

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

TransAtlantic Capital Inc.

A Nevada Corporation
16A Manchester Avenue #9
May Pen, Clarendon 00000
Jamaica

(867) 627-4055

ceo@transcapinc.com

SIC Code: 8742

Quarterly Report
For the Period Ending: June 30, 2020
(the "Reporting Period")

As of June 30, 2020, the number of shares outstanding of our Common Stock was: 121,605,622

As of March 31, 2020, the number of shares outstanding of our Common Stock was: 21,605,622

As of December 31, 2019 the number of shares outstanding of our Common Stock was: 21,605,622

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

Yes: No:

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

Yes: No:

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

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

TransAtlantic Capital Inc. – May 24, 2014
ACRO Inc. – May 4, 2006
Medina International Corp. – May 22, 2002

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):

May 22, 2002, State of Nevada, Active

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

Yes: No:

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

N/A

2) Security Information

Trading Symbol: TACI

Exact title and class of securities outstanding: COMMON

CUSIP: 89355W103

Par or Stated Value: .001

Total shares authorized: 700,000,000 as of: 06/30/2020

Total shares outstanding: 121,605,622 as of: 06/30/2020

Total shares in the public Float: 1,605,622 as of: 06/30/2020

Total number of shareholders: 50 as of: 06/30/2020

Exact title and class of securities outstanding: PREFERRED

CUSIP: N/A

Par or Stated Value: .001

Total shares authorized: 50,000,000 as of: 06/30/2020

Total shares outstanding: 0 as of: 06/30/2020

Total number of shareholders: 0 as of: 06/30/2020

Transfer Agent

Name: VStock Transfer LLC
Address 1: 18 Lafayette Place
Address 2: Woodmere, NY 11598
Phone: (212) 828-8436 voice
Email: info@vstocktransfer.com
Website: www.vstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?* Yes: No:

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:
NONE

3) Issuance History

Number of Shares outstanding as of December 31, 2015	Opening Balance: Common: 21,365,622 Preferred: 0	
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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?
11/1/2016	New issuance	240,000	Common	\$0.23	yes	Capital Markets (Delray Wannecmacher)	Consulting	Restricted	Exemption
6/9/2020	New issuance	100,000,000	Common	\$0.05	no	Shumoja Industries LLC (William Walters)	Consulting	Restricted	Exemption
7/1/2020	New Issuance	5,000,000	Common	\$0.01	yes	Inheritance Funding LLC (William Walters)	Debt conversion	Restricted	Exemption1

Number of Shares outstanding as of June 30, 2020	Closing Balance: Common: 121,605,622 (6/30/2020) Common: 126,605,622 (7/1/2020) Preferred: 0	
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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:

B. Debt Securities, Including Promissory and Convertible Notes

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)

<u>12/31/2016</u>	<u>\$64,907</u>	<u>\$64,907</u>	<u>\$0</u>	<u>On demand</u>	<u>No conversion feature</u>	<u>IMIR Management, LLC</u> <u>(Joshua Griggs)</u>	<u>Loan</u>
<u>12/31/2016</u>	<u>\$116,949</u>	<u>\$116,949</u>	<u>\$0</u>	<u>On demand</u>	<u>No conversion feature</u>	<u>NFA Securities LLC</u> <u>(Carmen Adams)</u>	

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

N/A

4) Financial Statements

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

- U.S. GAAP
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)²:

Name: Sam Messnia CPA
Title: N/A
Relationship to Issuer: Consultant

Please see the financial statements below.

(Rest of the page left blank intentionally)

² The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

TransAtlantic Capital Inc.
Balance Sheet (Unaudited)
As of June 30, 2020 and December 31, 2019

	As of June 30, 2020 (unaudited)	As of December 31, 2019 (unaudited)
Current Assets		
Cash and cash equivalents	0	0
Inventory	4,000,000	4,000,000
Prepaid	2,291,667	0
Total current assets	6,291,667	4,000,000
Property, plant and equipment	1,885,381	1,951,816
Prepaid	2,500,000	0
Total assets	10,677,048	5,951,816
Accounts payable	46,703	46,703
Advances – related parties	181,856	181,856
Total current liabilities	228,559	228,559
Notes payable	6,000,000	6,000,000
Other long-term liabilities	366,334	154,000
Total liabilities	6,594,893	6,382,559
Shareholders' Deficit		
Preferred Shares, par value \$0.001 per share, 50,000,000 Authorized, none Issued and outstanding as June 30, 2020 and December 31, 2019; Par value \$0.001 per share,	0	0
Common Shares, par value \$0.001 per share, 700,000,000 Authorized; 121,605,622 and 21,605,622 Issued and outstanding as of June 30, 2020 and December 31, 2019, respectively, and Par value \$.001 Per Share,	121,606	21,606
Additional Paid In Capital	10,542,618	5,642,618
Accumulated Deficit	(6,582,069)	(6,094,967)
Total Shareholders' Equity (Deficit)	4,082,155	(430,743)
Total liabilities and shareholders' Equity	10,677,048	5,951,816

The accompanying notes are an integral part of these financial statements

TransAtlantic Capital Inc.
Statement of Operations (Unaudited)
For the three months ended June 30, 2020 and 2019

	3 Months Ended June 30, 2020 (unaudited)	3 Months Ended June 30, 2019 (unaudited)
REVENUES	0	0
COST OF SALES	0	0
GROSS PROFIT	0	0
Selling, General and Administrative	241,551	0
INCOME (LOSS) FROM CONTINUING OPERATIONS	(241,551)	0
OTHER INCOME(EXPENSE):		
Interest Expense	106,167	0
TOTAL OTHER INCOME (EXPENSE):	(106,167)	0
NET INCOME (LOSS) BEFORE PROVISION FOR	(347,718)	0
INCOME TAXES		
Provision for income taxes	0	0
NET INCOME (LOSS)	(347,718)	0
Weighted-average common shares outstanding- diluted	33,144,084	21,605,622
Income (Loss) per share – basic and diluted	(\$0.01)	\$0.00

The accompanying notes are an integral part of these financial statements

TransAtlantic Capital Inc.
Statement of Operations (Unaudited)
For the six months ended June 30, 2020 and 2019

	6 Months Ended June 30, 2020 (unaudited)	6 Months Ended June 30, 2019 (unaudited)
REVENUES	0	0
COST OF SALES	0	0
GROSS PROFIT	0	0
Selling, General and Administrative	274,769	0
INCOME (LOSS) FROM CONTINUING OPERATIONS	(274,769)	0
OTHER INCOME(EXPENSE):		
Interest Expense	212,333	0
TOTAL OTHER INCOME (EXPENSE):	(212,333)	0
NET INCOME (LOSS) BEFORE PROVISION FOR	(487,102)	0
INCOME TAXES		
Provision for income taxes	0	0
NET INCOME (LOSS)	(487,102)	0
Weighted-average common shares outstanding- diluted	44,682,545	21,605,622
Income (Loss) per share – basic and diluted	(\$0.01)	\$0.00

The accompanying notes are an integral part of these financial statements

TransAtlantic Capital Inc.
Statement of Cashflows (Unaudited)
For the six months ended June 30, 2020 and 2019

	6 Months Ended June 30, 2020 (unaudited)	6 Months Ended June 30, 2019 (unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	(487,102)	-
Adjustments to reconcile loss to Net cash provided by		
Stock-based compensation	208,333	-
Depreciation	66,436	-
Changes in assets and liabilities:		
Increase/(decrease) in other long-term liabilities	212,333	-
Net Cash flows from operating activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from related party advances	-	-
Total cash flows from financing activities	-	-
Increase in cash and equivalents	-	-
Cash and cash equivalents at beginning of Period	-	-
Cash and cash equivalents at end of Period	-	-

The accompanying notes are an integral part of these financial statements

TransAtlantic Capital Inc.
Statement of Stockholders' Equity (Unaudited)
For the six months ended June 30, 2020

	Common Shares	Common	Additional Paid In Capital	Accumulated Deficit	Total
Balance December 31, 2017	21,605,622	21,606	5,637,428	(5,892,783)	(228,559)
Net Income (Loss)				-	-
Balance December 31, 2018	21,605,622	21,606	5,637,428	(5,892,783)	(228,559)
Net Income (Loss)				(202,184)	(202,184)
Balance December 31, 2019	21,605,622	21,606	5,637,428	(6,094,967)	(430,743)
Share based compensation	100,000,000	100,000	4,900,000	-	5,000,000
Net Income (Loss)				(487,102)	(487,102)
Balance, June 30, 2020	121,605,622	121,606	10,537,428	(6,582,069)	4,082,155

The accompanying notes are an integral part of these financial statements

TransAtlantic Capital Inc.
Notes to the Financial Statements
For the six months ended June 30, 2020

NOTE 1 - ORGANIZATION

Organization and Line of Business

Transatlantic Capital Inc. was incorporated on May 22, 2002, under the laws of the State of Nevada, as Medina International Corp. On May 4, 2006, the Company changed its name to ACRO Inc., and again on May 24, 2014 to Transatlantic Capital Inc.

The Company was originally an oil and gas consulting company in Canada and the United States that later shifted operations to Israel to engage in development of products for the detection of military and commercial explosives for the homeland security market. On May 24, 2014 a change of control took place and the Company changed its business model to develop and manage real estate. As a result, the Company's address was moved from Israel to Georgia. On August 21, 2019, the Company acquired 100% of SGP Tanzania Ltd, a Tanzanian Limited Company for a \$6.0 million note payable with interest accruing at 7%.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited interim financial statements of Transatlantic Capital, Inc. have been prepared in accordance with accounting principles generally accepted in the United States of America and rules of the Securities and Exchange Commission. In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of financial position and the results of operations for the interim periods presented have been reflected herein. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year.

Going Concern

In conformity with generally accepted accounting principles, it has been assumed that the Company will continue as a going concern. The Company, however, continues to incur losses from operations and has a negative working capital. This raises substantial doubt about the Company's ability to continue as a going concern for a period of one year from the issuance of these financial statements. Management intends to raise financing through public equity or other means and interests that it deems necessary. These financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern.

NOTE 3 – RELATED PARTY TRANSACTIONS

From time to time, the Company received advances from a significant stockholder, IMIR Management LLC, as a loan which are unsecured, non-interest bearing and due on demand. During the six months ended June 30, 2020, no monies were loaned to the Company. As of June 30, 2020 and December 31, 2019, advances from IMIR total \$64,907.

On June 1, 2014, the Company executed a funding agreement with NFA Securities LLC, a stockholder, to fund ongoing company operations with a loan of up to \$150,000. During the six months ended June 30, 2020, no monies were loaned to the Company. As of the six months ended June 30, 2020 and December 31, 2019, advances from NFA total \$116,949. These advances are unsecured, non-interest bearing and are due on demand.

The total related parties balance as of June 30, 2020 and December 31, 2019 are \$181,856.

NOTE 4 – BUSINESS COMBINATION

On August 21, 2019, the Company acquired 100% of SGP Tanzania Ltd ("SGP"), a Tanzanian Limited Company for a \$6.0 million note payable with interest accruing at 7%. The company \$2.0 million in equipment and \$4.0 million in raw material inventory. SGP is a manufacturing of pre-fabricated homes.

NOTE 5 – COMMON STOCK

On November 1, 2016 the Company issued 240,000 shares of restricted common stock, with a par value of \$0.001 per share and a market value of \$0.23 per share, according to a consulting agreement with Capital Markets which included stock-based compensation. Capital Markets was engaged on May 16, 2016 to assist with the Company's capital raise. Upon execution of the consulting agreement, 60,000 shares were vested. The remaining 180,000 shares have a vesting schedule that extended through May 15, 2017. As of December 31, 2016, a total of 165,000 shares were vested, and the recognized value of the vested stock was \$26,700. During the nine months ended September 30, 2017, 75,000 shares were vested, and the recognized value of the vested stock was \$5,190. As of September 30, 2017, all 240,000 shares were vested, and the recognized value of the vested stock was \$31,890.

On June 9, 2020, the Company issued 100,000,000 shares of common stock pursuant to Marketing Consulting Agreement. The recognized value of the stock is \$5,000,000 which will be amortized over 24 months of the agreement.

On July 1, 2020, the Company issued 5,000,000 shares of common stock pursuant to a debt conversion for \$50,000 in principal and interest.

----End of Notes to the Financial Statements----

5) Describe the Issuer's Business, Products and Services

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

TransAtlantic Capital Inc. develops and manages real estate.

- 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

The Company was incorporated under the laws of the State of Nevada on May 22, 2002.

TransAtlantic Capital Inc.
16A Manchester Avenue #9
May Pen, Clarendon 00000
Jamaica
(867) 627-4055
ceo@transcapinc.com

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

The company's principle products or services are developing and managing real estate.

6) Describe the Issuer's Facilities

The Company currently operates out of space provided free of charge to the company by the company's CEO, and will do so until such time that the company needs its own facilities.

7) Officers, Directors, and Control Persons

Name of Officer/Director or 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>Julius Makiri Jenge</u>	<u>CEO</u>	<u>16A Manchester Avenue #9, May Pen, Clarendon 00000, Jamaica</u>	<u>0</u>	<u>Common</u>	<u>0%</u>	<u>N/A</u>

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);

None

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;

None

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

None

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

- 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.

There are no pending legal actions.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

- a. Legal Counsel: None
- b. Accountant or Auditor:

Sam Messina CPA
2507 Desplaines Ave.
North Riverside, IL 60546
713- 587-6201
sammessina2015@att.net
- c. Investor Relations Consultant: None
- d. Other Advisor: None

10) Issuer Certification

I, Julius Makiri Jenge certify that:

1. I have reviewed this Disclosure Statement of TransAtlantic Capital 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.

9/18/2020

[Date]

/s/ Julius Makiri Jenge

[CEO's Signature]

EXHIBIT 1

SHELL STATUS OF TRANSLANTIC CAPITAL INC.

RE: Shell Status of Transatlantic Capital, Inc.

Dear Sir or Madam:

I am writing this supplemental letter the purposes of providing a CEO opinion to Transatlantic Capital, regarding the operations, assets, and whether the Company is a shell following the acquisition of SGP Tanzania Ltd, a foreign corporation ("SGP").

For purposes of this letter, I have made such legal and factual examinations and inquiries as I have deemed sufficient to make a proper opinion and have examined, among other things, originals or copies, certified or otherwise identified to my satisfaction as being true copies, of such documents, corporate records, certificates of public officials, and other instruments which, in my judgment, I deemed necessary or advisable to enable us to render the opinions expressed below.

In my examination, I have assumed (without investigation or inquiry) the genuineness of all signatures, the authenticity of all documents submitted to us as originals, the conformity to originals of all documents submitted to us as certified, photocopied or conformed copies, the authenticity of originals of all such latter documents, and the due execution and delivery of all documents where due execution and delivery are prerequisites to the effectiveness thereof. I have examined copies identified to my satisfaction as true copies of the originals of the following information and documents and all the exhibits thereto, as a basis for the opinions expressed below:

1. Correspondence, website, contracts, financial statements, and other documentation detailing the operations of the Company.
2. Filings with the Securities and Exchange Commission.
3. General review of the books and records of SGP and the Company.

"Shell Company" and Footnote 32

In SEC Release No. 33-8587, published on July 15, 2005 (the "Release"), the Securities and Exchange Commission (the "Commission") defined a "shell company" as a company with no or nominal operations, and either no or nominal assets or assets consisting of any amount of cash and cash equivalents and nominal other assets. In adopting this definition, the Commission stated in the Release that it was trying to better describe the type of companies that were involved in certain schemes referred to in the Release. Specifically, it was focusing on companies which were essentially non-operating public companies that had no business or purpose other than a potential business combination transaction. Thus, the purpose of the shell definition was to provide a mechanism to address these types of schemes, and not to hamper the development of startups and development stage companies.

Further, the Commission stated that it intentionally did not define the term "nominal" and it did not set a quantitative threshold of what constitutes a shell company. The Commission stated, "We are not defining the term 'nominal,' as we believe that this term embodies the principle that we seek to apply and is not inappropriately vague or ambiguous." Indeed, the challenge presented to the Commission is providing a definition that can fit a variety of industries. For example, an oil and gas company or manufacturing operation would likely require much greater assets and operations than a software as a service company. Merriam-Webster defines nominal as "existing as something in name only: not actual or real: very small amount." However, the

Commission attempted to provide some clarity regarding what they deemed "nominal" as a footnote to the Release (generally referred to as "Footnote 32").

In addition, under the definition set forth in Rule 12b-2 under the Securities Exchange Act of 1934 and Rule 405 of the Act (33), if a company has more than nominal operations, further inquiry is not necessary as the company is not a shell company. Both Acts define a shell company as follows:

The term shell company means a registrant, other than an asset-backed issuer as defined in Item 1101(b) of Regulation AB that has:

1. No or nominal operations; and 2. Either: a. No or nominal assets; b. Assets consisting solely of cash and cash equivalents; or c. Assets consisting of any amount of cash and cash equivalents and nominal other assets.

Thus, the rule requires an analysis of, first, the operations of the company as nominal or not. If it is determined that the issuer has greater than nominal operations, no further analysis is required. However, if nominal operations are determined, we must then analyze the assets. The assets can be neither nominal nor solely consisting of cash and cash equivalent. Again, the determination of nominal is on a case by case basis. However, if an issuer whose assets consist solely of cash or cash equivalents, the issuer would be deemed a shell. It should be noted that although revenues are a good indicator of actual operations, the lack of revenues alone does not deem an issuer to have less than nominal operations.

As previously stated, due to the less than precise definition of a "nominal" each issuer must be evaluated on a case by case basis. In evaluating an issuer's shell status, we must look at the requirements of the issuer to successfully operate their business. What is more, the Commission has expressly stated in Footnote 172 of the Release, the restrictions of a shell company as stated under Rule 144, generally, are not intended to "capture" startup companies with limited operating history. Therefore, the fact that an issuer has limited operations and assets or is a development stage company does not make an issuer a shell company, so long as it has taken active steps to implement a legitimate business plan, AND the issuer has no intention of placing an operating business, with operations and/or assets in excess of nominal within the issuer in order to avoid the restrictions of Rule 419 and seek an acquisition target otherwise.

In light of the discussion above and for the reasons set forth herein, I am of the opinion that the Company is not a shell company. This conclusion is based upon the following:

1. TransAtlantic Capital Inc. was incorporated on May 22, 2002, under the laws of the State of Nevada, as Medina International Corp. On May 4, 2006, the Company changed its name to ACRO Inc., and again on May 24, 2014 to TransAtlantic Capital Inc.

The Company was originally an oil and gas consulting company in Canada and the United States that later shifted operations to Israel to engage in development of products for the detection of military and commercial explosives for the homeland security market. On May 24, 2014 a change of control took place and the Company changed its business model to develop and manage real estate. As a result, the company's address was moved from Israel to Georgia. The Company's common stock was first listed on the Over-the-Counter Bulletin Board or "OTC Bulletin Board" in April of 2003. It now trades on the OTCQB under the ticker symbol "TACI".

2. SGP Tanzania LTD was incorporated in the country of Tanzania August 2015. Initial operations of SGP consisted of general corporate structure and planning consistent with the

exception described in Footnote 172.[1] Beginning in 2016, SGP Acquired a prefab housing factory from Ireland that builds 10,000 homes annually to meet the demand in east Africa of 3million low income homes. In addition Sgp partnered with the Tanzania military SUMA JKT to serve as the construction arm to build all properties as provide government contracts to SGP's Factory..

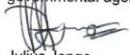
3. On August 23, 2019, the date of the acquisition of SGP had assets in the form of inventory, including prefab equipment and machinery to build 10,000 homes annually and evidence of operations as shown through paid invoices and actual product design. I have reviewed the invoices and have confirmed the operations of SGP

[1] As SGP is a wholly owned subsidiary of the Company, the analysis of shell status of TACI prior to the acquisition has no substantive value in regards to shell status analysis of the Company at the time of and immediately following the acquisition of SGP. I believe it provides additional evidence to the conclusion that the Company is not now and has never been a shell. Consistent with a company undergoing a new product launch. The lack of revenues is consistent with a small Company launching a new business line and is not indicative of a lack of operations.

Conclusion

Based on my analysis of the given facts, I have concluded that the Company is not now and has not been for at least 12 months a "shell company" as defined by Rule 405 of the Securities Act of 1933 having greater than nominal both assets and operations both before and after the acquisition of SGP and the spin-off of the previous business operations.

This letter is limited to the matters expressly stated herein. This opinion is rendered to the Company and is solely for its benefit to be used only in connection with the matters stated herein, except that it may deliver copies of this opinion to its professional advisors, to any governmental agency or regulatory authority or if otherwise required by law.



Julius Jenge
CEO Transatlantic Capital Inc.