

## OTC Pink® Basic Disclosure Guidelines

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws, require issuers to provide *adequate current information* to the public markets. With a view to encouraging compliance with these laws, OTC Markets Group has created these OTC Pink Basic Disclosure Guidelines. We use the basic disclosure information provided by OTC Pink companies under these guidelines to designate the appropriate tier in the OTC Pink marketplace: Current, Limited or No Information. OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for OTC Pink Current Information tier.

### Qualifications for the OTC Pink - Current Information Tier

Companies that make the information described below publicly available on a timely basis (90 days after fiscal year end for Annual Reports; 45 days after each fiscal quarter end for Quarterly Reports) qualify for the Current Information Tier. Financial reports must be prepared according to U.S. GAAP or IFRS, but are *not required to be audited* to qualify for the OTC Pink Current Information tier.

#### Initial Qualification:

1. Subscribe to the [OTC Disclosure & News Service](#) on [www.OTCIQ.com](http://www.OTCIQ.com) to publish your financial reports and material news.
2. Create the following documents, save them in PDF format and upload them via [www.OTCIQ.com](http://www.OTCIQ.com):
  - Annual Financial statements (Document must Include: Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements) for the previous two fiscal years. If these reports are audited, please attach the audit letter from the [PCAOB](#) registered audit firm. Each year’s Annual Financial statements should be posted separately under the report type “Annual Report” in OTCIQ.
  - Any subsequent Quarterly Reports since the most recent Annual Report.
  - The most recent fiscal period end report should also include information in accordance with these OTC Pink Basic Disclosure Guidelines; use the fillable form beginning on page 3.
3. If financial reports are not audited by a [PCAOB](#) registered audit firm:
  - Submit a signed Attorney Letter Agreement (first two pages of the [Attorney Letter Guidelines](#)).
  - After following the appropriate procedures with a qualified attorney, upload an Attorney Letter complying with [Attorney Letter Guidelines](#) through your [otciq.com](http://otciq.com) account.

#### Ongoing Qualification:

1. **For each Fiscal Quarter End**, upload a Quarterly Report via [www.OTCIQ.com](http://www.OTCIQ.com) within **45 days** of the quarter end. (A separate quarterly report is not required for the 4<sup>th</sup> quarter.) The Quarterly Report should include:
  - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page 3.
  - Quarterly financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements).
  - No Audit Letter or Attorney Letter is required.
2. **For each Fiscal Year End**, upload an Annual Report within **90 days** of the fiscal year end. The Annual Report should include:
  - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page 3.
  - Annual financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements, and Audit Letter, if the financial statements are audited).
3. If financial reports are not audited by a PCAOB registered audit firm, upload an Attorney Letter via [www.OTCIQ.com](http://www.OTCIQ.com) complying with the [Attorney Letter Guidelines](#) within **120 days** of the fiscal year end.

### Qualifications for the OTC Pink - Limited Information Tier

Companies that make the information described below publicly available within the prior 6 months qualify for the Limited Information Tier.

1. Subscribe to the [OTC Disclosure & News Service](#) on [www.OTCIQ.com](http://www.OTCIQ.com) to publish your financial reports and material news.
2. Create a Quarterly Report or Annual Report for a fiscal period ended within the previous 6 months, save it in PDF format and upload it via [www.OTCIQ.com](http://www.OTCIQ.com). The Quarterly Report or Annual Report includes:
  - Balance Sheet, Income Statement, and Total Number of Issued and Outstanding Shares. Financial statements must be prepared in accordance with US GAAP, but are not required to be audited. (Please note that Cash Flow Statements are not required to qualify for the Limited Information tier; however, unless the financial statements include a Cash Flow Statement, no financial data will be included in the OTC Financials Data Service, which distributes company financial data to online investor portals and makes the data available on your company's Financials tab on [www.otcm Markets.com](http://www.otcm Markets.com))
  - A company in the Limited Information tier, may, but is not required to, include information in accordance with these OTC Pink Basic Disclosure Guidelines using the fillable form beginning on page 3.

### **Current Reporting of Material Corporate Events**

OTC Markets Group encourages companies to make public disclosure available regarding corporate events that may be material to the issuer and its securities. Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release within 4 business days following their occurrence, and posting such news release through the OTC Disclosure & News Service.

Material corporate events include:

- Entry or Termination of a Material Definitive Agreement
- Completion of Acquisition or Disposition of Assets, Including but not Limited to mergers
- Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of an Issuer
- Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement
- Costs Associated with Exit or Disposal Activities
- Material Impairments
- Sales of Equity Securities
- Material Modification to Rights of Security Holders
- Changes in Issuer's Certifying Accountant
- Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review
- Changes in Control of Issuer
- Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers
- Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year
- Amendments to the Issuer's Code of Ethics, or Waiver of a Provision of the Code of Ethics
- Other events the issuer considers to be of importance

## OTC Pink Basic Disclosure Guidelines

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

Incumaker Inc. May, 2011 – Current  
f/k/a Scientigo Inc. February 2006 – May 2011

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

#### Company Headquarters

Address 1: 327 Dahlonega Road  
Address 2: Suite 1701B  
Address 3: Cumming, Georgia 30040  
Phone: 678-455-6914  
Email: incumaker@gmail.com  
Website(s): www.incumaker.net

#### IR Contact

Address 1: 327 Dahlonega Road  
Address 2: Suite 1701B  
Address 3: Cumming, Georgia\_30040  
Phone: 678-455-6914  
Email: incumaker@gmail.com  
Website(s): www.incumaker.net

### 3) Security Information

Trading Symbol: QMKR  
Exact title and class of securities outstanding: Common  
CUSIP: 45337J107  
Par or Stated Value: \$0.001  
Total shares authorized: 750,000,000 as of: 12/15/2017  
Total shares outstanding: 25,034,855 as of: 12/15/2017

Additional class of securities (if necessary):

Trading Symbol: QMKR  
Exact title and class of securities outstanding: Preferred Stock  
CUSIP: N/A  
Par or Stated Value: \$0.001  
Total shares authorized: 10,000,000 as of: 12/15/2017  
Total shares outstanding: 0 as of: 12/15/2017

#### Transfer Agent

Name: Island Stock Transfer  
Address 1: 15500 Roosevelt Boulevard  
Address 2: Suite 301  
Address 3: Clearwater, FL 33760  
Phone: 727-289-0010

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

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**

#### **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:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

During the last 2 years ending August 31, 2017 the Company issued convertible notes payable to private parties. Each note had interest rates of 8% and had a conversion provision allowing the holder to convert the note into shares of the Company at a discount. The following details outstanding convertible notes as of August 31, 2017:

B. Any jurisdictions where the offering was registered or qualified;

NA

C. The number of shares offered;

On August 29, 2017, the Company issued a Convertible Note for \$14,400 for working capital. The Note is due August 29, 2018 and bears 8% interest annually.

On August 29, 2017, the Company issued a Convertible Note for \$3,500 for working capital. The Note is due August 29, 2018 and bears 8% interest annually.

On August 29, 2017, the Company issued a Convertible Note for \$4,200 for working capital. The Note is due August 29, 2018 and bears 8% interest annually.

In December, 2015, the Company reached a Credit Facility agreement which provides up to \$25,000 in funding. In return for the facility, the Company agreed to issue to Loma an amount of stock equal to 20% of the outstanding shares as incentive for the facility. On February 12, 2016, the Company drew down \$8,977 from Loma Management Partners, LLC and the 8% Convertible Secured Note is due on February 12, 2017 and the Company drew down on the balance of the credit facility in the amount of \$16,023 and issued a \$ 16,023 8% convertible note payable.

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D. The number of shares sold;

On July 26, 2016, the company issued 900,000 shares to the CEO as salary compensation.

On August 29, 2016, the company awarded 2,118,284 shares to the officers of the Credit Facility. The shares were issued on April 11, 2017 and April 17, 2017.

On February 1, 2017 holders of convertible notes payable in the aggregate of \$59,141, elected to convert \$10,800 of the convertible notes for 1,200,000 shares of common stock.

On February 1, 2017 holders of convertible notes payable in the aggregate of \$24,836 plus accrued interest of \$6,968 elected to convert \$31,804.10 of the convertible note for 8,520,218 shares of common stock.

On April 12, 2017 holders of convertible notes payable in the aggregate of \$8,977 plus accrued interest of \$731 elected to convert \$9,707 of the convertible notes for 323,566 shares of common stock.

On July 17, 2017, the Company issued 250,000 shares of common stock to an individual for Board of Director services. These services were valued at \$11,250.

On August 9, 2017, the Company issued 200,000 shares of common stock to an individual for services rendered. These services were valued at \$16,680.

E. The price at which the shares were offered, and the amount actually paid to the issuer;

The Notes totaling \$ 22,100 entered into in May 2017 contained the conversion terms as follows: Convertible at the lesser of \$0.07 or 70% of the lowest trade price of the common stock in the 15 days prior to conversion.

The December 2015 Loma Notes totaling \$ 25,000 of investment contained the conversion terms as follows: Convertible at a conversion price of \$0.03.

F. The trading status of the shares; and

The shares underlying the convertible notes are restricted.

On August 29, 2016, the Company issued 1,059,142 shares of common stock to John Loud and 1,059,142 shares of common stock to John McFarland regarding the credit facility. The shares were issued on April 11, 2017 and April 17, 2017. The shares were restricted at time of issuance for a period of one year.

On June 1, 2017, Loma converted the \$ 8,977 note and accrued interest into 323,566 shares of free trading common stock.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The shares underlying the convertible notes are restricted.

On August 29, 2016, the Company issued 1,059,142 shares of common stock to John Loud and 1,059,142 shares of common stock to John McFarland regarding the credit facility. The shares were issued on April 11, 2017 and April 17, 2017. The shares are restricted.

On June 1, 2017, Loma converted the \$ 8,977 note and accrued interest into 323,566 shares of free trading common stock.

On February 1, 2017, ER Opportunity Fund converted \$10,800 of debt into 1,200,000 shares of common stock.

## 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.

**August 31, 2017 10Q posted to otcq.com on December 13, 2017**  
**<https://www.otcm Markets.com/financialReportViewer?symbol=QMKR&id=184285>**

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;

Incumaker is an equity investment holding company. The Company is implementing an acquisition roll-up model of acquiring minority and majority ownership interests in high growth sales and marketing businesses. Incumaker will provide financing, advice and guidance to assist them in realizing their potential. Management is focusing on acquisition targets that have business operations in sales, technology, and online services.

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

April 13, 2011

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

8049

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

May 31

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

Incumaker is an equity investment holding company. The Company is implementing an acquisition roll-up model of acquiring minority and majority ownership interests in high growth sales and marketing businesses. Incumaker will provide financing, advice and guidance to assist them in realizing their potential. Management is focusing on acquisition targets that have business operations in sales, technology, and online services.

## 7) Describe the Issuer's Facilities

The CEO leases office space to the Company at \$4,800 per annum, the lease is from June 1, 2016 thru May 31, 2018 the Company has recorded this as rent expense.

## 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.

Darren Bankston – CEO, BOD  
Brian Tucker – President, BOD  
Stuart Barton - BOD

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);

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



## 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, Darren Bankston certify that:

1. I have reviewed this August 31, 2017 quarterly disclosure statement of Incumaker;
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 18, 2017

/s/ Darren Bankston  
CEO

/s/ Darren Bankston  
Principal Financial Officer