



Tytan Holdings, Inc.
Quarterly Report
For the Three Months ending September 30th, 2012

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Item 1 Exact name of the issuer and the address of its principal executive offices

Tytan Holdings, Inc.
5225 Meeker Drive
PO Box 1249
Kalama, Washington 98625

Telephone: (360) 673-2278
Email: tytanadm@yahoo.com
Website: <http://www.TytanTractor.com>

Item 2 Shares outstanding

Common Stock

(i) September 30, 2012

- (ii) Number of shares authorized 43,333,334
- (iii) Total number of shares issued and outstanding 37,364,395*
- (iv) Est. Public Float (Free Trading shares) 31,220,922
- (v) Total number of shareholders 478

Preferred Stock

(i) September 30, 2012

- (ii) Number of shares authorized 1,000,000
- (iii) Total number of shares issued and outstanding 1,000,000 (600,000 Series A and 400,000 Series B)
- (iv) Est. Public Float N/A
- (v) Total number of shareholders: 5

a. Mark Leonard, CEO	500,000 Shares Series A
b. Holly A. King, Leonard's Daughter	50,000 Shares Series A
c. Heather S. Mockovak, Leonard's Daughter	50,000 Shares Series A
d. Pam Copen, Private Investor	200,000 Shares Series B
e. Paul Stringer, Consultant	200,000 Shares Series B

*See Accountant's Note G on page 9 herein

Item 3 Interim financial statement

Consolidated Balance Sheet (unaudited)

	2012	2011
ASSETS		
Current Assets		
Cash	\$95,868	\$54,975
Inventories	\$1,813,624	\$1,979,729
Prepaid deposits on Inventory	\$55,685	\$0
Accounts receivable	\$265,351	\$252,925
Prepaid expenses	\$2,206	\$5,207
Total Current Assets	\$2,232,735	\$2,292,836
Fixed Assets		
Equipment	\$31,783	\$187,045
Molds and patents	\$79,150	\$9,150
Improvements	\$37,249	
Building	\$29,460	
Office equipment	\$17,300	
Vehicles	\$47,491	
Less accumulated depreciation	-\$81,959	-\$54,781
Net Fixed Assets	\$160,474	\$141,414
Other Assets		
Goodwill	\$10,000	\$10,000
Tytan Leasing	\$57,091	
Total Other Assets	\$67,091	\$10,000
TOTAL ASSETS	\$2,460,300	\$2,444,250
LIABILITIES AND STOCKHOLDERS' EQUITY	2012	2011
Current Liabilities		
Accounts payable	\$10,089	
Accrued Expenses	\$21,943	
Acc.Payable & Accr.Exp.		\$41,265
Notes payable	\$734,206	\$782,804
Total current Liabilities	\$766,238	\$824,069
Note payable shareholder	\$316,395	\$358,967
Total Long Term Liabilities	\$316,395	\$358,967
Total Liabilities	\$1,082,633	\$1,183,036
Stockholders' Equity		
Common stock, 43,333,334 authorized		
Issued and outstanding 37,364,395	\$96,024,362	\$95,799,378
Additional paid-in capital	-\$94,669,796	-\$94,694,812
Preferred stock, 1 million shares authorized, issued and outstanding	\$250,000	\$250,000
Retained earnings (Deficit)	-\$226,900	-\$93,352
Total Stockholders' Equity	\$1,377,666	\$1,261,214
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$2,460,300	\$2,444,250

Consolidated Statement of Income and Retained Earnings

For the three months ending September 30, 2012 and 2011		
*** Unaudited ***		
Income	2012	2011
Sales	\$117,428	\$104,157
Total Sales	\$117,428	\$104,157
Cost of Sales		
Cost of Goods Sold	\$50,843	\$49,256
Total cost of Sales	\$50,843	\$49,256
Gross Profit	\$66,585	\$54,901
Expenses before Interest and Depreciation	\$56,224	\$132,871
Income (loss) before Interest and Depreciation	\$10,361	-\$77,970
Other Income and Expenses		
Prior period adjustment		\$38,006
Interest	\$17	\$17,543
Depreciation	\$3,508	\$5,000
Total Other Income and Expense	\$3,525	\$60,549
Net Income (Loss) before taxes	\$6,836	-\$138,518
Federal Income Taxes - -	\$0	\$0
Net Income after taxes	\$6,836	-\$138,518
Retained Earnings, beginning of period	-\$233,736	\$45,166
Retained Earnings (Deficit), end of period	-\$226,900	-\$93,352

Consolidated Statements of Cash Flow

For the three months ending September 30, 2012 and 2011

*** Unaudited ***

CASH FLOW FROM OPERATING ACTIVITIES	2012	2011
Net Income(Loss)	\$6,836	-\$138,518
Adjustments to reconcile net Income to net cash provided by operations:		
Accounts receivable	\$1,250	\$19,847
Prepaid expenses		\$0
Inventories	\$27,172	-\$87,825
Accounts payable	-\$15,237	\$17,908
Note payable, Cowlitz Bank/FDIC		\$82,804
Accrued taxes payable	-\$1,615	\$1,469
Shareholders Advances		\$37,999
Net cash provided by Operating Activities	\$18,407	-\$66,316
CASH FLOW FROM INVESTING ACTIVITIES		
Office Equipment	\$0	
Accumulated depreciation	\$3,508	\$5,000
Equipment		-\$5,074
Net cash provided by investing activities	\$3,508	-\$74
CASH FLOW FROM FINANCING ACTIVITIES		
Notes payable	-\$15,027	-\$28,621
Capital stock, additional paid in capital	\$0	\$81,238
Net cash provided by Financing Activities	-\$15,027	\$52,617
Net cash Increase (decrease) for period	\$6,888	-\$13,773
Cash at beginning of period	\$135,406	\$68,748
Cash at End of Period	\$142,294	\$54,975

Consolidated Statement of Changes in Stockholders' Equity

TYTAN HOLDINGS, INC Consolidated Statement of Changes in Stockholders' Equity For the three months ending September 30, 2012 and 2011 *** Unaudited ***		
	2012	2011
COMMON STOCK		
Balance at beginning of Quarter	\$96,024,362	\$95,633,378
Par value of shares issued under purchase plan for Investments July-Sep		\$166,000
Balance at end of Quarter	\$96,024,362	\$95,799,378
ADDITIONAL PAID IN CAPITAL		
Balance at beginning of Quarter	-\$94,669,796	-\$94,870,644
Market value in excess of par value of shares of common stock issued April-June		\$175,832
Balance at end of Quarter	-\$94,669,796	-\$94,694,812
PREFERRED STOCK		
Balance at beginning of Quarter	\$250,000	\$250,000
Balance at end of Quarter	\$250,000	\$250,000

Consolidated Notes to Financial Statements

For the three Months ending September 30th, 2011 and 2012

NOTE A- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

NATURE OF OPERATIONS

Tytan Holdings, Inc. ("Company") is traded on OTC Markets under the symbol TYTN.

Its subsidiary is Tytan International, Inc.

The Company has exclusive agreements with manufactures of its Tractors and Crawlers in China as well as proprietary information on the importation of its products into the United States. The Company also, has several patents in the U.S. on the design and construction of implements used with the Tractors and Crawlers.

Tytan International, Inc. is located in Kalama, Washington on Interstate 5. The Company has on display, at its headquarters, all its product lines and sells retail from its yard.

Currently the Company is setting up a full line of dealers in the U.S. to carry the company's products.

INVENTORIES

Inventories are stated at lower of cost or market value, on the first in first out basis.

DEPRECIATION

Depreciation is computed using accelerated methods for buildings and production equipment and the straight line method for all other depreciable assets.

INCOME TAXES

Tax expense is the same for both book and taxes purposes.

NOTE B- SHORT TERM NOTE

The Note payable is to Cowlitz County Bank under a \$650,000.00 Flooring line of credit that expired October 31, 2009 and is overdue. The company is negotiating with the FDIC to settle the debt and is making payments of \$1,500.00 per month while negotiating a settlement.

The Note is secured by the Company's inventories, property and equipment and guaranteed by the Company's controlling stockholder, Mark Leonard

NOTE C- LONG TERM NOTE

A series of notes payable to Mark Leonard, totaling \$352,250 at 5.00% per annum are subordinated to The Cowlitz County bank note.

NOTE D- RELATED PARTY

Mark Leonard owns the real estate the Company operates from and no rent has been accrued to date. The Company pays all the maintenance and upkeep and the related real estate taxes.

NOTE E- LITIGATION AWARD

The company's wholly owned subsidiary Tytan International, Inc. has prevailed in its lawsuit against Tractor Co and its Owner, Mitch Bogden. The total awarded was for \$252,750.00 under the Washington Consumer Protection Act and other claims.

NOTE F COLLECTIBILITY OF LITIGATION AWARD

On March 1, 2011 Mitchael J. Bogdon, aka Mitch Bogden filed a Chapter 7 bankruptcy. On March 15, 2011 the Company's subsidiary, Tytan International, Inc. filed its arbitration award against Tractor Co and had a Judgment entered.

No provision has been made for the collectability of the Judgment as the Company has retained a Collection Attorney to determine the assets listed in the Bankruptcy filing including those of Tractor Co., which, to date, has not filed Bankruptcy .

NOTE G PRIVATE PLACEMENTS

No shares were issued or sold during the second quarter of 2012.

NOTE H STOCK LOAN

On March 10, 2011 Mark Leonard lent the Company 700 million shares (4,666,667 post-splits adjusted) of Common stock.

NOTE I REVERSE SPLIT

On January 3, 2012 the shareholders of the Company by a vote of the majority of the common shares of the Company approved a 150 to 1 Reverse Split which became effective April 4, 2012.

Schedule of General and Administrative Expenses

For the three months ending September 30, 2012 and 2011

*** Unaudited ***

EXPENSES	2012	2011
Advertising/Marketing	\$4	\$6,199
Bank Fees	\$694	\$4,672
Washington B & O Tax	\$0	\$7,125
Office salaries		\$3,215
Consignment fees	\$4,000	\$4,734
Contributions	\$1,152	\$629
Corporate Expense	\$330	
Credit card fees	\$350	\$1,208
Diesel fuel		\$3,322
Drug testing		\$300
Equipment rental		\$1,675
Flooring charges		\$3,000
Gasoline	\$2,600	\$1,316
Import & Broker fees		\$3,677
Insurance	\$2,299	\$5,715
Internet & computer expense	\$1,500	\$552
Legal & Professional fees	\$7,259	\$25,361
License / taxes		\$25
Lubricants and Hydraulic Oil		\$1,991
Maintenance and Repairs		\$10,258
Meals and entertainment	\$0	\$5,946
Merchant fees-Credit Cards	\$404	\$1,208
Miscellaneous	\$1,724	\$8,110
Non-Tytan Warranty expense		\$3,825
Ocean Freight	\$0	\$3,288
Office supplies & Postage	\$876	\$999
Paint	\$1,601	
Parts	\$1,130	\$5,209
Telephone	\$450	\$2,896
Payroll taxes	\$5,492	\$24,811
Printing and Signs	\$0	\$1,319
Security System		\$148
Shipping Charges and Freight	\$0	\$3,670
Shop Expense	\$2,697	\$4,817
Shop uniforms		\$723
Trade Show Expense		\$6,050
Travel	\$0	\$5,059
Utilities	\$724	\$5,128
Vehicle expense	\$728	\$4,406
Wages	\$20,070	\$99,245
Website		\$225
Welding and Fabrication	\$140	\$186
Total	\$56,224	\$272,242

Consolidated Statement of Income

For the three months ending September 30, 2012

*** Unaudited ***

Sales	\$117,428
Total Sales	\$117,428
Cost of Sales	
Cost of Goods Sold	\$50,843
Total cost of Sales	\$50,843
Gross Profit	\$66,585
Expenses before Interest and Depreciation	\$56,224
Income (loss) before Interest and Depreciation	\$10,361
Other Income and Expenses	
Interest	\$17
Depreciation	\$3,508
Total Other Income and Expense	\$3,525
Net Income (Loss) before taxes	\$6,836
Federal Income Taxes	\$0
Net Income after taxes	\$6,836

Item 4 Management's discussion and plan of operation

Forward-Looking Statements: No Assurances Intended

In addition to historical information, this Quarterly Report contains forward-looking statements, which are generally identifiable by use of the words “believes,” “expects,” “intends,” “anticipates,” “plans to,” “estimates,” “projects,” or similar expressions. These forward-looking statements represent Management’s belief as to the future of Tytan International and Tytan Holdings. Whether those beliefs become reality will depend on many factors that are not under Management’s control. Many risks and uncertainties exist that could cause actual results to differ materially from those reflected in these forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements. We undertake no obligation to revise or publicly release the results of any revision to these forward-looking statements.

The third quarter proved to be another transitional period for Tytan. Year over year, the Company went from a loss on the quarter to a modest net profit.

The Company has successfully sold down on the older style tractors that it has had left in its inventory in Quarter 1, 2012 and before. Third quarter sales continued getting newly arrived implements (Mowers, Chippers, etc.) sold to dealers and consumers. This effort started the process of winning over new dealers. This went well with the arrival of newly designed implements with much greater quality and finish. There was Patent approval on two vital chipper features. It is these types of Patents that Tytan plans to build on, that separate Tytan from all the other competitors. The implements are not as high a dollar ticket as tractors, however in the sluggish 2012 economy with Tytan’s very competitive implement pricing that comes from being a direct importer, Tytan has been able to remain profitable, where most other AG companies have not. Tytan feels that its strong implement sales alone during hard economic times, will stabilize Tytan's growth plans.

Tytan is planning to have dealers visit Kalama to see the new generation of tractors and implements, starting after the final shipments of bigger tractors arrive by the end of 2012. Tytan will also be attending shows in January and February with these new products. It is anticipated that first quarter 2013 will be the beginning of an upturn in sales volume.

The Company’s Stockholder equity grew by \$224,984. With the elections over and many preparations ready for the start of 2013, Tytan’s goals are to generate even greater revenues. Tytan is pleased that last quarter turned a modest profit and helped continue to lay the ground work for this next year’s sales of the complete line of new products. Tytan’s new website will help in attracting new customers with its many new features.

The Company will be updating shareholders regularly (as news develops) in press releases and on the corporate website’s “CEO Mailbag” viewable here:

<http://www.tytantractor.com/NEWScorp.html>

Item 5 Legal proceedings

There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the Company that could have a material effect on the Issuer's business, financial condition, or operations.

Item 6 Defaults upon senior securities

Tytan International, Inc. has had an Operating line of Credit with Cowlitz County Bank of Longview WA. Tytan has never been delinquent on any payments during its 5 year relationship with the Bank. In 2009, Cowlitz Bank failed and was taken over by the FDIC. Prior to Cowlitz Bank failing, the Bank was cash strapped and thus did not renew Tytan's Line of Credit as well as other Commercial Loans. This put Tytan into default on its Note. Cowlitz Bank sought and received a judgment in April 2010 against Mark Leonard directly as the Guarantor. Tytan Holdings, Inc. does not have a Judgment against it.

The loan has been moved to the Midland Bank by the FDIC. Both parties continue to negotiate in good faith to resolve this issue.

Item 7 Other Information


None

Item 8 Exhibits

None

Item 9 Issuer's Certifications

1. I have reviewed this revised annual disclosure statement of Tytan Holdings, Incorporated;
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.

/s/ 

Date: November 23, 2012
Chief Executive Officer