

Saguaro Holdings Corporation

BALANCE SHEET

March 31, 2019

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	\$90.00
Other Current Assets	
Advanced Fees	455.00
Loans Receivable	38,500.00
Total Current Asset	\$39,045.00
TOTAL ASSETS	\$39,045.00
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	\$ 74,169.00
Other Current Liabilities	493,972.00
Total Current Liabilities	553,035.00
Long-Term Liabilities	235,436.00
Total Liabilities	805,574.00
Equity	
APIC	558,132.00
Capital Stock	42,764.00
Opening Balance Equity	-503,102.00
Preferred Shares - Class A issued 1,000,000 997,500.00	
Preferred Shares - Class B issued 256,000 258,500.00	
Recapitalization - Stock Split issued 79,909,273 531,306.00	
Retained Earnings	-2,621,886.00
Net Income	-2,333.00
Total Equity	\$ -767,641.00
TOTAL LIABILITIES AND EQUITY	\$39,045.00

Saguaro Holdings Corporation

PROFIT AND LOSS

January 1, 2019-March 31, 2019

		TOTAL
INCOME		
Licensing & Other Income		\$10,000.00
Total Income		<u>10,000.00</u>
GROSS PROFIT		\$10,000.00
EXPENSES		
Bank Service Charges		48.00
Office Rent		750.00
Telephone		560.00
Software Development		10,000.00
Transfer Agent Fees		975.00
Total Expenses		<u>\$12,333.00</u>
NET OPERATING INCOME		\$ -2,333.00
NET INCOME		<u>\$ -2,333.00</u>

SAGUARO HOLDINGS INC.
STATEMENT OF CASH FLOWS
(UNAUDITED)
For the THREE Months Ended
March 31, 2019

	2019	
<u>Cash Flows from Operating Activities</u>		
Reconciliation of net loss to net cash provided by (used in) operating activities:		
Net loss	(\$2,333.00)	
Changes in operating assets and liabilities		
(Increase) decrease in prepaid deposits for services		
Increase (decrease) in accounts payable	2,333.00	
Increase in accrued compensation - officer	-	
Increase due to related parties		
Net cash provided by (used in) operating activities	0.00	
Cash Flows from Investing Activities		
New cash provided by investing activities	-	
Cash Flows from Financing Activities		
Net cash provided by financing activities	\$2,333.00	
	\$2,333.00	
Net cash increase (decrease) in cash and cash equivalents	\$ 0.00	
Cash and cash equivalents, beginning of the period	\$ 0.00	
Cash and cash equivalents, end of the period	\$ 0.00	
Supplemental Disclosures of Cash Flow Information		
Cash paid for interest		
Cash paid for income taxes		

The accompanying notes are an integral part of these unaudited financial statements, prepared by management.

NOTES

GOING CONCERN

The accompanying financial statements have been prepared on the basis of accounting principles applicable to a "going concern," which assume that the Company will continue in operation for at least one year and will be able to realize its assets and discharge its liabilities in the normal course of operations.

Several conditions and events cast doubt about the Company's ability to continue as a "going concern." The Company has incurred net losses from inception, has a liquidity problem and requires additional financing and/or sales in order to finance its business activities on an ongoing basis. The Company is actively pursuing alternative financing and has had discussions with various third parties, although no firm commitments have been obtained.

The Company's ability survive will depend on numerous factors, including, but not limited to, the Company's receiving continued financial support, completing public equity financing or generating profitable operations in the future.

These financial statements do not reflect adjustments that would be necessary if the Company were unable to continue as a going concern. While management believes that the actions taken or planned will mitigate the adverse conditions and events which raise doubt about the validity of the going concern assumption used in preparing these financial statements, there can be no assurance that these actions will be successful. If the Company were unable to continue as a going concern, the substantial adjustments would be necessary to carrying values of the assets, the reported amounts of its liabilities, the reported revenue and expenses, and the balance sheet classifications used

SUBSIDIARIES and AFFILIATES

The Company has a wholly owned subsidiary, Saguaro Oil and Gas Recovery Inc. and majority owned affiliates Companion Health Technologies Inc. and Outdoor Sporting Goods LLC

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

SAGUARO HOLDINGS CORP

A Florida Corporation

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Larkspur CA 94939

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6799

QUARTERLY Report For the Period Ending: 03/31/2019 (the "Reporting Period")

As of 06/16/2019, the number of shares outstanding of our Common Stock was:

79,909,277

As of 12/31/2018, the number of shares outstanding of our Common Stock was:

79,909,277

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: ☒ (Double-click and select "Default Value" to check)

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 Control⁵ of the company has occurred over this reporting period:

Yes: ☐

No: ☒

⁵ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

N/A

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

10/04/1992

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

Yes: ☐ No: ☒

2) Security Information

Trading symbol:	<u>SGUJ</u>	
Exact title and class of securities outstanding:	<u>common</u>	
CUSIP:	<u>787042209</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	200,000,000	as of date: 06/18/2019
Total shares outstanding:	79,909,277	as of date: <u>06/16/2019</u>
Number of shares in the Public Float ⁶ :	124,789	as of date: <u>06/18/2019</u>
Total number of shareholders of record:	45	as of date: 06/18/2019

Additional class of securities (if any):

Trading symbol:	_____	
Exact title and class of securities outstanding:	_____	
CUSIP:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____

Transfer Agent

Name: ISSUER DIRECT CORPORATION
Phone: 801 272 9294
Email: n/a

Is the Transfer Agent registered under the Exchange Act?⁷ Yes: ☒ No: ☐

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

n/a

⁶ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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

n/a

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

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 [Date of Beginning of Second Most Recent Completed Fiscal Year]	<u>Opening Balance:</u> Common: _____ Preferred: _____		*Right-click the rows below and select "Insert" to add rows as needed.						
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?
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on [Date of this Report]:	<u>Ending Balance:</u> Common: _____ Preferred: _____								

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period**.

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

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)⁸:

Name: G. Labrie
Title: Accountant
Relationship to Issuer: Accountant

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

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

⁸ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

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

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

n/a

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

Oil exploration and oilfield remediation, healthcare software, on line commerce of sporting goods

- 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

Saguaro Oil and Gas Recovery Inc. and majority owned affiliates Companion Health Technologies Inc. and Outdoor Sporting Goods LLC contact is Chairman of Saguaro Holdings Inc. at contacts set out herein

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

Oil exploration and oilfield remediation, healthcare software, on line commerce of sporting goods

6) Issuer's Facilities

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

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

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

Monthly lease of business office

7) Officers, Directors, and Control Persons

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

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

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>Reginald Gilmour</u>	<u>Chairman/Director</u>	<u>Edmonton, Alberta</u>	<u>50,000,000</u>	<u>common</u>	<u>63%</u>	_____
<u>Donald Walker</u>	<u>Secretary/Director</u>	<u>San Rafael, CA</u>	<u>1,075,000</u>	<u>Common.</u>	<u>.01</u>	_____
<u>William Hawkins</u>	<u>Director</u>	<u>Palm Beach Gardens, FL</u>	<u>1,000,000</u>	<u>Common</u>	<u>.01</u>	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

8) Legal/Disciplinary History

A. Please identify whether any 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);

NO

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;

NO

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

NO

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.

NO

- 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. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

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: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Accountant or Auditor

Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations Consultant

Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name: None
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Name: None
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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, Reginald Gilmour certify that:

1. I have reviewed this quarterly report of SAGUARO HOLDINGS CORP.;
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.

06/18/2019

s/s *Reginald Gilmour*, Chairman

Principal Financial Officer:

I, William Hawkins, certify that:

1. I have reviewed this quarterly report of SAGUARO HOLDINGS CORP.
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.

06/18/2019

s/s *William Hawkins*, Financial Officer/Treasurer