

**SPO Global, Inc.**

**A Delaware Corporation**

**800 W. Cummings Park  
Suite 2000  
Woburn, MA 01801**

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**857-259-3957**

**www.wineontap.net**

**sj@wineontap.net**

**SIC Code: 7372**

**Yearly Report  
For the Period Ending: December 31, 2018  
(the "Reporting Period")**

As of December 31, 2018, the number of shares outstanding of our Common Stock was:  
19,083,879

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: ☒ (Double-click and select "Default Value" to check)

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 Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐

No: ☒

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

The exact name of the company is SPO Global, Inc.

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes. N/A

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)  
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive): September 1981 State of Delaware

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

Yes: ☐ No: ☒

**2) Security Information**

Trading symbol:	SPOM
Exact title and class of securities outstanding:	Common
CUSIP:	78468T 107
Par or stated value:	\$ 0.001
Total shares authorized:	400,000,000 as of date: 12/31/2018
Total shares outstanding:	19,083,879 as of date: 12/31/2018
Number of shares in the Public Float <sup>2</sup> :	9,083,879 as of date: 12/31/2018
Total number of shareholders of record:	78 as of date: 12/31/2018

*Additional class of securities (if any):*

Trading symbol:	N/A
Exact title and class of securities outstanding:	Preferred Stock Class A
CUSIP:	N/A
Par or stated value:	\$0.001
Total shares authorized:	1,000,000 as of date: 12/31/2018
Total shares outstanding:	100 as of date: 12/31/2018

Trading symbol:	N/A
Exact title and class of securities outstanding:	Preferred Stock Class B
CUSIP:	N/A
Par or stated value:	\$0.001
Total shares authorized:	1,000,000 as of date: 12/31/2018
Total shares outstanding:	17,500 as of date: 12/31/2018

**Transfer Agent**

Name: American Stock and Transfer Company  
Phone: (800) 937-5449  
Email: help@astfinancial.com

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

<sup>2</sup> "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.

<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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

On July 25, 2018, the Company effected a 1000:1 reverse stock split of the Company's common stock. The shares of common stock outstanding after the reverse stock split were reduced from 4,995,565,708 to 4,995,566. The authorized shares were reduced to 400,000,000.

### 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:

<div> <div>Number of Shares outstanding as of <u>January 1, 2016</u></div> <div> <u>Opening Balance:</u>  Common: 74,441,692  Preferred A: 100  Preferred B: 17,500 </div> <div>*Right-click the rows below and select "Insert" to add rows as needed.</div> </div>									
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 issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
2/5/16	New Issuance	1,800,000	Common	.004	N/A	M. Braunhold	Consultancy	Restricted	144
2/5/16	New Issuance	2,930,720	Common	.004	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Restricted	144

3/15/16	New Issuance	5,952,381	Common	0.0042	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
3/29/16	New Issuance	6,000,000	Common	0.001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	unrestricted	144
4/12/16	New Issuance	7,193,361	Common	0.0025	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
4/21/16	New Issuance	7,905,504	Common	0.0075	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
4/25/16	New Issuance	1,892,173	Common	0.00058	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/4/16	New Issuance	8,875,474	Common	0.00054	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/9/16	New Issuance	4,000,000	Common	0.001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/9/16	New Issuance	9,500,000	Common	0.00047	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/11/16	New Issuance	9,754,000	Common	0.00037	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/13/16	New Issuance	11,090,646	Common	0.00027	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/17/16	New Issuance	12,056,292	Common	0.00027	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/19/16	New Issuance	12,000,000	Common	0.00125	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/23/16	New Issuance	14,347,839	Common	0.00027	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/24/16	New Issuance	6,258,181	Common	0.00028	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
5/25/16	New Issuance	11,000,000	Common	0.0002	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
6/22/16	New Issuance	9,486,166	Common	0.00063	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
6/23/16	New Issuance	18,000,000	Common	0.0002	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
6/29/16	New Issuance	13,043,478	Common	0.00046	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
7/8/16	New Issuance	13,043,478	Common	0.00046	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144

7/10/16	New Issuance	20,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
7/13/16	New Issuance	18,000,000	Common	0.0002	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
7/19/16	New Issuance	26,548,673	Common	0.00023	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
7/26/16	New Issuance	30,556,852	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
7/28/16	New Issuance	30,556,852	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
8/1/16	New Issuance	30,771,428	Common	0.00006	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
8/10/16	New Issuance	30,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
8/25/16	New Issuance	42,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
9/7/16	New Issuance	45,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
9/10/16	New Issuance	47,000,000	Common	0.00005	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
9/14/16	New Issuance	25,000,000	Common	0.0004	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
9/20/16	New Issuance	56,397,615	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
9/27/16	New Issuance	40,000,000	Common	0.00011	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
10/3/16	New Issuance	45,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
11/2/16	New Issuance	17,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
11/10/16	New Issuance	42,694,690	Common	0.0000113	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
11/10/16	New Issuance	70,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
11/15/16	New Issuance	80,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
11/23/16	New Issuance	90,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144

12/7/16	New Issuance	90,000,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
12/12/16	New Issuance	99,160,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
12/13/16	New Issuance	93,602,400	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
12/14/16	New Issuance	106,400,000	Common	0.0001	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
12/30/16	New Issuance	100,000,000	Common	0.00005	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Free Trading	144
1/10/17	New Issuance	150,000	Common	0.0565	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
1/18/17	New Issuance	136,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
1/24/17	New Issuance	150,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
1/30/17	New Issuance	150,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
2/3/17	New Issuance	180,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
2/6/17	New Issuance	180,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
2/7/17	New Issuance	51,942	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
2/8/17	New Issuance	92,036	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
2/14/17	New Issuance	180,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
3/2/17	New Issuance	200,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
3/10/17	New Issuance	200,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
4/4/17	New Issuance	200,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
4/13/17	New Issuance	200,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
4/25/17	New Issuance	200,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144

5/12/17	New Issuance	296,540	Common	0.0572	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
6/6/17	New Issuance	300,000	Common	0.05	Yes	Radar Trading (Robert Zysblat)	Note Conversion	Unrestricted	144
7/29/17	New Issuance	300,000	Common	0.05	Yes	Accredited Investor	Note Conversion	Unrestricted	144
10/30/17	New Issuance	310,000	Common	0.05	Yes	Trendix Enterprises (Joe Maenza)	Note Conversion	Unrestricted	144
2/28/2018	New Issuance	1,000,000	Common	.025	NO	912 Capital, LLC (Vince Sbarra)	Issuance pursuant to debt investment	Restricted	NA
8/1/2018	Issuance	200,000	Common	\$0.02	Yes	Stuart Barton	Employment contract	Restricted	NA
8/8/2018	Issuance	494,162	Common	\$0.006	Yes	912 Capital (Vince Sbarra)	Debt conversion	Unrestricted	144
8/8/2018	Issuance	494,162	Common	\$0.006	Yes	Saeb Jannoun Revocable Trust	Debt Conversion	Unrestricted	144
9/12/2018	Issuance	499,999	Common	\$0.0075	Yes	Trendix Enterprises (Joe Maenza)	Debt Conversion	Unrestricted	144
10/4/2018	Issuance	7,275,000	Common	\$0.03	No	Vino All Spino LLC (Max Boscaino)	Business Acquisition	Restricted	NA
10/4/2018	Issuance	2,425,000	Common	\$0.03	No	La Vida Dolce LLC (Mahmoud Jrab)	Business Acquisition	Restricted	NA
10/4/2018	Issuance	300,000	Common	\$0.03	No	Mahmoud Jrab	Business Acquisition	Restricted	NA
10/29/2018	Issuance	1,200,000	Common	\$0.00605	Yes	912 Capital (Vince Sbarra)	Debt Conversion	Unrestricted	144
10/29/2018	Issuance	1,200,000	Common	\$0.00605	Yes	Saeb Jannoun Revocable Trust	Debt Conversion	Unrestricted	144
	<u>Ending Balance:</u> Common:19,083,879								

Shares Outstanding on  <u>Dec 31 2018:</u>	Preferred A: 100  Preferred B: 17,500	
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## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

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

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	Reason for Issuance (e.g. Loan, Services, etc.)
<u>12/1/2010</u>	<u>\$18,000</u>	<u>\$18,000</u>	<u>\$4,563.00</u>	<u>On demand</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>5/31/2016</u>	<u>\$68,510</u>	<u>\$68,510</u>	<u>\$26,758.86</u>	<u>5/31/2011</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>5/17/2010</u>	<u>\$190,100</u>	<u>\$190,100</u>	<u>\$51,327.00</u>	<u>5/31/2015</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>10/31/2011</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>\$22,566.67</u>	<u>11/2/2013</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>11/22/2011</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>\$22,383.33</u>	<u>11/22/2013</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>5/31/2010</u>	<u>\$136,570</u>	<u>\$136,570</u>	<u>\$36,714.57</u>	<u>5/31/2015</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>12/31/2011</u>	<u>\$39,476</u>	<u>\$39,476</u>	<u>\$8,707.75</u>	<u>12/31/2011</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>8/1/2014</u>	<u>\$183,990</u>	<u>\$195,000</u>	<u>\$27,673.75</u>	<u>11/30/2014</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Jannoun</u>	<u>Loan</u>
<u>9/12/2016</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$3,229.17</u>	<u>9/7/17</u>	<u>3% interest, 50% of lowest bid 20 trading days</u>	<u>LOMA (Rob Loud)</u>	<u>Loan</u>
<u>5/21/2018</u>	<u>\$3,500</u>	<u>\$3,500</u>	<u>\$91.58</u>	<u>5/21/2018</u>	<u>3% interest, 50% of lowest bid 20 trading days</u>	<u>John McFarland</u>	<u>Loan</u>
<u>8/11/2011</u>	<u>\$41,200</u>	<u>\$45,000</u>	<u>\$10,458.75</u>	<u>8/11/2012</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Trendix (Joe Maenza)</u>	<u>Loan</u>
<u>6/19/2012</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$10,316.67</u>	<u>6/19/2013</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Trendix (Joe Maenza)</u>	<u>Loan</u>

<u>7/19/2012</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>10,191.67</u>	<u>7/19/2013</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Trendix (Joe Maenza)</u>	<u>Loan</u>
<u>8/23/2012</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$10,045.83</u>	<u>8/23/2013</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Trendix (Joe Maenza)</u>	<u>Loan</u>
<u>5/1/2016</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$2,216.67</u>	<u>5/1/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Trendix (Joe Maenza)</u>	<u>Loan</u>
<u>6/15/2018</u>	<u>\$34,000</u>	<u>\$34,000</u>	<u>\$818.83</u>	<u>6/15/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Trendix (Joe Maenza)</u>	<u>Loan</u>
<u>5/1/2016</u>	<u>\$23,000</u>	<u>\$23,000</u>	<u>\$2,039.33</u>	<u>5/1/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>5/16/2017</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$1,425.00</u>	<u>5/16/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>5/27/2016</u>	<u>\$30,000</u>	<u>\$30,000</u>	<u>\$2,595.00</u>	<u>5/27/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>6/27/2016</u>	<u>\$18,500</u>	<u>\$18,500</u>	<u>\$1,552.46</u>	<u>6/27/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>7/22/2016</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$2,045.83</u>	<u>7/22/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>10/1/2016</u>	<u>\$8,000</u>	<u>\$8,000</u>	<u>\$607.33</u>	<u>10/1/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>11/1/2016</u>	<u>\$2,981</u>	<u>\$10,000</u>	<u>\$880.00</u>	<u>11/1/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>912 Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>2/6/2017</u>	<u>\$3,500</u>	<u>\$3,500</u>	<u>\$783.00</u>	<u>2/6/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>2/28/2017</u>	<u>\$1,500</u>	<u>\$1,500</u>	<u>\$95.13</u>	<u>2/28/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>3/10/2017</u>	<u>\$3,000</u>	<u>\$3,000</u>	<u>\$187.75</u>	<u>3/10/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>3/16/2017</u>	<u>\$5,500</u>	<u>\$5,500</u>	<u>\$341.46</u>	<u>3/16/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>4/16/2017</u>	<u>\$4,300</u>	<u>\$4,300</u>	<u>\$255.85</u>	<u>4/16/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>4/16/2017</u>	<u>\$2,700</u>	<u>\$2,700</u>	<u>\$160.65</u>	<u>4/16/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>5/16/2017</u>	<u>\$2,500</u>	<u>\$2,500</u>	<u>\$142.50</u>	<u>5/16/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>6/6/2017</u>	<u>\$2,000</u>	<u>\$2,000</u>	<u>\$110.50</u>	<u>6/6/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>7/23/2017</u>	<u>\$3,100</u>	<u>\$3,100</u>	<u>\$159.13</u>	<u>7/23/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>7/27/2017</u>	<u>\$3,000</u>	<u>\$3,000</u>	<u>\$153.00</u>	<u>7/27/2018</u>	<u>3% interest, 50% of lowest closing</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>

					<u>bid over 5 trading days</u>	<u>Sbarra)</u>	
<u>9/5/2017</u>	<u>\$1,800</u>	<u>\$1,800</u>	<u>\$85.80</u>	<u>9/5/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>11/6/2017</u>	<u>\$2,000</u>	<u>\$2,000</u>	<u>\$85.00</u>	<u>11/6/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>11/7/2017</u>	<u>\$3,300</u>	<u>\$3,300</u>	<u>\$139.98</u>	<u>11/7/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>11/17/2017</u>	<u>\$3,000</u>	<u>\$3,000</u>	<u>\$124.75</u>	<u>11/17/2017</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>2/28/2018</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$1,650.00</u>	<u>2/28/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>4/9/2018</u>	<u>\$5,300</u>	<u>\$5,300</u>	<u>\$157.23</u>	<u>4/9/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>5/21/2018</u>	<u>\$3,500</u>	<u>\$3,500</u>	<u>\$91.58</u>	<u>5/21/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>6/19/2018</u>	<u>\$20,055</u>	<u>\$20,055</u>	<u>\$595.06</u>	<u>6/19/2018</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>
<u>10/3/2018</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$372.92</u>	<u>10/3/2020</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Mark Pena</u>	<u>Loan</u>
<u>10/3/2018</u>	<u>\$142,317</u>	<u>\$142,317</u>	<u>\$2,122.90</u>	<u>10/3/2020</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Mark Pena</u>	<u>Loan</u>
<u>10/3/2018</u>	<u>\$150,000</u>	<u>\$150,000</u>	<u>\$2,237.50</u>	<u>10/3/2020</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Max Bosciano</u>	<u>Loan</u>
<u>10/3/2018</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$745.83</u>	<u>10/3/2020</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Teodoro Bosciano</u>	<u>Loan</u>
<u>10/3/2018</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$745.83</u>	<u>10/3/2020</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Frederico Bosciano</u>	<u>Loan</u>
<u>10/3/2018</u>	<u>\$100,000</u>	<u>\$100,000</u>	<u>\$1,491.67</u>	<u>10/3/2020</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>Saeb Jannoun</u>	<u>Loan</u>
<u>10/3/2018</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$745.83</u>	<u>10/3/2020</u>	<u>3% interest, 50% of lowest closing bid over 5 trading days</u>	<u>EROP Capital (Vince Sbarra)</u>	<u>Loan</u>

#### 4) Financial Statements

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

☒ U.S. GAAP

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: **Sam Messina CPA**

Title: NA

Relationship to Issuer: Consultant

<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons.

SPO Global, Inc.  
Consolidated Balance Sheets  
(unaudited)

	December 31, 2018	December 31, 2017
<b>ASSETS</b>		
Cash	\$ -	\$ 3,980
Accounts Receivable	18,000	79,934
Prepaid expenses and other receivables	-	6,250
Current Assets	18,000	90,165
Intangible Assets	957,327	
<b>Total Assets</b>	<b>\$ 975,327</b>	<b>\$ 90,165</b>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIENCY</b>		
<b>Current Liabilities</b>		
Convertible Notes Payable	\$ 1,387,100	\$ 1,235,260
Derivative Liability	634,649	552,420
Accounts Payable and Accrued Liabilities	728,528	317,304
Loans Payable		86,096
Accrued expenses and other liabilities		333,008
<b>Total Current Liabilities</b>	<b>2,750,277</b>	<b>2,524,088</b>

**COMMITMENTS AND CONTINGENT LIABILITIES**

**STOCKHOLDERS' DEFICIENCY**

Preferred Stock \$0.0001 par value Authorized – 2,000,000, issued and Outstanding – 100 Series A, 17,500 and 0 Series B shares, respectively	2	2
Common Stock, \$0.0001 par value – Authorized – 400,000,000 shares, issued and Outstanding – 19,083,879 and 1,519,795,399 Shares, respectively	12,900	499,557
Additional paid-in capital	15,216,203	14,914,203
Accumulated other comprehensive income	(34,075 )	(75,146)
Accumulated Deficit	(16,969,980 )	(18,059,172)
<b>Total stockholders' deficiency</b>	<b>(1,774,950 )</b>	<b>(2,720,556)</b>

<b>Total Liabilities and Stockholders' Deficiency</b>	<b>\$ 975,327</b>	<b>\$ 90,165</b>
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The accompanying notes are an integral part of these unaudited consolidated financial statements

**Consolidated Statements of Comprehensive Loss**  
(unaudited)

	Twelve months Ended December 31, 2018	Twelve months Ended December 31, 2017
Revenues	39,850	450,546
Cost of revenues	—	—
Gross Profit	39,850	450,546
Research and development	80,131	218,440
Selling and marketing	11,075	33,050
General and administrative	115,031	297,631
Total operating expenses	206,327	549,121
Operating loss	(166,387)	(98,575)
Other Income (Expenses):	(5,977)	(132,122)
Derivative Loss	—	
Total Other Expenses	(5,977)	(132,122)
Net loss	(172,364)	(230,697)
Gain on Sale of Discontinued Operations	1,220,485	-
Net (loss) profit	1,048,121	(230,697)
Net Loss Per Common Share – Basic and Diluted	\$ . 12	0.00
Weighted Average Common Shares Outstanding	8,447,366	3,987,680
Foreign currency translation	41,071	(166,825)
Total comprehensive gain/(loss)	1,089,192	(397,522)

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

SPO Global, Inc.  
Consolidated Statements of Cash Flows  
(unaudited)

	Twelve months ended December 31, 2018	Twelve months ended December 31, 2017
<b>Cash Flows from Operating Activities</b>		
Net income (loss) for the period	\$ (1727,364 )	\$ (230,697)
Adjustments to reconcile net loss to net cash used in operating activities:		
Non-cash expenses related to shares issued for services		—
Non-cash expenses related to derivative liability	82,229	24,987
Gain on sale of discontinued operations	—	
Changes in operating assets and liabilities:		
Accounts receivable	61,934	(39,029)
Prepaid expenses and other receivables	6,250	4,439
Accounts payable	(246,114)	25,633
Accrued expenses and other liabilities	(333,088)	228,292
<b>Net Cash Used in Operating Activities</b>	<b>(601,073)</b>	<b>23,625 )</b>
<b>Cash Flows from Financing Activities</b>	<b>1,220,485</b>	
Proceeds from loans	(206,478)	43,650
Repayments of loan	—	(4,000)
<b>Net Cash Provided by Financing Activities</b>	<b>514,950</b>	<b>39,650</b>
<b>Net change in cash</b>	<b>(86,123)</b>	<b>63,275</b>
Effects of Exchange Rate	82,143	(60,038)
Cash, Beginning of Period	3,980	743
Cash, End of Period	\$ -	\$ 3,980
<b>Supplemental disclosures of cash flow information</b>		
Cash paid for interest	\$ —	\$ —
Cash paid for income taxes	—	—

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

SPO Global, Inc.  
Consolidated Statements of Stockholders' Deficiency  
Six months Ended December 31, 2018  
(unaudited)

	PREFERRED B SHARES	PREFERRED	COMMON SHARES	STOCK CAPITAL	ADDITIONAL PAID- IN CAPITAL	ACCUMULATED OTHER COMPREHENSIVE INCOME	ACCUMULATED DEFICIT	NONCONTROLLING INTEREST	TOTAL
Balance,									
December 31, 2016	17,500	175	1,519,795,399	151,980	15,075,807	91,679	(17,828,476)	—	(2,509,008)
Common stock issued to settle debt	—	—	3,475,770,309	347,577	(161,604)	—	—	—	185,793
Foreign currency translation loss	—	—	—	—	—	(166,825)	—	—	(166,825)
Net Loss	—	\$ —	—	\$ —	—	\$ —	(230,697)	\$ —	(203,697)
Balance, December 31, 2017	17,500	175	4,995,565,708	499,557	14,914,203	(75,146)	(18,059,172)	—	(2,720,556)
Reverse split	—	—	(4,990,570,142)	(490,007)	490,007	—	—	—	—
Common shares issued for acquisition	—	—	10,000,000	10,000	290,000	—	—	—	300,000
Common stock issued to settle debt	—	—	4,088,323	2,400	25,686	—	—	—	28,086
Foreign currency translation loss	—	—	—	—	—	41,071	—	—	41,071
Net loss	—	—	—	—	—	—	1,089,192	—	1,089,192
Balance,									
December 31, 2018	17,500	175	19,083,879	151,980	15,075,807	(34,075)	(16,969,980)	—	(1,774,950)

SPO Global, Inc.  
Consolidated Notes to the Financial Statements  
(unaudited)

**NOTE 1 GENERAL**

S.P.O. GLOBAL INC, is a holding company whose strategic plan is to acquire interests in emerging young businesses, and provide financing, advice and guidance to assist them in realizing their potential. The Company is implementing an acquisition roll-up model of acquiring sales, marketing, and manufacturing businesses. Once acquired, the collective groups of companies leverage the low cost and efficient infrastructure that has been created.

On October 3, 2018, Wine on Tap, Inc., a wholly owned subsidiary of SPO GLOBAL, INC. acquired specific assets of Wine Stream Inc., including key personnel and intellectual property, licensing and franchise rights. The acquisition excludes Wine Stream Inc.'s current Florida operations but includes the remaining 49 States. The acquisition does include all operations in Sarasota County Florida. With this acquisition, Wine on Tap adds deep industry expertise in the platform technology that will allow the Company to roll out and develop facilities throughout the United States from which to market premium wines in keg volume. The Company will be able to utilize the strategic partnerships and relationships already in place to offer the same high quality products already offered in Florida by Wine Stream.

As part of the acquisition, the Company agreed to issue 10,000,000 shares of common stock upon the closing of the transaction, 10,000,000 shares after 90 days, and 10,000,000 after the completion of the first facility. As of December 31, 2018, 10,000,000 Shares were issued pursuant to the agreement. The Company also assumed \$ 657,327 of debt.

Our initial acquisition, Reflective Solutions, has unique performance optimization software IP for all enterprise applications. The focus of Reflective will be to build its revenues through a growing customer base around the world and to create maximum shareholder value. The Company is focusing on increasing the revenue in Reflective Solutions with expansion in the North American Markets. The principal software products of Reflective Solutions is "Stress Tester" a robust Performance Stress testing solution for large enterprise applications and the product "Sentinel" that is providing enterprise customers an intelligent monitoring solution 24 / 7 software as a service ( SAS) The focus of SPO is to acquire unique software companies that either own outright valuable IP with a proven verifiable customer base or represent cutting edge technology in the software or healthcare industry.

The Company is incorporated under the laws of the State of Delaware.

**NOTE 2 GOING CONCERN**

As reflected in the accompanying financial statements, the Company's working capital deficit for the period ended December 31, 2018, was \$2,732,277 and the Company's balance sheet reflects a net stockholders' deficit of \$ 1,774,950. The Company's ability to continue operating as a "going concern" is dependent on its ability to increase revenues and raise sufficient additional working capital. These matters raise substantial doubt about the Company's ability to continue as a going concern. The financial statements have been prepared on a going concern basis, which contemplates realization of assets and liquidation of liabilities in the ordinary course of business. The Company plans to raise additional capital as needed. There can be no assurance that this capital will be available and if it is not, the Company may be forced to substantially curtail or cease operations. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

**NOTE 3 SIGNIFICANT ACCOUNTING POLICIES**

Principles of Consolidation:

The consolidated financial statements include the accounts of SPO and its subsidiaries.

All material inter-company accounts and transactions have been eliminated in consolidation.

On May 24, 2018, the Company announced that it had entered into an Asset Purchase Agreement under which its subsidiary, Reflective Solutions, sold substantially all assets of Reflective Solutions UK, to UnoSoftware, a company

owned by Owen Dukes, formerly President, CEO and Chairman of the Board of the Company. The Company retained the Software, IP, source code and other assets related to the Reflective Software Product Line.

#### **Use of Estimates:**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

#### **Financial Statements in U.S. dollars:**

The reporting currency of the Company is the U.S. dollar ("dollar"). The dollar is the functional currency of the Company and the Company's U.S. subsidiary.

The financial statements of the non-U.S. subsidiaries are translated to U.S. dollars using the methods mandated by ASC 830.

#### **Cash and Cash Equivalents:**

The Company considers all highly liquid investments originally purchased with maturities of three months or less to be cash equivalents.

These financial statements have not been subjected to an audit or review or compilation engagement, and no assurance is provided on them.

#### **Revenue Recognition:**

The Company recognizes revenues when persuasive evidence of an arrangement exists, delivery has occurred or services rendered, the sales price or fee is fixed or determinable, and collectability is reasonably assured.

#### **Research and Development Costs:**

Research and development costs are charged to expenses as incurred. The Company's research and development efforts were performed by the Company's former subsidiary, Reflective Solutions Bulgaria Ltd. In June 2018, the subsidiary was closed and future research and development efforts will be performed by outside consultants.

#### **Income Taxes:**

The Company accounts for income taxes in accordance with ASC 740-10, "Accounting for Income Taxes" This statement prescribes the use of the liability method whereby deferred tax assets and liability account balances are determined based on differences between financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. The Company provides a valuation allowance, if necessary, to reduce deferred tax assets to their estimated realizable value.

#### **Fair Value of Financial Instruments:**

ASC 820, "Fair Value Measurements and Disclosures", defines fair value as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date.

In determining fair value, the Company uses various valuation approaches. ASC 820 establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs that market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the Company. Unobservable inputs are inputs that reflect the Company's assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

The fair value hierarchy also requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. As a basis for considering such assumptions, ASC 820 establishes a three-tier value hierarchy, which prioritizes the inputs used in the valuation methodologies in measuring fair value:

Level 1 - Valuations based on quoted prices in active markets for identical assets that the Company has the ability to access. Valuation adjustments and block discounts are not applied to Level 1 instruments. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these products does not entail a significant degree of judgment.

These financial statements have not been subjected to an audit or review or compilation engagement, and no assurance is provided on them.

Level 2 - Valuations based on one or more quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

The fair value of the derivative liabilities are valued based on level 2 of the hierarchy.

The carrying amounts of cash and cash equivalents, short-term loans, and accounts payable approximate their fair value due to the short-term maturities of such instruments.

The carrying amounts of long-term notes payable received in cash are reported at their original amounts.

#### **Basic and Diluted Net Loss per Share:**

Basic and diluted net loss per share is presented in accordance with ASC 260-10, "Earnings per Share" for all periods presented. Basic and diluted net loss per share of Common Stock was determined by dividing net loss attributable to Common stock holders by weighted average number of shares of Common Stock outstanding during the period. Diluted net loss per share of Common Stock is the same as basic net loss per share of Common Stock for all periods presented as the effect of the Company's potential additional shares of Common Stock were anti-dilutive.

#### **NOTE 4 LOANS AND WARRANTS**

On August 9, 2018, an Amendment to certain convertible notes was entered by and among SPO Global and Trendix Enterprises, Inc., Saeb M. Jannoun Revocable Living, and EROP Capital, LLC, in which the Investors have agreed to reduce the annual interest rate on the Notes to 3% per annum from the date the Notes were issued and until the Notes are repaid; and the Issuers agreed modify the conversion formula for the above Notes to 50% of the lowest closing bid price over the 5 days prior to conversion.

On December 31, 2009, a September 2005 8% Convertible Note in the amount of \$ 30,000 (Vogel Note) was amended and the maturity date extended to May 31, 2011. The remaining principal of \$39,476 and accrued interest is past due. December 2015 the investors sold the notes to a nonaffiliated third party and in January 2018, these notes were acquired by EROP Capital, LLC.

On December 31, 2009, the maturity date of a 2006 8% Convertible Note (V1-LLC) in the amount of \$ 68,510 was extended to May 31, 2011. As of December 31, 2018, the note remains due. In December 2015, the investor sold the note to a nonaffiliated third party and in January 2018, the note was acquired by EROP Capital, LLC

On December 31, 2009, the maturity date of a 2006 8% Convertible Note (Morallo) in the amount of \$ 150,000 was extended to December 31, 2011. As of December 31, 2018, the remaining principal of \$18,000 remains due. In December 2015, the investor sold the note to a nonaffiliated third party and in January 2018, the note was acquired by EROP Capital, LLC.

On May 31, 2013 a May 2005 8% Convertible Note in the amount of \$ 100,000 (Seidenfeld) was amended and the maturity date extended to May 31, 2015. The remaining principal of \$100,000 and accrued interest is past due. In

December 2015 the investor sold the notes to a nonaffiliated third party and in January 2018, these notes were acquired by EROP Capital, LLC.

On May 31, 2013, a June 2005 8% Convertible Note in the amount of \$ 100,000 (Seidenfeld) was amended and the maturity date extended to May 31, 2015. The remaining principal of \$100,000 and accrued interest is past due. In December 2015 the investor sold the notes to a nonaffiliated third party and in January 2018, these notes were acquired by EROP Capital, LLC.

On May 31, 2010 a June 2005 8% Convertible Note in the amount of \$ 136,570 (Seidenfeld Trust) was amended and the maturity date was extended to May 31, 2015. The remaining principal of \$136,570 and accrued interest is past due. In December 2015 the investor sold the notes to a nonaffiliated third party and in January 2018, these notes were acquired by EROP Capital, LLC.

On August 11, 2011, a 10% Convertible Note (Tenenbaum) in the amount of \$75,000 was issued. The loan matures August 11, 2012. The principal and accrued interest is convertible into common stock of the Company. As of December 31, 2018, the outstanding principal balance on the note is \$ 45,000. In October 2017, the Note was acquired by Trendix Enterprises. On September 12, 2018, the investor converted \$ 3,749.99 of principal and interest into 499,999 shares of common stock.

On October 31, 2011, a 10% Convertible Note in the amount of \$100,000 (Meyben) was issued. The Maturity date was November 2, 2013. The remaining principal of \$100,000 and accrued interest is past due. In December 2015 the investor sold the notes to a nonaffiliated third party and in January 2018, these notes were acquired by EROP Capital, LLC.

On November 22, 2011, a 10% Convertible Note in the amount of \$100,000 (Meyben) was issued. The maturity date was November 22, 2013. The remaining principal of \$100,000 and accrued interest is past due. In December 2015 the investor sold the notes to a nonaffiliated third party and in January 2018, these notes were acquired by EROP Capital, LLC.

On June 19, 2012, a 10% Convertible Note (Tenenbaum) in the amount of \$50,000 was issued. The loan matures June 19, 2013. The principal and accrued interest is convertible into common stock of the Company. In December 2015, the investor sold the notes to a nonaffiliated third party. In October 2017, the Note was acquired by Trendix Enterprises.

On July 19, 2012, a 10% Convertible Note (Tenenbaum) in the amount of \$50,000 was issued. The loan matures July 19, 2013. The principal and accrued interest is convertible into common stock of the Company. In December 2015, the investor sold the notes to a nonaffiliated third party. In October 2017, the Note was acquired by Trendix Enterprises.

On August 23, 2012, a 10% Convertible Note (Tenenbaum) in the amount of \$50,000 was issued. The loan matures August 23, 2013. The principal and accrued interest is convertible into common stock of the Company. In December 2015, the investor sold the notes to a nonaffiliated third party. In October 2017, the Note was acquired by Trendix Enterprises.

On August 1, 2014, the Company entered into a loan agreement with an investor pursuant to which the Company received a loan in the principal amount of \$200,000 to be used for order financing (the "Grove Note"). The principal amount of the loan with a \$10,000 fee was repayable by November 30, 2014. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In addition, upon each conversion, the Investor is issued 2 year warrants equal to 50% of the conversion principal and priced at 200% of the conversion price. As of December 31, 2018, the remaining principal balance was \$195,000. In December 2015, the investor sold the notes to a nonaffiliated third party and in July 2018, the note was acquired by Saeb M. Jannoun Living Trust. On 8/8/2018, the Trust converted \$ 2,968 into 494,162 shares and on October 29, 2018, the Trust converted \$ 7,260 into 1,200,000 shares.

On May 15, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$25,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 25% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On May 16, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$25,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 25% of the prevailing per share market price. In October 2017, the Note was acquired by Trendix Enterprises.

On May 27, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$30,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 25% of the lowest closing bid over the 20 previous trading days. In January 2018, the Note was acquired by EROP Capital, LLC.

On May 27, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$30,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 25% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC. On April 10, 2018, EROP Capital converted \$ 6,750 of accrued interest and principal into 900,000 shares.

On June 27, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$18,500. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 25% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On July 22, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$25,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 25% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On October 1, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$ 8,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On November 17, 2016, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$3,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018 the Note was acquired by EROP Capital, LLC.

On February 6, 2017, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$3,500. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018 the Note was acquired by EROP Capital, LLC.

On February 28, 2017, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$1,500. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018 the Note was acquired by EROP Capital, LLC.

On June 10, 2017, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$3,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018 the Note was acquired by EROP Capital, LLC.

On March 16, 2017, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$5,500. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018 the Note was acquired by EROP Capital, LLC.

On April 16, 2017, the Company entered into 2 convertible loan agreements with Radar Trading pursuant to which the Company received a loan in the principal amount of \$7,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018 the Note was acquired by EROP Capital, LLC.

On May 15, 2017, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$25,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018 the Note was acquired by EROP Capital, LLC.

On June 6, 2017, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$2,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On June 17, 2017, the Company entered into a convertible loan agreement with an investor pursuant to which the Company received a loan in the principal amount of \$1,500. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of prevailing per share market price.

On July 23, 2017, the Company entered into a convertible loan agreement with Trendix Enterprises pursuant to which the Company received a loan in the principal amount of \$3,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On July 27, 2017, the Company entered into a convertible loan agreement with Trendix Enterprises pursuant to which the Company received a loan in the principal amount of \$3,100. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On September 6, 2017, the Company entered into a convertible loan agreement with Trendix Enterprises pursuant to which the Company received a loan in the principal amount of \$1,800. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On November 6, 2017, the Company entered into a convertible loan agreement with Trendix Enterprises pursuant to which the Company received a loan in the principal amount of \$2,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock

of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On November 7, 2017, the Company entered into a convertible loan agreement with Trendix Enterprises pursuant to which the Company received a loan in the principal amount of \$3,300. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On November 17, 2017, the Company entered into a convertible loan agreement with Radar Trading pursuant to which the Company received a loan in the principal amount of \$10,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 10%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price. In January 2018, the Note was acquired by EROP Capital, LLC.

On February 28, 2018, the Company entered into 2 convertible loan agreements with EROP Capital pursuant to which the Company received loans totaling \$50,000. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price.

On April 9, 2018, the Company entered into a convertible loan agreement with EROP Capital pursuant to which the Company received a loan in the principal amount of \$9,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price.

On May 21, 2018, the Company entered into a convertible loan agreement with EROP Capital pursuant to which the Company received a loan in the principal amount of \$5,500. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price.

On June 15, 2018, the Company entered into a convertible loan agreement with EROP Capital pursuant to which the Company received a loan in the principal amount of \$4,800. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price.

On June 19, 2018, the Company entered into a convertible loan agreement with EROP Capital pursuant to which the Company received a loan in the principal amount of \$25,055. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price.

On June 19, 2018, the Company entered into a convertible loan agreement with Trendix pursuant to which the Company received a loan in the principal amount of \$34,000. The loan matures one year from the date of the loan and bears interest at a per annum rate of 12%. The principal and accrued interest is convertible into common stock of the Company at a conversion rate of 50% of the prevailing per share market price.

As of December 31, 2018, the Company had \$36,581 in loans due and payable on demand.

As of December 31, 2018, a derivative liability in the amount of \$1,693,593 was recorded for the conversion feature of the convertible notes. The fair value of the conversion feature was calculated using Black-Scholes and the following assumptions, estimated life of less than 1 year, volatility of 452%, risk free interest rate of 1.06% and dividend yield of 3%.

## **NOTE 5 CAPITAL TRANSACTIONS**

**Preferred A Shares:** On November 13, 2018, Wine Stream, Inc., acquired the Series A Preferred Stock from Stuart Barton for cash consideration.

Preferred B Shares: On April 25, 2016, the Company sold 10,000 Convertible Preferred B shares for \$10,000. On May 11, 2016, the Company sold 5,000 Convertible Preferred B Shares for \$ 5,000 and on July 28, 2016, the Company sold 2,500 Convertible Preferred B Shares for \$ 2,500. All Preferred B Shares sold in 2016 were acquired by Gold Coast Capital.

On July 25, 2018, the Company affected a 1000:1 reverse stock split of the Company's common stock. The Shares outstanding after the reverse stock split was reduced from 4,995,565,708 to 4,995,566. On November 7, 2018, pursuant to an action with the State of Delaware, the authorized shares have been reduced from 5,000,000,000 to 400,000,000.

#### Common Stock and Common Stock Equivalents

In 2018, the Company issued the first 10,000,000 common shares pursuant to the acquisition agreement as follows:

7,275,000 to Vino Alla Spina, LLC,  
2,425,000 to La Vida Dolce, LLC  
300,000 to Mahmoud Jrab

On August 1, 2018, the Company issued 200,000 shares to Stuart Barton, its CEO, as additional compensation.

On August 8, 2018, an investor converted \$ 2,968 of Convertible Notes into 494,162 shares

On August 8, 2018, an investor converted \$ 2,968 of Convertible Notes into 494,162 shares

On September 12, 2018 an investor converted \$ 3,749.99 of Convertible Notes into 499,999 shares.

On October 29, 2018 an investor converted \$ 7,200 of Convertible Notes into 1,200,000 shares

On October 29, 2018 an investor converted \$ 7,200 of Convertible Notes into 1,200,000 shares.

During the year ended December 31, 2018, the Company issued 4,564,910 shares of its common stock as repayment of debt and interest in the amount of \$28,086.

#### NOTE 6 STOCKHOLDER'S DEFICIENCY

Authorized Shares: The Company's Board of Directors is authorized to issue from time to time up to 2 million shares of preferred stock in one or more series, and to fix for each such series such voting power and such designations, preferences, relative participating or other rights, redemption rights, conversion privileges and such qualifications or restrictions thereof as shall be adopted by the board and set forth in an amendment to the Company's Certificate of Incorporation. Unless a vote of any shareholders is required pursuant to the rights of the holders of preferred stock then outstanding, the board may from time to time increase or decrease (but not below the number of shares of such series outstanding) the number of shares of any series of Preferred Stock after the issuance of shares of that series.

On the April 26, 2016 the company applied to the State of Delaware to designate a Series B Convertible Preferred Stock and the amendment of the Amended and restated Certificate of Incorporation of the company that the total number of shares of all classes of stock that the company shall have the authority to issue is 300,000,000 of which 298,000,000 are shares of common stock, par value \$0.01 per share and 2,000,000 shares are Preferred Stock, par value \$0.01.

The Series B Convertible Preferred Stock shall consist of 1,000,000 shares. The Series B Convertible Preferred shall be senior to the common stock. Each share of Series B Convertible Preferred shall be convertible, at the option of the holder thereof, at any time after three (12) months from the date of issuance, however, the stock will be callable if it trades at \$1.00 or more for ten (10) consecutive days (the "Conversion Date") and will convert into a number of shares of fully paid and non-assessable shares of Common Stock based upon the price per share of the Common stock, determined based on the average of the closing bid price for the Company's common stock for each of the ten (10) consecutive trading days immediately prior to the date the holder gives notice to the Corporation of their intent to convert the Preferred, less a discount of fifty percent (50%) (the "Conversion Ratio").

On July 14, 2016 The State of Delaware approved the amendment of the Amended and restated Certificate of Incorporation of the company that the total number of shares of all classes of stock that the company shall have the authority to issue is 750,000,000 of which 748,000,000 are shares of common stock, par value \$0.01.

On January 30, 2017 the State of Delaware approved the amendment of the Amended and restated Certificate of Incorporation of the that the total number of shares of all classes of stock that the company shall have the authority to issue is 5,000,000,000 of which 4,998,000,000 are shares of common stock , par value \$0.0001 per share and 2,000,000 shares are Preferred Stock, par value \$0.0001. All amounts based on the par value have been restated for this change in par value.

#### Equity Incentive Plans

In April 2005, the Company adopted the 2005 Equity Incentive Plan (the "2005 Plan"). A total of 87,500 shares of Common Stock were originally reserved for issuance under the 2005 Plan. The 2005 Plan provides for the grant of incentive stock options, nonqualified stock options, stock appreciation rights, restricted stock, and bonus stock, awards in lieu of cash obligations, other stock-based awards and performance units. The 2005 Plan also permits cash payments under certain conditions. The compensation committee of the Board of Directors is responsible for determining the type of award, when and to who awards are granted, the number of shares and the terms of the awards and exercise prices. The options are exercisable for a period not to exceed ten years from the date of grant. Vesting periods range from immediately to four years. Under the 2005 plan options granted expire no later than the tenth anniversary from the date of the grant.

In April 2005, the Company adopted the 2005 Non-Employee Directors Stock Option Plan (the "2005 Directors Plan") providing for the issuance of up to 20,000 shares of Common Stock to non-employee. Under the 2005 Directors Plan, only non-qualified options may be issued and they will be exercisable for a period of up to six years from the date of grant.

The 2005 Plan and the Non-Employee Directors Plan authorized options exercisable into 95,000 shares of common stock at an exercise price of \$7.80. As of December 31, 2018, options for an aggregate of 6,500 shares of Common Stock remain available for future grants under the Company's 2005 Plan and 2005 Directors Plan.

#### NOTE 7 INCOME TAXES

For the twelve months ended December 31, 2018, the Company had available for U.S federal income tax purposes net operating loss carryovers of approximately \$223,000 which expire beginning in 2036. The net operating loss carryovers may be subject to limitations under Internal Revenue Code due to significant changes in the Company's ownership. The Company has provided a full valuation allowance against the full amount of the net operating loss benefit, since, in the opinion of management, based upon the earnings history of the Company it is more likely than not that the benefits will not be realized.

For the year ended December 31, 2018, the Company had available for UK income tax purposes net operating loss carryovers of approximately \$900,000, which can be carried forward indefinitely. The Company has provided a full valuation allowance against the amount of UK unused net operating loss benefit, since management believes that, based upon the earnings history of the Company, it is more likely than not that the benefits will not be realized. Management does not believe that the Company has any material uncertain tax positions requiring recognition or measurement in accordance with the provisions of ASC 740. The Company's policy is to record interest and penalties on uncertain tax positions, if any, as income tax expense. All tax years for the Company remain subject to future examinations by the applicable taxing authorities.

#### NOTE 8 COMMITMENTS AND CONTINGENCIES

On August 9, 2018, an Amendment to certain convertible notes was entered by and among SPO Global and Trendix Enterprises, Inc., Saeb M. Jannoun Revocable Living, and EROP Capital, LLC, in which the Investors have agreed to reduce the annual interest rate on the Notes to 3% per annum from the date the Notes were issued and until the Notes are repaid; and the Issuer is willing to modify the conversion formula for the above Notes to 50% of the lowest closing bid price over the 5 days prior to conversion.

On May 24, 2018, the Company reached an agreement with Owen Dukes, its former President, in which Mr. Dukes assumed all operational and financial liability for the office space and related lease in the United Kingdom and Bulgaria. Mr. Dukes has also agreed to be responsible for all closing expenses and liabilities related to the Bulgaria office and operation.

On August 1, 2018, an issuance of 200,000 shares of common stock were issued to Stuart Barton pursuant to his employment agreement

On August 9, 2018, an Amendment to certain convertible notes was entered by and among SPO Global and Trendix Enterprises, Inc., Saeb M. Jannoun Revocable Living, and 912 Capital, LLC, in which the Investors have agreed to reduce the annual interest rate on the Notes to 3% per annum from the date the Notes were issued and until the Notes are repaid; and the Issuer is willing to modify the conversion formula for the above Notes to 50% of the lowest closing bid price over the 5 days prior to conversion.

On May 24, 2018, the Company reached an agreement with Owen Dukes, its former President, in which Mr. Dukes assumed all operational and financial liability for the office space and related lease in the United Kingdom and Bulgaria. Mr. Dukes has also agreed to be responsible for all closing expenses and liabilities related to the Bulgaria office and operation.

On April 25, 2018, Robert Alan Liggett filed a complaint against Reflective Solutions Corp (Wrentham District Court, Massachusetts, C.A. No 1857CV163 seeking damages of \$ 23,032.73 for the unpaid principal and interest in connection with a promissory note issued by prior management of Reflective Solutions Corp. for services provided by the plaintiff. The Company is exploring settlement options with the plaintiff..

#### **F. RESULTS OF OPERATIONS FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2018 COMPARED TO THE THREE MONTHS ENDED DECEMBER 31, 2017:**

**Revenues:** The Company had \$39,850 in revenue for the twelve months ended December 31, 2018, compared to \$450,546 revenue for the twelve months ended December 31, 2017.

**Cost of Revenues:** The Company had \$ 0 in costs of revenue for the twelve months ended December 31, 2018 compared to \$0 cost of revenue for the twelve months ended December 31, 2017.

**Gross Profit:** The Company had \$39,850 in gross profit for the twelve months ended December 31, 2018, compared to \$450,546 gross profit for the twelve months ended December 31, 2017.

**Operating Costs:** Operating costs consist of the Company's administrative expenses before depreciation and interest. Operating costs for the twelve months ended December 31, 2018 totaled \$206,237 compared to \$549,121 for the twelve months December 31, 2017.

**Operating Gain (Loss):** The Company produced an operating loss for the twelve months ended December 31, 2018 of \$166,387 compared to a loss of \$98,575 for the twelve months ended December 31, 2017.

**Net Gain (Loss) Before Income Taxes:** Net gain or loss before income taxes represents operating gain or loss plus other (non-operating) gain or loss. For the twelve months December 31, 2018, the company had a net gain of \$1,089,192 compared to a net loss of \$397,522 for the twelve months ended December 31, 2017.

**Liquidity and Capital Resources:** During the twelve months ended December 31, 2018, the Company used cash or cash equivalents from operations of \$601,073.

#### **G. OFF-BALANCE SHEET ARRANGEMENTS**

The Company did not engage in any off-balance sheet arrangements during the six months ended December 31, 2018.

#### **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")

S.P.O. GLOBAL, INC, is a holding company whose strategic plan is to acquire interests in emerging young businesses, and provide financing, advice and guidance to assist them in realizing their potential. The Company is implementing an acquisition roll-up model of acquiring sales, marketing, and manufacturing businesses. Once acquired, the collective groups of companies leverage the low cost and efficient infrastructure that has been created.

On October 3, 2018, Wine on Tap, Inc., a wholly owned subsidiary of SPO GLOBAL, INC. acquired specific assets of Wine Stream Inc., including key personnel and intellectual property, licensing and franchise rights. The acquisition excludes Wine Stream Inc.'s current Florida operations as well as the following states, Mississippi, Alabama, Louisiana, Georgia, Tennessee, Texas, Nevada and California. The acquisition does include all operations in Sarasota County Florida. With this acquisition, Wine on Tap adds deep industry expertise in the platform technology that will allow the Company to roll out and develop facilities throughout the United States from which to market premium wines in keg volume. The Company will be able to utilize the strategic partnerships and relationships already in place to offer the same high quality products already offered in Florida by Wine Stream.

As part of the acquisition, the Company agreed to issue 10,000,000 shares of common stock upon the closing of the transaction, 10,000,000 shares after 90 days, and 10,000,000 after the completion of the first facility. As of December 31, 2018, 10,000,000 Shares have been issued pursuant to the agreement.

Our initial acquisition, Reflective Solutions Ltd., had a unique performance optimization software IP for all enterprise applications. The focus of SPO is to acquire unique software companies that either own outright valuable IP with a proven verifiable customer base or represent cutting edge technology in the software or healthcare industry.

On May 24, 2018 the Company announced that it had entered into an Asset Purchase Agreement under which its subsidiary, Reflective Solutions, sold substantially all assets of Reflective Solutions to UnoSoftware, a company owned by Owen Dukes, formerly President, CEO and Chairman of the Board of Directors of the Company. Under the terms of the Asset Purchase Agreement Owen Dukes resigned as President, CEO and Chairman of the Board of the Company and Stuart Barton assumed the roles of President and Chairman of the Board of the Company. In addition, the Company entered into a distribution agreement with UnoSoftware for the distribution of Reflective's software products. Under the terms of the Asset Purchase Agreement, Owen Dukes agreed to be responsible for the closing of the Company's offices in Europe and to lead the expansion efforts for Reflective's product line. The Company retained all intellectual property related to the Reflective Software's products, and Unosoftware agreed to be responsible for all of Reflective Software's software product updates and upgrades. These agreements were made in conformance with the Company's strategic plan to acquire interests in growing companies and create partnerships and distribution agreements with key partners.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

On October 3, 2018, Wine on Tap, Inc., a wholly owned subsidiary of SPO GLOBAL, INC. acquired specific assets of Wine Stream Inc., including key personnel and intellectual property, licensing and franchise rights. The acquisition excludes Wine Stream Inc.'s current Florida operations as well as the following states, Mississippi, Alabama, Louisiana, Georgia, Tennessee, Texas, Nevada and California. The acquisition does include all operations in Sarasota County Florida. With this acquisition, Wine on Tap adds deep industry expertise in the platform technology that will allow the Company to roll out and develop facilities throughout the United States from which to market premium wines in keg volume. The Company will be able to utilize the strategic partnerships and relationships already in place to offer the same high quality products already offered in Florida by Wine Stream.

- C. Describe the issuers' principal products or services, and their markets

S.P.O. GLOBAL INC is a holding company whose strategic plan is to acquire interests in emerging young businesses, and provide financing, advice and guidance to assist them in realizing their potential. The focus of SPO is to acquire unique software companies or license agreements that either own outright valuable IP with a proven verifiable customer base or represent unique situations with verifiable markets.

On October 3, 2018, Wine on Tap, Inc., a wholly owned subsidiary of SPO GLOBAL, INC. acquired specific assets of Wine Stream Inc., including key personnel and intellectual property, licensing and franchise rights. The acquisition excludes Wine Stream Inc.'s current Florida operations as well as the following states, Mississippi, Alabama, Louisiana, Georgia, Tennessee, Texas, Nevada and California. The acquisition does include all operations in Sarasota County Florida. With this acquisition, Wine on Tap adds deep industry expertise in the platform technology that will allow the Company to roll out and develop facilities throughout the United States from which to market premium wines in keg volume. The Company will be able to utilize the strategic partnerships and relationships already in place to offer the same high quality products already offered in Florida by Wine Stream.

As consideration for the acquisition, the Company agreed to issue 10,000,000 shares of common stock upon the closing of the transaction, 10,000,000 shares after 90 days, and 10,000,000 after the completion of the first facility. As of December 31, 2018,.

On December 23, 2015, the Company purchased the performance software testing company Reflective Solutions Ltd that sells its software and consultancy across worldwide markets. The Company is focusing on increasing the revenue in Reflective with expansion in the North American Markets. The principal product offering of the company is Stress Tester a robust Performance Stress testing solution for large enterprise applications and providing a monitoring solution through their product Sentinel. 24 / 7 software as a service (SaaS). Our first acquisition, Reflective Solutions, has a unique performance optimization software IP for all enterprise applications. The focus of Reflective will be to build its revenues through a growing customer base around the world and to create maximum shareholder value. The Company is focusing on increasing the revenue in Reflective Solutions with expansion in the North American Markets. The principal software products of Reflective Solutions is "Stress Tester" a robust Performance Stress testing solution for large enterprise applications and the product "Sentinel" that is providing enterprise customers an intelligent monitoring solution 24 / 7 software as a service (SAS).

On May 24, 2018, the Company announced that it had entered into a Distribution Agreement with UnoSoftware, a company owned by Owen Dukes, its former CEO, for the distribution of Reflective's software products. Under the terms of the Agreement, Owen Dukes agreed to be responsible for the closing of the Company's offices in Europe and to lead the expansion efforts for Reflective's product line. The Company retained all intellectual property related to Reflective Software's products and UnoSoftware agreed to be responsible for all of Reflective Software's product updates and upgrades. These agreements were made in conformance with the Company's strategic plan to acquire interests in growing companies and create partnerships and distribution agreements with key partners.

## **6) Issuer's Facilities**

The Company currently utilizes office space in Tampa Florida owned by a Shareholder and utilizes manufacturing space leaded by a Director and the CEO of the Company.

## **7) 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 regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/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>Max Boscaino/</u> <u>(Vino Alla</u> <u>Spino, LLC)</u>	<u>President, CEO and</u> <u>Director</u>	<u>Tampa FL</u>	<u>7,250,000</u>	<u>Common</u>	<u>38.12%</u>	
<u>Saeb Jannoun</u>	<u>Chief Information</u> <u>Officer</u>	<u>Tampa FL</u>	<u>1,700,000</u>	<u>Common</u>	<u>4.7%</u>	
<u>Bruce Collett</u>	<u>Director</u>	<u>Jordan UT</u>	N/A	N/A	N/A	
<u>Mahmoud Jrab</u> <u>(La Vida Dolce,</u> <u>LLC)</u>	<u>5% Owner</u>	<u>Tampa FL</u>	2,425,000	Common	12.71%	

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons 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.

None

## **9) Third Party Providers**

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

### Securities Counsel

Name: Ernest M. Stern, ESQ  
Firm: Culhane Meadows PLLC  
Address 1: 1101 Pennsylvania Avenue N.W. Suite 300  
Address 2: Washington DC 20004  
Phone: (301) 910-2030  
Email: estern@culhanemeadows.com

### Accountant or Auditor

Name: Sam Messina  
Address 1: 2507 Desplaines Ave  
Address 2: North Riverside, IL 60546  
Email: sammessina2015@att.net

### Investor Relations Consultant

NA

### Other Service Providers

NA

## **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).

The certifications shall follow the format below:

I, Max Boscaino certify that:

1. I have reviewed this yearly disclosure statement of SPO Global, 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.

9/14/2019

/s/ Max Boscaino [CEO]

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v2.0 February 2018)

*Principal Financial Officer:*

I, Saeb Jannoun certify that:

1. I have reviewed this yearly disclosure statement of SPO Global, 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.

9/14/2019

/s/ Saeb Jannoun [CIO]