

## **Section Two: Issuers' Continuing Disclosure Obligations**

Issuers are considered to have adequate current information publicly available to the extent such information is updated to reflect new developments after the publication of the initial issuer disclosure statement. In general, an issuer shall provide updates to the most recent balance sheet, income statement and statement of cash flows, as required under Item 12 above, as well as disclose changes in any other of the above disclosure items no later than 45 days after the end of any fiscal quarter ("Quarterly Updates") and 90 days after the end of any fiscal year ("Annual Updates"). Issuers shall also provide updates ("Current Updates") within 10 business days in the event that any of the information contained in the disclosure statement (including information contained in any prior Update) has become materially inaccurate or incomplete, or upon the occurrence of certain events described under the Current Reporting Obligations section. The specific requirements for Quarterly, Annual and Current Updates are set forth below.

Insiders, affiliates and control persons of issuers shall be aware that Rule 144 under the Securities Act requires that adequate current information be publicly available if they wish to sell any of their securities in the public secondary markets.

### ***Quarterly Reporting Obligations***

In order to be considered as having adequate current information publicly available, issuers must publish Quarterly Updates to their disclosure statements through the OTC Disclosure and News Service, no later than 45 days after the end of each fiscal quarter. Quarterly Updates should contain responses to the following items, and should follow the format below.

To be considered for the Current Information tier on [www.otcm Markets.com](http://www.otcm Markets.com), companies must submit Quarterly Attorney Letters pursuant to OTC Markets Group's Guidelines for Attorney Letters. Counsel writing the letter must be permitted to practice before the Securities and Exchange Commission (the "SEC").

#### ***Instruction relating to the preparation of Quarterly Updates:***

Issuers shall prepare a document that responds to each item and sub-item below and shall include in its response to a particular item (i) whether a particular item is not applicable or unavailable and (ii) the reason it is not applicable or unavailable.

Quarterly Updates should be published under the report name of "Quarterly Report" or "Interim Report" for the appropriate fiscal quarter end.

**Item 1      Exact name of the issuer and the address of its principal executive offices.**

In answering this item, the issuer shall provide the information required by Items 1 and 2 of the requirements for initial disclosure statements in Section One of these Guidelines.

Perla Group International Inc.

formerly Elm Technologies Inc until December 15, 2010

Address: 4737 N Ocean Dve. Ft Lauderdale FL 33308

Telephone Number: (954) 903-1966

Fax Number: (954) 903-1965

Website: www.perlagrp.com

**Item 2      Shares outstanding.**

In answering this item, the issuer shall provide the information required by Item 6 of Section One of these Guidelines with respect to the fiscal quarter end.

For the Period ending March 31, 2011, the company had authorized common shares of Five Hundred Million (500,000,000). The company, as of March 31, 2012, had 283,402,805 Common Shares outstanding. However, the company has placed a Stop on 52,000,000 of the outstanding shares issued to former directors and associated parties and is in the process of having them cancelled. Upon the cancellation of these shares, the company will have 231,402,805 common shares outstanding.

As of March 31, 2012, there were 39,747,514 Freely Tradable Shares Issued and Outstanding.

As of March 31, 2012, there were a total of 2,568 shareholders of record, 1 of which was a beneficial shareholder.

**Item 3      Interim financial statements.**

The issuer shall include financial statements for the most recent fiscal quarter, which quarterly financial statements shall meet the requirements of Item 12 of Section One of these Guidelines, provided, however, that "*Instruction to Item 12*" contained in Section One of these Guidelines should not be followed; instead, issuers should follow the Instruction set forth below rather than the Instruction contained in Item 12.

*Instruction to Item 3:* The interim financial statements required by this Item 3 may either be included in the text of the Quarterly Update under the heading of Item 3 or attached at the

end of the Quarterly Update. If attached at the end of the Quarterly Update, the disclosure under this Item 3 must (i) state that the interim financial statements are attached at the end of this Quarterly Update, (ii) contain a list describing the financial statements that are attached and (iii) contain a clear cross-reference to the specific location where the information requested by this Item 3 can be found.

Financials for the period ending March 31, 2012 have been previously posted on OTC Markets on June 5, 2012 and July 5, 2012 and are incorporated herein by reference.

#### **Item 4      Management's discussion and analysis or plan of operation.**

The issuer shall provide the information required by Item 16 of Section One of these Guidelines.

Perla Group International, Inc. (the "Company" or "Perla") was originally incorporated under the laws of the State of Nevada on April 26, 2000 as Ubuynetwork.com, Inc. On May 23, 2007, the Company acquired Elm Technologies, Inc., a marketing company with the exclusive license to sell Emlogis Generator workforce/scheduling solution to the long term care industry. Contemporaneously with the "reverse" acquisition the Company filed an Amended and Restated Articles of Incorporation whereby it changed its name to ELM Technologies, Inc. On December 1, 2010 the Company acquired Perla and on December 15, 2010 filed an Amendment to Articles of Incorporation whereby it changed its name to Perla Group International, Inc. It is currently not a reporting issuer with the United States Securities and Exchange Commission.

Perla Group International, Inc. (PERL.PK) is in the international military, police and security sectors. It was established with the vision of becoming one of the leading turnkey solutions developer and services provider. Perla Group's success is built on a combination of the trust, backing and support of top industry specialists and a talented team's unwavering commitment to service excellence. Perla International Group will be headquartered in Ft. Lauderdale, Florida with regional offices in Dubai, UAE, and Kabul, Afghanistan. The Company plans to establish offices in Melbourne, Australia, and Lagos, Nigeria early in 2011. Perla offers products and services in aviation, telecom, armored vehicles and K-9 services in the burgeoning military, police and security sectors.

The Company has positioned itself to be a „turnkey“ solutions developer and provider. It intends to remain independent in this regard, as to have the ability to work with the many leading services providers in the industry. From large Telco's to small SME's, network integrators, military customers, and any other companies wanting a specialist solution or product.



While this entity specializes in armored VIP Mercedes Benz, it also offers 4 x 4's, APCs, Cash in Transit, Buses and ATVs. The division has recently secured direct supply contracts with the US military, and has plans to expand with a view to invest in manufacturing facilities in both the Middle East and the USA. Primarily in the Middle East, the division provides a host of aviation services including charters, sales and leasing of aircraft; aircraft repair and maintenance. Perla Aviation is the exclusive distributor for the AK1-3 helicopter which Perla believes is the finest two seat helicopter available.

Through the Von Forell facilities in Melbourne, Australia Perla offers dogs trained under what Perla believes are the best in the industry. Perla K-9 services are utilized by law enforcement and as detection dogs. They conduct training seminars as well as tactical, anti-terrorism and security training services.

The Company has no off balance sheet arrangements to disclose for this period.

#### **Item 5      Legal proceedings.**

The issuer shall provide the information required by Item 8(a)(11) of Section One of these Guidelines, to the extent not already disclosed in a prior disclosure statement.

The Company filed a lawsuit against Baja, Inc on September 7, 2011. The claim in the lawsuit is that Baja, Inc. took cash deposits from the company pursuant to a contract dated March 21, 2011, and in return was required to supply the company with equipment. The Company's claim is that the equipment was not supplied, and therefore, Baja, Inc. is in breach of the agreement. The lawsuit has not yet been resolved.

#### **Item 6      Defaults upon senior securities.**

If there has been any material default in the payment of principal, interest, a sinking or purchase fund installment, or any other material default not cured within 30 days, with respect to any indebtedness of the issuer exceeding 5% of the total assets of the issuer, (i) identify the indebtedness and (ii) state the nature of the default, the amount of the default and the total arrearage as of a recent date.

If any material arrearage in the payment of dividends has occurred or if there has been any other material delinquency not cured within 30 days, with respect to any class of preferred stock of the issuer, give the title of the class and state the nature of the arrearage or delinquency. In the case of a default in the payment of dividends, state the amount and the total arrearage as of a recent date.

The issuer need not respond to this item with respect to any class of securities all of which is held by, or for the account of, the issuer or its totally held subsidiaries. Issuers need not repeat information that has been previously disclosed in a prior disclosure statement, although the issuer shall provide updates regarding previously reported defaults.

**Item 7 Other information.**

The issuer shall include here responses to any items that the issuer would be required include in a Current Update. See the Current Update section below regarding the information required to be in a Current Update.

Departure of Directors:

On December 23, 2011, Anthony Guirerro resigned as a director of the Company.

On February 1, 2012, Stuart Meyers resigned as a director of the Company.

There are no further items to be listed in this Item 7 pursuant to the Current Reporting Obligations set forth by OTC Markets.

There have been no defaults upon senior securities as is described in Item 6 above.

**Item 8 Exhibits.**

The issuer shall either describe or attach any exhibits that are required under Items 18 and XIX of Section One, and which have not already been described or attached in any prior disclosure statement, except that the issuer must describe or attach any amendments to any previously described or attached exhibits.

Not Applicable

**Item 9 Certifications.**

The issuer shall include current certifications, meeting the requirements contained in Item 21 of Section One, relating to the Quarterly Update.

I, Charles D'Alberto, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Perla Group international, 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.

Date: July 10, 2012



Charles D'Alberio  
President and CEO