

Bollinger Industries, Inc.  
Issuer Information and Disclosure Statement

Annual Disclosure Statement for the Fiscal Year Ended March 31, 2012

# Bollinger Industries, Inc.

## Annual Report

### **Part A**      **General Company Information**

**Item 1**      Exact Name of Issuer and its predecessor (if any)

Bollinger Industries, Inc. dba  
Alliance Sports Group

Bollinger Industries, Inc., a Delaware corporation, is the limited partner of Alliance Sports Group, L.P., a Texas limited partnership, with Bollinger Operating Corp., a Nevada corporation, being the General Partner of Alliance Sports Group, L.P. The sole shareholder of Bollinger Operating Corp. is Bollinger Industries, Inc., which is also the sole limited partner of Alliance Sports Group, L.P.

**Item 2**      Address of Issuer's principal executive offices

602 Fountain Parkway  
Grand Prairie, TX 75050  
Tel: 972-343-1000  
Fax: 972-343-1190  
www.alliancesportsgroup.net

**Item 3**      Jurisdiction and date of the Issuer's Incorporation or Organization

The Issuer was incorporated in the State of Delaware on September 23, 1993.

### **Part B**      **Share Structure**

**Item 4**      Exact title and class of securities outstanding.

The Issuer has two classes of stock authorized:

Common, par value \$.01, 20,000,000 shares authorized.

Preferred, par value \$.01, 1,000,000 shares authorized.

Issued and Outstanding:

7,395,510 shares of common stock, CUSIP 97676100, "BOLL"

-0- shares of preferred stock issued and outstanding

**Item 5** Par or stated value and description of security

A. Par Value:

Common, \$.01

Preferred, \$.01

B. Common or Preferred Stock

Each holder of Common Stock is entitled to one vote for each share held. No stockholder has the right to cumulate votes for the election of directors but each holder of Common Stock is entitled to one vote for each share held in voting for directors. The holders of Common Stock are entitled to receive, when and as declared by the Board of Directors, dividends payable in cash, stock or otherwise. Upon liquidation, dissolution or winding up of the Corporation, the net assets of the corporation shall be distributed pro rata to the holders of Common Stock in accordance with their respective rights and interest.

Preferred stock may be issued in series which may have dividend provisions, voting, conversion and liquidation rights as well as redemption and/or sinking fund provisions. No series or classes of preferred stock are currently authorized or issued or outstanding.

**Item 6** Number of shares or total amount outstanding for each class of securities authorized

Class of Security	Period End Date	Shares Authorized	Shares Outstanding	Freely Tradeable Shares (Public Float)	# of Beneficial Shareholders	# of Shareholders of Record
Common	03/31/12	20,000,000	7,395,510	2,061,590	227	120
Common	03/31/11	20,000,000	4,395,510	2,061,590	227	120
Common	03/31/10	20,000,000	4,395,510	2,061,590	227	120
Preferred	03/31/12	1,000,000	0	0	0	0
Preferred	03/31/11	1,000,000	0	0	0	0
Preferred	03/31/10	1,000,000	0	0	0	0

**Item 7** Name and Address of Transfer Agent

Securities Transfer Corporation  
2591 Dallas Parkway Suite 102  
Frisco, TX 75034  
Ph: 469-633-0101

Securities Transfer Corporation is registered with the Securities and Exchange Commission and operates under its authority and guidelines. It is registered under the Securities Exchange Act of 1934, as amended.

**Part C**            **Business Information**

**Item 8**            The Nature of the Issuer's Business

A. Business Development

Bollinger Industries, Inc. (the "Company") is a Delaware corporation that has been in business for 19 years, since September, 1993. The Company's fiscal year end is March 31st.

The Company is the limited partner of Alliance Sports Group, L.P., a Texas limited partnership, with Bollinger Operating Corp., a Nevada corporation, being the General Partner of Alliance Sports Group, L.P. The sole shareholder of Bollinger Operating Corp. is Bollinger Industries, Inc., which is also the sole limited partner of Alliance Sports Group, L.P.

The Company was a publicly reporting company until November 14, 2001, when the Company filed a Form 15 suspending its obligations to file periodic reports with the Securities and Exchange Commission (the "SEC") since the Company had, and continues to have, fewer than 300 shareholders. Currently, the Company has no obligation to file any periodic reports with the SEC and the Company does not intend to become a reporting issuer with the SEC.

Since 2001, the Company has been operating under its trade name, Alliance Sports Group. The Company is a manufacturer and reseller of various consumer products that are typically sold through independent retailers such as hardware stores, fishing stores and large retailers.

The Company has never been in bankruptcy, receivership or any similar type proceeding. The Company has never been a "shell company."

During the last three years, there has not been a reclassification, merger, consolidation or purchase or sale of any significant amount of assets.

During the last three years, there has not been any default of the terms of any note, loan, lease or other indebtedness or financing arrangement requiring the issuer to make payments.

During the last three years, there has been no change of control.

From March 31, 2011 to March 31, 2012, the number of outstanding common shares increased from 4,395,510 to 7,395,510. In March, 2012, the Company issued a

total of three million of its common shares to its CEO, President, and General Manager as compensation for services.

During the last three years, there has been no past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization.

To the best knowledge of management, the Company was listed on the NASDAQ National Market previously while a reporting company and was delisted from NASDAQ in August, 1995. From August, 1995 until 2001, when the Company suspended its reporting obligations under the Securities Exchange Act of 1934, the Company traded on the over-the-counter market. Since 2001, to the best knowledge of management, the Company has not traded on the OTC Bulletin Board and its shares have not been delisted by any securities exchange other than as described above.

To the best knowledge of management, there are no pending or threatened legal proceedings or administrative actions either by or against the Company that could have a material effect on the Company's business, financial condition or operations.

#### B. Business of the Issuer

The Company manufactures consumer products for resale to retailers. These products include flashlights, outdoor camping and fishing supplies and lighting products. The Company's primary SIC code is 5941. The Company has been in business and operating since 1993. The Company has never been a "shell company" as defined Securities Act Rule 405.

The Company operates as Alliance Sports Group, L.P. ("Alliance"), a Texas limited partnership, with Bollinger Operating Corp., a Nevada corporation, being the General Partner of Alliance. The sole shareholder of Bollinger Operating Corp. is the Company which is also the sole limited partner of Alliance. The Company's financial statements are reported as the financial statements of Alliance.

The Company is subject to the regulations generally imposed upon the same types of businesses and is not subject to any other types of specific regulations.

The Company estimates that it is not and has not during the past two fiscal years spent any money on research and development. The Company presently has 32 full-time employees. The Company also utilizes the services of independent outside salespersons to sell its products to retailers.

#### Item 9. Nature of Products or Services Offered

The Company offers a wide array of innovative and consumer-friendly flashlights and tools. The Company sells its products as "Nebo Tools," Nebo Sports," "ProTec," "Lure-Eyes," "Quarrow," "ProTec Firearm Lighting" and "US Army Lighting," among others. The Company manufactures and sells consumer products ranging from flashlights

and flashlight accessories, tape measures, cutting tools, safety glasses, fishing and outdoor gear, among others. The Company primarily sells its products to hardware stores, fishing stores and sporting goods stores. The Company also sells some of its products through large retail chains such as Wal-Mart.

The Company manufactures its products in China and ships the products to its warehouse in Grand Prairie, Texas. As customers place orders, the Company ships the goods directly to the retailer who has purchased it.

The Company competes with large manufacturers such as Mag Lite and Surefire. The Company is a small manufacturer and is smaller than most of its major competitors such as Dorcy and Coast. Previously, the Company engaged in sporting goods exclusively but exited that industry approximately ten years ago due to the difficulty in competing with the larger and more dominant competitors in that industry.

The Company manufactures its goods in approximately twelve (12) factories in China. The Company is not dependent on one or a few major customers but rather sells its products to a wide range of small retailers who may or may not be affiliated with franchises or related entities.

The Company presently has 18 patents, trademarks and licenses which relate to its products and which were posted on the OTC Disclosure and News Service on March 27, 2012.

Item 10. Nature and Extent of Issuer’s Facilities

The Company rents warehouse and office space in Grand Prairie, Texas, where it has been located since 1996. The warehouse encompasses approximately 54,000 sq. ft. while the office space utilized by the Company is approximately 5,150 sq. ft. This lease will terminate on December 31, 2015. The Company is a sublessee and subject to normal terms, conditions, and covenants in the lease. The Company believes this space to be adequate for its operations. The Company manufactures its products in China through contracts with factories located there.

Part D Management Structure and Financial Information

Item 11. Name of Chief Executive Officer, members of the Board of Directors and Financial Information

Name	Age	Position	Tenure
Glenn Bollinger	61	CEO, CFO	9/93
Bobby Bollinger	58	President, Secretary	9/93
Glenn Bollinger	61	Chairman of the Board of Directors	9/93
Bobby Bollinger	58	Director	9/93
John Maguire	75	Director	9/93

Glenn D. Bollinger is a co-founder of the Company and has served as Chairman of the Board and Chief Executive Officer since 1993. Mr. Bollinger is primarily responsible for the Company's overall operations, including in particular inventory, manufacturing and warehousing. Glenn Bollinger owns 2,133,127 shares of the Company's common stock, representing 28.84% of the issued and outstanding shares of the Company's common stock.

Bobby D. Bollinger is a co-founder of the Company and has served as Vice Chairman of the Board and President since 1993. Mr. Bollinger is primarily responsible for sales, marketing and product development. Mr. Bollinger is Glenn Bollinger's brother. Bobby Bollinger owns 2,134,178 shares of the Company's common stock, representing 28.86% of the issued and outstanding shares of the Company's common stock.

John L. Maguire became a director in September 1993 and served as interim Chief Financial Officer from August 1992 to August 1993. In addition, the Company employs Mr. Maguire as a salaried consultant on certain financial matters and acquisitions. Mr. Maguire is a certified public accountant. In addition to his duties at Bollinger, Mr. Maguire was previously president of Code Rite, Inc. and Ampro Medical Services, Inc., two healthcare companies. Since 1982, he has been self-employed, concentrating on private family investments. He was previously Chief Financial Officer of Tyson Foods, Inc., for 12 years. Mr. Maguire owns 181,682 shares of the Company's common stock, representing 2.46% of the issued and outstanding shares of the Company's common stock.

None 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);
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;
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 laws, which finding has not been reversed or vacated; or
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 activity.

#### *Related Party Transactions*

For the fiscal years ending March 31, 2012 and 2011, the compensation paid to related parties is as follows:

Name	Relationship to Issuer	Fiscal Year Ended March 31, 2012	Fiscal Year Ended March 31, 2011
Glenn Bollinger	Officer, Director and Affiliate	\$301,500	\$275,000
Bobby Bollinger	Officer, Director and Affiliate	\$301,500	\$275,000

The Company entered into extensions of certain promissory notes by and between the Company and Glenn and Bobby Bollinger, officers and directors of the Company, in April, 2011. The principal amounts of promissory notes are for \$300,000 each and are due March 31, 2014 with interest accruing at five percent (5%) per annum. The Company has also advanced certain sums to its officers and employees which total \$1,114,005 as of March 31, 2012. The advances are unsecured and expected to be repaid in annual installments on or before March, 2014.

In March, 2012, the Company authorized the issuance of a total of 3,000,000 shares of its common stock to its chief executive office, its president and its general manager.

Item 12. Financial Information for the Issuer's most recent fiscal period

The reviewed financial statements for the Fiscal Years Ended March 31, 2012 and March 31, 2011 under the heading Annual Report are posted simultaneously herewith on [www.otcm Markets.com](http://www.otcm Markets.com) which financial statements are incorporated in this disclosure statements and are inclusive of the following: Balance Sheet, Statement of Operations, Statement of Shareholders' Equity, Statement of Cash Flows, Notes to Financial Statements and Review Letter of Weaver and Tidwell LLP, the Company's accountants.

Item 13. Financial Information for the Issuer's preceding two fiscal years

This information is set forth in the financial statements set forth in Item 12 above.

Item 14. Beneficial Owners

Class of Stock Owned	Name and Address of Shareholder	Number of Common Shares owned	Percentage of Common Shares owned
Common	Glenn D. Bollinger* 602 Fountain Parkway Grand Prairie TX 75050	2,133,127	28.84%
Common	Bob Bollinger*	2,134,178	28.86%

	602 Fountain Parkway Grand Prairie TX 75050		
Common	Cede & Company Box 20 Bowling Green Sta. New York, NY 10004	1,394,304	18.85%
Common	John C. Maguire* 602 Fountain Parkway Grand Prairie TX 75050	181,682	2.46%
Common	Ronald Bollinger 602 Fountain Parkway Grand Prairie, TX 75050	887,938	12.01%

\*Denotes officer and/or director

Item 15. Name, address, telephone number and email address for certain outside providers

Investment banker: N/A

Promoter: N/A

Counsel:

McDowell Odom LLP  
Attn: Claudia J. McDowell, Esq.  
28494 Westinghouse Place Suite 213  
Valencia CA 91355  
(661) 449-9630  
(818) 475-1819 Facsimile  
[claudia@mcdowellodom.com](mailto:claudia@mcdowellodom.com)

Accountant or Auditor:

The financial statements of the Company are prepared internally under the direction of its CFO, Glenn Bollinger. The financial statements of the Company have not been audited and are reviewed by Weaver and Tidwell LLP, Certified Public Accountants and Consultants, in accordance with GAAP standards. It has extensive experience in reporting such financial documents through its years of experience in business and is believed to be qualified in preparing GAAP financial statements. Weaver and Tidwell are CPAs licensed in Texas and has over 60 years of accounting experience, as a firm, in public accounting practice, consulting and private industry. Weaver provides clients in all industries with comprehensive services, including audit, tax and advisory services. Its client base includes private and publicly held business enterprises, local governments, municipalities, nonprofits and individuals.

Weaver and Tidwell LLP

Certified Public Accountants and Consultants  
12221 Merit Drive, Suite 1400  
Dallas, TX 75251  
(972) 490-1970  
[info@weaverllp.com](mailto:info@weaverllp.com)

Public Relations Consultant: N/A

Investor Relations Consultant: N/A

Any other advisors: N/A

Item 16. Management's Discussion and Analysis or Plan of Operation

*Forward looking statements*

The following discussion of our results of operations should be read together with our financial statements and the related notes posted on the OTC Disclosure and News Service and the information included in this annual report. This report contains forward looking statements relating to present or future trends or factors that are subject to risks and uncertainties. The risks include, but are not limited to, the impact of competitive products and pricing, product demand, and market acceptance, the Company's ability to continue with new product development, the continuation and development of key customer and supplier relationships, ability to control costs, general economic conditions, fluctuations and changes in currency exchange rates, ability to obtain financing and maintain compliance with the terms of such financing, and other risks detailed from time to time. The Company's future financial performance could differ greatly from the expectations of management. Our actual results may differ materially from those discussed in the forward-looking statements. The Company undertakes no obligation to release revisions to these forward looking statements after the date of this report.

*Overview*

The Company manufactures and distributes products in two industries: Sporting Goods and Hardware. Within these industries, the Company has built a market presence in niche markets. This strategy is heavily dependent on expanding the customer base, barriers to entry, brand recognition, and customer service. The Company is also required to maintain manufacturing, importing, and marketing efforts to continue providing new products in a cost effective manner.

A majority of the Company's products are in markets that are experiencing low growth rates. These markets tend to be fragmented and not markets in which the Company is the dominant leader such as fishing, hunting, and flashlights. To enhance growth, the Company must constantly seek to be promoting new product innovations as well as expanding its distribution channels.

## *Results of operations*

Consolidated net revenues for the fiscal year ended March 31, 2012, compared to the same period in 2011, were up 44%. The Company's operating income for the fiscal years ended March 31, 2012 and 2011 was \$4,301,509 and \$1,594,416, respectively.

The Company is experiencing pricing pressures from overseas suppliers and there is significant uneasiness in the currency markets along with political uncertainties internationally. This may lead to a material changes in the Company's profit margins for the future. The Company has also invested in marketing, systems, and product development for which the benefit is yet unknown and cannot be assessed with any reasonable amount of accuracy.

## *Risks Relating to Our Business*

**If we fail to offer merchandise and services that our customers want, our revenues may be limited, which would reduce our revenues and profits.**

In order for our business to be successful, we must identify, obtain supplies of, and offer to our customers, attractive, innovative and high-quality merchandise on a continuous basis. Our products and services must satisfy the desires of our customers, whose preferences may change in the future. If we misjudge either the demand for products and services we sell or our customers' purchasing habits and tastes, we may be faced with excess inventories of some products and missed opportunities for products and services we chose not to offer. In addition, our revenues may decline or we may be required to sell the merchandise we have obtained at lower prices. This would have a negative effect on our business and results of operations.

**The flashlight and sporting goods industries are highly competitive and we may be unable to compete effectively.**

If we are unable to compete effectively in the highly competitive flashlight and sporting goods industries, our business and our results of operations could be materially adversely affected. These industries are highly competitive with few barriers to entry. We compete against a diverse group of larger manufacturers such as Maglite and Surefire, whom we consider our primary competitors. Online and catalog businesses, which handle similar lines of merchandise, also compete with us. Many of our competitors have more products available online, substantially greater financial, distribution and marketing resources, larger market shares and a more widespread, national presence. Such factors may provide our competitors with greater financial resources to expand, grow and allow for stronger relationships and aggressive pricing with vendors and third party suppliers.

**Our business has been and will continue to be affected by worldwide economic conditions and, in particular, US economic conditions; a failure of the economy to sustain its recovery, a renewed decline in consumer-spending levels and other**

**conditions, including inflation, could lead to reduced revenues and gross margins, and negatively impact our liquidity.**

Many economic and other factors are outside of our control, including consumer and commercial credit availability, consumer confidence and spending levels, inflation, employment levels, consumer debt levels, fuel costs and other challenges currently affecting the global economy, the full impact of which on our business, results of operations and financial condition cannot be predicted with certainty. The US economy, in particular, has recently been susceptible to slowdowns and recessions. These economic conditions adversely affect the disposable income levels of, and the credit available to, our customers, which could lead to reduced demand for our merchandise. Also affected are our vendors, upon which we depend to provide us with financing on our purchases of inventory and services. Our vendors could seek to change either the availability of vendor credit to us or other terms under which they sell to us, or both, which could negatively impact our liquidity. In addition, the inability of vendors to access liquidity, or the insolvency of vendors, could lead to their failure to deliver inventory or other services. Certain of our vendors also are experiencing increases in the cost of various raw materials, such as copper and steel, which could result in increases in the prices that we pay for merchandise.

In addition to credit terms from vendors, our liquidity needs are funded by our operating cash flows and, to the extent necessary, borrowings under our credit agreements. The availability of financing depends on numerous factors, including economic and market conditions, our credit ratings, and lenders' assessments of our prospects and the prospects of the retail industry in general. The lenders under our credit facilities may not be able to meet their commitments if they experience shortages of capital and liquidity and there can be no assurance that our ability to otherwise access the credit markets will not be adversely affected by changes in the financial markets and the global economy. Continued high rates of unemployment, depressed home prices, reduced access to credit and the domestic and international political situation also adversely affect consumer confidence. Low consumer confidence and the threat, outbreak, or escalation of terrorism, military conflicts or other hostilities may lead to reduced consumer spending, particularly by our customers on many of the discretionary items we sell that relate to household and sporting goods that may not be considered necessities. These factors could cause us to increase inventory markdowns and promotional expenses, thereby reducing our gross margins and operating results.

**If we do not successfully manage our inventory levels, our operating results will be adversely affected.**

We must maintain sufficient inventory levels to operate our business successfully. However, we also must guard against accumulating excess inventory as we seek to minimize out-of-stock levels across all product categories and to maintain in-stock levels. We obtain most of our inventory from vendors located outside the United States. Some of these vendors often require lengthy advance notice of our requirements in order to be able to supply products in the quantities we request. This usually requires us to order

merchandise, and enter into purchase orders for the purchase and manufacture of such merchandise, well in advance of the time these products will be offered for sale. As a result, we may experience difficulty in responding to a changing retail environment. If we do not accurately anticipate the future demand for a particular product or the time it will take to obtain new inventory, our inventory levels will not be appropriate and our results of operations may be negatively impacted.

**Our revenues may fluctuate for a variety of reasons, which could adversely affect our results of operations.**

Our business is sensitive to customers' spending patterns, which in turn are subject to prevailing economic conditions. Our revenues and results of operations have fluctuated in the past, and we expect them to continue to fluctuate in the future. Accordingly, our results for any one quarter are not necessarily indicative of the results to be expected for any other quarter, and comparable sales for any particular future period may increase or decrease.

**We rely extensively on computer systems to process transactions, summarize results and manage our business. Disruptions in these systems could harm our ability to run our business.**

It is critical that we maintain uninterrupted operation of our computer and communications hardware and software systems. Our systems are subject to damage or interruption from power outages, computer and telecommunications failures, computer viruses, security breaches, including breaches of our transaction processing or other systems that result in the compromise of confidential customer data, catastrophic events such as fires, tornadoes and hurricanes, and usage errors by our employees. If our systems are breached, damaged or cease to function properly, we may have to make a significant investment to fix or replace them, we may suffer interruptions in our operations in the interim, we may face costly litigation, and our reputation with our customers may be harmed. Our ability to maintain sufficient inventory levels is critical to our success and largely depends upon the efficient and uninterrupted operation of our computer and communications hardware and software systems. Any material interruption in our computer operations may have a material adverse effect on our business or results of operations.

**Our failure to retain our senior management team and to continue to attract qualified new personnel could adversely affect our results of operations.**

We depend on the talents and continued efforts of our senior management team. We do not maintain key-man life insurance on any of our executives and do not have employment agreements with any of our executives. The loss of one or more of the members of our senior management may disrupt our business and materially adversely affect our results of operations. Furthermore, our ability to manage our further expansion will require us to continue to train, motivate and manage our employees and to attract, motivate and retain additional qualified managerial personnel.

**We may be subject to product liability claims if people or properties are harmed by the products we sell or the services we offer.**

Some of the products we sell may expose us to product liability claims relating to personal injury, death, or property damage caused by such products, and may require us to take actions such as product recalls. Although we maintain liability insurance, we cannot be certain that our coverage will be adequate for liabilities actually incurred or that insurance will continue to be available to us on economically reasonable terms, or at all. Product liability claims can be expensive to defend and can divert the attention of management and other personnel for significant periods, regardless of the ultimate outcome. Claims of this nature, as well product recalls, could also have a negative impact on customer confidence in the products we stock and in our reputation, our business and our operating results.

**We may be subject to periodic litigation and other regulatory proceedings. These proceedings may be affected by changes in laws and government regulations or changes in the enforcement thereof.**

From time to time, we may be involved in lawsuits and regulatory actions relating to our business or products we sell or have sold. These proceedings may be in jurisdictions with reputations for aggressive applications of laws and procedures against corporate defendants. We are impacted by trends in litigation, including class-action allegations brought under various consumer protection and employment laws, including wage and hour laws. Due to the inherent uncertainties of litigation and regulatory proceedings, we cannot accurately predict the ultimate outcome of any such proceedings. An unfavorable outcome could have a material adverse impact on our business, financial condition and results of operations. In addition, regardless of the outcome of any litigation or regulatory proceedings, these proceedings could result in substantial costs and may require that we devote substantial resources to defend our Company and could affect the future premiums we would be required to pay on our insurance policies. Further, changes in governmental regulations could have adverse effects on our business and subject us to additional regulatory actions.

**We are required to comply with increasingly stringent federal, state and local environmental laws and regulations, the cost of which is likely to increase and may adversely affect our results of operations, cash flow or financial condition.**

Our operations, properties and the products we sell are subject to various federal, state and local environmental laws and regulations. These laws and regulations not only govern our current operations, properties and the products we sell, but also impose potential liability on us for our past operations. We expect environmental laws and regulations to impose increasingly stringent requirements upon our industry and us in the future. Our costs to comply with these laws and regulations may increase as these requirements become more stringent in the future, and these increased costs may adversely affect our results of operations, cash flow or financial condition.

**If we fail to timely and effectively obtain shipments of product from our vendors and deliver merchandise to our customers, our operating results will be adversely affected.**

We cannot control all of the various factors that might affect our timely and effective procurement of supplies of product from our vendors and delivery of merchandise to our customers. A majority of the products that we purchase, domestically or overseas, must be shipped to our distribution center in Grand Prairie, Texas. Our utilization of foreign imports also makes us vulnerable to risks associated with products manufactured abroad, including, among other things, risks of damage, destruction or confiscation of products while in transit to our distribution center, work stoppages including as a result of events such as longshoremen strikes, transportation and other delays in shipments including as a result of heightened security screening and inspection processes or other port-of-entry limitations or restrictions in the United States, lack of freight availability and freight cost increases. In addition, if we experience a shortage of a popular item, we may be required to arrange for additional quantities of the item, if available, to be delivered to us through airfreight, which is significantly more expensive than standard shipping by sea. As a result, we may not be able to obtain sufficient freight capacity on a timely basis or at favorable shipping rates and, therefore, we may not be able to timely receive merchandise from our vendors or deliver our products to our customers.

We rely upon proprietary and third-party land-based carriers for merchandise shipments to our facility in Grand Prairie, Texas and from this facility to our customers. Accordingly, we are subject to the risks, including labor disputes, union organizing activity, inclement weather and increased transportation costs, associated with such carriers' ability to provide delivery services to meet our inbound and outbound shipping needs. In addition, if the cost of fuel continues to rise or remains at current levels, the cost to deliver merchandise from the distribution center to our customers may rise which could have an adverse impact on our profitability. Failure to procure and deliver merchandise either to us or to our customers in a timely, effective and economically viable manner could damage our reputation and adversely affect our business. In addition, any increase in distribution costs and expenses could adversely affect our future financial performance.

**We rely on foreign sources for merchandise, and our business may therefore be negatively affected by the risks associated with international trade.**

Most of our merchandise is purchased from foreign vendors, either directly by us or indirectly by our distributors who, in turn, sell this merchandise to us. We believe that in order to remain competitive, we must maintain or increase the portion of merchandise purchased from such vendors. This reliance on foreign vendors results in our facing risks inherent in purchasing from foreign suppliers, including:

- economic and political instability in countries where these vendors are located;
- increases in shipping costs;

- transportation delays and interruptions;
- adverse fluctuations in currency exchange rates; and
- changes in U.S. and foreign laws affecting the importation and taxation of goods, including duties, tariffs and quotas, or changes in the enforcement of those laws.

Any increase in cost to us of merchandise purchased from foreign vendors or restriction on the merchandise made available to us by such vendors could have an adverse effect on our business and operating results.

**If our relationships with our vendors were to be impaired, it could have a negative impact on our competitive position and our business and financial performance.**

Most of our vendor arrangements are not long-term agreements, and therefore, our success depends on maintaining good relations with our vendors. Our growth strategy depends to a significant extent on the willingness and ability of our vendors to supply us with sufficient inventory to supply our customers. If we fail to strengthen our relations with our existing vendors or to enhance the quality of merchandise they supply us, or if we cannot maintain or acquire new vendors of for our merchandise, our ability to obtain a sufficient amount and variety of merchandise at acceptable prices may be limited, which would have a negative impact on our competitive position. In addition, we may not be able to develop relationships with new vendors, and products from alternative sources, if any, may be of a lesser quality and more expensive than those we currently purchase.

*Risks Relating to Our Common Stock and the Securities Market*

There is currently no public market for our Common Stock. We do not intend to become subject to the federal securities laws reporting obligations under the Securities Exchange Act of 1934, as amended, and have no intention of listing our Common Stock on any stock market or exchange. There will be no active and liquid trading market for our Common Stock. The lack of an active market may make it more difficult for you to sell our shares and could lead to our share price being depressed or more volatile. In addition, the stock market in general has experienced extreme price and volume fluctuations that have often been unrelated or disproportionate to the operating performance of companies like us. These broad market and industry factors may materially reduce the market price of the Common Stock, regardless of our operating performance.

The OTC Market is a quotation system, not an issuer listing service, market or exchange. Therefore, buying and selling stock on the OTC Market is not as efficient as buying and selling stock through an exchange. As a result, it may be difficult for you to sell your common stock or you may not be able to sell your common stock for an optimum trading price.

**We are subject to the penny stock rules and these rules may adversely affect trading in our common stock.**

Our common stock is a “low-priced” security under rules promulgated under the Securities Exchange Act of 1934. In accordance with these rules, broker-dealers participating in transactions in low-priced securities must first deliver a risk disclosure document which describes the risks associated with such stocks, the broker-dealer’s duties in selling the stock, the customer’s rights and remedies and certain market and other information. Furthermore, the broker-dealer must make a suitability determination approving the customer for low-priced stock transactions based on the customer’s financial situation, investment experience and objectives. Broker-dealers must also disclose these restrictions in writing to the customer, obtain specific written consent from the customer, and provide monthly account statements to the customer. The effect of these restrictions decreases the willingness of broker-dealers to make a market in our common stock, decreases liquidity of our common stock and increases transaction costs for sales and purchases of our common stock as compared to other securities.

**Our stock price may be volatile, which may result in losses to our stockholders.**

Historically, the market prices of companies quoted on the OTC Market generally have been very volatile and have experienced sharp share price and trading volume changes. The trading price of our common stock is likely to be volatile and could fluctuate widely in response to many of the following factors, some of which are beyond our control:

- variations in our operating results;
- announcements of technological innovations, new services or product lines by us or our competitors;
- changes in expectations of our future financial performance, including financial estimates by securities analysts and investors;
- changes in operating and stock price performance of other companies in our industry;
- additions or departures of key personnel; and
- future sales of our common stock.

In general, domestic and international stock markets often experience significant price and volume fluctuations. These fluctuations, as well as general economic and political conditions unrelated to our performance, may adversely affect the price of our common stock. In particular, the market prices for stocks of companies in volatile markets often reach levels that bear no established relationship to the operating performance of these companies. These market prices are generally not sustainable and could vary widely. In certain instances, following periods of volatility in the market price of a public company’s securities, securities class action litigation has often been initiated.

**We do not expect to pay dividends in the foreseeable future.**

We have never paid any dividends on our common stock. We do not expect to pay cash dividends on our common stock at any time in the foreseeable future. The future payment of dividends directly depends upon our future earnings, capital requirements, financial requirements and other factors that our board of directors will consider. Since we do not

anticipate paying cash dividends on our common stock, the return on your investment, if any, will depend solely on an increase, if any, in the market value of our common stock.

**We have the right to issue additional common stock as well as preferred shares without the consent of shareholders. This would have the effect of diluting your ownership in the company and could decrease the value of your stock.**

There are additional authorized but unissued shares of our common stock that may be later issued by our management for any purpose without the consent or vote of the stockholders that would dilute a stockholder's percentage ownership of the company. Our articles of incorporation authorize the issuance of up to 20,000,000 shares of common stock. We are also authorized to issue up to 1,000,000 shares of preferred stock. Preferred stock may be issued in series which may have dividend provisions, voting, conversion and liquidation rights as well as redemption and/or sinking fund provisions that will be superior in preference and right to shares of common stock. No series or classes of preferred stock are currently authorized or issued or outstanding.

#### *Off-Balance Sheet Arrangements*

The Company has no off-balance sheet arrangements nor does it have any significant elements of income or loss that do not arise from its continuing operations nor does it have any current material commitments for capital expenditures.

#### Part E. Issuance History

Item 17. List of Securities Offerings and Shares issued for services in the past two years

The Company completed its initial public offering in November, 1993 and received net proceeds of \$13.1 million after offering costs. The Company has not conducted any subsequent securities offerings since 1993 and none in the past two years. The Company issued a total of 3,000,000 shares of its stock to certain officers and employees in March, 2012 and none for the prior two fiscal years. The shares issued in 2012 were for services and were valued at \$.015 per share, based on the market price of the Company's common stock as of the date of issuance. The shares were issued in restricted form, with the certificates bearing restrictive legends. The shares were issued in reliance on Section 4(2) of the Securities Act of 1933, as amended, as well as other federal and state exemptions from registration.

#### Part F Exhibits

Item 18. Material Contracts

Other than as described herein, there are no other agreements to which directors, officers, promoters, voting trustees, securities holders named in this Disclosure Statement or their Designated Advisors for Disclosure, if any, are parties.

Furthermore, there are no contracts upon which the Company's business is substantially dependent.

Item 19. Articles of Incorporation and Bylaws

The Company's Articles of Incorporation and its Bylaws were posted to the OTC Disclosure and News Service on March 27, 2012.

Item 20. Purchases of Equity Securities By Issuer and Affiliated Purchasers

None.

Item 21. Issuer's Certifications

I, Glenn Bollinger, certify that:

1. I have reviewed this Annual Report of Bollinger Industries, Inc.;
2. Based upon my knowledge, this disclosure statement does not contain any untrue statements 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 upon 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.

Date: June 26, 2012

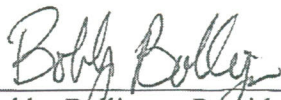
  
\_\_\_\_\_  
Glenn Bollinger, CEO, CFO

I, Bobby Bollinger, certify that:

1. I have reviewed this Annual Report of Bollinger Industries, Inc.;
2. Based upon my knowledge, this disclosure statement does not contain any untrue statements 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 upon 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.

Date: June 26, 2012

  
\_\_\_\_\_  
Bobby Bollinger, President

## EXHIBITS

### Designation

Exhibit A

### Description

Financial Statements for the fiscal years  
ended March 31, 2012 and March 31, 2011