

FREEDOM ENERGY HOLDINGS, INC.
QUARTERLY REPORT
For The Period Ended June 30, 2013



FREEDOM ENERGY HOLDINGS, INC.
QUARTERLY REPORT
FOR THE PERIOD ENDING JUNE 30, 2013

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Item 1: Name of the issuer

Freedom Energy Holdings, Inc. is formerly known as:

- Formerly=Freedom Financial Holdings until January 2010
- Formerly=Titan Holdings until April 2006
- Formerly=Northern Business Acquisition Corp until February 2006

Item 2: Address of the Issuer's Principal Executive Offices

Address: 531 Airport North Office Park, Fort Wayne, Indiana 46825

Telephone: 260-490-9990

Fax: 866-745-8713

Item 3: Security Information**COMMON STOCK TRADING SYMBOL: FDMF**

CUSIP: 35637N304

PAR VALUE: \$0.0001

	For the period ended June 30,, 2013
i.	
ii. Number of shares authorized:	10,000,000,000
iii. Number of shares outstanding:	2,555,036,558
iv. Freely tradable shares (public float); approximately:	551,461,195
v. Total number of beneficial shareholders:	500
vi. Total number of shareholders of record:	500

PREFERRED STOCK

CUSIP: NONE

PAR VALUE: \$0.0001

	For the period ended June 30,, 2013
i.	
ii. Number of Shares authorized	100,000,000

Class A:

iii	
. Number of shares outstanding	2

PREFERRED STOCK

CUSIP: NONE

PAR VALUE: \$0.0001

For the period

ended

June 30,,

2013

i.

Class B:

iii

. Number of shares outstanding 225,484

Class C:

iii

. Number of shares outstanding 165,000

Class D:

iii

. Number of Shares outstanding 243,593

iv Freely tradable shares (public float);

. approximately 0

v. Total number of beneficial shareholders 63

vi

. Total number of shareholders of record 63

The name and address of the transfer agent.

Fidelity Transfer Company
8915 South 700 East, Suite 102
Sandy, UT 84070
Phone #801/562-1300
Fax #801/233-0589

Fidelity Transfer Company is registered under the Exchange Act

List any restrictions on the transfer of security:

None

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 August 1, 2012 the company initiated a notice of action to FINRA regarding a 1 to 1,000 reverse split of its common stock. The date of record is August 21, 2012 or as designated by FINRA.

Item 4: Issuance History

See Financial Statement in Item 5 following. Also see Note 6: Shareholders' Equity, in the Notes to Financial Statements.

Item 5: Financial statements.

FREEDOM ENERGYHOLDINGS, INC.	
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FREEDOM ENERGY HOLDINGS, INC.
BALANCE SHEETS

Unaudited

	June 30, 2013	September 30, 2012
Assets		
Current assets:		
Cash.....	\$ 19,550	\$ 10,271
Other current assets.....	698,487	325,000
Total current assets.....	718,037	335,271
Property and equipment, net (Note 4).....	—	768
Other assets:		
Intellectual properties (Note 4).....	1,000,000	1,000,000
Shingle Recycling Joint Venture.....	50,000	—
Total other assets.....	1,050,000	1,000,000
Total assets.....	\$ 1,768,037	\$ 1,336,039
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts and notes payable:		
Accounts payable.....	\$ 67,514	\$ 154,035
Accrued interest.....	13,489	7,444
Total current liabilities.....	81,003	161,479
Long term debt: net of current maturities: (Note 4)		
Notes payable	534,406	114,406
Total liabilities.....	615,409	275,885
Shareholders' equity: (Note 6)		
Preferred stock, \$.0001 par value. Authorized 100,000,000 shares, 633,577 (Unaudited) and 667,607 (Unaudited), shares issued and outstanding, respectively.....	63	67
Common stock, \$.0001 par value. Authorized 10,000,000,000 shares, 2,555,036,558 (Unaudited) and 5,036,558 (Unaudited) shares issued and outstanding, respectively.....	255,503	503
Additional paid-in capital.....	7,796,414	8,136,710
Retained deficit.....	(6,899,352)	(7,077,126)
Total shareholders' equity.....	1,152,628	1,060,154
Total liabilities and shareholders' equity	\$ 1,768,037	\$ 1,336,039

See accompanying notes to financial statements

FREEDOM ENERGY HOLDINGS, INC.
STATEMENTS OF OPERATIONS

Unaudited

	Three months ended June 30,		Nine months ended June 30,	
	2013	2012	2013	2012
Revenue:				
Consulting fees.....	\$ 107,500	\$ —	\$ 250,522	\$ 10,000
Total revenue.....	107,500	—	250,522	10,000
Costs and expenses:				
Professional fees.....	3,200	48,065	25,796	371,288
Selling, general and administrative expenses.....	38,168	46,763	116,068	117,193
Rent.....	2,700	2,700	8,100	8,100
Research and development.....	—	49	—	3,942
Total operating expenses.....	44,068	97,577	149,964	500,523
Income (loss) from operations.....	63,432	(97,577)	100,558	(490,523)
Other income (expense):				
Gain on holding equity securities.....	(964,545)	—	112,000	—
Loss on investment.....	—	—	—	(71,300)
Loss on sale of building.....	—	—	—	(718,993)
Discontinued operations.....	—	(3,133)	(877)	(81,935)
Income (loss) before Interest and depreciation.....	(901,113)	(100,710)	211,681	(1,362,751)
Interest, depreciation, taxes and amortization:				
Interest expense, related party (Note 3)	—	(62,881)	—	(141,801)
Interest expense-other, depreciation and amortization.....	(15,637)	(4,732)	(33,907)	(24,579)
Loss before income taxes.....	(916,750)	(168,323)	177,774	(1,529,131)
Income tax provision (Note 5).....	—	—	—	—
Net income (loss)	\$ (916,750)	\$ (168,323)	\$ 177,774	\$ (1,529,131)
Income (loss) per common shares - basic and diluted.....	\$ 0.000	\$ (0.033)	\$ 0.000	\$ (0.304)
Weighted average common shares outstanding				
basic and diluted.....	2,516,575,020	5,036,585	1,884,706,888	5,036,585

See accompanying notes to financial statements

FREEDOM ENERGY HOLDINGS, INC.
STATEMENT OF CHANGE IN SHAREHOLDERS' EQUITY
FOR THE PERIOD ENDING JUNE 30, 2013
(Unaudited)

	Preferred Stock		Common Stock		Additional	Retained	
	Shares	Par Value	Shares	Par Value	paid-in Capital	Deficit	Total
Net loss as of September 30, 2012 (Unaudited).....	—	—	—	—	—	(1,589,551)	(1,589,551)
Balance at September 30, 2012 (Unaudited).....	667,607	\$ 67	5,036,558	\$ 503	\$ 8,136,710	\$ (7,077,125)	\$ 1,060,154
Issued 2 Billion shares of restricted common stock to a related party for control (Note 6).....	—	—	2,000,000,000	200,000	—	—	200,000
Converted 20,000 shares of Pref D into 2 Billion shares of common to a related party for control (Note 6).....	(20,000)	(2)	—	—	(199,998)	—	(200,000)
Converted 5,500 shares of Pref D into 550 million shares of common to a non-related party (Note 6).....	(5,500)	(1)	550,000,000	55,000	(54,999)	—	—
Sale of 10,000 shares of Pref B for cash to a non related parties (Note 6).....	10,000	1	—	—	99,999	—	100,000
Purchased back 4,500 shares of Preferred C from a non-related party at \$10.00 per share on (Note 6).....	(4,500)	—	—	—	(45,000)	—	(45,000)
Purchased back 6,750 shares of Preferred D from a related party at \$10.00 per share on (Note 6).....	(6,750)	(1)	—	—	(67,499)	—	(67,500)
Purchased back 7,280 shares of Preferred D from a non-related party at \$10.00 per share on (Note 6).....	(7,280)	(1)	—	—	(72,799)	—	(72,800)
Net income as of June 30, 2013 (Unaudited).....	—	—	—	—	—	177,774	177,774
Balance at June 30, 2013 (Unaudited).....	633,577	\$ 63	2,555,036,558	\$ 255,503	\$ 7,796,414	\$ (6,899,351)	\$ 1,152,628

See accompanying notes to financial statements

**FREEDOM ENERGY HOLDINGS INC.
STATEMENTS OF CASH FLOWS**

Unaudited

	Nine months ended June 30,	
	2013	2012
Cash flows from operating activities:		
Net income (loss).....	\$ 177,774	\$ (1,529,131)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Depreciation and amortization.....	768	11,383
Stock issued in the extinguishment of debt.....	—	210,135
Shares of common stock issued in exchange for services & debt.....	—	300,000
Changes in operating assets and liabilities, excluding effects of business combinations:		
Prepaid expenses and other current assets.....	(373,487)	61,193
Accounts payable.....	(86,521)	87,514
Accrued interest.....	6,045	(10,395)
Accrued interest related party.....	—	(70,731)
Net cash used in operating activities.....	<u>(275,421)</u>	<u>(940,032)</u>
Cash flows from investing activities:		
Investment in shingle recycling joint venture.....	(50,000)	—
Purchase/Sale of property and equipment.....	—	1,265,630
Net cash used in investing activities.....	<u>(50,000)</u>	<u>1,265,630</u>
Cash flows from financing activities:		
Proceeds from lines of credit, notes payable, bridge loans and current portion of long-term debt.....	420,000	153,003
Repayments of notes payable.....	—	(643,548)
Repayments of capital lease obligations.....	—	(1,087)
Buy Back and conversion of preferred stock.....	(185,300)	(48,500)
Proceeds from stock sales.....	100,000	329,477
Net cash provided by financing activities.....	<u>334,700</u>	<u>(210,655)</u>
Net change in cash and cash equivalents.....	9,279	114,943
Cash and cash equivalents:		
Beginning of period.....	<u>10,271</u>	<u>4,854</u>
End of period.....	<u>\$ 19,550</u>	<u>\$ 119,797</u>
Supplemental disclosure of cash flow information:		
Cash paid during the period for:		
Income taxes.....	\$ —	\$ —
Interest.....	<u>\$ 33,140</u>	<u>\$ 13,195</u>

See accompanying notes to consolidated financial statements

FREEDOM ENERGY HOLDINGS, INC.
NOTES TO FINANCIAL STATEMENTS
(Unaudited)

NOTE 1: NATURE OF BUSINESS

ORGANIZATION

Freedom Energy Holdings, Inc. (FDMF), a Maryland corporation formed in September 2005, is a holding company with a focus on the identification of opportunities within the oil & energy sectors. In August of 2008 in response to market conditions deeply advantageous for the company and its stockholders, FDMF acquired KC-9000®, the company's proprietary Heavy Oil technology, to assist in the recovery of "Heavy Oil". In 2011 the company developed a new product named SR 139 (Patent Pending) to extract hydro-carbons from asphalt shingles. The company management also consults with other private and public companies.

The Company is headquartered in Fort Wayne, Indiana.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

GOING CONCERN

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating cost and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan to obtain such resources for the Company include, obtaining capital from management and significant stockholders sufficient to meet its minimal operating expenses. However, management cannot provide any assurance that the Company will be successful in accomplishing any of its plans.

There is no assurance that the Company will be able to obtain sufficient additional funds when needed or that such funds, if available, will be obtainable on terms satisfactory to the Company. In addition, profitability will ultimately depend upon the level of revenues received from business operations. However, there is no assurance that the Company will attain profitability. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

ADVERTISING

Advertising cost are expensed as incurred. There were \$456 in advertising expenses incurred as of June 30, 2013 and \$2,585 as of June 30, 2012.

USE OF ESTIMATES

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and reported amounts of revenues and expenses during the reporting year. Actual results could differ from those estimates.

FREEDOM ENERGY HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

CASH

The Company considers all highly liquid investments with an original maturity of three months or less at the date of acquisition to be cash equivalents. There were no cash equivalents at June 30, 2013 or September 30, 2012.

COLLECTIBILITY OF ACCOUNTS RECEIVABLE

The Company reflects accounts receivable at their net realizable value. Yearly, management assesses the collectability of accounts and notes receivable. A considerable amount of judgment is required in order to make this assessment, including an analysis of historical bad debts, a review of the aging of the receivables and the current creditworthiness of certain customers and debtors. The Company has not recorded an allowance for doubtful accounts at June 30, 2013, as management feels that all are collectible. However, if the financial condition of any customers or debtors was to deteriorate and their ability to make required payments became impaired, an increase in the allowance may be required.

PROPERTY AND EQUIPMENT

Property and equipment are recorded at cost. Expenditures that extend the useful lives of assets are capitalized. Repairs, maintenance and renewals that do not extend the useful lives of the assets are expensed as incurred. Depreciation is provided on the straight-line method over the following estimated useful lives:

Equipment	3-5 years
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REVENUE RECOGNITION

The Company derives revenue from the sale of its proprietary technology KC9000 and SR-139 and from consulting arrangements with clients. The consulting revenue is generated by hourly fee structure or fixed contract costs, based on expected time to complete, additionally, costs incurred may be billed, as defined by the contractual arrangements. The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.

RESEARCH AND DEVELOPMENT

The Company expenses research and development costs when incurred. Research and development costs include engineering and testing of product and outputs. Indirect costs related to research and developments are allocated based on percentage usage to the research and development. We spent \$-0- and \$3,942 for the years ended June 30, 2013 and 2012, respectively.

DEFERRED INCOME TAXES AND VALUATION ALLOWANCE

The Company accounts for income taxes under FASB ASC 740 "Income Taxes." Under the asset and liability method of FASB ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under FASB ASC 740, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the year the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

FREEDOM ENERGY HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

NET INCOME (LOSS) PER COMMON SHARE

Net income (loss) per share is calculated in accordance with FASB ASC 260, "Earnings Per Share." The weighted-average number of common shares outstanding during each year is used to compute basic earning or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at June 30, 2013 and at June 30, 2012. As of June 30, 2013 and at June 30, 2012, the Company had no dilutive potential common shares.

SHARE-BASED EXPENSES

FASB ASC 718 "Compensation – Stock Compensation" prescribes accounting and reporting standards for all stock-based payments award to employees, including employee stock options, restricted stock, employee stock purchase plans and stock appreciation rights, may be classified as either equity or liabilities. The Company determines if a present obligation to settle the share-based payment transaction in cash or other assets exists. A present obligation to settle in cash or other assets exists if: (a) the option to settle by issuing equity instruments lacks commercial substance or (b) the present obligation is implied because of an entity's past practices or stated policies. If a present obligation exists, the transaction should be recognized as a liability; otherwise, the transaction should be recognized as equity the Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of FASB ASC 505-50 "Equity – Based Payments to Non-Employees." Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

CONVERTIBLE PREFERRED STOCK

The Company applies EITF Issue No. 98-5 "Accounting for Convertible Securities with Beneficial Conversion Features or Contingently Adjustable Conversion Ratios" to convertible securities with beneficial conversion features that must be settled in stock. This Issue also applies to instruments with conversion features that are not beneficial at the commitment date but that become beneficial upon the occurrence of a future event, such as an initial public offering.

According to EITF 98-5, the embedded beneficial conversion feature should be recognized and measured by allocating a portion of the proceeds equal to the intrinsic value of that feature to additional paid-in capital. That amount should be calculated at the commitment date as the difference between the conversion price and the fair value of the common stock or other securities into which the security is convertible, multiplied by the number of shares into which the security is convertible (intrinsic value).

According to EITF 98-5, the commitment date is the date when an agreement, as to terms, has been reached and the investor is committed to purchase the convertible securities.

RECENTLY IMPLEMENTED STANDARDS

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the *FASB Accounting Standards Codification*TM ("ASC") is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company. Management has reviewed the aforementioned rules and releases and believes any effect will not have a material impact on the Company's present or future financial statements

FREEDOM ENERGY HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

NOTE 3: RELATED PARTY TRANSACTIONS

During the period ending June 30, 2013, the company repurchased from Brian Kistler, CEO, director and shareholder of the company a total of 6,750 Class D Convertible Preferred Shares @ \$10.00 per share.

During the period ending June 30, 2013, the Company issued 2 billion shares of its common stock to Brian Kistler, CEO, director and shareholder of the company in exchange for 20,000 shares of Preferred D series shares. The shares were issued with restrictions pursuant to Section 4(2) of the Securities Act.

NOTE 4: BALANCE SHEET COMPONENTS

PROPERTY AND EQUIPMENT

PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at:

	June 30, 2013		September 30, 2012
Equipment	\$ 10,314	\$	10,314
Less accumulated depreciation	(10,314)		(9,546)
	<u>\$ 0</u>	<u>\$</u>	<u>768</u>

Depreciation expense for the period ending June 30, 2013 \$768.

INTELLECTUAL PROPERTIES

The Company has not identified the future economic benefit of its intellectual properties. Therefore the company has not introduced an impairment measurement or testing procedure as of June 30, 2013.

LONG-TERM DEBT

Notes payable consisted of the following as of June 30, 2013:

	June 30, 2013	September 30, 2012
Fixed loan payable to Bruce Miller, non- related party. The loan is interest only at a fixed rate of 12%. Monthly payments are interest only until the principal can be paid in full. The note does not carry a maturity date.	\$ 420,000	-0-
Fixed loan payable to Louis Stephens, a non related party. The loan is interest only at a fixed rate of 15%. Monthly payments are deferred until a payment schedule can be arranged or paid in full. The note does not carry a maturity date.	2,000	2,000
Convertible promissory note payable to Stan Lipp, a non related party. The loan carries an eight percent (8%) annual percentage interest rate. Monthly payments are deferred until a payment schedule can be arranged	100,000	100,000

FREEDOM ENERGY HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

or paid in full. The Company can at any point choose to convert the debt to common stock to be issued as payment in full. The note does not carry a maturity date.

Fixed loan payable to Herbert Hunt, a non related party. The monthly payments are deferred until a payment schedule can be arranged or paid in full. The note carries a 0%, interest rate.	\$	12,406	12,406
Total long-term debt		534,406	114,406
Less: current maturities		0	-0-
Notes payable, net of current maturities	\$	534,406	114,406

CAPITAL LEASE

The Company leased equipment under capital leases expiring in 2012. The assets and liabilities under capital leases are recorded at the lower of the present value of the minimum lease payments or the fair value of the assets. The assets are amortized over the lower of their related lease terms or their estimated productive lives.

Office equipment held under capital leases at June 30, 2013 totaled \$-0-

NOTE 5: INCOME TAXES

The Company has not recognized an income tax benefit for its operating losses generated based on uncertainties concerning its ability to generate taxable income in future years. The tax benefit for the years presented is offset by a valuation allowance established against deferred tax assets arising from the net operating losses and other temporary differences, the realization of which could not be considered more likely than not. In future years, tax benefits and related deferred tax assets will be recognized when management considers realization of such amounts to be more likely than not. As of June 30, 2013 the Company has incurred losses of \$6,899,352. The net operating loss in the amount of \$6,899,352, resulting from operating activities, result in deferred tax assets of approximately \$2,345,780 at the effective statutory rates. The deferred tax asset has been off-set by an equal valuation allowance.

NOTE 6: SHAREHOLDERS' EQUITY

AUTHORIZED CAPITAL

The Company's authorized capital stock consists of 10,000,000,000 shares of \$0.0001 par value per share Common Stock and 100,000,000 shares of \$0.0001 par value per share preferred stock.

On August 1, 2012 the company initiated a notice of action to FINRA regarding a 1 to 1,000 reverse split of its common stock. The date of record is August 21, 2012 or as designated by FINRA.

During the period ending June 30, 2013, the Company issued 2 billion shares of its common stock to Brian Kistler, CEO, director and shareholder of the company in exchange for 20,000 shares of Preferred D series shares. The shares were issued with restrictions pursuant to Section 4(2) of the Securities Act.

During the period ending June 30, 2013, the company repurchased from Brian Kistler, CEO, director and shareholder of the company a total of 6,750 Class D Convertible Preferred Shares @ \$10.00 per share.

During the period ending June 30, 2013, the Company issued 5,000 shares of its Preferred B stock to an unrelated party. The shares were issued in exchange for cash of 50,000 at \$10 per share. The shares were issued with restrictions pursuant to Section 4(2) of the Securities Act.

FREEDOM ENERGY HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

During the period ending June 30, 2013, the company repurchased from an unrelated party a total of 4,500 Class C Convertible Preferred Shares @ \$10.00 per share.

During the period ending June 30, 2013, the company repurchased from an unrelated party a total of 7,280 Class D Convertible Preferred Shares @ \$10.00 per share.

During the period ending June 30, 2013, the company allowed the conversion of 3,500 Class D Convertible Preferred Shares into 350,000,000 common shares to several non-related parties.

NOTE 7: WARRANTS AND OPTIONS

During the year ending June 30, 2013, 257,860 options/warrants expired. The Company at June 30, 2013 has a combined 1,884,765 options/warrants at a weighted average exercise price of \$2.97. The remaining options and warrants expire at various times between 2013 and 2019.

NOTE 8: SUBSEQUENT EVENTS

In accordance with ASC 855-10, the company has analyzed its operations subsequent to June 30, 2013, through the date these financial statements were issued (date of filing with the Securities and Exchange Commission), and has determined that it does not have any material subsequent events to disclose in these financial statements other than the events discussed below.

In July 2013, the company allowed the conversion of 250 Class D Convertible Preferred Shares into 25,000,000 common shares to a non-related party.

Item 6: Describe the Issuer's Business, Products and Services

Date and State (or Jurisdiction) of Incorporation: Maryland in June 2005

Issuer's primary and secondary SIC Codes; Primary: 7389 ; Secondary: None

Issuer's fiscal year end date; September 30,

A. Plan of Operation.

Freedom Energy Holdings, Inc., a Maryland corporation, (the "Company"). The Company is a holding company with a focus on the identification of opportunities within the oil & energy sectors. In August of 2008 in response to market conditions deeply advantageous for the company and its stockholders, FDMF acquired KC-9000®, the company's proprietary Heavy Oil technology, to assist in the recovery of "Heavy Oil". In 2011 the company developed a new product named SR 139 (Patent Pending) to extract hydro-carbons from asphalt shingles. The company management also consults with other private and public companies.

In addition to the above, the company's management is also working as a corporate consultant to other private and public companies. This has been the main source of revenue and will be for the near future.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following Management's Discussion and Analysis of Financial Condition and Results of Operations contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors, including those set forth under "Risk Factors" and elsewhere in this report. The management's discussion, analysis of financial condition, and results of operations should be read in conjunction with our financial statements and notes thereto contained elsewhere in this Annual Report.

Results of Operations

For the nine months ending June 30, 2013 Compared to the nine months ending June 30, 2012.

Revenues

Total Revenues. Total revenues were \$250,522 for the period ending June 30, 2013 and \$10,000 for the period ending June 30, 2012. The increase was due to revenues generated by Consulting fees by the Company.

Operating Expenses

Total operating expenses. Total operating expenses was \$149,9646 for the period ending June 30, 2013 and \$500,523 for the period ending June 30, 2012. Total expenses consist of Professional fees, selling, general and administrative expenses, Rent and Research and development.

Professional fees. Professional fees were \$25,796 for the nine months ending June 30, 2013 and \$371,288 for the nine months ending June 30, 2012. Professional fees consist of legal, consulting and accounting expenses.

Selling, general and administrative expenses. Selling, general and administrative expenses were \$116,068 for the nine months ending June 30, 2013 and \$117,193 for the nine months ending June 30, 2012. This result is from the cost associated general administrative expenses.

Other income and expenses

Gain on holding equity securities. Gain on holding equity securities was \$112,000 for the nine months ending June 30, 2013 and \$-0- for the nine months ending June 30, 2012. This result is from of certain equity positions held in common stock of companies that are quoted on the OTCBB. These securities are freely tradable.

Loss on investment. Loss on investment expense was \$-0- for the nine months ending June 30, 2013 and \$71,300 for the nine months ending June 30, 2012. This is the result of investment income expected and management determined the receivable was not likely to be collected.

Loss on sale of building. Loss on sale of building expense was \$-0- for the nine months ending June 30, 2013 and \$718,993 for the nine months ending June 30, 2012. This is an extraordinary item and the result of the short sale of the building located at 6615 Brotherhood Way, Fort Wayne, IN.

Discontinued operations. Discontinued operations expense was \$877 for the nine months ending June 30, 2013 and \$81,935 for the nine months ending June 30, 2012. This result is from the closing of FFMC and the sale of FEI. Management anticipates that expenses from discontinued operations will be concluded in 2013.

Interest expense, related party. Interest expense, related party was \$-0- for the nine months ending June 30, 2013 and \$141,801 for the nine months ending June 30, 2012. This result is from an officer and director of the company paying certain cost and expenses on behalf of the Company. The corresponding note payable for the nine months ending June 30, 2013 is \$-0-. The decrease is due to a reduction in the principal amount of the notes payable and issuance of Series C Preferred stock.

Interest expense-other, depreciation and amortization. Interest expense other was \$33,907 for the nine months ending June 30, 2013 and \$24,579 for the nine months ending June 30, 2012. This result is due to the reduction of debt from 2012 to 2013.

Net income (loss). Net Income (loss) for the nine months ending June 30, 2013 was \$177,774 and (\$1,529,131) for the nine months ending June 30, 2012. The net income for the period ending June 30, 2013 was from results of operations. The loss for the period ending June 30, 2012 is the result of the extraordinary items, Loss on investment, Loss on sale of building and Discontinued operations.

Financial Condition

Total assets. Total assets at June 30, 2013 were \$1,768,037 and \$1,336,039 at September 30, 2012. Total assets consist of the balance of cash, property and equipment, intellectual property and investment in shingle recycling joint venture. The change in total assets is the result of the sale of the building located at 6615 Brotherhood Way and investments into marketable securities and shingle recycling joint venture.

Cash at June 30, 2013 was \$19,550 and \$10,271 at September 30, 2012. The increase is due to a sale of Preferred B stock to a non related party and income from our consulting services.

Other current assets at June 30, 2013 and September 30, 2012 was \$698,487 and \$325,000, respectively. This change is due to an investment of cash and equity securities which is primarily used for the leverage of other investments. Management believes that the investments are recoverable.

Property and equipment (net). Property and equipment (net) at June 30, 2013 was \$-0- and \$768 at September 30, 2012. The reduction in Property and equipment was due to the sale of the building located at 6615 Brotherhood Way, Fort Wayne, IN. Fixed assets at June 30, 2013 consist of computer equipment.

Intellectual properties at June 30, 2013 and September 30, 2012 was \$1,000,000, respectively. This is the result of the purchase and 100% ownership of our proprietary technology KC9000®. Management has not identified the future economic benefit of its intellectual properties. Therefore the company has not introduced an impairment measurement or testing procedure as of June 30, 2013.

Shingle recycling joint venture at June 30, 2013 and September 30, 2012 was \$50,000 and \$-0-, respectively. The change is due to a cash investment into a joint venture for the purpose of recycling asphalt shingles.

Accounts payables at June 30, 2013 was \$67,514 and \$154,035 at September 30, 2012. Accounts payables are primarily associated with the general administrative expenses. The decrease is due to certain payables being paid off.

Accrued interest at June 30, 2013 was \$13,489 and \$7,444 at September 30, 2012. A new note payable for the funds borrowed from a non related party to cover the short fall on the sale of the building located at 6615 Brotherhood Way, Fort Wayne, IN. The note payable carries an interest rate of 8% per annum. There is no required payment of principal and interest. The principal and interest will be paid when possible.

Long term debt at June 30, 2013 was \$534,406 and \$114,406 at September 30, 2012. The increase is the result of funds borrowed from a non related parties for operations.

Liquidity and Capital Resources

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern which contemplates, among other things, the realization of assets and satisfaction of liabilities in the ordinary course of business.

The Company had a profit for nine months ending June 30, 2013 of \$177,774 and has incurred a loss for the nine months ending June 30, 2012 of (\$1,529,131). The increase was due to an unrealized gain on equity securities held for resale. Because of the absence of positive cash flows from operations, the Company will require additional funding for continuing the development and marketing of products. These factors raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments that might result from the outcome of this uncertainty.

We are presently able to meet our obligations as they come due. At June 30, 2013 we had working capital of \$637,034, or the amount by which our current assets exceed our current liabilities. Our working capital was due to the results of operations.

Net cash used in operating activities for nine months ending June 30, 2013 was (\$275,421) and (\$940,032) for the nine months ending June 30, 2012. Net cash used in investing activities for nine months ending June 30, 2013 was (\$50,000) and \$1,265,630 for the nine months ending June 30, 2012. Net cash provided

by financing activities for the nine months ending June 30, 2013 was \$334,700 and (\$210,655) for the nine months ending June 30, 2012.

We anticipate that our future liquidity requirements will arise from the need to fund our growth from operations, pay current obligations and future capital expenditures. The primary sources of funding for such requirements are expected to be cash generated from operations and raising additional funds from the private sources and/or debt financing. However, we can provide no assurances that we will be able to generate sufficient cash flow from operations and/or obtain additional financing on terms satisfactory to us, if at all, to remain a going concern. Our continuation as a going concern is dependent upon our ability to generate sufficient cash flow to meet our obligations on a timely basis and ultimately to attain profitability. In addition, our Plan of Operation for the next twelve months is to raise capital to continue to expand our operations. We would most likely rely upon the transaction exemptions from registration provided by Regulation D, Rule 504(b), Rule 506 or conduct another private offering under Section 4(2) of the Securities Act of 1933. See "Note 2 – Going Concern" in our financial statements for additional information as to the possibility that we may not be able to continue as a "going concern."

C. Off-Balance Sheet Arrangements.

NONE

Item 7: describe the Issuer's Facilities

We are currently leasing our office at 531 Airport North Office Park, Fort Wayne, Indiana 46825

Item 8: Officers, Directors and Control Persons

A. Officers and Directors.

1. Full name;

Brian Kistler is the Chief Executive Officer and Director.

2. Business address;

531 Airport North Office Park, Fort Wayne, Indiana 46825

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates);

Brian Kistler -Freedom Energy Holdings, CEO 2005 to present

4. Board memberships and other affiliations;

Brian Kistler – KMRB Acquisitions, Inc.- CEO

Brian Kistler – Success Holding Group Corp, USA- President

Brian Kistler – Global Senior Enterprises, Inc- CEO

5. Compensation by the issuer; and

There is no compensation agreement and there has not been any compensation paid to any officer or director.

6. Number and class of the issuer's securities beneficially owned by each such person.

Brian Kistler -	2,003,317,763 common
	1 Preferred A share
	20,000 Preferred B Shares
	19,850 Preferred D Shares

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);

The foregoing persons have not had a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

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;

The foregoing persons have not had an 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 or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

The foregoing persons have not been found 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.

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.

The foregoing persons have not been the subject 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.

C. Beneficial Ownership. 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 agent of the corporate shareholders.

Brian Kistler, CEO – 531 Airport North Office Park, Fort Wayne, IN 46825

<u>Class of Stock</u>	<u>Shares owned</u>	<u>Percentage of Ownership</u>
Common	2,003,317,763	91%
Preferrerd A	1	100%
Preferred B	20,000	9%
Preferred D	19,850	8%

Item 9: Third Party Providers

Clifford J. Hunt, Esquire
Law Office of Clifford J. Hunt, P.A.
8200 Seminole Boulevard
Seminole, Florida 33772
(727) 471-0444 telephone
(727) 471-0447 facsimile
cjh@huntlawgrp.com
<http://www.huntlawgrp.com>

Item 10. Certifications

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).

I, Brian Kistler, certify that:

1. I have reviewed this annual disclosure statement of Freedom Energy 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.

This 19th day of August 2013



Brian Kistler
Principal Executive Officer
Principal Financial Officer