

## **Alpha One, Inc.**

5A Central Business Building, 88 Fuhua First Road, Futian District  
Shenzhen 518000, China

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86-13728683122  
59861653@qq.com  
SIC: 3661

# Quarterly Report

For the six months ending June 30, 2024 (the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

76,809,533 as of June 30, 2024 (Current Reporting Period Date or More Recent Date)

76,809,533 as of December 31, 2023 (Most Recent Completed Fiscal Year End)

### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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:

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>4</sup> of the company has occurred during this reporting period:

Yes:  No:

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<sup>4</sup> "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 and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

Microscint, Inc., incorporated in Nevada on May 5, 2006, name changed on November 3, 2009. The company was redomiciled to Wyoming on March 19, 2020.

Current State and Date of Incorporation or Registration: redomiciled to Wyoming on March 19, 2020

Standing in this jurisdiction: (e.g. active, default, inactive): active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

None

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

A 100 for 1 reverse split was effective on September 10, 2021.

On March 23, 2023, the Company entered into a share purchase agreement for acquiring 100% equity interests of ZHONGYUN (BVI) LIMITED, a BVI incorporated company that conduct its business via its subsidiary Shenzhen Zhongyun Communication Technology Co., Ltd. focusing on telecommunication engineering services, via issuing 25,450,086 common shares of the Company.

Address of the issuer's principal executive office:

No. 203, 2/F, Building F2.62A, Tianzhan Mansion, No. 4, Tai Ran 5 Road, Futian, Shenzhen, China

Address of the issuer's principal place of business:

*Check if principal executive office and principal place of business are the same address:*

\_\_\_\_\_

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No:  Yes:  If Yes, provide additional details below:

\_\_\_\_\_

## 2) Security Information

### Transfer Agent

Name: Vstock Transfer LLC

Phone: 212-828-8436

Email: shaindy@vstocktransfer.com

Address: 18 Lafayette Place, Woodmere, NY 11598

**Publicly Quoted or Traded Securities:**

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>AOAO</u>	
Exact title and class of securities outstanding:	<u>Common stock</u>	
CUSIP:	<u>02077K109</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>450,000,000</u>	as of date: <u>June 30, 2024</u>
Total shares outstanding:	<u>76,809,533</u>	as of date: <u>June 30, 2024</u>
Total number of shareholders of record:	<u>358</u>	as of date: <u>June 30, 2024</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

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**Other classes of authorized or outstanding equity securities that do not have a trading symbol:**

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____
Total number of shareholders of record:	_____	as of date: _____

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

\_\_\_\_\_

**Security Description:**

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

Each share of Common Stock is entitled to one vote, which shares do not have pre-emptive rights. Dividends, if any, are declared at the discretion of the Board of Directors.

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

Designation: The shares of such Series shall be designated “Series A Convertible Preferred Stock,” and the number of shares constituting such Series shall be 500,000 (the “Series A Preferred Stock”). The number of shares of Series A Preferred Stock may be increased or decreased by resolution of the Board and approval by the holders of a majority of the outstanding shares of the Series A Preferred Stock, voting as a separate voting group; provided that no decrease shall reduce the number of shares of Series A Preferred Stock to a number less than the number of shares of such Series then outstanding.

Dividends: (a) The holders of shares of the Series A Preferred Stock shall be entitled to receive dividends when and as declared by the Board of Directors. In addition to the foregoing, the holders of the Series A Preferred Stock shall also be entitled to receive and the Company shall pay dividends paid or declared in respect of Company’s Common Stock (calculated on an as-converted basis). (b) Each fractional share of Series A Preferred Stock outstanding shall be entitled to a ratably proportionate amount of any dividends or other distributions made with respect to each outstanding share of Series A Preferred Stock, and all such distributions shall be payable in the same manner and at the same time as distributions on each outstanding share of Series A Preferred Stock.

Liquidation, Dissolution or Winding: Up. Upon any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, or the Corporation’s sale, lease, exchange or other disposition of assets (other than a disposition described in Section 17-16-1201 of the Wyoming Business Corporation Act) if the disposition would leave the Corporation without a significant continuing business activity (each, a “Liquidation”), after satisfaction (or proper provision made for the satisfaction) of all liabilities and obligations to creditors of the Corporation, the remaining assets of the Corporation available for distribution to its shareholders shall be distributed ratably among the holders of outstanding Junior Shares and the holders of Series A Preferred Stock on an as-converted basis.

Voting Rights: (a) The holders of the shares of Series A Preferred Stock shall be entitled to notice of all shareholders’ meetings (or any action by written consent) in accordance with the Corporation’s Bylaws, and applicable law, as if the holders of Series A Preferred Stock were holders of Common Stock. (b) The Series A Preferred Stock will vote together with the Common Stock and not as a separate class except as specifically provided herein or as otherwise required by law. Each share of Series A Preferred Stock shall have a number of votes equal to the number of shares of Common Stock then issuable upon conversion of such share of Series A Preferred Stock.

Optional Conversion: At any time, each holder of Series A Preferred Stock shall have the right, at such holder’s option, to convert any or all of such holder’s shares of Series A Preferred Stock, and each share of Series A Preferred Stock to be converted shall be converted into one hundred (100) shares of Common Stock (the “Conversion Ratio”)

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

None.

**4. Describe any material modifications to rights of holders of the company’s securities that have occurred over the reporting period covered by this report.**

None.

**3) Issuance History**

*The goal of this section is to provide disclosure with respect to each event that resulted in any 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 for the two most recently completed fiscal years and any subsequent period.**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No:  Yes:  (If yes, you must complete the table below)

Shares Outstanding Opening Balance: Date <u>31/12/2021</u> Common: <u>1,359,447</u> Preferred: <u>50,000</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. ***You must disclose the control person(s) for any entities listed.	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>2/8/2022</u>	<u>Conversion</u>	<u>-245,000</u>	<u>Preferred Stock</u>	<u>\$0.001</u>	<u>Yes</u>	<u>Zhuo Wang.</u>	<u>Shares conversion</u>	<u>Restricted</u>	<u>144</u>
<u>2/8/2022</u>	<u>Conversion</u>	<u>-198,900</u>	<u>Preferred Stock</u>	<u>\$0.001</u>	<u>Yes</u>	<u>Shuhua Liu.</u>	<u>Shares conversion</u>	<u>Restricted</u>	<u>144</u>
<u>2/8/2022</u>	<u>Conversion</u>	<u>-56,100</u>	<u>Preferred Stock</u>	<u>\$0.001</u>	<u>Yes</u>	<u>Goldcrown International (HK) Limited controlled by Wei Chen</u>	<u>Shares conversion</u>	<u>Restricted</u>	<u>144</u>
<u>2/8/2022</u>	<u>Conversion</u>	<u>24,500,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>Yes</u>	<u>Zhuo Wang.</u>	<u>Shares conversion</u>	<u>Restricted</u>	<u>144</u>
<u>2/8/2022</u>	<u>Conversion</u>	<u>19,890,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>Yes</u>	<u>Shuhua Liu.</u>	<u>Shares conversion</u>	<u>Restricted</u>	<u>144</u>
<u>2/8/2022</u>	<u>Conversion</u>	<u>5,610,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>Yes</u>	<u>Gold Crown International (HK) Limited controlled by Wei Chen</u>	<u>Shares conversion</u>	<u>Restricted</u>	<u>144</u>
<u>3/23/2023</u>	<u>New</u>	<u>25,450,086</u>	<u>Common Stock</u>	<u>\$1.1000</u>	<u>Yes</u>	<u>ZHONGYUAN GLOBAL INTERNATIONAL GROUP LIMITED controlled by Shuhua Liu</u>	<u>Acquisition</u>	<u>Restricted</u>	<u>144</u>
Shares Outstanding on Date of This Report: Date <u>30/06/2024</u> Ending Balance: Common: <u>76,809,533</u> Preferred: <u>nil</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

**\*\*\*Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

\_\_\_\_\_

**B. Promissory and Convertible Notes**

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No:  Yes:  (If yes, you must complete the table below)

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. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

\*\*\*Control persons for any entities in the table above must be disclosed in the table or in a footnote here.

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

\_\_\_\_\_

#### 4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on [www.OTCMarkets.com](http://www.OTCMarkets.com).

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

Telecommunication engineering services

B. List any subsidiaries, parent company, or affiliated companies.

Subsidiaries:

ZHONGYUN(BVI) Limited

Zhongyun Investment Hong Kong Limited

Shenzhen Zhongyun Communication Technology Co., Ltd.

C. Describe the issuers' principal products or services.

On March 23, 2023, the Company entered into a share purchase agreement for acquiring 100% equity interests of ZHONGYUN (BVI) LIMITED, a BVI incorporated company that conduct its business via its subsidiary Shenzhen Zhongyun Communication Technology Co., Ltd. focusing on telecommunication engineering services, via issuing 25,450,086 common shares of the Company.

#### 5) Issuer's Facilities

*The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.*

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company entered into one lease for office space located in No. 203, 2/F, Building F2.62A, Tianzhan Mansion, No. 4, Tai Ran 5 Road, Futian, Shenzhen, China from November 1, 2023 to October 31, 2024 with a monthly rental fee of \$3,515.

## 6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders 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 (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

*The goal of this section is to provide investors 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 owners.*

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Shuhua Liu	CEO/director	Shenzhen, China	24,129,742	Common Stock	31.415%	_____
Goldcrown International (Hk) Limited	Shareholder	Tsim Sha Tsui, Kowloon, Hong Kong	5,610,000	Common Stock	7.3038%	<u>Wei Chen</u>
ZHONGYUN GLOBAL INTERNATIONAL GROUP LIMITED	Shareholder	Shenzhen, China	25,450,086	Common Stock	33.1340%	Shuhua Liu
SUN HORN LIMITED	Shareholder	British Virgin Islands	19,890,000	Common Stock	25.895%	Wei Chen
_____	_____	_____	_____	_____	_____	_____

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

## 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

None

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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 to 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

## 8) Third Party Service Providers



Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: FRANK J. HARITON  
Address 1: 1065 Dobbs Ferry Road, White Plains, New York 10607  
Address 2: \_\_\_\_\_  
Phone: (914) 674-4373  
Email: hariton@sprynet.com

Accountant or Auditor

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

*All other means of Investor Communication:*

X (Twitter): \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ]: \_\_\_\_\_

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, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

## 9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Shuhua Liu  
Title: CEO  
Relationship to Issuer: CEO

B. The following financial statements were prepared in accordance with:

- IFRS  
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Shuhua Liu  
Title: CEO  
Relationship to Issuer: CEO

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> **DBA**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

### **Financial Statement Requirements:**

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

## 10) Issuer Certification

*Principal Executive Officer:*

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<sup>5</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Shuhua Liu certify that:

1. I have reviewed this Disclosure Statement for Alpha One 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.

August 14, 2024 [Date]

/s/ Shuhua Liu [CEO's Signature]

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

*Principal Financial Officer:*

I, Shuhua Liu certify that:

1. I have reviewed this Disclosure Statement for Alpha One 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.

August 14, 2024 [Date]

/s/ Shuhua Liu [CFO's Signature]

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

ALPHA ONE, INC.

FINANCIAL REPORT

(Unaudited)

As at June 30, 2024, and  
For the six months ended June 30, 2024

**ALPHA ONE, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**(Unaudited)**

ASSETS	As at June 30, 2024	As at December 31, 2023
Current Assets:		
Cash and cash equivalents	\$ 3,465	80,259
Accounts receivable	8,066,4916	183,062
Prepayments	644,286	11,609,776
Other receivables	748,337	1,342,993
Other current assets	-	1,741,344
Total current assets	9,463,004	14,957,434
Non-current assets		
Goodwill	26,939,223	26,939,223
PPE	131,392	180,521
Total non-current assets	27,070,615	27,119,744
Total Assets	\$ 36,533,619	42,077,178
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable	1,477,329	335,974
Salaries payable	2,575,545	184,730
Advanced receipts	92,757	-
Tax payable	1,251,501	(28,805)
Other payable	1,624,775	12,695,521
Due to a related party	397,189	36,755
Bank borrowings	1,388,227	893,440
Total Current Liabilities	8,807,323	14,117,615
Liabilities	\$ 8,807,323	14,117,615
Shareholders' Deficit		
Preferred stock, par value \$0.001, 50,000,000 shares authorized, nil shares issued and outstanding	-	-
Common stock, par value \$0.001, 450,000,000 shares authorized, 76,809,533 shares issued and outstanding	76,809	76,809
Additional paid-in capital	28,375,638	28,375,638
Accumulated deficit	(726,151)	(492,884)
Total Shareholders' Equity	27,726,296	27,959,563
Total Liabilities and Shareholders' Equity	\$ 36,533,619	42,077,178

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

**ALPHA ONE, INC.**

**CONSOLIDATED STATEMENTS OF OPERATIONS**

**(Unaudited)**

	For the six months ended June 30, 2024	For the six months ended June 30, 2023
Revenue		
Sales	\$ 1,860,097	\$ 249,390
Cost of Goods Sold	<u>1,642,158</u>	<u>188,214</u>
Gross Profit	197,939	61,176
Operating Expenses		
General and Administrative Expenses	360,666	129,831
Sales and Marketing Expenses	-	-
Financing Expense	68,595	-
Others	<u>-</u>	<u>-</u>
Total Operating Expenses	<u>429,261</u>	<u>129,831</u>
Loss before Provision for Income Tax	(231,322)	(68,654)
Provision for Income Tax	<u>1,945</u>	<u>96</u>
Net income	<u>\$ (233,267)</u>	<u>\$ (68,750)</u>
Other comprehensive income (loss)	-	(156)
Total comprehensive income (loss)	<u>\$ (233,267)</u>	<u>\$ (68,906)</u>
Basic and Fully Diluted Loss per Share	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>
Shares used in calculation of net loss per share:		
Weighted average shares outstanding	<u>76,809,533</u>	<u>76,809,533</u>

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

ALPHA ONE, INC.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)

(Unaudited)

	Preferred Stock \$0.001 Par Value		Common Stock \$0.001 Par Value		Additional Paid-in Capital	Accumulated Deficit	Total Shareholders' Deficit
	Shares	Amount	Shares	Amount			
<b>Balances at December 31, 2023</b>	<u>-</u>	<u>\$ -</u>	<u>76,809,533</u>	<u>\$ 76,809</u>	<u>\$ 28,375,638</u>	<u>\$ (492,884)</u>	<u>\$ 27,959,563</u>
Net income						3,507	3,507
<b>Balances at March 31, 2024</b>	<u>-</u>	<u>\$ -</u>	<u>76,809,533</u>	<u>\$ 76,809</u>	<u>\$ 28,375,638</u>	<u>\$ (489,377)</u>	<u>\$ 27,963,070</u>
Net loss	-	-	-	-	-	(236,774)	(236,774)
<b>Balances at June 30, 2024</b>	<u>-</u>	<u>\$ -</u>	<u>76,809,533</u>	<u>\$ 76,809</u>	<u>\$ 28,375,638</u>	<u>(726,151)</u>	<u>27,726,296</u>

	Preferred Stock \$0.001 Par Value		Common Stock \$0.001 Par Value		Additional Paid-in Capital	Accumulated Deficit	Total Shareholders' Deficit
	Shares	Amount	Shares	Amount			
<b>Balance at December 31, 2022</b>	<u>-</u>	<u>\$ -</u>	<u>51,359,447</u>	<u>\$ 51,359</u>	<u>\$ 84,921</u>	<u>\$ (173,035)</u>	<u>\$ (36,755)</u>
Acquisition	-	-	25,450,086	25,450	27,969,645	-	27,995,095
<b>Balances at March 31, 2023</b>	<u>-</u>	<u>\$ -</u>	<u>76,809,533</u>	<u>\$ 76,809</u>	<u>\$ 28,054,566</u>	<u>\$ (173,035)</u>	<u>\$ 27,958,340</u>
Net loss	-	-	-	-	-	(68,906)	(68,906)
<b>Balances at June 30, 2023</b>	<u>-</u>	<u>\$ -</u>	<u>76,809,533</u>	<u>\$ 76,809</u>	<u>\$ 28,054,566</u>	<u>(241,941)</u>	<u>\$ 27,889,434</u>

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

**ALPHA ONE, INC.**  
**STATEMENTS OF CASH FLOWS**  
**(Unaudited)**

	For the six months ended June 30, 2024	For the six months ended June 30, 2023
<u>Cash Flows from Operating Activities</u>		
Net income (loss)	\$ (233,267)	\$ (68,906)
Adjustments to reconcile net loss		
Changes in operating assets and liabilities		
Depreciation and amortization	32,937	-
Increase (Decrease) in accounts receivables	(7,883,854)	(486,248)
Increase (Decrease) in prepayment	10,965,490	-
Increase (Decrease) in other receivable	594,656	-
Increase (Decrease) in inventory	1,741,344	2,644
Increase (Decrease) in accounts payable	1,141,355	282,091
Increase (Decrease) in advanced receipt	92,757	-
Increase (Decrease) in salary payable	2,390,815	-
Increase (Decrease) in tax payable	1,280,306	-
Increase (Decrease) in due to a related party	360,434	-
Increase (Decrease) in other payables	(11,070,746)	-
Others		(401,358)
Net cash used by operating activities	(587,773)	(671,776)
<u>Cash Flows from Investing Activities</u>		
Net cash provided (used) by investing activities	-	-
<u>Cash Flows from Financing Activities</u>		
Proceeds from bank borrowings	494,787	671,776
Cash received in acquisition	-	44,553
Net cash provided (used) by financing activities	494,787	716,329
Increase (decrease) in cash	(92,986)	44,553
Cash at beginning of period	80,259	-
Effect of exchange rate change on cash	16,192	-
Cash at end of period	\$ 3,465	\$ 44,553
Supplemental Disclosures of Cash Flow Information:		
Cash paid during the year for:		
Interest	\$ 68,132	\$ -
Income tax	\$ 1,945	\$ -

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



## NOTES TO FINANCIAL STATEMENTS

For the six months ended June 30, 2024

(Unaudited)

### Note 1- ORGANIZATION AND BUSINESS BACKGROUND

World Mobile Holdings, Inc. (“WMHI” or the “Company”) was incorporated as in the State of Nevada on May 5, 2006 with a name of Microscints, Inc. On October 26, 2009 the Company’s name was changed from Microscints, Inc. to World Mobile Holdings, Inc. On March 19, 2020, the Company redomiciled from the State of Nevada to the State of Wyoming. On September 10, 2021, the Company’s name was changed from World Mobile Holdings, Inc. to Alpha One Inc.

The Company had been engaged in the various business since its incorporation. The Company was not successful and discontinued the majority of its operation by December 31, 2016. Beginning from January 2017, the Company plans on providing business services and financing to emerging growth entities.

On March 23, 2023, the Company entered into a share purchase agreement for acquiring 100% equity interests of ZHONGYUN (BVI) LIMITED, a BVI incorporated company that conduct its business via its subsidiary Shenzhen Zhongyun Communication Technology Co., Ltd. focusing on telecommunication engineering services, via issuing 25,450,086 common shares of the Company.

### Note 2- CONTROL BY PRINCIPAL OWNERS

The directors, executive officers, their affiliates, and related parties own, directly or indirectly, beneficially and in the aggregate, the majority of the voting power of the outstanding capital of the Company. Accordingly, directors, executive officers and their affiliates, if they voted their shares uniformly, would have the ability to control the approval of most corporate actions, including approving significant expenses, increasing the authorized capital and the dissolution, merger or sale of the Company's assets.

### Note 3- GOING CONCERN

The financial statements have been prepared assuming that the Company will continue as a going concern. The Company incurred a net loss of \$233,267 for the six months ended June 30, 2024. In addition, the Company had accumulated deficit of \$726,151 as of June 30, 2024. These factors raise substantial doubt about the Company's ability to continue as a going concern.

There can be no assurance that sufficient funds required during the next 12 months or thereafter will be generated from operations or that funds will be available from external sources such as debt or equity financings or other potential sources. The lack of additional capital resulting from the inability to generate cash flow from operations or to raise capital from external sources would force the Company to substantially curtail or cease operations and would, therefore, have a material adverse effect on its business. Furthermore,

there can be no assurance that any such required funds, if available, will be available on attractive terms or that they will not have a significant dilutive effect on the Company's existing stockholders.

The accompanying financial statements do not include any adjustments related to the recoverability or classification of asset-carrying amounts or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern.

#### **Note 4- SIGNIFICANT ACCOUNTING POLICIES**

##### *Basis of Presentation*

The financial statements were prepared pursuant to the accounting principles generally accepted in the United States of America (“GAAP”) for interim financial information and with the rules and regulations of the U.S. Securities and Exchange Commission (“SEC”), and with the instructions to OTC Markets Alternative Reporting Standard. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted pursuant to such rules and regulations. Management of the Company (“Management”) believes that the following disclosures are adequate to make the information presented not misleading. These financial statements should be read in conjunction with the annual financial statements.

The financial statements reflect all adjustments, consisting only of normal recurring adjustments that, in the opinion of Management, are necessary to present fairly the financial position, results of operations, and cash flows of the Company for the periods presented. Operating results for the six months ended June 30, 2024, are not necessarily indicative of the results that may be expected for the six months ending June 30, 2024.

##### *Use of Estimates*

The preparation of financial statements in conformity with generally accepted accounting principles 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 revenue and expenses during the reporting period. Actual results when ultimately realized could differ from those estimates.

##### *Concentrations of Credit Risk*

Financial instruments that subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents. The Company maintains its cash and cash equivalents with high-quality institutions. Deposits held with banks may not be insured or exceed the amount of insurance provided on such deposits. Generally, these deposits may be redeemed upon demand and therefore bear minimal risk.

### Fair Value of Financial Instruments

The carrying value of financial instruments including cash and cash equivalents, receivables, prepaid expenses, accounts payable, and accrued expenses, approximates their fair value due to the relatively short- term nature of these instruments.

### Revenue Recognition

The Company adopted ASU 201409, Topic 606 on January 1, 2018, using the modified retrospective method. ASC 606 requires the use of a new five-step model to recognize revenue from customer contracts. The five-step model requires that the Company (i) identify the contract with the customer, (ii) identify the performance obligations in the contract, (iii) determine the transaction price, including variable consideration to the extent that it is probable that a significant future reversal will not occur, (iv) allocate the transaction price to the respective performance obligations in the contract, and (v) recognize revenue when (or as) the Company satisfies the performance obligation.

### Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits in banks with maturities of three months or less, and all highly liquid investments that are unrestricted as to withdrawal or use, and which have original maturities of three months or less.

### Property, Plant and Equipment

Property, plant and equipment are carried at cost. The cost of repairs and maintenance is expensed as incurred; major replacements and improvements are capitalized.

When assets are retired or disposed of, the cost and accumulated depreciation are removed from the accounts, and any resulting gains or losses are included in income in the year of disposition.

Depreciation is calculated on a straight-line basis over the estimated useful life of the assets without residual value. The percentages or depreciable life applied are:

Office equipment and furniture	5 years
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### Valuation of Long-Lived assets

Long-lived assets and certain identifiable intangibles are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future net cash flows expected to be generated by the asset. If such assets are considered to be

impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets. Assets to be disposed of are reported at the lower of the carrying amount or fair value less costs to sell.

### Research and Development Costs

Research and development costs relating to the development of new products and processes, including significant improvements and refinements to existing products, are expensed when incurred in accordance with the FASB ASC 730, "Research and Development". Research and development costs were immaterial for the six months ended June 30, 2024.

### Related Parties

A party is considered to be related to the Company if the party directly or indirectly or through one or more intermediaries, controls, is controlled by, or is under common control with the Company. Related parties also include principal owners of the Company, its management, members of the immediate families of principal owners of the Company and its management and other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. A party which can significantly influence the management or operating policies of the transacting parties or if it has an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests is also a related party.

### Income Taxes

The Company accounts for income tax in accordance with FASB ASC 740-10-25, which requires the asset and liability approach for financial accounting and reporting for income taxes. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance related to deferred tax assets is recorded when it is more likely than not that some portion or all of the deferred tax assets will not be realized.

The Company has accumulated deficit in its operation. Because there is no certainty that we will realize taxable income in the future, we did not record any deferred tax benefit as a result of these losses.

Effective January 1, 2007, the Company adopted a new FASB guidance, which clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements. The new FASB guidance prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. The new FASB guidance also provides guidance on de-recognition of tax benefits, classification on the balance sheet, interest and penalties, accounting

in interim periods, disclosure, and transition. In accordance with the new FASB guidance, the Company performed a self-assessment and concluded that there were no significant uncertain tax positions requiring recognition in its consolidated financial statements.

The Company accounts for income taxes in interim periods in accordance with FASB ASC 740-270, "Interim Reporting". The Company has determined an estimated annual effective tax rate. The rate will be revised, if necessary, as of the end of each successive interim period during the Company's fiscal year to its best current estimate. The estimated annual effective tax rate is applied to the year-to-date ordinary income (or loss) at the end of the interim period.

### Comprehensive Income

FASB ASC 220, "Comprehensive Income", establishes standards for reporting and display of comprehensive income, its components and accumulated balances. Comprehensive income as defined includes all changes in equity during a period from non-owner sources. Accumulated comprehensive income, as presented in the accompanying statements of changes in owners' equity consists of changes in unrealized gains and losses on foreign currency translation. This comprehensive income is not included in the computation of income tax expense or benefit.

### Segment Reporting

FASB ASC 820, "Segments Reporting", establishes standards for reporting information about operating segments on a basis consistent with the Company's internal organization structure as well as information about geographical areas, business segments and major customers in financial statements. The Company currently operates in one principal business segments.

### Earnings (Loss) Per Share

The Company reports earnings per share in accordance with FASB ASC 260, "Earnings Per Share", which requires presentation of basic and diluted earnings per share in conjunction with the disclosure of the methodology used in computing such earnings per share. Basic earnings (loss) per share is computed by dividing income (loss) available to common shareholders by the weighted-average number of common shares outstanding during the period. Diluted earnings per share is computed similar to basic earnings per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. There are no potentially dilutive securities outstanding (options and warrants) for the six months ended June 30, 2024.

### Subsequent Events

The Company evaluated subsequent events through the date of issuance of these financial statements. We are not aware of any significant events that occurred subsequent to the balance sheet date but prior to the filing of this report that would have a material impact on our consolidated financial statements.

### Fair Value of Measurements

Accounting principles generally accepted in the United States define fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. Additionally, the inputs used to measure fair value are prioritized based on a three-level hierarchy. This hierarchy requires entities to maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of inputs used to measure fair value are as follows:

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: Input other than quoted market prices that are observable, either directly or indirectly, and reasonably available. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability and are developed based on market data obtained from sources independent of the Company.

Level 3: Input other than quoted market prices that are observable, either directly or indirectly, and reasonably available. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability and are developed based on market data obtained from sources independent of the Company.

Unobservable inputs. Unobservable inputs reflect the assumptions that the Company develops based on available information about what market participants would use in valuing the asset or liability.

An asset or liability's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Availability of observable inputs can vary and is affected by a variety of factors. The Company uses judgment in determining fair value of assets and liabilities and Level 3 assets and liabilities involve greater judgment than Level 1 and Level 2 assets or liabilities.

### Capital Stock

#### Change in Authorized Capital

On May 1, 2021 the Company amended its article of incorporation to change its authorized capital as following: 50,000,000 shares of preferred stock, par value \$0.001 per share; 450,000,000 shares of common stock, par value \$0.001 per share. 500,000 shares of Preferred Stock are designated Series A Preferred Stock.

#### Issuance of Capital Stock

Aggregate 35,780,087 shares of common stock was issued before December 31, 2017. On October 15, 2019, the Company issued 100,000,000 shares of common stock to our former CEO, for \$100,000, which was subsequently expensed in its operation by December 31, 2020. On September 10, 2021, a 100 for 1 reverse split for common stock was effective. On June 17, 2021, 500,000 shares of preferred stock were issued and outstanding. On February 8, 2022, the Company convert 500,000 of its Series A Preferred Stock into common stock with a ratio of 100 for 1.

On March 23, 2023, the Company entered into a share purchase agreement for acquiring 100% equity interests of ZHONGYUN (BVI) LIMITED, a BVI incorporated company that conduct its business via its subsidiary Shenzhen Zhongyun Communication Technology Co., Ltd. focusing on telecommunication engineering services, via issuing 25,450,086 common shares of the Company.

As of June 30, 2024, 76,809,533 shares of common stock were issued and outstanding.

#### Recent Accounting Pronouncements

The Company does not expect the adoption of recently issued accounting pronouncements to have a significant impact on the Company's results of operations, financial position, or cash flow.

#### **Note 5- DUE TO A RELATED PARTY**

The Company does not have cash resource or bank account. The Company's major shareholder pays the expenses for the company's operations. As of June 30, 2024, the balances due to the major shareholder were \$397,189. These advances from the major shareholder are unsecured, non-interest bearing and payable on demand. There are no written agreements for these advances.

#### **Note 6- COMMITMENTS AND CONTINGENCIES**

The Company adopted ASC 450-20, Loss Contingencies, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

#### Contingent Liability from Prior Operation

The Company had been engaged in the various business since its incorporation on May 5, 2006. The Company was not successful and discontinued the majority of its operation by December 31, 2016. Management believes that there are no valid outstanding liabilities from prior operations. If a creditor were to come forward and claim a liability, the Company has committed to contest such claim to the fullest extent of the law. No amount has been accrued in the financial statements for this contingent liability.

## Note 7- ACQUISITION

On March 23, 2023, the Company entered into a share purchase agreement for acquiring 100% equity interests of ZHONGYUN (BVI) LIMITED, a BVI incorporated company that conduct its business via its subsidiary Shenzhen Zhongyun Communication Technology Co., Ltd. focusing on telecommunication engineering services, via issuing 25,450,086 common shares of the Company.

The transaction was accounted for in accordance with the provisions of ASC 805-10, Business Combinations. The values assigned in these financial statements represent management's best estimate of fair values as of the acquisition date. As required by ASC 805-20, Business Combinations – Identifiable Assets and Liabilities, and Any Noncontrolling Interest, management conducted a review to reassess whether they identified all the assets acquired and all the liabilities assumed, and followed ASC 805-20's measurement procedures for recognition of the fair value of net assets acquired. According to ASC 820, the fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets as the most reliable fair value measurement, and the lowest priority to unobservable inputs. According to ASC 820-10-35-41, the valuation of shares issued in the acquisitions and purchase consideration is recognized on the quoted trading price of the Company's common stock on the date of acquisitions. The quoted closing prices for the Company's common stock on the OTCMarkets on the dates of the acquisitions of Shenzhen Zhongyun Communication Technology Co., Ltd. was \$1.1 per share.

The following table summarizes the allocation of estimated fair values of net assets acquired and liabilities assumed:

### Recognized amounts of identifiable assets acquired and liabilities

Accounts receivable	\$	288,080
Prepayments		730,459
Other receivables		321,394
Inventory		1,263,637
Non-current assets		17,717
Accounts payable		-465,158
Salaries payable		-101,316
Tax payable		-10,293
Other payable		-678,553
Bank borrowings		-638,673
Total identifiable net assets		<u>727,294</u>
Add: Goodwill		26,939,223
<b>Total purchase price for acquisition net of \$328,577 of cash</b>	<b>\$</b>	<b><u>27,990,586</u></b>

The Company has included the operating results of Shenzhen Zhongyun Communication Technology Co., Ltd. in its consolidated financial statements since the acquisition date. The following table summarizes the revenue and net income generated by Shenzhen Zhongyun Communication Technology Co., Ltd. for the six months ended June 30, 2024:

Revenue	\$	1,840,097
Net loss	\$	(233,267)

## NOTE 8-GOODWILL



Goodwill is recorded upon completion of a business combination as the difference between the purchase price and the fair value of the net assets acquired. Subsequent to initial recognition, goodwill is not amortized but is tested for impairment during the fourth quarter of each fiscal year, or more often if events or circumstances, such as adverse changes in the business climate, indicate there may be impairment.

As of June 30, 2024, the balance of goodwill represented an amount of \$26,939,223 that arose from acquisition of Shenzhen Zhongyun Communication Technology Co., Ltd. on March 23, 2023.

#### **NOTE 9-SUBSEQUENT EVENTS**

None