

OTC Pink Basic Disclosure Guidelines

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.

Zalemark Holding Company, Inc. is the current name of the corporation. In 2009, Zalemark merged with Charis Industries Inc., becoming Zalemark Holding Company, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 15260 Ventura Blvd Suite 1200, Sherman Oaks, CA 91403

Phone: 213-351-9771

Email: ernest@zalemark.com

Website(s): <http://zalemark.com>

Investor Relations Contact

Ernest Martel

Address 1: 15260 Ventura Blvd Suite 1200, Sherman Oaks CA 91403

Phone: 213-351-977

Email: info@zalemark.com

Website(s): www.zalemark.com

3) Security Information

Trading Symbol: ZMRK

Exact title and class of securities outstanding: Common

CUSIP: 98869103

Par or Stated Value: .000100

Total shares authorized: 75,000,000

as of: 06/30/14

Total shares outstanding: 57,563,631

as of: 06/30/14

Total Free Trading Stock: 24,156,032

as of: 06/30/14

Total Stockholders: 185

as of: 06/30/14

Transfer Agent

Name: Melinda Orth

Address 1: Interwest Transfer Co. Inc., 1981 Murray Holladay Road, Suite 100, Salt Lake City, UT 84117

Phone: 801-272-9294

Is the Transfer Agent registered under the Exchange Act?* Yes: X No: ☐

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

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

The list shall indicate:

Stock Issuance Period: April 1, 2014 through June 30, 2014

Cert #	No of Shares	\$/Shares	Purchase Type	Restricted	Date of Issuance	Shareholder		Reference #	Exemption Relied
						First Name	Last Name		
2415	50,000	0.0200	Purchase	Yes	6/12/2014	Joseph	Purnell	RES-LIS	144
2416	120,000	0.0225	Purchase	Yes	6/12/2014	Joseph	Purnell	RES-LIS	144
2417	600,000	0.0250	Purchase	Yes	6/12/2014	Anurag	Jain	RES-LIS	144
2418	50,000	0.0600	Purchase	Yes	6/12/2014	Charles	Baron	RES-LIS	144
2420	316,666	0.0300	Purchase	Yes	6/19/2014	Gene	Profeta	RES-LIS	144
2421	333,333	0.0300	Purchase	Yes	6/19/2014	Dennis	Jenkins	RES-LIS	144
2422	166,666	0.0300	Purchase	Yes	6/19/2014	Yana	Muldoon	RES-LIS	144
2423	22,222	0.0450	Purchase	Yes	6/19/2014	Harry	Taylor	RES-LIS	144
2425	66,666	0.0300	Purchase	Yes	6/20/2014	Kevin	Profeta	RES-LIS	144

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided, however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than ten percent (10%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

5) Financial Statements

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

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

Forward looking statements

The following discussion of our results of operations should be read together with our financial statements posted on the OTC Disclosure and News Service and the information included in this quarterly report. This report contains forward looking statements relating to present or future trends or factors that are subject to risks and uncertainties. The risks include, but are not limited to, the impact of competitive products and pricing, product demand, and market acceptance, the Company's ability to continue with new product development, the continuation and development of key customer and supplier relationships, ability to control costs, general economic conditions, fluctuations and changes in currency exchange rates, ability to obtain financing and maintain compliance with the terms of such financing, and other risks detailed from time to time. The Company's future financial performance could differ greatly from the expectations of management. Our actual results may differ materially from those discussed in the forward-looking statements. The Company undertakes no obligation to release revisions to these forward looking statements after the date of this report.

Results of Operations for Three Months Ended June 30, 2014 and Three Months Ended June 30, 2013

The consolidated net revenues increased dramatically for the fiscal quarter ending June 30, 2014 due to the realization of the IP value for the investments; compared to the same period in 2013 unrealized revenue is up 15,521%. The company's net income for the fiscal quarter ending June 30, 2014 and 2013 was \$3,269,288 and (\$21,199) respectively.

The net result of these transactions reflects a total asset value of \$10,452,182 and liability balance of \$474,853 at the end of Q2 2014 compared to an asset value of \$6,059,463 and liability balance of \$263,334 at the end of Q2 2013.

Off Balance Sheet Arrangements

The Company has an off-balance sheet arraignments

Corporate officer / stockholder, directly remitted payments to vendors during the 4th quarter of 2013. Zalemark Holding Company, Inc. has not received any accounting nor supporting documents regarding these payments. The estimated amount of these payments was \$50,000. The enclosed liability section of the Balance Sheet and the enclosed Expense section of Income statement are understated by this estimated amount, \$50,000.

Attachments:

A. Balance Sheet

Attachment A: ZMRK Balance Sheet: As of June 30, 2014

B. Statement of Income

Attachment B: ZMRK Profit and Loss: April 1 through June 30, 2014

C. Statement of Cash Flows

Attachment D: ZMRK Statement of Cash Flows April 1 through June 30, 2014

D. Financials Notes

Attachment E: Statement of Shareholder Equity

Attachment F: Financial Notes

E. Audit Letter

None

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service 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 reports separately as described in part (ii) 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 otcq.com in the field below.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report.

To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Zalemark Holding Company, Inc. (Zalemark or the Company) is an award winning product design and product development agency. Zalemark is lead by an executive management team who, individually, earned the finest reputations and name recognition due to years as major players in each of their respective industries. Zalemark's unique strengths, derived from the exponential synergy created by bringing together industry leaders in: jewelry design; brand development; and television production, is the ability to capture a brand and articulate it through design while remaining on the leading edge of fashion This is the key and one of Zalemark's greatest assets.

As a team of successful experts, there is tremendous focus and attention to every detail of every project and every client relationship. To insure success, Zalemark's resource pool allows them to offer product placement on entertainment properties and access to entertainment industry talent and stylists, all developed through alliances with licensed partners and strategic distribution partnerships. These insider relationships and access to air space and talent ensure that Zalemark is able to maintain a huge edge over the competition and remain a leader in the emerging industry.

In addition, Zalemark has, on board, successful executives overseeing supply-chain management, quality control and customer service. The Company realizes it is as important to insure operational success and score high customer service marks as it is to create and develop unique and award winning jewelry designs as well as build the marketing and distribution systems on which to sell them.

Zalemark Holding Company Inc. is a public company trading under the symbol ZMRK and was organized and incorporated in Delaware, March 23, 1999. Zalemark Inc entered into a merger with Charis Industries Inc.in 2008, emerging as Zalemark Holding Company, Inc.. Zalemark has a fiscal year end date of 12/31/2013. The Company has never been involved in any manner of bankruptcy, receivership or any, consolidation nor the purchase or sale of a significant amount of assets. Zalemark has never defaulted on the terms of any note, loan, lease or other indebtedness or financing arrangement of any kind.

The Company has never experienced a change of control or any increase of 10% or more of the same class of outstanding equity securities and has never had any past, pending or anticipated stock split, stock dividend, recapitalization, spin-off or reorganization. It has never experienced a delisting of securities by any securities exchange or deletion from the OTC Bulletin Board including no current, past, pending or threatened legal proceedings or administrative actions either by or against the Company that could have material effect on the business, financial condition or operations of any current, past or pending trading suspensions by a securities regulator.

B. Date and State (or Jurisdiction) of Incorporation:

March 23,1999: Delaware

C. the issuer's primary and secondary SIC Codes;

Jewelry Retail 5944 (Primary) Television Home Shopping 5919920 (Secondary)

D. the issuer's fiscal year end date;

December 31st, 2013

E. principal products or services, and their markets;

Luxury Marketing Group, Inc. doing business as Compralux™ will offer designer jewelry, personal care products and other luxury items via home shopping television programming, internet/web site access and mobile applications. Compralux™ will focus on the growing Hispanic market and design jewelry, programming and marketing messaging directly for this demographic.

By targeting an emerging market with a highly desirable and sought after product all offering luxury products at value price points, Compralux™ expects to be an early leader for this product for this market.

7) Describe the 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.

Assets

Web Platform (\$100M)

Inventory (\$10M)

Furniture and Equipment (\$10M)

Leases: Term of lease Office (600 sq ft) Month to Month

8) 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 shareholders.

- A. **Names of Officers, Directors, and Control Persons.** In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Officers

Scott Prowse-CEO

Warren Nobusada-President

Ernest Martel- Executive Vice-President

Steven Zale-Secretary/Treasurer

Caren Currier - CFO

Raymond Ruiz-COO

Board of Directors

Ed Mims-Director

Ronald L Chavez-Director

Khalid Shabazz-Director

Tina Ann Neukirch-Director

Ernie Martel-Director

General Partners

None

Control Persons

None

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

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;

None

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

None

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.

None

B. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

None

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Ken S. August, Esq.
Firm: August Law Group, P.C.
Address 1: 19200 Van Karman Ave, Suite 223, Irvine, CA 92612
Phone: 949-752-7772, x 180
Email: kaugust@augustlawgroup.com

Accountant or Auditor

Name: Phil Tesler, CPA
Firm: Phil Tesler, CPA Tax
Address 1: 15300 Ventura Blvd, Suite 223, Sherman Oaks, CA 91403
Phone: 818-981-8280
Email: philiptesler@mqci.com

Investor Relations

Ernest Martel
Address 1: 15260 Ventura Blvd., Suite 1200
Address 2: Sherman Oaks, CA 91403
213-351-9771
info@zalemark.com
www.zalemark.com

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

None

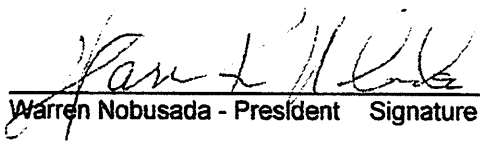
10) Issuer Certification

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, Ernest Martel/Caren Currier/Steven Zale/Warren Nobusada certify that:

1. I have reviewed this Quarterly Report of Zalemark Holding Company, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.


Warren Nobusada - President Signature

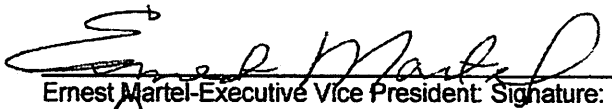
07-23-14

Date


Steven Zale- Secretary/Treasurer: Signature:

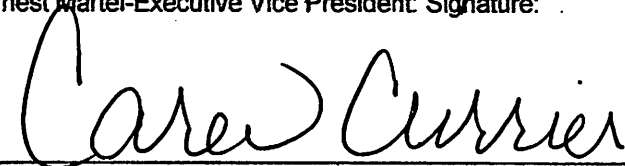
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Date


Ernest Martel-Executive Vice President: Signature:

07-23-14

Date


Caren Currier : Signature: CFO

07-23-14

Date

Zalemark Holding Company, Inc.
Balance Sheet
As of June 30, 2014

	<u>Jun 30, 14</u>
ASSETS	
Current Assets	
Checking/Savings	3,584.91
Other Current Assets	
Interco - LMG DBA Compralux	277,197.86
Inventory	
Demeter Jewelry	295,250.00
Dog Boxer Samples	2,000.00
Infinity Necklace	1,194.00
Lotus Jewelry	175,000.00
Product Samples	3,396.42
Total Inventory	<u>476,840.42</u>
Total Other Current Assets	<u>754,038.28</u>
Total Current Assets	757,623.19
Fixed Assets	2,000.00
Other Assets	
Diva's Choice Trademark	175,000.00
Investment - Demeter	2,500,000.00
Investment - Lux Marketing, Inc	1,000,000.00
Investment -LuxTV, Luxury Brand	999,999.00
Renue Cosmetics	2,175.00
Shareholders Equity - ZMRK	5,191,219.36
Total Other Assets	<u>9,868,393.36 *</u>
TOTAL ASSETS	<u><u>10,628,016.55</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	293,117.60
Other Current Liabilities	33,279.49
Total Current Liabilities	<u>326,397.09</u>
Long Term Liabilities	<u>151,312.05</u>
Total Liabilities	477,709.14
Equity	
Capital Stock	7,527,520.94
Retained Earnings	-644,480.09
Net Income	3,267,266.56
Total Equity	<u>10,150,307.41</u>
TOTAL LIABILITIES & EQUITY	<u><u>10,628,016.55</u></u>

* Valuation is subject to Final Audit

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07/24/14
Accrual Basis

Zalemark Holding Company, Inc.
Profit & Loss
April through June 2014

	<u>Apr - Jun 14</u>
Ordinary Income/Expense	
Income	18,923.08
Cost of Goods Sold	
Cost of Goods Sold	3,540.99
Total COGS	<u>3,540.99</u>
Gross Profit	15,382.09
Expense	
Advertising and Promotion	1,800.00
Allowance for Bad Debt	483,175.42
Automobile Expense	321.80
Bank Service Charges	182.13
Business Filings	2,738.60
Commission	2,000.00
Computer and Internet Expenses	284.18
Dues and Subscriptions	184.95
Filing Fees - SOS - NV	325.00
Meals and Entertainment	680.96
Miscellaneous Expense	127.80
Office Expense	404.66
Office Supplies	2,360.10
Outside Services	500.00
Parking	614.38
Postage and Delivery	560.06
Professional Fees	165,117.47
Rent Expense	5,252.44
Repairs and Maintenance	1,600.00
Suspense	843.00
Telephone Expense	565.62
Travel Expense	13,157.39
Total Expense	<u>682,795.96</u>
Net Ordinary Income	-667,413.87
Other Income/Expense	
Other Income	<u>3,974,374.15</u>
Net Other Income	<u>3,974,374.15</u>
Net Income	<u><u>3,306,960.28</u></u>

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07/25/14
Accrual Basis

Zalemark Holding Company, Inc.
Profit & Loss
January through June 2014

	<u>Jan - Mar 14</u>	<u>Apr - Jun 14</u>	<u>TOTAL</u>
Ordinary Income/Expense			
Income	100.00	18,923.08	19,023.08
Cost of Goods Sold			
Cost of Goods Sold	0.00	3,540.99	3,540.99
Total COGS	0.00	3,540.99	3,540.99
Gross Profit	100.00	15,382.09	15,482.09
Expense			
Advertising and Promotion	0.00	1,800.00	1,800.00
Allowance for Bad Debt	0.00	483,175.42	483,175.42
Automobile Expense	479.00	321.80	800.80
Bank Service Charges	94.03	182.13	276.16
Business Filings	699.95	2,738.60	3,438.55
Commission	1,500.00	2,000.00	3,500.00
Computer and Internet Expenses	126.34	284.18	410.52
Concept & Design	300.00	0.00	300.00
Dues and Subscriptions	482.38	184.95	667.33
Filing Fees - SOS - NV	0.00	325.00	325.00
Filming	300.00	0.00	300.00
Foreign Transaction Fee	3.90	0.00	3.90
Marketing	2,904.00	0.00	2,904.00
Meals and Entertainment	447.82	680.96	1,128.78
Miscellaneous Expense	0.00	127.80	127.80
Office Expense	1,518.75	404.66	1,923.41
Office Supplies	825.64	2,360.10	3,185.74
Outside Services	715.00	500.00	1,215.00
Parking	169.00	614.38	783.38
Postage and Delivery	395.24	560.06	955.30
Professional Fees	19,874.65	165,117.47	184,992.12
Reimbursement - Misc Exp	1,161.60	0.00	1,161.60
Rent Expense	0.00	5,252.44	5,252.44
Repairs and Maintenance	3,650.00	1,600.00	5,250.00
Samples	197.38	0.00	197.38
Success Fee	192.00	0.00	192.00
Suspense	-843.00	843.00	0.00
Telephone Expense	498.07	565.62	1,063.69
Transfer Services	993.00	0.00	993.00
Travel Expense	2,308.97	13,157.39	15,466.36
ZMRK Radio Interview	800.00	0.00	800.00
Total Expense	39,793.72	682,795.96	722,589.68
Net Ordinary Income	-39,693.72	-667,413.87	-707,107.59
Other Income/Expense			
Other Income	0.00	3,974,374.15	3,974,374.15
Net Other Income	0.00	3,974,374.15	3,974,374.15
Net Income	-39,693.72	3,306,960.28	3,267,266.56

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07/24/14

Zalemark Holding Company, Inc.
Statement of Cash Flows
April through June 2014

	<u>Apr - Jun 14</u>
OPERATING ACTIVITIES	
Net Income	3,306,960.28
Adjustments to reconcile Net Income to net cash provided by operations:	
Interco - LMG DBA Compralux	-6,141.81
Inventory: Infinity Necklace	-1,194.00
Inventory: Lotus Jewelry	-175,000.00
Accounts Payable	116,240.76
L/P - Misc.	843.00
Net cash provided by Operating Activities	<u>3,241,708.23</u>
INVESTING ACTIVITIES	
Gems TV Purchase	500,000.00
Investment - Demeter	-2,475,000.00
Investment - Lux Marketing, Inc	-999,375.00
Investment - LuxTV, Luxury Brand	-999,999.00
UNCOLLECTABLE ASSETS	483,175.42
Net cash provided by Investing Activities	<u>-3,491,198.58</u>
FINANCING ACTIVITIES	
Due to Jeff Haboush	30,500.00
Capital Stock	217,500.00
Net cash provided by Financing Activities	<u>248,000.00</u>
Net cash increase for period	-1,490.35
Cash at beginning of period	<u>5,075.26</u>
Cash at end of period	<u><u>3,584.91</u></u>

Zalemark Holdings Company, Inc.

STATEMENT OF STOCKHOLDERS' EQUITY

For the Three (3) months ended June 30, 2014

		Preferred Stock		Common Stock		Additional	Stockholders' Equity
		Issued	Amount	Issued	Amount	Paid-In Capital	(March 31, 2014)
Shareholders' Shares - June, 2014		-0-	\$-0-	1,678,902	\$49,200.00	-0-	\$7,527,520.94
April 1, 2014	55,884,729						
Activity:							
April 1-June 30, 2014	1,678,902						
June 30, 2014	57,563,631						
Shareholders' Equity – June 30, 2014							
April 1, 2014	\$5,532,859.92						
Activity:							
April 1-June 30, 2014	\$1,994,661.02 *						
June 30, 2014	\$7,527,520.94						

- **Inventory Asset Transfers**

ATTACHMENT “F”

Zalemark Holding Company, Inc.
Footnotes and Ratios
For the period ending June 30, 2014

CURRENT RATIO:

The current ratio measures whether an entity has sufficient resources to pay its debts over the next 12 months. It compares an entity's current assets to its current liabilities.

If the current liabilities exceed current assets (the current ratio is below 1), as in the case of ZMRK, then ZMRK may have challenges in meeting its short-term or current obligations.

Low values; however, do not indicate a critical issue.

Positive cash flow, which will provide for a current ratio will derive from the sale of common stock, ZMRK, and from the positive EBITDA from the Zalemark subsidiary “Compralux”.

ACID-TEST RATIO

The acid-test or quick ratio measures the ability of a company to use its near cash or quick assets to extinguish or retire its current liabilities immediately. Quick assets include those current assets that can quickly be converted to cash. A company with a Quick Ratio of less than 1 cannot currently pay back its current liabilities.

The scenario similar to ZMRK's current ratio is valid here as well.

It should be noted that inventory is excluded from the sum of the assets in the Quick Ratio, but included in the current ratio.

Ratio are tests of viability for business entities but do not give a complete picture of the business' health. In contract, if the business has negotiated fast payment or cash from customers, and long term from suppliers, it may have a very low Quick Ratio and yet be very healthy.