

AMERICA'S TRAINS INC.
CAPITALIZATION TABLE - 15 Mar 2019

	A	B D E F				G H I J				K L M			N O P		
		Common Voting Shares				Preferred Non Voting Shares				Total All Shares			Stock Cert. No.		
		Number Shares	Value	Share Price	% Shares	Maximum Number	% Shares	Value	Share Price	Number Shares	% Shares	Value	Common Org.	New	Pref.
1															
2															
3	Issued														
4	Mitch M.	5,000	\$3,500	\$0.70	0.404%					5,000	0.404%	\$3,500	C7	C16	
5	T. Michael	40,000	\$28,029	\$0.70	3.230%					40,000	3.230%	\$28,029		C19	
6	Kent Joseph	120,000	\$60,000	\$0.50	9.689%					120,000	9.689%	\$60,000		C18	
7	Heather	5,125	\$3,500	\$0.68	0.414%					5,125	0.414%	\$3,500	C4	C13	
8	Barry Jones	690,375	\$345,188	\$0.50	55.741%					690,375	55.741%	\$345,188	C1	C10	
9	Barry Jones	30,000	\$15,000	\$0.50	2.422%					30,000	2.422%	\$15,000		C20	
10	Barry Jones	192,500	\$96,250	\$0.50	15.542%					192,500	15.542%	\$96,250		C21	
11	Douglas	5,000	\$3,500	\$0.70	0.404%					5,000	0.404%	\$3,500	C5	C14	
12	Peter	5,000	\$3,500	\$0.70	0.404%					5,000	0.404%	\$3,500	C6	C15	
13	John	103,290	\$51,645	\$0.50	8.340%					103,290	8.340%	\$51,645		C19	
14	David Lester	42,250	\$8,000	\$0.19	3.411%					42,250	3.411%	\$8,000	C3	C12	
15	Total, Issued	1,238,540	\$618,112	\$0.50	100.000%	-	-	-	-	1,238,540	100.000%	\$618,112			
16	Pending Options, Management														
17	Pending	210,000	\$147,000	\$0.70						210,000		\$147,000			
18	Total	210,000	\$147,000	\$0.70						210,000		\$147,000			
19	Pending Additional, Principals														
20	Pending	130,000	\$91,000	\$0.70						130,000		\$91,000			
21	Total	130,000	\$91,000	\$0.70						130,000		\$91,000			
22	Total Pending, 100%	340,000	\$238,000	\$0.70						340,000		\$238,000			
23	Total, All Pending & Issued	1,578,540	\$856,112	\$0.54						1,578,540		\$856,112			

Clarifying notes by column and line item

Column A - Last names may be hidden for requested/other confidentiality purposes.

Columns G to J - A possible Preferred Share Offering of 1,000,000 shares @ \$1.00.

Columns K to M - Total of all Common and Preferred Shares.

Column O - New certificates with legends replaced and voided original (Org) certificates.

Line 16 - If issued, Common share options are to incentivize and reward management.

Lines 17 & 18, columns B through F - It is assumed that 100% will be issued.

Line 19, columns B through F - It is assumed that 100% will be issued.

Line 23 - Total all shares, assuming that pending shares are 100% issued.