

I, Simon Rubin, CEO, certify that:

1. I have reviewed this annual disclosure statement of First Bitcoin Capital Corp.
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.

Date: May 15, 2016

*/ss/ Simon Rubin*

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Simon Rubin CEO

**First Bitcoin Capital Corp.**

Consolidated Balance Sheets

(Unaudited)

March 31, 2016

December 31,  
2015

**ASSETS**

Current Assets

Cash \$ 6,112 \$ 2,233

Total Current Assets 6,112 2,233

Long-Term Assets

Mineral Properties 360,000 360,000

Total Long-Term Assets 360,000 360,000

Total Assets \$ 366,112 \$ 367,213

**LIABILITIES AND STOCKHOLDERS' EQUITY**

Current Liabilities

Operational Loans-Related Party \$ 155,286 \$ 114,016

Total Liabilities 155,286 114,016

Stockholders' Equity

Common Stock, authorized 21,000,000,000  
shares, par value \$0.001, issued and  
outstanding on March 31, 2016 and  
2015 is 302,430,272 and 302,080,272 respectively 302,430 302,080

Additional Paid-in Capital 3,154,690 3,154,000

Deficit Accumulated during Exploration Stage (3,250,173) (3,202,883)

Total Stockholders' Equity 206,947 253,197

Total Liabilities and Stockholders' Equity \$ 366,112 \$ 367,213

The accompanying notes are an integral part of these statements

**First Bitcoin Capital Corp.**

Consolidated Statements of Operations

(Unaudited)

	<b>Three months ended</b>		<b>Year Ended</b>
	March 31, 2016	March 31 2015	December 31, 2015
Income			
Revenue	\$ --	\$ --	\$ 46,236-
Less: Refunds and Allowances	--	--	5,029-
Cost of Goods Sold	--	--	38,548-
Gross Profit			2,659-
Operating Expenses			
General and Administrative	--	11,677	46,803
Total Expenses	--		46,803
Net Loss from Operations	\$ --	(11,677)	\$ (46,803)
Basic and Diluted (Loss) per Share	\$ (0.00)	(0.00)	\$ (0.00)
Weighted Average Number of Shares	302,080,272	302,080,272	302,080,272

The accompanying notes are an integral part of these statements

**First Bitcoin Capital Corp.**

Consolidated Statement of Stockholders' Deficit

(Unaudited)

From 7-Nov-1989 (Inception) to 31-March -2016

		Common Stock	Paid in	Accumulated	Total
	Shares	Amount	Capital	(Deficit)	Equity/ (Deficit)
<b>Balance, December 31, 2013</b>	302,080,272	302,080	3,154,000	(3,156,080)	300,000
Net (Loss)				(46,803)	(46,803)
<b>Balance, December 31, 2014</b>	302,080,272	302,080	3,154,000	(3,202,883)	253,197
Common shares issued for service	350,000	350	690		1,040
Net (Loss)				(47,290)	(47,290)
<b>Balance, December 31, 2015</b>	302,430,272	\$ 302,430	\$ 3,154,690	\$ (3,250,173)	\$ 206,947

The accompanying notes are an integral part of these statements

**First Bitcoin Capital Corp.**

Consolidated Statements of Cash Flows

(Unaudited)

	Year Ended December 31, 2015	Year Ended December 31, 2014
Operating activities		
Net (Loss)	\$ (47,290)	\$ (46,803)
Adjustments to reconcile Net (Loss) to cash:		
Common Stock issued for Services	1,040	
Impairment Expense	-	-
Depreciation	-	-
Changes in Assets and Liabilities		
(Increase)/decrease in Accounts Receivable	-	-
Increase/(decrease) in Accounts Payable	-	-
Net cash (used) by operating activities	(46,250)	(46,803)
Investment activities		
Purchase of Equipment	-	-
Net cash (used) by investment activities	-	-
Financing activities		
Operational Loans-Related Party	41,270	54,016
Proceeds from sale of Common Stock		
Net cash provided by financing activities	41,270	54,016
Net (decrease) in cash	(4,980)	7,213
Cash and equivalents - beginning	7,213	-
Cash and equivalents - ending	\$ 2,233	\$ 7,213
Cash Paid For:		
Interest	\$ -	\$ -
Income Taxes	\$ -	\$ -
Non-cash Activities:		
Common Stock issued for Services	\$ 1,040	\$ -

**The accompanying notes are an integral part of these statements**

## **First Bitcoin Capital Corp.**

Notes to Unaudited Consolidated Financial Statements  
(March 31, 2016 and December 31, 2015)

### **NOTE 1. ORGANIZATION AND DESCRIPTION OF BUSINESS**

First Bitcoin Capital Corp (the Company) is a Canadian corporation that was originally organized in the State of Nevada on November 7, 1989 as United Development International and renamed Mindenao Gold Mining Corporation and reincorporated in the State of Oregon in July 2005. On February 6, 2006 the Company reorganized by dissolving its filing in Oregon and reincorporated in British Columbia, Canada as Grand Pacaraima Gold Corp. The Company had also incorporated in the United Kingdom as Grand Pacaraima Gold Limited effective May 14, 2007 and has since dissolved that registration and reverted to Canada. On February 27, 2014 the Company changed its name to First Bitcoin Capital Corp.

The Company entered into the mining exploration business with its acquisition of the mining and exploration concessions in Southern Venezuela. However, with its name change and the creation of three subsidiaries during 2014 has expanded its principal business into the high technology field of digital crypto currency. During 2015 the Company tested some online retail sales channels for customers to use cryptocurrency. Company continues to develop its digital assets, including Bitcoin exchange ([www.CoinQX.com](http://www.CoinQX.com))

### **NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

#### Basis of Presentation

The financial statements and accompanying notes are prepared in accordance with accounting principles generally accepted in the United States of America.

#### Use of estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

#### Cash and Cash Equivalents

Cash and cash equivalents consist of cash and short term deposits with original maturities of three months or less when purchased. As of March 31, 2016, cash and cash equivalents consists of cash and cash in trust.

#### Risks and Uncertainties

The Company is subject to several categories of risk associated with its activities. Mineral exploration and production is a speculative business, and involves a high degree of risk. Among the factors that have a direct bearing on the Company's prospects are uncertainties inherent in estimating mineral deposits, future mining production, and cash flows, particularly with respect to properties that have not been fully proven with economic mineral reserves; access to additional capital; changes in the price of the underlying commodity; availability and cost of services and equipment; and the presence of competitors with greater financial resources and capacity.

## **First Bitcoin Capital Corp.**

### Notes to Unaudited Financial Statements-Continued

The further development and acceptance of the Bitcoin Network and other Digital Crypto currency -Based Asset systems, which represent a new and rapidly changing industry, are subject to a variety of risk factors that are difficult to evaluate

#### Mineral Property Costs

Mineral property exploration costs are expensed as incurred. Mineral property acquisition costs are initially capitalized when incurred. The Company assesses the carrying costs for impairment at each fiscal quarter end. When it has been determined that a mineral property can be economically developed as a result of establishing proven and probable reserves, the costs then incurred to develop such property, are capitalized. Such costs will be amortized using the units-of-production method over the estimated life of the probable reserve. If mineral properties are subsequently abandoned or impaired, any capitalized costs will be charged to operations.

#### Environmental Costs

Environmental expenditures that relate to current operations are expensed or capitalized as appropriate. Expenditures that relate to an existing condition caused by past operations, and which do not contribute to current or future revenue generation, are expensed. Liabilities are recorded when environmental assessments and/or remedial efforts are probable, and the cost can be reasonably estimated. Generally, the timing of these accruals coincides with the earlier of completion of a feasibility study or the Company's commitments to plan of action based on the then known facts.

To date the Company has experienced no environmental costs.

#### Income Taxes

The provision for income taxes is the total of the current taxes payable and the net of the change in the deferred income taxes. Provision is made for the deferred income taxes where differences exist between the period in which transactions affect current taxable income and the period in which they enter into the determination of net income in the financial statements.

#### Impairment of Long-Lived Assets

The Company reviews the recoverability of its long-lived assets whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. The estimated future cash flows are based upon, among other things, assumptions about future operating performance, and may differ from actual cash flows. Long-lived assets evaluated for impairment are grouped with other assets to the lowest level for which identifiable cash flows are largely independent of the cash flows of other groups of assets and liabilities. If the sum of the projected undiscounted cash flows (excluding interest) is less than the carrying value of the assets, the assets will be written down to the estimated fair value in the period in which the determination is made.

During the period ended March 31, 2016 and the year ended December 31, 2015 impairment was zero and zero respectively.

#### Basic and Diluted Net Income (Loss) Per Share

The Company is required to present both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method.

## **First Bitcoin Capital Corp.**

### Notes to Unaudited Financial Statements-Continued

In computing Diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is anti-dilutive.

The Company has no dilutive instruments.

#### Recent Accounting Guidance

The Company has evaluated the recent accounting pronouncements through ASU 2015-18 and believes that none of the pronouncements will have a material effect on the company's financial statements.

#### **NOTE 3. GOING CONCERN**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. However, at March 31, 2016 the Company has an accumulated loss of \$3,250,173 of which \$2,740,000 result from the purchase of mineral properties with the issuance of common stock and subsequent impairment for the lack of extraction activities. This raises substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from this uncertainty.

#### Management's Plan

The Company has recently entered into the digital crypto currency business and plans to expand efforts to include mining bitcoins, the development of new types of crypto currency and the launching of an online digital currency exchange with an intention of consolidating this emerging industry under its corporate umbrella. During the year ended December 31, 2014 the Company organized three subsidiaries as listed below to further its business objectives.

Bit Coin ATM Franchise Corp's principal activity is to provide a workable format for individuals or businesses to enter the crypto currency business. BITMINER CC LTD's principal activity is to provide a platform for mining cyber currency. CoinQX Exchange Limited's principal activity is the control and exchange of bitcoin into other crypto currencies. Each of these Companies is expected to be brought into full activity during 2016. Additionally, the Company is working to organize a variety of business that will facilitate the exchange of cyber currencies for product and services.

Management continues to seek funding from its shareholders and other qualified investors to pursue its business plan. These funds may be raised through equity financing, debt financing, or other sources, which may result in further dilution in the equity ownership of our shares. There is still no assurance that the Company will be able to maintain operations at a level sufficient for an investor to obtain a return on his investment. Further, the Company may continue to be unprofitable. The Company needs to raise additional funds in the immediate future in order to proceed with its exploration program.

**First Bitcoin Capital Corp.**

Notes to Unaudited Financial Statements-Continued

**NOTE 4. OPERATIONAL LOANS -- RELATED PARTY**

The Company has received non-interest bearing demand operational loans from a major shareholder with an accumulated total of \$155,286 as of March 31, 2016.

**NOTE 5. STOCKHOLDERS' EQUITY**

Common Stock

The Company is authorized to issue 21,000,000,000 common shares with a par value of \$0.001 per share.

As of the year ended December 31, 2013, the Company had 302,080,272 common shares issued and outstanding.

During the year ended December 31, 2014, no additional shares were issued.

During the year ended December 31, 2015, the Company issue 350,000 common shares for services valued at \$1,040.

**NOTE 6. PROVISION FOR INCOME TAXES**

The Company provides for income taxes under ASC 740 "Income Taxes" which requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect currently.

The standard requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. In the Company's opinion, it is uncertain whether they will generate sufficient taxable income in the future to fully utilize the net deferred tax asset. Accordingly, a valuation allowance equal to the deferred tax asset has been recorded. The total deferred tax asset is \$1,137,561 which is calculated by multiplying a 35% estimated tax rate by the cumulative net operating loss (NOL) of \$3,250,173. The total valuation allowance is a comparable \$1,137,561.

Details for the period ended December 31, 2015 and the year ended December 31, 2014 follow:

	December 31, 2015	December 31, 2014
Deferred Tax Asset	\$ 16,552	\$ 16,381
Valuation Allowance	(16,552)	(16,381)
Current Taxes Payable	-	-
Income Tax Expense	\$ -	\$ -

**First Bitcoin Capital Corp.**

## Notes to Unaudited Financial Statements-Continued

The federal NOL is due to expire 20 years from the date of its creation. The chart below shows the year of creation, the amount of each estimated year's NOL and the year of expiration if not utilized.

<u>Year</u>	<u>Amount</u>	<u>Expiration</u>
2006	20,080	2026
2007	336,000	2027
2008	-	2028
2009	2,740,000	2029
2010	13,000	2030
2011	14,000	2031
2012	13,000	2032
2013	20,000	2033
2014	46,803	2034
2015	47,290	2035
Total	<u>\$ 3,250,173</u>	

**NOTE 7. MINERAL PROPERTY**

With the reincorporation of Mindenao Gold Mining Corporation with Grand Pacaraima Gold Corporation on February 6, 2006 the company acquired development and mining rights to mineralized property in the Pacaraima region in Southern Venezuela near the borders of Brazil and Guyana. Acquired rights include the Cerro Trompa Mine located 8 kilometers northeast of Icabaru and other mining properties including the San Miguel, Mosquito and Zapata Mines. The primary concession was granted in 1981 for 40 years on properties 3,500 meters long by 300 meters wide or approximately 4 square miles.

These rights were acquired through the issue of 41,000,000 shares of common stock with a market price of \$0.04 per share or \$1,640,000. No extraction activities have commenced on the properties and the evaluation of the mineral reserves is not current. Accordingly, the company has recorded impairment of 78% of its acquisition costs to be compliant with current accounting principles leaving a net book value of \$360,000 for these assets.

**NOTE 8. ORGANIZATION AND CONSOLIDATION OF SUBSIDIARIES**

During the year ended December 31, 2014 the Company organized three subsidiaries in the digital crypto currency business. On February 27, 2014 in the state of Colorado the Company organized, Bit Coin ATM Franchise Corp as confirmed with a Certificate of Good Standing on March 30, 2015 its principal activity is to provide a workable format for individuals or businesses to enter the crypto currency business.

On March 21, 2014, the Company organized BITMINER CC LTD with the Companies House of England and Wales with its principal activity to be the mining of digital crypto currency. On July 4, 2014, the Company organized CoinQX Exchange Limited in British Columbia, Canada its primary activity to be the exchange of bitcoin into other crypto currencies. Each of these Companies is expected to be brought into full activity during 2016.

The Company consolidated these statements with the only activity recorded by its subsidiaries from CoinQX Exchange Limited which was \$800 cash from an \$800 note payable.

## Forward-Looking Statements

This Quarterly Report on Form 10-Q contains forward looking statements, including without limitation, statements related to our plans, strategies, objectives, expectations, intentions and adequacy of resources. Investors are cautioned that such forward-looking statements involve risks and uncertainties including without limitation the following: (i) our plans, strategies, objectives, expectations and intentions are subject to change at any time at our discretion; (ii) our plans and results of operations will be affected by our ability to manage growth; and (iii) other risks and uncertainties indicated from time to time in our filings with the Securities and Exchange Commission.

In some cases, you can identify forward-looking statements by terminology such as "may," "will," "should," "could," "expects," "plans," "intends," "anticipates," "believes," "estimates," "predicts," "potential," or "continue" or the negative of such terms or other comparable terminology. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance, or achievements. Moreover, neither we nor any other person assumes responsibility for the accuracy and completeness of such statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. We are under no duty to update any of the forward-looking statements after the date of this Report.

This section of the report should be read together with Notes of the Company unaudited financials. The unaudited statements of operations for the three months ended March 31, 2016 and, 2015 are compared in the sections above