### OTC DISCLOSURE AND NEWS SERVICE

# COMPANY INFORMATION AND DISCLOSURE STATEMENT

(April 11, 2012)

# HANNOVER HOUSE, INC.

f/k/a TARGET DEVELOPMENT GROUP, INC.

(Pinksheets: HHSE)

**WYOMING** (State of Incorporation)

91-1906973 (IRS Employer Identification No.)

1428 CHESTER STREET
SPRINGDALE, AR 72764
(Address of Principal Executive Offices)

479-751-4500 (Issuer's Telephone Number)

**Cusip Number 410681 101** 

# MANAGEMENT DISCUSSION AND DISCLOSURES

**POSTED: April 11, 2012** 



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Item 1 – **The exact name of the issuer** is Hannover House, Inc., formerly known as Target Development Group, Inc. The name of our Company, also referred to the "Issuer" or "HHSE", is HANNOVER HOUSE, INC., and until January, 2012 was formerly known as TARGET DEVELOPMENT GROUP, INC., a Wyoming Corporation (registered in Wyoming on January 29, 2009); As of April 3, 2012, the trading symbol for the Company was changed from "TDGI" to "HHSE." The Company's wholly-owned, operating entity, Truman Press, Inc., d/b/a "Hannover House" was incorporated in California in 1993, and re-registered into Arkansas, effective 2009. While the name of the corporation has been changed to Hannover House, Inc., effective in January, 2012 by the Wyoming Secretary of State's office, the publicly traded entity as recorded with FINRA, the S.E.C. and the OTC Markets was not formally changed to "Hannover House, Inc." with the "HHSE" trading symbol until Tuesday, April 3, 2012.

## Item 2 – The address of the issuer's principal executive offices is as follows:

Our Contact Information:	Contact Person:
Hannover House, Inc.	D. Frederick Shefte, President
f/k/a "Target Development Group, Inc."	Hannover House, Inc.
1428 Chester St.	1428 Chester St.
Springdale, AR 72764	Springdale, AR 72764
Tel. 479-751-4500	Tel. 479-751-4500
Fax: 479-751-4999	Fax.: 479-751-4999
www.HannoverHouse.com	Fred@HannoverHouse.com

Item 3 – The jurisdiction and date of the issuer's incorporation under that jurisdiction are: Wyoming (corporation), registered January 29, 2009. The Company's wholly-owned, operating entity, Truman Press, Inc., d/b/a "Hannover House" was incorporated in California in 1993, and re-registered into Arkansas, effective 2009.

#### Item 4 – Exact title and class of securities outstanding:

The Company's stock is traded on the OTC "Pinksheets" Markets under the trading symbol: HHSE. The Cusip number for the Company is: 410686 101. The following is true and correct, per our transfer agent, as of and at the period ending on April 6, 2012:

a. Total shares in issue as of April 6,, 2012:

476,511,945

b. Above Shares Restricted From Sale: 130,325,186

TOTAL SHARES IN ISSUE:

476,511,945

c. Series "A" Preferred Shares:

1,000,000

Shareholders of Record: 171 (Standard Registrar count)

Total Beneficial Shareholders: 323 (Broadridge, ICS count)

Total Authorized Shares: 700,000,000

## Item 5 – **Stock Transfer Agent:**

#### The Transfer Agent for the Company's stock is:

Standard Registrar & Transfer Company, Inc. 12528 South 1840 East Draper, UT 84020 Tel. 801-571-8844 / Fax 801-571-2551

#### ITEM 6 Management Discussion and Disclosures

The company held a strategy meeting for general operations and additional corporate matters of Hannover House, Inc. on Monday, April 9, 2012. The following items were discussed, and to the extent that any specific plans of action were required or agreed, the conclusions are listed as follows:

- 1). REPLICATION ISSUES RE: "HUMANS VS. ZOMBIES" Fred Shefte led a discussion regarding the matter of extremely high demand for DVD's and Blu-Ray copies of the forthcoming "Humans Vs. Zombies" release, and the immediate manufacturing requirements. With pre-orders already approaching 200,000 units of which approximately 60,000 will require an on-pack comic book premium and outer O-Card Shefte outlined the Company's need for a greater video replication line-of-credit from existing suppliers, or the need to divide these orders amongst several different replication suppliers. Following a discussion, it was agreed that the Company would be willing to pledge one or more of the larger orders (i.e., Redbox, Netflix, WalMart) as collateral or for direct-assignment to a replicator, if so required in order to motivate a sufficient manufacturing credit arrangement.
- 2). ANNUAL COMPLIANCE FILINGS A discussion was held regarding the quarterly and annual requirements for filings and attorney letters to remain "current" on the OTC Markets. With respect to the compliance filings for the year-ending 12-31-2011, it was determined that the current filings and opinion letter would need to be filed this week.
- 3). **FANTASTIC FILMS, INC. SETTLEMENT** Fred Shefte reported on the agreement made between Hannover's counsel and FFI counsel regarding the orderly payment plan for the retirement of this obligation. It was agreed to instruct Morton to immediately release the funds previously placed on deposit into his client trust account to effect the significant, initial payment under the settlement terms.
- 4). PHOENIX ENTERTAINMENT LIBRARY A discussion was held regarding the asset acquisition of the Phoenix Entertainment film library, and the likely benefits to the Company. With the rising demand from major retailers for "thematic multipacks" the 30+ titles in the Phoenix catalog would provide new packaging options, as well as titles for the VODwiz.com video-on-demand streaming launch. Subject to a full due diligence study over the rights and obligations for these titles, the decision was made to proceed with this acquisition under the proposed distribution terms, which Parkinson and Shefte agreed were beneficial to the Company. The structure of the venture would not transfer any Phoenix liabilities over to Hannover House, Inc.
- 5). OTHER ACQUISITION AND TITLE UPDATES Parkinson led a discussion of the Company's status for new title acquisitions, as well as an update on discontinued titles. During the past six months, the Company has contracted for the acquisition or release of eighteen new titles, not including the potential Phoenix multi-title venture, or three other, unannounced and pending multi-title ventures. During this same timeframe, the Company has discontinued four items from the catalog, three of which were not performing for the company and one which was lost due to an expiration of the underlying rights from the supplier to Hannover House. It was Parkinson's belief that the value of the newly acquired titles represents a six-to-one valuation over the discontinued items, and that these titles represent a more dynamic sales line-up for the immediate market trends.

- 6). MOTHER GOOSE VENTURE Parkinson presented the final deal terms for the acquisition of all rights (worldwide and in perpetuity) for the Michael Snyder property, "Mother Goose!" Based on the acquisition terms, the quality of the property, the availability of off-balance sheet financing and coproduction partnerships, and the preliminary support of several major stars for the film (including an Academy Award winning actress as "Mother Goose"), the company elected to proceed with the closing and with the announcement of the venture.
- 7). ACKNOWLEDGMENT OF OFFICER SHARE MATURATION - Shefte led a discussion regarding the restricted (144) Management Shares that both Parkinson and Shefte received in January, 2010 under the stock-for-stock swap acquisition of Truman Press, Inc., by Target Development Group, Inc. The Management shares were restricted for twelve (12) months, but have been maintained as fully restricted by Parkinson and Shefte for twenty-seven (27) months thus far. Under the advice of counsel, and in respect that both officers have been deferring all or most of their salaries, Parkinson and Shefte agreed to take the appropriate actions and file the required documents and disclosures to enable each of them the opportunity to sell a portion of their restricted stock in the Company during the next 90-days. Shefte felt that this action was better than any other form of financing that would require the issuance of additional shares, whereas the share count stays the same under this plan. Shefte described the current sales trajectory for the Company as being on target for a 100% revenue achievement year-over-year (2012 over 2011) and the current audit schedule for the Company, both of which indicate that a portion of the voluntarily forfeited shares of Parkinson and Shefte are likely to be earned back and re-issued to them in 2013. Shefte described this action as the preferred means of generating financial relief for the two principal managers of the Company without requiring the issuance of new stock to dilute the A/S structure.
- HANNOVER MEDIA CENTER A discussion was held over the completion of a 8). proposal to the City of Fayetteville for a greatly preferred land price / grant of ten acres in the Fayetteville Industrial Center to house the proposed Hannover Media Center. The architectural plans, prepared by AFHJ Architects, include Administrative offices, a large warehouse, a production stage and a server network facility (for the hosting of VODwiz.com). The site in Fayetteville would provide the Company access to extremely high-volume, high-speed internet service for VOD Streaming, as well as proximity to the University of Arkansas, The Innovation Center and employee residences. This site also has existing power, water and sewage services, as well as a dedicated access road that could be renamed "Hannover Blvd." if so elected. Other sites in Springdale, Lowell, and rural N.W. Arkansas would likely require infrastructure investments greater than the savings available from site acquisition costs. Hannover House has been operating out of leased facilities in Springdale for more than 3-1/2 years, having expended more than \$160,000 in rent during that time. It has been the opinion of both Parkinson and Shefte that a corporately owned office and warehouse facility would be in the Company's best interests, and that the proposal to the City of Fayetteville should proceed.
- 9). **DIRECTOR'S AND OFFICER'S INSURANCE** Parkinson and Shefte both approved the insurance quote from Chubb to implement "D&O" insurance coverage for the company's Directors and Officers. Shefte stated that this policy had been a requirement and condition for acceptance from many of the outside director candidates that the Company is considering for addition to the Board of Directors.

- **10). OTHER CORPORATE MATTERS** Shefte outlined the current status of several of the Company's largest debt or legal obligations.
  - a) Fantastic Films / Moebius Strip As previously described, this legal matter has been resolved, substantially reduced through payments and is now operating under an orderly payment reduction schedule.
  - b) Kalmbach Publishing Hannover counsel reports positive communications with counsel for creditor regarding an expeditious settlement of this matter.
  - c) Technicolor Labs Hannover counsel has spoken with counsel for Technicolor regarding a resolution involving a reconciliation of payments already made by Hannover House, a comparison of billed pricing versus contractual prices, and other issues of dispute that are likely to be amicably resolved.
  - d) Other Creditor Issues Shefte reported that a monthly payment plan was in place for two of the three "Twelve P&A Lenders" and that payments would also commence this month for the third lender.
  - e) Los Angeles Times Shefte described a proposal to promptly retire the remaining balance for newspaper ads previously published in the Los Angeles Times. He also described a handful of smaller sums due to several other newspapers, and how regular, installment payments have been made.
  - f) Deluxe Labs Hannover House has received correspondence from an attorney representing Deluxe Labs, regarding a request for Arbitration to resolve a dispute over lab charges for "All's Faire in Love" and "Cook County." It is Hannover's belief that payments rendered directly to Deluxe by bank wire transfer from the National Bank of California were not properly credited against invoices that they are still showing as open and unpaid, among other billing issues. An attempt to reconcile and resolve this matter outside of Arbitration is being pursued.
  - g) Interstar Releasing, LLC Shefte described the current status of the producer dispute concerning the title, "Dawn of the Living Dead" and the licensor's refusal to accept the earned royalty payment amount that Hannover House has offered to remit. He discussed the report received from Hannover's counsel regarding a July court hearing and the current discussions with opposition counsel to effect settlement and acceptance of the earned royalties prior to that date. There was also discussion of a potential counterclaim or separate litigation action for the benefit of Hannover House, due to documented breaches by the licensor. However, both Parkinson and Shefte agreed that it was a preferred course of action to resolve the matter without further legal recourse, and to encourage the licensor's acceptance of the earned royalties.

There being no other issues and items to discuss, the meeting was adjourned at 11:45 am.

#### ITEM 7 <u>Certifications</u>

## I, ERIC F. PARKINSON, hereby certify that;

- (1) I have reviewed the Management Discussion and Disclosures posted as of Monday, April 11, 2012 on behalf of Hannover House, Inc., formerly known as Target Development Group, Inc. and its operating subsidiary, Hannover House;
- 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;
- (3) Based on my knowledge, the 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.

Dated: 11 April 2012

/s/			

By: Eric F. Parkinson

Title: Chairman and Chief Executive Officer