

INCAPTA, INC.
(A WYOMING CORPORATION)

ISSUER INFORMATION AND DISCLOSURE STATEMENT

OTCMKTS: INCT

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS AND INFORMATION

This Quarterly Report on Form 10-Q, the other reports, statements, and information that we have previously filed or that we may subsequently file with the Securities and Exchange Commission, or SEC, and/or public announcements that we have previously made or may subsequently make include, may include, incorporate by reference or may incorporate by reference certain statements that may be deemed to be “forward- looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995 and are intended to enjoy the benefits of that act. Unless the context is otherwise, the forward-looking statements included or incorporated by reference in this Form 10-K and those reports, statements, information and announcements address activities, events or developments that InCapta, Inc (hereinafter referred to as “we,” “us,” “our,” “our Company” or “Incapta”) expects or anticipates, will or may occur in the future.

Any statements in this document about expectations, beliefs, plans, objectives, assumptions or future events or performance are not historical facts and are forward-looking statements. These statements are often, but not always, made using words or phrases such as “may,” “should,” “could,” “predict,” “potential,” “believe,” “will likely result,” “expect,” “will continue,” “anticipate,” “seek,” “estimate,” “intend,” “plan,” “projection,” “would” and “outlook,” and similar expressions. Accordingly, these statements involve estimates, assumptions and uncertainties, which could cause actual results to differ materially from those expressed in them.

Any forward-looking statements are qualified in their entirety by reference to the factors discussed throughout this document. All forward-looking statements concerning economic conditions, rates of growth, rates of income or values as may be included in this document are based on information available to us on the dates noted, and we assume no obligation to update any such forward-looking statements. It is important to note that our actual results may differ materially from those in such forward-looking statements due to fluctuations in interest rates, inflation, government regulations, economic conditions and competitive product and pricing pressures in the geographic and business areas in which we conduct operations, including our plans, objectives, expectations and intentions and other factors discussed elsewhere in this Report.

Certain risk factors could materially and adversely affect our business, financial conditions and results of operations and cause actual results or outcomes to differ materially from those expressed in any forward-looking statements made by us, and you should not place undue reliance on any such forward-looking statements. Any forward-looking statement speaks only as of the date on which it is made and we do not undertake any obligation to update any forward-looking statement or statements to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. The risks and uncertainties we currently face are not the only ones we face. New factors emerge from time to time, and it is not possible for us to predict which will arise.

There may be additional risks not presently known to us or that we currently believe are immaterial to our business. In addition, we cannot assess the impact of each factor on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. If any such risks occur, our business, operating results, liquidity and financial condition could be materially affected in an adverse manner. Under such circumstances, you may lose all or part of your investment.

Any industry and market data contained in this report are based either on our management’s own estimates or, where indicated, independent industry publications, reports by governmental agencies or market research firms or other published independent sources and, in each case, are believed by our management to be reasonable estimates. However, industry and market data is subject to change and cannot always be verified with complete certainty due to limits on the availability and reliability of raw data, the voluntary nature of the data gathering process and other limitations and uncertainties inherent in any statistical survey of market shares. We have not independently verified market and industry data from third-party sources. In addition, consumption patterns and customer preferences can and do change. As a result, you should be aware that market share, ranking and other similar data set forth herein, and estimates and beliefs based on such data, may not be verifiable or reliable.

INCAPTA, INC.
(A WYOMING CORPORATION)

INCAPTA, INC.

Table of Contents

ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS.....	3
ITEM 2. ADDRESS OF THE ISSUER’S PRINCIPAL EXECUTIVE OFFICES.....	3
ITEM 3. SECURITY INFORMATION.....	3
ITEM 4. ISSUANCE HISTORY.....	3
ITEM 5. FINANCIAL STATEMENTS (unaudited).....	3-4
ITEM 6. ISSUER’S BUSINESS, PRODUCTS, AND SERVICES.....	4
ITEM 7. ISSUER’S FACILITIES.....	5
ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS.....	5-9
ITEM 9. THIRD PARTY PROVIDERS.....	9
ITEM 10. ISSUER CERTIFICATION.....	10
ITEM 11. THE NAME OF THE CHIEF EXECUTIVE OFFICER, MEMBERS OF THE BOARD OF DIRECTORS, AS WELL AS CONTROL PERSONS.....	10-13
ITEM 12. FINACIAL INFORMATION FOR THE ISSUER’S MOST RECENT FISCAL PERIOD	13
ITEM 13. SIMILAR FINANCIAL INFORMATION FOR PREVIOUS FISCAL YEAR	14
ITEM 14. BENEFICIAL OWNERS.....	14
ITEM 15. THE NAME, ADDRESS, TELEPHONE NUMBER AND EMAIL ADDRESS OF EACH OF THE FOLLOWING OUTSIDE PROVIDERS THAT ADVISE THE ISSUER ON THE MATTERS RELATING TO THE OPERATIONS, BUSINESS DEVELOPMENT AND DISCLOSURE.....	14-15
ITEM 16. MANAGEMENTS DISCUSSION AND ANALYSIS OR PLAN OPERATION....	15-17
ITEM 17. LIST OF SECURITIES OFFERINGS AND SHARES ISSUED FOR SERVICES IN THE PAST TWO YEARS.....	17-18
ITEM 18. MATERIAL CONTRACTS.....	18-19
ITEM 19. ARTICLES OF INCORPORATION AND BYLAWS.....	19
ITEM 20. PURCHASES OF EQUITY SECURITIES BY THE ISSUER AND AFFILIATED PURCHASERS.....	19
ITEM 21. ISSUERS CERTIFICATION.....	19-20

**INCAPTA, INC.
(A WYOMING CORPORATION)**

Part A General Company Information

Item I **The exact name of the issuer and its predecessor.**

InCapta, Inc. has been the name of the issuer since inception on June, 1997.

Item II **The address of the issuer's principal executive offices.**

1876 Horse Creek Rd.
Cheyenne, WY 82009

Item III **The jurisdiction(s) and date of the issuer's incorporation or organization.**

The issuer was originally incorporated in Delaware on June, 1997

Part B Share Structure

Item IV **The exact title and class of securities outstanding.**

Common Stock: 100,000,000,000 authorized
Preferred Stock: 30,010,000,000 authorized
CUSIP: 45331T
Trading Symbol: INCT

Item V **Par or stated value and description of the security.**

A. Par or Stated Value

Common Stock: \$0.0001 par value
Preferred Stock: \$0.001 par value

B. Common or Preferred Stock

1. For common equity, describe any dividend, voting and preemptive rights.

Each common share is entitled to one vote with no preemptive rights. The common shareholders' rights to dividends shall be as the Issuer may deem appropriate from time to time. There are no provisions in the Issuer's bylaws or charter that would delay, defer or prevent a change in control of the Issuer.

INCAPTA, INC.
(A WYOMING CORPORATION)

2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions.

The preferred shares may be issued in one or more series. The voting powers, designations, preferences, limitations, restrictions, and relative, participating, optional and other rights, and the qualifications, limitations, or restrictions thereof, of the preferred stock shall be prescribed by resolution of the board of directors.

3. Describe any other material rights of common or preferred stockholders.

None

4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

None

Item VI The number of shares or total amount of the securities outstanding for each class of securities authorized.

<i>Common Stock</i>	<i>Most Recent Fiscal Quarter</i>	<i>Previous Fiscal Quarter</i>
<i>(i) Period end date;</i>	<i>06/30/19</i>	<i>03/31/19</i>
<i>(ii) Number of shares authorized;</i>	<i>100,000,000,000</i>	<i>100,000,000,000</i>
<i>(iii) Number of shares outstanding;</i>	<i>4,476,201,445</i>	<i>4,360,442,000</i>
<i>(iv) Freely tradable shares (public float);</i>	<i>4,438,297,445</i>	<i>4,322,538,000</i>
<i>(v) Total number of beneficial shareholders; and</i>	<i>469</i>	<i>469</i>
<i>(vi) Total number of shareholders of record</i>	<i>469</i>	<i>469</i>
<i>Preferred Stock</i>	<i>Most Recent Fiscal Quarter</i>	<i>Previous Fiscal Quarter</i>
<i>(i) Period end date;</i>	<i>06/30/19</i>	<i>03/31/19</i>
<i>(ii) Number of shares authorized;</i>	<i>30,010,000,000</i>	<i>30,010,000,000</i>
<i>(iii) Number of shares outstanding;</i>	<i>30,000,010,000</i>	<i>30,000,010,000</i>
<i>(iv) Freely tradable shares (public float);</i>	<i>0</i>	<i>0</i>
<i>(v) Total number of beneficial shareholders; and</i>	<i>1</i>	<i>1</i>
<i>(vi) Total number of shareholders of record</i>	<i>1</i>	<i>1</i>

INCAPTA, INC.
(A WYOMING CORPORATION)

Part C Business Information

Item VII The name and address of the transfer agent.

Interwest Transfer Company, Inc.
500 Perimeter Park Dr. Suite: D
Morrisville, NC 27560
Phone: +1 (919) 481-4000
Fax: +1 (919) 481-6222

Interwest Transfer Company, Inc. is registered under the Exchange Act, and as such, is regulated by the Securities and Exchange Commission, in conjunction with FINRA.

Item VIII The nature of the issuer's business.

A. Business Development

1. *The form of organization of the issuer (e.g., corporation, partnership, limited liability company, etc.);*

The issuer is a Wyoming corporation.

2. *The year that the issuer (or any predecessor) was organized;*

The issuer was incorporated in 1997.

3. *The issuer's fiscal year end date;*

The fiscal year end is December 31.

4. *Whether the issuer (and/or any predecessor) has been in bankruptcy, receivership and any similar proceeding.*

To the knowledge of present management, neither the issuer nor any predecessor has been in bankruptcy, receivership or any similar proceeding.

5. *Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets;*

Acquisition of Banana Box Wholesale Grocery L.L.C.

6. *Any default of the terms of any note, loan lease, or other indebtedness or financing arrangement requiring the issuer to make payments.*

None

7. *Any change of control.*

The issuer experienced an initial change of control in July 2017. Current management obtained control of the issuer in July 2017.

INCAPTA, INC.
(A WYOMING CORPORATION)

8. *Any increase in 10% or more of the same class of outstanding equity securities.*
None

9. *Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization.*
Acquisition of Banana Box Wholesale Grocery L.L.C.

10. *Any delisting of the issuer's securities by any securities exchange or NASDAQ or deletion from the OTC Bulletin Board'*
None.

11. *Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations. Any current, past or pending trading suspensions by securities regulator.*
None.

B. Business of Issuer

InCapta, Inc. (formerly known as TBC Global News Network, Inc.) ("Company") was formed in Delaware in June 1997 under the name SyCo Comics and Distribution Inc. and is the successor to a limited partnership named SyCo Comics and Distribution formed under the laws of the Commonwealth of Virginia on January 15, 1997, by Sy Robert Picon and William Spears, the co-founders and principal stockholders of the Company. On February 17, 1999, SyCo Comics and Distribution Inc. changed its name to Syconet.com, Inc. With the filing of Articles of Merger with the Nevada Secretary of State on April 12, 2002, the Company was redomiciled from Delaware to Nevada, and its number of authorized common shares was increased to 500,000,000 (see Exhibits 2.1 and 3.1).

On November 21, 2002, the Company amended its articles of incorporation changing its name to Point Group Holdings, Incorporated (see Exhibit 3.2). On March 5, 2003, the Company again amended the articles of incorporation so that (a) an increase in the authorized capital stock of the Company can be approved by the board of directors without shareholder consent; and (b) a decrease in the issued and outstanding common stock of the Company (a reverse split) can be approved by the board of directors without shareholder consent (see Exhibit 3.3). On July 11, 2003, the Company amended its articles of incorporation to increase the number of authorized common shares to 900,000,000 (see Exhibit 3.4). On January 26, 2004, the name of the Company was changed to "GameZnFlix, Inc" by the filing of amended articles of incorporation (see Exhibit 3.5).

On December 16, 2004, the Company amended the articles of incorporation to increase the authorized common stock of the Company to 2,000,000,000 shares (see Exhibit 3.6). On July 19, 2005, the articles of incorporation were further amended to increase the number of authorized common shares to 4,000,000,000 (see Exhibit 3.7), and on March 21, 2006 increased to 25,000,000,000 (see Exhibit 3.8). On September 6, 2007, a 1,000 to 1 reverse split of common stock took place. On December 31, 2007, 100,000,000 shares of Series B common stock and 10,000,000 shares of preferred stock were created by an amendment to the articles of incorporation, along with reducing the authorized common stock to 5,000,000,000 shares (see Exhibit 3.9). On April 9, 2009, a 10,000 to 1 reverse split of the Company's common stock became effective.

INCAPTA, INC.
(A WYOMING CORPORATION)

B. Business of Issuer (Cont.)

During the period of July 2002 to September 2002, the Company acquired AmCorp Group, Inc., a Nevada Corporation, and Naturally Safe Technologies, Inc. also a Nevada corporation. In February 2005, AmCorp amended its articles of incorporation, changing its name to GameZnFlix Racing and Merchandising, Inc. AmCorp provided services to companies that desired to be listed on the OTCBB and Naturally Safe held patents on a product that assisted Christmas trees in retaining water. Both these companies have ceased operations. In September 2003, the Company acquired Veegeez.com, LLC, a California limited liability company. This company has ceased operations.

On April 30, 2009, the Company entered into an Acquisition Agreement with TBC Today, Inc., a Nevada corporation, where the Company acquired all of the outstanding common stock of TBC. Under this agreement, all 11,000,000 shares of TBC Today, Inc. common stock issued and outstanding will be acquired by the Company for 11,000,000 shares of restricted common stock of the Company. On August 14, 2009, the Company issued 11,000,000 restricted shares of common stock to the shareholders of TBC Today, Inc. in completing this acquisition. This company has ceased operations

On May 7, 2009, the Company filed a Certificate of Amendment to Articles of Incorporation with the Nevada Secretary of State (see Exhibit 3.10). This amendment changed the name of the Company to TBC Global News Network, Inc. This corporate action had previously been approved by consent of a majority of the outstanding shares of common stock of the Company.

On March 19, 2010, the Company entered into a Purchase and Sale Agreement with Sterling Yacht Sales, Inc. and its stockholders, Glenn W. McMachen, Sr., and Arlene McMachen (see Exhibit 2.2). Under the terms of this agreement, the Company agreed to acquire 100% of the issued and outstanding common stock of Sterling. In return, the Company agreed to issue restricted shares of Company common stock to Sterling's stockholders in an aggregate amount resulting in an 82.5% ownership of the Company by those individuals.

On September 1, 2014, the Company determined that Sterling and its stockholders materially breached this agreement and therefore the agreement is null and void. Therefore, Sterling is not a subsidiary of the Company and the Company has no further obligations under this agreement.

On April 27, 2015, a 3,000 to 1 reverse split of the Company's common stock became effective.

On September 3, 2015, the Company completed an Acquisition Agreement under which the Company acquired all of the equity interests of Stimulating Software, LLC, a Florida limited liability company formed on November 5, 2014 ("Stimulating Software"), the acquisition of all the common stock of Inner Four, Inc., a Florida corporation formed on June 19, 2007 ("Inner Four"), and all of the common and preferred stock of Play Celebrity Games, Inc., a Delaware corporation formed on June 5, 2015 ("Play Celebrity"). This acquisition was accomplished through a payment by the Company of common stock and Series A preferred stock. This Acquisition is providing assets and revenues to the Company as Inner Four has had revenues and operations from 2007 to the present (see Exhibit 2.3).

Under the Acquisition Agreement, the Company paid to John Swartz, the owner of all the outstanding shares of Inner Four and Stimulating Software, 2,575 restricted shares of Company Series A preferred stock. Mr. Swartz has entered into a consulting services agreement with the Company under which he is paid 3,307,420 restricted shares of Company common stock (see Exhibit 10.6). As the consideration for the sale of the Play Celebrity stock to the Company, the Company issued to Team AJ, LLC, a North Carolina limited liability

INCAPTA, INC.
(A WYOMING CORPORATION)

B. Business of Issuer (Cont.)

company (“Team AJ”), and Chasin, LLC, a Delaware limited liability company (“Chasin”), both being the sole stockholders of Play Celebrity Games, Inc., a Delaware corporation (“Play Celebrity”) (these companies are

controlled by John Acunto) an aggregate of 1,500 restricted shares of Series A preferred stock of the Company, and 27,429,000 restricted shares of the Company common stock. A portion of these shares was transferred to AF Trust Company, a Florida corporation, and Kaptiva Group, LLC, a Florida limited liability company (also both controlled by Mr. Acunto).

Under the Acquisition Agreement, the Company has the option to purchase other companies owned by Mr. Swartz, namely Navy Duck, LLC, a Florida limited liability company, Ocean Red, LLC, a Florida limited liability company, and Purple Penguin.com, Inc., a Florida corporation. Should the Company exercise this option it will pay Mr. Swartz the sum of \$1,500,000, with certain adjustments as specified in the Agreement.

As part of this Acquisition, the Company entered into a Design and License Agreement with Navy Duck, Ocean Red, and Purple Penguin.com, Inc. (see Exhibit D to Exhibit 2.3)

During the second quarter of 2016, the Company determined that acquisition in made during the prior year was a poor business model and stopped the operations of the entities.

Effective on October 21, 2015, the Company filed a Certificate of Amendment with the Nevada Secretary of State to change its name from “TBC Global News Network, Inc.” to “InCapta, Inc” (see Exhibit 3.11).

Effective on December 21, 2015, the Company filed a Certificate of Amendment with the Nevada Secretary of State to reduce the total authorized shares from 5,110,000,000 to 1,000,000,000 (see Exhibit 3.12).

On August 8, 2016, a 19,000 to 1 reverse split of the Company’s common stock became effective.

On December 21, 2017, we submitted Articles of Continuance to the State of Wyoming, which were accepted by the State of Wyoming on December 28, 2017, thereby completing a change of domicile (the “Action”) to Wyoming from Nevada by means of filing Articles of Continuance with the State of Wyoming and subsequently filing Articles of Dissolution with the State of Nevada. As part of the Action, the Company amended its Articles of Incorporation to increase its authorized capital to 25 Billion common shares and 10 Million Series A Preferred shares The Action was approved by unanimous consent of the board of directors and the written consent of the Company’s shareholder holding voting rights equal to 110% of the Company's issued and outstanding shares.

On April 4, 2018, an amendment was adopted and filed with the Wyoming Secretary of State to increase its number of authorized common shares from 25,000,000,000 to 50,000,000,000 shares.

On May 21, 2018, an amendment was adopted and filed with the Wyoming Secretary of State to increase its number of authorized common shares from 50,000,000,000 to 100,000,000,000 shares.

On January 3, 2019, InCapta, Inc. acquired Banana Box Wholesale Grocery L.L.C. for 3 Million in preferred stock as well as a note for \$500,000 payable monthly over 7 years at prime +1%.

INCAPTA, INC.
(A WYOMING CORPORATION)

1. *The issuer's primary and secondary SIC Codes;*

Primary code: 7841

Secondary code: none

2. *If the issuer has never conducted operations, is it in the development state or is currently conducting operations;*

The issuer is currently conducting minimal operations.

3. *If the issuer is considered a "shell company" pursuant to SEC Rule 405 of the Securities Act of 1933;*

None

4. *State the names of any parent, subsidiary, or affiliate of the Issuer, and describe its business purpose, its method of operations, its ownership, and whether it is included in the financial statements attached to this disclosure*

None.

5. *The effect of existing or probable governmental regulations on the business.*

The issuer does not foresee any effect on business due to governmental regulations.

6. *An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers.*

None.

7. *Cost and effects of compliance with environmental laws (federal, state and local)*

We currently are not subject to any federal, state or local environmental laws.

8. *Number of total employees and the number of full time employees.*

We have two full-time employees and anticipate hiring outside contractors.

Item IX The nature of the products or services offered.

A. *Principal products or services and their markets;*

The current business of the Company is a media holding company, which looks for investment opportunities in radio, television, movie production and television productions to be used on online Cloud television and radio.

Currently, the Company is involved in pre-production of two full-length movies; developing a weekly half hour television show; and producing radio talk show with LeadingEdgeRadio.com. After the acquisition, company management is actively involved in the wholesale grocery industry

INCAPTA, INC.
(A WYOMING CORPORATION)

servicing clients within the lower 48 states. Management has also been working on developing the golf company. The company believes all golf technology will be available for marketing of products in 2019.

We have redirected our efforts toward the cloud television market and have launched two cloud television networks, World Drone Recreation Aviators (wdra.tv and wdra.club) and Leading Edge Radio Network (leadingedgeradio.tv). Each network develops its own channel(s) content and works with the Company to ensure that their viewers receive it. We continue development of our online movie channel which will feature video on demand and a 24 hour a day streaming internet TV station providing limited free content and a subscriber based business model along with potential revenue generating video on demand programming. The online news and video news bureau in association with Leading Edge Radio Network is advancing on schedule and completion is expected by year-end. Leading Edge Radio TV continues developing a venue for new and experienced radio and TV broadcasters to host their own programs via Internet TV and radio through Mancuso Martin Productions. Leading Edge Radio Network and Mancuso Martin Productions continue strategic partnership opportunities involving radio, Internet TV and movies with the Company. We have also entered into discussions with Mancuso Martin Productions for screenplay properties through its production division that include seven screenplays featuring suspense thrillers, horror, comedy, romance and sports themed movies.

We have also entered into preliminary discussions for the creation of a professional line of golf balls and golf equipment in order to facilitate long term objectives of the design of a professional line of golf balls, gloves, golf shoes and apparel which will be sold direct to consumer through a proprietary marketing program, eliminating the need for brick and mortar retailing and keeping the Company overhead low.

At the present time, the Company has two employees, who consist of the chief executive officer and chief operating officer and a number of consultants retained to advise the Companies on changes in our target markets.

We have had minimal revenues and we have incurred losses since inception, we have relied upon loans and the sale of our securities to fund operations. Management has turned this around in the first quarter of 2019 as the acquisition of the wholesale grocery company and produced revenue for the past 3 months of the quarter. Management in the second quarter of 2019 has expanded the grocery customer base in addition to growing revenue and increase company sales by more than \$50,000 of Q1. Assuming funding is available, we plan to develop, produce and market properties related to our core business strategy. We may interest other companies in our properties to either participate by means of joint venture agreements in the development of our properties or to finance and establish production of movie, television and entertainment product .

Item X The nature and extent of the issuer's facilities.

The Company formally maintained on office at 1950 Fifth Ave, Suite 100, San Diego, California 92101. The Company does not pay any monthly rent at this time for use of an office at the address, 1876 Horse Creek Road, Cheyenne, Wyoming 82009, which is provided by its registered agent for the Company. These offices are currently adequate for the needs of the Company.

INCAPTA, INC.
(A WYOMING CORPORATION)

Part D Management Structure and Financial Information

Item XI The name of the chief executive officer, members of the board of directors, as well as control persons

A. Officers and Directors

1. *Full name:*

Greg Martin
Chairman
President
Chief Executive Officer
Director

2. *Business address:*

1876 Horse Creek Rd.
Cheyenne, WY 82009

3. *Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates);*

Mr. Martin, age 58, has a long history of forming companies from concept to completion in the golf and entertainment fields. He is a former professional golfer who served as CEO of Triton Golf from 1998 until 2006. Mr. Martin has owned and operated Mancuso Martin Entertainment since January 2007, along with Hollywood actor, Nick Mancuso. From that time to the present, he has also owned and operated Leading Edge Radio Network, which operates three radio networks starting in 2014 (including the formats for all talk, oldies classic hits, and Christian hits from the 1970's to 1990's).

4. *Full name:*

Ean Martin
Chief Operating Officer
Director

5. *Business address:*

1876 Horse Creek Rd.
Cheyenne, WY 82009

6. *Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates);*

Mr. Martin, age 21, has experience in golf and Pro-Shop management from 2015, as well as film and TV production through Mancuso Martin Entertainment from 2015 to current. Mr. Martin has experience of forming a company from ground up and serving as President and CEO of, The Car Flip Guys LLC., founded in April 2016.

B. Legal/Disciplinary History

Please also identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A convictions in a criminal proceeding or named as 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

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INCAPTA, INC.
(A WYOMING CORPORATION)

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; 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

C. Disclosure of Family Relationships

Describe any relationships existing among and between the issuer's officers, directors and shareholders.

Ean Martin, son of Gregory Martin, Chairman/CEO/President of InCapta, Inc.

D. Disclosure of Related Party Transactions

Describe any transaction during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, involving the issuer, in which (i) the amount involved exceeds the lesser of \$120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest.

Acquisition of Banana Box Wholesale Grocery

E. Disclosure of Conflicts of Interest

Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.

None

Item XII Financial information for the issuer's most recent fiscal period.

The following financials are included:

Balance Sheets ending June 30, 2019 show assets of \$31,804 (Unaudited)

Current Liabilities ending June 30, 2019 show accrued expenses of \$8,366 (Unaudited)

Statement of Cash Flow ending June 30, 2019 shows revenue of \$278,211 (Unaudited)

**The Company refocused its business plans toward reducing
general and administrative expenses.**

INCAPTA, INC.
(A WYOMING CORPORATION)

Item XIII Similar financial information for the previous fiscal quarter.

Reference the Companies 2019 Q1 on www.incapta.com

Item XIV Beneficial owners.

Provide a list of the name, address and shareholders of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities.

None

Item XV The name, address, telephone number and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure.

1. Investment Banker

None

2. Promoters

None

3. Counsel

M. Stephen Roberts,
Attorney at Law
6513 Perkins Rd,
Baton Rouge, LA 70808
Tel: (225) 389-8300

4. Accountant or Auditor

The issuer prepares its financial information internally from its bookkeeping data and other information with accounting assistance of:

Contracts accounting and auditing services when required.

The outside accountant provides no audit or review services.

5. Public Relations Consultant(s)

None

6. Investor relations Consultant

None

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement

None

INCAPTA, INC.
(A WYOMING CORPORATION)

Item XVI Management's Discussion and Analysis or Plan Operation.

A. Plan of Operation

1. *Describe the issuer's plan of operation for the next twelve months:*

- i. a discussion of how long the issuer can satisfy its cash requirements and whether it will have to raise additional funds in the next twelve months;

We expect it will be necessary to raise \$50,000 in the next twelve months, which will satisfy our future cash requirements

The issuer may experience problems; delays, expenses and difficulties sometimes encountered by an enterprise in the registrant's stage, many of which are beyond the issuer's control. These include, but are not limited to, unanticipated problems relating to additional costs and expenses that may exceed current estimates and competition.

- ii. a summary of any product research and development that the issuer will perform for the term of the plan;

It is anticipated in 2019 that the Company will have expenditures for golf ball design and golf shaft technologies which will be capitalized through a Reg. A.

- iii. any expected purchase or sale of plant and significant equipment;

None

- iv. The company acquired Banana Box Wholesale Grocery in stock and note acquisition in January 2019.

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INCAPTA, INC.
(A WYOMING CORPORATION)

B. MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

The following management’s discussion and analysis of financial condition and results of operations is based upon, and should be read in conjunction with, our unaudited financial statements and related notes included elsewhere in this Form 10Q, which have been prepared in accordance with accounting principles generally accepted in the United States. Forward Looking Statements Information in this Form 10Q contains “forward looking statements” within the meaning of Rule 175 of the Securities Act of 1933, as amended, and Rule 3b-6 of the Securities Act of 1934, as amended, when used in this Form 10Q, the words “expects,” “anticipates,” “believes,” “plans,” and similar expressions are intended to identify forward-looking statements.

These are statements that relate to future periods and include, but are not limited to, statements regarding the adequacy of cash, expectations regarding net losses and cash flow, statements regarding growth, the need for future financing, dependence on personnel, and operating expenses.

Forward looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those projected. These risks and uncertainties include, but are not limited to, those discussed below. These forward-looking statements speak only as of the date hereof. The Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

Overview

We are continuing the development of our online movie channel, a 24 hour a day streaming internet TV station, and the further development of our online news and video news bureau in association with Leading Edge Radio Network and Mancuso Martin Productions.

The company is now in development of films including, “4th and Goal” a sports drama, and “Brother Gulf Stream 10” a comedy.

Discussions with Mancuso Martin Productions continue in development and are on Schedule, as previously reported and the potential acquisition of seven additional screenplays as previously disclosed remains viable and ongoing.

We continue to develop revenue share agreements and strategic partnership opportunities with radio, TV, movie and entertainment companies.

The company is also exploring the possible acquisition of a grocery wholesale company in 2019 and recently brought David Heavener, AWARD-WINNING WRITER, DIRECTOR & PRODUCER of

INCAPTA, INC.
(A WYOMING CORPORATION)

over 40 Feature Films and in charge of Distribution for InCapta, Inc. Mr. Heavener has developed a new TV series entitled, “The Last Evangelist.” – WHERE CSI MEETS REVELATION, in cooperation with InCapta, Inc.

In October 2017, we launched XVIINews.com which features news and various video updates featuring Susan Knowles, formerly of the Blaze.

On May 26, 2017, we entered into the Revenue Share Agreement with The Car Flip Guys pursuant to which we received an interest in a weekly internet television show, “The Car Flip Guys” which focuses on how two young guys started and developed their own company with our assistance. Additionally, The Car Flip Guys restoration of a 1971 Ford Mustang is on time and expected to preview the automobile for sale at auction or privately. Previously, we had reported an expectation to report income during the third quarter of 2017 but, due to additional work being required on the vehicle and an unanticipated wait for parts, we now believe we will report income in the fourth quarter from the sale of the vehicle.

Preliminary discussions continue regarding the acquisition of a golf ball and equipment company which is scheduled to debut in 2018. The golf company plans to feature two professional lines of golf balls for amateurs and professionals, golf gloves, golf club golf shoes, apparel and accessories. Although, if the acquisition is completed, we do not have plans to establish a brick and mortar operation. We believe that U.S. and worldwide golf courses, off course pro-shops and various retailers would be interested in picking up the brand, due in part to the science of the golf balls, performance, golf shafts and other components. Additionally, we believe that certain designers who we expect to be involved with us and our unique marketing plan will set us apart from its competitors.

The company continues research and development on golf ball designs as well as golf shaft designs. Further testing is scheduled during the third quarter. The company has entered negotiations to assist various companies in the development of screen play properties and believes that additional films will go into development during the third and fourth quarter.

Our current CEO is also an experienced former professional golfer with numerous contacts from the various tours including the PGA, web.com, Champions Tour, and LPGA Tours, respectively.

InCapta, Inc. appointed Ean Martin as its new (C.O.O.) Chief Operating Officer on July 9th, 2018. He is the son of Gregory Martin, the company Chairman, President, and Chief Executive Officer.

The company began a major turnaround in revenue and operations in the first quarter of 2019. Management continues to seek new opportunities and future acquisitions to gain revenue and add value to the company and shareholders.

INCAPTA, INC.
(A WYOMING CORPORATION)

C. Off-Balance Sheet Arrangements

The issuer does not have any off-balance sheet arrangements.

D. Use of Estimates

The preparation of financial statements requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosure of contingent assets and liabilities. On an ongoing basis, we evaluate these estimates, including those related to revenue recognition and concentration of credit risk.

We base our estimates on historical experience and on various other assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.

Actual results may differ from these estimates under different assumptions or conditions.

Part E Issuance History

Item XVII List of securities offerings and shares issued for services in the past two years.

During the quarter ended June 30, 2019 the issuer did not make any formal private or public offerings of its securities.

Part F Exhibits

Item XVIII Material Contracts

A. Every material contract, not made in the ordinary course of business that will be performed after the disclosure document is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting.

**INCAPTA, INC.
(A WYOMING CORPORATION)**

1. *Any contract to which directors, officer, promoters, voting trustees, security holders named in the disclosure document, or the Designated Advisor for Disclosure are parties other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price;*

None

2. *Any contract upon which the Company's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements;*

None

3. *Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issue;*

There are no existing or pending contracts for the purchase or sale of any property, plant or equipment exceeding 15% of the company's assets

4. *Any material lease under which a part of the property described in the disclosure document is held by the company.*

Not applicable

B. Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.

Both the president and the chief operating officer have elected to defer salary and compensation from 2017-2019 in order to best position the company success.

Item XIX Articles of Incorporation and Bylaws

Articles of Incorporation and amendments

By-laws

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers

Not applicable

Item XXI Issuer's Certification

I, Gregory Martin certify that:

1. I have reviewed this Disclosure Statement of InCapta, Inc.

**INCAPTA, INC.
(A WYOMING CORPORATION)**

2. Based on my knowledge, this disclosure statement does not contain any untrue statements 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 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

Dated this 15th day of August 2019

InCapta, Inc.

By: /s/ Gregory Martin

Name:	Gregory Martin
Position:	Chairman/President/CEO
Phone:	682-229-7476
E-mail	president@incapta.com
Web-Page	www.incapta.com

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