

**Wowjoint Holdings Ltd. OTC Pink Basic Disclosure Information Statement**

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

Wowjoint Holdings Ltd

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

Company Headquarters

Address 1: 1008 A Block Tiacheng Mansion #2 Xinfeng Rd.

Address 2: Deshengmenwai St, Xicheng Dist. Beijing 100088

Address 3: \_\_\_\_\_

Phone: 852 2169 6390

Email: wow.joint@wowjoint.com

Website(s): http://wowjoint.com/

IR Contact

Address 1: None

**3) Security Information**

Trading Symbol: BWOW

Exact title and class of securities outstanding: ordinary shares

CUSIP: G9796W101

Par or Stated Value: \$0.001

Total shares authorized: 49,000,000

as of: 8/17/2015

Total shares outstanding: 8,428,968

as of: \_\_\_\_\_

Additional class of securities (if necessary): None

Transfer Agent

Name: Conatinal Stock Transfer

Address 1: 17 Battery Place

Address 2: New York, NY 10004

Phone: 212.845.3249

Is the Transfer Agent registered under the Exchange Act?\*

Yes:

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:

33 Act legends on restricted shares

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

None

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

{00379747.DOCX.2}

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v1.1 April 25, 2013)

#### 4) Issuance History in the Last Two Fiscal Years

In January and April 2013, the Issuer issued 22,000 shares of the Company's ordinary share to Jasmine Xinyue Geffner and John Peng Rui, then officers of the Company upon completion of certain services provided to the Company in lieu of cash compensation.

#### 5) Financial Statements

On August 17, 2015, the Issuer posted on the OTC Disclosure & News Service its unaudited annual financial statements for the year ended December 31, 2014 and unaudited quarterly financial statements for the quarter ended March 31, 2015 and June 30, 2015 (collectively, the "Financial Statements"). Such Financial Statements are hereby incorporated by reference.

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

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

The Issuer is a provider in the design, engineering and manufacturing of customized infrastructure equipment and machinery used in the construction of railways, highways, metro subways, bridges and viaducts in China, based on the range of major railway projects in which we have been involved or have been asked to bid on. We provide end-to-end solutions in various engineering applications involving the lifting, carrying and transporting of large-scale and heavy precast concrete beams, boats, shipping containers and other heavy goods.

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

The Issuer was incorporated in the Cayman Islands on December 12, 2007

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

35319908

D. the issuer's fiscal year end date;

12/31

E. principal products or services, and their markets;

We provide solutions to different construction projects by designing, engineering and manufacturing customized large scale equipment for the lifting, carrying, transportation and installation of heavy objects and precast materials. We offer a wide variety of product lines of modular, re-locatable and stationary custom heavy duty construction equipment and machinery and our products are used in various engineering fields such as the construction of railways, highway, viaducts and ports, as well as in the lifting and transporting of concrete beams, boats, shipping containers and other heavy goods. We currently provide products and services to customers in China, North America, South America, Asia and etc.

#### 7) Describe the Issuer's Facilities

Our executive offices are located at Wowjoint Holdings Limited, 1008 A Block Tiancheng Mansion, #2 Xinfeng Rd. Deshengmenwai St, Xicheng Dist. Beijing 100088. We currently own and occupy facilities with an aggregate area of 173,659 square feet in Beijing, China. Our operation location in Beijing, 10 miles from Beijing Capital Airport in China, is where design, engineering, manufacturing, marketing and sales activities take place. Our research and development teams are housed in another building in the western district of Beijing. We hold the appropriate land use rights for all of our facilities.

We had a manufacturing facility in Zhenjiang City, which is located in Eastern China, about 2-3 hours northwest of Shanghai. It covers approximately 2 million square feet of land, including 140,000 square feet of production workshop, 70,000 square feet of office space, shipping field and testing ground. We presently own 48,000 square meters of the land and may purchase the remaining land in stages over the next two years. Construction will be split into two phases, with construction commenced in mid 2012. Phase one has been completed and put into use in early May 2013. The new manufacturing facility will be focused on producing large equipment and providing maintenance services for our launch gantries, lifting equipment, railway transportation equipment and railway testing equipment. Going forward more manufacturing activities will be moved from Beijing to this new facility. We are waiting for government approvals on Phase two.

In addition, we have a R&D center in Zhenjiang in conjunction with Beijing Jiaotong University's Yangtze River Delta R&D Transportation Institute. The Zhenjiang City New District government provided 8,600 square feet of office building space at no cost to us. The R&D center was put into use since May 2013. This R&D center, in conjunction with the Zhenjiang manufacturing facility, is used to specifically service customers around the Eastern China Yangtze River Delta area, Southern China and international market customers.

Our Italian subsidiary, BWI, also rented an office of approximately 323 square feet in Conegliano, northeastern Italy.

## 8) Officers, Directors, and Control Persons

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.

Our directors and executive officers as of the date of this disclosure statement are as follows:

Name	Position
Yabin Liu	Chief Executive Officer and Chairman of the Board of Directors
Fude Zhang	Chief Technical Officer and Director
Jian Liu	Chief Financial Officer
Feizhou Hao	Director
Liguo Liu	Senior Vice President of Marketing and Sales
Jibing Li	Director
Chun Liu	Director

### Name and Address of 5% Beneficial Owner

Realink Group Limited  
Wowjoint International Limited

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.

The below table is based on information known to the company. The percentages are based on the total number of issued and outstanding ordinary shares at 8,428,968 as of August 17, 2015.

<u>Name and Address of Beneficial Owner</u>	<u>Number of Shares of Ordinary Shares Beneficial Ownership</u>	<u>Percentage of Outstanding Ordinary Shares</u>
Realink Group Limited(1)	1,919,967	20.90%
Wowjoint International Limited(1)	3,023,529	38.10%

- (1) Mr. Yabin Liu is the sole director of all the two entities and may be deemed as the beneficial owner of the shares directly owned by these entities.

9) **Third Party Providers**

Legal Counsel

Name: Barry I. Grossman

Firm: Ellenoff Grossman & Schole LLP

Address 1: 1345 Avenue of the Americas, 11<sup>th</sup> Fl

Address 2: New York, NY 10105

Phone: +1 212-370-1300

Email: bigrossman@egsllp.com

Accountant or Auditor

None

Investor Relations Consultant

None

Other Advisor:

None

{00379747.DOCX.2}

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v1.1 April 25, 2013)

**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, Jian Liu, certify that:

1. I have reviewed this quarterly disclosure statement of Wowjoint Holdings Ltd.;
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, 2015

By: 

---

Jian Liu  
Chief Financial Officer

8.19

I, Yabin Liu, certify that:

1. I have reviewed this quarterly disclosure statement of Wowjoint Holdings Ltd.;
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, 2015

By: 

---

Yabin Liu  
Chief Executive Officer