

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines



HOLISTIC ASSET FINANCE GROUP
Code: HAFG

Holistic Asset Finance Group Co., Ltd

A Nevada Corporation

2 Wall Street, 8th Floor
New York, NY 10005

+1 (646) 780-8118

Website: N/A

johnlao333@163.com

SIC - 6719

Amended Quarterly Report

For the Period Ending: September 30, 2020
(the "Reporting Period")

As of September 30, 2020, the number of shares outstanding of our Common Stock was:

33,628,185

As of June 30, 2020, the number of shares outstanding of our Common Stock was:

33,628,185

As of December 31, 2019, the number of shares outstanding of our Common Stock was:

3,628,185

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐

No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☒

No: ☐

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: ☐

No: ☒

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

Noble Quests, Inc.: March 16, 1998 to February 11, 2008

Legend Media, Inc.: February 11, 2008 to November 25, 2019

Holistic Asset Finance Group Co., (the “Company”): November 25, 2019 to Present

The Company was incorporated in Nevada on March 16, 1998. Effective February 11, 2008, the Company changed name from Noble Quests, Inc. to Legend Media, Inc.. Effective November 25, 2019, the Company changed name from Legend Media, Inc. to Holistic Asset Finance Group Co., Ltd. The Company's status with Nevada is active.

On May 8, 2020, the Company’s board of directors approved, by unanimous consent in lieu of meeting, to change the Company’s fiscal year end from June 30 to December 31, and an amended and restated by laws to reflect the change.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☒ No: ☐

On February 7, 2019, Joseph Arcaro filed an Application for Appointment of Custodian, petition number A-19-789026-P (the “Application”) with the District Court in Clark County, Nevada (the “Court”). On March 21, 2019, the Court issued an Order Granting Application for the Appointment of Joseph Arcaro as Custodian of the Company. On October 22, 2019, the Court entered an Order Granting Motion to Terminate Custodianship. Please refer to Note 1 of the Financial Statements of the Company, found at Item 4 of this Annual Report.

2) Security Information

| | | |
|--|---------------------|---------------------------------------|
| Trading symbol: | HAFG | |
| Exact title and class of securities outstanding: | <u>Common Stock</u> | |
| CUSIP: | <u>435107107</u> | |
| Par or stated value: | <u>\$0.001</u> | |
| Total shares authorized: | <u>600,000,000</u> | as of date: <u>September 30, 2020</u> |
| Total shares outstanding: | <u>33,628,185</u> | as of date: <u>September 30, 2020</u> |
| Number of shares in the Public Float: | <u>124,916</u> | as of date: <u>September 30, 2020</u> |
| Total number of shareholders of record: | <u>85</u> | as of date: <u>September 30, 2020</u> |

Additional class of securities (if any):

| | | |
|--|------------------------|---------------------------------------|
| Trading symbol: | N/A | |
| Exact title and class of securities outstanding: | <u>Preferred Stock</u> | |
| CUSIP: | <u>N/A</u> | |
| Par or stated value: | <u>\$0.001</u> | |
| Total shares authorized: | <u>10,000,000</u> | as of date: <u>September 30, 2020</u> |
| Total shares outstanding: | <u>See below</u> | |

| | | |
|--|---------------------------------|---------------------------------------|
| Trading symbol: | N/A | |
| Exact title and class of securities outstanding: | <u>Series A Preferred Stock</u> | |
| CUSIP: | <u>N/A</u> | |
| Par or stated value: | <u>\$0.001</u> | |
| Total shares designated: | <u>2,083,333</u> | as of date: <u>September 30, 2020</u> |
| Total shares outstanding: | <u>2,083,333</u> | as of date: <u>September 30, 2020</u> |

| | | |
|--|---------------------------------|---------------------------------------|
| Trading symbol: | N/A | |
| Exact title and class of securities outstanding: | <u>Series L Preferred Stock</u> | |
| CUSIP: | <u>N/A</u> | |
| Par or stated value: | <u>\$0.001</u> | |
| Total shares designated: | <u>1,000</u> | as of date: <u>September 30, 2020</u> |
| Total shares outstanding: | <u>1,000</u> | as of date: <u>September 30, 2020</u> |

Transfer Agent

Name: Corporate Stock Transfer, Inc.
Phone: 303-282-4800
Email: toula.akladios@equiniti.com

Is the Transfer Agent registered under the Exchange Act?

Yes: ☒ No: ☐

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

N/A

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 October 2, 2019, the Company's Board of Directors authorized a reverse one-for-one hundred (1-for-100) split of the Common Stock (the "Reverse Split"). The Reverse split had no effect on the authorized Common Stock or the authorized or issued and outstanding Preferred Stock. On October 25, 2019, the Company filed a notification of the reverse stock split (the "Notice") with the Financial Industry Regulatory Authority ("FINRA"). After completion of review by FINRA, on December 11, 2019, the outstanding Common Shares decreased to 3,628,185 shares. The Company has given retroactive effect for the reverse stock split in its financial statements and notes thereto for all periods presented

3) Issuance History

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

| Number of Shares outstanding as of <u>December 31, 2018</u> | <u>Opening Balance:</u> Common: <u>1,128,185</u> Preferred A: <u>2,083,333</u> | | | | | | | | |
|---|--|--|---------------------------|---|--|--|---|---|---|
| Date of Transaction | Transaction type (e.g. new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed). | Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable) | Restricted or Unrestricted as of this filing? | Exemption or Registration Type? |
| <u>May 30, 2019</u> | <u>New issuance</u> | <u>1,000</u> | <u>Series L Preferred</u> | <u>\$0.001</u> | <u>No</u> | <u>Algonquin Partners, Inc. (control person: Joe Arcaro)</u> | <u>Debt forgiveness</u> | <u>Restricted</u> | <u>Exemption: Section 4(a)(2) of the Securities Act</u> |
| <u>June 10, 2019</u> | <u>New issuance</u> | <u>2,500,000</u> | <u>Common</u> | <u>\$0.001</u> | <u>Yes</u> | <u>Algonquin Partners, Inc. (control person: Joe Arcaro)</u> | <u>Settlement of related party debt and consulting services</u> | <u>Restricted</u> | <u>Exemption: Section 4(a)(2) of the Securities Act</u> |
| <u>December 11, 2019</u> | <u>Reverse stock split</u> | <u>1-for-100 split*</u> | <u>Common</u> | <u>NA</u> | <u>NA</u> | <u>NA</u> | <u>NA</u> | <u>NA</u> | <u>NA</u> |
| <u>April 21, 2020</u> | <u>New issuance</u> | <u>20,000,000</u> | <u>Common</u> | <u>\$0.001</u> | <u>Yes</u> | <u>LIU Zhongkuo</u> | <u>Debt forgiveness</u> | <u>Restricted</u> | <u>Exemption: Section 4(a)(2) of the Securities Act</u> |
| <u>June 1, 2020</u> | <u>New issuance</u> | <u>10,000,000</u> | <u>Common</u> | <u>\$0.001</u> | <u>Yes</u> | <u>LIU Zhongkuo</u> | <u>In exchange for Mr. Liu's 75% equity ownership stake in Plural Capital Company Limited</u> | <u>Restricted</u> | <u>Exemption: Section 4(a)(2) of the Securities Act</u> |
| Shares Outstanding on <u>September 30, 2020:</u> | <u>Ending Balance:</u> Common <u>33,628,185</u> Preferred: <ul style="list-style-type: none"> Series A: <u>2,083,333</u> Series L: <u>1,000</u> | | | | | | | | |

*Fractional Shares Rounded Up to Nearest Number, Outstanding common shares were increased by 52 shares for rounding of shares in the reverse split. The Company has given retroactive effect for the reverse stock split in its financial statements and notes thereto for all periods presented.

B. Debt Securities, Including Promissory and Convertible Notes

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual):

Name: Mr. LIU Zhongkuo
Title: President
Relationship to Issuer: President

The unaudited interim financial statements as at September 30, 2020 and June 30, 2020, and for the three months ended September 30, 2020 and 2019 are included at the end of this report.

5) Issuer's Business, Products and Services

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company was organized as a Nevada corporation on October 28, 1999. The Company's majority-owned subsidiary, Plural Capital Company Limited, is a financial services firm based in Hong Kong which specializes in providing a complete range of financial advisory services on matters ranging from financial investment to mergers and acquisitions. For more complete information about the Company's corporate history, please refer to Note 1 of the Financial Statements of the Company, found at Item 4 of this Amended Quarterly Report.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference.

None as of September 30, 2020.

C. Describe the issuers' principal products or services, and their markets

The Company, through its subsidiary Plural Capital Company Limited, specializes in providing a complete range of financial advisory services on matters ranging from financial investment to mergers and acquisitions

6) Issuer's Facilities

None as of September 30, 2020.

7) **Officers, Directors, and Control Persons***

| Name of Officer/Director and Control Person | Affiliation with Company (e.g. Officer/Director/Owner of more than 5%) | Residential Address (City / State Only) | Number of shares owned | Share type/class | Ownership Percentage of Class Outstanding | Note |
|---|--|---|----------------------------------|-------------------------------------|---|---|
| <u>LIU Zhongkuo</u> | <u>President / Chief Executive Officer / Director</u> | <u>Shenzhen, China</u> | <u>10,300,000</u> | <u>Common</u> | <u>30.4%</u> | <u>N/A</u> |
| <u>CUI Yan</u> | <u>Treasurer / Chief Financial Officer / Secretary</u> | <u>Sydney, Australia</u> | <u>None</u> | <u>N/A</u> | <u>None</u> | <u>N/A</u> |
| <u>HUANG Huei-Ching</u> | <u>Director</u> | <u>Taipei, Taiwan</u> | <u>None</u> | <u>N/A</u> | <u>None</u> | <u>N/A</u> |
| <u>HUANG, Po-Yao</u> | <u>Greater than 5%</u> | <u>Taipei, Taiwan</u> | <u>5,000,000</u> | <u>Common</u> | <u>14.8%</u> | <u>N/A</u> |
| <u>HUANG, Yuan-Jhih</u> | <u>Greater than 5%</u> | <u>Taipei, Taiwan</u> | <u>5,000,000</u> | <u>Common</u> | <u>14.8%</u> | <u>N/A</u> |
| <u>YU, Szu-Wu</u> | <u>Greater than 5%</u> | <u>Taipei, Taiwan</u> | <u>9,747,000</u> | <u>Common</u> | <u>28.7%</u> | <u>N/A</u> |
| <u>Joy Success Co. Ltd.</u> | <u>Greater than 5%</u> | <u>Taipei, Taiwan</u> | <u>2,500,000</u> <u>1,000</u> | <u>Common</u> <u>Preferred L</u> | <u>7.4%</u> <u>100%</u> | <u>Control Person: HUANG Huei-Ching</u> |
| <u>Maoming Ching Fund</u> | <u>Greater than 5%</u> | <u>Grand Cayman, Cayman Islands</u> | <u>2,083,333</u> | <u>Preferred A</u> | <u>100%</u> | <u>Control Person: Unknown</u> |

*Amounts reflected are as of the date of filing of this Amended Quarterly Report. As set forth in Note 8 (“Subsequent Events”) to the Financial Statements of the Company, found at Item 4 of this Amended Quarterly Report, the Company on October 19, 2020 issued 300,000 shares of Common Stock to Mr. Liu Zhongkuo as compensation for his remaining 25% ownership stake in Plural Capital Company Limited. The Common Stock percentages reflected in this table are based on 33,928,185 shares of Common Stock issued and outstanding.

8) Legal/Disciplinary History

A. Criminal and legal proceedings of Officers, Directors and Control Persons.

Neither of the persons listed above have, in the past 10 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 or commodities law, which finding or judgment has not been reversed, suspended, 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 activities.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Patrick Loney
Firm: Mintwood PLLC
Address 1: 20161 Vilings Crest Loop NE
Address 2: Poulsbo, WA 98370
Phone: +1 206-972-6047
Email: patrick@mintwoodlaw.com

Accountant: N/A

Investor Relations Consultant: N/A

Other Service Providers: N/A

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Mr. LIU Zhongkuo certify that:

1. I have reviewed this quarterly disclosure statement of Holistic Asset Finance Group Co., Ltd.;
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.

Date: November 29, 2020
Signature: /s/ Liu Zhongkuo
Name: Mr. LIU Zhongkuo
Title: CEO

Principal Financial Officer:

I, Mr. Yan CUI certify that:

1. I have reviewed this quarterly disclosure statement of Holistic Asset Finance Group Co., Ltd.;
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.

Date: November 29, 2020
Signature: /s/ Cui Yan
Name: Mr. CUI Yan
Title: CFO

FINANCIAL STATEMENTS

Holistic Asset Finance Group Co., Ltd
Interim Consolidated Financial Statements
For the Three Months Ended September 30, 2020
Unaudited – Prepared by Management

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Holistic Asset Finance Group Co., Ltd
Consolidated Balance Sheets
(Unaudited)

| | | September 30, 2020 | June 30, 2020 |
|--|------|-----------------------|------------------|
| ASSETS | Note | | |
| Current Assets | | | |
| Cash and cash equivalents | | \$ 119,159 | \$ - |
| Loan receivable | | 391,701 | |
| Deposits, prepayments and other receivables | | 67,090 | 10,000 |
| Total Current Assets | | 577,950 | 10,000 |
| TOTAL ASSETS | | \$ 577,950 | \$ 10,000 |
| LIABILITIES AND STOCKHOLDERS' DEFICIT | | | |
| Current Liabilities | | | |
| Due to related party | 6 | \$ 153,031 | \$ 21,365 |
| Other Payables | | 100,569 | - |
| Total Current Liabilities | | 253,600 | 21,365 |
| TOTAL LIABILITIES | | 253,600 | 21,365 |
| Commitments and contingencies | | | |
| Stockholders' Equity | | | |
| Preferred stock: 10,000,000 authorized; \$0.001 par value | | | |
| Series A Preferred stock, 2,083,333 shares designated, 2,083,333 shares issued and outstanding at September 30, 2020 and June 30, 2020, respectively | | 2,083 | 2,083 |
| Series L Preferred stock, 1,000 shares designated, 1,000 shares issued and outstanding at September 30, 2020 and June 30, 2020, respectively | | 1 | 1 |
| Common stock: 600,000,000 shares authorized; \$0.001 par value | | | |
| 33,628,185 shares issued and outstanding at September 30, 2020 and 33,628,185 shares issued and outstanding at June 30, 2020, respectively | | 33,628 | 33,628 |
| Additional paid-in capital | | 70,733,756 | 70,733,756 |
| Non- Controlling Interest (25% of Plural) | | 87,071 | |
| Pooling of interest reserve | | 31,556 | |
| Accumulated deficit | | (70,563,745) | (70,780,833) |
| Total Stockholders' Equity | | 324,350 | (11,365) |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | | \$ 577,950 | \$ 10,000 |

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

Holistic Asset Finance Group Co., Ltd
Consolidated Statements of Operations
(Unaudited)

| | | Three Months Ended | |
|--|------|-----------------------------|-----------------------------|
| | | September 30, | |
| | Note | <u>2020</u> | <u>2019</u> |
| Revenue | 4 | \$ 829,811 | \$ - |
| Interest Income | | - | - |
| Operating Expenses | | | |
| Direct cost | | (391,316) | - |
| General and administrative | 5 | <u>(148,188)</u> | <u>(1,568)</u> |
| Total Operating Expenses | | <u>(539,504)</u> | <u>(1,568)</u> |
| Operating Profit /(loss) before tax | | 290,308 | (1,568) |
| Non- Controlling Interest | | (73,219) | - |
| Provision for income taxes | | - | - |
| | | <u> </u> | <u> </u> |
| Net Profit/(loss) | | <u>\$ 217,088</u> | <u>\$ (1,568)</u> |
| Basic and dilutive loss per common share | | <u>(0.00)</u> | <u>(0.00)</u> |
| Weighted average number of common shares outstanding | | <u>8,340,514</u> | <u>3,628,185</u> |

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

Holistic Asset Finance Group Co., Ltd
Consolidated Statements of Changes in Shareholders' Equity

*For the three months ended September
30, 2020*

| | <u>Series A Preferred Stock</u> | | <u>Series L Preferred Stock</u> | | <u>Common Stock</u> | | | Pooling of interest reserve | Non- Controlling Interest (25% of Plural) | Accumulated Deficit | Total Stockholders' Equity |
|--|---------------------------------|---------------|---------------------------------|---------------|-----------------------------|----------------------|---|--------------------------------------|---|------------------------|----------------------------------|
| | <u>Number of shares</u> | <u>Amount</u> | <u>Number of Shares</u> | <u>Amount</u> | <u>Number of Shares</u> | <u>Par Value</u> | <u>Additional Paid In Capital</u> | | | | |
| Balance -June 30,2020 | 2,083,333 | \$ 2,083 | 1,000 | \$ 1 | 33,628,185 | \$ 33,628 | \$ 70,733,756 | \$ - | \$ - | \$ (70,780,833) | \$ (11,365) |
| Acquisition - Pooling of interest reserve | | | | | | | | 31,876 | | | 31,876 |
| Non- Controlling Interest (25% of Plural) | | | | | | | | | 86,751 | | 86,751 |
| Net Profit/(loss) | - | - | - | - | - | - | - | | | 217,088 | 217,088 |
| Balance – September 30,2020 | 2,083,333 | 2,083 | 1,000 | 1 | 33,628,185 | 33,628 | 70,733,756 | 31,876 | 86,751 | (70,563,745) | 324,350 |

On December 11, 2019, the Company adopted a reverse one-for-hundred (1-for-100) stock split on the Company's outstanding common stocks. All share amounts have been retroactively adjusted for all periods presented

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

Holistic Asset Finance Group Co., Ltd
Statements of Cash Flows
(Unaudited)

| | Three Months Ended September 30, | |
|--|---|-------------|
| | 2020 | 2019 |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Net Profit/(loss) | \$ 217,088 | \$ (1,568) |
| Add/(loss): Non- Cash adjustments | - | - |
| Changes in operating assets and liabilities: | | |
| Increase Loan receivable | (318,543) | |
| Increase Deposits, prepayments and other receivables | (18,382) | |
| Increase accounts payable | - | 1,568 |
| Increase Other Payables | - | |
| Net Cash Used in Operating Activities | <u>(119,837)</u> | <u>-</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Proceeds from related party debt | 170,339 | - |
| Change in non-controlling interest | <u>63,220</u> | |
| Net Cash Provided by Financing Activities | <u>233,559</u> | <u>-</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Proceeds from long-term investment | 5,437 | - |
| Cash acquired from pooling of interest | <u>-</u> | |
| Net Cash Provided by Investing Activities | <u>5,437</u> | <u>-</u> |
| Net change in cash and cash equivalents for the period | 119,159 | - |
| Cash and cash equivalents at beginning of the period | <u>-</u> | <u>-</u> |
| Cash and cash equivalents at end of the period | <u>\$ 119,159</u> | <u>\$ -</u> |

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

Holistic Asset Finance Group Co., Ltd
Notes to the Financial Statements
For the Three Months Ended September 30, 2020
(Unaudited)

NOTE 1 - ORGANIZATION AND OPERATIONS

Holistic Asset Finance Group Co., Ltd. (the “Company”) was incorporated in Nevada on Mar 16, 1998 as Noble Quests Inc. The Company changed its name to Legend Media, Inc. on February 11, 2008. The Company changed its name to Holistic Asset Finance Group Co., Ltd., on November 25, 2019.

On May 8, 2020, the Company’s board of directors approved, by unanimous consent in lieu of meeting, to change the Company’s fiscal year end from June 30 to December 31, and an amended and restated by laws to reflect the change.

On June 1, 2020, the Company entered into a Share Exchange Agreement with Plural Capital Company Limited (“Plural”) and the Company’s CEO, Mr. Liu Zhongkuo, pursuant to which the Company issued 10,000,000 shares of Common Stock (the “Acquisition Shares”) in exchange for Mr. Liu’s 75% equity ownership stake in Plural (the “Acquisition”). Following the Acquisition, the Company became the 75% equity holder in Plural. The Acquisition was structured as a tax-free reorganization. The Company issued the Acquisition Shares using an exemption from registration under Section 4(a)(2) of the Securities Act.

Plural is a financial services firm based in Hong Kong which specializes in providing a complete range of financial advisory services on matters ranging from financial investment to mergers and acquisitions.

Custodianship

On February 7, 2019, Joseph Arcaro filed an Application for Appointment of Custodian Pursuant to NRS 78.347(1)(b) (the “Application”) with the District Court in Clark County, Nevada (the “Court”). In the Application, Mr. Arcaro alleged that he made several unsuccessful attempts to contact Mr. O’Connor and the Company by sending letters by certified mail return receipt requested via the U.S. Postal Service, demanding that Mr. O’Connor comply with Nevada law and keep the Company in good standing with the state of Nevada. Mr. Arcaro received no response from Mr. O’Connor or the Company.

On March 21, 2019, the Court appointed Mr. Arcaro as custodian of the Company and authorized Mr. Arcaro to take any and all actions on behalf of the Company that are reasonable and prudent, including appointing directors and officers, reinstating the Company with the state of Nevada, amending the Company’s articles of incorporation and holding a shareholders meeting. Mr. Arcaro never held a shareholder meeting. On March 18, 2019, under the custodianship of Mr. Arcaro, the Company filed a Certificate of Amendment by Custodian and obtained a business license valid until September 30, 2019.

On March 25, 2019, the Custodian filed a Certificate of Amendment by Custodian, a mostly administrative task.

On March 28, 2019, Mr. Arcaro, as custodian, appointed himself to serve as the sole officer and director of the Company.

The Board filed a Certificate of Designation on May 24, 2019, designating 1,000 shares of Series L Preferred Stock (“Series L Preferred”), which are entitled to vote with the common stock at a ratio of 1,000,000 votes per share of Series L Preferred, and which do not have rights to dividends, have a liquidation preference junior to the Series A Preferred but senior to the common stock, have no redemption rights and are not convertible into common stock. On May 30, 2019, the Company issued 1,000 shares of Series L Preferred to Algonquin.

On June 5, 2019, Mr. Arcaro appointed himself to serve as the sole officer and director of the Company. On June 10, 2019, the Company issued 2,500,000 shares of common stock to Algonquin Partners, Inc. (control person Mr. Arcaro) (“Algonquin”) in exchange for forgiveness of debt owed by the Company to Mr. Arcaro.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"). The preparation of financial statements in conformity with GAAP requires 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 the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Principles of Consolidation

The consolidated financial statements include the accounts of Holistic Asset Finance Group Co., Ltd. and its subsidiary, collectively referred to as "the Company". All significant intercompany accounts and transactions have been eliminated in consolidation. Holistic Asset Finance Group Co., Ltd. is a holding company that holds 75% of Plural.

As such the consolidated financial statements are presented using the pooling of interest of accounting.

Under the pooling of interest method as applied in this situation the consolidated financial statements of Holistic Asset Finance Group Co., Ltd are effectively presented as follows:

- the consolidated balance sheet is issued under the name of the legal parent (Holistic Asset Finance Group Co., Ltd) but is a reflection of the financial statements of the subsidiary, Plural.
- the assets and liabilities of the combining entities are reflected at their carrying amounts. No adjustments are made to reflect fair values, or recognise any new assets or liabilities, including goodwill, as a result of the re-organisation; and
- the cost of investment held by the legal parent (Holistic Asset Finance Group Co., Ltd) in the legal subsidiary (Plural) is eliminated on consolidation. The consolidated share capital reflects the share capital of Holistic Asset Finance Group Co., Ltd, and to the extent that this is different to the subsidiary, Plural, then this is recognised in equity as a 'pooling of interest reserve.'

Use of estimates

The preparation of financial statements in conformity with GAAP requires 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 the reported amounts of revenues and expenses during the reported period.

Due to the limited level of operations, the Company has not had to make material assumptions or estimates other than the assumption that the Company is a going concern.

Cash and cash equivalents

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. At September 30, 2020, cash equivalents amounted to \$0.

Commitments and contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the financial statements are issued, which may result in a loss to the Company, but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or un-asserted claims

that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potentially material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed. Management does not believe, based upon information available at this time, that these matters will have a material adverse effect on the Company's consolidated financial position, results of operations or cash flows. However, there is no assurance that such matters will not materially and adversely affect the Company's business, financial position, and results of operations or cash flows.

Revenue recognition

The Company adopts ASC606 "Revenue Recognition" and recognizes revenue when control of the promised goods or services is transferred to customers, in an amount that reflects the consideration we expect to be entitled to in exchange for those goods or services.

The Company applies the following five steps in order to determine the appropriate amount of revenue to be recognized as it fulfills its obligations under each of its agreements:

- identify the contract with a customer;
- identify the performance obligations in the contract;
- determine the transaction price;
- allocate the transaction price to performance obligations in the contract; and
- recognize revenue as the performance obligation is satisfied.

Income Tax Provisions

Income taxes are determined in accordance with the provisions of ASC 740, "Income Taxes". Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using enacted income tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Any effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

ASC 740 prescribes a comprehensive model for how companies should recognize, measure, present, and disclose in their financial statements uncertain tax positions taken or expected to be taken on a tax return. Under ASC 740, tax positions must initially be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. Such tax positions must initially and subsequently be measured as the largest amount of tax benefit that has a greater than 50% likelihood of being realized upon ultimate settlement with the tax authority assuming full knowledge of the position and relevant facts.

For the three months ended September 30, 2020 and 2019, the Company did not have any interest and penalties associated with tax positions. As of September 30, 2020 and June 30, 2020, the Company did not have any significant unrecognized uncertain tax positions.

Related parties

Parties, which can be a corporation or individual, are considered to be related if the Company has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and

operational decisions. Companies are also considered to be related if they are subject to common control or common significant influence.

Net loss per common share

The Company calculates net loss per share in accordance with ASC Topic 260, “Earnings per Share.” Basic income per share is computed by dividing the net income by the weighted-average number of common shares outstanding during the period. Diluted income per share is computed similar to basic income per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common stock equivalents had been issued and if the additional common shares were dilutive. As of September 30, 2020 and June 30, 2020, the Company has no dilutive securities.

Recently Adopted Accounting Standards

In February 2016, the FASB issued Accounting Standards Update (“ASU”) 2016-02, Leases (“ASC 842”). The guidance requires lessees to recognize almost all leases on their balance sheet as a right-of-use asset and a lease liability. For income statement purposes, the FASB retained a dual model, requiring leases to be classified as either operating or finance. Lessor accounting is similar to the current model, but updated to align with certain changes to the lessee model and the new revenue recognition standard. Existing sale-leaseback guidance, including guidance for real estate, is replaced with a new model applicable to both lessees and lessors. ASC 842 is effective for fiscal years beginning after December 15, 2018. The adoption of ASC 842, did not have a material effect on the Company’s consolidated financial statements.

Management has considered all recent accounting pronouncements issued. The Company’s management believes that these recent pronouncements will not have a material effect on the Company’s financial statements.

NOTE 3 – GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As reflected in the accompanying financial statements, the Company had an accumulated deficit at September 30, 2020 of \$70,563,745.

While the Company is attempting to commence operations and generate revenues, the Company’s cash position may not be significant enough to support the Company’s daily operations. Management intends to raise additional funds by way of a public or private offering. Management believes that the actions presently being taken to further implement its business plan and generate revenues provide the opportunity for the Company to continue as a going concern. While the Company believes in the viability of its strategy to generate revenues and in its ability to raise additional funds, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon the Company’s ability to further implement its business plan and generate revenues.

The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern

NOTE 4: REVENUE

| | |
|------------|------------|
| | 30/09/2020 |
| | US\$ |
| Revenue | |
| Fee income | 829,811 |

Fee income is mainly attributable to consultancy services rendered to various companies.

NOTE 5: GENERAL AND ADMINISTRATION EXPENSES

| | 30/09/2020 |
|-------------------------------------|------------|
| | US\$ |
| General and administration expenses | |
| Wages and salaries | 34,577 |
| Consulting expenses | 109,392 |
| Other expenses | 4,219 |
| | <hr/> |
| | 148,188 |
| | <hr/> |

NOTE 6: Balances with related parties

| | 30/09/2020 |
|--|------------|
| | US\$ |
| Amounts due to related parties | |
| Mr. Liu Zhongkuo (Majority Shareholder & Director) | <hr/> |
| | 153,031 |
| | <hr/> |
| | 153,031 |
| | <hr/> |

NOTE 7 – STOCKHOLDER’S EQUITY

On May 24, 2019, the Company filed a Certificate of Designation of Series L Preferred Stock ("Series L") with the Secretary of State of Nevada. The number of shares of Series L Stock designated is 1,000 shares. The Series L are entitled to vote with the common stock at a ratio of 1,000,000 votes per share of Series L. The Series L do not have rights to dividends, have a liquidation preference junior to the Series A Preferred but senior to the common stock, have no redemption rights and are not convertible into common stock.

On May 31, 2019, the Company amended its Articles of Incorporation (the "Amendment"), to increase our authorized shares from 137,000,000 shares to 610,000,000 shares, of which 600,000,000 are be common stock and 10,000,000 are blank check preferred stock.

Preferred stock

The Company has authorized 10,000,000 preferred shares with a par value of \$0.001 per share. The Board of Directors is authorized to divide the authorized shares of Preferred Stock into one or more series, each of which shall be so designated as to distinguish the shares thereof from the shares of all other series and classes.

Series A Preferred Stock

The Company designated 2,083,333 shares of Series A Convertible Preferred Stock ("Series A"), which votes 1:1 to common stock on an as converted basis, enjoys senior liquidation preferences to the common stock, and is convertible to common stock on a broad-based weighted average basis at a \$2.40 original issue price. Section 5 of the Certificate of Designation gives the Series A the right to veto any amendment to the Certificate of Designation or the issuance of any class of preferred stock which has rights senior to or have priority over the Series A Preferred.

During the period ended September 31, 2020, the Company did not issue any Series A Preferred Stock.

As of September 30, 2020, and June 31, 2020, the Company had 2,083,333 shares of Series A Preferred Stock issued and outstanding, respectively.

Series L Preferred Stock

The Series L are entitled to vote with the common stock at a ratio of 1,000,000 votes per share of Series L. The Series L do not have rights to dividends, have a liquidation preference junior to the Series A Preferred but senior to the common stock, have no redemption rights and are not convertible into common stock.

During the period ended June 31, 2020, the Company did not issue any Series L Preferred Stock.

As of September 30, 2020 and June 31, 2020, the Company had 1,000 shares of Series L Preferred Stock issued and outstanding, respectively.

Common Stock

The Company has authorized 600,000,000 common shares with a par value of \$0.001 per share.

On April 21, 2020, the Company issued 20,000,000 shares of Common Stock (the “Issuance Shares”) to its CEO, Liu Zhongkuo at a purchase price of \$0.001 per Issuance Share. Mr. Liu paid for the Issuance Shares by forgiving \$20,000 of debt owed to him by the Company. The sale was exempt from registration under Section 4(a)(2) of the Securities Act of 1933, as amended (the “Securities Act”).

On June 1, 2020, the Company entered into a Share Exchange Agreement with Plural Capital Company Limited (“Plural”) and Mr. Liu pursuant to which the Company issued 10,000,000 shares of Common Stock (the “Acquisition Shares”) in exchange for Mr. Liu’s 75% equity ownership stake in Plural (the “Acquisition”). The Acquisition was structured as a tax-free reorganization. The Company issued the Acquisition Shares using an exemption from registration under Section 4(a)(2) of the Securities Act.

As of September 30, 2020 and June 31, 2020, the Company had 33,628,185 shares and 3,628,185 shares of Common Stock issued and outstanding, respectively.

NOTE 8 – SUBSEQUENT EVENTS

On October 19, 2020, the Company entered into a Share Exchange Agreement with Plural Capital Company Limited (“Plural”) and Mr. Liu pursuant to which the Company issued 300,000 shares of Common Stock (the “Acquisition Shares”) in exchange for Mr. Liu’s remaining 25% equity ownership stake in Plural (the “Acquisition”). The Company issued the Acquisition Shares using an exemption from registration under Section 4(a)(2) of the Securities Act.