

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

JAMES MARITIME HOLDINGS, INC.

9160 South 300 West, #101
Sandy, Utah 84070

(801) 706-9429
0000889353

Annual Report
For the Period Ending: 3/31/2022
(the "Reporting Period")

As of 3/31/2021, the number of shares outstanding of our Common Stock was: 4,387,462

As of 3/31/2022, the number of shares outstanding of our Common Stock was: 7,404,129

As of 6/30/2021, the number of shares outstanding of our Common Stock was: 7,504,129

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

Yes: No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No:

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

Two board members were added to the board.

1) Name and address(es) of the issuer and its predecessors (if any)

The Company was incorporated under the name of as "Out-Takes, Inc."

The name was changed to James Maritime Holdings, Inc. on January 23, 2015.

The Company is registered in Nevada and is in good standing and active with the Nevada Secretary of State.

There are no trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception.

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

In December of 2021 the Company acquired share control of Gladiator Solutions, Inc. in a stock for stock exchange.

The address of the issuer's principal executive office is 9160 South 300 West, 101, Sandy, Utah 84070.

Check box 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?

Yes: No:

2) Security Information

Trading symbol: **JMTM**

Exact title and class of securities outstanding: Common; and Preferred Series A

CUSIP: 47033Q104

Par or stated value of common: \$0.001

Par or stated value of Series A Preferred: \$0.001

Total shares authorized: 100,000,000 as of date: 3/31/2022

Authorized Common: 90,000,000

Authorized preferred: 10,000,000

Total common shares outstanding: 7,404,129 as of date: 3/31/2022

Total Preferred Series A shares outstanding 400,000 as of date: 3/31/2022

Number of shares in the Public Float²: 111,212 as of date: 3/31/2022

Total number of shareholders of record: 103 as of date: 3/31/2022

All additional class(es) of publicly traded securities (if any): None

Transfer Agent

Name: Colonial Stock Transfer

Phone: (801) 355-5740

Email: jasoncarter@colonialstock.com

Address: 7840 South 700 East, Sandy, Utah 84070

Is the Transfer Agent registered under the Exchange Act?³ Yes: No:

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Shares Outstanding as of 4/1/2020. The beginning of the Second Most Recent Fiscal Year Ending 3/31/2021 Common: <u>3,987,462</u> Preferred: <u>2,000,000</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 (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>8/31/2020</u>	<u>new issuance</u>	<u>250,000</u>	<u>common</u>	<u>\$0.50</u>	<u>Yes</u>	<u>Orion4, LLC</u>	<u>Services</u>	<u>restricted</u>	<u>n/a</u>
<u>8/31/2020</u>	<u>new issuance</u>	<u>150,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Mohson Khoressani</u>	<u>Cash</u>	<u>restricted</u>	<u>n/a</u>
<u>4/28/2021</u>	<u>new issuance</u>	<u>50,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Six-Twenty Capital Management – Jason Sunstein</u>	<u>Cash</u>	<u>restricted</u>	<u>n/a</u>
<u>6/3/2021</u>	<u>new issuance</u>	<u>200,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Mercy Falls and CN Corp - Sam Chanin</u>	<u>Services</u>	<u>restricted</u>	<u>n/a</u>
<u>7/20/2021</u>	<u>exchange of 1.6mm Series A preferred for common</u>	<u>750,000</u>	<u>common</u>	<u>n/a</u>	<u>n/a</u>	<u>Michelle Turpin</u>	<u>Stock for stock exchange. Preferred for Common</u>	<u>restricted</u>	<u>n/a</u>
<u>7/20/2021</u>	<u>new issuance</u>	<u>250,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Kip Eardley</u>	<u>services</u>	<u>restricted</u>	<u>n/a</u>
<u>7/20/2021</u>	<u>new issuance</u>	<u>250,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Brett Bertolami</u>	<u>services</u>	<u>restricted</u>	<u>n/a</u>
<u>7/20/2021</u>	<u>new issuance</u>	<u>250,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Raymond Sheets</u>	<u>services</u>	<u>restricted</u>	<u>n/a</u>
<u>8/25/2021</u>	<u>new issuance</u>	<u>100,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Gordinier, Kang & Kim, LP – Ed Kim</u>	<u>Debt forgiveness / services</u>	<u>restricted</u>	<u>n/a</u>
<u>12/27/2021</u>	<u>new issuance</u>	<u>680,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Matt Materazo</u>	<u>Stock exchanged For Gladiator Solutions stock.</u>	<u>restricted</u>	<u>n/a</u>
<u>12/27/2021</u>	<u>new issuance</u>	<u>180,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Michael Materazo</u>	<u>Stock exchanged For Gladiator Solutions stock.</u>	<u>restricted</u>	<u>n/a</u>

<u>12/27/2021</u>	<u>new issuance</u>	<u>6,667</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Fabianna Carballido de Reitz</u>	<u>Stock exchanged For Gladiator Solutions stock.</u>	<u>restricted</u>	<u>n/a</u>
<u>12/27/2021</u>	<u>new issuance</u>	<u>250,000</u>	<u>common</u>	<u>\$0.50</u>	<u>yes</u>	<u>Dean Polizzotto</u>	<u>Services</u>	<u>restricted</u>	<u>n/a</u>
<u>2/28/2022</u>	<u>new issuance</u>	<u>50,000</u>	<u>common</u>	<u>\$1.00</u>	<u>yes</u>	<u>Kyle Madej</u>	<u>cash</u>	<u>restricted</u>	<u>n/a</u>
<u>5/12/2022</u>	<u>new issuance</u>	<u>50,000</u>	<u>common</u>	<u>\$1.00</u>	<u>yes</u>	<u>Jack Lenhart</u>	<u>cash</u>	<u>restricted</u>	<u>n/a</u>
<u>5/12/2022</u>	<u>new issuance</u>	<u>50,000</u>	<u>common</u>	<u>\$1.00</u>	<u>yes</u>	<u>Robert Brown</u>	<u>cash</u>	<u>restricted</u>	<u>n/a</u>
<u>Ending Balance of Shares Outstanding</u> As of: <u>7-7-2022</u>									
Common: <u>7,504,129</u>									
Preferred: <u>400,000</u>									

B. Debt Securities, Including Promissory and Convertible Notes

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

4) Financial Statements

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

- U.S. GAAP
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Raymond Sheets
Title: Chief Financial Officer
Relationship to Issuer: CFO

The financial statements for this Annual Report for the fiscal year ending March 31, 2022 are incorporated by reference as/to be filed with OTC Market.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations.

James Maritime Holdings, Inc. is a provider of corporate security services and a leading supplier of lightweight body armor technology designed for law enforcement and civilian use.

Please list any subsidiaries, parents, or affiliated companies.
The Company has one subsidiary, Gladiator Solutions, Inc.

B. Describe the issuers' principal products or services.

Lightweight body armor products, specializing in Bullet proof helmets and vests.

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

6) Issuer's Facilities

Gladiator Solutions leases a small warehouse for receiving and fulfillment / shipping of orders for their lightweight body armor products.

The president of the Company provides office space at no charge to the Company in Sandy, Utah

7) Company Insiders (Officers, Directors, and Control Persons)

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Kip Eardley</u>	<u>President/Director</u>	<u>Henderson, NV</u>	<u>250,000</u>	<u>common</u>	<u>3.3%</u>	
<u>Brett Bertolami</u>	<u>Director</u>	<u>Mooreville, NC</u>	<u>250,000</u>	<u>common</u>	<u>3.3%</u>	
<u>Dean Polizzotto</u>	<u>Director</u>	<u>Long Beach, CA</u>	<u>250,000</u>	<u>common</u>	<u>3.3%</u>	
<u>Raymond Sheets</u>	<u>CFO</u>	<u>Franklin, TN</u>	<u>250,000</u>	<u>common</u>	<u>3.3%</u>	
<u>Matt Materazo</u>	<u>Subsidiary President</u>	<u>Danville, CA</u>	<u>680,000</u>	<u>common</u>	<u>9%</u>	
<u>PaDang PaDang, Ltd</u>	<u>shareholder</u>	<u>Mooreville, NC</u>	<u>900,000</u>	<u>common</u>	<u>12.1%</u>	
<u>PaDang PaDang, Ltd</u>	<u>shareholder</u>	<u>Mooreville, NC</u>	<u>400,000</u>	<u>Series A Preferred</u>	<u>100%</u>	<u>Series A Preferred shares have 30:1 voting rights and no liquidation preferences or conversion rights.</u>
<u>Michelle Turpin</u>	<u>shareholder</u>	<u>Salt Lake City, Utah</u>	<u>750,000</u>	<u>common</u>	<u>10.1%</u>	
<u>Michael Khorassani</u>	<u>shareholder</u>	<u>Port Washington, NY</u>	<u>799,300</u>	<u>common</u>	<u>10.7%</u>	
<u>Three Rivers Consulting, LLC</u>	<u>shareholder</u>	<u>Pittsburg, PA</u>	<u>1,150,700</u>	<u>common</u>	<u>15.5%</u>	
<u>Huntsman Holdings, LLC5</u>	<u>Shareholder</u>	<u>Encinitas, CA</u>	<u>500,000</u>	<u>common</u>	<u>6.75%</u>	

8) Legal/Disciplinary History

- A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:
1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses); **None**
 2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities; **None**
 3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or. **None**
 4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities. **None**
- B. Pending legal proceedings: **None**

9) Third Party Providers

Securities Counsel Larry Cerutti
Firm: Troutman, Pepper
Address 1: 5 Park Plaza, Suite 1400
Address 2: Orange County, CA 92614
Phone: 949-622-2700
Email: larry.cerutti@troutman.com

Accountant or Auditor: Corey Fischer
Firm: Weinberg & Co
Address 1: 1925 Century Park East, Suite 1120
Address 2: Los Angeles, CA 90067
Phone: 310-601-2200
Email: weinbergla.com

10) Issuer Certification

Principal Executive Officer:

I, Kip Eardley certify that:

I have reviewed this March 31, 2022 Fiscal Year end Report of James Maritime Holdings, Inc.; and 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

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.

July 7, 2022

/Kip Eardley/

President

Principal Financial Officer:

I, Raymond Sheets certify that:

I have reviewed this March 31, 2022 Fiscal Year end Report of James Maritime Holdings, Inc.; and 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

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.

July 7, 2022

/Raymond Sheets/

CFO