MEDICAL INNOVATION HOLDINGS, INC.

FORM 10-Q
(Quarterly Report)

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Telephone	866-883-3793
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Industry	Recreational Products
Sector	Consumer Cyclicals
Fiscal Year	04/30

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10Q

(Mark One)

[X] QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended January 31, 2012

or

[ ] TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from __________ to ___________

Commission file number: 000-27211

MEDINA INTERNATIONAL HOLDINGS, INC.
(Exact name of registrant as specified in its charter)

COLORADO	84-1469319
(State of Incorporation)	(IRS Employer ID Number)

1802 Pomona Rd., CA 92880
(Address of principal executive offices)

909-522-4414
(Registrant's Telephone number)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to the filing requirements for the past 90 days.

Yes [X] No [ ]

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 for Regulation S-T (ss.232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes [ ] No [ ]

Indicate by check mark whether the registrant is a large accelerated file, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer [ ] Accelerated filer [ ]

Non-accelerated filer [ ] Smaller reporting company [X]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes [ ] No [X]

Indicate the number of share outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

As of January 31, 2012, there were 57,890,117 shares of the registrant's common stock issued and outstanding.

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements (Unaudited)

MEDINA INTERNATIONAL HOLDINGS, INC.
AND SUBSIDIARIES
Consolidated Balance Sheets

	January 31, 2012 (Unaudited)	April 30, 2011 (Audited)
ASSETS		
Current Assets:		
Cash	$ 3,670	$ 17,353
Receivables	569	5,890
Inventory	85,952	99,640
Total current assets	90,191	122,883
Property & Equipment	737,097	848,213
Accumulated depreciation	(447,919)	(422,272)
Total property & equipment	289,178	425,941
Other assets		
Prepaid Expenses	7,783	31,461
TOTAL ASSETS	$ 387,152	$ 580,285
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)		
Current liabilities:		
Accounts payable	$ 900,624	$ 759,866
Accrued liabilities	375,431	295,994
Short term debt	218,716	214,564
Customer Deposit	316,151	238,495
Stock subscription payable	41,500	2,962
Notes payable	158,333	0
Related party payable	57,398	895,557
Related Parties - short-term borrowings from shareholders	475,595	417,820
Total current liabilities	2,543,748	2,825,258
Stockholders' equity (deficit):		
Preferred stock, Series 'A' , $.01 par value, 50 shares authorized, 20 issued and outstanding as on January 31, 2012 and April 30, 2011	240,000	240,000
Common stock, $0.0001 par value, 500,000,000 shares authorized, 57,890,117 and 51,110,497 shares issued and outstanding on January 31, 2012 and April 30, 2011	5,789	5,111
Additional paid-in capital	5,006,904	3,519,292
Accumulated deficit	(7,173,666)	(6,009,376)
Total Medina International Holdings, Inc. stockholders' equity (deficit)	(1,920,973)	(2,244,973)
Noncontrolling Interest	(235,623)	0
Total stockholders' equity (deficit)	(2,156,596)	(2,244,973)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)	$ 387,152	$ 580,285

The accompanying notes are an integral part of these financial statements

MEDINA INTERNATIONAL HOLDINGS, INC. AND SUBSIDIARIES
Consolidated Statement of Operations
(Unaudited)

	For the Three Months Ended January 31, 2012	2011	For the Nine Months Ended January 31, 2012	2011
Sales, net	9,576	$ 251,716	$ 449,919	$ 1,158,766
Cost of Goods Sold	35,436	199,649	328,841	780,613
Gross Profit (Loss)	(25,860)	52,067	121,078	378,153
General and administrative expenses	408,813	179,927	1,126,004	420,083
Selling and marketing expenses	31,487	20,255	88,032	110,556
Cost of acquisition fopr 51% of Wintec Protective Systems, Inc.	-	-	219,600	-
Income (Loss) from operations	(466,160)	(148,115)	(1,312,558)	(152,486)
Other income	17,164	32,046	17,164	32,046
Interest expense	(23,665)	(23,701)	(124,119)	(53,067)
Net other loss	(6,501)	8,345	(106,955)	(21,021)
Loss before income tax (expense) benefit	(472,661)	(139,770)	(1,419,513)	(173,507)
Income tax (expense) benefit	-	-	-	-
Net Income (Loss)	$(472,661	$ (139,770)	$ (1,419,513)	$ (173,507)
Less Net (income) loss attributable to noncontrolling interest	$ 126,430	$ -	$ 255,223	$ -
Less Net (income) loss attributable to Medina International Holdings, Inc.	$(346,231	$ (139,770)	$ (1,164,290)	$ (173,507)
Net loss per share (Medina International Holdings, Inc.):				
Basic	$ (0.01)	$ (0.00)	$ (0.03)	$ (0.00)
Diluted	$ (0.01)	$ (0.00)	$ (0.03)	$ (0.00)
Weighted average number of shares outstanding:				
Basic	53,723,597	51,006,747	53,723,597	51,006,747
Diluted	55,818,598	51,006,747	55,818,598	51,006,747

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

Medina International Holdings, Inc. and Subsidiaries
Consolidated Statements of Shareholders' Equity
(Unaudited)

	Common Stock Shares	Common Stock Amount	Preferred Stock Shares	Preferred Stock Amount	Additional Paid-In Capital	Common Stock Subscribed	Subscription Receivable	Accumulate Deficit
Balance - April 30, 2008	35,560,091	$ 3,556	-	$ -	$ 2,419,032	$ 10,000	$ (3,000)	$ (2,929,850)
Net loss								(1,768,434)
Balance - April 30, 2009	35,560,091	$ 3,556	-	$ -	$ 2,419,032	$ 10,000	$ (3,000)	$ (4,698,284)
Stock issued for subscription payable			20	240,000				
Stock issued to Directors	50,000	5			3,157			
Stock issued for subscription payable	11,091,250	1,109			661,629			
Stock issued for accrued liabilities	4,135,000	413			413,087			
Shares issued for services	70,406	7			7,033			
Stock subscription receivable	100,000	10			9,990	(10,000)	3,000	(3,000)
Net loss								(742,070)
Balance - April 30, 2010	51,006,747	5,100	20	240,000	3,513,928	-	-	(5,443,354)
Stock issued to Directors	93,750	10			4,365			
Shares issued for services	10,000	1			999			
Net loss								(566,022)
Balance - April 30, 2011	51,110,497	5,111	20	240,000	3,519,292	$ -	$ -	$ (6,009,376)
Stock issued for 51% acquisition	3,000,000	300			239,700			
Cash	1,000,000	100			149,900			
Loan Interest	29,620	3			2,959			
Directors fees	100,000	10			7,990			
Consultant	50,000	5			4,995			
Consultant	100,000	10			4,990			
Settlement adjustment					972,828			
Asher Capital	2,500,000	250			4,250			
Paul John					100,000			
Net loss								$ (1,164,290)
Balance - January 31, 2012	$ 57,890,117	$ 5,789	$ 20	$ 240,000	$ 5,006,904	$ -	$ -	$ (7,173,666)

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

Medina International Holdings, Inc. and Subsidiaries Consolidated Statements of Shareholders' Equity

(Unaudited)

(continued)

	Stockholders' Equity - Medina International Holdings, Inc.	Noncontrolling Interest	Totals
Balance - April 30, 2008			$ (500,262)
Net loss			(1,768,434)
Balance - April 30, 2009	$ (2,268,696)	$ -	$ (2,268,696)
Stock issued for subscription payable	240,000		240,000
Stock issued to Directors	3,162		3,162
Stock issued for subscription payable	662,738		662,738
Stock issued for accrued liabilities	413,500		413,500
Shares issued for services	7,040		7,040
Stock subscription receivable	-		-
Net loss	(742,070)		(742,070)
Balance - April 30, 2010	(1,684,326)		(1,684,326)
			-
Stock issued to Directors	4,375		4,375
Shares issued for services	1,000		1,000
Net loss	(566,022)		(566,022)
Balance - April 30, 2011	$ (2,244,973)		(2,244,973)
			-
Stock issued for 51% acquisition	240,000	$ 19,600	259,600
Cash	150,000		150,000
Loan Interest	2,962		2,962
Directors fees	8,000		8,000
Consultant	5,000		5,000
Consultant	5,000		5,000
Settlement adjustment	972,828		972,828
Asher Capital	4,500		4,500
Paul John	100,000		100,000

Net loss (1,164,290)$ (255,223(1,419,513)

Balance - January 31, 2012 $ (1,920,973)$ (235,623$ (2,156,596)

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

MEDINA INTERNATIONAL HOLDINGS, INC. AND SUBSIDIARIES
Consolidated Statement of Cash Flows
(Unaudited)

	Nine Months Ended January 31, 2012	2011
Cash flows from operating activities:		
Net loss	$(1,419,513)	$ (173,507)
Adjustments to reconcile net loss to net cash used in operating activities:		
Common stock expenses	-	3,375
Depreciation expenses	25,647	118,307
Stock issued for acquiring 51% of Wintec	259,600	-
Gain on Settlement of accounts payable	295,449	(32,046)
Interest on Convertible Notes	63,333	-
Settlement adjustment		
Stock issued for services	16,500	-
Changes in operating assets and liabilities:		
(Increase) decrease in accounts receivable	5,321	59,358
(Increase) decrease in other receivable		465
(Increase) decrease in inventory	13,688	(71,311)
Increase (decrease) in accounts payable and accrued liabilities	220,195	152,901
Increase (decrease) in customer deposits	77,656	(78,665)
(Increase) decrease in prepaid expenses	23,678	500
Total adjustments	1,001,067	152,884
Net cash (used) received in operating activities	(418,446)	(20,623)
Cash flows from investing activities:		
Purchase of property and equipment	(90,799)	(18,181)
Net cash used in investing activities	(90,799)	(18,181)
Cash flows from financing activities:		
Proceeds (payments) from notes payables - related party	(4,705)	(73,574)
Proceeds (Payments) from note payable	102,500	89,126
Proceeds (Payments) from lines of credit & credit cards	89,992	(96,915)
Proceeds (Payments) from short-term borrowings Shareholders	57,775	12,980
Proceeds from sale of stock	250,000	-
Net cash provided (used) by financing activities	495,562	(68,383)
Net increase (decrease) in cash and cash equivalents	(13,683)	(107,187)
Cash and cash equivalents - beginning of period	17,353	107,223
Cash and cash equivalents - end of period	$ 3,670	$ 36
Supplemental disclosure of cash flow information:		
Interest Paid	$ 5,212	$ 9,120
Taxes paid	$ -	$ -

The accompanying notes are an integral part of these financial statements

(Unaudited)

NOTE 1 - BUSINESS, BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES

Medina International Holdings, Inc. ("Company," "Medina," "we," "us," "our") was incorporated in 1998 as Colorado Community Broadcasting, Inc. The Company intended to purchase low power television licenses or stations and planned to broadcast local programming mixed with appropriate national programming. The Company changed the name of the business in 2005 to Medina International Holdings, Inc.

The Company, under its two wholly owned subsidiaries, Harbor Guard Boats, Inc. and Medina Marine, Inc., plans to manufacture and sell recreational and commercial boats. The Company formed Medina Marine, Inc., as a wholly owned subsidiary of the Company, on May 22, 2006 to manufacture and sell fire rescue, rescue and recreational boats.

The Company signed an agreement to acquire Modena Sports Design, LLC, as a wholly owned subsidiary of the Company on June 18, 2008. Modena Sports Design, LLC was formed in the State of California in 2003 to produce fire rescue, rescue and recreational boats. Modena Sports Design, LLC reorganized as a California corporation on January 7, 2010 changed its name to Harbor Guard Boats, Inc.

The Company entered into an agreement with WinTec Protective Systems, Inc. on June 28, 2011 to acquire 51% of the equity or 20,400,000 common shares of WinTec Protective Systems, Inc. in exchange for 3,000,000 common shares of the Company.

Wintec Protective Systems, Inc. formed Security Glass Solution, Inc. a wholly owned subsidiary in the State of Texas on July 28, 2011.

Agreement with Wintec Protective Systems, Inc.

On June 28, 2011, Medina International Holdings, Inc. entered into a Contribution and Exchange Agreement with WinTec Protective Systems, Inc. ("WinTec.") As part of the Contribution and Exchange Agreement, the Company agreed to issue 3,000,000 shares of its restricted common stock in exchange for 20,400,000 shares of the common stock of WinTec. As a result of such exchange, the Company holds 51% of the issued and outstanding common stock of WinTec, making WinTec a subsidiary of the Company.

Wintec was incorporated in the State of Texas. Wintec's Operations are located in Houston, Texas. Wintec has developed various products such as CORTAIN, Hydro-Tain, and Blast Block. Medina International Holdings, Inc. has first right to use CORTAIN, anti-corrosion material for small marine crafts.

As part of the Contribution and Exchange Agreement, the Company has agreed to register the 3,000,000 shares issued with the Securities and Exchange Commission ("SEC") for resale by WinTec. If any of the following occur:

(i) the Registration Statement is not filed on or before the Required Filing Date,

(ii) the Registration Statement is not declared effective on or before the Required Effective Date, or

(iii)the Registration Statement is declared effective but cease to be effective for a period of time which shall exceed three hundred and sixty five (365) days in the aggregate per year (defined as a period of 365 days commencing on the date the Registration Statement is declared effective) then the Company will be required to pay WinTec an amount equal to one-half percent (0.5%) of the fair market value of the 3,000,000 shares of the Company's common stock on the first business day after the non-registration event and for each subsequent thirty (30) day period (pro rata for any period less than thirty (30) days) which are subject to such Non-Registration Event.

Stock Redemption and Purchase Agreement

Concurrent with the signing of the Contribution and Exchange Agreement, the Company also entered into a Stock Redemption and Purchase Agreement with WinTec. The Stock Redemption and Purchase Agreement provides that provides WinTec the right to repurchase 12,400,000 shares of its common stock held by the Company upon the closing of the Contribution and Exchange Agreement in exchange for $1,500,000 (amended to $237,658 on October 24,2011). In addition, the Company has agreed to issue to WinTec an option to purchase up to 3,000,000 shares of its restricted common stock at an exercise price of $0.10 per share.

The Stock Redemption and Purchase Agreement provides that the WinTec Board of Directors shall be reduced from 7 to 6 directors and that the Company will have the ability to appoint 2 of the directors.

Upon the completion of the Stock Redemption and Purchase Agreement, the Company will hold 8,000,000 shares of WinTec, representing 20% of the issued and outstanding common stock of WinTec.

Loan Agreement and Revolving Promissory Note

Concurrent to the signing of the Contribution and Exchange Agreement, the Company entered into a Loan Agreement and Revolving Promissory Note with WinTec. As part of the Loan Agreement, the Company has agreed to lend to WinTec $1,500,000 (amended to $237,658 on October 24,2011) cash to be used by WinTec to expand its business operations, which includes at some future point moving their laboratory facility from Texas to California.

The Loan Agreement provides for the funds to be delivered to WinTec, as set forth below:

- Fifty Thousand Dollars ($50,000) upon execution of the loan documentation, and

- Four Hundred Fifty Thousand ($450,000) amended to $187,658 on October 24, 2011 and 90 days after the execution of the loan documentation.

The Loan Agreement provides for the Company to be issued an exclusive license for the use of WinTec's anti-corrosion material for small marine craft, pursuant and the first right of first refusal to exclusively license such intellectual property of WinTec as it may license to third parties.

The Revolving Promissory Note has an annual interest rate of 1% and a term of four (4) years from the date of issuance. The Revolving Promissory Note does not provide for a payment schedule, only that payments will be made as requested by the Company.

Stock Issuance

On June 28, 2011, as part of the Contribution and Exchange Agreement and the Stock Redemption and Purchase Agreement, the Company made the following issuances of its restricted common stock and equity instruments:

- 3,000,000 shares of its restricted common stock to WinTec pursuant to the Contribution and Exchange Agreement in exchange for 20,400,000 shares of the common stock of WinTec.

- An option to purchase 3,000,000 shares of the Company's restricted common stock at an exercise price of $0.10 per share to WinTec as part of the Stock Redemption and Purchase Agreement.

The future success of the Company is likely dependent on its ability to obtain additional capital to develop its proposed products and ultimately, upon its ability to attain future profitable operations. There can be no assurance that the Company will be successful in obtaining such financing, or that it will obtain positive cash flow.

Presentation of Interim Information

In the opinion of the management of the Company, the accompanying unaudited financial statements include all normal adjustments considered necessary to present fairly the financial position and operating results of the Company for the periods presented. The financial statements and notes are presented as permitted by Form 10-Q, and do not contain certain information included in the Company's Annual Report on Form 10-K for the fiscal year ended April 30, 2011. It is management's opinion that when the interim financial statements are read in conjunction with the April 30, 2011 Annual Report on Form 10-K, the disclosures are adequate to make the information presented not misleading. Interim results are not necessarily indicative of results for a full year or any future period. The accompanying consolidated financial statements of Medina International Holdings, Inc. and its subsidiaries were prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and include the assets, liabilities, revenues, and expenses of subsidiaries, Medina Marine, Inc., Harbor Guard Boats, Inc. and Wintec Protective Systems, Inc. All intercompany balances and transactions have been eliminated in consolidation.

Going Concern

Recoverability of a major portion of the recorded asset amounts shown in the accompanying balance sheet is dependent upon continued operations of the Company, which in turn is dependent upon the Company's ability to raise additional capital, obtain financing and to succeed in its future operations. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles in the United States, which contemplates continuation of the Company as a going concern. On January 31, 2012, the Company's current liabilities exceeded its current assets by $2,453,557. Also, the Company's operations generated $449,919 revenue during the current period ended and the Company's accumulated deficit is $7,173,666.

Management has taken various steps to revise its operating and financial requirements, which we believe are sufficient to provide the Company with the ability to continue on in the subsequent year. Management devoted considerable effort during the period ended January 31, 2012 towards management of liabilities and improving our operations. Management believes that the above actions will allow the Company to continue its operations through the next fiscal year.

The future success of the Company is likely dependent on its ability to attain additional capital to develop its proposed products and ultimately, upon its ability to attain future profitable operations. There can be no assurance that the Company will be successful in obtaining such financing, or that it will obtain positive cash flow.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Basis of Presentation and Consolidation

The accompanying consolidated financial statements of Medina International Holdings, Inc. and its subsidiaries were prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and include the assets, liabilities, revenues, and expenses of our two wholly owned subsidiaries, Medina Marine, Inc. and Harbor Guard Boats, Inc. and of Wintec Protective Systems, Inc. 51% subsidiary. All intercompany balances and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of our consolidated financial statements in conformity with GAAP requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenses during the reporting periods. Significant estimates and assumptions are used for, but are not limited to;

1) Revenue recognition;
2) Allowance for doubtful accounts;
3) Inventory costs;
4) Asset impairments;
5) Depreciable lives of assets;
6) Income tax reserves and valuation allowances;
7) Fair value of stock options;
8) Allocation of direct and indirect cost of sales;
9) Contingent liabilities; and 10) Warranty liabilities.

Future events and their effects cannot be predicted with certainty; accordingly, our accounting estimates require exercise of judgment. We base our estimates on historical experience, available market information, appropriate valuation methodologies, and on various other assumptions that we believe to be reasonable. We evaluate and update our assumptions and estimates on an ongoing basis and may employ outside experts to assist in our evaluation, when necessary. Actual results could differ materially from these estimates.

Revenue Recognition

Revenue Recognition is recognized when earned. The Company's revenue recognition policies are in compliance with Staff Accounting Bulletin (SAB) 104. Sales revenue is recognized at the date of shipment to customers when a formal arrangement exists, the price is fixed or determinable, the delivery is completed, no other significant obligations of the Company exist and collectability is reasonably assured. Payments received before all of the relevant criteria for revenue recognition are satisfied, are recorded as unearned revenue.

Cash and Cash Equivalents

The Company considers all liquid investments with a maturity of three months or less from the date of purchase that are readily convertible into cash to be cash equivalents. The Company maintains its cash in bank deposit accounts that may exceed federally insured limits. The Company has not experienced any losses in such accounts.

Accounts receivable

The Company reviews accounts receivable periodically for collectability and establishes an allowance for doubtful accounts and records bad debt expense when deemed necessary. At January 31, 2012 and April 30, 2011, the Company had no balance in its allowance for doubtful accounts.

Inventory

We carry our inventories at the lower of its cost or market value. Cost is determined using first-in, first-out ("FIFO") method. Market is determined based on net realizable value. We also provide due consideration to obsolescence, excess quantities, and other factors in evaluating net realizable value.

Fixed Assets

Capital assets are stated at cost. Equipment consisting of molds is stated at cost. Depreciation of fixed assets is provided using the straight-line method over the estimated useful lives (3-7 years) of the assets. Expenditures for maintenance and repairs are charged to expense as incurred.

Property and Equipment	No. of Years
Molds	7
Manufacturing Tools	5
Computers	3
Furniture	3
Manufacturing tool HGB - used	3
Office Equipments	3
Office Phone	3

Long Lived Assets

The Company periodically evaluates the carrying value of long-lived assets to be held and used in accordance. Impairment losses are required to be recorded on long-lived assets used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the assets' carrying amounts. In that event, a loss is recognized based on the amount by which the carrying amount exceeds the fair market value of the long-lived assets. Loss on long-lived assets to be disposed of is determined in a similar manner, except that fair market values are reduced.

Comprehensive Loss

Accounting principles generally require that recognized revenue, expenses, gains and losses be included in net income. Certain statements, however, require entities to report specific changes in assets and liabilities, such as unrealized gains and losses on available-for-sale securities, as a separate component of the equity section of the balance sheet. Such items, along with net income, are components of comprehensive income.

Issuance of Shares for Service

The Company accounts for employee and non-employee stock awards, whereby equity instruments issued to employees for services are recorded based on the fair value of the instrument issued and those issued to non-employees are recorded based on the fair value of the consideration received or the fair value of the equity instrument, whichever is more reliably measurable.

Fair Value of Financial Instruments

The Company discloses estimated fair values of financial instruments. The carrying amounts reported in the statements of financial position for current assets and current liabilities qualifying, as financial instruments are a reasonable estimate of fair value.

Foreign Currently Translations and Hedging

The Company is exposed to foreign currency fluctuations due to international trade. The management does not intend to enter into forward exchange contracts or any derivative financial investments for trading purposes. The management does not currently hedge foreign currency exposure.

Basic and Diluted Net Loss per Share

Basic net loss per share is based upon the weighted average number of common shares outstanding. Diluted net loss per share is based on the assumption that all dilutive convertible shares and stock options were converted or exercised.

Dilution is computed by applying the treasury stock method. Under this method, options and warrants are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period.

Products and services, geographic areas and major customers

The Company earns revenue from the sale of recreational and commercial boats. The Company's products were sold domestically and internationally. The Company does not separate sales activities into different operating segments.

Recently issued accounting pronouncements

In June 2009, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Codification ("ASC") 105, "Generally Accepted Accounting Principals" (formerly Statement of Financial Accounting Standards ("SFAS") No. 168, "The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles"). ASC 105 establishes the FASB ASC as the single source of authoritative nongovernmental U.S. GAAP. The standard is effective for interim and annual periods ending after September 15, 2009. We adopted the provisions of the standard on September 30, 2009, which did not have a material impact on our financial statements.

There were various other accounting standards and interpretations issued in 2009, none of which are expected to have a material impact on the Company's financial position, operations or cash flows.

NOTE 3 Inventory

As of January 31, 2012 and April 30, 2011, inventory consisted of the following:

Item	January 31	April 30,
	2012	2011
Raw materials and supplies	$ 1,961	$ 5,465
Work in progress	83,991	94,175
Total Inventory	$ 85,952	$99,640

NOTE 4 Property and equipment

As of January 31, 2012 and April 30, 2011, Property and equipment consisted of the following:

Property and Equipment	January 31	April 30,
	2012	2011
Machinery and equipment; including molds & tools	$653,280	$828,441
Computers	13,535	13,535
Furniture and fixtures	3,237	2,537
Office equipments	3,545	3,200
Fire extinguisher	500	500
Intangible assets	63,000	0
Total property and equipment	737,097	848,213
Less: Accumulated Depreciation	447,919	(422,272)
Total property and equipment	$289,178	$ 425,941

The Company has spent $63,000 on 30' and 37' Designs and $23,111 in developing a 20' mold during the nine months period ended January 31, 2012. Company has applied for the Trade Mark of the following names HARBOR GUARD BOATS, FIREHAWK, HARBOR GUARD BOATS logo, INTERCEPTOR, DEFENDER, PATROLCAT.

NOTE 5 Prepaid expenses

As of January 31, 2012 and April 30, 2011, prepaid expenses included operating expenses and vendor deposit in the amount of $7,783 and $31,461 respectively.

NOTE 6 Accrued liabilities

As of January 31, 2012 and April 30, 2011, accrued liabilities consisted of the following:

Accrued Liabilities	January 31	April 30,
	2012	2011
Interest- related party	13,000	10,000
Interest - notes payable	--	683
Payroll and taxes	349,359	256,490
Warranty liabilities	13,072	28,821
Total accrued liabilities	$ 375,431	$ 295,994

NOTE 7 Short-term debt

As of January 31, 2012 and April 30, 2011, short term debt consisted of the following:

Short-term debt	January 31	April 30,
	2012	2011
Line of credit - Financial Institution	$ 94,932	$ 94,932
Credit card	123,784	119,632
Total	$218,716	$214,564

As of January 31, 2012 the Company had a line of credit totaling $100,000, under which the Company may borrow on an unsecured basis at an interest rate of 8.75%. The outstanding balance as of January 31, 2012 was $94,932.

The Company's remaining credit cards carry various interest rates and require monthly payments, and are substantially held in the name of or guaranteed by related parties.

NOTE 8 Risk Management Activities

Foreign Currency

The majority of our business is denominated in U.S. dollars and fluctuations in the foreign currency markets will have a minimal effect on our business.

Commodity Prices

We are exposed to market risk from changes in commodity prices. The cost of our products could increase, if the prices of fiberglass and/or aluminum increases significantly, further decreasing our ability to attain profitable operations. We are not involved in any purchase commitments with any of our vendors.

Insurance

We are exposed to several risks, including fire, earthquakes, theft, and key person liabilities. We do not carry any insurance for these risks, other than general liability insurance, which will adversely affect our operations if any of these risks materialize.

NOTE 9 Customer deposit

As of January 31, 2012 and April 30, 2011, customer deposit consisted of the following:

Customer Deposits	January 31	April 30,
	2012	2011
Deposit for commercial boats	$295,651	$ 217,995
Deposit for recreational boats	20,500	20,500
Total customer deposits	$316,151	$ 238,495

NOTE 10 Notes payable

As of January 31, 2012 and April 30, 2011, notes payable consisted of the following:

Notes Payable	January 31	April 30,
	2012	2011
Notes payable - other	158,333	0,000
Total notes payable	$158,333	$ 0.000

The convertible notes for $52,500 issued to Asher Enterprises, Inc. ("Asher") in June 24, 2011 are due and maturity date on the March 13, 2012 with interest of 8% per annum. These notes are convertible at the election of Asher from time to time after the issuance date. In the event of default, the amount of principal and interest not paid and the notes become immediately due and payable. Should that occur, the Company is liable to pay Asher 150% of the then outstanding principal and interest. The note agreements contain covenants requiring Asher's written consent for certain activities not in existence or not committed to by the Company on the issue date of the notes, as follows: dividend distributions in cash or shares, stock repurchases, borrowings, sale of assets and certain advances and loans in excess of $100,000. Outstanding note principal and interest accrued thereon can be converted in whole, or in part, at any time by Asher after the issuance date into an equivalent of the Company's common stock determined by 60% of the average of the three lowest closing bid prices of the Company's common stock during the ten trading days prior to the date the conversion notice is sent by Asher. We have provided $35,000 as interest expense loss on the above transaction. Asher Capital has converted $4,500 dollars of loan to 2,500,000 common shares as per the agreement. Balance of loan is $48,000 plus interest.

The convertible notes for $42,500 issued to Asher Enterprises, Inc. ("Asher") in August 1,2011 are due and maturity date on the May 1, 2012 with interest of 8% per annum. These notes are convertible at the election of Asher from time to time after the issuance date. In the event of default, the amount of principal and interest not paid and the notes become immediately due and payable. Should that occur, the Company is liable to pay Asher 150% of the then outstanding principal and interest. The note agreements contain covenants requiring Asher's written consent for certain activities not in existence or not committed to by the Company on the issue date of the notes, as follows: dividend distributions in cash or shares, stock repurchases, borrowings, sale of assets and certain advances and loans in excess of $100,000. Outstanding note principal and interest accrued thereon can be converted in whole, or in part, at any time by Asher after the issuance date into an equivalent of the Company's common stock determined by 60% of the average of the three lowest closing bid prices of the Company's common stock during the ten trading days prior to the date the conversion notice is sent by Asher. We have provided $28,333 as interest expense loss on the above transaction.

NOTE 11 Notes payable - related party

As of January 31, 2012 and April 30, 2011, notes payable related party consisted of the following:

Notes Payable	January 31 2012	April 30, 2011
Notes payable - related party	$57,398	$ 62,077
Total notes payable	$219,032	$ 62,077

As of January 31, 2012, the Company had an unsecured note payable to Srikrishna Mankal, son of Madhava Rao Mankal, CFO of the Company, in the amount of $50,000, which bears interest at 8% per annum. As of January 31, 2012, accrued Interest on this note was $12,000.

As of January 31, 2012, the Company had an unsecured note payable to Srikrishna Mankal, son of Madhava Rao Mankal, CFO of the Company, in the amount of $7,398, which bears interest at 8% per annum. As of January 31, 2012, accrued Interest on this note was 0.

NOTE 12 Related Party Transactions

None

NOTE 13 Shareholders' loans

As of January 31, 2012 and April 30, 2011, shareholders' loans consisted of the following:

Shareholders' Loans	January 31	April 30,
	2012	2011
Daniel Medina, President	$ 222,891	$ 163,924
Madhava Rao Mankal, Chief Financial Officer	252,702	253,896
Total Shareholders' Loans	$ 475,593	$ 417,820

Shareholders' loans are unsecured, accrued at 10% interest per annum and due on demand.

Interest is accrued and included in Shareholders' loan account. From time to time, shareholders are involved in funding operations. These funds are provided and collected on an as needed basis.

NOTE 14 Stockholders' equity

Common Stock

The Company has been authorized to issue, 500,000,000 shares of common stock with a par value of $0.0001. As of January 31, 2012 and April 30, 2011, the Company had 57,890,117 and 51,110,497 shares of its common stock issued and outstanding respectively. During the nine months period ended January 31, 2012, 3,779,620 common shares were issued by the Company for cash and services.

Preferred Stock

The Company has been authorized to issue 10,000,000 shares of preferred stock with a par value of $.01, out of which 10 shares have been designated as convertible Series `A' preferred stock ("Series A"). The Series `A' has a stated value $12,000 per share, each one share of Series `A' is convertible into 1% of the outstanding common shares at the time of conversion, may be converted at anytime, is redeemable by the Company in whole or in part at anytime at a price equal to the greater of (a) $12,000 per share or (b) the market value of the common stock into which the Series `A' is convertible, has preferential liquidation rights to common stock subject to a 150% of invested capital cap, and has voting rights equal to common stock in an amount equal to the number of shares that Series `A' could be converted into 20 preferred shares were issued or outstanding at October 31, 2010.

In 2010, in satisfaction of a stock subscription payable incurred in May 01, 2007, the Company issued 20 shares of its Series `A' preferred stock to two of its executive officers, Messrs. Madhava Rao Mankal, CFO of the Company and Daniel Medina, President of the Company. Mr. Mankal and Mr. Medina each received 10 shares of Series `A' preferred stock, which was valued at $240,000 in total.

NOTE 15 Acquisition

Medina International Holdings, Inc. ("Company") acquired Modena Sport Designs, LLC (currently Harbor Guard Boats, Inc.) a California corporation, on June 18, 2008, as its wholly owned subsidiary. The results of operations of Modena Sport Designs, LLC included in the consolidated financial statements of the Company in the form 10-K for the year ended April 30, 2009, are from June 18, 2008 to April 30, 2009.

The Company accounted for the acquisition of 100% equity of Modena Sport Designs, LLC using the purchase method. The purchase price to acquire Modena Sport Designs, LLC (fixed assets, molds, and license agreements) was 11,000,000 shares of the Company's common stock and $1,000,000 in cash payments, of which $800,000 is contingent on boat sales at the rate of 10% of price of each boat sale and $200,000 was due within two to three months upon signing of the agreement.

The 11,000,000 shares of Company's common stock was valued at $0.06, which was the fair value of the Company's common stock traded on the Over-the-counter-bulletin-board (OTCBB) market. Share certificates for 11,000,000 shares were issued on June 1, 2009 and accounted in Medina international Holdings, Inc.'s books for the year ended April 30, 2009.

The complete disclosure of the acquisition of Modena Sports Design, LLC (currently Harbor Guard Boats, Inc.), along with the acquired goodwill, were reported in our annual report on Form 10-K for the period ended April 30, 2010.

Agreement with Wintec Protective Systems, Inc.

On June 28, 2011, Medina International Holdings, Inc. entered into a Contribution and Exchange Agreement with WinTec Protective Systems, Inc. ("WinTec.") As part of the Contribution and Exchange Agreement, the Company agreed to issue 3,000,000 shares of its restricted common stock in exchange for 20,400,000 shares of the common stock of WinTec. As a result of such exchange, the Company holds 51% of the issued and outstanding common stock of WinTec, making WinTec a subsidiary of the Company.

Wintec was incorporated in the State of Texas. Wintec's Operations are located in Houston, Texas. Wintec has developed various products such as CORTAIN, Hydro-Tain, and Blast Block. Medina International Holdings, Inc. has first right to use CORTAIN, anti-corrosion material for small marine crafts.

As part of the Contribution and Exchange Agreement, the Company has agreed to register the 3,000,000 shares issued with the Securities and Exchange Commission ("SEC") for resale by WinTec. If any of the following occur:

(i) the Registration Statement is not filed on or before the Required Filing Date,

(ii) the Registration Statement is not declared effective on or before the Required Effective Date, or

(iii)the Registration Statement is declared effective but cease to be effective for a period of time which shall exceed three hundred and ninety five (365) days in the aggregate per year (defined as a period of 365 days commencing on the date the Registration Statement is declared effective)then the Company will be required to pay WinTec an amount equal to one-half percent (0.5%) of the fair market value of the 3,000,000 shares of the Company's common stock on the first business day after the non-registration event and for each subsequent thirty (30) day period (pro rata for any period less than thirty (30) days) which are subject to such Non-Registration Event.

Stock Redemption and Purchase Agreement

Concurrent with the signing of the Contribution and Exchange Agreement, the Company also entered into a Stock Redemption and Purchase Agreement with WinTec. The Stock Redemption and Purchase Agreement provides that provides WinTec the right to repurchase 12,400,000 shares of its common stock held by the Company upon the closing of the Contribution and Exchange Agreement in exchange for $1,500,000 (amended to $237,658 on October 24,2011). In addition, the Company has agreed to issue to WinTec an option to purchase up to 3,000,000 shares of its restricted common stock at an exercise price of $0.10 per share.

The Stock Redemption and Purchase Agreement provides that the WinTec Board of Directors shall be reduced from 7 to 6 directors and that the Company will have the ability to appoint 2 of the directors.

Upon the completion of the Stock Redemption and Purchase Agreement, the Company will hold 8,000,000 shares of WinTec, representing 20% of the issued and outstanding common stock of WinTec.

Loan Agreement and Revolving Promissory Note

Concurrent to the signing of the Contribution and Exchange Agreement, the Company entered into a Loan Agreement and Revolving Promissory Note with WinTec. As part of the Loan Agreement, the Company has agreed to lend to WinTec $1,500,000 (amended to $237,658 on October 24,2011) cash to be used by WinTec to expand its business operations, which includes at some future point moving their laboratory facility from Texas to California.

The Loan Agreement provides for the funds to be delivered to WinTec, as set forth below:

- Fifty Thousand Dollars ($50,000) upon execution of the loan documentation, and

- Four Hundred Fifty Thousand ($450,000) amended to $187,658 on October 24, 2011 and 90 days after the execution of the loan documentation

The Loan Agreement provides for the Company to be issued an exclusive license for the use of WinTec's anti-corrosion material for small marine craft, pursuant and the first right of first refusal to exclusively license such intellectual property of WinTec as it may license to third parties.

The Revolving Promissory Note has an annual interest rate of 1% and a term of four (4) years from the date of issuance. The Revolving Promissory Note does not provide for a payment schedule, only that payments will be made as requested by the Company.

Stock Issuance

On June 28, 2011, as part of the Contribution and Exchange Agreement and the Stock Redemption and Purchase Agreement, the Company made the following issuances of its restricted common stock and equity instruments:

- 3,000,000 shares of its restricted common stock to WinTec pursuant to the Contribution and Exchange Agreement in exchange for 20,400,000 shares of the common stock of WinTec.

- An option to purchase 3,000,000 shares of the Company's restricted common stock at an exercise price of $0.10 per share to WinTec as part of the Stock Redemption and Purchase Agreement.

The future success of the Company is likely dependent on its ability to obtain additional capital to develop its proposed products and ultimately, upon its ability to attain future profitable operations. There can be no assurance that the Company will be successful in obtaining such financing, or that it will obtain positive cash flow.

NOTE 16 Commitments

Operating Leases

The Company signed a 3 year lease agreement for a 11,900 square feet building in the city of Corona, in the state of California, effective April 2010. The address for this location is 1802 Pomona Rd, Corona, CA 92880. This building is owned by unrelated parties. The lease expires on March 31, 2013, and calls for monthly payments initially at $2,600 per month plus costs, escalating over the term of the lease to $6,000 per month plus costs.

The Company has various license agreements with a related party allowing its technology to be utilized in the manufacture of its boats. These licenses agreements starting from January 1, 2012 provide for $1,500 royalty fee payments on every boat sales.

NOTE 17 Subsequent Events

Entry Into Settlement Agreement

On February 10, 2012, Medina International Holdings, Inc. ("the Company"), its subsidiaries, Modena Sports Design, LLC, Harbor Guard Boats, Inc., its officers and directors, Madhava Rao Mankal and Daniel Medina, entered into a Settlement Agreement and Mutual Release ("the Settlement Agreement") with Albert Mardikian, MGS Grand Sport, Inc., and Mardikian Design and Associates ("the Mardikian Parties"). The Settlement Agreement is connection with the lawsuit filed by Mr. Mardikian, as discussed below.

On December 28, 2010, Albert Mardikian and MGS Grand Sport, Inc., filed a Complaint for breach of contract; money lent; account stated; accounting; declaratory relief; fraud and deceit; breach of fiduciary duty; conversion; and involuntary dissolution in Superior Court of the State of California, County of Orange against Medina International Holdings, Inc.; Modena Sports Design, LLC; Harbor Guard Boats, Inc.; Madhava Rao Mankal; and Danny Medina.

Mr. Mardikian and MGS Grand Sport, Inc. were seeking monetary damages exceeding $1 million as well as punitive damages in unspecified amounts and a dissolution of the Company. Mr. Mardikian was a Director and significant shareholder of the Company.

The Settlement Agreement provides that the Mardikian Parties shall grant the Company's subsidiary, Harbor Guard Boats, Inc. a License to make, have made, develop, sell, promote, distribute and market commercial and governmental boats utilizing U.S. Patent Nos. 6,620,003, 6,343,964 and 7,004,101. Such License will have a 5 year term from the effective date of the Settlement Agreement. The License will provide for a royalty payment of $1,500 per boat during the term of the License.

The Settlement further provides, that all molds, inventory, tools, machinery, parts, drawings, manuals and other materials acquired from the Mardikian parties remain the property of the Company and that any trademarks will remain the property of Harbor Guard Boats, Inc.

The Settlement Agreement provides for a the Company and Harbor Guard Boats to pay the Mardikian Parties up to $250,000 starting January 1, 2012, as a contingency payment. The contingency payment is based on the collective sale of the boats manufactured per calendar year. If 4 or less boats are manufactured the Company does not have to pay the contingency payment. If 5 or more boats are manufactured, the Company shall make payments towards the contingency payment as set forth in the Settlement Agreement.

Further, the Settlement Agreement provides for the Company and Harbor Guard Boats to pay off a credit line that Mr. Mardikian is a signatory totaling $94,932 and the payments are to be made as set forth in the Settlement Agreement.

Pursuant to the Settlement Agreement, once the contingency payments made by the Company and Harbor Guard Boats total $250,000 and the credit line has been paid in full, the Mardikian Parties will return to the Company 5,500,000 shares of the Company's common stock held by the Mardikian Parties.
On March 13, 2012, all the parties to the litigation filed a request to dismiss the litigation in its entirety. The Registrant anticipates that the request will be granted in the near future.

ITEM 2 MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

CAUTIONARY AND FORWARD LOOKING STATEMENTS

In addition to statements of historical fact, this Form 10-Q contains forward-looking statements. The presentation of future aspects of Medina International Holdings, Inc. ("Medina International Holdings, Inc., "Company" or "issuer") found in these statements is subject to a number of risks and uncertainties that could cause actual results to differ materially from those reflected in such statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect management's analysis only as of the date hereof. Without limiting the generality of the foregoing, words such as "may," "will," "expect," "believe," "anticipate," "intend," or "could" or the negative variations thereof or comparable terminology are intended to identify forward-looking statements.

These forward-looking statements are subject to numerous assumptions, risks and uncertainties that may cause the Company's actual results to be materially different from any future results expressed or implied by Medina International Holdings, Inc. in those statements. Important facts that could prevent Medina International Holdings, Inc. from achieving any stated goals include, but are not limited to, the following:

Some of these risks might include, but are not limited to, the following:

(a) Volatility or decline of the Company's stock price;

(b) Potential fluctuation in quarterly results;

(c) Failure of the Company to earn revenues or profits;

(d) Inadequate capital to continue or expand its business inability to raise additional capital or financing to implement its business plans;

(e) Failure to achieve a business;

(f) Rapid and significant changes in markets;

(g) Litigation with or legal claims and allegations by outside parties; and

(h) Insufficient revenues to cover operating costs.

There is no assurance that the Company will be profitable, the Company may not be able to successfully develop, manage or market its products and services, the Company may not be able to attract or retain qualified executives and personnel, the Company's products and services may become obsolete, government regulation may hinder the Company's business, additional dilution in outstanding stock ownership may be incurred due to the issuance of more shares, warrants and stock options, or the exercise of warrants and stock options, and other risks inherent in the Company's businesses.

The Company undertakes no obligation to publicly revise these forward-looking statements to reflect events or circumstances that arise after the date hereof. Readers should carefully review the factors described in other documents the Company files from time to time with the Securities and Exchange Commission, including the Annual Report on Form 10-K and Quarterly Reports on Form 10-Q filed by the Company and any Current Reports on Form 8-K filed by the Company.

Overview

We are in the business of providing quality products and services to emergency and rescue personnel who risk their lives to save others. We design, manufacture, test, deliver, and support fire rescue, rescue, and patrol watercrafts (commercial), ranging from 15' to 37' in length. Our commercial watercrafts are sold to organizations dedicated to protecting its country and its citizens. Our products are sold to fire, search & rescue, emergency, police, defense, and military departments in the United States and abroad. Fire departments are our largest customers and we rely heavily on government funded departments to achieve sales and continue our operations.

In addition, we also manufacture two models of recreational watercrafts.

Key Challenges

We face numerous challenges to sustain our operations. We have identified some of the challenges we continue to face:

a) Continuing to expand our customer base both domestically and internationally;

b) Continuing to meet or exceed customer's price expectations;

c) Continuing to build brand name both domestically and internationally;

d) Continuing to provide quality customer support;

e) Competing with established competitors;

f) Continuing the development of new products to bring to market; and

g) Reducing internal control weaknesses over financial reporting and disclosure.

The main uncertainty about our operations is whether we will continue to receive orders for our commercial products. Our potential customers rely on federal grants or other government budgets to receive funds to purchase equipment. Depending on the size of aid received, organization's decision maker(s) purchase equipment(s) for their departments. The size of the aid received by these departments creates a demand for our product, in terms of price and features. The timing of the funds cannot be predicted for our prospective international customers. The size of the aid cannot be predicted; hence we will be unable to forecast our outlook for the coming fiscal year.

In June of 2011, we acquired 51% of Wintec Protective Systems, Inc. and in June 18, 2008 we acquired Harbor Guard Boats, Inc. as our wholly owned subsidiary. Our management has recognized that our businesses is changing, and in response, we are attempting to rebalance our workforce and manufacturing capacity. We may incur costs as a result of our efforts to meet these restructuring needs.

In addition, our Company's accounting and financial systems need to be substantially improved in order to accommodate our current and projected production levels. We may incur costs as a result of our efforts to improve the accounting and financial systems.

Strategy

Our business strategy is to deliver quality products and services to aid organizations dedicated to protect its people and property. Our intent is to not only manufacture high quality watercrafts, but also to seek and/or develop innovative products to assist emergency and defense personnel and departments to become more efficient and effective in their mission. In addition, our strategy includes the following:

a) Capitalize on the demand for commercial and recreational watercrafts;

b) Build long-term relationships with business partners and stakeholders while providing profitability for our investors;

c) Develop and expand strategic partnerships;

d) Identify new products and markets to meet changing customer requirements;

e) Retain and provide opportunities for growth for our employees;

For the Three Months Ended January 31, 2012 Compared to the Three Months Ended January 31, 2011

The Company recognized $9,576 in revenues during the three months ended January 31, 2012 as compared to $251,716 for the three months period ended January 31, 2011, resulting a decrease in sales during the quarter of $242,140. We did not sell any boat for the three months ended January 31, 2012 compared to two during the three months ended January 31, 2011.

Our cost of goods sold for the three months ended January 31, 2012 was $35,436 compared to $199,649 during the three months ended January 31, 2011. The decrease in cost of goods sold of $164,213 or 82.25% was a result of decrease in corresponding sales activities.

During the three months ended January 31, 2012, we incurred general and administrative expenses of $408,813 compared to $179,927 during the three months ended January 31, 2011. The increase in general and administrative expenses for the three months period ended January 31, 2012 of $228,886 or 127.21% was mainly due to the development expenditure of Wintec Protective Systems, Inc. and Professional & Legal expenses.

During the three months ended January 31, 2012, the Company incurred selling and marketing expenses of $31,487 compared to $20,255 during the three months ended January 31, 2011. The increase of $11,232 or %55.45% in selling expenses was primarily due to the increase in selling expenses of Wintec Protective Systems, Inc..

Interest expense decreased by $36 or 0.15% for the three month period ended January 31, 2012. The Company incurred $23,665 for the three month period ended January 31, 2012 compared to $23,701 for the three month period ended January 31, 2011.

During the three months ended January 31, 2012, the Company recognized a net loss of $472,661 compared to $139,770 during the three months ended January 31, 2011. Increase in net loss of $332,891 was a result of increase in Professional, Legal and Wintec Protective Systems, Inc.

For the Nine Months Ended January 31, 2012 Compared to the Nine Months Ended January 31, 2011

The Company recognized $449,919 in revenue during the nine months period ended January 31, 2012 as compared to $1,158,766 for the nine months period ended January 31, 2011 resulting decrease in sales during the nine months ended by $708,847. We sold three boats for the nine months ended January 31, 2012 compared to seven during the nine months ended January 31, 2011.

Our cost of goods sold for the nine months ended January 31, 2012 was $328,841 compared to $780,613 during the nine months ended January 31, 2011. The decrease in cost of goods sold of $451,772 or 57.87% was a result due to decrease in corresponding sales activities.

During the nine months ended January 31, 2012, we incurred general and administrative expenses of $1,126,004 compared to $420,083 during the nine months ended January 31, 2011. The increase in general and administrative expenses for the nine months period ended January 31, 2012 of $705,921 or 168.04% was mainly due to the development expenditure of Wintec Protective Systems, Inc. and Professional & Legal expenses.

During the nine months ended January 31, 2012, the Company incurred selling and marketing expenses of $88,032 compared to $110,556 during the nine months ended January 31, 2011. The decrease of $22,524 or 20.37% was primarily due to the sales commission of $48,249.

Interest expense increased by $71,052 or 133.89% for the nine month period ended January 31, 2012. The Company incurred $124,119 for the nine month period ended January 31, 2012 compared to $53,067 for the nine month period ended January 31, 2011. Increases in interest expense is mainly due to additional borrowing.

During the nine months ended January 31, 2012, the Company recognized a net loss of $1,419,513 compared to $173,507 during the nine months ended January 31, 2011. Increase in net loss of $1,246,006 or 718.13% was a result of the $225,280 increase in legal fees, rent expenses by $29,763, salary by $240,433 and cost of acquisition of Wintec Protective Systems, Inc. $219,600.

Liquidity and Capital Resources

As of January 31, 2012, the Company had $3,670 cash on hand, an inventory of $85,952 and net property and equipment of $289,178. The Company's total current liabilities were $2,543,748 as of January 31, 2012, which was represented mainly accounts payable of $900,624, accrued liabilities of $375,431, deposits from customers of $316,151, short-term debt of $218,716, notes payable of $158,333, notes payable related party $57,398 and short-term borrowings from shareholders totaling $475,595. At January 30, 2012, the Company's current liabilities exceeded current assets by $2,453,557.

The Company used $418,446 in operating activities for the nine months period ended January 31, 2012 compared to usage of $20,623 for nine month period ended January 31, 2011.

The Company used $90,799 in investing activities for the nine months period ended January 31, 2012 compared to $18,181 for nine month period ended January 31, 2011.

During the nine months period ended January 31, 2012, the Company provided $495,562 in financing activities includes loan in the amount of $102,500 from unrelated party, proceeds from sale of restricted stock for $150,000, $100,000 from John Paul for Wintec Protective Systems, Inc.'s operations towards equity in Wintec Protective Systems, Inc., $57,775 from short-term borrowings from shareholder and borrowed on Shareholders credit card in the amount of $89,992. The Company made payment of $4,705 towards notes payable related parties held by the Company. During the nine months period ended January 31, 2011, the Company made payments towards short-term borrowings from related parties, lines of credit and credit cards in the amount of $73,574 and $96,915 respectively and borrowed from unrelated parties and shareholders in the amount of $89,126 and $12,980 respectively.

Company is presently working on Aluminum Landing Craft boat, 30' Aluminum boat, 26' Fiber Glass boat.

The Company has an accumulated deficit, as of January 31, 2012, of $7,173,666 compared to $6,009,376 as of April 30, 2011.

The convertible notes for $52,500 issued to Asher Enterprises, Inc. ("Asher") in June 24, 2011 are due and maturity date on the March 13, 2012 with interest of 8% per annum. These notes are convertible at the election of Asher from time to time after the issuance date. In the event of default, the amount of principal and interest not paid and the notes become immediately due and payable. Should that occur, the Company is liable to pay Asher 150% of the then outstanding principal and interest. The note agreements contain covenants requiring Asher's written consent for certain activities not in existence or not committed to by the Company on the issue date of the notes, as follows: dividend distributions in cash or shares, stock repurchases, borrowings, sale of assets and certain advances and loans in excess of $100,000. Outstanding note principal and interest accrued thereon can be converted in whole, or in part, at any time by Asher after the issuance date into an equivalent of the Company's common stock determined by 60% of the average of the three lowest closing bid prices of the Company's common stock during the ten trading days prior to the date the conversion notice is sent by Asher. We have provided $35,000 as interest expense loss on the above transaction. Asher Capital has converted $4,500 dollars of loan to 2,500,000 common shares as per the agreement. Balance of loan is $48,000 plus interest.

The convertible notes for $42,500 issued to Asher Enterprises, Inc. ("Asher") in August 1, 2011 are due and maturity date on the May 1, 2012 with interest of 8% per annum. These notes are convertible at the election of Asher from time to time after the issuance date. In the event of default, the amount of principal and interest not paid and the notes become immediately due and payable. Should that occur, the Company is liable to pay Asher 150% of the then outstanding principal and interest. The note agreements contain covenants requiring Asher's written consent for certain activities not in existence or not committed to by the Company on the issue date of the notes, as follows: dividend distributions in cash or shares, stock repurchases, borrowings, sale of assets and certain advances and loans in excess of $100,000. Outstanding note principal and interest accrued thereon can be converted in whole, or in part, at any time by Asher after the issuance date into an equivalent of the Company's common stock determined by 60% of the average of the three lowest closing bid prices of the Company's common stock during the ten trading days prior to the date the conversion notice is sent by Asher. We have provided $28,333 as interest expense loss on the above transaction.

Contractual Obligations and Other Commercial Commitments

The Company does not have sufficient capital to meet its cash needs, including the costs of compliance with the continuing reporting requirements of the Securities Exchange Act of 1934. Management will have to seek loans or equity placements to cover such cash needs and cover outstanding payables. Lack of existing capital may be a sufficient impediment to prevent the Company from accomplishing its goal of expanding operations. There is no assurance that the Company will be able to carry out our business. No commitments to provide additional funds have been made by the Company's management or other stockholders. Accordingly, there can be no assurance that any additional funds will be available to the Company to cover its expenses as they are incurred.

Irrespective of whether the Company's cash assets prove to be inadequate to meet its operational needs, the management might seek to compensate providers of services by issuances of stock in lieu of cash.

Off-Balance Sheet Arrangements

In accordance with the definition under SEC rules, the following qualify as off-balance sheet arrangements:

a) Any obligation under certain guarantees or contracts;

b) A retained or contingent interest in assets transferred to an unconsolidated entity or similar entity or similar arrangement that serves as credit, liquidity, or market risk support to that entity for such assets;

c) Any obligation under certain derivative instruments; and

d) Any obligation under a material variable interest held by the registrant in an unconsolidated entity that provides financing, liquidity, market risk, or credit risk support to the registrant, or engages in leasing, hedging, or research and development services with the registrant.

The following will address each of the above items pertaining to the Company.

As of January 31, 2012, we have committed to pay $1,500 as Royalty upon every boat sale and a Contingent liability up to an amount of $250,000 payable under conditions agreed upon.

As of January 31, 2012, we do not have any retained or contingent interest in assets as defined above.

As of January 31, 2012, we do not hold derivative financial instruments.

Accounting for Derivative Instrument and Hedging Activities as amended.

As of January 31, 2012, we did not participate in transactions that generate relationships with unconsolidated entities or financial partnerships, such as entities often referred to as structured finance or special purpose entities ("SPEs"), which would have been established for the purpose of facilitating off-balance sheet arrangements or other contractually narrow or limited purposes. As of January 31, 2012 and April 30, 2011, we were not involved in any unconsolidated SPE transactions.

Dividends

The Company has not declared or paid any cash dividend on its common stock and does not anticipate paying dividends for the foreseeable future.

Recent Accounting Pronouncements

There were various other accounting standards and interpretations issued in 2009, none of which are expected to have a material impact on the Company's financial position, operations or cash flows.

Going Concern

The Company's auditors have issued a "going concern" qualification as part of their opinion in the Audit Report. For the year ended April 30, 2011, there was substantial doubt about the ability of the Company to continue as a "going concern." The Company has limited capital, debt in excess of $2,453,557 no significant cash, minimal other assets, and no capital commitments.

ITEM 3.QUANTATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

Not Applicable

ITEM 4.CONTROLS AND PROCEDURES

Disclosures Controls and Procedures

We have adopted and maintained disclosure controls and procedures (as such term is defined in Rules 13a 15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act") that are designed to ensure that information required to be disclosed in our reports under the Exchange Act, is recorded, processed, summarized and reported within the time periods required under the SEC's rules and forms and that the information is gathered and communicated to our management, including our Chief Executive Officer (Principal Executive Officer) and Chief Financial Officer (Principal Financial Officer), as appropriate, to allow for timely decisions regarding required disclosure.

As required by SEC Rule 15d-15(b), our Chief Executive Officer carried out an evaluation under the supervision and with the participation of our management, of the effectiveness of the design and operation of our disclosure controls and procedures pursuant to Exchange Act Rule 15d-14 as of the end of the period covered by this report. Based on the foregoing evaluation, our Chief Executive Officer and our Chief Financial Officer have concluded that our disclosure controls and procedures are not effective in timely alerting them to material information required to be included in our periodic SEC filings and to ensure that information required to be disclosed in our periodic SEC filings is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding required disclosure as a result of the deficiency in our internal control over financial reporting discussed below.

There was no change in our internal control over financial reporting that occurred during the quarter ended January 31, 2012, that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

On December 28, 2010, Albert Mardikian and MGS Grand Sport, Inc., filed a Complaint for breach of contract; money lent; account stated; accounting; declaratory relief; fraud and deceit; breach of fiduciary duty; conversion; and involuntary dissolution in Superior Court of the State of California, County of Orange against Medina International Holdings, Inc.; Modena Sports Design, LLC; Harbor Guard Boats, Inc.; Madhava Rao Mankal; and Danny Medina.

Mr. Mardikian and MGS Grand Sport, Inc. were seeking monetary damages exceeding $1 million as well as punitive damages in unspecified amounts and a dissolution of the Company. Mr. Mardikian was a Director and significant shareholder of the Company.

On February 10, 2012, Medina International Holdings, Inc. ("the Company"), its subsidiaries, Modena Sports Design, LLC, Harbor Guard Boats, Inc., its officers and directors, Madhava Rao Mankal and Daniel Medina, entered into a Settlement Agreement and Mutual Release ("the Settlement Agreement") with Albert Mardikian, MGS Grand Sport, Inc., and Mardikian Design and Associates ("the Mardikian Parties"). The Settlement Agreement is connection with the lawsuit filed by Mr. Mardikian, as discussed below.

The Settlement Agreement provides that the Mardikian Parties shall grant the Company's subsidiary, Harbor Guard Boats, Inc. a License to make, have made, develop, sell, promote, distribute and market commercial and governmental boats utilizing U.S. Patent Nos. 6,620,003, 6,343,964 and 7,004,101. Such License will have a 5 year term from the effective date of the Settlement Agreement. The License will provide for a royalty payment of $1,500 per boat during the term of the License.

The Settlement further provides, that all molds, inventory, tools, machinery, parts, drawings, manuals and other materials acquired from the Mardikian parties remain the property of the Company and that any trademarks will remain the property of Harbor Guard Boats, Inc.

The Settlement Agreement provides for a the Company and Harbor Guard Boats to pay the Mardikian Parties up to $250,000 starting January 1, 2012, as a contingency payment. The contingency payment is based on the collective sale of the boats manufactured per calendar year. If 4 or less boats are manufactured the Company does not have to pay the contingency payment. If 5 or more boats are manufactured, the Company shall make payments towards the contingency payment as set forth in the Settlement Agreement.

Further, the Settlement Agreement provides for the Company and Harbor Guard Boats to pay off a credit line that Mr. Mardikian is a signatory totaling $94,932 and the payments are to be made as set forth in the Settlement Agreement.

Pursuant to the Settlement Agreement, once the contingency payments made by the Company and Harbor Guard Boats total $250,000 and the credit line has been paid in full, the Mardikian Parties will return to the Company 5,500,000 shares of the Company's common stock held by the Mardikian Parties.

On March 13, 2012, all the parties to the litigation filed a request to dismiss the litigation in its entirety. The Registrant anticipates that the request will be granted in the near future.

ITEM 2. CHANGES IN SECURITIES -

During the period of May 1, 2011 through January 31, 2012, the Company issued 3,000,000 common shares at $.08 per share of its common stock to Wintec Protective Systems, Inc. for the value of $240,000 in exchange for 51% of the equity of Wintec Protective Systems. Also issued 100,000 common shares at $0.08 to two Independent Directors toward fees for the value of $8,000, 50,000 common shares at $0.10 for the value of $5,000 as legal consulting to patent attorney, 1,000,000 common shares in lieu of cash in the amount of $150,000 at the price of $0.15 per share and 29,620 common shares towards settlement of interest on loan amounting to $2,962. Company has issued 2,500,000 common shares pursuant to the loan agreement with Asher Capital at the price of $0.0018 as per the loan agreement. Also we have issued 100,000 common shares to a consultant.

Exemption From Registration Claimed

All of the above sales by the Company of its unregistered securities were made by the Company in reliance upon Section 4(2) of the Securities Act of 1933, as amended (the "1933 Act"). All of the individuals and/or entities that purchased the unregistered securities were known to the Company and its management, through pre-existing business relationships. All purchasers were provided access to all material information, which they requested, and all information necessary to verify such information and were afforded access to management of the Company in connection with their purchases. All purchasers of the unregistered securities acquired such securities for investment and not with a view toward distribution, acknowledging such intent to the Company. All certificates or agreements representing such securities that were issued contained restrictive legends, prohibiting further transfer of the certificates or agreements representing such securities, without such securities either being first registered or otherwise exempt from registration in any further resale or disposition.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES -

None.

ITEM 4. MINE AND SAFETY DISCLOSURE -

Not Applicable.

ITEM 5 OTHER INFORMATION -

None.

ITEM 6. EXHIBITS -

Exhibits. The following is a complete list of exhibits filed as part of this Form 10-Q. Exhibit numbers correspond to the numbers in the Exhibit Table of Item 601 of Regulation S-K.

Exhibit 31.1 Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act

Exhibit 31.2 Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act

Exhibit 32.1 Certification of Principal Executive Officer pursuant to
Section 906 of the Sarbanes-Oxley Act

Exhibit 32.2 Certification of Principal Financial Officer pursuant to
Section 906 of the Sarbanes-Oxley Act

101.INS XBRL Instance Document (1)

101.SCH XBRL Taxonomy Extension Schema Document (1)

101.CAL XBRL Taxonomy Extension Calculation Linkbase Document (1)

101.DEF XBRL Taxonomy Extension Definition Linkbase Document (1)

101.LAB XBRL Taxonomy Extension Label Linkbase Document (1)

101.PRE XBRL Taxonomy Extension Presentation Linkbase Document (1)

(1) Pursuant to Rule 406T of Regulation S-T, this interactive data file is deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, is deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, and otherwise is not subject to liability under these sections.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

MEDINA INTERNATIONAL HOLDINGS, INC.
(Registrant)

Dated: March 19, 2012	*By: /s/ Daniel Medina* ------------------------------------ *Daniel Medina,* *President*
Dated: March 19, 2012	*By: /s/ Madhava Rao Mankal* ------------------------------------ *Madhava Rao Mankal,* *Chief Financial Officer* *(Principal Accounting Officer)*

CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO EXCHANGE ACT RULES 13a-14(a) AND 15d-14(a)
(Section 302 of the Sarbanes Oxley Act of 2002)

I, Daniel Medina, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Medina International Holdings, Inc.;

2. Based on my knowledge, this report 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 report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant issuer as of, and for, the periods presented in this report;

4. As registrant's certifying officer I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e))and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f)) for the registrant and have:

a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the registrant issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c. Evaluated the effectiveness of the registrant issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d. Disclosed in this report any change in the registrant issuer's internal control over financial reporting that occurred during the registrant issuer's most recent fiscal quarter (the registrant issuer's 4th quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant issuer's internal control over financial reporting; and

5. As the registrant issuer's certifying officer, I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant issuer's auditors and the audit committee of the registrant issuer's board of directors (or persons performing the equivalent functions):

a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant issuer's ability to record, process, summarize and report financial information; and

b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant issuer's internal control over financial reporting.

Date: March 19, 2012

By:/s/ Daniel Medina

Daniel Medina
President and Chief Executive Officer

CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO EXCHANGE ACT RULES 13a-14(a) AND 15d-14(a)
(Section 302 of the Sarbanes Oxley Act of 2002)

I, Madhava Rao Mankal, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Medina International Holdings, Inc.;

2. Based on my knowledge, this report 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 report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant issuer as of, and for, the periods presented in this report;

4. As registrant's certifying officer I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e))and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f)) for the registrant and have:

a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the registrant issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c. Evaluated the effectiveness of the registrant issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d. Disclosed in this report any change in the registrant issuer's internal control over financial reporting that occurred during the registrant issuer's most recent fiscal quarter (the registrant issuer's 4th quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant issuer's internal control over financial reporting; and

5. As the registrant issuer's certifying officer, I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant issuer's auditors and the audit committee of the registrant issuer's board of directors (or persons performing the equivalent functions):

a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant issuer's ability to record, process, summarize and report financial information; and

b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant issuer's internal control over financial reporting.

Date: March 19, 2012

By: /s/ Madhava Rao Mankal

Madhava Rao Mankal
Chief Financial Officer

EXHIBIT 32

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO

SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Medina International Holdings, Inc. (the "Company") on Form 10-Q for the period ending January 31, 2011 as filed with the Securities and Exchange Commission on the date hereof (the "Report"). I, Daniel Medina, President of the company, certify, pursuant to 18 USC Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge and belief.

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Daniel Medina

Daniel Medina, President

Date: March 19, 2012

EXHIBIT 32

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO

SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Medina International Holdings, Inc. (the "Company") on Form 10-Q for the period ending January 31, 2012 as filed with the Securities and Exchange Commission on the date hereof (the "Report"). I, Rao Mankal, Chief Financial Officer of the company, certify, pursuant to 18 USC Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge and belief.

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Rao Mankal

Rao Mankal, Chief Financial Officer

Date: March 19, 2012