

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

FBC HOLDING, INC.

3111 West Chandler Boulevard, Unit 2120
Chandler, Arizona 85226

480-953-2100
www.formrunnerapparel.com
info@formrunnerapparel.com
SIC Code: 5651

Quarterly Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

5,074,627,869 shares of common stock as of March 31, 2024, and 5,074,627,869 shares of common stock as of May 20, 2024, respectively.

5,074,627,869 shares of common stock as of December 31, 2023.

3,038,928,526 shares of common stock 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:

Yes: ☐ No: ☒

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.

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.

The current name of the Issuer is FBC Holding, Inc.

Prior names used: From June 2007 to September 2009, the name was Wave Uranium Holding; From inception to June 2007, the name of the Issuer was: Iron Link Ltd., Inc.

Current State and Date of Incorporation or Registration: **Incorporated in the State of Nevada on February 21, 2006.**

Standing in this jurisdiction: (e.g. active, default, inactive): **Active**

Describe any trading suspension 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:

In October 2023, the Board of Directors and Majority Shareholder authorized a 1:300 reverse split of the Company's common stock.

Address of the issuer's principal executive office:

3111 West Chandler Boulevard, Unit 2120, Chandler, Arizona 85226

Address of the issuer's principal place of business:

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

N/A

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:

On April 22, 2021, the District Court of Clark County, Nevada, case number A21-829359-C, entered an Order Granting Application for Appointment (the "Order") of SSM Monopoly Corporation as Custodian of the Company. Pursuant to the Order, SSM Monopoly Corporation (the "Custodian") had the authority to take any actions on behalf of the Company, that were reasonable, prudent or for the benefit of the Company, including, but not limited to, issuing shares of stock, and issuing new classes of stock, as well as entering contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, was required to meet the requirements under the Nevada charter.

2) Security Information

Transfer Agent

Name: Signature Stock Transfer, Inc.

Phone: 972-/612-4120

Email: info@signaturestocktransfer.com

Address: 14673 Midway Road, Suite 220, Addison, Texas 75001

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:	FBCD
Exact title and class of securities outstanding:	Common Stock
CUSIP:	30250C206
Par or stated value:	\$.0001
Total shares authorized:	40,000,000,000 as of date: March 22, 2024
Total shares outstanding:	5,074,627,869 as of date: March 22, 2024
Total number of shareholders of record:	68 as of date: March 22, 2024

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:	Special 2021 Series A Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	\$.0001
Total shares authorized:	One (1) as of date: March 22, 2024
Total shares outstanding (if applicable):	One (1) as of date: March 22, 2024
Total number of shareholders of record	One (1) as of date: March 22, 2024

Exact title and class of the security:	Series A Preferred Stock
CUSIP (if applicable):	N/A
Par or stated value:	\$.0001
Total shares authorized:	2,500,000 as of date: March 22, 2024
Total shares outstanding (if applicable):	2,500,000 as of date: March 22, 2024
Total number of shareholders of record	One (1) as of date: March 22, 2024

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 the Company's common stock are entitled to one vote per share on all matters submitted to a vote of the shareholders, including the election of directors. Generally, all matters to be voted on by shareholders must be approved by a majority (or, in the case of election of directors, by a plurality) of the votes entitled to be cast by all shares of our common stock that are present in person or represented by proxy. Except as otherwise provided by law, amendments to the Company's Articles of Incorporation generally must be approved by a majority of the votes entitled to be cast by all outstanding shares of the Company's common stock. The Company's Article of Incorporation does not provide for cumulative voting in the election of directors. Holders of the Company's common stock will be entitled to such cash dividends as may be declared from time to time by the Board from funds available. Holders of the Company's common stock have no preemptive rights to purchase shares of the Company's common stock. The issued and outstanding shares of the Company's common stock are not subject to any redemption provisions and are not convertible into any other shares of the Company's capital stock. Upon liquidation, dissolution or winding up, the holders of the Company's common stock will be entitled to receive pro rata all assets available for distribution to such holders.

The Company has never declared or paid any cash dividends on its common stock.

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

Special 2021 Series A Preferred Stock. The Special 2021 Series A Preferred Stock has the following voting rights: each share of the Special 2021 Series A Preferred Stock shall be entitled to 3,000,000,000 votes. The Special 2021 Series A Preferred Stock is not entitled to receive any dividends. In the event of any liquidation, dissolution or winding up of the Company, either voluntary or involuntary, after setting apart or paying in full the preferential amounts due to holders of senior capital stock, if any, the holders of Special 2021 Series A Preferred Stock and parity capital stock, if any, shall be entitled to receive, prior and in preference to any distribution of any of the assets or surplus funds of the Company to the holders of junior capital stock, including the Series A Preferred Stock and our common stock, an amount equal to \$.0001 per share. If upon such liquidation, dissolution or winding up of the Company,

our assets available for distribution to the holders of the Special 2021 Series A Preferred Stock and parity capital stock, if any, shall be insufficient to permit in full the payment of the Special 2021 Series A Preferred Stock, then all such assets of the Company shall be distributed ratably among the holders of the Special 2021 Series A Preferred Stock and parity capital stock, if any. Each share of Special 2021 Series A Preferred Stock is convertible, at any time, into three billion shares of the Company's common stock, subject to a 9.9% ownership limitation on the converting party.

Series A Preferred Stock. The Series A Preferred Stock does not possess voting rights. The Series A Preferred Stock is not entitled to receive any dividends. In the event of any liquidation, dissolution or winding up of the Company, either voluntary or involuntary, after setting apart or paying in full the preferential amounts due to holders of senior capital stock, the holders of Series A Preferred Stock and parity capital stock, if any, shall be entitled to receive, prior and in preference to any distribution of any of the assets or surplus funds of the Company to the holders of junior capital stock, including the Company's common stock, an amount equal to \$.0001 per share. If upon such liquidation, dissolution or winding up of the Company, its assets available for distribution to the holders of the Series A Preferred Stock and parity capital stock, if any, shall be insufficient to permit in full the payment of the Series A Liquidation Preference, then all such assets of the Company shall be distributed ratably among the holders of the Series A Preferred Stock and parity capital stock, if any. The shares of Series A Preferred Stock are convertible at any time into shares of our common stock at the rate of one (1) share of our common stock for each share of Series A Preferred Stock converted.

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

None.

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.

There have been no material modifications to rights of holders of the company's securities that occurred over the reporting period covered by this report.

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)

Number of Shares outstanding as of January 1, 2021	Opening Balances: <u>Common:</u> 2,449,627,869 <u>Preferred:</u> <u>Series A:</u> 2,500,000								
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.
4/22/2021	New Issue	1	Special 2021 Series A Preferred Stock	150,000	See Note 1	SSM Monopoly Corp. (Note 1)	Custodian Services	Restricted	Sec. 4(a)(2)

5/6/2022	New Issue	100,000,000	Common	0.001	See Note 2	Lisa Nelson	Acquisition	Restricted	Sec. 4(a)(2)
6/9/2022	New Issue	50,000,000	Common	0.0002	yes	Darling Capital LLC (A)	Stock Offering	Unrestricted	Reg A
6/22/2022	New Issue	75,000,000	Common	0.0002	yes	Leonite Capital LLC (B)	Stock Offering	Unrestricted	Reg A
6/30/2022	New Issue	75,000,000	Common	0.0002	yes	Leonite Capital LLC (B)	Stock Offering	Unrestricted	Reg A
7/15/2022	New Issue	75,000,000	Common	0.0002	yes	Leonite Capital LLC (B)	Stock Offering	Unrestricted	Reg A
8/22/2022	New Issue	100,000,000	Common	0.0002	yes	Leonite Capital LLC (B)	Stock Offering	Unrestricted	Reg A
9/8/2022	New Issue	114,300,663	Common	0.0002	Yes	Leonite Capital LLC (B)	Stock Offering	Unrestricted	Reg A
1/20/2023	New Issued	1,800,000,000	Common	0.0001	Yes	Brian McLain	Consulting Agreement	Restricted	Sec. 4(a)(2)
3/22/2023	New Issue	250,000,000	Common	0.0001	No	Pacific Capital Markets LLC (C)	Consulting Agreement	Restricted	Sec. 4(a)(2)
9/15/2023	Cancellation	(250,000,000)	Common	N/A	N/A	Pacific Capital Markets LLC (C)	N/A	N/A	N/A
Shares Outstanding as of: May 20, 2024	Ending Balances: Common: 5,074,627,869 Preferred: 2,500,001 Special 2021 Series A: 1 Series A: 2,500,000								

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, 2021 through December 31, 2022 pursuant to the tabular format above.

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

- (A) Darling Capital LLC is controlled by Yehuva Marrus.
 (B) Leonite Capital LLC is controlled by Avi Geller.
 (C) Pacific Capital Markets LLC is controlled by Zach Logan.

Note 1: SSM Monopoly Corporation, “SSM”, was controlled by Kareem Mansour and was the acting Custodian of the Company until April 23, 2021. On April 22, 2021, SSM was issued one share of the Special 2021 Series A Preferred Stock that has a fixed non-dilutable 60% voting control of the Company and is convertible into a total of 3 billion shares of common stock. Prior financial statement filings assigned the value of the controlling share as \$.001 because there was no trading market for the preferred share. On April 23, 2021, in a private transaction, the Custodian sold the controlling preferred share to Krisa Management LLC that was controlled by Carey Cooley for \$32,300. On December 15, 2021, in a private transaction, Lisa Nelson purchased the controlling preferred share from Krisa Management LLC for \$150,000. The value of the initial issuance on April 22, 2021, of the Special 2021 Series A Preferred has been recorded in the financial statement presentation at its most ascertainable fair value of \$150,000.

Note 2: The acquisition of Formrunner Apparel Inc valued at \$100,000 was agreed to be issued on December 20, 2021, for 100,000,000 restricted common shares to Lisa Nelson. The value of the common shares was determined based upon the closing price of the common on December 20, 2021.

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)

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.
(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's subsidiary, Formrunner Apparel Inc., has one retail outlet, "Studio 22 Streetwear" in Chandler, Arizona, that markets clothing geared for young adults. Its clothing offers designs that are different and stand out from other brands, while staying connected to the importance of living life with radiating energy. Potential customers can view its product line and purchase items through its website at www.formrunnerapparel.com.

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

Formrunner Apparel Inc. is a wholly owned subsidiary of FBC Holding, Inc. and is registered in the State of Arizona.

C. Describe the issuer's principal products or services.

Principal Products of the Company is an array of quality clothing items. A listing of products follows:

- T-shirts
- Sweatshirts
- Hoodies
- Sweatpants
- Hats and Beanies
- Belts
- Jeans
- Shoes
- Jewelry
- Socks

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.

The Company operates one retail location as "Studio 22 Streetwear," which leased premises is located at Chandler Fashion Mall, 3111 West Chandler Boulevard, Suite 2120, Chandler, Arizona 85226. The leased premises consists of 1,025 Square Feet; monthly rent is \$4,131.00; and the lease term expires in December 2024.

6) Officers, Directors, and Control Persons

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.

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
Lisa Nelson	Director, Chief Executive Officer, Chief Financial Officer and Secretary	Scottsdale, Arizona	100,000,000 1	Common Stock Special 2021 Series A Preferred Stock	1.97% 100%	See Note A below.
Matthew McGee	Chief Marketing Officer	Scottsdale, Arizona	-0-	Common Stock	0%	
Brianna Nelson	Director	Scottsdale, Arizona	-0-	Common Stock	0%	
Alexandra Caringola	Chief Product Officer and Director	Scottsdale, Arizona	-0-	Common Stock	0%	
Note A	The Special 2021 Series A Preferred Stock has the following voting rights: each share of Special 2021 Series A Preferred Stock shall be entitled to three billion votes. In addition, each share of Special 2021 Series A Preferred Stock is convertible into three billion shares of our common stock.					

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;

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 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.

Securities Counsel (must include Counsel preparing Attorney Letters)

Name: Eric Newlan, Esq.
Firm: Newlan Law Firm, PLLC
Address 1: 2201 Long Prairie Road, Suite 107-762
Address 2: Flower Mound, Texas 75022
Phone: 940-367-6154
Email: eric@newlanpllc.com

Accountant or Auditor

Name: William E. Sluss
Address 1: 1029 Sussex Drive
Address 2: Kingsport, Tennessee 37660
Phone: 423-416-7921
Email: billsluss73@gmail.com

Investor Relations

Name: Thomas Nelson
Firm: Ten Associates LLC
Address 1: Scottsdale, Arizona 85259
Phone: 480-326-8577
Email: tenassociates33@gmail.com

All other means of Investor Communication:

Twitter: @FBCholding_inc
Discord: N/A
LinkedIn: N/A
Facebook: FBC Holding
Instagram: @FBCholdinginc

Other Service Providers

Provide the name of any other service provider(s) **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: **Eric Newlan**

Title: **Managing Member, Newlan Law Firm, PLLC**

Relationship to Issuer: **Outside Counsel**

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

☐ IFRS

☒ U.S. GAAP

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

Name: **William E. Sluss**

Title: **Financial Consultant**

Relationship to Issuer: **Outside Accountant**

Describe the qualifications of the person or persons who prepared the financial statements⁽⁵⁾: **Mr. Sluss is a CPA licensed in the State of Virginia with extensive experience in the preparation of financial statements.**

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.

[CERTIFICATION PAGE FOLLOWS]

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:

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, Lisa Nelson, certify that:

1. I have reviewed this Disclosure Statement for **FBC Holding, 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.

Dated: May 20, 2024

/s/ Lisa Nelson

Chief Executive Officer

Principal Financial Officer:

I, Lisa Nelson, certify that:

1. I have reviewed this Disclosure Statement for **FBC Holding, 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.

Dated: May 20, 2024

/s/ Lisa Nelson

Chief Financial Officer

FBC Holding, Inc.

Condensed Balance Sheets

As of March 31, 2024

(Unaudited)

	March 31, 2024	December 31, 2023
Assets		
Current Assets:		
Cash and cash equivalents	\$ (4,610)	\$ 2,440
Inventory	\$ 27,993	\$ 25,113
Prepaid expense	\$ 230,000	\$ 230,000
Total current assets	253,383	257,553
Other Assets:		
Leasehold Improvements	\$ 20,638	\$ 20,638
Less amortization	\$ (17,610)	\$ (15,890)
Total Other Assets	\$ 3,028	\$ 4,748
Total Assets	\$ 256,411	\$ 262,301
Liabilities and Stockholders' Equity (Deficit)		
Current Liabilities:		
Accounts Payable	39,027	18,068
Short-term business loans	-	-
Line of Credit	-	-
Loans from Director	922,349	898,928
Convertible Notes Payable	112,500	112,500
Total Current Liabilities	1,073,876	1,029,496
Total Liabilities	\$ 1,073,876	\$ 1,029,496
Stockholders' Equity (deficit):		
Preferred Stock	2,500	2,500
Common Stock	2,856,605	2,856,605
Paid in Capital	25,263,138	25,263,138
Accumulated deficit	(28,939,708)	(28,889,438)
Stockholders' Equity (deficit)	(817,465)	(767,195)
Total Liabilities and Stockholders' Equity (deficit)	\$ 256,411	\$ 262,301

See accompanying notes to these unaudited consolidated financial statements.

FBC Holding, Inc.
Condensed Statement of Operations
As of March 31, 2024
(Unaudited)

**For the Three Months Ended
March 31,**

	2024	2023
Revenue	\$ 45,679	52,309
Cost of Goods Sold	(24,210)	(28,247)
Gross Profit	21,469	24,062
Operating Expenses:		
General and Administrative expenses	71,579	84,687
Total Operating Expenses	71,579	84,687
Operating Profit (loss)	(50,110)	(60,625)
Other income	34	-
Other expense	(194)	-
Total Other Income (expense)	(161)	-
Net Income (loss)	<u>\$ (50,270)</u>	<u>\$ (60,625)</u>
Net loss per share attributable to common shareholders:		
Basic and diluted	\$ -	\$ -
Weighted average shares outstanding	5,074,627,869	5,074,627,869

See accompanying notes to these unaudited consolidated financial statements.

FBC Holding, Inc.

Condensed Statement of Cash Flows For the Three Months ended, March 31, 2024 (Unaudited)

	For the Three Months ended March 31,	
	2024	2023
Cash flows from operating activities:		
Net loss	\$ (50,270)	(60,625)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation	1,720	1,031
Accounts Payable / Accrued Expenses	11,244	-
Short-term business loans	100	
Inventory	(2,880)	7,516
Prepaid expenses		(230,000)
Loans from directors	23,421	55,933
Lines of credit	3,515	-
Net cash used in operating activities	(13,150)	(226,145)
Cash flows from investing activities:		
Net cash from investing activities		-
Cash flows from financing activities:		
Owner draws	(2,516)	-
Other investments	6,100	-
Common shares issued		230,000
		-
Net cash provided by financing activities	6,100	230,000
Non-Cash Transactions		
Net Non-Cash Transactions	-	-
Net increase (decrease), cash and cash equivalents	(7,050)	3,855
Cash and cash equivalents, beginning of year	2,440	434
Cash and cash equivalents, end of period	\$ (4,610)	\$ 4,289

See accompanying notes to these unaudited consolidated financial statements.

FBC Holding, Inc.

Condensed Statement of Changes In Stockholders Equity (deficit) As of March 31, 2024 (Unaudited)

	Preferred Stock		Common Stock		Additional	Accumulated	Stockholders'
	Amount		Amount		Paid-in Capital	(Deficit)	(Deficit)
	Shares	(\$)	Shares	(\$)	(\$)	(\$)	(\$)
Balance, December 31, 2021	2,500,001	2,500	2,597,650,869	\$ 2,449,628	\$ 25,243,138	(28,159,567)	(464,301)
Stock issued for acquisition	-	-	100,000,000	100,000.00	-	-	100,000
Stock issued - Reg A	-	-	76,977,000	76,977.00	20,000.00		96,977
Net income (loss)						(486,418)	(486,418)
Balance, December 31, 2022	2,500,001	\$ 2,500	2,774,627,869	2,626,605	25,263,138	(28,645,985)	(753,742)
Stock Issued - Rule 144	-	-	2,300,000,000	230,000	-	-	230,000
Net Income (loss)	-	-	-	-	-	(60,625)	(60,625)
Balance, March 31, 2023	2,500,001	2,500	5,074,627,869	2,856,605	25,263,138	(28,706,610)	(584,367)

Balance, December 31, 2022	2,500,001	2,500	2,774,627,869	2,626,605	25,263,138	(28,645,985)	(753,742)
Common Stock Issued - Rule 144	-	-	2,300,000,000	230,000	-		230,000
Net Income (loss)						(243,453)	(243,453)
Balance, December 31, 2023	2,500,001	2,500	5,074,627,869	2,856,605	25,263,138	(28,889,438)	(767,195)
Stock issued			-	-			-
Net Income (loss)	-	-	-	-	-	(50,270)	(50,270)
Balance, March 31, 2024	2,500,001	2,500	5,074,627,869	2,856,605	25,263,138	(28,939,708)	(817,465)

See accompanying notes to these unaudited consolidated financial statements.

FBC HOLDING, INC.

Notes to Unaudited Financial Statements For the Three Months Ended March 31, 2024 and 2023

NOTE 1. ORGANIZATION AND BUSINESS

The Company, through its subsidiary, Form runner Apparel Inc., is a retailer of streetwear clothing, headwear, and accessories.

History

The Company was incorporated in May 2006 in the State of Nevada as Iron Link Ltd. In June 2007, the Company merged with Wave Uranium, a Nevada corporation, and changed its name to Wave Uranium Holding. In September 2009, the Company merged with FBC Holding Inc. and changed its name to FBC Holding Inc.

On April 9, 2021, the Company filed a Certificate of Revival with the Secretary State of the State of Nevada, which reinstated the Company's charter and appointed a new Resident Agent in Nevada.

On April 22, 2021, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of

SSM Monopoly Corporation (the "Order"), as Custodian of the Company. Pursuant to the Order, the SSM Monopoly Corporation (the "Custodian") had the authority to take any actions on behalf of the Company, that were reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock, and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, was required to meet the requirements under the Nevada charter.

On April 22, 2021, the Custodian granted to itself, one share of preferred stock, Special 2021 Series A Preferred Stock ("2021 Series A Preferred") at par value of \$0.001 (see Notes 2 and 5). The 2021 Series A Preferred has a fixed nondepletable 60% voting right over all classes of stock and convertible into 3,000,000,000 shares of the Company's common stock.

On April 22, 2021, the Custodian appointed Kareem Mansour as the Company's sole officer and director.

On April 23, 2021, in a private transaction, the Custodian entered into a Securities Purchase Agreement (the "SPA") with Krisa Management LLC, a Texas limited liability company, to sell the 2021 Series A Preferred. Upon closing of the SPA on April 23, 2021, Krisa Management LLC acquired 60% control of the Company. However, the court appointed control remained with the Custodian until the Custodian filed a petition with the District Court of Clark County, Nevada to relinquish custodianship and control of the Company.

On April 23, 2021, the Custodian appointed Carey W. Cooley as the Company's sole officer and director. On April 23, 2021, Kareem Mansour resigned as an officer and director of the Company. On December 16, 2021, Carey W. Cooley resigned as an officer and director of the Company.

Change of Control

On December 15, 2021, in a private transaction, Lisa Nelson entered into a Securities Purchase Agreement (the "SPA") with Krisa Management LLC, a Texas limited liability company, to purchase a fixed controlling voting interest of 60% in the Company regardless of the number of votes held by all other classes of voting shares. Lisa Nelson was the Buyer. Krisa Management LLC, controlled by Carey W. Cooley, was the Seller. Lisa Nelson acquired the one (1) share of 2021 Series A Preferred, representing 100% of the total outstanding shares of the Special 2021 Series A Preferred stock. At the time of the transaction FBC Holding Inc. was a shell corporation and had no assets or liabilities.

On December 16, 2021, Lisa Nelson became an officer and director, and three additional directors were added; subsequently, Carey W. Cooley resigned. At that time the new board approved increasing the authorized preferred and common shares. The board also approved acquiring Formrunner Apparel from Lisa Nelson for common shares that would increase her controlling voting interest to approximately 61.6% in the Company.

Acquisition of Formrunner Apparel Inc.

On December 20, 2021, the Company signed an Agreement in a non-arm's length transaction to acquire 100% of Formrunner Apparel Inc. in exchange for 100,000,000 common shares. Lisa Nelson owned a fixed controlling voting interest of 60% in the Company regardless of the number of votes held by all other classes of voting shares before the acquisition and approximately 61-6% of the Company after the acquisition. As a result of the controlling financial interest of Lisa Nelson, for financial statement reporting purposes, the merger between the Company and Formrunner has been treated as a reverse acquisition with Formrunner deemed the accounting acquirer and the Company deemed the accounting acquiree under the acquisition method of accounting in accordance with section 805-10-55 of the FASB Accounting Standards Codification. The reverse acquisition is deemed a capital transaction and the net assets of Formrunner (the accounting acquirer) are carried forward to the Company (the legal acquirer and the reporting entity) at their carrying value before the acquisition. The acquisition process utilizes the capital structure of the Company and the assets and liabilities of Formrunner which are recorded at their historical cost.

Change in Fiscal Year

The legal acquirer had a July 31 year-end, and the accounting acquirer had a December 31 year-end. The legal acquirer changed its year end to December 31 in conjunction with the reverse acquisition (see Note 2).

NOTE 2. SUMMARY OF ACCOUNTING POLICIES

Basis of Presentation and Going Concern Uncertainty

The unaudited financial statements included herein were prepared from the records of the Company in accordance with Generally Accepted Accounting Principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position for the periods presented. Significant adjustments may be required upon the financial statements being audited to be in conformity with Generally Accepted Accounting Principles.

The Company's operations will be subject to significant risk and uncertainties including financial, operational, technological, and other risks, including the potential risk of business failure.

The ability of the Company to continue as a going concern is dependent on the successful execution of Management's plans, which include the expansion of its operating business to develop positive cash flow and profitability. The Company will likely need to rely upon debt or equity financing in order to ensure the continuing existence of the business.

The accompanying unaudited financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

Use of Estimates

The Company's financial statements have been prepared in accordance with U.S. GAAP. The preparation of these financial statements requires management to make significant estimates and judgments that affect the reported amounts of assets, liabilities, revenues, expenses and related disclosure of contingent assets and liabilities. Management evaluates estimates, including those related to contingencies, on an ongoing basis. Estimates are based upon historical experience and on various other assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

Income taxes

The Company records its federal and state income tax liability as it is incurred. The company does not have any outstanding income tax liabilities.

Loss Per Share

ASC 260-10 "Earnings Per Share" requires the Company to calculate its net income (loss) per share based on basic and diluted net income (loss) per share, as defined. Basic EPS excludes dilution and is computed by dividing net income (loss) by the weighted average number of shares outstanding for the period. Diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock.

The diluted effect of outstanding options and warrants issued by the Company are reflected in diluted EPS using the treasury stock method. Under the treasury stock method, options and warrants will generally have a dilutive effect when the average market price of common stock during the period exceeds their exercise price. The diluted effect of outstanding convertible debt issued by the Company is reflected in diluted EPS using the if-converted method. For periods of net loss, basic and diluted EPS are the same as the assumed exercise of stock options and warrants and the conversion of convertible debt are anti-dilutive. Unissued common shares and convertible instruments are not included in the calculation of EPS because they would be anti-dilutive because of the loss per share,

NOTE 3. DUE TO DIRECTOR AND OFFICER

Some of the amounts due to Lisa Nelson were prior advances to Formrunner Apparel Inc for its operations that the Company acquired as part of the acquisition of Formrunner. As of March 31, 2024, the Company owed Lisa Nelson \$818,433.

NOTE 4. UNISSUED STOCK LIABILITY

As of March 31, 2024, 25,000,000 restricted shares of common stock had not been issued to a prior consultant valued at \$112,500. The shares were agreed to be issued on December 15, 2021, when the trading price of the common stock closed at \$.009 per share. A 50% discount was applied to the value of the closing price of the stock based upon the restricted status and thinly traded market in the common stock.

NOTE 5. STOCKHOLDERS EQUITY

Preferred Stock

On March 31, 2011, the Company issued 2,500,000 shares of Series A Preferred Stock, representing 100% of the Series.

A Preferred Stock outstanding, to Enable Growth Partners LP, Enable Opportunity Partners LP, and Pierce Diversified Strategies Series ENA, all controlled by Mitch Levine, in exchange for the surrender of certain Senior Secured Convertible Debentures. The Series A Preferred Stock is convertible to Common Stock on a 1: 1 basis.

On March 21, 2022, the Company increased its authorized preferred stock to 50,000,000. On March 31, 2022, the Company had 50,000,000 authorized preferred shares and 2,500,000 issued shares of Series A Preferred Stock outstanding and 1 outstanding share of the Special 2021 Series A Preferred stock that has voting control.

The Company had authorized 50,000,000 preferred shares and had 2,500,001 common shares issued and outstanding as of March 31, 2024.

Common Stock

In October 2023, the Board of Directors and Majority Shareholder authorized a 1:300 reverse split of the Company's common stock.

The Company had authorized 40,000,000,000 common shares and had common shares issued and outstanding of 5,074,627,868 as of March 31, 2024.

NOTE 6. SUBSEQUENT EVENTS

Management surveyed all subsequent transactions and found none that needed to be reported.

*** * * End of Report * * ***