

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

CGROWTH CAPITAL INC.

A Delaware Corporation

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Silverdale, WA 98383

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1000

Quarterly Report
For the Period Ending: June 30, 2019
(the "Reporting Period")

As of June 30, 2019, the number of shares outstanding of our Common Stock was:

448,115,959

As of March 31, 2019, the number of shares outstanding of our Common Stock was:

448,115,959

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: No: (Double-click and select "Default Value" to check)

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

Yes: No:

Indicate by check mark whether a Change in Control⁵ of the company has occurred over this reporting period:

Yes: No:

⁵ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

N/A

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

October 30, 1986; Delaware; Active

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

Yes: No:

2) Security Information

Trading symbol:	<u>CGRA</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>15722A102</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>06/30/2019</u>
Total shares outstanding:	<u>448,115,959</u>	as of date: <u>06/30/2019</u>
Number of shares in the Public Float ⁶ :	<u>259,063,992</u>	as of date: <u>06/30/2019</u>
Total number of shareholders of record:	<u>1,160</u>	as of date: <u>06/30/2019</u>

Additional class of securities (if any):

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Preferred Stock</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>20,000,000</u>	as of date: <u>06/30/2019</u>
Total shares outstanding:	<u>595,123</u>	as of date: <u>06/30/2019</u>

Transfer Agent

Name: Pacific Stock Transfer Company
Phone: 702-361-3033
Email: Available at www.PacificStockTransfer.com

Is the Transfer Agent registered under the Exchange Act?⁷ Yes: No:

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

None

⁶ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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

None

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

Number of Shares outstanding as of <u>01/01/2017</u> :		<u>Opening Balance:</u> Common: <u>391,413,019</u> Preferred: <u>595,123</u>		*Right-click the rows below and select "Insert" to add rows as needed.					
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
<u>03/06/2019</u>	<u>New issue</u>	<u>1714294</u> <u>0</u>	<u>common</u>	<u>\$.0025</u>	<u>yes</u>	<u>James Oakes/Robert Kirk</u>	<u>debt</u>	<u>restricted</u>	<u>Rule 144</u>
<u>03/06/2019</u>	<u>New issue</u>	<u>2156000</u> <u>0</u>	<u>common</u>	<u>\$.0025</u>	<u>yes</u>	<u>Censura LLC/ Richard Wright</u>	<u>debt</u>	<u>restricted</u>	<u>Rule 144</u>
<u>03/06/2019</u>	<u>New issue</u>	<u>1800000</u> <u>0</u>	<u>common</u>	<u>\$.0025</u>	<u>yes</u>	<u>Terry Stein</u>	<u>debt</u>	<u>restricted</u>	<u>Rule 144</u>
Shares Outstanding on <u>06/30/2019</u> :		<u>Ending Balance:</u> Common: <u>448,115,959</u> Preferred: <u>595,123</u>							

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

Shares have been fully authorized, but not yet issued by Transfer Agent. The "Oakes/Kirk" transaction included 6,444,308 shares to James Oakes and 10,698,632 shares to Robert Kirk.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

N/A

4) Financial Statements

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

- U.S. GAAP
- IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁸:

Name: Joshua Ott
 Title: Accountant
 Relationship to Issuer: Contractor

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Financial notes; and
- G. Audit letter, if audited

⁸ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

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

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

Included as an appendix to Annual Report

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

5) Issuer's Business, Products and Services

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

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

Following the change of control in July 2012, the Company began to diversify itself and position the Company to be an alternative asset holding and management company servicing assets and companies in the mining, exploration, real estate and emerging technology sectors with solutions designed to help companies monetize their undervalued or unused assets and bring products and services to market. Prior to the change of control, the Company had provided telephonic inpatient nursing and rehabilitative services to patients who require continuous healthcare but not hospital services through its subsidiary, Spectrum Managed Care of California, Inc. ("Spectrum"). The Company also provided proprietary software for nurse case management services through this same subsidiary. The Company fully impaired the value of Spectrum and its software on its balance sheet. At the end of FY2013, the Company made the decision to divest itself of the market sector since the telephonic services has since ceased. In July 2012, the Company entered into an Assignment of Contract with Keystone Financial Management, Inc. ("KFM"), its majority shareholder, whereby KFM assigned to the Company, and the Company assumed from KFM, all of KFM's rights, title and interest in and to that certain Joint Venture Agreement pursuant to which the Company acquired the rights to an ore processing agreement enabling conversion of raw ore materials into marketable commodities, such as gold and silver. This acquisition demonstrates the Company's strategy of purchasing or executing joint ventures on valuable assets and to monetize the assets to bring shareholder value. During the latter part of 2012, the Company has worked to line up additional contracts in the metal mining field, worked on agreements with strategic partners and consultants, and established targeted equipment purchases to carry out operations in 2013. During the first quarter of 2013, the Company was able to initiate its first series of equipment purchases for the processing of raw ore materials into marketable commodities. On March 13, 2013, the Company announced that it had executed a Purchase and Sale Agreement for the purchase of the Deer Trail Mine in Eastern Washington. The 40 acre fee simple parcel contains three (3) historically active mines and is grandfathered as an active mining site. Terms of the purchase are to be disclosed upon closing of the transaction. The transaction has yet to close, however, the parties continue to work together as joint partners. During the second quarter of 2013, the Company engaged the Bureau of Land Management to secure a rock quarry near Colville, Washington, known as the Chewelah Community Pit. On June 17, 2013, the Company entered into an agreement with JPX Global, Inc. for the lease and purchase of the representative material at the quarry along with a joint venture agreement for the Company to oversee the extraction and sale of the material. The Company has recognized a gain on the sale of assets related to the net cash received in the transaction. Effective the end of FY2013, the Company severed the relationship with JPX Global and has subsequently terminated its rights to the quarry. Effective September 30, 2013, the Company closed on a Purchase and Sale Agreement with West Salt Creek, Inc. for the purchase of 2,064 acres of Wyoming oil leases. Located in the Powder River Basin, the leases include active wells with current production along with the associated fixtures, pumps, vehicles, and tanks for the current field operation. The purchase price for the property leases, well interest, and equipment is \$3,900,000. The Company paid for the acquisition through the issuance of a) \$3,000,000 in Preferred A stock (which amounted to 300,000 shares of Preferred A stock valued at \$10.00 per shares). The shares have a two year lock up, may be called by the Company during that time period at the stated price plus a 6% cumulative annual premium, and may be converted to common shares after the hold period at a 20% discount to market; and b)

\$900,000 in Common stock (which amounted to 9,000,000 shares of Common stock valued at \$0.10 per share). The common stock is subject to a 1 year lock up, a metering and block trade restriction, and Rule 144. At no time may the seller own more than 4.9% of the Commons shares of the Company. Additionally, the Company issued Warrants to the seller for the purchase of 4,500,000 shares of Common stock. The Warrants have a strike price of \$0.50 per share, expire on the fifth anniversary of the closing, and are to be paid for in cash. On November 5, 2013, the Company announced that it had entered into a comprehensive Memorandum of Understanding for ("Agreement") with asset holders in Stevens County, Washington. The Agreement incorporates the purchase of an existing 47 acre industrial site located just 38 miles from the Company's mining operations; extensive mineral rights to terrazzo, dolomite, silica, and gravel, which incorporates over 10 physical quarry locations; and the purchase of controlling interest in a company with current assets, inventories, and sales channels for the minerals. In conjunction with the Agreement, the Company also executed a Contract for Hire Agreement ("Contract") with the same asset holders to provide for site cleanup, inventory cataloging, and asset liquidation of specified tools, equipment, and buildings on the 47 acre site as well as another industrial site not included in the Agreement. Under the Contract, the Company oversaw the liquidation and site cleanups through its partner, Cedar Canyon Mining Corp. and a representative of the asset holders. As compensation, the Company received 60% of the liquidated assets during the term of the Contract, 20% paid weekly and 40% to be applied to the purchase of the industrial site detailed in the Agreement. On April 2, 2014, the Company closed on the industrial site and associated quarries. The mineral rights are currently in dispute between the Company and the original lease holder, however, the industrial site, held under the wholly owned subsidiary Chewelah Properties, LLC, is current in its obligations and currently undergoing renovations and upgrades to the facility. Effective November 15, 2013, the Company closed on a Purchase and Sale Agreement with Max Oil Exploration and Extraction, LLC for the purchase of a 49% Working Interest in a well located within the Company's existing Wyoming oil leases. The purchase price for the well interest and equipment is \$752,000. The Company paid for the acquisition through the issuance of a) \$705,000 in Preferred A stock (which amounted to 70,500 shares of Preferred A stock valued at \$10.00 per shares). The shares have a two year lock up, may be called by the Company during that time period at the stated price plus a 6% cumulative annual premium, and may be converted to common shares after the hold period at a 20% discount to market; and b) \$47,000 in Common stock (which amounted to 470,000 shares of Common stock valued at \$0.10 per share). The common stock is subject to a 1 year lock up, a metering and block trade restriction, and Rule 144. At no time may the seller own more than 4.9% of the Commons shares of the Company. Additionally, the Company issued Warrants to the seller for the purchase of 235,000 shares of Common stock. The Warrants have a strike price of \$0.50 per share, expire on the fifth anniversary of the closing, and are to be paid for in cash. Effective December 31, 2013, the Company closed on a Purchase and Sale Agreement with Ventrum Energy Corp. for the purchase of 975 acres of Wyoming oil leases. Located in the Powder River Basin, the leases include active wells with current production along with the associated fixtures, pumps, vehicles, and tanks for the current field operation. The purchase price for the property leases, well interest, and equipment is \$1,105,720. The Company paid for the acquisition through the issuance of a) \$1,055,720 in Preferred A stock (which amounted to 105,572 shares of Preferred A stock valued at \$10.00 per shares). The shares have a two year lock up, may be called by the Company during that time period at the stated price plus a 6% cumulative annual premium, and may be converted to common shares after the hold period at a 20% discount to market; and b) \$50,000 in Common stock (which amounted to 500,000 shares of Common stock valued at \$0.10 per share). The common stock is subject to a 1 year lock up, a metering and block trade restriction, and Rule 144. At no time may the seller own more than 4.9% of the Commons shares of the Company. Additionally, the Company issued Warrants to the seller for the purchase of 250,000 shares of Common stock. The Warrants have a strike price of \$0.50 per share, expire on the fifth anniversary of the closing, and are to be paid for in cash. Effective April 1, 2014, the Company closed on a Purchase and Sale Agreement with Ventrum Louisiana, LLP for the purchase of 1,194 acres of Louisiana oil leases. The six (6) leases include nine (9) active wells with current production along with the associated fixtures, pumps, vehicles, and tanks for the current field operation. The purchase price for the property leases, well interest, and equipment is \$900,000. The Company paid for the acquisition through the issuance of \$900,000 in Preferred A stock (which amounted to 90,000 shares of Preferred A stock valued at \$10.00 per shares). The shares have a two year lock up, may be called by the Company during that time period at the stated price plus a 6% cumulative annual premium, and may be converted to common shares after the hold period at a 20% discount to market. Currently, the operator has notified the Company that they are experiencing financial issues related to the drop in oil prices and has subsequently stopped reporting to the Company. The Company has subsequently written down the asset value of the acquisition. On May 14, 2015, the Company executed a commercial lease with Wildfire Cannabis Company, LLC whereby the Company would lease to Wildfire one of their warehouse spaces under a turnkey lease to include: 21,400 sq ft (building) + 8,000 sq ft (fenced secure area) + 13,200 sq ft (44 parking slots), plus an option for up to 7,000 additional building square footage. Lease rates are \$24.00 per rentable square foot, with annual CPI adjustments, plus \$21.03 per rentable square foot in Tenant Improvements, plus \$1.50 per square foot fenced secure outdoor entry, plus \$0.24 per square foot parking. The lease commences and is contingent upon the completion of the tenant improvement buildout by the Company. As

of this filing, the Company has completed the first stage of the buildout. Wildfire is now looking to expand into the 12,000 sq ft building vacated by Zamunda (see below). During the 4th quarter 2015, the Company executed a commercial lease agreement with option to purchase with Zamunda, LLC whereby the Company would lease to Zamunda, for a period of sixty (60) months, an initial two (2) buildings on its Chewelah property totaling 32,400 sq ft. In conjunction with the lease, the Company extended to Zamunda a 36-month option to purchase on a portion of the property containing the two (2) building for a total purchase price of \$800,000. Upon execution of the agreement, the Tenant paid to the Company a total of \$100,000 to include the first year's rent and an option to purchase fee. Zamunda defaulted in their lease obligation, the company subsequently filed an unlawful detainer, and has taken back possession of that portion of the property. During the 4th quarter 2015, the Company established a wholly owned subsidiary, CGrowth Capital Bond, Ltd., in the United Kingdom, for the purpose of issuing corporate bonds for certain assets held by the Company and two other entities located in Peru. The initial bond offering is for £15,000,000.00 British Pounds Sterling ("GBP") with a portion of the bond benefiting the Company's Wyoming oil and gas leases operated under its wholly owned subsidiary Powder River Resources, Inc. As of this filing, the Company's subsidiary, CGrowth Capital Bond, Ltd., successfully completed and received initial subscriptions in excess of £15,000,000.00 GBP and has further increased the bond offering to £45,000,000.00 GBP. During the 3rd quarter of 2016, the Company's subsidiary, Powder River Resources, Inc., entered into and received an oil and gas lease assignment covering property located in Campbell County, Wyoming. Included with the lease is a Joint Operating Agreement providing Powder River Resources with 40.375% Working Interest. The Company intends to provide financing for the project which covers up to 7 new drilling locations. The Company began mobilizing for drilling operation during the 4th quarter of 2016 and completed surface work prior to the onset of winter. As of this filing, the well has been drilled to depth. The Company is testing and evaluating results of drilling prior to moving to its next phase of development. During the 3rd quarter of 2018, the Company filed subsidiaries in the state of Wyoming in anticipation of new business acquisitions and restructuring. Those companies include: Integrity Mineral Resources, Inc. and Frontier Real Estate Holdings, Inc. The Company previously filed incorporation for CG Capital, Inc in the state of Nevada.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

See business operations summary

- C. Describe the issuers' principal products or services, and their markets

The Company provides support and processing applications for itself and land owners specific to the exploration, mining, and processing of precious metal ores and mineral, as well as other commodities, such as oil and gas. The Company's business solutions are designed to assist land owners with monetizing undervalued assets by bringing commodities such as gold, silver, minerals, and oil and gas to market.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

CGrowth Capital's main headquarters is located at: 4550 NW Newberry Hill Road, Suite 102, Silverdale, WA 98383. The Company leases, on a month to month basis, a portion of approximately 1,400 square feet of office space that it shares with its major shareholder, KFM. The Company pays KFM \$1,000 per month for its share of the rent and office expenses. The Company owns 3,400 acres of Wyoming oil leases located in the Powder River Basin. The Company also owns portions of active wells with current production along with the associated fixtures, pumps, vehicles, and tanks for the current field operations. The underlying land is owned by the Bureau of Land Management and other private parties, and is operated by a third party. The Company owns 47 acres of industrial property in Chewelah, Washington. The property includes 17 acres of open space, ~90,000 sq ft of warehouse space, and various other attributes common to industrial

property. In April 2016, the Company's wholly owned subsidiary Chewelah Properties, LLC, received its Determination of Non-Significance ("DNS") regarding its SEPA submittal from Stevens County Land Services division to allow the industrial facility to transition from a mineral processing site to an F-1 manufacturing facility. The Company's subsidiary, Powder River Resources, Inc., holds oil and gas leases covering 640 acres located in Campbell County, Wyoming. Included with the leases is a Joint Operating Agreement providing Powder River Resources with 40.375% Working Interest on new wells.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>William M Wright</u>	<u>CEO/Director</u>	<u>Silverdale, WA</u>	<u>107,027,800</u>	<u>Common Stock</u>	<u>24%</u>	<u>Shares are held by Keystone Financial Management, Inc., which is controlled by William Wright.</u>
<u>William M Wright</u>	<u>CEO/Director</u>	<u>Silverdale, WA</u>	<u>51</u>	<u>Series B Preferred</u>	<u>100%</u>	<u>Shares are held by Keystone Financial Management, Inc., which is controlled by William Wright. Series B are super voting shares.</u>
—	—	—	—	—	—	—
—	—	—	—	—	—	—
—	—	—	—	—	—	—

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

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

None

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

None

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

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

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

Securities Counsel

Name: Peter Berkman
Firm: Peter Berkman, Attorney at Law PLLC
Address 1: 18865 State Rd. 54, #110
Address 2: Lutz, FL 33558
Phone: 813-600-2971
Email: peter@peterberkmanlaw.com

Accountant or Auditor

Name: Ben Borgers
Firm: BF Borgers CPA PC
Address 1: 5400 West Cedar Avenue
Address 2: Lakewood, CP 80226
Phone: 303-953-1454
Email: contact@bfbcpa.us

Investor Relations Consultant

Name: N/A
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name: N/A
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Name: N/A
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, William M Wright certify that:

1. I have reviewed this quarterly disclosure statement of CGrowth Capital, 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.

August 19, 2019 [Date]

/s/ William M Wright [CEO's Signature]

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

Principal Financial Officer:

I, William M Wright certify that:

1. I have reviewed this quarterly disclosure statement of CGrowth Capital, 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.

August 19, 2019 [Date]

/s/ William M Wright [CFO's Signature]

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

Balance Sheets

CGROWTH CAPITAL, INC.
AND ITS SUBSIDIARIES
UNAUDITED CONSOLIDATED BALANCE SHEETS

ASSETS	June 30, 2019	December 31, 2018
CURRENT ASSETS:		
Cash and cash equivalents	\$ 429	\$ 553
Accounts receivable	601,369	480,146
Interest receivable	1,431,826	1,110,670
Non-depreciable current assets, net	80,025	80,025
Well bond deposits	57,000	57,000
Total Current Assets	<u>2,170,649</u>	<u>1,728,394</u>
FIXED ASSETS:		
Property and equipment, net	7,976,416	8,098,033
Bond assets, net	7,176,282	7,176,282
Investments	34,000	34,000
Total Fixed Assets	<u>15,186,698</u>	<u>15,274,315</u>
OTHER ASSETS:		
Bond Origination Fees, net (10-year)	4,646,692	4,958,738
Total Other Assets	<u>4,646,692</u>	<u>4,992,738</u>
TOTAL ASSETS	<u><u>\$ 22,004,039</u></u>	<u><u>\$ 21,995,447</u></u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accounts payable	\$ 1,283,846	\$ 1,111,670
Assumed liabilities	503,685	503,686
Notes payable and accrued interest	358,386	479,554
Loans payable, current portion	4,497	4,441
Total Current Liabilities	<u>2,150,414</u>	<u>2,099,351</u>
LONG TERM LIABILITIES:		
Loans payable - Chewelah	213,751	215,999
Bond liabilities	13,059,506	12,790,715
Total Long Term Liabilities	<u>13,273,257</u>	<u>13,006,714</u>
TOTAL LIABILITIES	15,423,671	15,106,065
STOCKHOLDERS' DEFICIT:		
Preferred stock, \$0.001 par value, 20,000,000 shares authorized, 595,123 and 595,123 shares issued and outstanding, respectively	595	595

Statements of Operations

CGROWTH CAPITAL, INC.
AND ITS SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS
THREE AND SIX MONTHS ENDED JUNE 30, 2019 AND 2018

	Three Months Ended June 30, 2019	Three Months Ended June 30, 2018	Six Months Ended June 30, 2019	Six Months Ended June 30, 2018
REVENUES:				
Mineral sales	\$ 954	\$ 713	\$ 954	\$ 713
Oil and gas sales	23,932	10,978	23,932	45,548
Rental income	99,001	96,000	195,001	192,000
Total Revenues	123,886	107,691	219,886	238,261
COST OF GOODS SOLD	26,694	34,933	38,278	94,847
GROSS PROFIT	97,193	72,758	181,609	143,414
OPERATING EXPENSES:				
Administrative fees	30,000	30,000	60,000	60,631
Depreciation	49,258	49,016	98,517	100,067
Consulting Expense	-	-	5,010	-
Management fees	45,000	45,000	90,000	90,000
Professional fees	8,505	1,932	34,663	(6,137)
Travel, meals, and entertainment	2,400	3,583	2,400	10,249
Other general and administrative	46,335	51,481	73,901	101,292
Total Operating Expenses	181,498	181,012	364,491	356,102
INCOME (LOSS) FROM OPERATIONS	(84,305)	(108,254)	(182,882)	(212,688)
OTHER INCOME (EXPENSE)				
Bond administration fees	(156,023)	(66,444)	(312,046)	(69,383)
Exchange Gain or Loss	-	(2,427)	-	(3,050)
Gain on sale of asset	-	-	6,900	-
Currency adjustment	-	-	-	-
Gain on note(s)	-	14,379	-	48,068
Loss on issuance of shares	-	-	(148,202)	-
Interest earned	162,561	146,940	321,155	299,709
Interest expense	(142,557)	(453,353)	(283,749)	(913,046)
Penalties and late fees	(150)	(400)	(150)	(2,546)
Total Other Income (Expense)	(136,169)	(361,305)	(416,091)	(640,248)
NET INCOME (LOSS) BEFORE INCOME TAX PROVISION	(220,475)	(469,559)	(598,974)	(852,936)
PROVISION FOR INCOME TAXES	-	-	-	-

CONSOLIDATED NET INCOME (LOSS)	\$ (220,474)	\$ (469,559)	\$ (598,974)	\$ (852,936)
WEIGHTED AVERAGE SHARES OUTSTANDING	448,115,094	391,413,019	448,115,094	391,413,019
BASIC AND DILUTED INCOME (LOSS) PER SHARE	\$ (0.000)	\$ (0.000)	\$ (0.000)	\$ (0.002)

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

Statements of Cash Flows

CGROWTH CAPITAL, INC.
AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF
CASH FLOWS (UNAUDITED)

	Six Months Ended June 30, 2019	Twelve Months Ended December 31, 2018
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net gain (loss)	\$ (598,974)	\$ 7,745,522
Adjustments to reconcile net gain (loss) to net cash provided by (used in) operating activities:		
Depreciation	115,310	171,584
Net (increase) decrease in operating assets:		
Accounts receivable	(121,222)	(279,543)
Bond origination fees, net	312,046	(317,123)
Interest receivable	(321,156)	(447,019)
Net increase (decrease) in operating liabilities:		
Accounts payable	172,177	(236,648)
Interest payable	(121,169)	(907,795)
Net Cash (Used in) Operating Activities	<u>(562,988)</u>	<u>5,728,979</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Payments for property and equipment	6,306	(84,114)
Payments for bond assets/investments	-	5,757,841
Payment for new wells	-	202,000
Payments for investments	-	-
Funds received from sale of assets	-	-
Net Cash (Used in) Investing Activities	<u>1,654</u>	<u>5,875,727</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from notes, net	(2,193)	(4,239)
Proceeds from Bond offering, net	268,791	(11,631,995)
Proceeds of capital stock issuance	289,959	-
Net Cash Provided by Financing Activities	<u>556,557</u>	<u>(11,636,234)</u>
NET INCREASE (DECREASE) IN CASH	<u>(124)</u>	<u>(31,528)</u>
CASH AT BEGINNING OF PERIOD	553	32,081
CASH AT END OF PERIOD	<u><u>\$ 429</u></u>	<u><u>552</u></u>

SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:

Cash paid during the period for:

Interest	\$ 6,419	\$ 16,583
Income taxes	\$ -	\$ -

NON-CASH INVESTING AND FINANCING ACTIVITIES

Issuance of preferred stock for acquisitions	\$	-	\$	-
Issuance of common stock for acquisitions	\$	-	\$	-
Issuance of preferred stock for equipment purchases	\$	-	\$	-
Issuance of common stock for debt retirement	\$	-	\$	-

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

Notes to Financial Statements

CGROWTH CAPITAL, INC. AND ITS SUBSIDIARIES NOTES TO FINANCIAL STATEMENTS (unaudited)

NOTE 1 – Summary of Significant Accounting Policies

Basis of Presentation

The accompanying un-audited interim financial statements include all information and footnotes required by accounting principles generally accepted in the United States of America (“GAAP”) for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation of financial position and the results of operations for the periods presented have been included. Operating results for the periods are not necessarily indicative of the results that may be expected for future years. All transactions are denominated in US dollars.

Management’s Estimates and Assumptions

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the financial statements. Management considers CGrowth Capital’s most significant accounting estimates to include valuation assumptions for share-based payments, allowance for doubtful accounts receivable, inventory reserves, accrual for reserves, the carrying value of long-lived assets, income tax valuation allowances and capitalization of labor and overhead to inventory for work in progress. Actual results could differ significantly from those estimates.

Fair Value of Financial Instruments

The fair value of financial instruments approximates their carrying values at period end dates due to their short maturities. These financial instruments consist of cash and cash equivalents, accounts receivable and accounts payable.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an initial maturity of 90 days or less to be cash equivalents.

Accounts Receivable and Allowance for Doubtful Accounts

The Company recognizes an allowance for losses on accounts receivable based on an analysis of historical bad debt experience, current receivables aging, and expected future write-offs, as well as an assessment of specific identifiable customer accounts considered at risk or uncollectible. As of June 30th, 2019, management has determined all receivable balances to be fully collectible and accordingly, no allowance was recognized at such time. Accounts receivable are non-interest bearing and are generally unsecured.

Inventories

Inventories are stated at the lower of cost or market with cost being determined on the first-in, first-out method. Work in progress and finished goods inventory includes an allocation for capitalized labor and overhead. The Company routinely evaluates the carrying value of inventories and provides reserves when appropriate to reduce inventories to the lower of cost or market to reflect estimated net realizable value. As of June 30th, 2019, no inventory existed for the Company and, accordingly, no reserve has been recognized at June 30th, 2019.

Fair Value Measurement (Topic ASC 820)

The Topic defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

A reporting entity shall measure the fair value of an asset or a liability using the assumptions that market participants would use in pricing the asset or liability, assuming that market participants act in their economic best interest. In developing those assumptions, the reporting entity need not identify specific market participants. Rather, the reporting entity shall identify characteristics that distinguish market participants generally, considering factors specific to all of the following:

- a. The asset or liability
- b. The principal (or most advantageous) market for the asset or liability
- c. Market participants with whom the reporting entity would enter into a transaction in that market.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (that is, an exit price) regardless of whether that price is directly observable or estimated using another valuation technique.

Highest and best use is determined from the perspective of market participants, even if the reporting entity intends a different use. However, a reporting entity's current use of a nonfinancial asset is presumed to be its highest and best use unless market or other factors suggest that a different use by market participants would maximize the value of the asset.

The Company has acquired assets (minerals, gravel, and decorative rock) through the acquisition of leases and property purchases over the course of the twenty-four months ended June 30th, 2019. As the Company is able to properly identify and quantify the material acquired, adjustments are made to the Other Assets category of the balance sheet to reflect the change in previously unrealized assets. Specific categories include Non-Depreciable Current Assets (for items to be disposed of within 12 months) and Non-Depreciable Non-Current Assets (for items identified to be held for more than 12 months). In determining the fair value of the assets, the Company has applied Topic ASC 820 to those assets previously excavated and/or bagged for resale, but does not include any in ground reserves. Total Non-Depreciable Current Assets and Non-Depreciable Non-Current Assets for the twelve month period ended June 30th, 2019 is \$80,025 and \$0, respectively.

Property and Equipment

Property and equipment are carried at depreciated cost. Gains or losses related to retirements or disposition of fixed assets are recognized in operations in the period incurred. Costs of normal repairs and maintenance are charged to expense as incurred, while betterments or renewals are capitalized. Depreciation commences at the time the assets are placed in service. Depreciation is provided using the straight-line method over the estimated economic lives of the assets or for leasehold improvements, over the shorter of the estimated useful life or the lease term, which are summarized as follows:

Computer equipment.....	3 – 5 years
Furniture and equipment.....	5 – 7 years
Leasehold improvements.....	7 years

As of June 30th, 2019, the Company had accounted for depreciation on all of its current property and equipment. Net depreciation for the three months ended June 30th, 2019 was \$49,258.

Revenue Recognition, Deferred Revenue and Change in Accounting Principle

Net revenues include sales services. Services include consulting work performed by the Company. The Company recognizes revenue for these services when it is realized or realizable and earned. Revenue is considered realized and earned when: (i) persuasive evidence of an arrangement exists; (ii) delivery has occurred and/or services have been rendered; (iii) the price is fixed and determinable; and (iv) collection of the resulting receivable is reasonably assured.

Financial Instruments and Concentrations of Credit Risk

We believe the book value of our current assets and liabilities approximate their fair values due to their short term nature.

Financial instruments that potentially subject us to significant concentrations of credit risk consist principally of cash. With respect to cash, during the three month period ended June 30th, 2019, we maintained all of our cash in deposit accounts with four financial institutions, which deposit accounts at times may exceed federally insured limits. We have not experienced any losses in such account.

Income Taxes

We compute income taxes in accordance with Financial Accounting Standards Statement No. 109 "Accounting for Income Taxes" ("SFAS 109"). Under SFAS 109, deferred taxes are recognized for the tax consequences of temporary differences by applying enacted statutory rates applicable to future years to differences between the tax bases of assets and liabilities and their financial statement carrying amounts. Also, the effect on deferred taxes of a change in tax rates is recognized in income in the period that included the enactment date.

Net Income (Loss) per Common Share

The net income per common share is computed by dividing net income by the weighted average of common shares outstanding.

Accounting Pronouncements

We do not expect that the adoption of any recent accounting pronouncements will have a material impact on our financial statements.

NOTE 2 – Going Concern

The accompanying financial statements have been prepared on a going concern basis, which assumes the Company will be able to meet its obligations and continue its operations for at least the next twelve months. Such assumption contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company incurred a net loss of \$(220,475) for the quarter ended June 30th, 2019 and had an accumulated deficit of \$(1,158,148) as of June 30th, 2019. The Company anticipates a current annual working capital deficit of approximately \$500,000.

As of the quarter ending on June 30th, 2019, the Company, through its wholly owned subsidiary CGrowth Capital Bond, Ltd., received subscriptions of its £45,000,000.00 British Pounds Sterling (“GBP”) bond offering in excess of £18,000,000.00 GBP. The Company’s subsidiary has successfully completed and received the subscriptions and is working towards fulfillment of the remainder of the bond offering. Funding from the bond subscriptions are being used to finance four (4) bond projects, including the Company’s Powder River basin oil and gas projects in Wyoming and the Company’s newly formed CG Capital, Inc., established to make strategic investments and loans into alternative asset investments. An audit of CGrowth Capital Bond, Ltd. by Chartered Accountants located in the United Kingdom for the fiscal year ended December 31, 2017 has been previously filed as a supplement to the Company’s annual filing and will be filed for fiscal year ended December 31, 2018 as a supplement to this financial filing once reported to the UK government.

The Company’s continuation as a going concern is dependent upon its ability to generate sufficient cash flow from sales to meet its obligations on a timely basis, to obtain additional financing as may be required, and ultimately to attain profitability. Potential sources of cash include new contracts, external debt, the sale of shares of Company’s stock or alternative methods such as mergers or sale transactions. No assurances can be given, however, that the Company will be able to obtain any of these potential sources of cash. Furthermore, the Company may be unable to raise additional capital on commercially acceptable terms, if at all, and if the Company raises capital through additional equity financings, existing shareholders may have their ownership interests diluted.

NOTE 3 – Related Party Transactions

Administrative fees – During the three months ended June 30th, 2019, the Company accrued or paid administrative fees to a majority shareholder company closely held by our current CEO in the amount of \$30,000.

Management fees – During the three months ended June 30th, 2019, the Company accrued or paid management fees to a company closely held by our current CEO in the amount of \$45,000.

Rent expense – During the three months ended June 30th, 2019, the Company accrued or paid office rent and expenses to a majority shareholder company closely held by our current CEO in the amount of \$3,000.

Notes payable – During the three months ended June 30th, 2019, a majority shareholder company closely held by the current CEO of the Company, loaned the Company an additional \$3,251 in accrued interest and \$3,000 in cash. The balance of the loan, which is due on demand and carries an interest rate of 6%, is \$292,571.

NOTE 4 – Notes and Loans Payable

At the quarter ending on June 30th, 2019, the Company had notes payable, loans payable, assumed debts, and accrued interest in the amount of \$866,568. The notes included notes payable to four unaffiliated parties in the amount of \$65,814, which are not secured by collateral of the Company, carries accrued interest between 6% and 8% and is due on demand by the holders. Another note payable is to an affiliated company of our Chief Executive Officer in the amount of \$292,571, is not secured by collateral of the company, carries accrued interest of 6%, and is due on demand by the holder. Loans payable included loans to a third party totaling \$15,403, which are secured by equipment purchased for the Company, carry interest rates of 8%, and are due within the following fiscal year. Assumed debts are associated with our West Salt Creek purchase totaling \$503,685 and are not secured by collateral of the company. A final note, in the amount of \$218,248, is related to the purchase of our Chewelah, Washington facility and is 5% interest loan secured by our 47-acre industrial site. The Chewelah facility is current in its payments and is in the process of renovation and upgrades.

NOTE 5 – Property and Equipment

During the quarter ended June 30th, 2019, the Company purchased \$0 in equipment to support its operations.

NOTE 6 – Non-Depreciable Current Assets and Non-Depreciable Non-Current Assets

Total Non-Depreciable Current Assets and Non-Depreciable Non-Current Assets for the quarter ended June 30th, 2019 is \$80,025 and \$0, respectively. The Fair Value Measurements are calculated as follows:

Non-Depreciable Current Assets

Item (Location)	Dolomite: 10 mesh minus (L-Bar Yard)	Dolomite: 3/8 minus (L-Bar Yard)	Decorative Rock: Bagged and pallet (L-Bar Yard)
Quantity (Tons)	1,000	1,500	700
Market Price Per	\$ 54.00	\$ 38.00	\$ 90.00
Gross Value	\$ 54,000	\$ 57,000	\$ 63,000
Less:			
Allowances	-	-	(12,600)
Royalty	-	-	(350)
Other / Used	(39,000)	(42,025)	-

Net Value		\$ 15,000		\$ 14,975		\$ 50,050
Total Non-Depreciable Current Assets						\$ 80,025

Non-Depreciable Non-Current Assets

None.

NOTE 7 – Bond Liabilities

During the fiscal year ending on December 31, 2018, the Company's subsidiary, CGrowth Capital Bond, Ltd. made adjustments to its bond ledger and liabilities after certain Bondholders defaulted on payments for issued bonds.

NOTE 8 – Stockholders' Equity

During the quarter ended June 30th, 2019, the Company issued no common or preferred shares of the Company.

NOTE 9 – Contingencies

None.

NOTE 10 – Segments

The Company determined that it does not operate in any material, separately reportable operating segments as of June 30th, 2019.

NOTE 11 – Subsequent Events

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855 and has determined that other than listed below, no material subsequent events exist.

As previously indicated, the Company filed a DBA, Nutrilife Health and Wellness, under its Chewelah Properties, LLC subsidiary. The Nutrilife brand will look to expand business into the CBD market both in retail and wholesale markets. While the Company is engaged in laying the groundwork for this division, the actual product launch has been slightly delayed pending financing and property/project refinance which is imminent.