GLOW HOLDINGS, INC.

PS Quarterly Report (September 30, 2014)

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Glow Holdings, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: **9900 Research Drive**
Address 2: **Irvine, CA 92618**
Phone: (**206) 249-8011**
Email: **enquiry@glowholdings.com**
Website(s): **www.glowholdings.com**

IR Contact
Address 1: **N/A**
Address 2: **N/A**
Address 3: **N/A**
Phone: **N/A**
Email: **N/A**
Website(s): **N/A**

3) Security Information

Trading Symbol: **GLOH**
Exact title and class of securities outstanding: **Common Stock**
CUSIP: **37988R108**
Par or Stated Value: **$0.001**
Total shares authorized: **700,000,000** as of: **September 30, 2014**
Total shares outstanding: **100,949,119** as of: **September 30, 2014**

Additional class of securities (if necessary):
Trading Symbol: **N/A**
Exact title and class of securities outstanding: **Series A Convertible Preferred Stock**
CUSIP: **N/A**
Par or Stated Value: **$0.001**
Total shares authorized: **10,000,000** as of: **September 30, 2014**
Total shares outstanding: **10,000,000** as of: **September 30, 2014**

We are authorized to issue 50,000,000 shares of preferred stock, par value $0.001. We currently have one series of preferred stock outstanding, our Series A Convertible Preferred Stock.

On October 11, 2011, our Board of Directors approved the designation of 10,000,000 shares of Series A Convertible Preferred Stock out of our total authorized number of 50,000,000 shares of Preferred Stock, par value $0.001 per share. On October 14, 2011, this class of preferred stock was created with State of Nevada. The rights and preferences of our Series A Convertible Preferred Stock are outlined below.

The rights and preferences of the Series A Convertible Preferred Stock are set forth in an amendment to our Articles of Incorporation filed with the Secretary of State of Nevada on October 14, 2011. The following is a summary of the rights and preferences:

Dividends. The Series A Convertible Preferred Stock has dividend rights equal to our common stock, pro rata, calculated on an "as if converted" basis.

Liquidation Preference. The holders of each share of Series A Convertible Preferred Stock then outstanding shall be entitled to be paid, out of the Available Funds and Assets, and prior and in preference to any payment or distribution (or any setting apart of any payment or distribution) of any Available Funds and Assets on any shares of Common Stock or subsequent series of preferred stock, an amount per share equal to the Original Issue Price of the Series A Convertible Preferred Stock plus all declared but unpaid dividends on the Series A Convertible Preferred Stock.

Conversion Ratio. Each share of Series A Convertible Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the issuance of such share into one share of our Common Stock.

Voting Rights. Each share of Series A Convertible Preferred Stock shall be entitled to 10 votes on any matter brought before our common stockholders.

Redemption. The Series A Convertible Preferred Stock is not redeemable.

Protective Provisions. We may not take any of the following actions without the approval of a majority of the holders of the outstanding Series A Convertible Preferred Stock: (i) effect a sale of all or substantially all of our assets or which results in the holders of our capital stock prior to the transaction owning less than fifty percent (50%) of the voting power of the our capital stock after the transaction, (ii) alter or change the rights, preferences, or privileges of the Series A Convertible Preferred Stock, (iii) increase or decrease the number of authorized shares of Series A Convertible Preferred Stock, (iv) authorize the issuance of securities having a preference over or on par with the Series A Convertible Preferred Stock, or (v) effectuate a forward or reverse stock split or dividend of the Corporation's common stock.

As of the end of our fiscal quarter ended March 31, 2014, we had 10,000,000 shares of our Series A Preferred Stock issued and outstanding. As of the end of our fiscal year ended June 30, 2013 we had 10,000,000 shares of our Series A Preferred Stock issued and outstanding.

Transfer Agent
Name: **Clear Trust, LLC**
Address 1: **16540 Pointe Village Drive, Suite 206**
Address 2: **Lutz, FL 33558**
Phone: **(813) 235-4490**
Is the Transfer Agent registered under the Exchange Act?* Yes: **X** No: __

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

Of our outstanding shares of common stock, 95,835,755 shares bear a restricted legend substantially in the following form "The shares represented by this certificate have not been registered under the Securities Act of 1933, as amended and may not be sold or transferred without registration under said Act or an exemption therefrom". Due to our status as a "shell company" our shareholders may not utilize Rule 144 to remove the restrictive legends from their share certificates until such time as we have "cured" our shell status in accordance with Rule 144(i).

Describe any trading suspension orders issued by the SEC in the past 12 months.

None.

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

On May 21, 2012, our largest shareholder, Slisons Holdings, Inc. ("Slisons"), an entity controlled by our Mr. See Kuy Tan, our sole officer and, entered into an Agreement to Purchase Common Stock (the "SPA") with Twin Ace International Holdings, Ltd, a British Virgin Islands Business Company ("Twin Ace"), under which Twin Ace agreed to purchase an aggregate of 50,105,000 shares of our common stock and 10,000,000 shares of our Series A Convertible Preferred Stock from Slisons in exchange for $70,105. These shares represent approximately 61% of our outstanding voting control. The transaction closed May 25, 2012. We were a party to the SPA for the purpose of acknowledging certain representations and warranties about the company in the SPA.

This transaction resulted in a change of control as Twin Ace then owned a majority of our outstanding voting securities.

On April 1, 2013, our largest shareholder at that time, Twin Ace, entered into a Mutual Rescission Agreement and General Release with Slisons (the "Rescission Agreement"), under which Twin Ace and Slisons agreed to rescind SPA. This transaction closed on April 22, 2013. Pursuant to the Rescission Agreement, Twin Ace returned an aggregate of 50,105,000 shares of our common stock and 10,000,000 shares of our Series A Convertible Preferred Stock (together, the "Shares") to Slisons as a result of not paying for the Shares as required under the SPA. These shares represent approximately 61% of our outstanding voting control and as a result of the Rescission Agreement, Slisons now controls the Shares. We were a party to the Rescission Agreement for the purpose of acknowledging the rescission of the SPA and the transfer of the Shares from Twin Ace back to Slisons.

As noted above, under the Rescission Agreement, Twin Ace, our then-largest shareholder, returned shares that represent approximately 61% of our outstanding voting control to Slisons. This transaction resulted in a change of control as Slisons now owns a majority of our outstanding voting securities.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

The following issuances were made in reliance on Section 4(2) (now Section 4(a)(2)) of the Securities Act of 1933, as amended.

On August 31, 2011, we filed amended and restated Articles of Incorporation which increased our authorized common stock from 50,000,000 shares to 300,000,000 shares.

On October 18, 2011, we agreed to issue Slisons Holdings, Inc., a Nevada corporation, which at the time was our largest shareholder and is an entity controlled by See Kuy Tan, our President, CFO and one of our Directors, Ten Million (10,000,000) Shares of our Series A Convertible Preferred Stock, restricted in accordance with Rule 144, in exchange for $20,000. Our Series A Convertible Preferred Stock has the following rights and preferences: (i) dividend rights equal to the dividend rights our common stock; (ii) liquidation preference over our common stock; (iii) each share of Series A Convertible Preferred Stock is convertible into one share of our common stock; (iv) no redemption rights; (v) no call rights by us; (vi) each share of Series A Convertible Preferred stock has ten (10) votes on all matters validly brought to our common stockholders for approval; and (vii) mandatory approval by a majority of the Series A Convertible Preferred stockholders for certain change of control transactions by us.

On October 18, 2011, we entered into a Securities Purchase Agreement with Slisons Holdings, Inc., a Nevada corporation, which became our largest shareholder and is an entity controlled by See Kuy Tan, our President, CFO and one of our Directors. Under the Securities Purchase Agreement Slisons Holdings purchased Twenty Six Million (26,000,000) shares of our common stock, restricted in accordance with Rule 144, for $26,000. These shares were not immediately issued, but were later issued and included in the Twin Ace Transaction.

On October 18, 2011, we entered into Securities Purchase Agreements with six non-affiliated investors under which those investors agreed to purchase a total of Forty Four Million (44,000,000) shares of our common stock, restricted in accordance with Rule 144, for $44,000.

B. Any jurisdictions where the offering was registered or qualified;

None.

C. The number of shares offered;

An aggregate of 70,000,000 shares of our common stock and 10,000,000 shares of Series A Convertible Preferred Stock.

D. The number of shares sold;

An aggregate of 70,000,000 shares of our common stock and 10,000,000 shares of Series A Convertible Preferred Stock.

E. The price at which the shares were offered, and the amount actually paid to the issuer;

An aggregate of $70,000 for the shares of our common stock and $20,000 for the shares of Series A Convertible Preferred Stock.

F. The trading status of the shares; and

The 70,000,000 shares of our common stock and the 10,000,000 shares of our Series A Preferred Stock mentioned herein are restricted in accordance with Rule 144.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The 70,000,000 shares of our common stock and the 10,000,000 shares of our Series A Preferred Stock mentioned herein are restricted in accordance with Rule 144, and the certificates contain a standard restrictive legend.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

By this reference we are hereby incorporating by reference our financial statements for the period ended September 30, 2014, which were posted to OTCIQ.com on January 7, 2015 under the title "Glow Holdings, Inc. Financial Statements for PS Quarterly Report (9/30/14)."

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Our management intends for the company to become a diversified holding company looking for potential acquisitions in various market segments, including, but not limited to, hospitality, technology, franchising, natural resources and mobile marketing and other business opportunities primarily related to bringing American products and services to the international market. Our plan is to look for target acquisitions in these business segments and start operations in these areas by acquiring companies that have high profitable growth potential.

In furtherance of our business plan, on August 29, 2014, we signed a definitive agreement to merge Cedar River Foods LLC into a subsidiary of the Company, such that Cedar River Foods' operations would be a wholly-owned subsidiary of Glow Holdings, Inc. The merger transaction closed on October 24, 2014.

Cedar River Foods, LLC, is a food manufacturer based in Seattle, Washington. Cedar River Foods uses innovative, proprietary technology and expertise to make unique, delicious food products. The Ultimate Pancake Sandwich is the first product launched by Cedar River Foods, and can be found in grocery stores such as Kroger, Thriftway, as well as other specialty retailers.

At the closing of the merger, Cedar River Foods, LLC was merged into a wholly-owned subsidiary of Glow Holdings, Inc., with the Glow subsidiary remaining as the surviving entity after the merger. The surviving subsidiary continues to execute the business initiatives of Cedar River Foods, and is working on growing the current product line into additional retail pipelines. The company will also plan to introduce new product offerings and business initiatives by leveraging the current retail consumer goods and retail food products core competencies.

In addition, on October 2, 2013, we entered into five (5) binding Memoranda of Agreements (the "MOAs") with five separate entities. Under the terms of the MOAs we agreed to acquire these entities with shares of our common stock if the entities meet certain performance thresholds. The number of shares we will issue to acquire these entities is dependent upon the value of the entities on March 31, 2014. Our shares of common stock will be valued at $0.15 per share for these acquisitions.

The material terms of the MOAs are as follows:

1. MOA with Holmes Hospitality Inc. ("HHI"), a new business entity formed for the purpose of consulting on various projects related to hospitality, including, but not limited to real estate development, hotels, resorts, spas, and entertainment. Under the terms of the MOA, we agreed to acquire HHI if it has met the following thresholds by March 31, 2014: (i) must have received at least $1 million in cash investments; (ii) must be engaged as at least a consultant on at least one "master concept development" for real estate development of a spa, hotel, resort, or something similar; (iii) Colgate Holmes must be an executive officer of HHI with no

disagreements; and (iv) must have memoranda of agreements with third parties to act in an official capacity in the development of real estate.

2. MOA with MyBrandApp Inc. ("MyBrandApp"), a new business entity formed for the purpose of coordinating marketing and branding for various games and other entertainment goods. Under the terms of the MOA, we agreed to acquire MyBrandApp if it has met the following thresholds by March 31, 2014: (i) Must have received at least $1 million in cash investments; (ii) must have secured the intellectual property and other rights to "MyBrandApp"; and (iii) must have a memorandum of agreement with a reputable company for the purpose of entering into a collaboration for entertainment, games, social media, and pay-per-views.

3. MOA with Ambezz Inc. ("Ambezz"), a new business entity formed for the purpose of creating, marketing and selling unique recipes and foods. Under the terms of the MOA, we agreed to acquire Ambezz if it has met the following thresholds by March 31, 2014: (i) must have received at least $1 million in cash investments; (ii) must have intellectual property and proprietary recipes for at least two unique food concepts with the idea they could be franchised; and (iii) must have at least a memorandum of agreement with a reputable kiosk marketing team.

4. MOA with Genbizz Inc. ("Genbizz"), a new business entity formed for the purpose of creating, marketing and selling "apps" for mobile devices. Under the terms of the MOA, we agreed to acquire Genbizz if it has met the following thresholds by March 31, 2014: (i) must have received at least $1 million in cash investments; (ii) must have created and sold at least 3,000 "apps" useable on mobile devices; and (iii) must have created a global kiosk marketing team.

5. MOA with Promines Inc. ("Promines"), a new business entity formed for the purpose of acquiring and operating mines and/or mineral rights. Under the terms of the MOA, we agreed to acquire Promines if it has met the following thresholds by March 31, 2014: (i) must have received at least $1 million in cash investments; and (ii) must have secured the rights to acquire and/or mine at least one (1) mine.

On June 24, 2014, the above-listed companies requested an extension of the termination date of the above MOAs from March 31, 2014 to December 31, 2014. We agreed to this extension.

B. Date and State (or Jurisdiction) of Incorporation:

We were incorporated on September 5, 1997, in the State of Nevada.

C. the issuer's primary and secondary SIC Codes;

6719 - Holding companies, misc

D. the issuer's fiscal year end date;

Our fiscal year end date is June 30th.

E. principal products or services, and their markets;

Our management intends for the company to become a diversified holding company looking for potential acquisitions in various market segments, including, but not limited to, hospitality, technology, franchising, natural resources and mobile marketing and other business opportunities primarily related to bringing American products and services to the international market. Our plan is to look for target acquisitions in these business segments and start operations in these areas by acquiring companies that have high profitable growth potential.

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Our executive offices are located at 9900 Research Drive, Irvine, CA 92618, which is the office address of our legal counsel. We do not have a lease for the office address and we are using the address rent free.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Our directors and executive officers are as follows (other non-officer/director control persons are listed as beneficial owners under Section 8B, below):

Name/Address	Title
See Kuy Tan **19901 1st Avenue South,** **Suite 406** **Normandy Park, Washington 98148**	**President and a Director**
Colgate F. Holmes **19901 1st Avenue South,** **Suite 406** **Normandy Park, Washington 98148**	**Chairman of the Board and a Director**
Robert J. Selfridge **19901 1st Avenue South,** **Suite 406** **Normandy Park, Washington 98148**	**Chief Executive Officer and a Director**
Marian Crocker **19901 1st Avenue South,** **Suite 406** **Normandy Park, Washington 98148**	**Chief Financial Officer and Secretary**

See Kuy Tan, was appointed as our President on July 1, 2011. Mr. Tan was appointed to serve on our Board of Directors on July 1, 2011. Mr. Tan was also previously our Chief Executive Officer, our Chief Financial Officer and our Secretary. Mr. Tan resigned as our Chief Executive Officer on September 17, 2012 and resigned as our Chief Financial Officer and Secretary on April 23, 2014. Mr. Tan continues to serve as our President and as a member of our Board of Directors. Mr. Tan has been a visionary and dynamic leader with a unique vision and mission with 25 years of Global MLM experience. Since January 2011, Mr. Tan has made 5 trips and spent a total of about 120 days in the U.S.A. in order to conceptualize, plan, organize and acquire Glow Holdings Inc. With these activities he completed Phase 1 of his vision and is now launching the Phase 2 in January 2012 with Phase 3 planned for June 2012. In 2010, Mr. Tan

was researching, consulting and conducting trainings in the MLM Industry in various countries. In 2009, Mr. Tan qualified as the fastest 200k Premier in the World in Xango LLC, USA. Having developed and built a successful distributor organization structure. In 2008, Mr. Tan was listed as one of the Top 50 Most Influential people in Direct Selling by DirectSellingLive.com, USA, which is widely recognized as the World's foremost MLM / Direct Selling Social Network Organization. In 2007, Mr. Tan received a Doctorate in Business Administration by Midwest Missouri University, USA, where he was a APL Student (Acquired Prior Learner Student) with 20 years of business experience and wrote a 200 pages thesis covering the past, present and future of the MLM Industry, including the theory, as well as the practical field aspect, complete with a detailed Xcelerated Business Training System. In 2007, Mr. Tan was awarded The International Distributor of the Year by Multi-Level Marketing International Association, USA, where he had been involved over 15 years since 1992. In 2006, Mr. Tan was appointed as an Ambassador for Peace by Universal Peace Federation for World Peace. In 1997, Mr. Tan was awarded the International Distributor of the World by Neways International Inc., USA. A worldwide recognition selected from over 500,000 Distributors from over 30 countries. From 1993 to 1995, for 3 consecutive years, Mr. Tan was awarded the Distributor of the Year By Nature Sunshine Products Inc., USA, who is the World's Leading manufacturer of encapsulated herbal products for holistic health and a publicly-listed multi-level marketing company.

During our fiscal years ended June 30, 2013 and June 30, 2012, Mr. Tan received total compensation from the Company of $120,000 and $60,000, respectively, none of which has been paid, and all of which is accrued in the Company's financial statements as of June 30, 2013.

Colgate F. Holmes serves as our Chairman of the Board and is on our Board of Directors. Since September 2013, Mr. Holmes has been the President of Holmes Hospitality Inc., a company specializing on consulting on various projects related to hospitality, including, but not limited to real estate development, hotels, resorts, spas, and entertainment. From 2008 to 2012, Mr. Holmes was chairman of United International Hotel Group, a Beijing-based hotel consulting company that master-planned a major mixed-use development in Sanya, Hainan Island that incorporates an international five-star resort and ultra-luxury boutique hotel with residential and retail components. From 2004 until 2008, Mr. Holmes was a Principal of Momentum Partners, LLC, which developed the St. Cloud Resort & Spa, a five-star mixed-use hotel, residential and retail project in Steamboat Springs CO. The project was terminated as a result of the 2008 financial situation. From 1982 until 1987, Mr. Holmes was a founding partner and President of the Ritz-Carlton Hotel Company. Mr. Holmes helped establish the luxury brand from scratch through the acquisition and restoration of The Ritz-Carlton - Boston and the opening of four new Ritz-Carlton properties with seven additional hotels under development. An innovative branded luxury product was introduced with the opening of Ritz-Carlton resorts in Laguna Niguel, California and Naples, Florida. Following his tenure with Ritz-Carlton, in 1987, Mr. Holmes formed his own organization, specializing in the operation of fine, independent hotels and resorts including the Beverly Hills Hotel in Beverly Hills, the Wigwam Resort and Country Club in Phoenix and the Colonnade Hotel in Boston. At the Wigwam, Mr. Holmes conceived and carried out a redevelopment and repositioning master plan resulting in attainment of the Mobil 5-Star recognition. Mr. Holmes held this position until 1989. From 1979 until 1982, Mr. Holmes was as President and COO of Hyatt International Corporation, and was responsible for Hyatt's worldwide development and the operation of over 40 hotels in 24 countries. He was formerly (1973 to 1979) Regional Vice President for Hyatt Hotels overseeing 10 properties in the United States and serving as General Manager opening the 1,000 room Hyatt Regency Chicago, and subsequently planning and directing its expansion to 2,000 rooms. Mr. Holmes also served as President and CEO of Rock Resorts, overseeing properties such as Caneel Bay Plantation and Little Dix Bay in the Caribbean and directing the operational development for prestigious new properties in the United Kingdom and Lanai, Hawaii. He became Chairman and CEO of the Biltmore Hotel Company, operating the classic Biltmore, Los Angeles and the Grand Wailea Resort Hotel &Spa in Maui, overseeing that property's achievement of the AAA 5-Diamond recognition. Subsequently, with a local partner, Holmes established the Signature Hotel Group in Kuala Lumpur, Malaysia. Signature opened and operated three luxury hotels in Kuala Lumpur, Malaysia including the Mines Beach Resort & Spa and the world-class 485-room Palace of the Golden Horses, named the Best New City Hotel in Asia in its first year of operation. Signature provided comprehensive planning, pre-opening and technical services for the hotels including the recruitment, engagement and training of over 1,000 personnel. Before joining Hyatt, Holmes was an expatriate for 10 years, managing Hilton International and Inter-Continental hotels in Puerto Rico, the Virgin Islands, the Philippines, Brazil and Indonesia. As Group Vice President for American Airlines' Americana Hotels,

Holmes managed the 1,200-room Ala Moana Hotel in Honolulu, oversaw the Chosun Hotel in Seoul, South Korea and opened a new oceanfront resort hotel in Suva, Fiji. Mr. Holmes was educated at the Cornell School of Hotel Administration and the Harvard Graduate Business School, and is a third-generation hotelier, raised in family-owned hotels and restaurants on the New Jersey seashore and Pennsylvania's Pocono Mountains.

Robert J. Selfridge was appointed as our Chief Executive Officer and one of our Directors on April 23, 2014. Mr. Selfridge is co-founder and Managing Partner of Cedar River Foods, LLC. Prior to Cedar River Foods, Selfridge was Senior Advisor to the Chairman of Foodx Globe Co., Ltd., a Japanese holding company operating food service and other retail concepts around the world. Before joining Foodx, Mr. Selfridge was Executive Vice President of Tully's Coffee Corp., managing domestic USA operations and international expansion of the specialty coffee retailer into Europe and Asia.

Marian Crocker was appointed as our Chief Financial Officer and Secretary on April 23, 2014. Ms. Crocker is a wellness advocate, nutritionist, fitness trainer, entrepreneur, and business owner. In 1990, Ms. Crocker was the travel coordinator and project/event organizer for "Sports Event" in Europe. In this position she assisted in the coordination of a pen-pal program between students in American schools and Russian schools. Ms. Crocker has also held positions of administrative controller for an engineering consultancy firm in Europe, recruiter for a staff agency in Georgia, and event planner for various high profile organizations and people. Ms. Crocker became certified as a nutritionist and personal trainer in the late '90s. She continues to coach and train people in exercise and nutrition. Ms. Crocker still studies health products and natural alternatives to health challenges as part of her lifelong commitment to learning and sharing her knowledge with those she meets..

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five 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.

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

The following tables set forth certain information as of September 30, 2014, with respect to our equity securities owned on record or beneficially by (i) each of our Officers and Directors; (ii) each person

who owns beneficially more than five percent (5%) of each class of our outstanding equity securities; and (iii) all Directors and Executive Officers as a group. None of our Officers or Directors own shares of our common stock. The following table only includes information regarding each shareholder who owns beneficially more than five percent (5%) of each class of our outstanding equity securities.

Common Stock/Preferred Stock

Title of Class	Name and Address of Beneficial Owner [1]	Amount and Nature of Beneficial Ownership	Percent of Class [2]
Common Stock	See Kuy Tan	0[3]	0%
Common Stock	Mr. Colgate F. Holmes	0	0%
Common Stock	Robert J. Selfridge	0	0%
Common Stock	Marian Crocker	0	0%
Common Stock	Tan Ting Jin 7, Lorong Pipit, Klang, Selangor, 41050, Malaysia	10,000,000	9.906%
Common Stock	Tan Ting Win 27A, Jalan Muda 69, Klang, Selangor, 41050, Malaysia	10,000,000	9.906%
Common Stock	Tan Ting King 91, Jalan Tiong, Klang Selangor 41050, Malaysia	10,000,000	9.906%
Common Stock	LC Properties SDN BHD No. 51-1-A, Jalan 46B/26 Taman Sri Rampai, Setapak Kuala Lumpur 53300	7,000,000	6.934%
Common Stock	Slisons Holdings, Inc.[3] 119 Stanford Court Irvine, CA 92612	60,105,000[4]	54.0%[4]

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(1) Unless indicated otherwise, the address of the shareholder is Glow Holdings, Inc., at 9900 Research Drive, Irvine, CA 92688.

(2) Unless otherwise indicated, based on 100,949,119 shares of common stock issued and outstanding. Shares of common stock subject to options or warrants currently exercisable, or exercisable within 60 days, are deemed outstanding for purposes of computing the percentage of the person holding such options or warrants, but are not deemed outstanding for the purposes of computing the percentage of any other person.

(3) Slisons Holdings, Inc. is controlled by See Kuy Tan, one of our officers and directors.

(4) Includes 10,000,000 shares of Glow Holdings, Inc. Series A Convertible Preferred Stock, which are convertible into 10,000,000 shares of our common stock. Each share of the Series A Convertible Preferred Stock has voting rights equal to 10 shares of our common stock.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel
Name: **Craig V. Butler, Esq.**
Firm: **Law Offices of Craig V. Butler**
Address 1: **9900 Research Drive**
Address 2: **Irvine, CA 92618**
Phone: **(949) 484-5667**
Email: **cbutler@craigbutlerlaw.com**

Accountant or Auditor
Address 1: **N/A**
Address 2: **N/A**
Address 3: **N/A**
Phone: **N/A**
Email: **N/A**
Website(s): **N/A**

Investor Relations Consultant
Name: **N/A**
Firm: **N/A**
Address 1: **N/A**
Address 2: **N/A**
Phone: **N/A**
Email: **N/A**

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: **N/A**
Firm: **N/A**
Address 1: **N/A**
Address 2: **N/A**
Phone: **N/A**
Email: **N/A**

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, See Kuy Tan, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Glow Holdings, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

December 31, 2014

/s/ See Kuy Tan

President

I, Marian Crocker, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Glow Holdings, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

December 31, 2014

/s/ Marian Crocker

Chief Financial Officer