



Financial Report  
For the Period Ended  
December 31, 2018

## 1. Name of the issuer and its predecessors, if any.

The name of the issuer is: BCW GROUP HOLDING, INC.

## 2. Address of the issuer's principal executive offices.

Company Headquarters

Room 1201, Building 6, Caimanjie Financial, Chaoyang District, Beijing 10014, China

The issuer's telephone number is: 011-86-10-56253285

Website: [www.taobaichi.cn](http://www.taobaichi.cn)

## Security Information

Security Symbol: BCWG

**Exact title and class of securities outstanding: Common**

CUSIP Number: 2914T 105

Stated Par Value: \$0.0001

Total authorized: 500,000,000 as of December 31, 2018

Total outstanding: 400,000,000 as of December 31, 2018

Total unrestricted: 300,000

Total number of shareholders: 632

Number of Beneficial Owners: 600

**Exact title and class of securities outstanding: Preferred Series "A"**

CUSIP Number: None

Stated Par Value: \$0.001

Total Authorized: 1,000,000 as of December 31, 2018

Total outstanding: None

Total number of shareholders:

Number of Beneficial Owners:

Security Symbol: None

**The Transfer agent is: Globex Transfer, LLC**

780 Deltona Blvd.

Suite 202

Deltona, FL 32725

813-344-4490

<http://www.globextransfer.com>

Globex Transfer, LLC., is registered with the Securities and Exchange Commission as a Transfer Agent pursuant to Section 17A(c) of the exchange Act.

List any restrictions of on transfer of security: None

Describe any trading suspension orders issued by the SEC in past 12 months: None

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## 4. Issuance History

On October 23, 2015, the members of Taobaichi exchanged 100% of their membership interest in Taobaichi for 100,000,000 shares of BCW's common stock. BCW and its wholly-owned subsidiary, Taobaichi are hereafter referred to as the "Company." On September 26, 2017, the company issued 300,000,000 shares to DeQun Wang

## 5. Financial Statements

*The Issuer is providing financial statements for the year ending December 31, 2018, and six months ending June 30, 2018, respectively.*

*A. Balance Sheet*

*B. Statement of Operations*

*C. Statement of Cash Flows; and*

*D. Financial Notes*

*These unaudited financial statements are incorporated by reference herein and attached as Exhibit 1.*

## 6. Issuer's Business, Products and Services.

### **Business operations:**

BEIJING TAobaichi TECHNOLOGY CO., LTD ("BTT") was a company organized in China in 2014 to engage in a internet based food and restaurant membership program.

NOTE: BTT became a wholly-owned subsidiary of BCW in a transaction in 2016 solely for the purpose of BTT forming a U.S. Holding Company.

### **Date; State; and Jurisdiction of Incorporation:**

BCW GROUP HOLDING, INC. ("BCW" or "Seller") was incorporated in the State of Nevada, USA on October 23, 2015 for the purpose of becoming the holding company of BEIJING TAobaichi TECHNOLOGY CO., LTD ("BTT" or "Buyer").

### **Issuer's Primary and Secondary SIC Codes;**

7374: Services-Computer Processing & Data Preparation

7380: Services-Miscellaneous Business Services

**Fiscal Year:**

The Company's fiscal year ends on December 31.

**Products:**

BTT has continuously since inception developed and now owns and operates a membership program under the brand Face to Face to Food on Taobaichi.com, an Internet e-commerce platform connecting consumers with restaurants and food and beverages product providers.

Consumers become members of the Network and acquiring points that they can use for food and beverage purchases at select restaurants as well as acquiring food and beverage products from various companies in what the Company calls a Product Mall. Members can use the Network to find other like-minded "foodies" to talk to and invite to dine using the points.

There are three types of members, as follows:

- Star
- Silver Star
- Gold

Costs to join the Network and become a Member vary by category of membership as follows:

- Star – No charge, just sign up.
- Silver Star - Invite 3 friends to join Star members, automatically upgraded to Silver Star
- Gold – Sign up and pay 365 RMB [Approximately \$55.00]

Additional points can be earned at the rate of 5% of the meal amount when a member writes a review after dining.

Star membership is valid for three months. Silver Star members and Gold membership is valid for one year.

Members have the following benefits:

**Benefits of Stars members**

- Make reservations to use/redeem points at participating restaurants in your city
- Receive three names of other members in your city with whom you can have further chats

**Silver Star Member:**

- Make reservations to use/redeem points at participating restaurants in your city
- Receive ten names of other members in your city with whom you can have further chats
- Use Points to receive free or at discounted price only featured dishes.

Gold Star Member:

- Make reservations to use/redeem points at participating restaurants in your city
- Receive thirty names of other members in your city with whom you can have further chats
- Be able to invite other members to join you in dining and taking advantage of promotions such as a percentage discount on meals
- Use Points to receive free or at discounted price only featured dishes.

Product Mall

Members can also use points to acquire from various companies in what the Company calls a Product Mall food and beverage products at various discount amounts based upon the type of Member.

Business Status

The Networks have an aggregate of the following types of members:

- Star – 14,000
- Silver Star – 3,000
- Gold – 3,000

## 7. Describe the Issuer's Facilities.

BTT currently has Networks operating in the following cities:

- **Beijing Headquarters: Chaoyang District, Beijing Gaobeidian booming Street, Building A 17-12 Phone: 010-62983358**
- **Shanghai Branch Address: Shanghai Zhabei District, 188 Lane in the mountain sun Khaiwan Jincheng Building 8, Room 606 (near Shanghai Railway Station North Square, metro lines 1,3,4), Zip 200070**
- **Xi'an Branch Address: Room 11104 door D Block Xi'an High-tech Zone Kam Yip Road One city of Tel: 029-81021891**

## 8. Officers, Directors, and Control Persons

Wei Lu	President and Director, Secretary
Yuehong Yan	Treasurer

## **Wei Lu, 63**

Current position: Founder and Director of Beijing Taobaichi Technology Co., Ltd. since formation in November 2014 and and Director of BCW since inception.

Experience:

- In 1976, he was graduated from the Department of International Trade at Chinese Culture University.
- In 1973, he was awarded the First Prize for the First Director Class of Taiwan Television, and gave lecture training at well-known enterprises in Taiwan.
- In 1995, he was awarded the title of Top 10 Famous People by the Gleaning in Taiwan during the Spring Festival, and received interviews by newspapers, magazines and TV stations in Taiwan.
- In 1989, he went to the Chinese Mainland to negotiate on investment and cooperation of projects after the opening.
- In 2000, he settled down in Beijing; besides, he gave lecture training for such well-known enterprises as Haier, Mengniu, Donglong, Lite-On, Yutai, Aquarium and Great Wall and Capital Museum in the Chinese Mainland, and served as a lecturer in a number of university education institutions. His original view and teaching method deeply inspired his students.
- In 2013, he received the interview by the Top Leader.
- In 2015 he established the brand “Face to Face to Food” of Taobaichi.com, and officially launched it online after continuously working on site development since inception.

## **Yuehong Yan, 35**

During the past ten years, Ms. Yuehong has been involved in the administrative and managerial capacities.

- From June 2012 to current date, Ms. Yuehong has been the assistant to the president of Shaanxi Biying Ecological Industrial Development Co., Ltd., where she is involved in assisting the president's daily administration and management transactions, provides a comprehensive understanding of company operations and operating environment and is responsible to major businesses and public relations activities on behalf of the president.
- From approximately 2009 to 2012, Ms. Yuehong was an assistant to the president in Shaanxi Haishi High-Tech Products Co. Ltd, where she was involved in important business decision making regarding the company's operations, assisted the president in dailt administration and management transactions, mastered a comprehensive understanding of operational environment and was responsible for major business and public relations activities.
- From approximately 2005 to 2009, Ms. Yuehong was the assistant to the president in Shaanxi Haishi Venture Capital Co., Ltd., where she assisted the president's daily administration and management transactions and was involved in important decision-making of the company's operations.

Ms. Yuehong earned a Bachelor Degree in 2004 from Xi'an International University.

## Educational

Graduated from the Department of Law at National Chung Hsing University, 1983

International Marketing Master from Fudan University, 1988

Lecture Professor of Peking University and Tsinghua University, 1988-1998

Visiting Professor of Bohai University, Hebei Normal University and China Information University;  
2000-2006

### Legal/Disciplinary History:

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 suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities.

NONE

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

NONE

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

NONE

## 9. Third Party Providers

None

Accountant

None

Investor Relations Advisor

None



## 10. Issuer Certification.

I, Wei Lu, certify that:

1. I have reviewed this Interim Financial Disclosure for the six months ended June 30, 2018 and the year ended December 31, 2018;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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 aspects the financial condition, results of operations and cash flows of the issuer as of and for the periods presented in the disclosure statement.

Dated: March 31, 2019

/s/ Wei Lu  
Principal Officer

**BCW GROUP, INC. AND SUBSIDIARY**  
**CONSOLIDATED BALANCE SHEETS**  
(A Development Stage Enterprise)

	December 31, 2018	December 31, 2017	June 30, 2017	December 31, 2016	December 31, 2015
<b><u>ASSETS</u></b>					
Current Assets:					
Cash	\$ 3,944	1,000	2,317	\$ 6,003	\$ 1,224
Accounts receivable	7,490	7,882			
Inventory	1,775	1,708	1,670	1,349	
Other current assets	128,439	122,201	11,621	11,369	25
Total current assets	139,873	132,858	15,645	19,042	2,598
Equipment, net	2,518	4,175	4,429	4,452	5,021
Intangible assets, net	538,143	650,424	669,760	698,400	885,240
<b>TOTAL ASSETS</b>	<b>\$ 680,534</b>	<b>787,457</b>	<b>689,835</b>	<b>\$ 721,894</b>	<b>\$ 892,859</b>
<b><u>LIABILITIES AND MEMBERS' INTEREST/STOCKHOLDERS' EQUITY</u></b>					
Current Liabilities:					
Accounts payable	\$ 1,527	1,607		\$ 2,880	\$ -
Other current liabilities	202,978	233,692	(50,855)	(55,288)	(74,341)
Total current liabilities	204,505	235,299	(50,855)	(52,408)	(74,341)
<b>TOTAL LIABILITIES</b>	<b>204,505</b>	<b>235,299</b>	<b>-50,855</b>	<b>-52,408</b>	<b>-74,341</b>
<b>MEMBERS' INTEREST/STOCKHOLDERS' EQUITY:</b>					
Common stock, \$0.0001 par value, 500,000,000 shares authorized, 41,970,000 and 41,970,000 shares issued and outstanding	1	1	1	1	1
Additional paid-in capital	2,808,508	2,755,808	2,379,328	2,160,000	1,903,487
Accumulated other comprehensive income(loss)	108,636	(8,291)	119,357	95,167	(34,840)
Deficit accumulated during the development stage	(2,441,117)	(2,195,360)	(1,757,996)	(1,480,866)	(901,448)
Total members' interest/stockholders' equity	476,029	552,158	740,690	774,302	967,200
<b>TOTAL LIABILITIES AND MEMBERS' INTEREST/STOCKHOLDERS' EQUITY</b>	<b>\$ 680,534</b>	<b>787,457</b>	<b>689,835</b>	<b>\$ 721,894</b>	<b>\$ 892,859</b>

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

**BCW GROUP, INC. AND SUBSIDIARY**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(A Development Stage Enterprise)

	Year Ended Dec. 31, 2018	Year Ended Dec. 31, 2017	Period Ended Jun. 30, 2017	Year Ended Dec. 31, 2016	Year ended Dec. 31, 2015
<b>Sales</b>	\$	7,402		\$ 1,829	\$ 7,725
<b>Cost of services</b>				-	106
<b>Gross profit</b>		7,402	-	1,829	7,619
<b>Operating expenses:</b>					
Selling expenses		26,653	14,929	43,648	286,752
General and administrative expenses		218,345	262,209	536,074	463,500
Total operating expenses		244,999	277,138	580,623	750,252
<b>Income from operations</b>		(244,999)	(277,138)	(578,793)	(742,633)
<b>Other income (expense)</b>					
Interest expense				(661)	(36,898)
Other expenses		(758)	9	36	
Other income		231	9	(625)	(36,898)
Total other income (expense)		(758)	9	(625)	(36,898)
<b>Income (loss) before provision for income taxes</b>		(245,757)	(277,129)	(579,419)	(779,531)
<b>Provision for income taxes</b>		-	-	-	-
<b>Net income (loss)</b>	\$	(245,757)	(277,129)	(579,419)	(779,531)
<b>Weighted average shares outstanding :</b>					
Basic		400,000,000	100,000,000	100,000,000	100,000,000
Diluted		400,000,000	100,000,000	100,000,000	100,000,000
<b>Earnings (loss) per share</b>					
Basic	\$	(0.00)	(0.01)	(0.00)	(0.01)
Diluted	\$	(0.00)	(0.01)	(0.00)	(0.01)

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

## **Note 1 - Organization and Basis of Presentation**

### **Organization and Line of Business**

BCW Group Holding, Inc., (“BCW”) was incorporated on October 23, 2015 under the laws of the state of Nevada. Beijing Taobaichi Technology Co.,Ltd., a Chinese limited liability company, was originally founded on November 25, 2015 (“Taobaichi”). On October 23, 2015, the members of Taobaichi exchanged 100% of their membership interest in Taobaichi for 100,000,000 shares of BCW’s common stock. BCW and its wholly-owned subsidiary, Taobaichi are hereafter referred to as the “Company.”

The Company owns a website for online business, which is call as Taobaichi.com. Taobaichi.com is a domestic O2O (online-to-offline) Internet e-commerce platform between catering enterprises and consumers in cities. With “integral points” as stickiness, it organically glues consumers, merchants and Taobaichi.com.

### **Development Stage Company**

The Company is considered to be in the development stage as defined in Statement of Financial Accounting Standards (SFAS) ASC 915, “Development Stage Entities”. The Company has devoted substantially all of its efforts to establishing a new business and for which either of the following conditions exists: planned principal operations have not commenced; or the planned principal operations have commenced, and rising of capital and attempting to raise sales.

### **Basis of Presentation**

The accompanying consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Taobaichi. Prior to October 23, 2015 the financial statement only include the accounts of Taobaichi. The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America. All significant intercompany transactions and balances have been eliminated.

## **Summary of Significant Accounting Policies**

### **Accounting Method**

The Company’s financial statements are prepared using the accrual method of accounting. The Company has elected a fiscal year ending on December 31.

### **Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions 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. Significant estimates made by management include, among others, revenue recognition. Actual results could differ from those estimates. It is possible that accounting estimates and assumptions may be material to the Company due to the levels of subjectivity and judgment involved.

### **Concentration of credit risk**

The Company maintains its cash in bank accounts which, at times, may exceed the federally insured limits. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash.

### Economic and Political Risks

The Company's operations are conducted in the PRC. Accordingly, the Company's business, financial condition and results of operations may be influenced by the political, economic and legal environment in the PRC, and by the general state of the PRC economy.

The Company's operations in the PRC are subject to special considerations and significant risks not typically associated with companies in North America and Western Europe. These include risks associated with, among others, the political, economic and legal environment and foreign currency exchange. The Company's results may be adversely affected by changes in governmental policies with respect to laws and regulations, anti-inflationary measures, currency conversion, remittances abroad, and rates and methods of taxation, among other things.

### Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and cash in time deposits, certificates of deposit and all highly liquid debt instruments with original maturities of three months or less. As of December 31, 2017 and December 31, 2018, the company had cash and cash equivalents of \$3,944 and \$ 1,003 respectively.

### Revenue Recognition

The Company recognizes revenues derived from membership sales, advertising income, online mall, activity income and Taobaichi Zengzhibao, when the service has been provided and when there is persuasive evidence of an arrangement, the fee is fixed or determinable, and collection of the receivable is reasonably assured. Taxes collected from customers and remitted to a governmental authority are reported on a net basis and are excluded from revenue. Most revenue is billed in advance on a fixed-rate basis. The remainder of revenue is billed in arrears on a transactional basis determined by customer usage.

The Company often bills customers for upfront charges. These charges relate to down payments or prepayments for future services or equipment and are influenced by various business factors including how the Company and customer agree to structure the payment terms. These payments are recognized as deferred revenue until the service is provided or equipment is delivered and installed. All ongoing fees are billed and recognized as revenue on a monthly basis as service is provided.

### **Intangible Assets**

Intangible assets are stated at the lesser of cost or fair value less accumulated amortization

## **Income Taxes**

Income taxes are provided for tax effects of transactions reported in the financial statements and consist of taxes currently due plus deferred taxes. Deferred taxes are recognized for differences between the bases of assets and liabilities for financial statement and income tax purposes. The differences in asset and liability bases relate primarily to organization and start-up costs (use of different methods and periods to calculate deduction). Deferred taxes are also recognized for operating losses and tax credits that are available to offset future income taxes. The deferred tax assets and/or liabilities represent the future tax return consequences of those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled. The components of the deferred tax asset and liability are classified as current and concurrent based on their characteristics. Valuation allowances are provided for deferred tax assets based on management's projection of the sufficiency of future taxable income to realize the assets. For the period ended December 31, 2017 and December 31, 2018, there is no income tax expenses incurred.

## **Fair Value of Instruments**

ASC 825-10, Financial Instruments requires disclosure of the fair value of certain financial instruments. The carrying value of cash, and accounts payable and accrued liabilities, as reflected in the balance sheets, approximate fair value because of the short-term maturity of these instruments. All other significant financial assets, financial liabilities and equity instruments of the Company are either recognized or disclosed in the financial statements together with other information relevant for making a reasonable assessment of future cash flows, interest rate risk and credit risk. Where practicable the fair values of financial assets and financial liabilities have been determined and disclosed; otherwise only available information pertinent to fair value has been disclosed.

The company follows ASC 820-10, Fair Value Measurements and Disclosures and Accounting Standards Codification subtopic 825-10, Financial Instruments ("ASC 825-10"), which permits entities to choose to measure many financial instruments and certain other items at fair value.

## **Recently Issued Accounting Pronouncements**

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, Revenue from Contracts with Customers, which will supersede nearly all existing revenue recognition guidance under U.S. GAAP. The core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled for those goods or services. ASU 2014-09 defines a five-step process to achieve this core principle and, in doing so, more judgment and estimates may be required within the revenue recognition process than are required under existing U.S. GAAP. As amended by the FASB in July 2015, the standard is effective for annual periods beginning after December 15, 2017, and interim periods therein, using either of the following transition methods: (i) a full retrospective approach reflecting the application of the standard in each prior reporting period with the option to elect certain practical expedients, or (ii) a retrospective approach with the cumulative effect of initially adopting ASU 2014-09 recognized at the date of adoption (which includes additional footnote disclosures). We are currently evaluating the impact of ASU 2014-09 on our future financial statements

## **Subsequent Events**

On September 30<sup>th</sup>, 2018, the company accepted resignation of Mr. Wang DeQun as President and Director. Simultaneously, Mr. Wei Lu was elected as President and Secretary.



