

TALISMAN HOLDINGS, INC.
ANNUAL REPORT
Annual Report Ending December 31, 2012

Item 1. Name of the Issuer and its Predecessors:

Talisman Holdings, Inc. was originally incorporated under the laws of the state of Colorado on January 12, 1998 as Thor Management Group, Inc., (TMPG). On June 18, 1998, the name of the Company was changed to AXYN Corporation (AXYN). On April 9, 2004, the name of the Company was changed to Chef Selections, Inc., (CFSC). On January 12, 2010, the name of the Company was changed to the present Talisman Holdings, Inc. (TMHO) to more accurately reflect current business activities.

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

(i) Company Headquarters

Talisman Holdings, Inc.
1629 Southwest Jewell Avenue
Topeka, KS 66604
Telephone: (785) 357-1055
Facsimile: (785) 357-1105
Email: info@talismanholdings.com
Company Website: www.talismanholdings.com

(ii) IR Contact

David G. Long
1629 Southwest Jewell Avenue
Topeka, KS 66604
Telephone: (785) 357-1055
Facsimile: (785) 357-1105
Email: dlong@talismanholdings.com
Website: www.talismanholdings.com

Item 3. Security Information

- (i) Trading Symbol: TMHO
- (ii) Exact Title and Class of Securities Outstanding: Common Stock
- (iii) CUSIP: 874259203
- (iv) Par or Stated Value: \$0.0001 per value
- (v) Total Shares Authorized: 1,010,000,000 as of: 12/31/12
- (vi) Total Shares Outstanding: 47,065 as of 12/31/12

Transfer Agent

Holladay Stock Transfer, Inc.
2939 North 67th Place
Scottsdale, AZ 85251
Telephone: (480) 481-3940
Facsimile: (480) 481-3941

Holladay Stock Transfer is currently registered under the Exchange Act and is an SEC regulated and approved transfer agent.

Restrictions

List any restrictions on the transfer of the security: There are no restrictions on transfer.

Trading Suspension Orders: There have been no trading suspension orders issued by the SEC in the past 12 months.

Item 4. Issuance History

The following list indicates all offerings of securities, public or private, within the last two years.

- (i) The nature of each offering: No offerings. Not applicable.
- (ii) Any jurisdictions where the offering was registered or qualified: Not applicable.
- (iii) The number of shares offered: No offerings. Not applicable.
- (iv) The number of shares sold: Not applicable.
- (v) The price at which the shares were offered, and the amount actually paid to the issuer: Not applicable.
- (vi) The trading status of the shares: Not applicable.
- (vii) Whether the certificates or other documents that evidence the shares contain a legend
 - 1) stating that the shares have not been registered under the Securities Act, and 2)
 - setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act: Not applicable.

Likewise, no shares, other securities or options to acquire any such securities have been issued for services in the past two fiscal years, and any interim period.

Item 5. Financial Statements

Financial Statements for the period ending December 31, 2012 are separately attached at the end of this Report, marked Exhibit A, and incorporated herein by reference. The statements include:

- 1. Balance sheet;
- 2. Statement of income;
- 3. Statement of cash flows;
- 4. Statement of changes in stockholders' equity; and
- 5. Financial Notes

Item 6. Description of the Issuer's Business, Products and Services

- (i) Description of the issuer's business operations.

The Company is structured as a holding company with long-term growth strategy predicated on creating or acquiring operating subsidiaries or affiliates, which are owned in whole or part by Talisman framework. To that end, the Company intends to actively pursue a course of formation and acquisition of other companies so as to create a coalition of sister companies within the Chef Selections framework which all have a synergy of interest. It is the opinion of management that such an interrelated group of companies provides a strong working foundation, and that this structure maximizes strengths and potential profits. Management also favors the holding company structure because in the long term it provides diversity of risk, while at the same time creating unlimited possibilities for explosive but controlled growth and expansion.

Presently, in furtherance of its business plans, the Company has one wholly owned subsidiary:

Chef Selections, Inc. (“Chef Selections”) is a Colorado corporation. The Chef Selections' business plan centers on targeted marketing of unique food products. The single largest retail market is the food industry, and the fastest growing segment of the industry is specialty or gourmet food sales. Specialty foods are premium products with an emphasis on high quality ingredients, outstanding taste, and attractive packaging. For the most part, specialty foods are a cottage industry. They represent a niche in the global food arena that is often ignored or unnoticed by the world's food conglomerates. This lessens the chance for competition by the powerhouses. The product line of the Company consists of items which it owns in its own right, and various delicacies from independent manufacturers and producers.

(ii) Date and State of Incorporation:

Talisman Holdings, Inc. was originally incorporated under the laws of the state of Colorado on January 12, 1998 as Thor Management Group, Inc., (TMPG). On June 18, 1998, the name of the Company was changed to AXYN Corporation (AXYN). On April 9, 2004, the name of the Company was changed to Chef Selections, Inc., (CFSC). On January 12, 2010, the name of the Company was changed to Talisman Holdings, Inc., (TMHO) to more accurately reflect current business activities.

(iii) The Issuer's Primary and Secondary SIC Codes. The Primary SIC code for the Company is 5963 and the secondary SIC code is 5499.

(iv) The Issuer's Fiscal Year End Date. Talisman's fiscal year end date is December 31st.

(v) Principal Products or Services, and Their Markets

The business plan of Chef Selections centers on the sale of specialty, gourmet food products. The Company will be endeavoring to create a market niche in the gigantic food and beverage industry.

The food and beverage industry is an enormous \$650 billion per year business in the U.S. American families spend an average of approximately \$4,452 per year on foods.

The fastest growing segment of the industry is specialty food sales. Specialty foods are premium products with an emphasis on high quality ingredients, outstanding taste, and quality packaging. It has been estimated that specialty foods generate over \$45 billion in sales. Among the factors cited in the optimistic forecast for specialty foods are:

- One of four American households has a household income of \$50,000 or more.
- Baby boomers are just entering their peak spending years (age 35-54).
- One out of four households is single person households, which on an average buy 12% more specialty foods than the average consumer.
- Americans view specialty foods as only a minor indulgence in terms of diet and pocketbook.
- The market has a reputation for high quality products.

- Growing ethnic diversity and increased travel abroad by Americans is increasing the demand for ethnic foods.
- There is greater interest in American regional cuisine.
- Interest in cooking as a hobby is growing. This is demonstrated by the astounding success of the Food Channel, and its companion, The Cooking Channel.
- Media coverage abounds and is increasing.

In addition to its own line of proprietary products, the Company has established contact with a number of small foodstuff manufacturers who need to increase the distribution of their products. There are literally thousands of such firms who are striving to enhance their market size. Primarily, this is caused by cost factors in today's marketplace and a lack of capital, which make it all but prohibitive for a small firm with limited resources to achieve success via supermarket sales. There are two such factors which weigh very heavily: 1) the "shelf space squeeze" by the stores themselves, which often involves upfront fees, and 2) the tremendous costs associated with achieving brand recognition. It has been estimated that it costs \$20 million to "take" a food product national, and \$5 million to do the same on a regional basis. Thus, it is the experience of management that many such companies are seeking alternative methods of distribution, and consequently, need innovative marketing methods. The Company believes it can provide some of these companies with a viable market outlet, and it plans to select certain of their products to help make up its "line" of sales items.

Chef Selections is a unique company that searches out the finest of regional and international culinary treasures. America has a rich and vast culinary heritage, because we are a blend of many races and cultures with diverse food interests. There are thousands of small, high quality producers creating wonderful foods around this country, many with stories more interesting than any creative writer could invent. Most of these superlative food makers are unknown outside their immediate city or region. Chef Selections has created a tasting adventure that gives one a chance to experience a variety of the products resulting from this wonderful mix. We travel the back roads in our search for exceptional food finds. Chef Selections seeks out small food producers where people are passionate about their product and you can taste their heart and soul in every bite. The result is food with character because the people who create it love what they do.

Item 7. Description of Issuer's Facilities

The Company maintains its offices at 1629 Southwest Jewell Avenue, Topeka, KS 66604. The office quarters contain approximately 2,000 square feet and are provided by a business partner at no charge to the Company.

Item 8. Officers, Directors and Control Persons

(i) Name of Officers, Directors and Control Persons. The names of the present Officers, Directors and Control Persons are as follows:

David G. Long, President and Director. Mr. Long is a respected business professional with a wide variety of entrepreneurial, management and brokerage experience. He has served as a stockbroker, operated a securities training school, been a banker and a mortgage broker, and owned and operated Wendy's restaurants. Further, he has specific background training and

knowledge which makes him uniquely qualified to assist the Company. Since 1990, Mr. Long has served as the President and Founder of Phoenix Foods, Inc., which is a custom blending food company which specializes in powder based, low calorie dairy products. In that capacity he oversees all aspects of the business, including contract negotiations, merchandising, packaging and financing. He has been President of Talisman since January 5, 2010, and is responsible for overall company operations. His broad business background makes him uniquely qualified to lead the Company.

Milton R. Griswold, Secretary and Director. Mr. Griswold attended Indiana State University and has been involved in many aspects of the business sector. In the 1970's he served as Director of Leasing and Fleet Sales for a large automotive dealer. He then entered the oil and gas industry and became a drilling contractor and producer operating in four states, as well as providing parts and repairs to the industry. From 1990 to 2009, he served as Vice President of Operations for Brake Supply Co., where he was in charge of sales for the Eastern United States. In 2009, he founded Griswold and Associates where he is the President and CEO. This company is a heavy equipment parts and supply company, and he is responsible for coordinating all company activities. He brings a wealth of general business and experience to the Company.

Dr. Warren E. Frayer, Director. From 1984-2000, Dr. Frayer served as Dean and Professor for the School of Ecological Sciences and Forestry of Michigan Technological University. Since 2000, he has acted as Dean Emeritus to the University, and engaged as a consultant in research design and analysis. During his career he has provided research and consulting for numerous entities, including the U.S. Atomic Energy Commission, the U.S. Forest Service, the National Park Service, the National Science Foundation, the Bureau of Indian Affairs, the U.S. Congress, the Corps of Engineers, the U.S. Department of Justice, the Mead Corp., the Environmental Defense Fund, and the States of Wyoming and Minnesota. Dr. Frayer provides a wide range of practical business acumen to the Company.

Gary Kershner received his undergraduate degree from Kansas State University, and his Juris Doctorate from Washburn University. His legal career focused on administrative, legislative and commercial matters. He served as a Special Counsel for several governmental agencies, including the Kansas Insurance Department and the Kansas Revisor of Statutes. In the legislative arena, he served as the operational officer and the lobbying counsel for a number of business associations, including the Kansas Funeral Directors Association, the Kansas Wine and Spirits Wholesalers Association, the Kansas Optometric Association, the Kansas Barbers Association, and Town and Country Fire and Casualty Insurance Company. He served on the Board of Directors of a bank, and has extensive experience in business matters, having represented a wide range of clients. Of particular interest, he has a background in sales and marketing companies, and a working knowledge of public companies. He has owned a broker-dealer and has served as a local counsel for A.G. Edwards. He is semi-retired, and consults for a number of companies.

(ii) Legal, Disciplinary History

Identify whether any of the foregoing persons have, in the past five years, been the subject of:

- A. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses): None.

- B. 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 persons' involvement in any type of business, securities, commodities of banking activities: None.
- C. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, 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: None.
- D. 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. None.

(iii) Beneficial Shareholders

Shareholders holding more than five percent (5%) of the issued and outstanding common stock of the Company.

<u>Name and Position</u>	<u>Percentage Owned</u>
David G. Long, President/Director	25%
Gary Kershner	36%

Item 9. Third Party Providers

- 1. Counsel: The Company has not yet designated a corporate counsel.
- 2. Accountant or Auditor: The Company is in the process of selecting a certified public accountant to prepare its audits.
- 3. Public Relations Consultant: This does not apply to the Company.
- 4. Investor Relations Consultant: This does not apply to the Company.
- 5. Any other advisor(s) that assisted, prepared or provided information with respect to this disclosure statement: None.

Item 10. Issuer Certification

I, David G. Long, certify that:

- 1. I have reviewed this Annual Report of Talisman Holdings, Inc.
- 2. Based on my knowledge, this Annual Report 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: March 18, 2013

/s/ David G. Long

David G. Long, President

TALISMAN HOLDINGS, INC.

Exhibit A
Financial Statements

As of December 31, 2012

TALISMAN HOLDINGS, INC.

BALANCE SHEET

As of December 31, 2012

UNAUDITED

ASSETS

Current Assets	
Cash and Cash Equivalents	4,025
Inventory	100,000
Property and Equipment	
Furniture & Equipment	48,000
Supplies	10,000
Computers & Software	49,000
Other Assets	
Proprietary Formulations	126,797
Branded Internet Names	30,000
Website Development	133,246
Sales Materials Development	67,658
Software Development	<u>533,441</u>
Total Assets:	<u>\$1,102,167</u>

LIABILITIES

Current	
Accounts payable	\$0
Sales Tax payable	0
Long Term	
Long Term Liabilities	1,408,678
Total Liabilities:	<u>\$1,408,678</u>

STOCKHOLDERS DEFICIT

Common stock 1,000,000,000 authorized shares, par value \$.0001, issued and outstanding 47,065	0
Paid in Capital & subscriptions	2,188,273
Retained Earnings (Loss)	(1,541,989)
Total shareholders' equity	455,883
Total Liabilities and Stockholders' Equity	<u>\$1,102,167</u>

*These financial statements and notes thereto present fairly, in all material respects, the financial position of the company and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied and hereby certified by David G. Long, President and Director for TALISMAN HOLDINGS, INC.

TALISMAN HOLDINGS, INC.

STATEMENT OF CASH FLOWS

January 1, 2012 through December 31, 2012

UNAUDITED

	For the period January 1, 2012 to December 31, 2012
Net Income (Loss)	(31,450)
Adjustments to income	0
Change in Notes Payable	0
Change in Assets	0
Cash Used in Operations	32,950
Investing Activities	0
Financing Activities	
Sale of Common Stock	0
Cash Provided by Financing	0
Net Cash	4,025
Beginning Cash or Equivalent	18,675
Ending Cash or Equivalent	4,025
Supplemental Information	
Taxes	0
Interest	0

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TALISMAN HOLDINGS, INC.

STATEMENT OF OPERATIONS

January 1, 2012 through December 31, 2012

UNAUDITED

For the period
January 1, 2012 to
December 31, 2012

REVENUES:

Total revenues	1,500
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EXPENSES:

General & Administrative	20,475
Travel & Entertainment	12,475

Total expenses	32,950
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Net gain before provision for income taxes	(31,450)
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Provision for income taxes	0
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Net (loss)	(31,450)
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Basic and Diluted Earnings per shares	a
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Weighted Average Number of Common shares	<u>47,065</u>
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a = less than \$.001 per share

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TALISMAN HOLDINGS, INC.

STATEMENT OF STOCKHOLDERS EQUITY

January 1, 2012 through December 31, 2012

UNAUDITED

	Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders Equity/(Deficit)
	Shares	Amount			
Balance forward – Dec 31, 2011	458,646,658	2,073,273	0	(2,775,767)	477,333
Capital Contributions					
Net gain for period				(10,975)	(10,975)
Balance at December 31, 2012	97,065	2,188,273	0	(2,797,267)	455,883

*Reflects a 10,000 to 1 reverse split of the common stock of the Company effected in December, 2012.

*These financial statements and notes thereto present fairly, in all material respects, the financial position of the company and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied and hereby certified by David G. Long, President and Director for TALISMAN HOLDINGS, INC.

TALISMAN HOLDINGS, INC.
NOTES TO FINANCIAL STATEMENTS

Note 1 - General Organization and Business

TALISMAN HOLDINGS, INC. was originally incorporated under the laws of the state of Colorado on January 12, 1998 as Thor Management Group, Inc., (TMPG). On June 18, 1998, the name of the Company was changed to AXYN Corporation (AXYN). On April 9, 2004, the name of the Company was changed to Chef Selections, Inc., (CFSC). On January 12, 2010, the name of the Company was changed to TALISMAN HOLDINGS, INC., (TMHO) to more accurately reflect current business activities.

Note 2 - Summary Of Significant Accounting Practices

The relevant accounting policies and procedures are listed below.

Accounting Basis

The statements were prepared following generally accepted accounting principles of the United States of America consistently applied.

Management Certification

The financial statements herein are certified by the officers of the Company to present fairly, in all material respects, the financial position, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States of America, consistently applied.

Earnings per Share

The basic earnings (loss) per share are calculated by dividing the Company's net income available to common shareholders by the weighted average number of common shares during the year. The diluted earnings (loss) per share is calculated by dividing the Company's net income (loss) available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted as of the first of the year for any potentially dilutive debt or equity. The Company has not issued any options, warrants or similar securities since inception.

Dividends

The Company has not yet adopted any policy regarding payment of dividends. No dividends have been paid during the periods shown.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 revenue and expenses during the reporting period. Actual results could differ from those estimates.

Accounts Receivable

The trade accounts receivable and allowances for bad debt are shown below.

	12/31/12
Trade Accounts Receivable	0
Allowances	0
Trade Accounts Receivable, net	0

Furniture and Equipment

Furniture and equipment will be stated at cost. Depreciation will be compute using the straight-line method over their estimated useful lives. Maintenance and repairs are charged to expense as incurred.

	12/31/12
Furniture and equipment	\$48,000
Accumulated Depreciation	0
Furniture and equipment, net	\$48,000

Revenue Recognition

To date the Company has had no significant revenue. When the Company does have revenue it will follow industry standards in reporting same.

Advertising

Advertising is expensed when incurred. There has been no advertising since inception.

Income Taxes

The provision for income taxes is the total of the current taxes payable and the net of the change in the deferred income taxes. Provision is made for the deferred income taxes where differences exist between the period in which transactions affect current taxable income and the period in which they enter into the determination of net income in the 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 the realization of assets and the liquidation of liabilities in the normal course of business. However, the Company has accumulated a loss. This raises substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from this uncertainty.

Note 4— Stockholders' Equity

Common Stock - The Company was organized on January 12, 1998 and has authorized 1,000,000,000 shares of common stock par value \$0.0001 and 10,000,000 shares of preferred stock par value \$.001.

Note 5—Provision for Income Taxes

The Company provides for income taxes under Statement of Financial Accounting Standards NO. 109 accounting for Income Taxes. SFAS No. 109 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse.

SFAS No. 109 requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. In the Company's opinion, it is uncertain whether they will generate sufficient taxable income in the future to fully utilize the net deferred tax asset. Accordingly, a valuation allowance equal to the deferred tax asset has been recorded. The total deferred tax asset is \$108,338, which is calculated by multiplying a 15% estimated tax rate by the items making up the deferred tax account, the Net Operating Loss (NOL) of \$722,258. The total valuation allowance is a comparable \$108,338.

The provision for income taxes is comprised of the net changes in deferred taxes less the valuation account plus the current taxes payable as shown in the chart below.

Net changes in Deferred Tax Benefit less valuation account	0
Current Taxes Payable	0
Net Provision for Income Taxes	0

The federal NOL is due to expire 20 years from the date of its creation. The chart below shows the year of creation, the amount of each estimated year's NOL and the year of expiration if not utilized.

Year Created	Amount	Year to Expire
2002	\$123,000	2022
2003	\$198,735	2023
2004	\$259,022	2024
2005	\$141,499	2025
Total NOL Carry forward	\$722,256	

The Company has not filed any federal income returns since 1999.

Note 6— Segment Information

Segment information is presented in accordance with SFAS 131, Disclosures about Segments of an Enterprise and Related Information. This standard is based on a management approach, which requires segmentation based upon the Company's internal organization and disclosure of revenue based upon internal accounting methods. For the period shown there has been no revenue in which to segment.

Note 7— Operating Leases and other Commitments

The Company has no lease obligations.

Note 8— The Effect of Recently Issued Accounting Standards

Below is a listing of the most recent accounting standards and their effect on the Company.

SFAS 148 - Accounting for Stock-Based Compensation-Transition and Disclosure

Amends FASB 123 to provide alternative methods of transition for an entity that voluntarily changes to the fair value based method of accounting for stock-based employee compensation.

SFAS 149 - Amendment of Statement 133 on Derivative Instruments and Hedging Activities

This Statement amends and clarifies financial accounting and reporting for derivative instruments, including certain derivative instruments embedded in other contracts (collectively referred to as derivatives) and for hedging activities under FASB Statement NO. 133, Accounting for Derivative Instruments and Hedging Activities.

SFAS 150 - Financial Instruments with Characteristics of both Liabilities and Equity

This Statement requires that such instruments be classified as liabilities in the balance sheet. SFAS 150 is effective for financial instruments entered into or modified after May 31, 2003.

Interpretation No. 46 (FIN 46)

Effective January 31, 2003, The Financial Accounting Standards Board requires certain variable interest entities to be consolidated by the primary beneficiary of the entity if the equity investors in the entity do not have the characteristics of a continuing financial interest or do not have sufficient equity at risk for the entity to finance its activities without additional subordinated financial support from other parties. The Company has not invested in any such entities, and does not expect to do so in the foreseeable future. The adoption of these new Statements is not expected to have a material effect on the Company's financial position, results or operations, or cash flows.

Note 9—Reliance on Officers

The Officers have experience in multi-company and food operations. If they were no longer able or willing to function in that capacity the Company would be negatively affected.

Note 10 – Long-term Debt

The company has a long-term note in the amount of \$1,408,678 due to certain stockholders.

Note 11 – Notice of Financial Information

Pertaining to the financial data contained herein, information gathered and compiled is accurate and complete in its reporting, however, there may be changes or modifications needed to adjust these financial records to reflect the exact financial data reported.