

**OTC Pink Basic Disclosure Guidelines**

**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.

Sunshine Capital Inc.

**2) Address of the issuer's principal executive offices**

Company Headquarters

Address 1: 7777 Davie Road Ext.

Address 2: Suite 302-B

Address 3: Hollywood, FL 33024

Phone: 954-703-2538

Email: ceo@sunshinecapitalinc.us

Website(s): www.pinksheetsscp.com & www.DIBCoin.us

IR Contact

Address 1: 7777 Davie Road Ext.

Address 2: Suite 302-B

Address 3: Hollywood, FL 33024

Phone: 954-703-2538

Email: \_\_\_\_\_

Website(s): \_\_\_\_\_

**3) Security Information**

Trading Symbol: SCNP

Exact title and class of securities outstanding: Common

CUSIP: 867792202

Par or Stated Value: 0.0001

Total shares authorized: 1,500,000,000 as of: March 31, 2017

Total shares outstanding: 16,997,000 as of: March 31, 2017

Additional class of securities (if necessary):

Trading Symbol: \_\_\_\_\_

Exact title and class of securities outstanding: \_\_\_\_\_

CUSIP: \_\_\_\_\_

Par or Stated Value: \_\_\_\_\_

Total shares authorized: \_\_\_\_\_ as of: \_\_\_\_\_

Total shares outstanding: \_\_\_\_\_ as of: \_\_\_\_\_

Transfer Agent

Name: Madison Stock Transfer Inc.

Address 1: 2715 Coney Island Ave.

Address 2: Second Floor

Address 3: Brooklyn, NY 11235

Phone: 718-627-4453

Is the Transfer Agent registered under the Exchange Act?\* Yes: X No:

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

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None for the current reporting quarter. However, the SEC issued an Order of Suspension of Trading on April 11, 2017<sup>1</sup> followed the next day by the DTCC issuing an "Imposition of Global Lock"<sup>2</sup>.

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

On March 31, 2016, the company spun-off its security consulting division which had been producing a loss. On June 30, 2016, the company entered a joint venture with Small Cap Development to assist it in mergers and acquisitions and enjoy the benefits of its on-going micro-cap consulting business. This was subsequently rescinded by mutual agreement of the parties in the 4<sup>th</sup> quarter of 2016.

Sunshine Capital, Inc. is currently in negotiations to spin-off its crypto-currency business and reverse merge with another company. There are significant uncertainties which must be resolved prior to any contemplated reverse merger transaction agreement.

#### **4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

The list shall indicate:

Sunshine Capital Inc. made and completed its initial offering in October of 1988. The Offering was made pursuant to the exemption from registration of Regulation 1-A promulgated by the Commission by authority of Section 3(b) of the Securities Act of 1934. The Offering was completed at the maximum of 30,000,000 shares of pre-split. Sunshine Capital Inc. effected a 200 to 1 reverse split in February of 1989, resulting in 300,001 shares issued and outstanding. Sunshine Capital Inc. effected a 3 for 1 forward split, November 1, 2013, resulting in 900,003 shares issued and outstanding. As of 12/31/13 there were 900,003 shares of common stock issued and outstanding. As of 06/30/14 there were 900,003 shares of common stock issued and outstanding. During the Third Quarter of 2015, Sunshine Capital Inc. settled obligations to Officers & Directors and old obligations of debt and services for a total of 64,900,003.

- On May 27, 1,825,000 restricted common shares were issued.
- On October 13, 2016 1,675,000 restricted common shares were issued (Certificate numbers 5073 – 5082).
- On November 4, 2016 100,000 restricted common shares were issued (Certificate numbers 5083 – 5084).
- On November 18, 2016 4,000,000 common shares (Certificate number 5050) were deposited with the transfer agent and transferred to different parties. (Certificate numbers 5085 – 2094). This issuance had no effect on the number of outstanding shares.
- On February 21, the company announced the cancellation of 56,303,003 common shares (equivalent to 77% of the outstanding common stock). This cancellation took effect on March 31, 2017.

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<sup>1</sup> SEC Order of Suspension of Trading, File No. 500-1 by Hon. Brent J. Fields, Secretary (April 11, 2017).

<sup>2</sup> Imposition of Global Lock on Sunshine Capital, Inc./CUSIP 867792202, Tamara O'Connor, Executive Director, AML & Financial Crime Compliance & Data Governance (April 12, 2017).

As of March 31, 2017 the company had 16,997,000 common shares outstanding.

## 5) Financial Statements

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

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

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service 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 reports separately as described in part (ii) 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 otcq.com in the field below.

### **Please see the attached documents.**

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

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

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

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

Publishing. The company has also been developing a crypto-currency, i.e., "DIBCoin" for use in the acquisition and/or merger of businesses and/or divisions and departments of existing businesses.

- B. Date and State (or Jurisdiction) of Incorporation:

1989 State of Nevada

- C. the issuer's primary and secondary SIC Codes;

7380

- D. the issuer's fiscal year end date;

December 31

- E. principal products or services, and their markets;

Business Services

## 7) Describe the 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.

The company is currently responsible for payment of office space in Hollywood, Florida which serves as its corporate headquarters. The company also has rent-free use of office space in Rockford, Michigan.

## 8) Officers, Directors, and Control Persons

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

- A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Adam T. Petty, as President of both Sunshine Capital, Inc. and of DIBFunding, Inc., which owns in excess of 5% of the outstanding shares of the company. (3,296,997 shares; equivalent to 19.398% of the outstanding shares of the company).

Alan Hamilton, an individual shareholder, who owns in excess of 5% of the outstanding shares of the company. (1,280,000 shares; equivalent to 7.531% of the outstanding shares of the company).

828 Investments, Inc., a corporate shareholder, who owns in excess of 5% of the outstanding shares of the company. (1,200,000 shares; equivalent to 7.060% of the outstanding shares of the company).

Gregory Dahlke, an individual shareholder, who owns in excess of 5% of the outstanding shares of the company. (1,000,000 shares; equivalent to 5.883% of the outstanding shares of the company).

Paul Dahlke, an individual shareholder, who owns in excess of 5% of the outstanding shares of the company. (1,000,000 shares; equivalent to 5.883% of the outstanding shares of the company).

Ross Dahlke, an individual shareholder, who owns in excess of 5% of the outstanding shares of the company. (1,000,000 shares; equivalent to 5.883% of the outstanding shares of the company).

James Dahlke, an individual shareholder, who owns in excess of 5% of the outstanding shares of the company. (947,300 shares; equivalent to 5.573% of the outstanding shares of the company).

- B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five 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

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

DIB Funding, LLC (19.398% of the outstanding shares)  
300 Delaware Ave.  
Suite 210  
Wilmington, DE 19801

DIB Funding is controlled by:

Adam T. Petty  
11565 Edgerton Ave.  
Rockford, MI 49341

The Registered Agent is:

Joseph Allen  
300 Delaware Ave.  
Suite 210  
Wilmington, DC 19801

## **9) Third Party Providers**

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

### Legal Counsel

Name: N/A

Firm:

Address 1:

Address 2:

Phone:

Email:

### Accountant or Auditor

Name: N/A

Firm:  
Address 1:  
Address 2:  
Phone:  
Email:

Investor Relations Consultant

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

**10) Issuer Certification**

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

The certifications shall follow the format below:

I, Adam T. Petty certify that:

1. I have reviewed this Quarterly Disclosure and Financial Statements of Sunshine Capital, Inc. ("SCNP");
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.

May 24, 2017

/s/Adam T. Petty, President/Chief Executive Officer/Chief Financial Officer