

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

SANTE TECHNOLOGY HOLDINGS INC.

2875 Queens Way.
Thousand Oaks, California 91362

Company Telephone: +1 (805) 410 1211
Company website: www.santeholding.com
Company email: sante.2020@126.com
SIC Code: 6719

Quarterly Report

For the period ending March 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

238,865,918 as of March 31, 2024

238,865,918 as of December 31, 2023

218,465,772 as of December 31, 2022

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:

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.

Yes: ☐ No: ☒

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

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.

Codine (x) International Holdings Inc.- December 22, 2005 to October 6, 2008
PEI Worldwide Holdings Inc. - October 6, 2008 to March 3, 2020.
Sante Technology Holdings Inc - March 3, 2020 to Present.

Current State and Date of Incorporation or Registration: California
Standing in this jurisdiction: (e.g. active, default, inactive):Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
N/A

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:
None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:
None.

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

2875 Queens Way, Thousand Oaks, CA 91

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: Issuer Direct Corporation
Phone: 1-801-272-9294
Email: Julie.felix@issuerdirect.com
Address: 1981 Murray Holladay Road, Suite 100, Salt Lake City, UT 84117

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:	SNTE	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	69393v103	
Par or stated value:	\$0.00001	
Total shares authorized:	500,000,000	<u>as of date: March 31, 2024</u>
Total shares outstanding:	238,865,918	<u>as of date: March 31, 2024</u>
Number of shares in Public Float2 :	130,082	<u>as of date: March 31, 2024</u>
Total number of shareholders of record	367	<u>as of date: March 31, 2024</u>

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

None – Not Applicable

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:	<u>Preferred stock</u>	
CUSIP (if applicable):	<u>N/A</u>	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>March 31, 2024</u>
Total shares outstanding (if applicable):	<u>10,000,000</u>	as of date: <u>March 31, 2024</u>
Total number of shareholders of record	<u>1</u>	as of date: <u>March 31, 2024</u>

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.

The holders of our common stock:

- have equal ratable rights to dividends from funds legally available for payment of dividends when, as and if declared by the board of the directors;
- are entitled to share ratably in all of the assets available for distribution to holders of common stock (after any distributions due the holders of our preferred stock) upon liquidation, dissolution or winding up our affairs;
- do not have preemptive, subscription or conversion rights, or redemption rights or access to any sinking fund; and
- are entitled to one non-cumulative vote per share on all matters submitted to shareholders for a vote at any meeting of shareholders.

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

The holders of our class A preferred stock:

- have no dividend rights except as may be declared by the Board in its sole and absolute discretion, out of funds legally available for that purpose;
- -are entitled to participate in any distribution out of the assets of the corporation on an equal basis per share in the event of any dissolution, liquidation or winding up of the corporation whether voluntary or involuntary; A sale of all or

substantially all of the corporation's assets or an acquisition of the corporation by another entity by means of any transaction or series of related transactions (including, without limitation, a reorganization, consolidated or merger) that results in the transfer of fifty percent (50%) or more of the outstanding voting power of the corporation, shall not be deemed to be a liquidation for purposes of this designation;

- have the right to cast one thousand (1,000) votes for each share held of record on all matters submitted to a vote of holders of the corporation's common stock, including the election of directors, and all other matters as required by law. There is no right to cumulative voting in the election of directors. The holders of Series A Preferred Stock shall vote together with all other classes and series of common stock of the corporation as a single class on all actions to be taken by the common stock holders of the corporation except to the extent that voting as a separate class or series is required by law;
- each share of Series A Preferred Stock shall be convertible at the option of the holder thereof and without the payment of additional consideration by the holder thereof, at any time, into shares of common stock on the optional conversion date (as defined in certificate of designation) at a conversion rate of one thousand (1,000) share of common stock for every one (1) share of Series A Preferred Stock, subject to adjustment as provided in certificate of designation.

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.

ONE

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 Opening Balance: Date: December 31, 2022 Common: 218,465,772 Preferred:10,000,000									
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

2/17/2022	New Issuance	400,146 (adjustment year end December 31 2023)	Common	\$0.65	Yes	Zheng Su	Share Purchase Agreement	Restrict ed	Reg S
6/26/2023	New Issuance	10,000,000	Common	\$0.0001	Yes	Nova Intia RVOC Trust	Debt Conversion	Restricted	Reg S
7/11/2023	New Issuance	10,000,000	Common	\$0.0001	Yes	Yin CHEUNG	Debt Conversion	Restricted	Reg S
Shares Outstanding on Date of This Report: Ending Balance: Date: March 31, 2024 Common: 238,865,918 Preferred:10,000,000									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above. Use the space below to provide any additional details, including footnotes to the table above:

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 (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)

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

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")

The Company was organized as a Nevada corporation on December 22, 2005. The issuer carries on operations through its wholly owned subsidiary Sante Technology Limited ("SNTE HK"), an investment holding company registered in Hong Kong which carries on its operations through Sante (Shenzhen) Holdings Ltd. ("SNTE SZ"). Based in California, Sante Technology Holdings Inc. ("SNTE") specialises in assisting Asian entrepreneurs and high value startups access US capital market through services like RTO and public listings as well as serving as a "Company Doctor" to clients already listed on OTC and NASDAQ markets. With over 40 years of collective experience in US and HK IPO and RTO and in developing financing instruments, the team offers pre-RTO services, market valuations, tax consulting, branding, image and market communication strategic services and post-RTO services, including private placements and free-floating stock storage. SNTE's long-term approach supports clients' growth beyond listing, ensuring they have the necessary financing for significant expansion, product development and market acquisition over three years.

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

Sante Technology Holdings Inc, holding company
Sante Technology Limited, subsidiary
Sante (Shenzhen) Holdings Limited, subsidiary

C. Describe the issuers' principal products or services.

At SNTE, we offer a range of services to facilitate a seamless RTO and listing process. Our financial consulting services assess the financial viability of the transaction. We also provide accounting services to prepare IFRS and US GAAP financial statements and conduct due diligence exercises on behalf of our clients. Additionally, we advise our clients on investor relation and business valuation matters.

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.

SNTE NV USA rents office provided by the association for USD 30.00 per month. The location is 2875 Queens Way, Thousand Oaks, California 91362.

The issuer's subsidiaries also occupy a number of facilities which are under subsidiaries of the issuer. All of the facilities occurred are in good condition.

SNTE HK shared offices provided by the Company shareholder's association for free of charge. The location is on Room 7B, One Capital Place 18, Luard Road, Wan Chai, Hong Kong.

During fiscal 2021, SNTE SZ, the holding company in Southern China, had an operating lease for located Nanshan District, Shenzhen, Guangdong Province, China. The lease term was set under obligation to pay with certain shares for a period of 24 months effective on January 1st, 2022 to December 31, 2023. Under the lease obligation, the monthly lease payment was \$2,906.98 (CNY20,000, @ 6.88). SNTE SZ has renewed the aforesaid operation lease for another 6 months from January 1, 2024 to June 30, 2024.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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. 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 investors 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 owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title / Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Zong Jiang He	Chief Executive Officer / Director/ Treasurer	Shenzhen, China	0	N/A	N/A	
Yiyu Peng	Secretary / Director / 5% Owner	Shenzhen, China	10,000,000	Series A Preferred	100%	
IT Star Limited	5% Owner	Tortola, BVI	56,000,000	Common	23.44%	Po Kwan YU
SZ Zhongtou Hancheng Capital Management Ltd	5% Owner	Shenzhen, China	88,450,000	Common	37.02%	Junliang FANG
Wei Xie	5% Owner	Hong Kong SAR	12,000,000	Common	5.02%	

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

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);

NONE

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;

NONE

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;

NONE

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

NONE

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.

NONE

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.

NONE

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..

None.

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.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: The Verona Firm

Firm:

Address 1: Post Office Box 18191

Address 2: Tampa, FL 33679

Phone:

Email:

Accountant or Auditor

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

Investor Relations

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

All other means of Investor Communication:

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:
Firm:
Nature of Services:
Address 1:
Address 2:
Phone: Email:

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Jingxing LI
Title: Technical Director

Relationship to Issuer: Consultant and Independent Contractor to the Company, not a member of the Board of Directors

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

☐ IFRS
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Jingxing LI

Title: Technical Director

Relationship to Issuer: Consultant and Independent Contractor to the Company, not a member of the Board of Directors

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

40 years of accounting experience and 26 years of experience in preparing financial statements for several listed companies in the US, HK and China; Bachelor's Degree in Accounting from Shanghai Maritime University and MBA from Canisius College.

Provide the following qualifying financial statements:

- ☐ ~~Audit letter, if audited;~~
- ☐ Balance Sheet;
- ☐ Statement of Income;
- ☐ Statement of Cash Flows;
- ☐ Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- ☐ Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

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.

10) Issuer Certification

Principal Executive Officer:

I, Zongjiang He certify that:

1. I have reviewed this Quarterly Report for the period ended March 31, 2024, of Sante Technology Holdings 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.

May 15, 2024

/s/ Zongjiang He

Principal Executive Office

SANTE TECHNOLOGY HOLDINGS INC.
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
Unaudited

For the Three Months ended March 31, 2024 and 2023

	PAGE
Unaudited Condensed Consolidated Balance Sheets	F-2
Unaudited Condensed Consolidated Statements of Operations and Comprehensive Loss	F-3
Unaudited Condensed Consolidated Statement of Changes in Shareholders' Deficit	F-4
Unaudited Condensed Consolidated Statements of Cash Flows	F-5
Notes to the Unaudited Condensed Consolidated Financial Statements	F-6 to F-10

Sante Technology Holdings Inc.
Unaudited Condensed Consolidated Balance Sheets
(Stated in U.S. Dollars)

	March 31, 2024	December 31, 2023
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 30,018	\$ 25
Accounts receivable, net of allowance	30,000	87,325
Financial assets at FVTPL	1,040,000	6,000,000
Total Current Assets	<u>1,100,018</u>	<u>6,087,350</u>
Non-Current Assets		
Long term investment	-	-
Total Non-Current Assets	<u>-</u>	<u>-</u>
Total Assets	<u>\$ 1,100,018</u>	<u>\$ 6,087,350</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities		
Accounts payable and accrued liabilities	56,441	53,137
Other accounts payable	-	122,911
Advances from related party	112,570	15,926
Total Current Liabilities	<u>169,011</u>	<u>191,974</u>
Shareholders' Equity		
Preferred stock (\$0.00001 par value, 10,000,000 shares authorized, 10,000,000 shares issued and outstanding as of March 31, 2024 and December 31, 2023, respectively)	\$ 100	\$ 100
Common stock (\$0.00001 par value; 500,000,000 shares authorized, 238,865,918 shares issued and outstanding as of March 31, 2024 and December 31, 2023, respectively)	2,421	2,421
Additional paid in capital	19,800	19,800
Retained earnings	934,608	5,901,947
Accumulated other comprehensive loss	(25,922)	(28,892)
Total shareholders' Equity	<u>931,007</u>	<u>5,895,376</u>
Total Liabilities and Shareholders' Equity	<u>\$ 1,100,018</u>	<u>\$ 6,087,350</u>

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

Sante Technology Holdings Inc.
Unaudited Condensed Consolidated Statements of Operations and Comprehensive Loss
(Stated in U.S. Dollars)

	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023 (Reclassified?)
Revenue	\$ 30,000	\$ -
Cost of sales	-	-
Gross profit	30,000	-
Selling, general and administrative expenses	(37,339)	(37,620)
Loss from operations	(7,339)	(37,620)
Net loss on financial assets at FVTPL	(4,960,000)	-
Total other income (expense)	(4,960,000)	-
Loss before income tax provision	(4,967,339)	(37,620)
Income tax expenses	-	-
Net loss	(4,967,339) \$	(37,620)
Other Comprehensive loss:		
Foreign currency translation adjustment, net of tax	2,970	-
Comprehensive loss	<u>\$ (4,964,369)</u>	<u>\$ (37,620)</u>
Net loss per share:		
Basic and diluted	\$ (0.02)	\$ (0.00)
Weighted average number of common shares:		
Basic and diluted	238,865,918	218,465,772

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

Sante Technology Holdings Inc.

Unaudited Condensed Consolidated Statement of Changes in Shareholders' Deficit
(Stated in U.S. Dollars)

	<u>Common Stock</u>		<u>Preferred Stock</u>		Additional Paid-in Capital	Retained Earnings	Accumulated other Comprehensive Income	Total Equity (Deficit)
	Number of Shares	Amount	Number of Shares	Amount				
Balance at December 31, 2023	238,865,918	\$ 2,421	10,000,000	\$ 100	\$ 19,800	\$ 5,901,947	\$ (28,892)	\$ 5,895,376
Foreign currency translation adjustment	-	-	-	-	-	-	2,970	2,970
Net profit	-	-	-	-	-	(4,967,339)	-	(4,967,339)
Balance at March 31 2024	238,865,918	\$ 2,421	10,000,000	\$ 100	\$ 19,800	\$ 934,608	\$ (25,922)	\$ 931,007

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

Sante Technology Holdings Inc.
Unaudited Condensed Consolidated Balance Sheets
(Stated in U.S. Dollars)

	Three Months ended March 31, 2024	Three Months ended. March 31, 2023
Cash flows from operating activities		
Net loss	\$ (4,967,339)	\$ (37,621)
Adjustments to reconcile net income to net cash provided by operating activities		
Net loss on financial assets at FVTPL	4,960,000	-
Changes in assets and liabilities		
Decrease (increase) in accounts receivable	57,325	(567)
Increase (decrease) in accrued expenses	3,304	4,050
Increase (decrease) in Other payable	(122,911)	2,882
Proceeds from related party payable	96,644	-
Net cash used in operating activities	<u>27,023</u>	<u>(31,256)</u>
Cash flows from investing activities		
Long term investment	-	(494)
Net cash used in investing activities	<u>-</u>	<u>(494)</u>
Cash flows from financing activities		
-	-	-
Net cash provided by financing activities	<u>-</u>	<u>-</u>
Effect of foreign currency translation on cash and cash equivalents	2,970	31,756
Net increase (decrease) of cash and cash equivalents	29,993	6
Cash, cash equivalents, and restricted cash		
Beginning	25	21
Ending	<u>\$ 30,018</u>	<u>\$ 27</u>
Supplemental Disclosure of Cash Flows		
Cash paid during the periods for:		
Interest	\$ -	\$ -
Income taxes	\$ -	\$ -

Sante Technology Holdings Inc.

Notes to Unaudited Condensed Consolidated Financial Statements
The Three Months ended March 31, 2024 and 2023

NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS

Organizational History

Sante Technology Holdings Inc. (fka PEI Worldwide Holdings, Inc.) (“SNTE” or the “Company”) was incorporated in Nevada on December 22, 2005 as Codine(x) International Holdings, Inc. and with authorized capital of 305,000,000 shares, par value \$0.001 per share, of which 300,000,000 shares were common stock (“Common Stock”) and 5,000,000 shares were blank check preferred stock (“Preferred Stock”).

On January 12, 2006, IPMC-MEXICO, CORP., a Florida corporation, merged into the Company.

On June 3, 2008, the Company’s board of directors (the “Board”) and stockholders approved a 1-for-500 reverse stock split of the Common Stock.

On June 19, 2008, the Company amended its Articles of Incorporation to decrease the authorized stock to consist of 200,000,000 shares of Common Stock, par value \$0.00001 per share, eliminating the blank check preferred stock.

On October 6, 2008, the Company amended its Articles of Incorporation to change the name of the Company to PEI Worldwide Holdings, Inc.

On October 5, 2018, Custodian Ventures, LLC (the “Custodian”) filed an Application for the Appointment of Custodian (the “Application”) of the Company with the District Court of Clark County, Nevada (the “Court”). On November 21, 2018, the Court issued an Order Granting Application for the Appointment of Custodian Ventures, LLC as Custodian of the Company (the “Order”). In the Order, the Court performed the following relevant actions:

1. Appointed Custodian Ventures, LLC custodian of the Company;
2. Authorized the Custodian to appoint directors and officers of the Company;
3. Directed the Custodian to hold a shareholders meeting within a reasonable time following the Order, and to submit a report to the Court detailing the meeting; and
4. Directed the Custodian to submit periodic reports regarding the custodianship.

On November 28, 2018, the Custodian (i) filed an Amendment by Custodian, a Certificate of Change of Registered Agent, and an Annual List; and (ii) obtained a business license for the Company. On December 5, 2018, the Custodian appointed David Lazar as the sole director and officer of the Company.

On December 6, 2018, the Company issued 122,228,000 shares of Common Stock to the Custodian.

On January 8, 2019, the Custodian held a stockholders meeting where the stockholders approved the appointment of David Lazar as sole director of the Company.

On March 6, 2019, the Court entered an Order Discharging the Custodian.

On December 12, 2019, the Company filed Amended and Restated Articles of Incorporation in which the Company authorized 500,000,000 shares of Common Stock and 10,000,000 shares of blank check Preferred Stock, each with a par value of \$0.00001 per share. On December 14, 2019, the Company filed a Certificate of Designation to designate 10,000,000 shares as Series A Preferred Stock (the “Series A Preferred”), par value \$0.00001 per share with voting rights of 1,000 votes per share held on matters brought before the stockholders of the Company.

Organizational History (continued)

On December 13, 2019, the Company issued 10,000,000 shares of Series A Preferred to the Custodian.

On December 16, 2019, the Custodian entered into a Stock Purchase and Sale Agreement (the "Agreement") in which it agreed to sell and transfer 122,228,000 shares of Common Stock and 10,000,000 shares of Series A Preferred Stock to Mr. Jianxing Li for total cash consideration of US\$120,000 (the "Transfer"). The Transfer closed on December 24, 2019.

On December 24, 2019, Mr. Lazar resigned as the Company's sole director and officer and appointed Mr. Jianxing Li to serve as President, CEO, Secretary and Board member of the Company, and Ms. PengYiyu to serve as Treasurer, CFO and Board member of the Company.

On February 10, 2020, the Board appointed Mr. Zhou Mo to serve as Treasurer and CFO of the Company, and Ms. Peng Yiyu to serve as Secretary of the Company.

On February 10, 2020, the Board and the stockholders of the Company approved a one-for-one hundred (1-for- 100) reverse split of the Common Stock and a corporate name change to Sante Technology Holdings Inc. On May 26, 2020, FINRA completed its review and the Reverse Split was declared effective. The Reverse Stock Split has been shown on a retroactive basis within all periods presented. The par values of the Common Stock were not adjusted as a result of the reverse stock split.

On March 3, 2020, the Company amended its Articles of Incorporation to change the name of the Company to Sante Technology Holdings Inc. In connection with its name change, the Company will engage in the manufacturing and sales of UVC-LED end products.

On October 9, 2022, the Board appointed Mr. Zongjiang He to serve as a member of the board of Directors of Sante Technology, CEO and CFO of the Company. Mr. Jianxing Li resigned as CEO.

On October 9, 2022, Miss Yiyu Peng, the Director of the Company, acquired 10,000,000 shares of Series A Preferred stock of the company from Mr. Jianxing Li, representing 100% ownership of the total issued and outstanding Series A Preferred stock of the company.

NOTE 2 – GOING CONCERN

The financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business.

As reflected in the financial statements, the Company had net loss for the three months ended March 31, 2024, but had positive working capital and retained earnings as of March 31, 2024. Still, the net loss for the period may be a factor raised doubt about the Company's ability to continue as a going concern.

NOTE 3 – SUMMARY OF ACCOUNTING POLICIES

Principals of Consolidation

The unaudited condensed consolidated financial statements include the financial statements of the Company and its subsidiaries. All significant inter-company balances and transactions within the Company have been eliminated upon consolidation.

Basis of Presentation

The accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America ("US GAAP") and are presented in U.S. dollars.

Note 3 - Summary of Accounting Policies (Continued)

Fiscal Year End

The Company has selected December 31 as its fiscal year-end.

Use of Estimates

The preparation of unaudited consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Actual results when ultimately realized could differ from these estimates.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits in banks with maturities of three months or less, and all highly liquid investments which are unrestricted as to withdrawal or use, and which have original maturities of three months or less.

Foreign Currency Translation and Re-measurement

Items included in the unaudited condensed consolidated financial statements of each of the Company and its subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the 'functional currency'). The Company's reporting currency is the U.S. dollar. The functional currency of subsidiaries based in Hong Kong is Hong Kong Dollars ("HKD") and in China is Chinese Yuan ("CNY"). Under ASC Topic 830-30, all assets and liabilities are translated into United States Dollars ("USD") using the current exchange rate at the end of each fiscal period. Revenues and expenses are translated using the average exchange rates prevailing throughout the period. Translation adjustments are included in other comprehensive income (loss).

Fair Value of Financial Instruments

The fair value accounting guidance defines fair value as "the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date." The definition is based on an exit price rather than an entry price, regardless of whether the entity plans to hold or sell the asset. This guidance also establishes a fair value hierarchy to prioritize inputs used in measuring fair value as follows:

- Level 1: Observable inputs such as quoted prices in active markets;
- Level 2: Inputs, other than quoted prices in active markets, that are observable either directly or indirectly; and
- Level 3: Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

As at March 31, 2024 (December 31, 2023: US\$6,000,000), the Company's Financial Assets at FVTPL are measured at fair value of US\$1,040,000 and included in Level one, whereas the fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting year.

The Company's other financial instruments consist of cash, payables, and amounts due to related parties. The carrying amount of cash, receivables and payables approximates fair value because of the short-term nature of these items. The carrying amount of the notes payable approximate fair value as the individual borrowings bear interest at market interest rates.

Note 3 - Summary of Accounting Policies (Continued)Related parties

For the purposes of these unaudited consolidated financial statements, parties are considered to be related if one party has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties maybe individuals or other entities.

Revenue Recognition

Pursuant to ASC 606, the Company recognizes revenue when its customer obtains control of promised goods or services, in an amount that reflects the consideration that the Company expects to receive in exchange for those goods or services. To determine revenue recognition for arrangements that the Company determines is within the scope of ASC 606, the Company performs the following five steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) the Company satisfies a performance obligation. The Company only applies the five-step model to contracts when it is probable that the Company will collect the consideration the Company is entitled to in exchange for the goods or services the Company transfers to the customers. At inception of the contract, once the contract is determined to be within the scope of ASC 606, the Company assesses the goods or services promised within each contract, determines those that are performance obligations, and assesses whether each promised good or service is distinct. The Company then recognizes as revenue the amount of the transaction price that is allocated to the respective performance obligation when (or as) the performance obligation is satisfied.

The Company has recognised share-based revenue as the fair value of the shares multiplied by the number of shares received for undertaking consulting services to clients. The Group believe that the fair value of these shares should be recognised as revenue upon receipt of the shares and not at the date of sale of the shares because the shares received represents the fair value of the service provided.

Financial assets at Fair Value Through profit or loss

The Company has undertaken a fair value exercise to ascertain the fair value of Financial Assets at FVTPL and held at the year end, where management has elected to classify Financial Assets at FVTPL acquired by the Company during the reporting periods as financial assets at fair value through profit or loss ("FVTPL").

Changes in fair value of Financial Assets at FVTPL will put through the profit or loss.

Comprehensive Income

FASB ASC 220, "Comprehensive Income", establishes standards for reporting and display of comprehensive income, its components and accumulated balances. Comprehensive income, as defined, includes all changes in equity during a period, exclusive of shareholder transactions. Accordingly, comprehensive income (loss) may include certain changes in shareholders' equity (deficit) that are excluded from net income (loss).

Basic and Diluted Loss per Share

The Company reports earnings per share in accordance with FASBASC 260, "Earnings Per Share." FASBASC 260 requires presentation of basic and diluted earnings per share in conjunction with the disclosure of the methodology used in computing such earnings per share. Basic earnings (loss) per share is computed by dividing income (loss) available to common shareholders by the weighted-average number of common shares outstanding during the period. Diluted earnings per share is computed similar to basic earnings per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the shares were dilutive.

additional common

Income Taxes

The Company accounts for income taxes in accordance with ASC 740, Income Taxes, which requires that the Company recognize deferred tax liabilities and assets based on the differences between the financial statement carrying amounts and the tax basis of assets and liabilities, using enacted tax rates in effect in the years the differences are expected to reverse. Deferred income tax benefit (expense) results from the change in net deferred tax assets or deferred tax liabilities. A valuation allowance is recorded when, in the opinion of management, it is more likely than not that some or all of any deferred tax assets will not be realized.

Note 3 - Summary of Accounting Policies (Continued)

The Company has operations in the United States (“USA”), the People’s Republic of China (“PRC”) and Hong Kong. The Company has a retained deficit from operations in the USA and the PRC. Because there is no certainty that we will realize taxable income in the future in these two countries, the Company did not record any deferred tax benefit as a result of these losses and recorded a valuation allowance offsetting the potential tax benefit. Regarding the operations in Hong Kong, no provision for Hong Kong Profits Tax has been made in the consolidated financial statements since the Company has no estimated assessable profit for the periods ended March 31, 2024 and 2023.

Recently Issued Financial Accounting Standards

Management has considered all recent accounting pronouncements issued. The Company’s management believes that these recent pronouncements will not have a material effect on the Company’s financial statements.

NOTE 4 – SUBSEQUENT EVENTS

The Company has evaluated subsequent events from the balance sheet date through the date that the financial statements were issued and determined that there are no subsequent events to disclose.