

## **SETO Holdings, Inc.**

2245 Texas Drive, Suite 300  
Sugar Land, TX 77479

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+1 281-566-2500  
www.seto-holdings.com  
info@seto-holdings.com

# Quarterly Report

For the period ending 03/31/2024 (the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

82,221,600 as of 03/31/2024 (Current Reporting Period Date or More Recent Date)

82,221,600 as of 12/21/2023 (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.

The Company was incorporated in the State of Nevada in 1985 as Epic Resources, Inc. The Company changed its name to Semicon Tools, Inc. in October 1987. The Company changed its name to SETO Holdings, Inc. in October 1998.

Current State and Date of Incorporation or Registration: Nevada

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

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

N/A

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

N/A

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

On April 27, 2022, the District Court of Clark County, Nevada, case number A22-849116-C, entered an Order Granting Application for Appointment (the "Order") of UMA, LLC as Custodian of the Company. Pursuant to the Order, UMA, LLC (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of the Company, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering into contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.

On April 27, 2022, the Custodian appointed its president, Nikki Lee, as the sole officer and director of the company.

On April 27, 2022, the Custodian designated one share of preferred stock as Special 2022 Series A Preferred Stock at par value of \$0.001. The Special 2022 Series A Preferred has 60% voting rights over all classes of stock and is convertible into 61,800,000 shares of the Company's common stock.

On April 27, 2022, the Custodian issued to itself one share of the Special 2022 Series A Preferred Stock.

On May 27, 2022, the Custodian appointed Nairobi Anderson as the sole officer and director of the company.

On May 27, 2022, the Custodian transferred one share of Special 2022 Series A Preferred Stock to Nairobi Anderson.

On November 3, 2022, the District Court of Clark County, Nevada entered a Notice Of Entry Of Order Granting Custodian UMA, LLC's Motion To Discharge Custodianship And Enter Final Order.

On June 21, 2023, in a private transaction, Nairobi Anderson entered into a Securities Purchase Agreement (the "SPA") with Krisa Management LLC, a Texas limited liability company, to sell the Special 2022 Series A Preferred Stock. Upon closing of the SPA on June 21, 2023, Krisa Management LLC acquired 60% voting control of the Company.

On June 21, 2023, the Board of Directors appointed Carey W. Cooley as the Company's sole officer and director. On June 21, 2023, Nairobi Anderson resigned as an officer and director.

Krisa Management LLC, which currently has voting control of the Company, expects to transfer the one share of Special 2022 Series A Preferred Stock it currently owns, to a control group that will merge operations into the Company sometime

in the first half of 2024. While there is no guarantee that a transaction will occur, the closing of such a transaction will result in a change of control.

Address of the issuer's principal executive office:

2245 Texas Drive, Suite 300, Sugar Land, TX 77479.

Address of the issuer's principal place of business:

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

2245 Texas Drive, Suite 300, Sugar Land, TX 77479.

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:

On April 27, 2022, the District Court of Clark County, Nevada, case number A22-849116-C, entered an Order Granting Application for Appointment (the "Order") of UMA, LLC as Custodian of the Company. Pursuant to the Order, UMA, LLC (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of the Company, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering into contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter.

On November 3, 2022, the District Court of Clark County, Nevada entered a Notice Of Entry Of Order Granting Custodian UMA, LLC's Motion To Discharge Custodianship And Enter Final Order.

## 2) Security Information

### Transfer Agent

Name: Securities Transfer Corporation  
Phone: +1 (469) 633-0101  
Email: PStephan@stctransfer.com  
Address: 2901 N. Dallas Parkway, Suite 380, Plano, TX 75093

### 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:	SETO		
Exact title and class of securities outstanding:	Common		
CUSIP:	817813108		
Par or stated value:	0.001		
Total shares authorized:	100,000,000	as of date:	03/31/2024
Total shares outstanding:	82,221,600	as of date:	03/31/2024
Total number of shareholders of record:	1,775	as of date:	03/31/2024

*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:	Special 2022 Series A Preferred Stock		
Par or stated value:	0.001		
Total shares authorized:	1	as of date:	03/31/2024
Total shares outstanding:	1	as of date:	03/31/2024
Total number of shareholders of record:	1	as of date:	03/31/2024

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

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**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.**

There are no dividend provisions. Common equity voting rights are 1 vote per share. Dividends are not guaranteed.

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

The Special 2022 Class A Preferred Stock is not entitled to dividends, has 60% voting rights across all classes of stock, and is convertible from 1 preferred share to 61,800,000 shares of common stock.

**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.**

Except as provided by Nevada statutes, the holder of the 2022 Series A Preferred Stock shall vote together with the holders of preferred stock (including on an as converted basis), par value \$0.001, and common stock, par value \$0.001 per share, of the Corporation as a single class. The 2022 Series A Preferred Stock stockholder is entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration. The 2022 Series A Preferred Stock shall not be divided into fractional shares.

### 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			*Right-click the rows below and select "Insert" to add rows as needed.						
<u>Opening Balance</u> Date <u>01/01/2022</u> Common: <u>82,221,600</u> Preferred: <u>0</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 (\$/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>04/27/2022</u>	<u>New Issuance</u>  <u>See (*) Below</u>	<u>1</u>  <u>See (*) Below</u>	<u>Special 2022 Class A Preferred</u>	<u>0.001 (Par)</u>  <u>See (*) Below</u>	<u>No</u>  <u>See (*) Below</u>	<u>UMA LLC (Nikki Lee)</u>  <u>See (*) Below</u>	<u>Custodian Services</u>  <u>See (*) Below</u>	<u>Restricted</u>  <u>See (*) Below</u>	<u>4(a)(2)</u>  <u>See (*) Below</u>
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report:									
<u>Ending Balance</u> Date <u>03/31/2024</u> Common: <u>82,221,600</u> Preferred: <u>1</u>									

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

\*Note: On May 27, 2022, the Custodian transferred one share of Special 2022 Series A Preferred Stock to Nairobi Anderson. On June 21, 2023, in a private transaction, Nairobi Anderson entered into a Securities Purchase Agreement with Krisa Management LLC, a Texas limited liability company controlled by Carey W. Cooley, to sell the Special 2022 Series A Preferred Stock for \$1,000 to be paid in cash or any marketable security held by the borrower.

**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:

N/A

**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”)

No operations. The Company is seeking an operating partner.

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

None.

C. Describe the issuers’ principal products or services.

No operations. The Company is seeking an operating partner.

## 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.

None. The issuer shares professional office space located at 2245 Texas, Suite 300, Sugar Land, TX 77479.

## 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
Carey W Cooley (shares controlled through Krisa Management LLC)	<u>President, CEO, Treasurer, Secretary, Director, Owner of more than 5%</u>	<u>Sugar Land, TX</u>	<u>1</u>	<u>Special 2022 Series A Preferred</u>	<u>100%</u>	<u>_____</u>
<u>Sanjay Srivastava</u>	<u>Owner of more than 5%</u>	<u>Columbia, MD</u>	<u>70,095,456</u>	<u>Common</u>	<u>85%</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>

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: Donald Keer  
Firm: Donald R Keer, P.E., ESQ.  
Address 1: 3663 Greenwood Circle  
Address 2: Chalfont, PA 18914  
Phone: 215-962-9378  
Email: don@keeresq.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: Carey W Cooley  
Title: Chief Executive Officer  
Relationship to Issuer: Officer and Director

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: Carey W Cooley  
Title: Treasurer  
Relationship to Issuer: Officer and Director

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

10+ years as officer/director for OTC companies.

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.

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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.

## 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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Carey W Cooley certify that:

1. I have reviewed this Disclosure Statement for SETO Holdings, 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.

05/14/2024 [Date]

/s/ Carey W Cooley

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

### *Principal Financial Officer:*

I, Carey W Cooley certify that:

1. I have reviewed this Disclosure Statement for SETO Holdings, 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.

05/14/2024 [Date]

/s/ Carey W Cooley

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

**SETO HOLDINGS, INC.**

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**SETO HOLDINGS, INC.**  
**BALANCE SHEET**  
**(UNAUDITED)**

	<u>Mar 31, 2024</u>	<u>Dec 31, 2023</u>
<b>ASSETS</b>		
Current Assets:		
Cash and cash equivalents	\$ -	\$ -
Total current assets	-	-
<b>TOTAL ASSETS</b>	<u>\$ -</u>	<u>\$ -</u>
<b>LIABILITIES &amp; STOCKHOLDERS' DEFICIT</b>		
Current Liabilities:		
Accounts payable	1,250	500
Total Current Liabilities	\$ 1,250	\$ 500
Notes payable to shareholder	-	-
<b>Total Liabilities</b>	<u>\$ 1,250</u>	<u>\$ 500</u>
<b>Stockholders' Equity (Deficit)</b>		
Special 2022 Series A Preferred, \$0.001 par value, 1 share authorized;		
1 share issued and outstanding at March 31, 2024	-	-
0 shares issued and outstanding at December 31, 2023		
Common stock, \$0.001 par value, 100,000,000 shares authorized;		
82,221,600 shares issued and outstanding at March 31, 2024	82,222	82,222
82,221,600 shares issued and outstanding at December 31, 2023		
Additional Paid-In Capital	4,208,534	4,208,534
Accumulated deficit	(4,292,006)	(4,291,256)
<b>Total Stockholders' Deficit</b>	<u>(1,250)</u>	<u>(500)</u>
<b>TOTAL LIABILITES &amp; STOCKHOLDERS' EQUITY</b>	<u>\$ -</u>	<u>\$ -</u>

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

**SETO HOLDINGS, INC.**  
**STATEMENT OF INCOME**  
**(UNAUDITED)**

	<b>For the three months ended</b>	
	<b>Mar 31, 2024</b>	<b>Mar 31, 2023</b>
Revenues		
Sales	\$ -	\$ -
Cost of Sales	-	-
Gross Profit	-	-
Operating expenses		
General & Administrative	750	-
Total Operating Expenses	750	-
Net Operating Income (Loss)	(750)	-
Other Income (Expense)		
Amortization Expense	-	-
Total Other Income (Expense)	-	-
<b>NET INCOME (LOSS)</b>	<b>\$ (750)</b>	<b>\$ -</b>
BASIC AND DILUTED LOSS PER SHARE:		
Net loss per common share - basic and diluted	\$ (0.00)	\$ 0.00
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING:		
Basic	82,221,600	82,221,600

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

**SETO HOLDINGS, INC.**  
**STATEMENT OF CASH FLOWS**  
**(UNAUDITED)**

	<b>For the three months ended</b>	
	<b>Mar 31, 2024</b>	<b>Mar 31, 2023</b>
<b>Cash flows from operations</b>		
Net income(loss)	\$ (750)	\$ -
Amortization expense		
Increase in Organizational Costs		
Increase in Accounts Payable	750	-
Increase in Shareholder Advance		
<b>Net cash provided/used by operating activities</b>	-	-
<b>Cash flows from investing activities</b>	-	-
<b>Net cash provided/used by investing activities</b>	-	-
<b>Cash flows from financing activities</b>		
Common stock purchased	-	-
Additional Paid In Capital - Custodian	-	-
<b>Net cash provided/used by financing activities</b>	-	-
<b>Net increase (decrease) in cash</b>	-	-
<b>Cash and Cash Equivalents - Beginning of Period</b>	-	-
<b>Cash and Cash Equivalents - End of Period</b>	\$ -	\$ -

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

**SETO HOLDINGS, INC.**  
**STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**  
**(UNAUDITED)**

	Common Stock		Special 2022 Series A Preferred Stock		Additional Paid-in Capital	Accumulated Deficit	TOTAL
	# of Shares	Amount	# of Shares	Amount			
Balance - December 31, 2021	82,221,600	\$ 82,222	-	\$ -	\$ 4,192,257	\$ (4,274,479)	\$ -
Preferred stock issued			1	-			\$ -
Cash Provided by Custodian					1,975	-	1,975
Net Income(Loss)						(1,975)	(1,975)
Balance - December 31, 2022	82,221,600	\$ 82,222	1	\$ -	\$ 4,194,232	\$ (4,276,454)	\$ -
Cash Provided by Custodian					14,302	-	14,302
Net Income(Loss)						(14,802)	(14,802)
Balance - December 31, 2023	82,221,600	\$ 82,222	1	\$ -	\$ 4,208,534	\$ (4,291,256)	\$ (500)
Cash Provided by Custodian					-	-	-
Net Income(Loss)						(750)	(750)
Balance - March 31, 2024	82,221,600	\$ 82,222	1	\$ -	\$ 4,208,534	\$ (4,292,006)	\$ (1,250)

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

**SETO HOLDINGS, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**MARCH 31, 2024**  
**(Unaudited)**

**NOTE 1 – BASIS OF PRESENTATION AND GOING CONCERN**

*Basis of Presentation*

These financial statements are presented to conform to Generally Accepted Accounting Principles. There have been no financial statements since the Six months ended June 30, 2018. Further statements covering January 1, 2016 through June 30, 2018, were incomplete and assumptions had to be made to get beginning balances for the statements presented in this report.

We constructed the financials in this report on anecdotal evidence that has occurred in the last From statements provided to OTC Markets for 2016 through June of 2018.

Facts we have determined about the Company:

- 1) By April 2022, when a Custodian was appointed, the corporation had been inactive and had no operations for an extended period.
- 2) As of 06/30/2018, the date of the last report filed prior to this inactivity, the total common stock issued and outstanding was 82,221,600.
- 3) As of 05/26/2022, the date of the initial shareholder list provided to the Custodian by the transfer agent, the total common stock issued and outstanding was 82,221,600.
- 4) As of 03/31/2024, the end date of this reporting period, the total common stock issued and outstanding was 82,221,600; as of 12/31/2023, the end date of the prior annual reporting period, the total common stock issued and outstanding was 82,221,600.

The basis of our beginning balances included the following:

- 1) All assets no longer exist or were previously disposed of. Although some of the Company's prior assets may conceivably still exist, the Company has no access to them.
- 2) All payables to vendors and accrued expenses have been eliminated due to the passage of time.
- 3) All expenses associated with reviving the Company were paid by the Custodian for its benefit and per its obligation under the terms of the custodianship. Expenses that would normally be the obligation of the Company have been included in the Statement of Income. Funds provided by the Custodian for these expenses have been included as Additional Paid-In Capital.
- 4) Establishment of beginning equity balances were partially constructed from an audit report dated for the period ended October 31, 2004, and the Company's last filings published in 2018.
- 5) The number of outstanding shares of Common stock increased to the 2016 balance sheet amount at some point prior to January 1, 2015, as no increases were reported on the OTC Disclosure Statement as of December 2017 or for the two years prior.

- 6) Sometime between 2018 and 2020, it appears that operations ceased. Unfortunately, assumptions had to be made in order to prepare these statements. We believe that in the absence of reliable and reported data, there were no operational activities from July 1, 2018, through the date of these reports.
- 7) The fact that the Company was assigned a Custodial agent indicates that no former control persons were active and had abandoned the Company.

### *Going Concern*

The accompanying unaudited financial statements have been prepared in conformity with GAAP, which contemplates continuation of the Company as a going concern, which is dependent upon the Company's ability to establish itself as a profitable business. As of March 31, 2024, the Company has an accumulated deficit of \$4,274,479 and no working capital. These matters raise substantial doubt about the Company's ability to continue as a going concern. These financial statements do not include any adjustments that might result from the outcome of these uncertainties, nor do they include adjustments relating to the recoverability and realization of assets and classification of liabilities that might be necessary should the Company be unable to continue in operation. The Company's ability to continue in business is dependent upon obtaining sufficient financing or attaining profitable operations. However, there can be no assurance that management will be successful in obtaining additional funding or in attaining profitable operations.

### **NOTE 2 – STOCKHOLDER CHANGES**

The common stock of the Company has not changed since prior to January 1, 2015.

A custodian was appointed in April 2022, and a class of Preferred Stock was issued as 2022 Special Series A Preferred Shares in which 1 share was issued. The 2022 Special Series A Preferred stock has no dividends, no liquidation rights, but does have a 60% voting block over all voting shares.

### **NOTE 3 – EXPENSES**

The only expenses for the Company for the period ending March 31, 2024, were transfer agent fees. There were no income or expense transactions for the Company attributable to the quarter ending March 31, 2023. Expenses for the 2023 calendar year did not commence until the quarter ending June 30, 2023.

### **NOTE 4– SUBSEQUENT EVENTS**

Krisa Management LLC, which currently has voting control of the Company, expects to transfer the one share of Special 2022 Series A Preferred Stock it currently owns, to a control group that will merge operations into the Company sometime in the first half of 2024. While there is no guarantee that a transaction will occur, the closing of such a transaction will result in a change of control.