



WORLD MOBILE HOLDINGS INC.

INFORMATION AND DISCLOSURE STATEMENT

December 31, 2013

Information statement with the following items:

1): **The exact name of the issuer and its predecessor (if any);**

World Mobile Holdings, Inc. - F/K/A Microscint, Inc., incorporated in Nevada, May 5, 2006;
name changed on November 3, 2009.

2): **The address of its principal executive offices;**

Company Headquarters

World Mobile Holdings, Inc.

Address 1: 80 Wall Street, Suite 212, New York, NY 10005

Address 2: 13F-4, No. 207, Tun-Hua N. Rd., Songshan District, Taipei City 105, Taiwan

Tel: +1 (917)725-3190; +886-2-2719-1900

www.WorldMobileHoldings.com

IR Contact

Samantha Jen, Executive VP

SamanthaJen@WorldMobileHoldings.com

3): **Security Information;**

Common stock

CUSIP 98149c109

SYMBOL “WMHI”

(SIC) Code 3661

Par value \$0.001 per share

450,000,000 of shares of common stock authorized as of December 31, 2013

35,223,306 shares outstanding as of December 31, 2013

321 shareholders of record as of December 31, 2013

Transfer Agent:

VStock Transfer, LLC

77 Spruce Street, Suite 201

Cedarhurst, New York 11516

Phone: (212) 828-8436

Facsimile: (646) 536-3179

www.VStockTransfer.com Tel: (702) 317-7757 Fax: (702) 796-5650

Is the Transfer Agent registered under the Exchange Act? Yes.

Restricted shares: under rule 144

There is no trading suspension orders issued by the SEC in the past 12 months.

There is no stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months.

4): Issuance History;

2011

On January 20, 2011 5,389,938 shares were cancelled and returned to treasury due to undelivered services.

In March, 300,000 shares were issued to Network 1 Financial Securities as compensation for services rendered in the offering. 25,000 shares were issued to accepted subscription totaling of \$5,000.

On June 29, 2011, 24,400 shares were issued under Reg. S; 100,000 shares were issued to Gerald Hansen as the compensation for financial consulting services; and 300,000 shares were issued to Yuying Jen as the compensation for her services provided to the company.

On July 19, 16,600 shares of common stock, on September 17, 26,600 shares of common stock, and September 27, 2,200 shares of common stock were issued under Reg. S.

In Q4 2011, 63,600 shares of common stock were issued under Reg. S, and 70,000 shares of common stock were issued to Fu-Shan Shen as the compensation for his services provided to the company.

2012

In January 2012, 300,000 shares were cancelled and returned to treasury due to undelivered services. On March 28 2012, 269,800 shares of common stock were issued under Reg. S., 12,000 shares of common stock were issued to company employee for 2011 year-end bonus. In April 2012, 200,000 shares of common stock were issued to Fu-Shan Shen as the 2011 year-end bonus for his services provided to the company. In October, 200,000 shares of common stock were issued to Dr. Thomas Lu for his services provided to the company. In November, the company authorized the transfer agent to issue total 8,000,000 shares of common stock to the Gideon Holding Inc. as the compensation for services provided to the company and as described in 2010 board resolution and 2010 shareholder meeting minutes; authorized the transfer agent to issue total 3,000,000 shares of common stock to the Eden Holding Inc. as the compensation for services provided to the company and as described in 2010 board resolution and 2010 shareholder meeting minutes; authorized the transfer agent to issue total 1,000,000 shares of common stock to the Yu-Ying Jen as cashless stock bonus for the 2 years of employment and as described in 2010 board resolution and 2010 shareholder meeting minutes; as described in the attached employee agreement, and board resolution; and authorized the transfer agent to issue total 3,000,000 shares of common stock to the Jui-Chin Chin as the compensation for services provided to the company and as described in 2010 board resolution and 2010 shareholder meeting minutes. In November 2013, 60,700 shares of common stock were issued under Reg. S.

2013

In February, 70,000 shares of common stock were issued to company employees for 2012 year-end bonus; in March, 58,700 shares of common stock were issued under Reg. S. In April 2013, 200,000 shares of common stock were issued to Fu-Shan Shen as the 2012 year-end bonus for his services provided to the company. In May 2013, 24,860 shares of common stock were issued under Reg. S. In July, 6,466 shares of common stock were issued to company employee for his 2013 Q1 and Q2 cashless salary; 62,500 shares were issued to board advisor for his two-year services provided to the company. In September, 58,900 shares of common stock were issued seven investors from oversea under Reg. S. In October, 71,429 shares of common stock were issued to one investor from oversea under Reg. S.

5): Financial Statements;

Please see attached "2013 Year End financial statements" which include financial statement information Balance Sheet, Income Statement, Statement of Changes in Shareholders' Equity prepared in accordance with US GAAP along with all requisite notes that is less than six months old, as required pursuant to Subsection (a)(5).

World Mobile Holdings, Inc. & Subsidiary

Consolidated Financial Statements

December 31, 2013

World Mobile Holdings, Inc. & Subsidiary
Consolidated Balance Sheets
(IN US\$)

<u>Assets</u>	December 31, 2013	December 31, 2012
Current assets:		
Cash and equivalents	5,396.21	8,259.49
Accounts receivable	167,265.24	229,793.98
Other receivable	2,821.27	3,720.56
Inventory	43,863.26	—
Merchandise inventory	10,899.00	10,899.00
Allowance for reduction of inventory to market	(10,899.00)	(10,899.00)
Prepaid for purchases	74,005.50	—
Other prepaid expenses	827.98	16,686.43
Payment on behalf of others	—	—
Refundable deposits	2,579.35	2,579.35
Total current Assets:	296,758.81	261,039.81
Fixed assets:		
Machinery and equipment-net	8,249.83	7,719.56
Accumulated Depreciation-machinery and equipment	(3,014.67)	(1,750.39)
Intangible assets:		
Computer software	3,529.41	3,529.41
Accumulated amortization-computer software	(1,588.23)	(882.35)
Trademarks	680.00	680.00
Accumulated Amortization-Trademarks	(204.00)	(136.00)
Goodwill	54,744.34	54,744.34
Total assets	359,155.49	324,944.38
<u>Liabilities and stockholders' equity</u>		
Current liabilities:		
Accounts payable	57,786.50	57,786.50
Accrued payroll	25,215.47	4,079.02
Accrued VAT payable	10,352.16	—
Accrued Taxes payable	261.40	261.42
Other accrued expenses payable	2,088.95	9,113.12
Other payable	182,112.43	151,719.27
Temporary receipts	10,000.00	10,000
Total liabilities	287,816.88	232,959.33
Capital:		
Common stock, par value \$0.001	35,223.31	34,570.45
Additional paid-in capital	810,847.79	492,114.30
Retained earnings:		
Accumulated profit or loss	(434,699.70)	(285,559.26)
Net income(loss) for current period	(326,802.51)	(149,140.44)
Prior period adjustments	(13,375.04)	—
Equity Adjustments		
Cumulative translation adjustments	144.76	—
Total equity	71,338.61	91,985.05
Total liabilities & stockholders' equity	359,155.49	324,944.38

World Mobile Holdings, Inc. & Subsidiary
Consolidated Statement of Comprehensive Income
(IN US\$)

	For the ended Dec. 31, 2013	For the ended Dec. 31, 2012
Sales revenue	63,870.23	229,793.98
Cost of goods sold	53,905.48	188,663.53
Gross Profit:	9,964.75	41,130.45
Other operating revenue	1,080.00	—
Other operating expense	(1,200.00)	
Operating Expenses		
Sample expense	3,221.11	2,388.11
Payroll expense	211,787.66	46,206.76
Rental expense	21,963.76	22,560.68
Office supplies	6.72	149.58
Travelling expense	40,308.88	55,046.43
Shipping expenses, freight	—	45.24
Postage (expense)	5,426.09	3,276.41
Utilities(expense)	646.23	689.62
Entertainment	9,254.64	9,078.82
Tax expense	49.41	—
Depreciation expense	1,297.52	1,264.28
Amortization expense	773.88	773.88
Meal expense	216.97	4,308.09
Employee benefits/welfare	1,257.31	1,312.00
Research and development expense	—	3,450.00
Professional service fees	30,977.36	27,688.48
Bank charge, service fee	1,039.15	775.67
Other general and administrative expenses	8,435.97	11,238.94
Operating Expenses Total:	336,662.66	190,252.99
Net Income from Operating	(326,817.91)	(149,122.54)
Non operating Income(Expenses)		
Non-business Revenue	—	—
Interest revenue	15.69	0.01
Foreign exchange gain	3.84	—
Non-business Revenue Total:	19.53	0.01
Non Operating Expenses		
Interest expense	—	—
Foreign exchange loss	(4.13)	(17.91)
	(4.13)	
Non operating Income(Expenses) Total:	15.40	(17.90)
Net Income or Loss	(326,802.51)	(149,140.44)

World Mobile Holdings, Inc. & Subsidiary
Consolidated Statement of Cash Flows
(IN US\$)

	For the ended Dec. 31,2013	For the ended Dec. 31,2012
<u>Cash flows from operating activities</u>		
Net (loss)	(326,802.51)	(149,140.44)
Adjustments		
Prior period adjustments(loss)	(13,375.04)	—
(Decrease) in accounts receivable	62,528.74	(229,793.98)
(Increase) in other receivables	899.29	(3,720.56)
(Increase) in Inventory	(43,863.26)	—
(Increase) in other prepaid purchases	(74,005.50)	—
(Increase) in other prepaid expenses	15,858.45	(14,423.30)
(Decrease) in payment on behalf of others	—	55,425.78
(Decrease) in Advances to employees	—	1,847.53
(Increase) in Machinery and equipment	(530.27)	(134.45)
(Increase) in Machinery and equipment accum. depreciation	1,264.28	1,264.28
(Increase) in Computer software	—	—
(Increase) in Computer software accum.	773.88	773.88
Amortization		
(Increase) in accounts payable	—	57,786.50
(Increase) in accrued payroll	21,136.45	2,026.14
(Increase) in accrued VAT payable	10,352.16	—
(Increase) in other accrued expenses payable	(7,024.17)	6,443.50
(Decrease) in other payable	(30,393.13)	(22,212.74)
(Decrease) in temporary receipts		10,000.00
Net Cash (used) in operating activities	(322,394.37)	(283,857.86)
<u>Cash flows from financing activities</u>		
Issuance of common stocks & additional paid-in capital	319,386.33	261,702.00
Re-evaluated of common stocks	—	(300.00)
(Increase)in cumulative translation adjustments	144.76	—
Net Cash provided by financing activities	319,531.09	261,402.00
Net Increase (decrease) in cash	(2,863.28)	(22,455.86)
Cash balance at beginning of year	8,259.49	30,715.35
Ending Cash balance	5,396.21	8,259.49

World Mobile Holdings Inc. & Subsidiary
Statement of Change in Stockholder's Equity
For the period December 31th, 2009 to December 31th, 2013

	Common Stock Shares	Value	Additional Paid-in Capital	Deficit accumulated during the development stage	Total Shareholder's Equity
Shares issued for investors investment	2,297,780	2,297.78			
Shares issued for services, par value \$0.001	19,930,151	19,930.15	—	—	—
Shares issued for shell cost, par value \$0.001	100,000	100.00	—	—	—
Shares issued for shell company, par value \$0.001	266,958	266.96	—	—	—
Balance, December 31 st , 2009	22,594,889	22,594.89	—	—	—
Shares issued for investment under regulation D	700,000	700.00	139,300.00	—	—
Shares issued for private placement commission	70,000	70.00	—	—	—
Balance, December 31 st , 2010	23,364,889	23,364.89	139,300.00	—	—
Shares re-evaluated	(5,389,938)	(5,389.94)	—	—	—
Shares issued for investment under regulation S	93,000	93.00	72,129.80	—	—
Shares issued for investment under regulation D	175,000	175.00	34,825.00	—	—
Shares issued for private placement commission	315,000	315.00	—	—	—
Shares issued for professional service	100,000	100.00	—	—	—
Shares issued to employee	370,000	370.00	—	—	—
Balance, December 31 st , 2011	19,027,951	19,027.95	246,254.80	—	—
Shares re-evaluated	(300,000)	(300.00)	—	—	—
Shares issued for investment under regulation S	330,500	330.50	245,859.50	—	—
Shares issued to Aglow employee	1,312,000	1,312.00	—	—	—
Shares issued for professional service	14,200,000	14,200.00	—	—	—
Balance, December 31 st , 2012	34,570,451	34,570.45	492,114.30	—	—
Shares issued for investment under regulation S	213,889	213.89	188,556.86	—	—
Shares issued for Aglow employee	376,466	376.47	30,239.13	—	—
Shares issued for professional service	62,500	62.50	99,937.50	—	—
Balance, December 31 st , 2013	35,223,306	35,223.31	810,847.79	—	—

Note 1 – Nature of Business and Basis of Presentation

World Mobile Holdings, Inc. (the “Company”), formerly Microscint, Inc., was incorporated in the State of Nevada on May 5, 2006. The Company provides effective processed system, and customized system integrations, such as, integration of Surveillance System & Multimedia Signage, integration of Lithium-Iron Battery Modules.

In May 2011 and May 2012, the Company appointed the following officers: Chuan-Chen (Jason) Hu as President & CEO & Treasurer, Yuying (Samantha) Jen as Secretary and Executive Vice President, Fu-Shan (Jimmy) Shen as Executive Vice President & CTO, Yuneng (Mike) Ho as Executive Vice President of China Market, Jun-Ying (John) Chen and Tseng-Chien (Daniel) Huang as Board Directors. On March 22, 2012 the Company received approval from Financial Industry Regulatory Authority “FINRA” to be quoted on the OTC Markets under the symbol “MCSC”. On July 12, 2012, FINRA approved the company symbol change from “MCSC” to “WMHI”. In October 2012, Dr. Thomas Lu joined the board to be the Executive Board Director of the company. In 2013, all board directors remain the same.

Aglow Communications Corp. Ltd is a 100% owned subsidiary of World Mobile Holdings, Inc. Incorporated in Hong Kong on March 31, 2008, Aglow supports all production, sales and marketing, as World Mobile Holdings' mobile manufacturers are outsourcing to several supply companies. In March 2012, Aglow's Shenzhen office was officially registered in China; both Aglow Hong Kong and Shenzhen offices will provide field application services if a customer has a technical issue that needs to be solved.

Note 2 – Summary of Significant Accounting Policies

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company evaluates these estimates on a regular basis and bases them on historical experience and on various assumptions that the Company believes are reasonable. Actual results could differ from the estimates.

Cash and Cash Equivalents – Cash and cash equivalents include cash on hand, cash on deposits and all short-term highly liquid investments purchased with remaining maturities of three months or less. The Company currently maintains substantially all of its day-to-day operating cash balances with major financial institutions.

Property, Plant and Equipment – Property, plant and equipment are stated at cost, less accumulated depreciation and amortization. Depreciation and amortization are computed using the straight-line method based upon the shorter of the estimated useful lives of the assets, or the lease term of the respective assets, if applicable. Maintenance and repairs are charged to expense as incurred, and improvements are capitalized. When assets are retired or otherwise disposed of, the cost and accumulated depreciation and amortization are removed from the accounts and any resulting gain or loss is reflected in operations in the period realized. The ranges of estimated useful lives for property and equipment categories are as follows:

Land and building	twenty years
Plant and equipment	five years

Allowance for doubtful accounts - The allowance for doubtful accounts is an estimate to cover the losses resulting from the inability of customers to make payments for outstanding balances. In estimating the required allowance, the Company takes into consideration the overall quality and aging of the accounts receivable, credit evaluations of customers' financial condition and existence of credit insurance. The Company also evaluates the collectability of accounts receivable based on specific customer circumstances, current economic trends, historical experience with collections and any value and adequacy of collateral received from customers.

Inventory – Inventory is stated at the lower of cost or market (weighted average method). Any write-down of inventory to the lower of cost or market at the close of a fiscal period creates a new cost basis that subsequently would not be marked up based on changes in underlying facts and circumstances. Inventories on hand are evaluated on an on-going basis to determine if any items are obsolete or in excess of future needs. Items determined to be obsolete are reserved for.

The Company provides for the possible inability to sell its inventories by providing an excess inventory reserve. There was \$10,899 reserve at Dec. 31, 2010.

Intangible Assets – Intangible assets with finite lives are amortized over their respective estimated useful lives. The amount of intangible assets to be amortized shall be the amount initially assigned to that asset less any residual value. Identifiable intangible assets that are subject to amortization are evaluated for impairment using a process similar to that used to evaluate long-lived described below.

Impairment of long-lived assets - The Company reviews the recoverability of its long-lived assets, such as property and equipment and intangible assets, when events or changes in circumstances occur that indicate the carrying value of the asset or asset group may not be recoverable. The assessment of possible impairment is based on the Company's ability to recover the carrying value of the asset or asset group from the expected future pre-tax cash flows, undiscounted and without interest charges, of the related operations. If these cash flows are less than the carrying value of such assets, an impairment loss is recognized for the difference between estimated fair value and carrying value. The measurement of impairment requires management to estimate future cash flows and the fair value of long-lived assets.

Valuation of financial instruments - The carrying value of the Company's financial instruments, including cash and cash equivalents, accounts receivable, accounts payable, short term debt, and long-term debt approximate fair value due to their current market conditions, maturity dates and other factors.

Revenue Recognition – Revenue is recognized in connection with sales of products when all of the following conditions are met: (1) there exists persuasive evidence of an arrangement with the customer, typically consisting of a purchase order or contract; (2) products have been delivered and title and risk of loss has passed to the customer, which occurs when a product is shipped under customary terms; (3) the amount of revenue is fixed or determinable; and (4) collectability is reasonably assured.

Concentration of Credit Risk – Financial instruments that potentially subject the Company to significant concentration of credit risk consist principally of accounts receivable, cash and cash equivalents. The Company's cash and cash equivalents are maintained with high quality institutions, the compositions and maturities of which are regularly monitored by management. Through June 30, 2013, the Company had not experienced any losses on such deposits.

Accounts receivable include amount, USD167,265.24, due from customer primarily in King Star IT (Shen Zhen) Corp. for Gansu Mobile Signage Project I. Phase I Project started on January 19 and ended on April 19, 2012.

During the second quarter of 2013, KingStar IT (Shen Zhen) Corp. has paid the 30% of USD229,793.98 due to the Phase I Project. due to the Phase I Project. 50% of USD229,793.98 will be paid by the first quarter of 2014.

Income taxes - The asset and liability method is used in accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the expected tax consequences of temporary differences between the tax bases of assets and liabilities and their reported amounts in the financial statements using enacted tax rates and laws that will be in effect when the difference is expected to reverse.

Valuation allowances are provided against deferred tax assets that are not likely to be realized.

Foreign Currency – The financial statements of the company’s foreign operations are translated into U.S. dollars for financial reporting purposes. The assets and liabilities of foreign operations whose functional currencies are not in U.S. dollars are translated at the average exchange rates during the period, and equity accounts at historical exchange rates, while revenues and expenses are translated at average exchange rates during the fiscal year. Translation adjustments resulting from the translation of the subsidiaries’ accounts are included in “Accumulated other comprehensive income”. Gains and losses resulting from foreign currency transactions are included within “Other income (expense), net”. Such amounts are not significant to the periods presented.

Comprehensive income - Comprehensive income is defined as the change in equity of a business enterprise during a period from transactions and other events and circumstances from non-owner sources.

The primary components of comprehensive income for the Company include net income and foreign currency translation adjustments arising from the consolidation of the Company’s foreign subsidiaries.

Net income per common share - Net income per common share-basic is computed by dividing the net income attributable to the Company for the period by the basic weighted-average number of outstanding common shares. The calculation of net income per common share attributable to the Company is presented in Note 3.

Note 3 – Earnings per share

Basic net earnings per share are computed by dividing net earnings for the period by the weighted-average number of shares of common stock outstanding during the period.

The following table sets forth the computation of basic and diluted net earnings per share for the periods indicated:

	<u>2013</u>
Net income attributable to common stockholders	\$(326,873.94)
Weighted average common stock outstanding - Basic and diluted	34,816,103
Earnings per share attributable to common stockholder - Basic and diluted	(0.0094)

Note 4 – Inventory

Inventories stated at the lower of cost or market value are as follows:

2013

Finished goods in Shenzhen office	\$43,863.26
Merchandise inventory	10,899
Allowance for reduction of inventory to market	<u>(10,899)</u>
	\$43,863.26

Note 5–Property, Plant and equipment

Property, Plant and equipment and the related accumulated depreciation consisted of the following at December 31, 2013:

Office equipment		\$8,249.83
Accumulated depreciation: Office equipment	<u>(3,014.67)</u>	
Plant and equipment – net		5,235.16

Depreciation was \$3,014.67 for the ended December 31, 2013.

Note 6– Intangible Assets

Intangible assets:

Amortizable intangible assets	
Computer software	\$ 3,529.41
Trademarks	680.00
Goodwill	54,744.34
Accumulated amortization	<u>(1,792.23)</u>
Total	\$57,161.52

Identifiable intangible assets, which are subject to amortization, consist primarily of computer software and trademarks. These intangible assets are amortized over the assets' estimated useful lives which range from three to ten years.

Amortization expense associated with identifiable intangible assets was \$1,792.23 for the ended December 31, 2013.

Note 7– Intangible Assets (Continued)

On Feb.4th, 2010, World Mobile Holdings Inc. has official merged its whole owned subsidiary "Aglow communication corp. Limited" which based in HK with goodwill resulted.

Note 8 – Accrued expenses

Accrued expenses:

Salaries	\$25,215.47
VAT Payable	10,352.16
Taxes-Shenzhen office rental taxes	261.40
Expense paid by employee	<u>2,088.95</u>
Total	\$37,917.98

Note 9– Related Party Transactions

The Company has recorded expenses for the following related party transactions in the ended December 31, 2013:

Other payable:

Other payable- Harry Zhang	\$19,515.28
Other payable- Allen Liang	34,028.62
Other payable- Eden	<u>128,568.50</u>
Total	182,112.40

Harry Zhang is a major shareholder of the company and consultant to the Board. He has been provided administrative services to the company since 2009 with no interest.

Allen Liang is a major shareholder of the company. The various payables were paid by Allen for setting start-up businesses for the company with no interest.

Chuan-Chen Hu, the Chairman and CEO of the company also owned Eden International Investment and Development Inc. (“Eden”) located in Taipei Taiwan. The amount of \$128,568.50 is loan to the company with no interest.

Note 10– Subsequent Events

The Company evaluated all events subsequent to December 31, 2013 through the date of the issuance of the financial statements and concluded that there are no other significant or material transactions to be reported, except the following:

The company has been cooperated with Zhenshen local SI (Kingstar IT) to launch Signage Media Player Project and Surveillance System with Gansu Mobile. The Media Player project is divided into three periods within 4 years with total revenue about \$4.3M. The project has officially started in September 2011. The phase I has been completed in 2012. Due to client’s network upgrading project, the phase II will be postponed to Q1 2014; phase III Q3 2014 and the surveillance system will be launched by Q1 2015.

The company has been received two major orders for Signage Media Player System and Baby Cam from China. For the Signage Media Player System, including software platform development for the major wireless carrier from Shanghai China, the first shipment has been delivered by the end of November 2013, to be completed by January 2014. For the Baby cam, the shipments starts in the first quarter of 2014, consistently making delivery until 2017. It will generate the revenue for the company over \$20M.

6): The nature of the issuer's business, products and services;

A. Business Operations of the Issuer

World Mobile Holdings Inc. provides effective processed system, and customized systems integration, such as, integration of Surveillance Systems & Multimedia Signage, integration of Lithium-Iron Battery Modules.

- Cooperating with world leading wireless operators:
World Mobile has valuable assets to establish its B to B business model with worldwide major wireless operators to fulfill their needs of 3.5G and 4G / 5G wireless information services in order to satisfy their customers.
- Cooperating with electric power industry, financial enterprises, among others :
WMHI provides various types of systems integration, for instance, integration of Surveillance Systems & Multimedia Signage, integration of Lithium-Iron Battery Modules.

World Mobile Holdings, Inc. is a US holding company. By acquiring Aglow, we are able to support the production, sales and marketing control over the image transmission and to deal with manufacturers that we outsource to. Aglow could provide field application services if a customer has a technical issue that needs to be solved.

World Mobile is in the business of selling and providing effective processed system, and integrating Image Transmission Devices and Image Receiving Devices in order to meet the needs of 3.5G wireless information services of the world's leading wireless operators and their customers.

B. Date and State (or Jurisdiction) of Incorporation

World Mobile Holdings, Inc. (the "Company"), formerly Microscint, Inc., was incorporated in the State of Nevada on May 5, 2006. On November 3, 2009, Microscint Inc., a publicly traded company, which at the time held non-exclusive licenses of certain patents, and was in development of crystal production technologies for gamma ray sensing applications, ultra pure materials, and other high tech products, changed its name to World Mobile Holdings, Inc., by a shareholder approval, and issued shares to a number of shareholders at \$0.001 per share and also appointed new directors as follows: Chuan-Chen (Jason) Hu, Haining (Harry) Zhang, Hsiu-Pin (Sharon) Hsu, Jane Liang, Yong-Jin Lee, Hsiang-Kung Kuo and Jun-Ying (John) Chen. In May 2011, the newly appointed officers are as follows: Chuan-Chen (Jason) Hu as President & CEO & Treasurer, Yuying (Samantha) Jen as Secretary and Executive Vice President, Fu-Shan (Jimmy) Shen as Executive Vice President & CTO, Yuneng (Mike) Ho as Executive Vice President of China Market, Jun-Ying (John) Chen and Tseng-Chien (Daniel) Huang as Board Directors. On December 1, 2009, World Mobile Holdings, Inc. entered into a purchase agreement to acquire Aglow Communication Corp Limited ("Aglow"), a company incorporated in Hong Kong on March 31, 2008, from Arise Technologies Inc. ("ATI"), under the laws of the state of Nevada. Aglow became a wholly owned subsidiary of World Mobile Holdings Inc. on December 1, 2009. On March 22, 2012 the Company received approval from Financial Industry Regulatory Authority "FINRA" to be quoted on the OTC Markets under the symbol "MCSC". On July 12, 2012, FINRA approved the company symbol change from "MCSC" to "WMHI". In October 2012, Dr. Thomas Lu joined the board to be the Executive Board Directors of the company. In May 2013, all board directors are re-elected and remained in the board.

The Company's website is www.worldmobileholdings.com, and our US office is located at 80 Wall Street Suite 212, New York, NY 10005; Our Sales and Marketing office is at 413, Building B, Hengyu Center, No. 21, Dengliang Rd., Nanshan DST, Shenzhen 518054, China. Our Taiwan Liaison Office is at 13F, No. 207, Tun-Hua North Road, Taipei City 105, Taiwan (R.O.C.). US Sales Office is planning to be opened in Pasadena, CA in 2013.

C. Please indicate the Company's primary and secondary SIC Codes:

3661

D. The company's fiscal year end date:

Our fiscal year ends on December 31.

E. The nature of products or services offered and their markets:

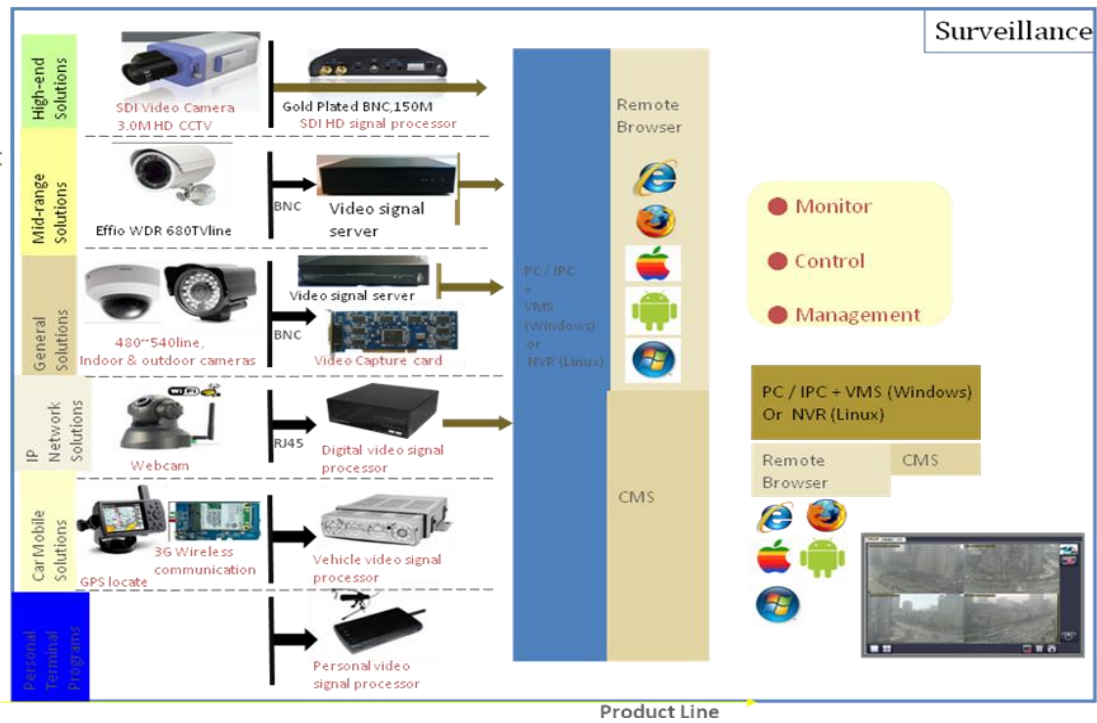
World Mobile Holdings Inc. provides effective processed system, and customized systems integration, such as, integration of Surveillance Systems & Multimedia Signage, and integration of Lithium-Iron Battery Modules.

- Cooperating with world leading wireless operators:
World Mobile has valuable assets to establish its B to B business model with worldwide major wireless operators to fulfill their needs of 3.5G and 4G / 5G wireless information services in order to satisfy their customers.
- Cooperating with electric power industry, financial enterprises, among others :
WMHI provides various types of systems integration, for instance, integration of Surveillance Systems & Multimedia Signage, and integration of Lithium-Iron Battery Modules.

The Company's current solutions and applications are:

- Image Transmission: Surveillance System;
 Multi-Media Signage System.
 System on Chip.
- Lithium-Iron (LeFO4) Battery Modules.

1. Surveillance Systems:



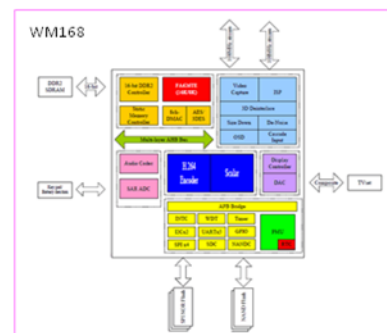
2. Multi-Media Signage Systems:



3. System On Chip: WM168/WM264

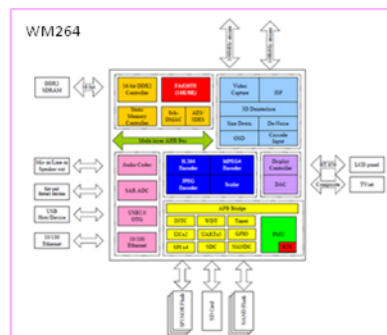
WM168

WMHI provide a high-performance solution using the FA626TE CPU inside the WM168 video chip to accelerate the video or image applications, such as H.264 of the end products. Also WM168 supports the H.264 encoders. WM168 provides a very easy development system and cost-effective for the verification and integration of the video applications at the early development stage. The WM168 series system platform consists of a wide range of elementary functions, which are the AMBA bus framework, H.264 encoder, display controller, video capture, DMA controller, DES/3DES controller to reduce the overall system cost.



WM264

WMHI provide a high-performance solution using the FA626TE CPU inside the WM264 video chip to accelerate the video or image applications, such as H.264, MPEG4, and JPEG, of the end products. Also WM264 supports the JPEG, MPEG4, and H.264 encoders. WM264 provides a very easy development system and cost-effective for the verification and integration of the video applications at the early development stage. The WM264 series system platform consists of a wide range of elementary functions, which are the AMBA bus framework, H.264 encoder, display controller, video capture, USB 2.0 PHY, DMA controller, DES/3DES controller, USB 2.0 OTG controller, Ethernet PHY, Ethernet, and MAC controller, to reduce the overall system cost.



4. Lithium-Iron Battery Modules:

LiFePO4 Battery Cell and Module		
Product Line		Specification
Energy type		2Ah 、 3Ah 、 5Ah 、 7Ah 、 10Ah
Power type		10Ah 、 15Ah 、 20Ah 、 30Ah and 50Ah
Single Cell		Plan Upgrade to 100Ah/per cell
Multi series and parallel high power Module	EV Power	12V/30Ah 、 24V/7Ah 、 24V/10Ah 、 36V/10Ah 、 36V/30Ah
	Solar storage	48V/10Ah 、 48V/30Ah 、 48V/90Ah 、 48V/300Ah
	UPS	144V/30Ah 、 288V/90Ah 、 360V/30Ah 、 360V/120Ah 、 600V/400Ah...etc.
Various Elec. Vehicles		12V ~ 48V E-Scooter
		48V ~ 96V Industrial E-Vehicle
		144V~ 324V E-Bus
		600V above series- E Bus

The company has been cooperated with Zhenshen local SI (Kingstar IT) to launch Signage Media Player Project and Surveillance System with Gansu Mobile. The Media Player project is divided into three periods within 4 years with total revenue about \$4.3M. The project has officially started in September 2011. The phase I has been completed in 2012. Due to client's network upgrading project, the phase II will be postponed to Q1 2014; phase III Q3 2014 and the surveillance system will be launched by Q1 2015.

The company has been received two major orders for Signage Media Player System and Baby Cam from China. For the Signage Media Player System, including software platform development for the major wireless carrier from Shanghai China, the first shipment has been delivered by the end of November 2013, to be completed by January 2014. For the Baby cam, the shipments starts in the first quarter of 2014, consistently making delivery until 2017. It will generate the revenue for the company over \$20M.

The markets in which we operate are highly competitive and many of our competitors have significantly greater resources than we do. Many of the Company's competitors have far greater name recognition and greater financial, technological and marketing resources than our Company. This may allow them to respond more quickly to new or emerging technologies and changes in customer requirements. It may also allow them to devote greater resources to the research, development, promotion, sale and support of their products than the Company.

In addition, the Company also faces competition from a number of smaller manufacturers that have developed similar products. The relatively low barrier to entry into the "no brand" mobile industry permits new competitors to enter the industry easily.

We believe that the Company's continued operations, revenue growth and future profitability will depend on its ability to attract sufficient capital. We have and are currently taking steps to raise sufficient capital to fund our operations which include funding a joint venture with Hunan Telecom and Hunan Unicom.

The major market of the company is in China where the policies and social changes made by the Chinese government can be unpredictable. To remain competitive, the Company must continue to enhance and improve the responsiveness, functionality and features of its main products. The Company's performance is substantially dependent on the performance of our executive officers and key employees and on our ability to retain and motivate the Company's personnel, especially our Sales and Marketing teams. The Company's future success also depends on our continuing ability to identify, hire, train and retain other highly qualified sales and managerial personnel.

Attached: Order received and estimate from 2014 to 2015:

2011 Total Order Amount in USD: \$8.67M. Estimated to complete all projects by 2015 °

Project	Schedule	Client	Revenue (USD)
Gansu Mobile Multimedia Signage Player System I Part I: For LCD/LED	September 2011 won the tender; December 2011 started the project.	China Mobile Gansu Province	\$230,000
Gansu Mobile Multimedia Signage Player System I Part II: For auto-clerk kiosks.	September 2011 won the tender; Estimate to start the project by 2014 Q1.	China Mobile Gansu Province	\$400,000
Gansu Mobile Multimedia Signage Player System II ; For 1,000 stores	Estimate to start the project by 2014 Q1.	China Mobile Gansu Province	\$0.8M

Gansu Mobile Multimedia Signage Player System III ; For 1,000 stores	Estimate to start the project by 2014 Q3.	China Mobile Gansu Province	\$0.8M
Gansu Mobile Surveillance Project	Estimate to start the project by 2015 Q1.	China Mobile Gansu Province	\$4.8M

2013 Order Received: US\$20M + 30% is expected to start at the end of 2013; the rest 70% is expected to be completed by 2014.

Project	Schedule	Client	Est. Revenue (USD)
Baby Cam (3 years contract)	Signed the contract by 2013 Q4	Major China Enterprise	\$15M to \$20M
Signage Media Player System	Signed the contract by 2013 Q4	China Mobile Shanghai	\$200,000

7): Issuer's facilities;

The Company does not own real estate. The Company has no plans to acquire any property in the immediate future. The Company's US office is located at 80 Wall Street Suite 212, New York, NY 10005; Our Sales and Marketing office is located at 413, Building B, Hengyu Center, No. 21, Dengliang Rd., Nanshan DST, Shenzhen 518054, China; and a Taiwan Liaison Office at 13F., No. 207, Tun-Hua North Road, Taipei City 105, Taiwan (R.O.C.).

8): The name of the chief executive officer and members of the board of directors and control persons;

A. The names and ages of the directors and officers of the Company are set forth below and the business address for all key personnel is: 80 Wall Street, Suite 212, New York, NY 10005.

Chuan-Chen (Jason) Hu, 55 years old, President, Board Chairman and CEO

From November 2009 to present, Mr. Hu is the Board Chairman and CEO of World Mobile Holdings Inc. From 2004 up to present, Mr. Hu is the Board Chairman & CEO of EDEN Investment & Development Inc. of Taiwan. From 2000 – 2003, Mr. Hu was Executive Board Director of Systems & Technology Corp. of Taiwan and Senior Advisor for Concourse Security Co., Ltd. of Taiwan. From 1996 to 2000, Mr. Hu was CEO of the Taiwan Branch of E.ON Energy AG of Germany. From 1990 to 1996, Mr. Hu was Regional Managing Director at the Far Eastern Office in Hong Kong of Trafalgar House PLC of U.K. From 1985 to 1990, Mr. Hu was Regional Director of the Taiwan Branch of the Corporation for Economic Development of South Africa. Mr. Hu received his Bachelor degree in Economics from Soochow University in Taiwan & MBA from the University of Texas Austin in the United States.

Yuying (Samantha) Jen, 42 years old, Executive Vice President

From July 2010 up to present, Ms. Jen is the Executive Vice President of World Mobile Holdings Inc. From July 2010 up to present, Ms. Jen is the Vice President, Investment Banking & IPO Services Division of Eden International Investment & Development Inc. From 2009 to June 2010, Ms. Jen was the Special Assistant to Board Chairman of World Mobile Holdings Inc. From 2008 to June 2010, Ms. Jen was the Special Assistant to Board Chairman of Eden International Investment & Development Inc. From 1999 to 2001, Ms. Jen was the Associate Financial Analyst of Harman Music Group, Utah, U. S. A. From 1992 to 1996, Ms. Jen worked for General Electric International Inc. Taiwan in Aerospace and Lighting Departments and briefly in Lockheed Martin Taiwan. Ms. Jen received B.S. in Accounting from University of Utah, U.S.A.

Thomas Lu, Ph.D, 51 years old, Executive Board Director

Dr. Thomas Lu joined the company board as the Executive Board director in September 2012. From 2004 to present, Dr. Lu is the Senior Researcher of Bio-Inspired Technologies & Systems from NASA/Jet Propulsion Laboratory/Caltech (NASA/JPL). From 2002 to 2004, Dr. Lu was CTO of Meeworld, Inc. at San Gabriel, California. From 1999 to 2001, Dr. Lu was CEO/CTO of 3DMetrics, Inc. at Petaluma, California. From 1996 to 1999, Dr. Lu worked for In-Harmony Technology Corporation, Petaluma, California as Vice President of Technology. He was also an Adjunct Associate Professor, Biomedical Engineering Department, University of Northern California from 1996 to 2001. Dr. Lu has received various award from NASA including NASA Honors Award 2011; NANA Board Award 2009. He received his Ph.D. in Electrical Engineering, Pennsylvania State University in 1990.

Fu-Shan (Jimmy) Shen, 54 years old, Chief Technology Officer

Mr. Shen joined the company from April 2011 to present. Prior join the company, Mr. Shen was the Senior Vice President of Miktam Technology Inc. From December 2007 to January 2010, Mr. Shen was the General Manager China Division of Alltek Technology Corp. From March 2001 to October 2010, Mr. Shen was the COO and Vice President in Sales and Marketing of AITECH International Corp. Taiwan Branch. From February 1999 to March 2010, Mr. Shen was Senior Sales Manager Communications Department for Leadtek Research Inc. From January 1995 to January 1999, Mr. Shen was the Vice President of ZyKom Technology Corp. From April 1989 to January 1999, Mr. Shen was the Manager of Sales Division for Syslogic Inc. From May 1983 to April 1989, Mr. Shen was the Manager of Sales & Market Division of Information Group Co., (TECO Group). Mr. Shen received his B.S. from National Taipei Industrial Technical College (Major Chemical Engineering)

Yuneng (Mike) Ho, 38 years old, Executive Vice President – China Market

From June 2010 up to present, Mr. Ho is the Executive Vice President, China Market of World Mobile Holdings Inc. From 2009 to May 2010, Mr. Ho was the Sales Manager, China Market of World Mobile Holdings Inc. From 2008 to 2009, Mr. Ho was the Marketing Manager, China Market of Ared Technology Co., Ltd.

From 2007 to 2008, Mr. Ho was the Sales Manager, Cell Phone Department of Ya Hsin Industrial Co., Ltd Dong Guan Branch From 2004 to 2007; Mr. Ho was the President of Wei Ao Hsin Technology Co., Ltd., Shen Zhen. From 2001 to 2004, Mr. Ho was the Sales Manager, Overseas Market of Lan De Er Technology Co., Shen Zhen From 1999 to 2000; Mr. Ho was the Marketing Manager of Shanghai Hong Sheng Technology Co., Ltd. From 1995 to 1999, Mr. Ho was the

Sales of Hwa Ming Industrial Co., Shen Zhen. Mr. Ho was graduated in Industrial Economy and Financial Accounting from Hangzhou Institute of Technology.

Chun-Ying (John) Chen, 58 years old, Board Director

From 2005 up to present, Mr. Chen is the Executive Advisor and President of Zebex Industries, Inc. From 2008 up to 2010, Mr. Chen was the Director of Componus. From 2001-2005, Mr. Chen was the President and a special assistant to the CEO of Palit Group and FIC Group. From 1985-2001, Mr. Chen was the Marketing Director for ACER Group. Mr. Chen was graduated with Doctor of Philosophy in Business Administration from Pacific Coast University of Baton Rouge of Louisiana in the United States.

Tseng-Chien (Daniel) Huang, Board Director

Mr. Daniel Huang was graduated from Tarlac State University in Philippines, then, obtained his MBA from Royal Roads University in Canada. Mr. Daniel Huang is the Senior Advisor of EDEN Investment & Development Inc. of Taiwan. From 2007 up to present, Mr. Huang is Executive Director of Chung Hwa Economic, Finance R&D Association. In the meantime, he also occupies Deputy Secretary of The Cross-Strait Hakka Cultural and Economic Exchange Association. From 2006 up to present, Mr. Huang is the President of Triple Rich Wealth Management Consulting Ltd. Executive Director – United Daily News. General Manager and Founder–Taiwan Foundation for the Blinds. Financial Lecturer – Nan Shan Life Insurance, ING, Prudential, MetLife, Georgia Life Insurance, Taiwan Life, China Life, etc.

B. Legal/Disciplinary History

None of our officers, directors or board members, within the last 5 years, has 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);
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;
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
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.

C. Beneficial Shareholders.

The following table sets forth information regarding the beneficial ownership of outstanding common stock as of the date of this Memorandum by (i) each of our directors and executive officers, (ii) all directors and executive officers as a group, and (iii) each owner of more than 5% of our common stock (5% owners).

<u>Name of Beneficial Owners</u>	<u>Number of Shares Beneficially Owned</u>	
Gideon Holding Inc.	9,308,376	26.42%
Jui-Chin Chin	3,510,000	9.96%
Eden Holding Inc.	3,000,000	8.51%

All Directors and executive
Officers)

Chuan-Chen (Jason) Hu & his family	551,212	1.56%
Gideon Holding Inc. (owned by Chuan-Chen Jason Hu's spouse)	9,308,376	26.42%
Eden Holding Inc. (owned by Chuan-Chen Jason Hu's spouse)	3,000,000	8.51%
Yu-Ying (Samantha) Jen	1, 255,000	3.56%
Yuneng (Mike) Ho	300,000	0.85%
Fu-Shan (Jimmy) Shen	655,000	1.88%
Thomas Lu	200,000	0.57%
Chun-Ying John Chen	600,000	1.70%
Admire Sight Group Limited (owned by Tseng-Chien Huang)	521,600	1.48%

Gideon Holding Inc. and Eden Holding Inc. are offshore companies that made an investment in the company. Both principles of Gideon Holding Inc. and Eden Holdings Inc. is Chih-Mi Yu, spouse of Board Chairman and CEO Chuan-Chen (Jason) Hu. The principal of Admire Sight Group Limited is owned by Tseng-Chien Huang who is a current board director of the company.

Chuan-Chen (Jason Hu) is the Board Chairman and CEO, he and his family (Mina Hu, Mini Hu, Mifi Hu and Chih-Mi Yu) own total 551,212. Yu-Ying (Samantha) Jen is the VP and Secretary of the company; Yuneng (Mike) Ho is the VP of China Market; Fu-Shan (Jimmy) Shen is the VP and CTO of the company; Thomas Lu, Chun-Ying (John) Chen and Tseng-Chien (Daniel) Huang are the directors of the company.

(1) As used herein, the term beneficial ownership with respect to a security is defined by Rule 13d-3 under the Securities Exchange Act of 1934, as amended, as consisting of sole or shared voting power (including the power to vote or direct the vote) and/or sole or shared investment power (including the power to dispose or direct the disposition of) with respect to the security through any contract, arrangement, understanding, relationship or otherwise, including a right to acquire such power(s) during the next 60 days. Unless otherwise noted, beneficial ownership consists of sole ownership, voting and investment rights.

(2) Except as set forth in the footnotes to this table, the business address of each director and executive officer listed is c/o 80 Wall Street, Suite 212, New York, NY 10005.

9): Third Party providers.

Investment Banker:

Network 1 Financial Securities, Inc.
The Galleria, Penthouse
2 Bridge Avenue, Building 2
Red Bank, New Jersey 07701

Phone: (732) 758-9001 Toll Free: (800) 886-7007
Fax: (732) 758-6671
info@Network1Financial.com
www.Network1Financial.com

Counsel: Law Offices of Joseph L. Pittera
2214 Torrance Boulevard Suite 101
Torrance, California 90501
Telephone (310) 328-3588
Facsimile (310) 328-3063
E-mail: jpitteralaw@gmail.com

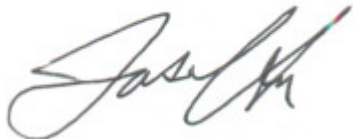
Accountant: Hsiu-Pin Hsu, CPA
13F-4, No. 207, Tun-Hua, N. Rd.,
Taipei, Taiwan
Tel: +886-2-2719-1900
Fax: +886-2-2719-1600

10): Issuer's Certifications;

I, Jason Hu, certify that:

- 1. I have reviewed this 2013 Year End disclosure statement of World Mobile Holdings, 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.**

December 31, 2013

A handwritten signature in black ink, appearing to read 'Jason Hu', with a red horizontal line extending from the end of the signature.

Jason Hu
CEO, Board Chairman and CFO