

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Universal Solar Technology, Inc.

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Houston, Texas 77060

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SIC: 3433

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

As of 06/30/2020 the number of shares outstanding of our Common Stock was:

600,549,974

As of 03/31/2020 the number of shares outstanding of our Common Stock was:

600,549,974

As of 12/31/2019 the number of shares outstanding of our Common Stock was:

600,549,974

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 "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

In answering this item, please also provide any names used by predecessor entities and the dates of the name changes.

Universal Solar Technology, Inc.

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):

The company was incorporated in the State of Nevada on July 24, 2007 and is currently active with the State.

Has the issuer or any of its predecessors 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:	<u>UNSS</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>913836102</u>	
Par or stated value:	<u>\$.0001</u>	
Total shares authorized:	<u>2,500,000,000</u>	as of date: <u>06/30/20</u>
Total shares outstanding:	<u>600,549,974</u>	as of date: <u>06/30/20</u>
Number of shares in the Public Float ² :	<u>52,579,974</u>	as of date: <u>06/30/20</u>
Total number of shareholders of record:	<u>60</u>	as of date: <u>06/30/20</u>

All additional class(es) of publicly traded securities (if any):

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	_____	
CUSIP:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____

Transfer Agent

Name: V Stock Transfer, LLC
Phone: 212-828-8436
Email: info@vstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

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

None

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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

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

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/19</u> Common: <u>600,549,974</u> Preferred: <u>N/A</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>01/25/2018</u>	<u>Issuance</u>	<u>20000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Stephani L. Bankett</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>01/25/2018</u>	<u>Issuance</u>	<u>200000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Darrell A Calloway</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>01/25/2018</u>	<u>Issuance</u>	<u>200000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Elbert Hamilton</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>01/25/2018</u>	<u>Issuance</u>	<u>200000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Paul D Landrew</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>01/25/2018</u>	<u>Issuance</u>	<u>300000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tracy Wilkerson</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>01/26/2018</u>	<u>Issuance</u>	<u>1195880</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Cede & CO</u>	<u>_____</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>

<u>04/25/2018</u>	<u>Cancellation</u>	<u>200000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Darrell A. Calloway</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/25/2018</u>	<u>Cancellation</u>	<u>200000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Paul D Landrew</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>50000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Marilyn R Haynes</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>25000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Caleb J Landrew</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>25000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Corbin J Landrew</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>25000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Kimberly R Landrew</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>50000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Paul D; Landrew</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>25000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>LaTeisha J Landrew</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>25000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Johnny Smith</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>10000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Wayne Nobles</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>04/27/2018</u>	<u>Issuance</u>	<u>10000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>St Stephen Baptist Church – Ernest Schell Control Person</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>05/22/2018</u>	<u>Issuance</u>	<u>160000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Darrell A Calloway</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>05/22/2018</u>	<u>Issuance</u>	<u>20000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>John Stokes</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>05/22/2018</u>	<u>Issuance</u>	<u>20000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Austin A Smith</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>08/03/2018</u>	<u>Cancellation</u>	<u>30000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tracy Wilkerson</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>08/03/2018</u>	<u>Issuance</u>	<u>28800000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tracy Wilkerson</u>	<u>Officer</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>08/03/2018</u>	<u>Issuance</u>	<u>200000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Skyler Wilkerson</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>08/03/2018</u>	<u>Issuance</u>	<u>200000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tanesia C Wilkerson</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>08/03/2018</u>	<u>Issuance</u>	<u>200000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Traci S Wilkerson</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>08/03/2018</u>	<u>Issuance</u>	<u>200000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Trenton S Wilkerson</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>08/03/2018</u>	<u>Issuance</u>	<u>200000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tanesia C / C/F Tristyn S Wilkerson</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>

<u>08/03/2018</u>	<u>Issuance</u>	<u>200000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tanesia C / C/F</u> <u>Tia S Wilkerson</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section</u> <u>4(a)(2)</u>
<u>08/10/2018</u>	<u>Issuance</u>	<u>2000000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tamiko L Brock</u>	<u>Employee</u>	<u>Restricted</u>	<u>Section</u> <u>4(a)(2)</u>
<u>08/10/2018</u>	<u>Issuance</u>	<u>85000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Freddie</u> <u>Hackney III</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section</u> <u>4(a)(2)</u>
<u>08/10/2018</u>	<u>Issuance</u>	<u>85000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Tyrone Hackney</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section</u> <u>4(a)(2)</u>
<u>08/10/2018</u>	<u>Issuance</u>	<u>85000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Nicholas</u> <u>Jefferson</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section</u> <u>4(a)(2)</u>
<u>08/10/2018</u>	<u>Issuance</u>	<u>160000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Ricky Plair</u>	<u>Gift</u>	<u>Restricted</u>	<u>Section</u> <u>4(a)(2)</u>
<u>08/10/2018</u>	<u>Issuance</u>	<u>5450000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Stock Vest – Art</u> <u>Brent Control</u> <u>Person</u>	<u>Services –</u> <u>Public Relations</u>	<u>Restricted</u>	<u>Section</u> <u>4(a)(2)</u>
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____

Shares Outstanding on Date of This Report:

Ending _____ Balance _____

Ending Balance:

Date 06/30/20

Common: 600,549,974

Preferred: N/A

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2019, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2017 through September 30, 2019 pursuant to the tabular format above.

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

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

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

<u>Date of</u> <u>Note</u> <u>Issuance</u>	<u>Outstanding</u> <u>Balance (\$)</u>	<u>Principal</u> <u>Amount</u> <u>at</u> <u>Issuance</u> <u>(\$)</u>	<u>Interest</u> <u>Accrued</u> <u>(\$)</u>	<u>Maturity</u> <u>Date</u>	<u>Conversion Terms (e.g.</u> <u>pricing mechanism for</u> <u>determining conversion of</u> <u>instrument to shares)</u>	<u>Name of Noteholder</u> <u>(entities must have</u> <u>individual with voting</u> <u>/ investment control</u> <u>disclosed).</u>	<u>Reason for</u> <u>Issuance (e.g.</u> <u>Loan, Services,</u> <u>etc.)</u>
<u>12/03/2016</u>	<u>\$20,000</u>	<u>\$25,000</u>	<u>N/A</u>	<u>Stated in</u> <u>note</u> <u>relative</u> <u>to the</u> <u>dismissal</u> <u>of court</u> <u>case in</u> <u>Nevada</u>	<u>"At any time before the Maturity</u> <u>Date, Maker shall have the right</u> <u>but not the obligation, to cause</u> <u>the Holder to convert this Note</u> <u>into Common Stock of the</u> <u>Maker or any security</u> <u>convertible into Common Stock</u> <u>of the Maker (the "Conversion</u>	<u>The Arminda Group –</u> <u>Tamiko Plair Control</u> <u>Person</u>	<u>Loan</u>

				<u>- A-16- 74115-C</u>	<u>Shares"), based on a conversion price equal to the lesser (1) the average price at which the Maker sells its Common Stock during the sixty (60) days prior to the conversion or (ii) the par value of the Maker's Common Stock (the "Conversion Price")</u>		
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

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)⁴:

Name: J. Anthony Barr, CPA, Esq.
Title: CPA
Relationship to Issuer: Professional Services Provider

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet.
D. Statement of income.
E. Statement of cash flows.
F. Statement of Changes in Shareholders' Equity
G. Financial notes; and
H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

The 2020 Second Quarter Financial Statements are included in this disclosure.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

No Operations

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

The Arminda Group, LLC is the parent company of Universal Solar Technology, Inc.

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

N/A

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Office Space at 11811 North Freeway, Suite 500, Houston, Texas 77060. Six-month term with option if needed.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director 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>Paul D Landrew</u>	<u>Officer</u>	<u>Houston, Texas</u>	<u>50000000</u>	<u>Common</u>	<u>8%</u>	<u>-----</u>
<u>Darrell A Calloway</u>	<u>Officer</u>	<u>Houston, Texas</u>	<u>160000000</u>	<u>Common</u>	<u>26.6%</u>	<u>-----</u>
<u>The Arminda Group, LLC –</u>	<u>Parent Company</u>	<u>Houston, Texas</u>	<u>200000000</u>	<u>Common</u>	<u>33.3%</u>	<u>These are the shares associated with the Note currently held by</u>

<u>Tamiko Plair</u> <u>Control Person</u>						<u>The Arminda Group,</u> <u>LLC</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.

None

9) Third Party Providers

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

Securities Counsel

Name: Andrew Coldicutt
Firm: The Law Offices of Andrew Coldicutt
Address 1: 1220 Rosecrans Street, PMB 258
Address 2: San Diego, CA 92106
Phone: 619-228-4970
Email: Andrew@ColdicuttLaw.com

Accountant or Auditor

Name: J. Anthony Barr, CPA, Esq.
Firm: Barr Law and CPA Firm
Address 1: 11811 North Freeway, Suite 500
Address 2: Houston, Texas 77060
Phone: 713-836-9601
Email: lawandcpa@outlook.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Paul D. Landrew certify that:

1. I have reviewed this Annual Disclosure Statement of Universal Solar Technology, 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.

09/16/20

/s/Paul D. Landrew [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Paul D. Landrew certify that:

1. I have reviewed this Annual Disclosure Statement of Universal Solar Technology, 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.

09/16/20

/s/Paul D. Landrew [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Universal Solar Technology, Inc.
Balance Sheet (unaudited)
Quarter Ending June 30, 2020

Assets	Quarter ended June 30, 2020
	\$
Current assets	
Cash	<u>86</u>
Total Current Assets	86
Fixed assets	27,871
Accumulated Depreciation	<u>(19,510)</u>
Total assets	<u>8,447</u>
Current Liabilities	
Accrued Lease Liability	18,340
Long Term Liability	
Loan Payable	<u>19,050</u>
Total Liabilities	37,390
Stockholder's Equity	
Common Stock (\$0.0001 Par Value) authorized 2,500,000,000 shares; issued and outstanding - 547,970,000 restricted, 52,579,974 non-restricted and 600,549,974 shares	3,081
Additional Paid-In Capital	81,279
Retained Earnings	(579,278)
Opening Balance Equity	(155,500)
Owner's Contributions	626,562
Owner's Equity	(2,260)
Net Income	<u>(2,827)</u>
Total Equity	<u>(28,943)</u>
Total Liabilities and Stockholders' Equity	<u>8,447</u>

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

Universal Solar Technology, Inc.
Statement of Operations (unaudited)
Quarter Ending June 30, 2020

	Quarter ended June 30, 2020
	<u>\$</u>
Revenues	-
Total Revenue	
Cost of Goods Sold	
Gross Profit	
Operating Expenses	
Advertising & Marketing	
Charitable Contributions	
Contractors	
Dues & subscriptions	
Legal & Professional Services	
Office Supplies & Software	
Other Business Expenses	40
Rent & Lease	
Taxes & Licenses	
Travel	
Depreciation Expense	<u>2,787</u>
Total Expenses	<u>2,827</u>
Net Operating Loss	<u>(2,827)</u>
Net loss	(2,827)

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

Universal Solar Technology, Inc
Statements of Cash Flows (unaudited)
Quarter Ending June 30, 2020

	quarter ended June 30, 2020
	\$
Operating Activities	
Net loss	(2,827)
Depreciation	2,787
Adjustments to Net Income:	
Changes in Accounts Receivables	
Changes in Payables	
Total Adjustments to reconcile Net Income to Net Cash provided by operations:	
Total Cash Flow from Operating Activities	(40)
Investing Activities	
Financing Activities	
Additional Paid-In Capital (Common Stock)	
Common Stock (\$0.0001 Par Value)	
Opening Balance Equity	
Owner's Contributions	
Retained Earnings	
Net cash provided by financing activities	
Net cash increase for period	
Cash at beginning of period	126
Cash at end of period	86

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

Notes to Universal Solar Technology, Inc. Financial Statements (unaudited) for Period Ending June 30, 2020.

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NOTE 1. ORGANIZATION AND NATURE OF BUSINESS

Overview

Universal Solar Technology, Inc. (the “Company”) was incorporated under the laws of the State of Nevada on July 24, 2007. The Company’s common shares trade on the OTC Exchange Market under the trading symbol UNSS. The Company’s principal and registered office is located at 19547 Bold River Road, Tomball, Texas 77375. Our telephone number is (832)229-7046 and our web address is www.universalsolartechology.com. The information provided on our website is not part of this Annual Report on the OTC Disclosure Statement and is therefore not incorporated by reference in this Annual Report on the OTC Disclosure Statement.

The Company’s business focus has moved in the direction of a fintech renewable energy platform development as well as the planned installation of a closed loop waste to energy technology with a global consequential impact.

NOTE 2. GOING CONCERN UNCERTAINTY

Our unaudited 2020 second quarter financial statements have been prepared as a going concern basis in accordance with generally accepted accounting principles in the United States. The going concern basis assumes that we will continue in operations for the next 12 months and will be able to realize our assets and discharge our liabilities and commitments in the normal course of business.

Our lack of revenue, recurring losses, negative cash flows from operating activities, stockholders’ deficit, need for additional financing and the uncertainties surrounding our ability to obtain such financing raise substantial doubt about our ability to continue as a going concern. The Company’s anticipated merger with Entrex will position the Company to generate revenue from a more diverse strategic investment approach. Likewise, we are in the final stages of negotiations for a partnership with a waste to energy company which will position us for revenue generation within the next 12 months.

The achievement of these goals is paramount to the mitigation of the factors described. To fail in completing these actions will cast substantial doubt as to our ability to continue as a going concern for a period of 12 months after the date our financial statements included in this Annual Report on OTC Disclosure Statement are issued. If we become unable to continue as a going concern, we may have to liquidate our assets, and potentially realize significantly less than the values at which they are carried on our financial statements, and the holders of our securities could lose all or part of their investment.

NOTE 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company’s unaudited second quarter financial statements were approved by the Board of Directors on September 14, 2020 and have been prepared in accordance and conformity with generally accepted accounting principles as issued by the Financial Accounting Standards Board (FASB) using the accounting policies described herein.

Basis of Measurement

These financial statements are presented in US dollars which is the functional and reporting currency. The financial statements are prepared on a historical cost basis. In addition, these financial statements have been prepared using the accrual basis of accounting.

Estimates and Assumptions

The preparation of the condensed financial statements in conformity with generally accepted accounting principles, United States, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The most significant estimates in the Company's financial statements relate to fixed assets. Actual results could differ from those estimates.

Other Business Expenses

The Company recorded non-capitalized equipment, office supplies, reimbursements, bank charges, postage, printing services and utilities in this account.

Lease Expense & Accrued Lease Liability

On January 1, 2019, we adopted Accounting Standards Update ("ASU") No. 2016-02, Leases, as amended by ASU 2018-10, Codification Improvements to Topic 842, ASU 2018-11, Targeted Improvements, and 2019-01, Codification Improvements. These ASUs required the recognition of lease assets and lease liabilities for virtually all leases and required disclosure of key information about leasing arrangements. We elected to adopt these new standards prospectively.

The Company had a two-year sub-lease agreement with a company that had surplus space. The lease began March 2017 and ended March 2019. The monthly payments were \$3,200 per month. Upon inquiry, the Company disclosed that while it paid \$58,460 for leasing, there was an outstanding balance of \$18,340 ("outstanding balance") which is payable by December 31, 2020. Of the outstanding balance, \$9,600 is attributable to 2019, and \$8,740 is attributed to 2018.

In 2018, the Company did not properly expense and accrue for the lease liability applicable to the period. With the adoption of ASU 2018-10 and to correct this accounting error, the Company recorded expenses and accrued lease liability for 2018 as follows:

The landlord did not take legal action nor did the landlord impose interest on the outstanding balance. The Company has agreed to pay the remaining balance of \$18,340 by December 31, 2020. For the avoidance of doubt, the landlord is not a related party.

NOTE 4. FIXED ASSETS

Fixed Assets comprised of furniture, desktop computers, fax machines, phone and security systems as of June 30. Fixed Assets are depreciated using the straight-line method over five (5) years.

NOTE 5. LONG-TERM DEBT

Long-term debt consisted of the following as of June 30:

	\$
(a) Loan Payable	19,050
(b) Interest rate	0
(c) Years in repayment	Lump sum

- (a) The Company currently has a loan payable in the amount of \$19,050.
- (b) The interest rate on the loan is 0 percent.
- (c) The original loan amount was \$25,000. These funds were used in securing the receivables. The balance reflected as of June 30, 2020 was \$19,050. The lender, Darrell A. Calloway, serves as President of the Company; this related Party Transaction is also discussed in Note 10. Mr. Calloway has agreed to defer monthly payments on the loan. The loan is due in full by December 31, 2022.

NOTE 6. COMMITMENTS AND CONTINGENCIES

Legal Matters

The Company confirms that there are no legal matters or litigation pending.

NOTE 7. STOCKHOLDERS' EQUITY

Common Stock

As of December 31, 2018, we are authorized to issue 2.5 billion shares of common stock with a par value of \$0.0001 per share. For the years ended December 31, 2019, and December 31, 2018 there were 600,549,974 shares issued and outstanding.

Basic loss per common share is computed by dividing net loss available to common stockholders by the weighted average number of common shares outstanding during each period. The computation of basic loss per share is presented as follows for the years ended December 31, 2019 and December 31, 2018:

		Loss Per Common Share (unaudited) 2019	Loss Per Common Share (unaudited) 2018
(d) Loss Per Common Share	Weighted average common shares outstanding (basic)	(0.0001)	(0.0004)

NOTE 8. VARIABLE INTEREST ENTITY

A VIE is defined as an entity in which equity investors do not have the characteristics of a controlling financial interest or do not have sufficient equity at risk for the entity to finance its

activities without additional subordinated financial support from other parties. The Company confirms that there are no VIE interests.

NOTE 9. EQUITY-BASED COMPENSATION

Restricted Stock

In August 2017, the company issued Restricted Stock Units for the original management team. The stock was issued at par value and carried a two year vesting period. The company has disclosed all Restricted Stock Units which were issued and are included in the current disclosure. There are no additional entitlements or options planned at this time. There have been no transactions of stock being sold by the original management team as the shares are still restricted since no legal opinion has been attained. All certificates still have a legend.

NOTE 10. RELATED PARTY TRANSACTIONS

As of December 31, 2018, Company has received loans from Paul D. Landrew, Chairman and Chief Executive Officer and Darrell A. Calloway, President. Paul D. Landrew loaned the Company of \$626,562 which was converted to "Owner's Equity". Presently, the Company, has a loan payable to Darrell A. Calloway in the amount of \$19,050 as described in Note 6.

NOTE 11. SUBSEQUENT EVENTS

The Company confirms that there were no subsequent events to report.