

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

(UNAUDITED)

Onassis Holdings Corp
www.Onassis-Holdings.com
sales@onassis-holdings.com
SIC: 2833

Annual Report

For the Period Ending: December 31, 2023
(the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

127,910,116 as of March 31, 2024

127,910,116 as of December 31, 2023

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

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

¹ "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.

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Onassis Holdings Corp

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Nevada, Active

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

N/A

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

The address(es) of the issuer's principal executive office:

39 Broadway, Suite 3010, NY, NY 10006, USA

The address(es) of the issuer's principal place of business:

Check if principal executive office and principal place of business are the same address:

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

No: Yes: If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Securities Transfer Corporation
Phone: (469) 633-0101
Email: info@stctransfer.com
Address: 2901 N Dallas Parkway, Suite 380, Plano, Texas 75093

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	ONSS
Exact title and class of securities outstanding:	Ordinary
CUSIP:	682283 106
Par or stated value:	0.001

Total shares authorized:	200,000,000 as of date: December 31, 2023
Total shares outstanding:	127,910,116 as of date: December 31, 2023
Total number of shareholders of record:	70 as of date: December 31, 2023

All additional class(es) of publicly quoted or traded securities (if any): N/A

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: _____
Total number of shareholders of record:	_____ as of date: _____

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: _____
Total number of shareholders of record:	_____ as of date: _____

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred
CUSIP (if applicable):	N/A
Par or stated value:	0.001
Total shares authorized:	999,000 as of date: December 31, 2023
Total shares outstanding (if applicable):	0 as of date: December 31, 2023
Total number of shareholders of record (if applicable):	0 as of date: December 31, 2023_

Exact title and class of the security:	Convertible Series A Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	0.001
Total shares authorized:	1,000 as of date: December 31, 2023
Total shares outstanding (if applicable):	1,000 as of date: December 31, 2023
Total number of shareholders of record (if applicable):	1 as of date: December 31, 2023_

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

All ordinary shareholders are entitled to dividends from the company upon grant and having voting rights of one vote per share.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

The Convertible Series A Preferred Stock ranks senior to the common stock and all classes and series of stock of the Company with respect to dividend rights, and rights on liquidation, winding up and dissolution. In addition, the Convertible Series A Preferred Stockholders have the right to convert their shares into common stock at the option of the holders on a one-to-one basis and the preferred shares shall convert into common shares upon a consolidation, merger or sale of the Company.

3. Describe any other material rights of common or preferred stockholders.

N/A

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

N/A

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: Yes: (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date Dec 31, 2023 Common: <u>127,910,116</u> Preferred: <u>1,000</u>	*Right-click the rows below and select "Insert" to add rows as needed.
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				Value of	Were Shares	Individual	Reason	Restricted or	Exemption
		Number of		Shares	Issued at a	Shares	For	Unrestricted	or
Date of	Transaction	Shares	Class of	Issued at	Discount to	were	Share	as of this	Registration
Transaction	Type	Issued	Securities	Issuance	Market	Issued to	Issuance	Filing	Type
7/24/2019	New Issuance	300,000	Ordinary	\$0.035	No	S Team: Zak Sadon	Cash	Restricted	Regulation A
5/1/2020	New Issuance	200,000	Ordinary	\$0.033	Yes	Ilanit Pinhasov Gedy	Cash	Restricted	Regulation A
5/1/2020	New Issuance	200,000	Ordinary	\$0.033	Yes	Steven Falovitch	Cash	Restricted	Regulation A
8/20/2020	New Issuance	100,000	Ordinary	\$0.001	Yes	Plia Pesya Bary	Debt	Restricted	Regulation A
8/20/2020	New Issuance	300,000	Ordinary	\$0.001	Yes	Benjamin Karasik	Debt	Restricted	Regulation A
8/20/2020	New Issuance	200,000	Ordinary	\$0.001	Yes	Zipora Admoni	Debt	Restricted	Regulation A
8/20/2020	New Issuance	200,000	Ordinary	\$0.001	Yes	Oranit Yehezkel	Debt	Restricted	Regulation A
8/20/2020	New Issuance	200,000	Ordinary	\$0.001	Yes	Oded Tamir	Debt	Restricted	Regulation A
8/20/2020	New Issuance	100,000	Ordinary	\$0.001	Yes	Daniel Marin	Debt	Restricted	Regulation A
8/20/2020	New Issuance	200,000	Ordinary	\$0.001	Yes	Shalom Kfir Harush	Debt	Restricted	Regulation A
8/20/2020	New Issuance	100,000	Ordinary	\$0.001	Yes	Jehonathan Kozniak	Debt	Restricted	Regulation A
8/20/2020	New Issuance	50,000	Ordinary	\$0.001	Yes	Aarone Guedj	Debt	Restricted	Regulation A
10/22/2020	New Issuance	100,000	Ordinary	\$0.001	Yes	Yehuda Breitkopf	Debt	Restricted	Regulation A
10/22/2020	New Issuance	250,000	Ordinary	\$0.100	Yes	Yehuda Breitkopf	Debt	Restricted	Regulation A
2/4/2021	New Issuance	75,000	Ordinary	\$0.200	Yes	Update Communications:Tom Wagner	PR Services	Restricted	Regulation A
10/26/2022	New Issuance	5,892,256	Ordinary	\$0.119	Yes	Balanced Management LLC: SRAX Public Company	Investor Realitions Services	Restricted	Regulation A

Shares Outstanding on Date of This Report:

Ending Balance:

December 31, 2023

Common: 127,910,116

Preferred: 1,000

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

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

See Unaudited Financial Statements

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: Yes: (If yes, you must complete the table below)

	Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms	Name of Noteholder	Reason For Issuance
Plia Bary	2/19/2020	\$ 11,568	\$ 10,000	\$ 1,568	Upon Registration	50% Discount	Plia Bary	Working Capital Loan
Benjamin Karasik	4/1/2019	\$ 59,639	\$ 50,000	\$ 9,639	Upon Registration	50% Discount	Benjamin Karasik	Working Capital Loan
Rashel Mirza	1/26/2020	\$ 11,594	\$ 10,000	\$ 1,594	Upon Registration	50% Discount	Rashel Mirza	Working Capital Loan
Zipora Admoni	5/16/2019	\$ 59,389	\$ 50,000	\$ 9,389	Upon Registration	50% Discount	Zipora Admoni	Working Capital Loan
Oranit Yechezkel	1/10/2020	\$ 5,806	\$ 5,000	\$ 806	Upon Registration	50% Discount	Oranit Yechezkel	Working Capital Loan
Oded Tamir	1/7/2020	\$ 23,231	\$ 20,000	\$ 3,231	Upon Registration	50% Discount	Oded Tamir	Working Capital Loan
Daniel Marin	1/7/2020	\$ 8,712	\$ 7,500	\$ 1,212	Upon Registration	50% Discount	Daniel Marin	Working Capital Loan
Shalom Kfir Harush	1/7/2020	\$ 24,973	\$ 21,500	\$ 3,473	Upon Registration	50% Discount	Shalom Kfir Harush	Working Capital Loan
Yehuda Breitkopf	5/26/2020	\$ 57,300	\$ 50,000	\$ 7,300	Upon Registration	50% Discount	Yehuda Breitkopf	Working Capital Loan
Jonathan Kozniak	6/11/2020	\$ 12,586	\$ 11,000	\$ 1,586	Upon Registration	50% Discount	Jonathan Kozniak	Working Capital Loan
Ford Seeman	2/24/2021	\$ 271,667	\$ 250,000	\$ 21,667	Upon Registration	50% Discount	Ford Seeman	Working Capital Loan
Aaron Guedj	7/21/2020	\$ 6,497	\$ 5,700	\$ 797	Upon Registration	50% Discount	Aaron Guedj	Working Capital Loan
Folium Botanics	3/25/2021	\$ 267,894	\$ 240,840	\$ 27,054	Upon Registration	20% Discount	Folium Botanics: Jaime Vaughan	Working Capital Loan
Edi Caspi	6/12/2022	\$ 30,827	\$ 29,000	\$ 1,827	June 12, 2023	20% Discount	Edi Caspi	Working Capital Loan
Beit Hagmar	7/11/2022	\$ 15,140	\$ 14,286	\$ 854	July 11, 2023	20% Discount	Beit Hagmar: Ed Caspi	Working Capital Loan
Dikla Cohen	8/22/2023	\$ 4,044	\$ 4,000	\$ 44	Upon Registration	50% Discount	Dikla Cohen	Working Capital Loan
Dikla Cohen	8/22/2023	\$ 11,120	\$ 11,000	\$ 120	Upon Registration	50% Discount	Dikla Cohen	Working Capital Loan
Nurit Coombe	9/20/2023	\$ 92,550	\$ 90,000	\$ 2,550	Upon Registration	50% Discount	Nurit Coombe	Working Capital Loan
Dor Israeli	9/27/2023	\$ 10,264	\$ 10,000	\$ 264	Upon Registration	50% Discount	Dor Israeli	Working Capital Loan
Nurit Coombe	9/27/2023	\$ 61,583	\$ 60,000	\$ 1,583	Upon Registration	50% Discount	Nurit Coombe	Working Capital Loan
Justin West	10/12/2023	\$ 20,444	\$ 20,000	\$ 444	Upon Registration	50% Discount	Justin West	Working Capital Loan

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

N/A

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on www.otcm Markets.com).

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

Onassis Holdings Corporation was originally incorporated in the State of Nevada in 2004. In 2019 Onassis created a new subsidiary Ananda Labs Inc. ("Ananda") in Wyoming and in 2020 Onassis acquired the assets of ABC Micrologic Ltd. ("ABC") in Israel (together "the Company", "Onassis", "we", "our", or "us").

The Company is currently focused on marketing and distributing nutraceutical products and the licensing and commercialization of anti-aging technology. The Company has begun working with top nutrition experts to manufacture and distribute innovative products that passed in-vitro and in-vivo clinical studies of herbal and marine formulations utilized in over 2000 years of traditional Asian medicine.

The Company is headquartered in New York City, with its warehouse and fulfillment offices located in Long Island, New York. The Company has a subsidiary in Israel, working with scientific research companies in Europe, Israel, and the USA to carry out new drug preclinical/clinical research and safety studies to help with product development and practical applications.

The Company aims to widely promote and develop the application technology of Asian medicinal herbs and plant-based medicines, with strong connections to the biopharma world to ensure processes and regulations are at the highest possible standard (GMP, CE, FDA).

In April 2021, the Company entered into a framework agreement with a manufacturer of medications, to distribute its nutraceutical products in geographical territories.

During the second quarter of 2021, the Company received its first nutraceutical product inventory on consignment from a manufacturer of nutraceuticals. The products are being held at the Company's warehouse.

In addition, during the second quarter of 2021, the Company entered into a letter of intent to supply medicinal products to a purchaser in Latin America on an annual basis for approximately \$24 million. As of the filing of these financial statements, no final agreement has been entered into with respect to this letter of intent.

During 2022, the Company entered into a research and license agreement with Yisum Research Development Company of The Hebrew University of Jerusalem, Ltd. (“Yisum”) for the development and commercialization of anti-aging technology. The patented technology is based on the use of epigenetic editing with a combination of genes that can convert adult cells into placental stem cells, allowing for site-specific alteration of epigenetic marks to rejuvenate cells. The agreement grants the Company the exclusive right to license and commercialize intellectual property resulting from the research conducted by Yisum.

The Company plans to use this technology to develop new anti-aging products and therapies, with the goal of improving the quality of life for aging populations. In addition to the anti-aging technology, the Company is also engaged in other biotech research projects, focusing on developing new treatments for a variety of diseases and conditions, including cancer, neurological disorders, and autoimmune diseases. By leveraging its expertise in biotech research and development, the Company aims to bring innovative solutions to the market that address some of the biggest health challenges of our time.

B. List any subsidiaries, parent company, or affiliated companies.

Onassis Holdings Corporation Subsidiaries:

Ananda Labs Inc. - Incorporated in Wyoming and headquartered in NYC

ABC Micrologic Ltd. – Incorporated in Israel

C. Describe the issuers’ principal products or services.

CimetrA- IMP -Investigational Medicinal Product which is in an urgent registration process in the US to treat Covid-19 – Corona Virus

Co-Blox - Food supplement capsule to boost the immune system

Majestix - Syrup made of 15 plant extracts

Majestix Post- Syrup made of 15 plant extracts, Vitamins and Fungus.

ArtemiC Rescue - Water based emulsion, oral spray. This is a food supplement intended to support the immune system, containing four ingredients consisting of artemisinin, Curcuma longa L. rhizome extract, Boswellia serrata oleo resin, and L-ascorbic acid (Vitamin C). ArtemiC has an innovative delivery system that circumvents the obstacles posed by the difficulty in dissolving the ingredients in water and enables high bioavailability and effective uptake into the body. ArtemiC is a water-soluble food supplement intended to support the immune system, containing four ingredients consisting of artemisinin, Curcuma longa L. rhizome extract, Boswellia serrata oleo resin, and L-ascorbic acid (Vitamin C).

Artemic Support - Water based emulsion, oral drops containing three ingredients Water, Vitamin C (L-ascorbic acid), Curcuma Longa L extract (rhizome), Arabic gum, Boswellia Serrate extract (trunk, branches), sodium benzoate, potassium sorbate.

Skin Care - 18 different types of creams for all skin types

Vapes - CBD vapes 5 in different tastes.

Vitamins and plant extracts - in a technology that gives them a very high bio availability including: Curcuma, Vitamin B Complex, Ginger, Frankincense, Vitamin C, Propolis, Vitamin D, Vitamin B12, Omega 3-6-9, Coenzyme Q10, Vitamin E, CBD Full Spectrum, Curcuma, Frankincense-Curcuma, C-O-C (Curcuma, Olibanum, Vitamin C), CBD Isolate-Curcuma, C-D-E (Curcuma, Vitamin D+E)

5) 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 and the extent in which the facilities are utilized.

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.

Corporate Headquarters - 39 Broadway, Suite 3010, New York, NY 10006

ABC Micrologic Ltd - 35 Ha'erez Street, Ra'anana, Israel

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders 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 (City, State) of an individual representing the corporation or entity in the note section.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Eiron Yaron	Chairman	New York	75,000,000	Common	61.5%	_____
Ford Seeman	Director	New Jersey	0	N/A	N/A	_____

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

N/A

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

N/A

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

N/A

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

N/A

5. Been the subject 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.

N/A

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

N/A

- 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 to 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.

N/A

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Paul Goodman, Esq/
Firm: Cyruli Shanks & Zizmor, LLP
Address 1: 420 Lexington Ave
Address 2: New York, NY 10170
Phone: 212-661-6800
Email: pgoodman@cszlaw.com

Accountant or Auditor

None

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

None

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

None

Twitter: _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

Other Service Providers

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

Name: Elan Yaish
Firm: ERS Affiliates LLC
Nature of Services: Financial Consulting
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by:

Name: Elan Yaish
Title: ERS Affiliates LLC
Relationship to Issuer: Financial Consulting

B. The following financial statements were prepared in accordance with:

- IFRS
 U.S. GAAP

C. The following financial statements were prepared by :

Name: Elan Yaish
Title: ERS Affiliates LLC
Relationship to Issuer: Financial Consulting

Describe the qualifications of the person or persons who prepared the financial statements:⁵ **CPA**

10) Issuer Certification

Principal Executive Officer: Eliron Yaron

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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Eliron Yaron certify that:

1. I have reviewed this Disclosure Statement for Onassis 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.

March/31/2024

Eliron Yaron 

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

Principal Financial Officer: Eliron Yaron

I, Eliron Yaron certify that:

1. I have reviewed this Disclosure Statement for Onassis 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.

March/31/2024

Eliron Yaron



(Digital Signatures should appear as "/s/ [OFFICER NAME]")

ONASSIS HOLDINGS CORPORATION

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ONASSIS HOLDINGS CORPORATION
CONSOLIDATED BALANCE SHEETS
Unaudited

	December 31, 2023	December 31, 2022
ASSETS		
Current Assets:		
Cash	\$ 2,319	\$ 74,269
Inventory	1,569	1,569
Prepaid expense	700,000	700,000
	703,888	775,838
Other assets	85,050	-
	788,938	775,838
	\$ 788,938	\$ 775,838
LIABILITIES AND STOCKHOLDERS' DEFICIENCY		
Current Liabilities:		
Interest payable	\$ 97,002	\$ 63,108
Loan payable - related party	81,755	81,200
Convertible notes payable, net of debt discount	969,806	774,806
	1,148,563	919,114
Stockholders' Deficiency:		
Preferred stock, par value \$0.001, 999,000 shares authorized, no shares issued and outstanding	-	-

Convertible Series A Preferred stock, par value \$0.001, 1,000 shares authorized issued and outstanding	1	1
Common stock, par value \$0.001 par value per share Authorized 199,000,000 shares; Issued and outstanding 127,910,116 shares	127,910	127,910
Subscriptions receivable	(75,540)	(75,540)
Additional paid-in capital	13,885,733	13,885,733
Accumulated deficit	(14,297,729)	(14,081,380)
	<hr/>	<hr/>
Total Stockholders' Deficiency	(359,625)	(143,276)
	<hr/>	<hr/>
Total Liabilities and Stockholders' Deficiency	\$ 788,938	\$ 775,838
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The accompanying notes to these financial statements are an integral part of these statements.

ONASSIS HOLDINGS CORPORATION
CONSOLIDATED STATEMENTS OF OPERATIONS

Unaudited

	December 31,	December 31,
	2023	2022
Revenues - related party	\$ -	\$ 6,775
Operating Expenses:		
Consulting fees - related party	59,570	54,134
Contractors and professional fees	54,168	41,544
Travel	26,531	12,375
Office and general expenses	24,212	50,414
Advertising and marketing	550	2,646
Rent	15,932	6,914
Bank charges	1,492	1,154
Total operating expenses	182,455	169,181
Loss from operations	(182,455)	(162,406)
Other Expenses:		
Interest expense	33,894	28,058
Net Loss	\$ (216,349)	\$ (190,464)
Net loss per share:		
Basic and diluted	\$ (0.00)	\$ (0.00)
Weighted average shares outstanding		
Basic and diluted	127,910,116	122,017,860

The accompanying notes to these financial statements are an integral part of these statements.

ONASSIS HOLDINGS CORPORATION
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIENCY)

Unaudited

	Convertible Series A				Common				Total
	Preferred Stock				Stock				Stockholders'
	Number	Amount	Number	Amount	Additional	to be	Accumulated	Subscriptions	Equity
	of		of		Paid-in	Issued	Deficit	Receivable	(Deficiency)
	Shares		Shares		Capital				
Balance at January 1, 2022	1,000	\$ 1	122,017,860	\$ 122,018	\$ 13,191,625	\$ -	\$ (13,890,916)	\$ (75,540)	\$ (652,812)
Issuance of common stock	-	-	5,892,256	5,892	694,108	-	-	-	700,000
Retirement of common stock	-	-	-	-	-	-	(190,464)	-	(190,464)
Balance at December 31, 2022	1,000	\$ 1	127,910,116	\$ 127,910	\$ 13,885,733	\$ -	\$ (14,081,380)	\$ (75,540)	\$ (143,276)
Issuance of common stock	-	-	-	-	-	-	-	-	-
Retirement of common stock	-	-	-	-	-	-	(216,349)	-	(216,349)
Balance at December 31, 2023	1,000	\$ 1	127,910,116	\$ 127,910	\$ 13,885,733	\$ -	\$ (14,297,729)	\$ (75,540)	\$ (359,625)

The accompanying notes to these financial statements are an integral part of these statements.

ONASSIS HOLDINGS CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS

Unaudited

	December 31, 2023	December 31, 2022
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (216,349)	\$ (190,464)
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization of debt discount	-	-
Shares issued for services	-	700,000
Changes in operating assets and liabilities:		
Increase in inventory	-	(1,569)
Increase in prepaid expense	-	(700,000)
Increase in other assets	(85,050)	
Increase in interest payable	33,894	28,058
Net cash used in operating activities	(267,505)	(163,975)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from notes payable	195,000	43,286
Financing costs for notes payable	-	-
Proceeds from loan payable	555	81,200
Payments of loan payable		-
Net cash provided by financing activities	195,555	124,486
Net increase in cash	(71,950)	(39,489)
Cash at the beginning of the year	74,269	113,758
Cash at the end of the year	\$ 2,319	\$ 74,269

Supplemental cash flow information:

Cash paid for interest	\$	-	\$	-
	<hr/> <hr/>		<hr/> <hr/>	
Shares issued with convertible notes	\$	-	\$	-
	<hr/> <hr/>		<hr/> <hr/>	

The accompanying notes to these financial statements are an integral part of these statements.

ONASSIS HOLDINGS CORPORATION
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

NOTE 1 - THE COMPANY AND ITS STRATEGY

Organization and Nature of Business

Onassis Holdings Corporation was originally incorporated in the State of Nevada in 2004. In 2019 Onassis created a new subsidiary Ananda Labs Inc. (“Ananda”) in Wyoming and in 2020 Onassis acquired the assets of ABC Micrologic Ltd. (“ABC”) in Israel for \$1,000 (together “the Company”, “Onassis”, “we”, “our”, or “us”).

The Company is currently focused on marketing and distributing nutraceutical products and the licensing and commercialization of anti-aging technology. The Company has begun working with top nutrition experts to manufacture and distribute innovative products that passed in-vitro and in-vivo clinical studies of herbal and marine formulations utilized in over 2000 years of traditional Asian medicine.

The Company is headquartered in New York City, with its warehouse and fulfillment offices located in Long Island, New York. The Company has a subsidiary in Israel, working with scientific research companies in Europe, Israel, and the USA to carry out new drug preclinical/clinical research and safety studies to help with product development and practical applications.

The Company aims to widely promote and develop the application technology of Asian medicinal herbs and plant-based medicines, with strong connections to the biopharma world to ensure processes and regulations are at the highest possible standard (GMP, CE, FDA).

In April 2021, the Company entered into a framework agreement with a manufacturer of medications, to distribute its nutraceutical products in geographical territories.

During the second quarter of 2021, the Company received its first nutraceutical product inventory on consignment from a manufacturer of nutraceuticals. The products are being held at the Company’s warehouse.

In addition, during the second quarter of 2021, the Company entered into a letter of intent to supply medicinal products to a purchaser in Latin America on an annual basis for approximately \$24 million. As of the filing of these financial statements, no final agreement has been entered into with respect to this letter of intent.

During 2022, the Company entered into a research and license agreement with Yissum Research Development Company of The Hebrew University of Jerusalem, Ltd. (“Yissum”) for the development and commercialization of anti-aging technology. The patented technology is based on the use of epigenetic editing with a combination of genes that can convert adult cells into placental stem cells, allowing for site-specific alteration of epigenetic marks to rejuvenate cells. The agreement grants the Company the exclusive right to license and commercialize intellectual property resulting from the research conducted by Yissum for a license fee as specified in the

agreement, as amended. During the period ended December 31, 2023 and 2022 the Company has paid \$85,050 and \$0, respectively, towards this license fee, which is recorded as other assets in the accompanying balance sheet.

The Company plans to use this technology to develop new anti-aging products and therapies, with the goal of improving the quality of life for aging populations. In addition to the anti-aging technology, the Company is also engaged in other biotech research projects, focusing on developing new treatments for a variety of diseases and conditions, including cancer, neurological disorders, and autoimmune diseases. By leveraging its expertise in biotech research and development, the Company aims to bring innovative solutions to the market that address some of the biggest health challenges of our time.

Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As shown in the accompanying financial statements, the Company has incurred continuing losses, negative cash flows from operating activities and has an accumulated deficit of approximately \$14.3 million. These matters among others raise substantial doubt about the Company's ability to continue as a going concern.

Management believes that the Company will continue to incur losses and negative cash flows from operating activities for the foreseeable future and will need additional equity or debt financing to sustain its operations until it can achieve profitability and positive cash flows, if ever. Management plans to seek additional debt and/or equity financing for the Company, but cannot assure that such financing will be available on acceptable terms. The Company's continuation as a going concern is dependent upon its ability to ultimately attain profitable operations, generate sufficient cash flow to meet its obligations, and obtain additional financing as may be required. The outcome of this uncertainty cannot be assured. The Company is currently dependent on its Chairman to continue to fund the Company. If the Company is unable to acquire or develop an operating business the Company will be unable to fund itself. There is no guarantee that our Chairman will continue to fund the Company.

The accompanying financial statements do not include any adjustments that might result from the outcome of this uncertainty. There can be no assurance that management will be successful in implementing its business plan or that the successful implementation of such business plan will actually improve the Company's operating results.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited consolidated financial statements are presented in conformity with accounting principles generally accepted in the United States of America ("GAAP").

Principles of Consolidation

The accompanying unaudited consolidated financial statements include accounts of the Company and its wholly-owned subsidiaries. Significant inter-company accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of

the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

Risks and Uncertainties

Management is currently evaluating the impact of the COVID-19 pandemic on the Company and has concluded that while it is reasonably possible that the virus could have a negative effect on the Company's financial position and results of its operations, the specific impact is not readily determinable as of the date of these financial statements. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

The Company is an early stage and emerging growth company and, as such, the Company is subject to all of the risks associated with early stage and emerging growth companies.

Emerging Growth Company Status

The Company is an "emerging growth company," as defined in Section 2(a) of the Securities Act of 1933, as amended, (the "Securities Act"), as modified by the Jumpstart our Business Startups Act of 2012, (the "JOBS Act"), and it may take advantage of certain exemptions from various reporting requirements that are applicable to other public companies that are not emerging growth companies including, but not limited to, not being required to comply with the auditor attestation requirements of Section 404 of the Sarbanes-Oxley Act, reduced disclosure obligations regarding executive compensation in its periodic reports and proxy statements, and exemptions from the requirements of holding a nonbinding advisory vote on executive compensation and shareholder approval of any golden parachute payments not previously approved.

Further, Section 102(b)(1) of the JOBS Act exempts emerging growth companies from being required to comply with new or revised financial accounting standards until private companies (that is, those that have not had a Securities Act registration statement declared effective or do not have a class of securities registered under the Exchange Act) are required to comply with the new or revised financial accounting standards. The JOBS Act provides that a company can elect to opt out of the extended transition period and comply with the requirements that apply to non-emerging growth companies but any such election to opt out is irrevocable. The Company has elected not to opt out of such extended transition period which means that when a standard is issued or revised and it has different application dates for public or private companies, the Company, as an emerging growth company, can adopt the new or revised standard at the time private companies adopt the new or revised standard. This may make comparison of the Company's financial statements with another public company which is neither an emerging growth company nor an emerging growth company which has opted out of using the extended transition period difficult or impossible because of the potential differences in accounting standards used.

Fair Value of Financial Instruments

The carrying amounts reported in the balance sheet for cash and interest payable approximate fair value based on the short-term maturity of these instruments. The carrying value of the convertible notes payable approximated fair value as of December 31, 2023 and 2022 as the interest rates related to the financial instruments approximated market.

Concentration of Credit Risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash accounts in a financial institution, which, at times, may exceed the federal depository insurance coverage of \$250,000. The Company has not experienced losses on these accounts and management believes the Company is not exposed to significant risks on such accounts. As of December 31, 2023 and 2022, the Company did not have any amounts held in excess of insured limits.

Loss Per Share

Basic loss per share is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during the period. For purposes of calculating diluted loss per share, the denominator includes both the weighted-average number of shares of common stock outstanding during the period and the number of common stock equivalents if the inclusion of such common stock equivalents is dilutive. In 2023 and 2022, the Company incurred net losses which cannot be diluted; therefore, basic and diluted loss per common share is the same. As of both December 31, 2023 and 2022, shares issuable which could potentially dilute future earnings were 1,000 shares related to the convertible Series A Preferred Stock.

Revenue Recognition – ASC 606

The Company accounts for revenue recognition under the guidance of Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) Topic 606, “Revenue from Contracts with Customers.” Under the new standard, the Company recognizes revenue when a customer obtains control of promised services or goods in an amount that reflects the consideration to which the entity expects to receive in exchange for those goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from customer contracts.

In general, the Company applies the following steps when recognizing revenue from contracts with customers: (i) identify the contract, (ii) identify the performance obligations, (iii) determine the transaction price, (iv) allocate the transaction price to the performance obligations and (v) recognize revenue when a performance obligation is satisfied. Prior to the adoption of ASC 606, revenue was recognized after services were completed which was after the Company reported the analysis results to the customers.

All revenue is derived from contracts with customers. Consulting services are earned as services are performed. Fees for services are deferred until the service is performed. Fees for service contracts are deferred and recognized over the lives of the contracts.

Income Taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be realized. The effect of a change in tax rates or laws on deferred tax assets and liabilities is recognized in operations in the period that includes the enactment date of the rate change. A valuation allowance is established to reduce the deferred tax assets to the amounts that are more likely than not to be realized from operations.

Tax benefits of uncertain tax positions are recognized only if it is more likely than not that the Company will be able to sustain a position taken on an income tax return. The Company has no liability for uncertain tax positions as of December 31, 2023 and 2022. Interest and penalties, if any, related to unrecognized tax benefits would be recognized as income tax expense. The Company does not have any accrued interest or penalties associated with unrecognized tax benefits, nor was any significant interest expense recognized during 2023 and 2022.

Recently Issued Accounting Standards

Management does not believe that any recently issued but not yet effective accounting standard, if currently adopted, would have a material effect on the accompanying financial statements.

Subsequent Events

A variety of proposed or otherwise potential accounting standards are currently under study by standard-setting organizations. Due to the tentative and preliminary nature of those proposed standards, management has not determined whether the implementation of such proposed standards would be material to the financial statements of the Company.

NOTE 3 - DUE FROM SHAREHOLDER AND RELATED PARTIES

During 2022 and 2021, due to the complications of the Covid-19 pandemic and the difficulty of travel and transacting business, consulting services were performed by Onassis for another company controlled by Eliron Yaron, the Company's Chairman and Principal Executive Officer/Principal Financials and Accounting Officer. During 2023 and 2022, Mr. Yaron's company provided consulting services to Onassis to perform many of the required operations for Onassis. Such amounts are reflected on the statements of operations as consulting fees and totaled \$59,570 and \$54,134, respectively, for the periods ended December 31, 2023 and 2022. Additionally, Mr. Yaron's company provided interest free loans to Onassis during the periods ended December 31, 2023 and 2022. Such amounts are reflected on the balance sheet as loan payable and totaled \$81,755 and \$81,200, respectively.

NOTE 4 – CONVERTIBLE NOTES PAYABLE

During 2021 and 2020, the Company received proceeds of \$490,820 and \$140,700, respectively, for unsecured convertible notes payable issued for working capital purposes. The notes bear interest of either 3% and 4% per annum. The note holders have the option to convert the note and related accrued interest into shares of the Company's Common Stock at a specified discount based on the then current value at a future date or event. As of the maturity date, the Company did not make any payments in respect of the amounts due.

In addition, the Company has issued shares to some of the note holders in advance of the conversions. The Company recorded the shares issued as debt discount to the convertible notes which were amortized over the term of the notes. During 2021, the Company paid financing costs of \$27,252 with respect to the issuance of the notes in 2021. The Company recorded these costs as debt discount to the convertible notes. During the years ended December 31, 2021, the Company recorded amortization expense of \$57,560, which is reflected in the statements of operations. As of December 31, 2022 and 2021, the remaining balance of the debt discount on the notes totaled \$0 and \$0, respectively. This balance was reflected in the balance sheet as an offset to the convertible notes payable.

In June 2022 the Company's received proceeds of \$29,000 for an unsecured convertible note payable issued for working capital purposes. The note bears interest of 4% per annum. The note holder has the option to convert the note and related accrued interest into shares of the Company's Common Stock at a specified discount based on the then current value at a future date or event. As of the maturity date, the Company did not make any payments in respect of the amounts due.

In July 2022 the Company's received proceeds of \$14,286 for an unsecured convertible note payable issued for working capital purposes. The note bears interest of 4% per annum. The note holder has the option to convert the note and related accrued interest into shares of the Company's Common Stock at a specified discount based on the then current value at a future date or event. As of the maturity date, the Company did not make any payments in respect of the amounts due.

In August 2023 the Company's received proceeds of \$15,000 for an unsecured convertible note payable issued for working capital purposes. The note bears interest of 10% per annum. The note holder has the option to convert the note and related accrued interest into shares of the Company's Common Stock at a specified discount based on the then current value at a future date or event.

In September 2023 the Company's received proceeds of \$160,000 for an unsecured convertible note payable issued for working capital purposes. The note bears interest of 10% per annum. The note holder has the option to convert the note and related accrued interest into shares of the Company's Common Stock at a specified discount based on the then current value at a future date or event.

In October 2023 the Company's received proceeds of \$20,000 for an unsecured convertible note payable issued for working capital purposes. The note bears interest of 10% per annum. The note holder has the option to convert the note and related accrued interest into shares of the Company's Common Stock at a specified discount based on the then current value at a future date or event.

NOTE 5 – STOCKHOLDERS' DEFICIENCY

Preferred Stock

The Company's Board of Directors is authorized to issue, at any time, without further stockholder approval, shares of preferred stock. The Board of Directors has the authority to fix and determine the voting rights, rights of redemption and other rights and preferences of preferred stock. As of December 31, 2023 and 2022 there were 999,000 shares of the Company's preferred stock authorized; no shares are issued and outstanding.

As of December 31, 2023 and 2022 there were 1,000 shares of the Company's Convertible Series A Preferred Stock authorized, issued and outstanding. The Convertible Series A Preferred Stock ranks senior to the common stock and all classes and series of stock of the Company with respect to dividend rights, and rights on liquidation, winding up and dissolution. In addition, the Convertible Series A Preferred Stockholders have the right to convert their shares into common stock at the option of the holders on a one-to-one basis and the preferred shares shall convert into common shares upon a consolidation, merger or sale of the Company.

Common Stock

During the year ended December 31, 2022, the Company issued 5,892,256 shares of common stock for a value of \$700,000 in connection with investor relations services to be performed on behalf of the Company for its intended Regulation A+ registration statement to be filed. The Company recorded this as a prepaid expense as it intended to register its registration statement within the coming year. The registration statement is now expected to be filed during 2024.

NOTE 6 – INCOME TAXES

There was no current tax expense for the periods ended December 31, 2023 and 2022 as the Company incurred taxable losses.

The components of net income (loss) consist of:

For the Periods Ended December 31,

2023

2022

United States	\$	(146,570)	\$	(138,759)
Israel		(69,779)		(51,705)
		<hr/>		<hr/>
Total	\$	(216,349)	\$	(190,464)
		<hr/> <hr/>		<hr/> <hr/>

To date, the Company has not filed any tax returns since its inception. Due to recurring losses, management believed that once such returns are filed, the Company would not incur any income tax liability. By statute, as the Company has not filed its returns, all such years remain open to examination by the major taxing jurisdictions to which it is subject. In addition, the Company has not filed any tax returns for its subsidiary, ABC, in Israel. Due to the minimum income requirements, management believes that that once such returns are filed, the Company would not incur any income tax liability.

The Company's deferred income taxes assets consist primarily of net operating loss carryforwards ("NOL's"). As the Company has yet to file its income tax returns, it cannot estimate its NOL at this time. The Company has a valuation allowance against the full amount of its net deferred tax assets due to the uncertainty of realization of the deferred tax assets due to the operating loss history of the Company. The Company currently provides a valuation allowance against deferred taxes when it is more likely than not that some portion, or all of its deferred tax assets will not be realized. The valuation allowance could be reduced or eliminated based on future earnings and future estimates of taxable income.

The Company's NOL's could be subject to certain limitations in the event there is a change in control of the Company pursuant to Internal Revenue Code Section 382, though the Company has not performed a study to determine if the loss carryforwards are subject to these Section 382 limitations.