

# INITIAL INFORMATION DISCLOSURE

March 31, 2013

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## **S2C Global Systems, Inc.** (A Nevada Corporation)

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TRADING SYMBOL: STWG

CUSIP NUMBER: 78484R 101

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### ISSUER'S EQUITY SECURITIES:

Common Stock, \$0.001 par value

Issued and Outstanding Common Shares as of March 31, 2013: 122,870,350

### TRANSFER AGENT:

Signature Stock Transfer, Inc.  
2632 Coachlight Ct.  
Plano, TX, 75093  
972-612-4120  
[SignatureStock@aol.com](mailto:SignatureStock@aol.com)

# **S2C GLOBAL SYSTEMS, INC.**

March 31, 2013

## **Information required for compliance with the provisions of the OTC Markets, Inc., OTC Pink Disclosure Guidelines (Version 1.0 1/03/13)**

Because we want to provide more meaningful and useful information, this Disclosure Statement contains certain “forward-looking statements” (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulation of the Securities and Exchange Commission, and common law.

Wherever possible, we have tried to identify these forward-looking statements by using words such as “anticipate,” “believe,” “estimate,” “expect,” “plan,” “intend,” and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements. We have no obligation to update or revise any such forward-looking statements that may be made to reflect events or circumstances after the date of this Disclosure Statement.

### **Item 1. The exact name of the Issuer and its predecessors (if any).**

The exact name of the Issuer is S2C Global Systems, Inc. We were formed as a Nevada corporation on March 19, 2001 originally under the name of Sun Vacation Club Inc. On November 21, 2002 we changed our name to United Athletes, Inc. On February 8, 2005, after a reverse merger with S2C Global Systems Inc. (a private British Columbia corporation) we changed our name to S2C Global Systems, Inc.

Other than listed above, the corporation has used no other names in the past five years.

### **Item 2. Address of the Issuer's Principal Executive Offices**

#### Company Headquarters:

17470 N Pacesetter Way  
Scottsdale, AZ 85255

The telephone number is (480) 305-2047  
E-mail: [daniel.roth@s2cglobalsystems.com](mailto:daniel.roth@s2cglobalsystems.com)

**IR Contact:**

S2C Global Systems, Inc.  
Tel: (480) 305 - 2047

**Item 3. Security Information (as of May 31, 2013).**

Trading Symbol: STWG  
Exact Title and Class of Securities Outstanding: Common Stock  
CUSIP: 78484R 101  
Par or Stated Value: \$0.001  
Total Shares Authorized: 225,000,000  
Total Shares Outstanding: 122,870,350

**Transfer Agent:**

Signature Stock Transfer, Inc.  
2632 Coachlight Ct.  
Plano, TX, 75093  
972-612-4120  
[SignatureStock@aol.com](mailto:SignatureStock@aol.com)

Is the Transfer Agent registered under the Exchange Act: Yes [X] No [ ]

List any restrictions on the transfer of securities: Other than 94,753,862 shares of its common stock that are free-trading, all other shares are restricted and subject to Rule 144.

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

**Item 4 Issuance History**

There have been no issuances of securities during the fiscal years ended December 31, 2011 and December 31, 2012 nor during the quarter ended March 31, 2013.

**Item 5. Financial Statements**

The financial statements for the fiscal years ended December 31, 2012 and December 31, 2011 are being filed with OTC Markets, Inc. contemporaneously herewith, as Annual Reports for the respective fiscal years. The financial statement for the quarter ended March 31, 2013 is being filed with OTC Markets, Inc. contemporaneously herewith as a Quarterly Report.

## **Item 6. Describe the Issuer's Business, Products and Services.**

### **A. Description of the Issuer's Business Operations:**

#### **HISTORICAL**

We were formed as a Nevada corporation on March 19, 2001; originally under the name of Sun Vacation Club, Inc.; on November 21, 2002 the name was changed to United Athletes, Inc. On February 8, 2005, after a reverse merger with S2C Global Systems, Inc. (a private British Columbia, Canada corporation) we changed our name to S2C Global Systems, Inc. with the intent to focus on developing, marketing, and distributing “supplier to consumer” technologies related to water that reduced the cost and carbon footprint of water distribution. As the Company has matured, its focus has shifted to the global distribution of water from locations that have abundance to locations that do not, using modern logistics and its distribution technologies.

S2C Global Systems acquired the intellectual property rights from Will Benedikt for his early version of a 5-gallon water vending system. The Company continued with the development of the system and market preparation calling the system the “S2C Aqua Duct.” By the fall of 2008 while designing the machines for mass production, S2C completed and tested with consumers four (4) of the three-lane Aqueduct’s. As the Aqua Duct system is capital intensive to launch in numbers, its dissemination was put on hold pending the outcome of the global economic recession. Licensing opportunities for the Aqua Duct system have now come available in the United States and West Asia making it potentially viable to reconsider mass production.

In 2008 the Company also initiated its bulk water division forming and retaining 50% of Alaska Resource Management, LLC (“ARM”) a company established to sell and distribute bulk water globally from its source in Sitka, Alaska, USA. S2C earned its 50% position by contracting to bring its existing bulk water clients and develop sales channels for new ones.

S2C promotes itself through its website at [www.s2cglobal.com](http://www.s2cglobal.com) and a series of corporate/sales packages available through the Company. To date the Company has little or no revenues.

#### **PLAN OF OPERATION**

For the past year we have been planning and working towards establishing up to three water hubs around the planet. These hubs could best serve the global markets that need water by being located on or near the Arabian Sea, the East China Sea and the Caribbean Sea. Each hub will be designed to receive a “Very Large Water Carrier (“VLWC”) a ship that can carry in the realm of eighty million gallons (80,000,000 USG) of water per load, receive and process the same. In order to proceed with the hub and ships we need long term finalized water sales.

If and when we contract for bonafide sales of the water in and around the Arabian Sea, S2C intends to joint venture on or cause the joint venture of its first “World Water Hub”.

Most discussions to date have focused around being located on the west coast of India. For security reasons the port of choice should not be disclosed, however this first hub may include a berth for a Suezmax vessel (156,000 cubic meters/41Million USG), an offloading system to a dedicated tank farm and a distribution complex for packaged water. Potentially within 18 months after the JV is formed we may be able to switch to a VLCC as both it and the moorage for it should be completed within this time frame. Contracts for the distribution hub and ships are on hold pending sales commitments.

The Company may be able to sell from its Hub, bulk water by way of smaller ships that can deliver to shallower ports, like Umm Qasr in Iraq (located within 3 to 4 days of India's west coast). S2C may also sell our water in 20 foot containers with flexi-tanks (4623 USG) suitable for pharmaceutical/high tech manufacturing and packaged water (18.9 and 10L) for the consumer markets anywhere containers are delivered in south and west Asia from India. India itself provides an amazing growth market for the packaged waters with a current population of 1.15 billion people, an emerging middle class and an increasing clean water shortage.

Our Alaskan mountain water is so pure it requires no treatment except to remove organics that might be present through the natural cycle. During its 30 day voyage from Alaska to the Arabian Sea we intend to protect the water using an "Ozonating" system in the ship's holds.

## **PRODUCT DEVELOPMENT**

The Aqua Duct system in a two lane format with self-contained power is under development in anticipation of launching the Las Vegas, Nevada market. A smaller self-contained unit is appropriate for many of the overseas markets and Las Vegas is a great showcase in which to demonstrate. The funds needed for the first twenty units to be placed in Las Vegas are being sought and is estimated at half a million dollars (\$500,000.00).

## **SALES & MARKETING**

**System Distribution.** With the establishment of the first hub and ongoing manufacturing for the Aqua Duct we may place our machines into strategic markets where it could provide a cost benefit. In many of the Asian markets where labor is cheap a machine does not create financial benefits; however in these same markets governments are starting to enforce the reduction of carbon emissions. This could create additional opportunities for the Aqua Duct over and above cost benefits.

**Water Sales.** The sale cycle for the first water sales is ongoing as the Company gets into a position to commit to potential delivery dates. In Africa, India and Saudi Arabia we had entered discussions with parties that already have distribution when we are able to commit to our pricing structure and frequency of delivery formal agreements may be negotiated.

**Corporate Sales.** The Company previously looked to enter the U.S. market with the Aqua Duct through strategic relationships with established companies. As recently as the first quarter 2010, we had discussions with an east coast bottler with large market share that

resulted in an offer for the complete U.S. market for pennies on our investment to date. During the same period we found a global participant in both shipping and water packaging industry that was interested in entering the U.S. market. Provided S2C can provide proof of concept on the hubs and distribution technology they are willing to invest capital to see our business strategies implemented. They verbally committed to fund the first voyage from Sitka to the first hub in India. There are currently no active corporate sales in place.

## **CONCLUSION**

We intend to continue to pursue revenue for the Company to the end of the year by working on firming up bulk water sales. The actual delivery of the water may take place later depending on the contracts. We anticipate subject to funding to get the S2C Aqua Duct into the US domestic market with a view to showcasing it to the world. The required components related to selling water and water technologies appear to be coming together to a positive outcome.

## **CURRENT DEVELOPMENTS**

As a result of the significant financial challenges facing the Company in the water business, management has been exploring adding to its business lines. The Company has decided to investigate transition of its operations to focus its primary business efforts in the mining sector. The Company is utilizing its extensive business contacts to facilitate its launch a mining business sector. Recently, the Company signed a Non-Disclosure and Non-Circumvention Agreement regarding an iron ore property in the mineral rich region of Michoacán, Mexico. If the Company does decide to include mining to its business operations, that business sector of the Company would engage in the extraction of both base and precious metals from known resource deposits primarily in the ore rich regions of Mexico. The Company would be able to provide the technical expertise, knowledge of the local business environment and funding required for bringing existing under-capitalized small-scale mining operations into full production utilizing economies of scale to provide maximum return to our shareholders.

### **B. Date and State (or jurisdiction) of Incorporation:**

Reference is made to Item 1, above

### **C. The Issuer's Primary and Secondary SIC Codes:**

4400 – Water Transportation

### **D. The Issuer's Fiscal Year End Date:**

The Issuer's fiscal year end is December 31.

**E. Principal products or services, and their markets;**

Reference is made to Item 6A, above.

**Item 7. Describe the Issuer's Facilities**

Our current address is 17470 N Pacesetter Way Scottsdale, AZ 85255 Tel: (480) 305-2047

**Item 8. Officers, Directors and Control Persons**

**A. Officers and Directors and Control Persons. Provide the full names, business addresses, employment histories (for the past 5 years), positions held, responsibilities and employment dates, board memberships, other affiliations, compensation and number of securities (specify each class) beneficially owned by each person as of March 31, 2013.**

**Executive Officers**

<b><u>Name</u></b> <sup>(1)</sup>	<b><u>Position</u></b>	<b><u>Other Affiliations</u></b>	<b><u>Common Shares</u></b>
Daniel Roth	President/Secretary/Treasurer	None	-0-

**Directors**

<b><u>Name</u></b> <sup>(1)</sup>	<b><u>Position</u></b>	<b><u>Affiliations</u></b>	<b><u>Shares</u></b>
Daniel Roth	Director	None	-0-

**Daniel Roth, President, Secretary, Treasurer & Director**

Mr. Daniel Roth has focused the last eight years of his career as a base and precious metals commodities agent based in South Africa. During this time, Mr. Roth facilitated the closing of numerous metals sale contracts and provided product, property and delivery logistics evaluations. In the early stages of his career, Mr. Roth held several level entry positions in the business economics and accounting field. He later transitioned into pursuing his Chartered Financial Analyst (CFA) credentials. At that stage in his career, Mr. Roth consulted within the mining industry assisting in various due diligence efforts for asset transactions and interest sharing validations. Although Mr. Roth discontinued with his CFA to pursue metal commodities opportunities, his experiences up to that time afforded him a thorough understanding of international accounting and reporting standards, processes and report preparation.

**Control Person (shareholders holding more than 10% of any class)**

<b><u>Name</u></b>	<b><u>Shares</u></b>	<b><u>Class</u></b>	<b><u>Percentage Ownership</u></b>
N/A	N/A	N/A	N/A

<sup>(1)</sup> The business address is: 17470 N Pacesetter Way Scottsdale, AZ 85255

**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);**

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

**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 a person's involvement in any type of business, securities, commodities, or banking activities;**

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities

**3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;**

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

**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.**

None of the foregoing persons have been the subject of any 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.

**C. Beneficial Shareholders.**

**To the extent not otherwise disclosed in response to the foregoing, provide a list of the names, addresses and shareholdings of all persons holding more than ten percent (10%) of any class of the issuer's equity securities.**

None



If any of the beneficial shareholders are corporate shareholders, provide the name and address of person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders. N/A

**Item 9. Please provide the name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:**

**Legal Counsel:**

Thomas Russell  
Attorney at Law  
3700 Campus Drive  
Suite 204  
Newport Beach, CA 92660  
949-743-0161  
E-mail: tor@tor-law.com

**Accountant or Auditor:**

The Financial Statements have been prepared by management.

**Investor Relations Consultant:**

None

**Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure documentation.**

None

**Schedule of Exhibits**

<b><u>Exhibit No.</u></b>	<b><u>Description of Exhibit</u></b>
5.1	Reference is made to Financial Statements of S2C Global Systems, Inc. for the fiscal year ended December 31, 2011 filed with OTC Markets, Inc. as Annual Report for the period ended December 31, 2011
5.2	Reference is made to Financial Statement of S2C Global Systems, Inc. for the fiscal year ended December 31, 2012 filed with OTC Markets, Inc. as Annual Report for the period ended December 31, 2012.
5.3	Reference is made to Financial Statement of S2C Global Systems, Inc. for the quarter ended March 31, 2013 filed with OTC Markets, Inc. as Quarterly Report for the period ended March 31, 2013.

**Item 10. Issuer Certification**

I, Daniel Roth, President of S2C Global Systems, Inc., hereby certify that:

1. I have reviewed the Initial Information Disclosure of S2C Global Systems, Inc. for the period ended March 31, 2013;
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 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, and for, the periods presented in this Issuer's Initial Disclosure Statement.

Date: May 31, 2013

/s/ Daniel Roth

Daniel Roth, President