the Company had paid $55,000 to UEG and also received a new $15M term sheet for the acquisition; however, although closing of the transaction was extended until July 21, 2016, the Company opted not to move forward with the funding to close. As provided in the Agreement, the Company has authorized the issuance of up to 250,000 common shares as a termination fee, net of the $55,000 advance previously made to UEG.

6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the Issuer to make payments:

None

7. Any change of control:

None during the quarter ended September 30, 2016.

8. Any increase of 10% or more of the same class of outstanding equity securities:

A total of 10,000,000 shares of common stock were issued on June 28, 2016 to the shareholders of RealDeck Incorproated in connection with the acquisition of RealDeck as a wholly-owned subsidiary. The common shares issued represent approximately 24.4 percent of the resulting outstanding common shares of the Company. Maurice Mills, the sole officer and director of ReqlDeck, remained with the Company after the acquisition as a consultant, and continued as the principal officer and director of RealDeeck. Mr. Mills received 6,800,000 shares of the Company common stock in the acquisition, representing 16.6 percent of the total outstanding common stock.

9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:

On January 6, 2015, the Company completed a 1 for 150 reverse split, reducing the number of shares of common stock outstanding to 1,007,135 common shares. In March 2015, the Company completed the acquisition of World Poker Fund, Inc. as a result of which an additional 28,925,800 common shares were issued to the former shareholders of World Poker Fund, Inc. As of December 31, 2015, there were 31,302,743 common shares issued and outstanding as a result of the acquisition, the rounding up of frational shares to the next higher whole number and later conversions of outstanding convertible notes into common stock.

The exchange transaction was recorded on the Company books at an acquisition value of $3,000,000 based on management's best estimate of the transaction value. At the time of the closing of the transaction, the market price of the last trade of the Company's common stock was at $0.60 per share, which would indicate a transaction value of more than $17 million. No independent valuation has been requested or prepared for the acquisition value of $3,000,000 and there is a risk that the actual value could be far less, or have no value at all. Management has re-evaluated the acquisition value as of December 31, 2015, and has determined that the reported carrying value of the acquisition did not need to be reduced or written off at the end of the fiscal year.

10. Any delisting of the Issuer's securities by any securities exchange or deletion from the OTC Bulletin Board:

The company previously was a fully reporting company under Section 12(g) of the Securities Exchange Act of 1934. In March 2013, the Company filed a Form 15 terminating its reporting obligations. As a result, the Company was delisted from the OTC Bulletin Board. The common shares continue to trade on the OTC Pink Markets under the symbol WPFH.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have a material effect on the Issuer's business, financial condition, or

operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

None pending or threatened during the period ended September 30, 2016 or to the date of this report.

B. Business of Issuer

We are comprised of five divisions: Sponsorship Tournaments; Media Entertainment; Online Poker and Social Gaming; Charity and Public Awareness Events; and Casino Development and Services.

SPONSORSHIP TOURNAMENTS S

Sponsorship tournaments will be held to discover and develop poker careers for up-and-coming poker players. Every contestant has the opportunity to earn a spot as a sponsored WPF sponsored player. A series of non-cash multi-table tournaments (MTT) will be held to determine the best poker players. Top ranked members will be awarded with player staking contracts, and an opportunity to become a WPFH brand ambassador. These tournaments will be hosted through our non-cash gaming platforms and also featured on our *America Loves Poker* production. We anticipate in commencing these tournaments in the fourth quarter of 2016.

POKER ENTERTAINMENT

We are currently in production of various reality TV series including a 3D Virtual Realty poker show. Each production will showcase our technologies and promote our social gaming/online poker platforms on all of our shows. Our brand ambassadors and cebebrity influencers will use their social media following to promote our productions.

ONLINE POKER & SOCIAL GAMING

WPF Interactive, Inc, a Nevada corporation and wholly-owned subsidiary of World Poker Fund Holdings, Inc., will operate and license all of WPFH's international and domestic interactive gaming platforms.

SOCIAL GAMING

We have developed a tournament-based gaming platform with the assistance and advice of FlowPlay, Incorporated, an unrelated gaming platform development company, and have launched CelebrityWorld.com as beta in May, 2016. CelebrityWorld.com has generated gross revenues of approximatly $45,000 as of September 30, 2016, during the start-up phase, and is expected to begin generating more substantial revenues as our celebrity ambassadors, provided through the Company, begin to participate in the program.

CelebrityWorld.com

Celebrity World is a new paradigm in the social casino business sector. The $3.4 Billion social casino market has been growing rapidly and is expected to exceed $4.4 Billion by 2017.

Many of the social casinos offer players the ability to play casino games and the "Social" aspect of the casino is that they can invite their friends to play. Celebrity World is a social casino that is also a MMORPG (Massively multiplayer online role-playing game). The advantage of this differentiator is that the players are in a virtual world together where they can play games, mingle, meet new people, and party together. Instead of playing a favorite slot machine alone, a participant can see and chat with others players while playing, so a player is never playing alone.

Flowplay, our CelebrityWorld.com partner, has developed a social casino MMORPG and has proven that the business model consistently monetizes at a rate of over double the RPDAU (revenue per daily average user) of some of the largest social casinos in the world.

We have contracted with several Celebrities who will promote this platform to their social media followers. Celebrities will be able to connect with their fan base and provide a place where they can hang out, party and have a real interactive experience in the virtual realty world of Celebrity World.

WPF Interactive, Inc is also in final development stage of its online (non-cash) Poker Platform which will be used to host Sponsorship tournaments. We plan to feature the RealDeck live dealer technology within this platform.

Celebrity Poker

We are currently in development of a Celebrity Poker show. Individuals will be able to compete 24/7 worldwide and win prizes and get the chance to play with World Poker Fund Celebrities.

America Loves Poker

The premise of World Poker Fund's show production *America Loves Poker* will be promoting this Social Poker Tournament. Players around the world will be able to use this platform to compete to become a Poker Professional. We will film this competition, and involve our Celebrities in the finals. Winners will receive a Player's Contract, which will consist of a 3-year staking contract arranged through World Poker Fund

CHARITY & PUBLIC AWARENESS EVENTS

We will be hosting and sponsoring various Charity Poker and Public Awareness events. We are currently in discussions with several organizations to collaborate on Charity Poker Events.

CASINO DEVELOPMENT & SERVICES

We are seeking opportunities with American Indian Tribes to establish and develop Class III gaming operations for them. Part of our business model will include assisting Native American tribes secure financing to petition for federal recognition and repurchasing land into federal trust.

INDIAN GAMING REGULATORY ACT OF 1988

As codified by the Indian Gaming Regulatory Act of 1988 (IGRA), states have limited ability to forbid gaming in areas that have tribal sovereignty. IGRA breaks gaming into three separate classes: Class I gaming is social and ceremonial gaming of the tribal members; Class II gaming includes bingo and house-banked card games; and Class III gaming is all other types of gaming. Indian tribes are allowed to engage in Class I gaming without exclusions or conditions. Class III gaming can only be conducted under a legal compact between a tribe and the state wherein the Indian lands on which the gaming is conducted lie. Tribes may operate Class II gaming on their Indian lands under self-licensing and regulation, and without a governing tribal-state compact, when such gaming is permitted to anyone else within the state in accordance with state laws. It is our position that an online poker site on sovereign land is authorized Class II gaming under IGRA.

GAMING ASSETS & JOINT VENTURES

We will, on a continuous basis, procure and evaluate asset acquisitions, business combinations, and strategic partnerships which will increase our brand recognition and earnings.

REALDECK

RealDeck is a gaming technology company with exclusive intellectual property rights and internet marketing expertise. RealDeck has been in the online poker game development space since 2006 and currently holds two issued patents that will bring a new level of integrity and transparency to the online poker industry. We closed this acquisition during the quarter ended June 30, 2016.

The patented RealDeck poker platform provides poker players the ability to play real poker on their computer or internet enabled device with a live dealer and real cards, which creates a transparent and interactive poker experience emulating the real-card hand outcomes and the overall live-dealer experience playing live at a casino. The RealDeck system can host poker games bringing together players from anywhere in the world. A planned future release of the RealDeck software will include peer-to-peer (P2P) audio and video, features, which are also included in our patent filing. This component will allow players to host their Home Games with a live dealer, from our site with the ability to see and talk to their friends while they play in a secure and private setting.

RealDeck is one of the first complete poker systems ever to be patented. Online poker has been delivered in the same format since the inception of the industry on January 1, 1998. Since then, players have been anticipating the introduction of a "game changing" technology to the standard online poker platform such as the RealDeck technology provides. .

WPF POKER PLATFORM

We have acquired a proprietary gaming engine from the Interactive Gaming Development Group of Bulgaria. This platform will accommodate Texas Hold'em, Omaha, Omaha High, Omaha Low, 7 Card Stud, 5 Card Stud, Roulette, and Blackjack gaming. The platform is the backbone of America Loves Poker and CelebrityPokerWorld.com.

CELEBRITY-THEMED SLOT MACHINES

We have entered into a joint venture agreement with Native Games America, LLC, the developers of Mega Fame, to develop, design, and distribute celebrity-themed slot machines to online and brick-and-mortar Casinos worldwide. Native Games currently has slot machine distribution in 15 casinos, including Pechanga, Saboba, The Spa, Morango, Fantasy Springs, Isle of Capri, Hard Rock Casino, and several cruise lines. Native Games is in the process of distributing their games to over 50 casinos by 2018. Mega Fame, the social gaming subsidiary of Native Games, has over 1 million subscribers and is in the process of being the white label platform for several tribal casino's "play-for-comp" social gaming platform. This will enable our slot games to be distributed on several social gaming platforms. Along with being an additional revenue stream for the Company, these slot machines will also cross-promote other WPF Interactive social gaming platforms.

RECRUITER.COM

We have teamed up with Recruiter.com in a joint venture to provide recruiting related services for the gaming vertical. Recruiter.com Gaming group will focus on permanent placement and consulting jobs specific to the gaming space. The goal is to bring in casinos from all over the country, as well as leverage the star power that World Poker Fund Holdings has established to drive visibility both in terms of employers and applicants. WPFH is aligned with celebrities that have over 30 million followers which could be leveraged to promote the partnership.

VIRTUAL REALITY

We have entered into a joint venture agreement with Global 3DVR Steaming Corporation. We plan to distribute VR gaming and entertainment content, enabling our players and viewership a VR experience.

REVENUE STREAMS

SPONSORSHIP TOURNAMENTS

Sponsorship Tournaments will raise funds through (i) staking and (ii) advertising. We are planning to use our online free-play platform and shows to promote tournaments which will lead to staking contracts.

POKER ENTERTAINMENT & INTERACTIVE GAMING

We expect that the VR programming and poker shows we produce will generate revenues from Advertising, sponsorships, merchandizing, and media distribution.

ONLINE POKER & SOCIAL GAMING

We anticipate the bulk of the poker and social gaming platforms to generate revenues by consulting/management/royalty fees, virtual chips, memberships, and advertising.

CelebrityWorld.com

Celebrity World's Revenue will be generated by the Sale of VIP and VIP-Elite Memberships ($6-20 per month) and from the sale of Virtual Goods. We will also receive revenues from sponsors and advertisments.

The Major Industry Metrics for social gaming is the ARPDAU (Average Revenue Per Daily Average User) which is measured in cents per day per user. Our partner in CelebrityWorld.com, Flowplay, Inc., currently monetizes its own on-line gaming platform at a rate over double of most major casinos and online brands and we expect similar results, since the Company is similar to FlowPlay's model, with a celebrity element.

The Super Data Industry Report for January, 2016, reported the following results:

COMPANY	TITLE	ARPDAU	MONTHLY REVENUE
FlowPlay	Vegas World	$ 0.45	$ 1,173,435
IGT	DoubleDown Casino	$ 0.26	$ 14,067,097
Playtika/Caesars	House of Fun	$ 0.29	$ 4,860,081
Zynga	Texas Hold'em Poker	$ 0.07	$ 5,365,653

The Company believes that its operating results should be at least as good as FlowPlay, once the site is fully operational, since CelebrityWorld.com is based on the Flowplay model. There can be no assurance, however, that the operating results of the Company site will reach any of the reported results of any other similar site.

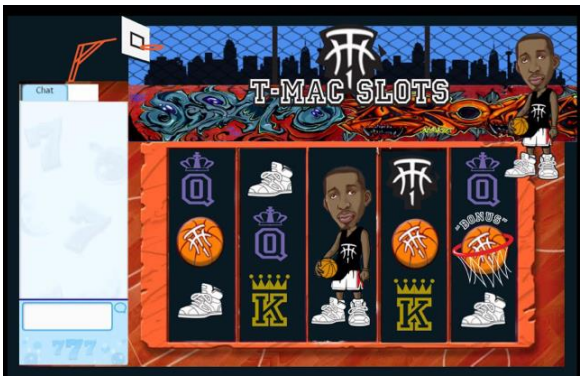
SLOT GAMES – SOCIAL & BRICK-AND-MORTAR

Through our Joint Venture with Native Games, LLC, we are expecting to generate revenues from our social slot machines during Q4 of 2016, and brick-and-mortar in 2017. Although subscriberships will vary depending on the type of social media engagement of each celebrity has, our projections are based on the assumptions below.

SOCIAL SLOT REVENUE SHARE PROJECTIONS PER CELEBRITY

(Celebrity per 100,000,000 Followers)

SCENARIO 1	**SCENARIO 2**	
100,000,000	*100,000,000*	*social media followers*
5%	*15%*	*subscriber conversion*
5,000,000	*15,000,000*	*social slot subscribers*
10%	*25%*	*player conversion*
500,000	*3,750,000*	*players*
$ 50	*50*	*avg. annual gaming revenue per player*
$25,000,000	*$187,551,000*	
30%	*30%*	*(itunes, android, facebook)*
$ (7,500,000)	*$ (59,265,300)*	
$ 17,500,000	*$128,285,700*	
30%	*30%*	*percentage payout***
$ (5,250,000)	*$(38,785,710)*	*annual revenue to Endorser*
$12,250,000	*$ 89,499,990*	*JV income*
50%	*50%*	
$ 6,125,000	*$ 44,749,995*	*Company income*



Tracy McGrady Slots



Jamie Gold Video Poker – In Production

CASINO SLOT REVENUE SHARE PROJECTIONS PER CELEBRITY

SCENARIO 1	SCENARIO 2	
$ 250	*$ 1,000*	*daily average revenue*
25	*25*	*machines**
$ 6,250	*25,000*	*gross daily revenue*
365	*365*	*days*
2,281,250	*9,125,000*	*gross annual revenue*
20%	*20%*	
$ 456,250	*1,825,000*	*JV annual gross revenue*
30%	*30%*	*Endorser percentage payout***
$ (136,875)	*$ (547,500)*	
$ 319,375	*$ 1,277,500*	*JV income*
50%	*50%*	
$ 159,688	*$ 638,750*	*Company income*

* *the amoung of machines we will distribute for each celebrity will vary*
** *Endorser perentage payout will be determined on a case-by-case basis*



Brick-and-Mortar Slot Machines – Distributed Through Our JV Partner Native Games, LLC

CHARITY & AWARENESS EVENTS

We will be charging for our services to coordinate poker charity and fundraise events. Our clients will mainly be 501(c)3 nonprofit organizations.

CASINO DEVELOPMENT & SERVICES

Depending on the arrangement agreed upon with the Indian tribes, revenue streams will be generated by royalties, consulting, and management fees.

MERCHANDISING

We plan to enter into licensing/royalty agreements with some or all of our celebrity beneficial owners on various merchandising and promotional properties related directly or indirectly to our projects, gaming platforms, shows and tournaments. Our objective would be to primarily convert their social media followers into our consumers.

1. The Issuer's primary and secondary SIC Codes:

Primary – 7900
Secondary – 7999, 7997

2. Whether the Issuer has never conducted operations, is in the development stage, or is currently conducting operations:

The Company conducted operations through its subsidiary, StarPoint USA, Inc. through December 31, 2014. On closing of the acquisition of World Poker Fund, Inc., the Company has returned to the entertainment business. Prior to June 22, 2013 when StarPoint USA was acquired, the Company also operated in the entertainment markets through two operating subsidiaries, The Uprising Entertainment and United Front Entertainment, and bfore thayt operated as a post-tension contractor, as previously reported on our SEC annual and quarterly reports on Forms 10-K and 10-Q. The Company has always had operations and has never been a shell company.

3. Whether the Issuer is or has at any time been a "shell company":

The Issuer has never been a shell company. The Issuer filed a Form 15 terminating its reporting obligations in March 2013. It was not then a shell corporation and did not report its status as a shell corporation on its last periodic filing before filing the Form 15. It is not now a shell company and has continuously maintained operations through its operating subsidiaries from its date of formation.

4. The names of any parent, subsidiary, or affiliate of the Issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement:

Control of the Company is through ownership of the Series A Convertible Preferred stock, which carries total voting power equal to 51 percent of the total vote of all classes of stock entitled to vote on any matter. The preferred shares were sold to Lookhu, Inc. in May, 2015 and subsequently assigned to World Casinos & Resorts, Inc in January 2016 and the latter is the control person of the Company. The Company currently holds three subsidiaries, World Poker Fund, Inc, RealDeck Incorporated, and WPF Interactive, Inc. WPF Interactive, Inc will hold all the interactive gaming assets.

5. The effect of existing or probable governmental regulations on the business:

The gambling industry is highly regulated and the Company's operations may be subject to such regulations. The Company currently does not provide or operate any games of chance or other activities requiring regulation or licensing under any gaming laws in effect in the United States.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities and the extent to which the cost of such activities are borne directly by customers:

None

7. Costs and effects of compliance with environmental laws (federal, state and local):

Not applicable

8. The number of total employees and number of full-time employees:

The Company now employs eleven consultants through its wholly-owned subsidiaries, World Poker Fund, Inc., WPF Interactive, Inc. and RealDeck Incorporated.

Item IX: <u>The nature of products or services offered.</u>

A. Principal products or services and their markets:

The Company is now engaged in the entertainment programming, poker tournaments, and casino development and consulting markets.

B. Distribution methods of the products or services:

Through on-line and digital media platforms.

C. Status of any publicly announced new product or service:

CelebrityWorld.com began operations in May 2016 and has generated a total of approximately $45,000 in gross revenues through September 30, 2016. These revenues were applied to start-up expenses of our partner, FlowPlay, Inc.

D. Competitive business conditions, the Issuer's competitive position in the industry and methods of competition:

In the new business of sponsored poker tournaments, on-line poker and casino development and entertainment programing related markets, it is not believed there are any companies engaged in a similar business model at this time.

E. Sources and availability of raw materials and the names of principal suppliers:

Not applicable

F. Dependence on one or a few major customers:

None

G. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration:

We have signed a definitive agreement to acquire the show and tournament rights for the International Poker League ("IPL"), which include 20 episodes of successful tournaments which will be available initially on Lookhu.com's World Poker Channel. This acquisition has not yet closed and the Company is re-evaluating the acquisition.

We have entered into a revenue sharing agreement with Lookhu on Lookhu.com's World Poker Channel. We will receive 50% of all revenues generated from this channel.

In December 2014, we entered into an agreement to acquire RealDeck, Inc. RealDeck is a gaming technology company with exclusive intellectual property rights and internet marketing expertise. RealDeck has been in the online poker game development space since 2006 and currently holds two issued patents that will bring a new level of integrity and transparency to the online poker industry. We closed this acquisition during the quarter ended June 30, 2016.

The patented RealDeck poker platform provides poker players the ability to play real poker on their computer or internet enabled device with a live dealer and real cards, which creates

a transparent and interactive poker experience emulating the real-card hand outcomes and the overall live-dealer experience playing live at a casino. The RealDeck system can host poker games bringing together players from anywhere in the world. A planned future release of the RealDeck software will include peer-to-peer (P2P) audio and video, features, which are also included in our patent filing. This component will allow players to host their Home Games with a live dealer, from our site with the ability to see and talk to their friends while they play in a secure and private setting.

RealDeck is one of the first complete poker systems ever to be patented. Online poker has been delivered in the same format since the inception of the industry on January 1, 1998. Since then, players have been anticipating the introduction of a "game changing" technology to the standard online poker platform such as the RealDeck technology provides.

In February 2016, we entered into an agreement with Flowplay, Inc to develop CelebrityWorld.com. Flowplay offers a variety of online asynchronous and synchronous video games to the public via the Internet and mobile devices. The agreement will expire on the third anniversary of the Launch Date (the "Initial term"). The term will thereafter automatically renew for one (1) year (is and subject to earlier termination

In February 2016, the Company signed World Series of Poker Champion Jamie Gold as an Advisor and Brand Ambassador to WPFH. Under the agreement, Gold will be receiving a monthly payment along with a Warrant to purchase stock of the Company.

In April 2016, the Company signed a 5-year deal with DeAndre Cortez Way (a/k/a/ Souja Boy, to provide services to WPFH as an advisor and brand ambassador. As compensation for the services to be performed, Way was issued a warrant to purchase shares of the common stock of WPFH for a period of five years from the date of issue at an execise price equal to the closing market price of the common stock on the OTC Pink market on the day of issuance. The warrant may be exercised, in whole or in part, on notice by the holder, at any time after the portion of the warrant to be exercised has vested. The warrant shares vest in increments based on the average closing price of the sdtock on the OTC market.

We have signed (and will continue to sign) affiliate agreements with celebrities and individuals with high social media followings to promote CelebrityWorld.com. These celebrities will have a revenue share generated from their promotions.

As of this filing, CelebrityWorld.com has officially launched, and revenues have commenced.

H. The need for any government approval of principal products or services and the status of any requested government approvals:

None.

Item X: **The nature and extent of the Issuer's facilities.**

The assets:

The Company and its subsidiaries now operate primarily as service providers, so assets are minimal, other than cash and receivables and intangibles.

Properties or facilities:

The Issuer has no owned properties or facilities. The Company now operates from leased office space in Los Angeles, CA, and through its joint venture partners in Las Vegas, NV and New York, NY.

Location of principal plants and other property of the Issuer:

Los Angeles, CA

Description of the condition of the property(ies):

Not applicable

If the issuer does not have complete ownership or control of the property, (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership:

The Company now operates from leased office space in Los Angeles, CA. The landlord is an unrelated commercial company.

Item XI **The name of the Chief Executive Officer. Members of the Board of Directors, as well as control persons.**

A. Officers, Directors and Control Persons. Include the following for each such person:

Brice Miller is the Issuer's sole officer and director currently.

Director, Board Chairman, and Chief Executive Officer

1. *Full Name:* Brice Miller

2. *Business Address:*

601 South Figueroa Street
Suite 4050
Los Angeles, CA 90017

3. Employment History (include previous employers for the past 5 years, positions held, responsibilities and employment dates):

BRICE MILLER, holds a Bachelor's of Science degree from Full Sail University in film and video production. He completed this degree in 2007. He is the principal of Brice Miller Videos, Inc. based in Los Angeles.

4. Board memberships and other affiliations:

Not applicable

5. Compensation by the Issuer:

None until cash flow from operations increases.

6. Number and class of the Issuer's securities beneficially owned:

.

Mr. Miller holds 1,000,000 shares of the Company, post-acquisition, representing less than 5 percent of the outstanding common shares as of the date of this report.

Chief Technology Officer

1. Full Name: Maurice Mills

2. Business Address:

601 South Figueroa Street
Suite 4050
Los Angeles, CA 90017

3. Employment History (include previous employers for the past 5 years, positions held, responsibilities and employment dates):

Realdeck Incorporated, Founder and Chief Executive Officer	2005-Present
Sterling Consulting, Director of Sales and Operations	2001-2004

4. Board memberships and other affiliations:

Not applicable

5. Compensation by the Issuer:

Mr. Mills was paid $3,000 in 2015 as a consultant and has been paid $13,500 as of date.

6. Number and class of the Issuer's securities beneficially owned:

Mr. Mills acquired and holds 6,800,000 shares of common stock of the Company.

VP of Investor Relations

1. *Name:* Eddie Kwong

2. *Business Address:*

601 South Figueroa Street
Suite 4050
Los Angeles, CA 90017

3. *Employment History (include previous employers for the past 5 years, positions held, responsibilities and employment dates):*

Kwong has authored several authoritative trading and investing books including: "The Real Holy Grail: Money Management Techniques of Top Traders", "The 401(k) MarketBuster: A Proven Way to Beat The Market With Your 401k Retirement Plan", "The 1-Day Breakout Method", and "The Answers.

4. *Board memberships and other affiliations:*

Not applicable

5. *Compensation by the Issuer:*

50,000 common shares were issued to Mr. Kwong during the quarter ended March 31, 2106.

B. Legal/Disciplinary History. List whether any of the foregoing persons have, in the last 5 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

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

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. Disclosure of Family Relationships. Describe any relationships among and between the Issuer's directors, officers, persons nominated or chosen by the Issuer to become directors or officers, or beneficial owners of more than five percent (5%) of the any class of the Issuer's equity securities:

None.

D. Disclosure of Related Party Transactions.

None

E. Disclosure of Conflicts of Interest. Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.

None

Item XII. <u>Financial information for the Issuer's most recent fiscal period. The Issuer shall provide the following financial statements for the most recent fiscal period (whether fiscal quarter or fiscal year):</u>

1) Balance sheet:

2) Statement of income:

3) Statement of cash flows:

4) Financial notes:

5) Audit letter, if audited:

N/A

Financial statements for the quarter ended September 30, 2016, with footnotes, are attached as Schedule A. The consolidated financial statements include the financial results of both the Company and its wholly-owned subsidiaries, World Poker Fund, Inc. and WPF Interactive, Inc.

All such financial statements are incorporated by reference.

Item XII. Similar financial information for such part of the two preceding fiscal quarters as the Issuer or its predecessor has been in existence.

Comparative financial statements for the years ended September 30, 2015 and 2014, with footnotes, are attached as Schedule A to the Disclosure Statement filed by the Company for the quarter ended September 30, 2015.

Item XIV. Beneficial Owners.

All persons beneficially owning more than five percent (5%) of any class of the Issuer's equity securities are as follows:

The Series A Convertible Preferred Stock, carrying 51 percent of the total voting power of all classes of stock of the Company, is held by World Casinos & Resorts, Inc, which is now the control party of the Company.

The following hold 5 percent or more of the outstanding common stock at September 30, 2016 (based on 41,559.443 common shares then outstanding):

Shareholder	Address[1]	Common Shares	Common Percent[2]
Floyd Mayweather	601 South Figueroa Street Suite 4050 Los Angeles, CA 90017	3,000,000	7.22
Kyle Massey	601 South Figueroa Street Suite 4050 Los Angeles, CA 90017	3,000,000	7.22
Justin Bieber	601 South Figueroa Street Suite 4050 Los Angeles, CA 90017	3,000,000	7.22
Michael Ray Nguyen-Stevenson (aka Tyga)	601 South Figueroa Street Suite 4050	3,000,000	7.22

	Los Angeles, CA 90017		
Jason Paul Douglas Boyd (aka Poo Bear)	601 South Figueroa Street Suite 4050 Los Angeles, CA 90017	3,000,000	7.22
DeAndre Cortez Way (aka Soulja Boy)	601 South Figueroa Street Suite 4050 Los Angeles, CA 90017	1,500,000	3.61
Maurice Mills	601 South Figueroa Street Suite 4050 Los Angeles, CA 90017	5,067,945	12.19
Performance Systems, Ltd.	601 South Figueroa Street Suite 4050 Los Angeles, CA 90017	2,310,387	5.56

[1] The address of each beneficial holder is listed as the address of the Company due to privacy and security concerns.
[2] Although each beneficial shareholders holds more than 5 percent of the common stock, they are not "control persons" as defined in the OTC Disclosure Guidlines, because each holds less that 5 percent of the voting power of all stock of the Company, due to the control position of the voting preferred stock held by World Casinos & Resorts, Inc.

Item XV. **The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:**

1. Investment Banker

None

2. Promoters

None

3. Counsel

Gregory Nanton, Esquire, Brooklyn, NY

4. Accountant or Auditor

None selected yet.

5. Public Relations Consultant(s)

None.

6. Investor Relations Consultant

Eddie Kwong
601 South Figueroa Street
Suite 4050
Los Angeles, CA 90017
Telephone: (626) 466.9734
E-mail: investors@worldpokerfund.com

7. Any other advisor(s)

In July, 2015, the Company appointed Martin D. Owens Jr, Esq., a recognized expert on gambling law, as the Chief Advisor of the WPF Online and Interactive Gaming Committee. Owens has been specializing in online and interactive gaming law since 1998 and is the co-author of *Internet Gaming Law,* an associate editor of *Gaming Law Review and Economics,* and also the contributing editor of *The Sports Network.com.*

In July 2015, the Company appointed Mark G. Grant as Chief Advisor of the WPF Indian Gaming Enterprise Committee. Grant served as the Controller for the Navajo Nation from 1997 to February 2015, when he resigned. Grant has also served in multiple capacities with the Navajo Nation and was instrumental in the start-up of the Navajo Gaming Enterprise, which includes Fire Rock Casino, Northern Edge Casino, Flowing Waters Casino, and the Twin Arrows Casino. He also helped start the Navajo Gaming Regulatory Office and the Navajo Gaming Commission.

In February 2016, the Company signed World Series of Poker Champion Jamie Gold as an Advisor and Brand Ambassador to WPFH. Gold was the winner of the biggest poker event in history with 8,773 players and an $87 million prize pool, and has helped raise over $300 million for charitable causes worldwide as a host, emcee or donator at more than 200 charity events in the last 9 years. Gold currently works most closely with the Jed Foundation, the Care Fund, the Peace Fund and the Global Creative Forum for the United Nations.

In April 2016, the Company signed Francisco de Borbon Hardenberg as our International Business Development and Brand Advisor. Francisco brings 18 years of international business development and entertainment experience to the World Poker Fund Holdings (WPFH). Prior to joining the WPFH Francisco started his career at IMG as a marque Sports Agent working in all professional sport athlete sectors. In 2005, Francisco founded Asap Sports, the first pro-sport pressroom transcript service. The company currently services NBA, NFL, NBL, NHL, PGA, NCAA, NASCAR and many more. In 2010, ASAP Sports branched into licensing and production sectors. In 2011, Francisco made a transition from Sports Marketing to investing and then founding Icon 44

Consulting; a company dedicated to advisory in infrastructure and natural resources to emerging markets. Icon 44 since has partnered with Walltech Spain for the development and finance of social housing projects in Africa, South America, and Asia.

In April 2016, the Company signed a 5-year deal with DeAndre Cortez Way (a/k/a/ Souja Boy, to provide services to WPFH as an advisor and brand ambassador. Way is an American rapper, record producer, actor, and entrepreneur. In September 2007, his single "Crank That (Soulja Boy)" reached number one on the US Billboard Hot 100. The single was initially self-published on the internet, and it later became a number-one hit in the United States for seven non-consecutive weeks starting in September 2007. On August 17 Way was listed at number 18 on the Forbes list of Hip-Hop Cash Kings of 2010 earning $7 million for that year. Way has currently released three studio albums and numerous mixtapes. His debut studio album Souljaboytellem.com (2007) was certified platinum by the RIAA. He is known for singles off of iSouljaBoyTellem (2008) and The DeAndre Way (2010) titled "Kiss Me Thru the Phone" and "Turn My Swag On" (iSouljaBoyTellem) and "Pretty Boy Swag" (The DeAndre Way) which were all radio and internet sensations of their own.

In May 2016, the Company signed seven-time NBA All-Star Tracy McGrady as a brand ambassador and advisor. The endorsement deal focuses on marketing and outreach support with user acquisition and assistance with on-boarding more NBA and professional athletes to CelebrityWorld.com and other WPFH social gaming platforms.

Item XVI Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation.

1. Describe the Issuer's plan of operation for the next twelve (12) months including:

i. Cash requirements:

Short Term Working Capital Needs are estimated at $5,000,000, which is expected to be raised through issue of convertible debt or private offerings of common stock.

ii. Research and development:

We are continuing to research strategic partnerships, companies, intellectual properties, and technologies to acquire and develop in the interactive gaming/entertainment space. We are also continuously seeking marketing and branding opportunities to generate and capitalize our platforms.

iii. Expected purchase or sale of plant and significant equipment:

None Expected.

iv. Expected significant changes in the number of employees.

As funding increases, the number of employees employed by us will increase, but we are unable to predict the exact number of employees in the next 12 months.

B. Management's discussion and analysis of financial condition and results of operations.

1. Trends, events or uncertainties likely to have a material impact on the Issuer's short-term or long-term liquidity:

It is uncertain that we will have sufficient capital necessary to produce, develop, manage, publish, and distribute the media properties in the future. It is also uncertain that we will be able to secure distribution agreements for these properties.

2. Internal and external sources of liquidity:

We expect to raise funds through convertible debt or equity offerings, from revenues generated from our licensed properties, and through acquisitions. Proposed acquisitions are expected to generate positive cash flow during 2016.

3. Material commitments for capital expenditures and the expected sources of funds for such expenditures:

None.

4. Known trends, events or uncertainties that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations:

Should any new casino management contracts become secured or a major network pick up any of our produced shows, our net sales or revenues will be impacted.

5. Significant elements of income or loss that do not arise from the Issuer's continuing operations:

Should any of our sponsored player's place in a high-stakes Poker Tournament or any of our entertainment properties be picked up from a major network, our income may have a material impact.

6. Causes for any material changes:

Any potential acquisition of assets may materially change our business. We are currently only seeking opportunities that fit or compliments our core business.

7. Seasonal aspects:

None.

C. Off-balance sheet arrangements.

None.

Item XVII List of securities offerings and shares issued for services in the past two quarters.

505.000 shares were issued for services in the last quarter and an additional 135,416 common shares were issued in cancellation of a pending acquisition agreement that was terminated by the Company..

Item XVIII Material Contracts.

On April 12, 2015, we signed a 3 year worldwide licensing agreement with Lookhu, Inc., to distribute two WPF productions (*Urban Poker* and *Poker Dreams*) via Internet, IPTV, Mobile Devices, Mobile TV, and Encrypted Download Services for $150,000. As part of the licensing agreement, World Poker Fund shall receive: For Programs offered on a free to the customer basis, 50% of all Net Revenue generated from advertising associated with the Programs; For Programs made available for viewing on a purchase basis (whether on an individual program basis, as part of a subscription of a channel entirely comprised of Programs, or on a download to own basis), 50% of the Net Revenue attributable to the Program or channel that is entirely comprised of Programs. Net Revenue shall mean all revenue actually collected (whether from advertising or purchase, as applicable) by Licensee from Programs minus all customary deductions in the industry including affiliate fees and sales commissions, but specifically excluding fixed costs such as overhead. Lookhu, Inc. has a web site at www.lookhu.com.

In July, 2015, the Company appointed Martin D. Owens Jr, Esq., a recognized expert on gambling law, as the Chief Advisor of the WPF Online and Interactive Gaming Committee. Owens has been specializing in online and interactive gaming law since 1998 and is the co-author of *Internet Gaming Law,* an associate editor of *Gaming Law Review and Economics,* and also the contributing editor of *The Sports Network.com.*

In July 2015, the Company appointed Mark G. Grant as Chief Advisor of the WPF Gaming Enterprise Committee. Grant served as the Controller for the Navajo Nation from 1997 to February 2015, when he resigned. Grant has also served in multiple capacities with the Navajo Nation and was instrumental in the start-up of the Navajo Gaming Enterprise, which includes Fire Rock Casino, Northern Edge Casino, Flowing Waters Casino, and the Twin Arrows Casino. He also helped start the Navajo Gaming Regulatory Office and the Navajo Gaming Commission.

On September 30, 2015, the Company acquired an interactive gaming asset from the Interactive Gaming Development Group of Bulgaria for a total of $5,500,000 through a

combination of stock and cash. The proprietary gaming engine accommodates Texas Hold'em, Omaha, Omaha High, Omaha Low, 7 Card Stud, 5 Card Stud, Roulette, and Blackjack gaming.

In February 2016, the Company signed World Series of Poker Champion Jamie Gold as an Advisor and Brand Ambassador to WPFH. Gold was the winner of the biggest poker event in history with 8,773 players and an $87 million prize pool, and has helped raise over $300 million for charitable causes worldwide as a host, emcee or donator at more than 200 charity events in the last 9 years. Gold currently works most closely with the Jed Foundation, the Care Fund, the Peace Fund and the Global Creative Forum for the United Nations.

In February 2016, the Company entered into an agreement with Flowplay, Inc to develop CelebrityWorld.com. Flowplay offers a variety of online asynchronous and synchronous video games to the public via the Internet and mobile devices. The agreement will expire on the third anniversary of the Launch Date (the "Initial term"). The term will thereafter automatically renew for one (1) year ("Renewal Term") and, together with the Initial Term and the Wind Down Period, and subject to earlier termination. As of the date of this filing, CelebrityWorld.com has already commenced generating revenue.

In April 2016, the Company executed a Letter of Intent to acquire a rapidly growing cloud-based ad network ("Target Company") that works with publishers and advertisers hand-in-hand to deliver relevant ads across all media and platforms. The proprietary, custom-built yield optimization platform allows for the monetization of internet traffic, delivering over one billion video views to date. The Target Company is currently focused on providing solutions to two key end-users – advertisers and publishers – and has identified several additionl growth opportunities, providing enhanced enterprise analytics and delivering white-label solutions. The Targe Company's leadership has deep institutional knowledge of the digital advertising space, particulary within the video-rich media segment. The Target Company has established significant momentum, generating over 700M impressions per month across thousands of websites, over 1B video opportunities per month and over $4.5M in 2014 and 2015 revenue. The Company is currently in its final process of negotiating a definitive agreement.

On April 14, 2016, the Company signed an acquisition agreement to acquire 49% of the Gaming Assets of Universal Entertainment Group, LLC ("UEG") for $10,000,001. UEG is the developer and owner of the software and intellectual property designed to host and maintain an on-line poker site to be utilized by the The Iowa Tribe of Oklahoma under its new, first-in-the nation, .gov hosted poker site. UEG has an agreement in place with The Iowa Tribe to launch an online poker site, to maintan the site, and to develop new games and applications, in exchange for 49% of the total revenue generated from the site. The online poker site plans to offer gaming on airline flights, cruises, and to international players where online gambling is legal. In June 2016, the Company had paid $55,000 to UEG as a deposit and amended the closing date until July 21, 2016 to extend the due diligence on the assets. Although the Company had received a $15M term sheet to close the acquisition, the Company has opted not to move forward on the funding nor close the

transaction due to further due diligence and has issued a total of 135,416 commo0n shares as an agreed termination fee,.

In August 2016, the Company signed a Joint Venture Agreement with Native Games America, LLC, the developers of Mega Fame, to form a limited liability company, to develop, design, and distribute celebrity-themed slot machines to online and brick-and-mortar Casinos worldwide. The new Company will be owned and managed equally by Native Games America, LLC and the Company.

In August, 2016, the Company signed a Joint Venture Agreement with Recruiter.com, Inc. to form a limited liability company, Recruiter.com Gaming Group, LLC, to develop and operate a gaming industry focused recruiting site for the casino and gaming world. The new company will be owned and managed equally by Recruiter.com and the Company.

In October, 2016, the Company signed a Joint Venture Agreement with Global 3DVR Streaming Corporation to form a limited liability company to develop and distribute VR gaming and entertainment content, enabling our players and viewership a VR experience. The new company will be owned and managed equally by Global 3DVR Streaming Corporation and the Company.

Item XIX Articles of Incorporations and Bylaws.

A. A complete copy of the Issuer's Articles of Incorporation.

The Articles of Incorporation and Amended Articles of Incorporation have been filed previously as part of the Company's prior SEC periodic filings. A copy of the Amended Articles of Incorporation dated January, 2015 was filed with the December 31, 2014 Annual Report.

B. A complete copy of the Issuer's Bylaws.

The Bylaws have been filed previously as part of the Company's prior SEC periodic filings.

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

None.

Item XXI Issuer's Certifications

I, Brice Miller, sole director and officer of World Poker Fund Holdings, Inc., hereby certify that:

1) I have reviewed the foregoing Information and Disclosure Statement, Exhibits and all notes thereto of World Poker Fund Holdings, Inc. as of September 30, 2016

2) Based on my knowledge, this Information and 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 made, not misleading with respect to the period covered by the Information and Disclosure Statement; and

3) Based on my knowledge, the financial statements and other financial information included or incorporated by reference in this Information and Disclosure Statement fairly present in all material respects, the financial condition, results of operations and cash flows of World Poker Fund Holdings, Inc. as of and for the periods presented ending September 30, 2016.

Dated as of this 21st day of November, 2016.

