

OTC Markets Alternative Reporting Application

DIRECT PET HEALTH HOLDINGS, INC.

<u>Nevada</u> (State or other jurisdiction of Incorporation or formation)	<u>91-1961912</u> (IRS employer identification number)
<u>12720 Hillcrest Road Suite 750 Dallas, TX.</u>	<u>75230</u>
(Address of principal executive offices)	(Zip Code)

Issuer's telephone number: (214) 365 3099

Facsimile number: (214) 239 2725

Email: bglennjr@mac.com

<u>Title of each class</u>	<u>Name of Exchange on which to be so registered each class to be registered</u>
Common Stock \$.001	
Preferred Stock \$.001	N/A

Part A. General Company Information

Item 1

Direct Pet Health Holdings, Inc. was incorporated in Nevada by Mr. Kevin Grace (President & Director) as Apex Sports.com, Inc. on February 17, 1999, as a Development Stage Company. The Company was renamed Quad X Sports.com, Inc. in March 1999. The Company's business strategy was to make acquisitions within the extreme sports industry. The Company was unable to make any acquisitions, ceasing operations in 2000. The Company was renamed Bethel Holdings in August 2001 with Art Malone named CEO & Chairman. The business strategy involved seeking attractive business combinations. No operations commenced or acquisitions completed during Malone's tenure. The Company was renamed Direct Pet Health Holdings, Inc. in June 2006 with Michael Scaccia elected CEO and Director. His strategy was to seek combinations in online pet health products. Operations never commenced and Mr. Scaccia filed a Form 15 12(g) with the SEC on October 28, 2008, voluntarily de-registering the Company's shares.

On May 5th, 2011, Ranga Blu LLC. petitioned the Clark County District Court in Nevada (Case # A-11-640651-B) seeking to be appointed Custodian for the Company claiming that management had abandoned the corporation by not paying certain State fees. Ranga Blu was subsequently so appointed but failed to forward the funds required by the Court Order to remedy the delinquent State fees and in October 2011 Pegasus Funds LLC, ("Pegasus") reached agreement with Michael Scaccia, the CEO of record for the Company, and forwarded the delinquent fees to the State of Nevada, sufficient to renew the Company's good standing. Upon renewal, Mr. W. Brown Glenn Jr. was elected CEO, and Director on October 24, 2011. Simultaneously, Pegasus negotiated a settlement with Ranga Blu whereby the Company would issue to Ranga Blu, 900,000 shares of Common Stock and \$40,000 cash and Ranga Blu's petition was discharged and dismissed by the Clark County District Court on November 22nd, 2011. As compensation for providing the funds for the renewal of the charter, and the legal fees and cash portion of the Ranga Blu settlement, Pegasus received two shares of Preferred Stock and 1,278,542 shares of common stock bringing the total capitalization of the Company at June 30, 2012 to 60,000,000 shares of Common Stock and 2 shares of Preferred Stock issued and outstanding.

Item 2

12720 Hillcrest Road
Suite 750
Dallas, TX. 75230

Item 3

Nevada Corporation

Laughlin Associates - Registered Agent
2533 North Carson Street
Carson City, NV. 89706

Part B Share Structure

Items 4, 5, 6, 7

Our authorized capital stock trades under the symbol "DPHG" (CUSIP # 2547U108) and consists of 100,000,000 shares of common stock, par value \$0.001 per share, and 10,000,000 shares of preferred stock, par value \$0.001 per share, the rights and preferences of which may be established from time to time by our board. As of June 30, 2012, there were 60,000,000 shares of common stock and 2 shares of preferred stock issued and outstanding. It is the intention of the board to undertake a 200 to one reverse split of the outstanding common shares during the 3rd Quarter of this year.

The transfer agent for the company's shares is:

Madison Stock Transfer
P.O. Box # 290-145
Brooklyn, NY. 11229-0145
Tel: (718) 627 4453

Part C Business Information

Items 8,9,10

The Company originally was formed as a vehicle to pursue business combinations and has made efforts to identify possible business combinations. At the current time, the Company has not entered into a letter of intent concerning any target business. The business purpose of the Company is to seek the acquisition of, or merger with, an existing company. The Company has selected December 31 as its fiscal year end.

The Company, based on proposed business activities, is a "blank check" company. The U.S. Securities and Exchange Commission (the "SEC") defines those companies as "any development stage company that is issuing a penny stock, within the meaning of Section 3 (a)(51) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and that has no specific business plan or purpose, or has indicated that its business plan is to merge with an unidentified company or companies." Under SEC Rule 12b-2 under the Securities Act of 1933, as amended (the "Securities Act"), the Company also qualifies as a "shell company," because it has no or nominal assets (other than cash) and no or nominal operations. Many states have enacted statutes, rules and regulations limiting the sale of securities of "blank check" companies in their respective jurisdictions. Management does not intend to undertake any efforts to cause a market to develop in our securities, either debt or equity, until we have successfully concluded a business combination. The Company intends to comply with the periodic reporting requirements of the Exchange Act for so long as it is subject to those requirements.

The Company was organized as a vehicle to investigate and, if such investigation warrants, acquire a target company or business seeking the perceived advantages of being a publicly held corporation. The Company's principal business objective for the next 12 months and beyond such time will be to achieve long-term growth potential through either; (1) A combination with an existing business or, (2) Acquisition of existing revenue streams. The Company will not restrict its potential candidate target companies to any specific business, industry or geographical location

and, thus, may acquire any type of business.

The Company currently neither rents nor owns any properties. The Company utilizes the office space and equipment of its management at no cost. The company's CEO estimates such amounts to be currently immaterial. The company intends to issue up to 1,000,000 common shares at \$2.00 per share from accredited investors as its initial capital. This raise of up to \$2,000,000 will cover compliance and operating costs as the company steps up its acquisition activities.

Part D Management Structure and Financial Information

Item 11

Mr. W. Brown Glenn Jr. (58) is the Company's Chief Executive Officer, Secretary and Director. He has spent over thirty years in finance and management. He is currently Managing Director of Pegasus Funds, LLC., an alternative investment partnership located in Dallas Texas. His professional career included 14 years in New York with the Corporate Finance and Investment Banking departments of Smith Barney Harris Upham & Co., Merrill Lynch, and Nippon Credit Bank's U.S. Investment and Merchant banking subsidiary Eastbridge Capital and Asset Management. At Eastbridge, he was the Senior Vice President and Co-head of Corporate Finance.

Prior to forming Pegasus, Mr. Glenn had been associated with Diversified Corporate Resources, Inc., an AMEX-listed staffing company where he served, initially, as Independent Director and Audit Committee Chairman, and ultimately the company's President. In addition, he also served as Chief Financial Officer and Director of Ergobilt Inc., an NASDAQ-listed ergonomic manufacturing company. He also served as a Director and CEO of Safeguard Security Holdings, Inc.

He is a graduate of the University of North Carolina at Chapel Hill with a degree in Business Administration.

Item 12 & 13

FINANCIAL STATEMENTS AND EXHIBITS

Item 20

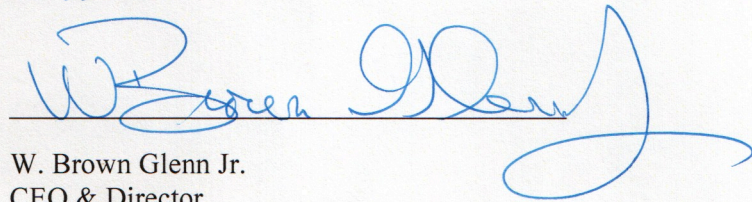
There have been no purchases of shares by company affiliates during the period covering fiscal 2010 through June 30, 2012.

Item 21

I W. Brown Glenn Jr. certify that:

1. I have reviewed this annual and interim disclosure statement of Direct Pet Health 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.

July 26, 2012

A handwritten signature in blue ink, appearing to read "W. Brown Glenn Jr.", is written over a horizontal line.

W. Brown Glenn Jr.
CEO & Director