

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

SPECTACULAR SOLAR, INC.

485 US-1 Suites 100-102; Iselin, NJ 08830

800-75-SOLAR

spectacularsolar.com

info@spectacularsolar.com

0001443475

Annual Report

For the Period Ending: December 31, 2021
(the "Reporting Period")

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

425,148,167

As of September 30, 2021, the number of shares outstanding of our Common Stock was:

424,798,167

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

425,148,167

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes. **SPECTACULAR SOLAR, INC.**

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

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

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

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

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

4-8-2004: AYL Global, Inc.; 1-18-2006: China NW Biotech Corp; 6-18-2007: LGM Biopharma, Inc; 11-23-2007: Synchronys International, Inc.; 3-31-2013: Seeker Tec International, Inc; 1-15-2019: Spectacular Solar, Inc.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Incorporation Date: 4-8-2004; Seeker Tec International, Inc. from 3-31-2013

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

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

The address(es) of the issuer's principal executive office:

485 US-1 Suites 100-102; Iselin, NJ 08830

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: X

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below: N/A

2) Security Information

Trading symbol: SPSO
Exact title and class of securities outstanding: COMMON
CUSIP: 84751F100
Par or stated value: .001

Total shares authorized: 450,000,000 as of date: 12/31/21
Total shares outstanding: 425,148,167 as of date: 12/31/21
Number of shares in the Public Float⁶: 31,096,277 as of date: 12/31/21
Total number of shareholders of record: 174 as of date: 12/31/21

All additional class(es) of publicly traded securities (if any):

Trading symbol: SPSO
Exact title and class of securities outstanding: Preferred B
CUSIP: N/A
Par or stated value: .001
Total shares authorized: 400,000,000 as of date: 12/31/21
Total shares outstanding: 302,185,737 as of date: 12/31/21

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

Transfer Agent

Name: Pacific Stock Transfer
Phone: 702-361-3033
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300; Las Vegas NV 89119

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

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <div>Opening Balance</div> Date <u>12/31/20</u> Common: <u>402,998,167</u> Preferred: <u>302,185,737</u>	*Right-click the rows below and select "Insert" to add rows as needed.
Shares Outstanding on Date of This Report: <div>Ending Balance</div> Ending Balance: Date <u>12/31/21</u> Common: <u>425,148,167</u> Preferred: <u>302,185,737</u>	

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

In 2019, the company retired 302,185,737 common shares when CEO Doug Heck exchanged for 302,185,737 Preferred Shares; Principal for Almost Science, LLC: Mark Stephens

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

Date of Transaction	Transaction Type: (e.g. new issuance, cancellation, shares returned to treasury)	Number of shares issued or cancelled	Class of Securities	Value of Shares (\$/per share) at issuance	Were the shares issued at a discount to market price at time of issuance (Y/N)	Individual/unaffiliated shares were issued to (entities have individual with voting/investment control) disclosed	Reason for issuance (e.g. for cash or debt conversion) or nature of services provided	Restricted or unrestricted as of the filing	Exemption or registration type?
5/13/2019	Issuance	200,000	Common	0.03	No	Nicholas Exadaktilos	Roofing Services	Restricted	Rule 144
5/13/2019	Issuance	100,000	Common	0.03	No	Stanley Dickerson	Welding Services	Restricted	Rule 144
5/13/2019	Issuance	20,000	Common	0.03	No	Miles Gajatt	Contracting Services	Restricted	Rule 144
5/13/2019	Issuance	1,000,000	Common	0.03	No	Almost Science, LLC	Marketing Services	Restricted	Rule 144
5/13/2019	Issuance	500,000	Common	0.03	No	Darick Buckey	Marketing Services	Restricted	Rule 144
5/13/2019	Issuance	100,000	Common	0.03	No	Thomas Reilly III	Contracting Services	Restricted	Rule 144
8/20/2019	Issuance	1,000,000	Common	0.02	Yes	Yasir Ahmad	For Cash	Restricted	Rule 144
10/21/2019	Issuance	100,000	Common	0.015	No	Chris Sepienza	Accounting Services	Restricted	Rule 144
10/21/2019	Issuance	100,000	Common	0.015	No	Ed Ryan	Contracting Services	Restricted	Rule 144
10/21/2019	Issuance	300,000	Common	0.015	No	Paul Seattle	Engineering Services	Restricted	Rule 144
10/21/2019	Issuance	300,000	Common	0.015	No	Ken McEwen	Engineering Services	Restricted	Rule 144
11/20/2019	Cancellation	302,185,737	Common	0.001	No	Doug Heck	Exchange for Preferred	Restricted	Rule 144
11/20/2019	Issuance	302,185,737	Preferred	0.001	No	Doug Heck	Exchange for Common	Restricted	Rule 144
12/10/2019	Issuance	1,000,000	Common	0.03	No	Wayne Danson	Board Mgmt Services	Restricted	Rule 144
12/10/2019	Issuance	200,000	Common	0.03	No	Gregory Boehmer	Consulting Services	Restricted	Rule 144
12/10/2019	Issuance	1,000,000	Common	0.03	No	David & Susan Mackay	For Cash	Restricted	Rule 144
12/10/2019	Issuance	200,000	Common	0.03	No	Frank Hammerle	Roofing Services	Restricted	Rule 144
12/10/2019	Issuance	50,000	Common	0.03	No	Christopher Guzman	Roofing Services	Restricted	Rule 144
12/10/2019	Issuance	50,000	Common	0.03	No	Heather Garz	Office Management Services	Restricted	Rule 144
12/10/2019	Issuance	250,000	Common	0.03	No	Tamir Rackley	Employee Compensation	Restricted	Rule 144
12/10/2019	Issuance	1,000,000	Common	0.03	No	Antonio Perez	Employee Compensation	Restricted	Rule 144
12/10/2019	Issuance	2,500,000	Common	0.03	Yes	Zach Trupos	For Cash	Restricted	Rule 144
12/10/2019	Issuance	2,500,000	Common	0.03	Yes	Spito Trupos	For Cash	Restricted	Rule 144
1/22/2020	Issuance	250,000	Common	0.0285	No	Joe Mastorio	Employee Compensation	Restricted	Rule 144
1/22/2020	Issuance	200,000	Common	0.0285	No	Tamir Rackley	Employee Compensation	Restricted	Rule 144
1/22/2020	Issuance	250,000	Common	0.0285	No	Antonio Perez	Employee Compensation	Restricted	Rule 144
1/22/2020	Issuance	300,000	Common	0.0285	No	Ashley Barton	Employee Compensation	Restricted	Rule 144
1/22/2020	Issuance	250,000	Common	0.0285	No	Ajla Brown	Employee Compensation	Restricted	Rule 144
2/3/2020	Issuance	250,000	Common	0.031	No	Sherman Bardujillo	Employee Compensation	Restricted	Rule 144
2/3/2020	Issuance	250,000	Common	0.031	No	David Telada	Employee Compensation	Restricted	Rule 144
2/3/2020	Issuance	250,000	Common	0.031	No	Jesus Gutierrez	Employee Compensation	Restricted	Rule 144

2/3/2020	Issuance	250,000	Common	0.031	No	Jose Nieto	Employee Compensation	Restricted	Rule 144
2/3/2020	Issuance	250,000	Common	0.031	No	Jose Delgado	Employee Compensation	Restricted	Rule 144
2/3/2020	Issuance	250,000	Common	0.031	No	Gregory Boehmer	Consulting Services	Restricted	Rule 144
2/19/2020	Issuance	1,000,000	Common	0.0718	No	Michael Whitehouse	Board Mem Services	Restricted	Rule 144
2/19/2020	Issuance	1,000,000	Common	0.0718	No	Volkan Coklu	Board Mem Services	Restricted	Rule 144
2/19/2020	Issuance	1,000,000	Common	0.0718	No	Anthony Teta	Board Mem Services	Restricted	Rule 144
2/19/2020	Issuance	400,000	Common	0.0718	No	Arthur Pledge III	Roofing Services	Restricted	Rule 144
2/19/2020	Issuance	50,000	Common	0.0718	No	Brian Amigroni	Roofing Services	Restricted	Rule 144
3/13/2020	Issuance	200,000	Common	0.1262	No	Tyler Fisher	Marketing Services	Restricted	Rule 144
5/15/2020	Issuance	2,500,000	Common	0.0615	No	Derick Buckley	Marketing Services	Restricted	Rule 144
5/15/2020	Issuance	500,000	Common	0.0615	Yes	Seth Kunnaman	For Cash	Restricted	Rule 144
5/15/2020	Issuance	250,000	Common	0.0615	No	Illa Kilot	Employee Compensation	Restricted	Rule 144
5/15/2020	Issuance	250,000	Common	0.0615	No	Mario Martinez	Employee Compensation	Restricted	Rule 144
6/8/2020	Issuance	1,000,000	Common	0.055	No	Rick Connors	Board Mem Services	Restricted	Rule 144
6/30/2020	Issuance	250,000	Common	0.039	No	Courtney Plomonte	Employee Compensation	Restricted	Rule 144
6/30/2020	Issuance	300,000	Common	0.039	No	Anthony Logozzo	Employee Compensation	Restricted	Rule 144
6/30/2020	Issuance	2,500,000	Common	0.039	Yes	Spiro Trupos	For Cash	Restricted	Rule 144
8/14/2020	Issuance	250,000	Common	0.0395	No	Courtney Plomonte	Employee Compensation	Restricted	Rule 144
8/14/2020	Issuance	300,000	Common	0.0395	No	Anthony Logozzo	Employee Compensation	Restricted	Rule 144
8/14/2020	Issuance	2,500,000	Common	0.0395	Yes	Spiro Trupos	For Cash	Restricted	Rule 144
9/15/2020	Issuance	1,000,000	Common	0.03	Yes	Volkan Coklu	For Cash	Restricted	Rule 144
9/15/2020	Issuance	300,000	Common	0.03	No	Thomas Domanski	For Cash	Restricted	Rule 144
9/24/2020	Issuance	500,000	Common	0.03	No	Anthony Logozzo	Employee Compensation	Restricted	Rule 144
9/24/2020	Issuance	500,000	Common	0.03	No	Kyle Shroufe	Employee Compensation	Restricted	Rule 144
1/7/2021	Issuance	750,000	Common	0.035	No	Mario Martinez	Employee Compensation	Restricted	Rule 144
1/7/2021	Issuance	50,000	Common	0.035	No	Kyle Shroufe	Employee Compensation	Restricted	Rule 144
1/7/2021	Issuance	350,000	Common	0.035	No	Ashley Benton	Employee Compensation	Restricted	Rule 144
1/7/2021	Issuance	50,000	Common	0.035	No	Illa Kilot	Employee Compensation	Restricted	Rule 144
1/7/2021	Issuance	50,000	Common	0.035	No	Anthony Logozzo	Employee Compensation	Restricted	Rule 144
1/7/2021	Issuance	50,000	Common	0.035	No	Will Alfonso	Employee Compensation	Restricted	Rule 144
1/7/2021	Issuance	100,000	Common	0.035	No	Tara Pomparelli	Employee Compensation	Restricted	Rule 144
1/29/2021	Issuance	500,000	Common	0.028	No	Tara Pomparelli	Employee Compensation	Restricted	Rule 144
1/29/2021	Issuance	19,400,000	Common	0.028	No	Mark Osgood	Fullment of Purchase Cont	Restricted	Rule 144
1/29/2021	Issuance	500,000	Common	0.028	No	Kyle Shroufe	Employee Compensation	Restricted	Rule 144
10/18/2021	Issuance	350,000	Common	0.03	No	Ashley Benson	Employee Comp.	Restricted	Rule 144

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

4) Financial Statements

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

☒ U.S. GAAP

☐ IFRS

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

Name: John Vise
Title: Accountant
Relationship to Issuer: Contractor

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

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

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

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

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

The 2021 annual report was posted on OTCIQ on May 16, 2022

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

5) Issuer's Business, Products and Services

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

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

Spectacular Solar's core business is operating as a diversified holding company involved in solar system installations, investment fund management and roofing contracting through its subsidiaries

- B. Please list any subsidiaries, parents, or affiliated companies.

Star Power, DC Solar

- C. Describe the issuers' principal products or services.

Spectacular Solar designs and installs state-of-the-art solar conversion for home and business owners. Star Power is a bonded and licensed roofing contracting company with expertise in new roof installation, roof repair and roof maintenance.

6) Issuer's Facilities

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

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 leases office and warehouse space at 485 US-1 Suites 100-102; Iselin, NJ 08830

7) Company Insiders (Officers, Directors, and Control Persons)

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

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or**

controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Doug Heck</u>	<u>CEO</u>	<u>Belford, NJ</u>	<u>302,185,737</u>	<u>Preferred</u>	<u>100%</u>	_____
<u>Securities Insurance Mgt</u>	<u>5% Owner</u>	<u>Trucksville, PA</u>	<u>55,000,000</u>	<u>common</u>	<u>12.9%</u>	<u>Principal: Tom Favata</u>
Mike Favata	5% Owner	Swoyersville, PA	54,000,000	Common	12.7%	
Joseph Favata	5% Owner	Falls, PA	33,000,000	Common	7.8%	
Tortola Properties	5% Owner	New Orleans, La	33,000,000	Common	7.8%	Principal: John Tortola
Chris Adams	5% Owner	Los Angeles, CA	33,000,000	Common	7.1%	

8) Legal/Disciplinary History

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

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

NO

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;

NO

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

NO

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.

NO

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

NO

9) Third Party Providers

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

Securities Counsel

Name: Steven Hines, Esq
Firm: Attorney At Law
Address 1: PO Box 281077
Address 2: Nashville, TN 37228
Phone: 615-476-1151
Email: info@stevemillslaw.com

Accountant or Auditor

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

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

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

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Douglas Heck certify that:

1. I have reviewed this Annual Report of Spectacular Solar, 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.

5-16-22 [Date]

/s/ Douglas Heck [CEO's Signature]

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

Principal Financial Officer:

I, Al Francesco certify that:

1. I have reviewed this Annual Report of Spectacular Solar, 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.

5-16-22 [Date]

/s/ Al Francesco [CFO's Signature]

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