

Disclosure Statement and Annual Report

ALLIANCE CREATIVE GROUP, INC

FORMERLY INVICTA GROUP, INC

A Nevada Corporation

1066 National Parkway

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847-885-1800x175

www.ACGX.us

Info@ACGemail.com

FEIN # 91-2051923

CUSIP NUMBER: 01858T107

[SIC Codes]

2650 - Paperboard Containers & Boxes

2671 - Packaging Paper & Plastic Film

NAICS Code:

56191 - Packaging & Labeling Services

ANNUAL REPORT

For the Period Ending December 31, 2018

The "2018 Annual Report"

ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF ALLIANCE CREATIVE GROUP, INC. ("COMPANY") IN ACCORDANCE WITH RULE 15c2-11 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED.

NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY. ANY REPRESENTATIONS NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY.

DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS ISSUER INFORMATION AND DISCLOSURE STATEMENT.

INFORMATION AND DISCLOSURE STATEMENT

All information in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, as amended. The enumerated items and captions contained herein correspond to the format as set forth in that rule.

FORWARD LOOKING STATEMENTS

This Annual report may contain some forward-looking statements as defined by the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements concerning plan, objectives, goals, strategies, future events or performance, and underlying assumptions and other statements that are other than statements of historical facts. These statements are subject to uncertainties and risks including, but not limited to, the volatility of the market price of our common stock, our inability to predict the effects of company news will have on our stock market price, our business plans, the strategies that we use to develop and evaluate opportunities, the extent of product and service demand and acceptance, changes in technology, economic conditions, the impact of competition and pricing, government regulation, and other risks described in statements filed from time to time with the Securities and Exchange Commission. All such forward-looking statements whether written or oral, and whether made by or on behalf of the Company, are expressly qualified by the cautionary statements that may accompany the forward-looking statements. In addition, the Company disclaims any obligation to update any forward-looking statements to reflect events or circumstances after the date hereof.

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

As of: December 31, 2018 the Company had the following:

Common Stock Authorized: 2,900,000,000

Common Stock Outstanding: 2,098,651,682

Public Float: 1,998,330,707

Number of Shareholders/Certs of Record with TA: 126

Number of Shareholders on NOBO & OBO: 3636 (As of October 9, 2017)

Preferred Stock Authorized: 10,000,000 (Includes both Series G and H)

Preferred Stock Outstanding Series G: 4,000,000

Preferred Stock Outstanding Series H: 822,000

The exact title and class of securities outstanding

The Company has 2 classes of capital stock

Common (Restricted and Free Trading) and Preferred (Series G & H)

As of 12/31/18 the Company consisted of 2,098,651,682 total shares of Common Stock Outstanding and the Company also has 4,822,000 shares of preferred stock outstanding. The Company's trading symbol is ACGX.PK and CUSIP number is 01858T107.

Par or stated value and description of the security

The Common Stock has a par value of \$.0001. The Common Stock has a one share one vote right and no future rights to dividends. As of October 10, 2016 the voting rights for the Series G preferred stock was amended to 700 votes per share along with 700 to 1 conversion rights into common stock. If all the remaining preferred stock owned by Mr. St. Louis was converted into restricted common stock in the future it would be equal to 2,800,000,000 common shares. The Company increased the Authorized Common Stock to 2,900,000,000 on October 10, 2016. There are no current plans to convert any more preferred Series G shares into common shares at this time for Mr. St. Louis.

On or around April 7, 2014 the company approved the authorization of a new series of Preferred Stock – Series H - along with taking the proper corporate board actions. On or about April 24, 2014 the Secretary of State of Nevada approved the certificate of designation for these Preferred Series H shares and the Company uploaded this filing to the OTC Markets website.

The filing authorized up to 2,000,000 Preferred Series H shares to be possibly issued in the future. This is not a public offering and if any shares are issued it will be to accredited investors with existing relationships with the company. This may allow the company to raise future capital via equity shares rather than through debt. It may also allow the company to potentially utilize these shares to help close potential future mergers or acquisition opportunities if needed.

If the company sells any of these shares the investors/shareholder(s) will pay \$1 per share and will receive 4% cumulative preferred shares which will include a cumulative dividend in the form of additional shares.

If the investor/shareholder decides to convert their shares into common shares after holding them for a minimum of 1 year to cover the restricted time period the preferred shares may be converted into common shares at a ratio equal to 70% of the average of (or a 30% discount from) the 3 lowest closing prices during the prior 10 days.

The company will also maintain the right to buyback these shares or allow a larger future investor to potentially buyout these preferred shares at a price equal to 120% of the original paid amount.

As of December 31, 2018 the company has 822,000 Preferred Series H Shares. This filing is consistent with the company's desire to reduce its debt and build its equity to be better position for the future.

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)

Alliance Creative Group, Inc.
No other names in the last 5 years

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 formed on June 1, 2000 under the name of Invicta Group, Inc. in the State of Nevada. The Company changed its name from Invicta Group, Inc. to its current name by filing the Certificate of Amendment to the Articles of Incorporation with the Nevada Secretary of State 10/22/10. The name change was approved and announced on 11/12/10 and the corporate action took effect and FINRA recognized the change at the open of business 11/15/10.

As of November 15, 2010 Alliance Creative Group (ACGX) announced the effectiveness of its reverse and name change and that each two thousand (2000) shares of the Common Stock of the Corporation issued and outstanding shall become one (1) share of Common Stock of the Corporation. Fractional or partial shares will not be issued and instead will be rounded up to the nearest whole number of shares. This reverse split becomes effective as of the market open on November 15, 2010. The new name and

stock symbol have also been completed and the Corporation formerly known as Invicta Group, Inc (IVIT) is now Alliance Creative Group, Inc (ACGX). The Company has also reduced the total Authorized shares from 5,000,000,000 to 50,000,000. As of May 1, 2013 the company increased the total authorized shares to 750,000,000. As of August 19, 2015 the Company increased the total authorized shares to 999,000,000. Since the Company had remaining convertible debt as of October 10, 2016 the Company increased the total authorized shares to 2,900,000,000.

The Company is currently 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: ☒

2) Security Information

Trading symbol: ACGX
Exact title and class of securities outstanding: Common
CUSIP: 01858T107
Par or stated value: .0001
Total shares authorized: 2,900,000,000 as of date: 12/31/2018
Total shares outstanding: 2,098,651,682 as of date: 12/31/2018
Number of shares in the Public Float²: 1,998,330,707 as of date: 12/31/2018
Total number of shareholders of record: 126 as of date: 12/31/2018

Additional class of securities (if any):

Trading symbol: ACGX
Exact title and class of securities outstanding: Preferred Series G
CUSIP: 01858T107
Par or stated value: .0001
Total shares authorized: 10,000,000 as of date: 12/31/2018
Total shares outstanding: 4,000,000 as of date: 12/31/2018

Trading symbol: ACGX
Exact title and class of securities outstanding: Preferred Series H
CUSIP: 01858T107
Par or stated value: .0001
Total shares authorized: 2,000,000 as of date: 12/31/2018
Total shares outstanding: 822,000 as of date: 12/31/2018

Transfer Agent

Pacific Stock Transfer Company
4045 South Spencer Street, Suite 403
Las Vegas, NV 89119
Telephone: 702-361-3033

Email: jackieg@pacificstocktransfer.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

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 in the last 12 months

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: ☐

Number of Shares outstanding as of 12/31/2017	<u>Opening Balance:</u> Common: <u>1,093,965,378</u> Preferred: <u>369,375</u>								
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 (Total \$ 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?
<u>2/7/2017</u>	<u>New Issuance</u>	<u>70,000,000</u>	<u>Common</u>	<u>\$14,700</u>	<u>Yes</u>	<u>RN Equity</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>3/7/2017</u>	<u>New Issuance</u>	<u>75,000,000</u>	<u>Common</u>	<u>\$9,000</u>	<u>Yes</u>	<u>RN Equity</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>

<u>4/5/2017</u>	<u>New Issuance</u>	<u>44,432,211</u>	<u>Common</u>	<u>\$7,998</u>	<u>Yes</u>	<u>RN Equity</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>4/17/2017</u>	<u>New Issuance</u>	<u>80,000,000</u>	<u>Common</u>	<u>\$23,000</u>	<u>Yes</u>	<u>RN Equity</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>4/13/2017</u>	<u>New Issuance</u>	<u>40,122,682</u>	<u>Common</u>	<u>\$7,359</u>	<u>Yes</u>	<u>RN Equity</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>4/18/2017</u>	<u>New Issuance</u>	<u>65,680,541</u>	<u>Common</u>	<u>\$15,763</u>	<u>Yes</u>	<u>RN Equity</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>5/18/2017</u>	<u>New Issuance</u>	<u>70,000,000</u>	<u>Common</u>	<u>\$21,000</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>8/28/2017</u>	<u>New Issuance</u>	<u>53,930,822</u>	<u>Common</u>	<u>\$20,673</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>9/19/2017</u>	<u>New Issuance</u>	<u>21,428,571</u>	<u>Common</u>	<u>\$15,000</u>	<u>Yes</u>	<u>L2 Capital</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>10/16/2017</u>	<u>New Issuance</u>	<u>40,000,000</u>	<u>Common</u>	<u>\$24,600</u>	<u>Yes</u>	<u>L2 Capital</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>11/06/2017</u>	<u>New Issuance</u>	<u>25,000,000</u>	<u>Common</u>	<u>\$11,065</u>	<u>Yes</u>	<u>L2 Capital</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>11/20/2017</u>	<u>New Issuance</u>	<u>49,204,309</u>	<u>Common</u>	<u>\$28,702</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>11/22/2017</u>	<u>New Issuance</u>	<u>58,725,047</u>	<u>Common</u>	<u>\$21,533</u>	<u>Yes</u>	<u>L2 Capital</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>1/22/2018</u>	<u>New Issuance</u>	<u>28,473,946</u>	<u>Common</u>	<u>\$15,945</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>2/12/2018</u>	<u>New Issuance</u>	<u>50,800,000</u>	<u>Common</u>	<u>\$19,050</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>3/12/2018</u>	<u>New Issuance</u>	<u>8,340,920</u>	<u>Common</u>	<u>\$5,977</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>8/8/2018</u>	<u>New Issuance</u>	<u>89,610,823</u>	<u>Common</u>	<u>\$19,042</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>9/24/2018</u>	<u>New Issuance</u>	<u>76,679,384</u>	<u>Common</u>	<u>\$12,141</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>

<u>10/25/2018</u>	<u>New Issuance</u>	<u>57,257,147</u>	<u>Common</u>	<u>\$21,376</u>	<u>Yes</u>	<u>Sherwin & Roberta Sorkin</u>	<u>Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
Shares Outstanding on 12/31/2018	<u>Ending Balance:</u> Common: 2,098,651,682 Preferred: <u>822,000</u>								

B. Debt Securities, Including Promissory and Convertible Notes

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

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

The Company did not issue any new debt in the last 2 years

The Follow is the only remaining Convertible Debt - All other debt is with banks or vendors and all other equity is with convertible preferred shares and common shares.

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>3/1/2009</u>	<u>\$54,758</u>	<u>\$25,000</u>	<u>\$29,758</u>	<u>3/1/2011</u>	<u>Convertible to Common</u>	<u>Dr. Mark Schnitzer</u>	<u>Convertible Note</u>

Any additional details, including footnotes to the table above:

The Company did not issue any new debt in the last 2 years and hopes to eliminate this debt in the near future

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:

Outside Accountant – Nosek & Associates Certified Public Accountants
Westbrook Corporate Center
Tower One, Suite 300
Westchester, IL. 60154
708-231-4477

The financial statements described below for the most recent fiscal year or quarter and for the two previous fiscal years and any subsequent interim periods follow the list

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows; and
- F. Financial notes;

SEE FINANCIALS STATEMENTS AND NOTES STARTING ON THE FOLLOW PAGE

- **Company is still in the process of completing some PCAOB audits of prior periods and will disclose the report to the public when complete.**

Nosek & Associates

Certified Public Accountants

One Westbrook Corporate Center
Suite 300
Westchester, IL. 60154
(708) 609-5441

To the Board of Directors:

Alliance Creative Group, Inc.
1066 National Parkway
Schaumburg, IL. 60173

March 25, 2019

I have compiled the accompanying balance sheet of Alliance Creative Group, Inc. as of December 31, 2018, and the related statements of income, retained earnings, and cash flows for the year then ended. I have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or provide any assurance about whether the financial statements are in accordance with accounting principles generally accepted in the United States of America.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

My responsibility is to conduct the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements.

Management has elected to omit substantially all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the company's financial position, results of operations, and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

Paul Nosek, CPA

Nosek & Associates
Paul Nosek, CPA

Alliance Creative Group, Inc.
Balance Sheet

	December 31, 2018	December 31, 2017
Assets		
Cash	\$ 231,959	\$ 188,425
Accounts receivable, net	2,120,902	1,799,806
Employee advances	386,838	192,213
Inventory	1,702,198	1,534,951
Loans receivable, net	168,372	86,925
Other current assets	-	28,234
Total Other Current Assets	<u>4,610,268</u>	<u>3,830,554</u>
 Property and Equipment, net	 355,367	 449,235
Investment	870,000	670,000
Goodwill	1,249,252	1,249,252
Deposits and other assets	123,434	232,625
Total Assets	<u>\$ 7,208,321</u>	<u>\$ 6,431,666</u>
 Liabilities and Stockholders' Deficit		
Liabilities		
Accounts payable and accrued expenses	1,959,992	2,027,869
Line of credit, net	1,000,000	883,714
Total current liabilities	<u>2,959,992</u>	<u>2,911,583</u>
 Notes payable	 162,100	 192,674
Convertible notes payable	25,000	40,000
Total Long Term Liabilities	<u>187,100</u>	<u>232,674</u>
 Total Liabilities	 <u>\$ 3,147,092</u>	 <u>\$ 3,144,257</u>
 Commitments and contingencies		
 Stockholders' Equity:		
Preferred Stock	8,220	7,820
Common Stock	2,098,652	1,787,489
Additional paid in capital	9,577,384	10,054,331
Distributions	-	-
Accumulated deficit	(7,623,027)	(8,562,231)
Total Stockholders' Equity	<u>\$ 4,061,229</u>	<u>\$ 3,287,409</u>
Total Liabilities and Stockholders' Equity	<u>\$ 7,208,321</u>	<u>\$ 6,431,666</u>

Alliance Creative Group, Inc.
Statement of Operations

	For the three Months Ended		For the 12 Months Ended	
	12/31/2018	12/31/2017	12/31/2018	12/31/2017
Revenue	\$ 3,750,842	\$ 4,503,127	\$ 15,339,599	\$ 18,322,208
Cost of revenues	1,697,437	3,649,553	10,749,588	14,647,200
Gross Profit	2,053,405	853,574	4,590,011	3,675,008
Operating Expenses				
General and administrative expenses	2,015,434	1,007,745	4,656,390	3,390,760
Total Operating expenses	2,015,434	1,007,745	4,656,390	3,390,760
Income (loss) from operations	37,971	(154,171)	(66,379)	284,248
Other Expenses				
Other income	-	-	593,650	-
Taxes/Uncollected A/R/Inventory Adjustment	(13,836)	290,765	(38,506)	300,162
Prior period adjustment	-	-	-	-
Bad Debt Write-Off	(13,061)	-	(13,626)	-
Total other expenses	(26,897)	290,765	541,518	300,162
Net income (loss)	\$ 11,074	\$ 136,594	\$ 475,139	\$ 584,410
Less preferred dividends				
Net income (loss) per common share - basic	\$ -	\$ -	\$ -	\$ -
Net income (loss) per common share - diluted	\$ -	\$ -	\$ -	\$ -
Weighted average common shares outstanding				
- basic	2,098,652	1,787,489	2,098,652	1,787,489
- diluted	2,098,652	1,787,489	2,098,652	1,787,489

Alliance Creative Group, Inc.
Statement of Cash Flows

For the 12 Months Ended

	<u>12/31/2018</u>	<u>12/31/2017</u>
OPERATING ACTIVITIES		
Net Income	\$ 475,139	\$ 584,410
Adjustments to reconcile Net Income to Net Cash provided		
Increase/Decrease in Accounts Receivable	(321,096)	(398,181)
Increase/Decrease in Inventory	(167,247)	98,878
Increase/Decrease Prepaid Expenses	(23,975)	(44,121)
Increase/Decrease in Accounts Payable	67,877	6,039
Increase/Decrease in Accrued Expenses	-	284,427
Increase/Decrease in Investments	(200,000)	(50,000)
Increase/Decrease in Other Current Liabilities	116,286	(77,944)
Net cash provided by operating activities	<u>(53,016)</u>	<u>403,508</u>
INVESTING ACTIVITIES		
Increase/Decrease in Buildings	93,868	-
Increase/Decrease in Leasehold Improvements	-	-
Increase/Decrease Furniture & Fixtures	-	-
Increase/Decrease Mach. & Equip	-	-
Increase/Decrease in Goodwill	-	-
Increase/Decrease in Organizational Costs	-	-
Increase/Decrease Security Deposits	109,191	-
Net cash provided by investing activities	<u>203,059</u>	<u>-</u>
FINANCING ACTIVITIES		
Increase/Decrease in Notes Payable	(15,574)	(233,850)
Increase/Decrease in Mortgage Payable	116,286	-
Change in Capital Surplus	(476,947)	745,703
Change in Common Stock	311,463	(520,599)
Change in Preferred Stock	400	(352,625)
Net cash provided by financing activities	<u>(64,372)</u>	<u>(361,371)</u>
Net cash increase for period	<u>85,671</u>	<u>42,137</u>
Cash at beginning of the Period	<u>146,288</u>	<u>146,288</u>
Cash at end of period	<u>\$ 231,959</u>	<u>\$ 188,425</u>

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

Alliance Creative Group believes it is a Packaging Solutions Company focused on Retail Packaging and Packaging Management. ACG helps its clients from initial concept and packaging development through final production and managed inventory solutions. The core business has been around since 1997. The public company was organized in 2000. ACG currently focuses mostly on providing solutions for flexible and clear packaging, folding cartons, vendor managed inventory supply chain services and fulfillment. Additional services include but are not limited to corrugated boxes, commercial printing, labels, and other products and services related to the printing or packaging of consumer products.

ACG's team includes experts to provide high-quality packaging and printed products. The ACG experience includes very hands-on operational support out of 8 different warehouse locations and several national and international manufacturing partners.

ACG provides customer support during the entire product process or cycle including but not limited to creating, warehousing, delivering, and replenishing their packaging products

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 is also the seed investor and member of the board of PeopleVine, Inc, A people engagement platform. ACG has invested total of \$720,000 as of December 31, 2018. PeopleVine is a single platform that was designed to help to companies connect, engage, sell and reward their people (customers. Members, an/or employees). At its core PeopleVine is a fully integrated content management system (CMS), marketing automation, and sales tool with a core CRM to capture information to grow more personal relationships with brands, products and services.

PeopleVine is currently a private company that ACGX owns shares in and has a board position. As of this report, ACGX owns, and has vested, 3,364,375 common shares. The last 2 funding transactions by new third parties (From Silicon Valley) put the share value at \$.75 per share. Therefore, the current value of the shares of PeopleVine that are owned by ACGX is approximately \$2,523,281.

In 2016 ACG started 2 different trucking companies: Primary Trucking (for FTL - full truck load direct business) and Rapid Freight Solutions (For LTL - Broker loads). As of April 2018 the Company entered into an agreement for a new trucking partnership with Mark-It Logistics., a bigger, more established trucking Company. The new arrangement helped reduce insurance costs, improve safety and compliance procedures, provide access to better software, along with more equipment, additional resources and other benefits. ACG still owned or leased and maintain some trucks and drivers but transferred its trucking clients and most of their drivers to Mark-it. Mark-it took over the trailer liabilities, and expenses related to insurance, compliance, trucking technology, and other day to day operational expenses. This reduced ACG's revenue in 2018 but also substantially reduced its' expenses and liabilities. The Company believes the bottom-line should be improved overtime while saving the company time, money, and other resources. During 2018 there were a number of one-time expenses to allow for this trucking transaction to occur. Some of the parties involved in the transition also signed an agreement that would potentially repay Alliance Creative Group approximately \$500,000 over the next few years to potentially offset all of the one-time expenses booked during this current quarter. The parties are auditing the final numbers to determine the final amount that will be owed back to Alliance. As of December 31, 2018 and during the 1st quarter of 2019 ACG continued to close out any prior trucking liabilities to complete the transition and discontinue all trucking operations.

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

ACG's main products and services include the following:

- Flexible Packaging
 - Paper Board Packaging
 - Logistics and VMI (Vendor Managed Inventory) and fulfillment services
 - Other printing and packaging services
-

6) Issuer's Facilities

ACG rents office and warehouse space and utilizes 3rd part 3PL warehouse facilities in strategic locations.

The business is based in Chicago, Illinois and operates their main office located at 1066 National Parkway, Schaumburg, IL, 60173. The Company moved into their current office space July 1, 2012, which is approximately 13,000 square feet. The Company paid \$6,100 per month until July 2013. The rent then increased \$100 per month per year to a maximum rate of \$6,500 during the 5th year of the lease. The last lease ended April 30, 2017. The Company has re-signed a 3 year extension (May 1, 2017 to April 30, 2020) with a couple out clauses. The new lease starts at \$6,863 a month and ends at \$7,147 a month.

As of March 1, 2019, ACG expanded the existing lease to include an additional 3.945 sq ft of warehouse space in the same building and adjusted the lease to \$9,307 per month from March 1, 2019 to April 30, 2019, and then \$9,448 per month from May 1, 2019 to April 30, 2020.

The Company also owns a couple trucks, a van, and a car for delivery and business purposes.

7) Officers, Directors, and Control Persons

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Steve St. Louis</u>	<u>CEO & Chairman</u>	<u>Vernon Hills, IL</u>	<u>4,000,000</u> <u>100,000,000</u>	<u>Preferred</u> <u>Common</u>	<u>58%</u>	—
<u>Paul Sorkin</u>	<u>COO, General Counsel and Asst. Secretary</u>	<u>Chicago, IL</u>	<u>0</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.

The Company is still a party of a multiple party trucking accident lawsuit that began over 2 years Ago. The case is currently in the possible settlement stage where multiple insurance companies and their appointed legal representatives are negotiating possible solutions. The case is still Pending and the company believes their insurance coverage will cover any or all possible liabilities.

9) Third Party Providers

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

Securities Counsel

Counsel – Law offices of William M. Aul, Esq.

7676 Hazard Center Dr Ste 500

San Diego, CA. 92108

619-497-2555

Bill@Aullaw.net

Accountant or Auditor

Paul Nosek

Accountant – Nosek & Associates Certified Public Accountants

Westbrook Corporate Center

Tower One, Suite 300

Westchester, IL. 60154

708-231-4477

Nosekcpa@msn.com

Pre-Audit Firm - Brio Financial Group
217 W. Main St
Somerville, NJ. 08876

Auditor - Ciro E. Adams CPA, LLC
56 Rockford Road
Wilmington, DE. 19806

Investor Relations Consultant
None

Business contact - Paul Sorkin @Paul@ACGemail.com

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, Steven St. Louis certify that:

1. I have reviewed this Annual financial and disclosure statement of ACGX;
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.

March 26, 2019



Steven St. Louis

[CEO's Signature]

Principal Financial Officer:

I, Paul Sorkin certify that:

1. I have reviewed this annual financial and disclosure statement of ACGX;
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.

March 26, 2019



Paul Sorkin

[COO's Signature]

Summary of Significant Accounting Policies

This summary of significant accounting policies of the Company is presented to assist in understanding the Company's financial statements.

Accounting Methods

These accounting policies conform to generally accepted accounting principles and have been applied in the preparation of the financial statements. The books and records of the Company are maintained on the accrual basis of accounting for financial statements and tax reporting purposes.

Cash and Cash Equivalents

For purposes of reporting within the statement of cash flows, the Company considers all cash on hand, cash accounts not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less to be cash and cash equivalents.

Revenue Recognition

Revenue from sales of products is recognized at the time the order is processed and collection is reasonably assured.

FORWARD LOOKING STATEMENTS

This disclosure may contain some forward-looking statements as defined by the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements concerning plan, objectives, goals, strategies, future events or performance, and underlying assumptions and other statements that are other than statements of historical facts. These statements are subject to uncertainties and risks including, but not limited to, the volatility of the market price of our common stock, our inability to predict the effects of our reverse stock split on the effect of our stock market price, our business plans, the strategies that we use to develop and evaluate opportunities, the extent of product and service demand and acceptance, changes in technology, economic conditions, the impact of competition and pricing, government regulation, and other risks described in statements filed from time to time with the Securities and Exchange Commission. All such forward-looking statements whether written or oral, and whether made by or on behalf of the Company, are expressly qualified by the cautionary statements that may accompany the forward-looking statements. In addition, the Company disclaims any obligation to update any forward-looking statements to reflect events or circumstances after the date hereof.

RISK FACTORS

Before making a decision to invest in Alliance Creative Group, Inc. (OTC:ACGX), prospective investors should consider carefully, in addition to the other information contained in all of the Company's public filings and information, the following factors. The order in which the following considerations are presented does not necessarily represent the order of importance or likelihood of occurrence.

Market Conditions and Regulations

The OTC market is a very volatile market and the Company has no control over how much or little stock is traded or at what price. The regulations may also change without any notice and the company's stock may have future issues or limitations that may be out of its control and could affect the overall stock price and trading volume.

Dilution of Common Stock

The company has issued some convertible notes in the past that may be repaid by converting into and issuing additional common shares. Many of these notes have a conversion ratio based on a discount to market. Therefore the total potential dilution may vary based on the stock price at the time of conversions. All investors must take into consideration the potential future dilution of common shares when investing in this company.

Competition

Although the printing, packaging, marketing and software industries are huge industries with a lot of opportunities there is also a significant amount of competition and there are no guarantees the company can maintain all of its clients and or gain more in the future.

Key Employees

Our company employs some key employees that manage and have good relationships with some key accounts. If something were to happen to certain employees there are no guarantees the company would be able to keep all of their current clients. The company does maintain some key man insurance policies in an attempt to reduce this risk.

Raw Materials

Paper and plastic are examples of a raw materials that changes in value and may cause a change in the company's ability to maintain a similar profit margin in the future.

Inventory Adjustments and Potential Issues

The Company carries a large inventory for its clients, usually over \$1,000,000 at any given time on average. Some of the Inventory is not guaranteed to be sold or used and some may be lost or damaged, with some costs or expenses possibly not being covered by insurance. The Company does as much as it can to minimize this risk but due to the business model and the industries there will always be a risk related to potential Inventory issues.

Accounts Receivables

The company extends most of their client's credit terms and usually averages close to \$2,000,000 in total account receivables at any one time. The company is usually in a position as an unsecured creditor and runs the risk of not being able to collect all of its receivables all the time and may have to take some losses in the future. There are currently some larger receivables that may not be collected in full. The company will continue to attempt to collect everything but there are no guarantees of success.

Potential Lawsuits

The company deals with a significant number of clients, employees, vendors and logistics people and runs the risk of potential litigations. It maintains insurance to cover most potential issues but there is no guarantee that the company will not be involved in any future lawsuits that could affect the overall value of the company in a negative way. Since the investment of PeopleVine there are some additional technology related risks and the Company will continue to update their insurance policies to try to cover or reduce any and all risks. With the creation and discountation of Primary Trucking the company had to update and add multiple types of insurance for the industry and

acknowledge that there are some additional potential legal risks by expanding in the logistics and transportation industry. The Company is currently in litigation with parties involved in a trucking accident and the outcome is unknown and may cause some potential issues for the company if the court rules in their favor.

Significant Clients

The Company currently has a few bigger clients that represent a large % of their business. The top 10 clients may represent more than 65% of the overall business at any given time. If any one or more of these clients change their activity level with the company it could change the company's revenues and profits significantly. The Company is always working on adding more clients and diversifying to reduce future risk however, there are no guarantees the current larger clients will continue to be clients for the long-term or if the company loses clients they can replace them with similar size clients. Sometimes clients change management, sometimes they go out of business and sometimes they just decide to make a change.

General Overall Risk Factor

Like most companies there are a lot of potential variables that can occur to cause positive or negative effects on the overall company. The Company continues to work towards reducing these risks but understands the nature of the business, the industries it is involved in and the OTC Market that there will always be some risks and all investors need to be prepared to take on those risks before investing.

The Company encourages all investors and potential investors to review this entire report and disclosure statement and to do their own due diligence to better understand their overall potential risk and/or reward before making a decision to invest.