

**Supplemental Information Disclosure  
to Report Change in Shell Status**

**USCorp.**

A Nevada Corporation  
1113 Tower 2, Lippo Centre  
89 Queensway, Admiralty, Hong Kong

---

+85293088120  
timothylam@outlook.com

USCorp, Inc. (the “Company”), a Nevada corporation, is a publicly quoted issuer on the OTC Markets Group, Inc. (the “OTC Markets”) trading platform and is classified as a Pink Sheets Alternative Reporting Company under the ticker symbol “USCS.” The Company has previously been classified as a shell company.

As previously disclosed on the 16 September 2022 Company press release, the Company entered into an agreement to acquire USCS FZCO, a Free Zone Company incorporated in the United Arab Emirates. The acquisition occurred on 14 February 2023 wherein USCS FZCO became a wholly-owned subsidiary of USCorp.

As of 14 February 2023, upon the completion of the Acquisition, the Company believes that it has ceased to be a shell company.

The designation of “shell company,” as defined in Rule 405 under the Securities Act of 1933 (see *also* SEC Release 33-8587), is determined by whether the entity has no or nominal operations and no or nominal assets. More specifically, Rule 12b-2 of the Securities Exchange Act of 1934 defines a shell company as a company that has: 1. No or nominal operations; and 2. Either: i. No or nominal assets; ii. Assets consisting solely of cash and cash equivalents; or iii. Assets consisting of any amount of cash and cash equivalents and nominal other assets.

Thus, in order to be considered a shell, a company must have “no or nominal operations” and one of the other qualifications listed in part 2, such as “no or nominal assets.”

With the Acquisition, the Company is now, through its subsidiary, operating an established beauty and wellness store with significant agreements in place. This business generates revenues from its branding contracts.

We expect to continue generating revenues this year and to be profitable and cash flow positive.

Accordingly, the Company hereby declares that it has ceased to be a Shell Company under Rule 12b-2.

**CERTIFICATION:**

I, CHI WAI WOO, certify that:

1. I have reviewed this Supplemental Information Disclosure for USCorp.; and
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 information covered by this disclosure statement.

March 21, 2023

/s/ CHI WAI WOO  
CHI WAI WOO, CEO