

QUARTERLY REPORT
PURSUANT TO
RULE 15C2-11(a)(5)

As of September 30, 2013

READEN HOLDING CORP.

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

Readen Holding Corp.

- 2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: **Giisbrecht van Amstelstraat**

Address 2: **423A 1216CA**

Address 3: **Hilversum. The Netherlands**

Phone: **+31(0)35 6299970**

Email: **hk@readenholdingcorp.com**

Website(s): **www.readenholdingcorp.com; www.D5avenue.com**

IR Contact **None**

- 3) **Security Information**

Trading Symbol: **RHCO**

Exact title and class of securities outstanding: **Common Stock**

CUSIP: 755255106

Par or Stated Value: **\$.001**

Total shares authorized: **295,000,000**

as of: **September 30, 2013**

Total shares outstanding: **232,467,074**

as of: **September 30, 2013**

Transfer Agent

Name: **Jersey Transfer & Trust Co.**

Address 1: **201 Bioomfield Avenue**

Address 2: **Verona**

Address 3: **New Jersey 07044**

Phone: **973-239-2712**

Is the Transfer Agent registered under the Exchange Act?*

Yes: X

No:

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

Not Applicable

Describe any trading suspension orders issued by the SEC in the past 12 months.

Not Applicable

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

Not Applicable

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

- A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

For a description of share issuances prior to June 30, 2013, please see Issuer's Revised Annual Report for the fiscal year ended June 30, 2013. published on the OTC Disclosure & News Service December 2, 2013.

During the fiscal Quarter ended September 30, 2013, the Issuer did not issue any common or preferred shares.

- B. Any jurisdictions where the offering was registered or qualified;

Not Applicable

- C. The number of shares offered;

Not Applicable

- D. The number of shares sold;

Not Applicable

- E. The price at which the shares were offered, and the amount actually paid to the issuer;

Not Applicable

- F. The trading status of the shares; and

Not Applicable

- G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Not Applicable

5) Financial Statements

Readen Holding Corp's financial statements for the three months ended September 30, 2013 are attached to this OTC Disclosure Guideline after the signature page.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

- A. a description of the issuer's business operations;

For a description of the Issuer's business, please see the Issuer's Revised Annual Report for the fiscal year ended June 30, 2013. published on the OTC Disclosure & News Service December 2, 2013.

- B. Date and State (or Jurisdiction) of Incorporation:
(see 6A above)
- C. the issuer's primary and secondary SIC Codes;
(see 6A above)
- D. the issuer's fiscal year end date;
(see 6A above)
- E. principal products or services, and their markets;
(see 6A above)

7) Describe the Issuer's Facilities

For a description of the Issuer's facilities, please see the Issuer's Revised Annual Report for the fiscal year ended June 30, 2013. published on the OTC Disclosure & News Service December 2, 2013.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

- A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Gerardus R. Steenbergen	49	President, Chief Executive Officer and Director
Adrianus H. de Jongh	60	Chief Financial Officer and Treasurer
Hendrik van der Duim	48	Chief Operating Officer
Tang Pak Hei	25	Corporate Secretary

- B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:
 1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
None
 2. 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, or banking activities;
None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or
None
4. The entry 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

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

<u>Name:</u>	<u>Title:</u>	<u>Shares owned:</u>	<u>% of total shares:</u>
G.R. Steenbergen, President, CEO & Director		39,703,152	17.08%

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

David E. Wise. Esq.
Law Offices of David E. Wise. P.C.
9901 IH-10 West. Suite 800
San Antonio. Texas 78230
Phone: 210-558-2858
Email: wiselaw@verizon.net

Accountant or Auditor

Drs. J. Vos RA
De Savornin Lohmanlaan 30
1272 HG Huizen
Vleuten, The Netherlands
Phone: 035-5266116
Email: drsjavos@tiscali.nl

Investor Relations Consultant

None

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement

None

10) Issuer Certification

I, **G. R. Steenbergen** certify that:

1. I have reviewed this quarterly disclosure statement of **Readen Holding Corp. for the three months ended September 30, 2013;**
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.

December 2, 2013

/s/ G. R. Steenbergen

Readen Holding Corp.

By: 

G.R. Steenbergen
President

Chief Executive Officer & Chief Accounting Officer

READEN HOLDINGS CORP.

Financial Statements

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READEN HOLDING CORP.
CONSOLIDATED BALANCE SHEET
AT SEPTEMBER 30, 2013
(unaudited)

ASSETS

Current assets	
Cash and cash equivalents	\$ 337,426
Accounts receivable	1,129,679
Inventory	386,473
Note receivable - related party	178,125
Claim receivable	1,286,001
Other current assets	<u>2,270,184</u>
Total current assets	<u>5,587,888</u>
Other assets	
Property and equipment, net	9,245,088
Goodwill	5,000,000
Transitional metals	200,000,000
Intangible assets	266,359
Deposits	<u>2,085,821</u>
Total other assets	<u>216,597,268</u>
Total assets	<u>\$ 222,185,156</u>

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities	
Accounts payable	\$ 830,196
Interest payable	22,349
Advances payable - related parties	44,585
Director fees payable	259,660
Notes payable	560,984
Other current liabilities	<u>1,465,325</u>
Total current liabilities	<u>3,183,099</u>
Other liabilities	
Notes payable	3,926,891
Notes payable - related parties	95,512,125
Loans payable, net of current portion	<u>2,755,640</u>
Total liabilities	<u>105,377,755</u>
Stockholders' Equity	
Series B Convertible Preferred Stock: \$.001 par value, 5,000,000 shares authorized, 766,667 shares issued and outstanding as of September 30, 2013	767
Common Stock: \$.001 par value, 295,000,000 shares authorized, 232,467,074 shares issued and outstanding as of September 30, 2013	232,467
Additional paid-in capital	80,482,359
Common stock to be issued	35,000,000
Retained earnings	<u>1,091,808</u>
Total stockholders' equity	<u>116,807,401</u>
Total liabilities and stockholders' equity	<u>\$ 222,185,156</u>

See accompanying notes to financial statements

READEN HOLDING CORP.
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2013
(unaudited)

Revenue	\$	515,404
Cost of goods sold		<u>250,409</u>
Gross profit		<u>264,995</u>
Operating expenses		
General and administrative expenses		<u>181,806</u>
Total operating expenses		<u>181,806</u>
Income from operations		<u>83,189</u>
Other income / (expense)		
Financing costs		(1,155)
Commission income		15,666
Foreign exchange loss		<u>(25)</u>
Total other income / (expense)		<u>14,486</u>
Net income	\$	<u><u>97,675</u></u>
Basic and diluted income per share	\$	<u><u>0.00</u></u>
Weighted average shares used in per share calculation		<u><u>232,467,074</u></u>

See accompanying notes to financial statements

READEN HOLDING CORP.
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2013
(unaudited)

Cash flows from operating activities	
Net income	\$ 97,675
Adjustments to reconcile net income to net cash used by operating activities:	
Depreciation and amortization	3,078
Changes in operating assets and liabilities:	
Increase in accounts receivable	(217,389)
Increase in note receivable - related party	(1,875)
Increase in claim receivable	(43,401)
Decrease in inventory	40,712
Increase in other assets	(421,494)
Decrease in accounts payable	(9,125)
Increase in interest payable - related party	2,444
Increase in director fees payable	78,871
Increase in other current liabilities	514,661
Net cash provided by operating activities	<u>44,157</u>
Cash flows from investing activities	
Acquisition of property and equipment	<u>(10,705)</u>
Net cash used in investing activities	<u>(10,705)</u>
Cash flows from financing activities	
Increase in notes payable	<u>14,521</u>
Net cash provided by financing activities	<u>14,521</u>
Net change in cash and cash equivalent	47,973
Cash and cash equivalent at beginning of period	<u>289,453</u>
Cash and cash equivalent at end of period	<u>\$ 337,426</u>
Supplemental disclosure of cash flow information	
Cash paid for interest	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>

See accompanying notes to financial statements

READEN HOLDING CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2013
(unaudited)

1. Background

Readen Holding Corp., a Nevada corporation, was originally incorporated in the state of Idaho under the name of "Beacon Light Mining Company" in 1953. In 1997, we created a wholly-owned subsidiary with the same name in the state of Nevada. We then merged into the Nevada subsidiary and became a Nevada corporation. We were reincorporated in Nevada on November 19, 1997, under the name "Beacon Light Mining Company." On February 18, 1998, we changed our name to "Beacon Light Holding Corporation." On August 3, 2001, we changed our name to Wellux International, Inc. and operated under that name until May 5, 2005, when we changed our name to Readen Holding Corp.

The Company is engaged in the business of identifying and acquiring privately held equity holdings in various entities worldwide.

On June 1, 2011, the Company underwent a change of control when it elected its new officers.

On July 25, 2011, the Company entered into a Share Exchange Agreement with Readen Industries Ltd. pursuant to which we acquired 100% of the outstanding shares of common stock of Readen Industries Ltd. in exchange for 100,000,000 shares of our Common Stock. Readen Industries and our subsidiaries are engaged in the retail sale of mobile phones, prepaid phone cards and Sim cards.

Readen Holding Corp. is the parent company of Readen Industries Ltd., a company organized under the laws of Hong Kong, PRC. Readen Holding Corp. is the management unit. Readen Industries Ltd. has the following subsidiary: Moho Telecom Ltd., which owns or controls the following subsidiaries: D5 Mobile BV, D5 Mobile Sarl and D5 Avenue Ltd.

The following narrative offers an overview about our various companies:

Three companies, D5 Mobile BV, D5 Mobile Sarl and D5 Avenue Ltd, were incorporated for the sales and distribution of different main lines of telecom products in Europe. Our exclusive agreements cover the development, marketing and distribution of specific telecom and telecom related products, while securing continuity in supply, innovation and factory support. Our vision is to make mobile communication services affordable for everybody. The services contain communication and entertainment, which are available any time, everywhere and personally. The following tasks define the companies:

- D5 Mobile BV and D5 Mobile Sarl are responsible for providing mobile phones from China, which must fulfill the wishes and needs of EU users. One of the key values of D5 Mobile is to insure high standards for design, quality and functionalities of mobile phones. Product specifications will be 100% suitable for the market needs of target customers such as teenagers, business professionals, elderly, non-native and fashion/gadget buyers within the EU markets. In the 4th quarter of 2011, D5 Mobile will start with a B2B market approach offering devices in combination with postpaid subscriptions.
- D5 Avenue is responsible for website sales to consumers and retailers. Readen Industries acts as the buying office and looks after supply and innovation. Cost effectiveness is a key success factor of the Group. Expertise and management are the unique skills within the Group. The production technologies in China will be applied in the business. The Group will not invest in the production of mobile phones; D5 Mobile will manage the suppliers and optimize the production process and capabilities of its partners in China. Customization in mobile phones on requests of corporate partners is possible, which insures the sustainable competitiveness of D5 Mobile in the business market without large investment. D5 Mobile already has exclusive development and distribution agreements with suppliers in China.
- On April 17, 2012, the Company announced that Readen Holding Corp expanded points of sales of YohoMobile subsidiary's vending machines by securing exclusive distribution rights to multi-function vending machines via terminals placed in retail stores, starting in The Netherlands.

READEN HOLDING CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2013
(unaudited)

1. Background (continued)

During the fiscal year ended June 30, 2013, the Company announced that Readen Industries Limited (HKG), a 100% owned subsidiary of Readen Holding Corp., finalized the purchase of 100% of the shares of Beemster Vastgoed B.V. in the Netherlands. Beemster Vastgoed B.V. is active within the real estate market of the Netherlands, predominantly in the self storage industry. Within this industry, Beemster Vastgoed is responsible for the building, implementing and operation of the self storage company's in the Netherlands region. Drachten Storage Holding B.V. (DSH), a 49% owned subsidiary of Beemster Vastgoed, is also the owner and operator of self storage facility in the town of Drachten.

The location Drachten contains gross 3,000 m of storage space totaling over 350 units. The building is ideally located in the northern area of the Netherlands. Anticipating the acquisition, Beemster Vastgoed was renamed Readen Real Estate B.V. In addition to the storage projects, Readen Real Estate B.V. is planning to acquire real estate properties which would add value to the total business of Readen Holding Corp. and its subsidiaries.

On March 15, 2013, the Company finalized Readen Real Estate's purchase of the castle estate Altembrouck, in Gravenvoeren, Belgium. During the fiscal year ended June 30, 2013, Readen Real Estate purchased 55 acres of land and the 60,000 sq ft property Altembrouck for the amount of \$8,500,000. and 14 million newly issued (rule 144) Company common shares, valued at \$.50 per share, for the operational company Altembrouck BVBA, including the goodwill, furniture, interior and live stock (Wagyu cattle, Magalitz hogs and Korohitsu lambs). As of September 30, 2013, 4 million of the 14 million shares included in the purchase price were issued and 10 million shares were to be issued. A mortgage arrangement, with the Triodos Bank in the Netherlands, for the \$8,500,000., was utilized to close this transaction.

Readen Real Estate committed to invest a further \$2,000,000. to finish the development of the estate as well as the completion of the new wing of the hotel, which will include an additional 20 rooms and a wellness centre. Readen Real Estate's projects, Altembrouck and Beemster Vastgoed, will contribute an estimated \$4,500,000. to the group revenue in the next 12 months. Presently, Altembrouck, is a truly multifunctional estate. The castle area on the estate can be rented in its entirety on an exclusive basis for business purposes or receptions for all kinds of festive occasions, where privacy is guaranteed. Altembrouck offers an unparalleled setting for seminars, product presentations, receptions, weddings, dinners and private dining. Luminous spaces are available for small and larger groups.

Also on March 15, 2013, the Company finalized its purchase of \$200 Million worth of transitional metal (fine copper isotope powder) involving an aggregate of 100 Million newly issued (rule 144) Company common shares, valued at \$1.00 per share, to the seller and their agent, a note payable to the seller in the amount of approximately \$4.5 Million and the issuance of a convertible note in the amount of \$95 Million to three third parties, convertible into Company common stock shares at a conversion rate of \$1.00 per share. As of September 30, 2013, 70 million of the 100 million shares included in the purchase price were issued and 30 million shares were to be issued. The purchase was made by GRS Capital Group, which was acquired by Readen Holding Corp. on the same date, March 15, 2013.

2. Basis of Presentation

The accompanying consolidated financial statements include the accounts of the Company and its wholly owned subsidiary, Readen Industries Ltd and its subsidiaries. All intercompany balances and transactions have been eliminated in consolidation.

The accompanying unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and in management's opinion, reflect all adjustments, including normal recurring adjustments, necessary to present fairly the Company's financial position at September 30, 2013, and the results of operations and cash flows for the three month period ended September 30, 2013. The results of operations for the three month period ended September 30, 2013 are not necessarily indicative of the results that the Company will have for any subsequent fiscal quarter.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

READEN HOLDING CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2013
(unaudited)

3. Liquidity and Operations:

The Company had net income of \$97,675 for the three month period ended September 30, 2013.

As of September 30, 2013, the Company had cash of \$337,426, accounts receivable of \$1,129,679, inventory of \$386,473 and accounts payable of \$830,196. The Company's management is confident that they will be able to satisfy the Company's short term working capital needs for operating expenses. At the Company's discretion, they may decide to raise additional capital in the future through equity or debt financing.

4. Summary of Significant Accounting Policies

Cash and Cash Equivalents - The Company considers all highly liquid debt instruments with original maturities of three months or less to be cash equivalents.

Revenue Recognition - The Company recognizes revenue from product sales when persuasive evidence of an arrangement exists, shipment has occurred, the seller's price to the buyer is fixed or determinable and collectability is reasonably assured.

Research and Development Expenses - Research and development expenses are charged to operations in the period incurred

Selling and Marketing Expenses - Selling and marketing expenses are expensed as incurred.

General and Administrative Expenses - General and administrative expenses are expensed as incurred. These expenses were \$181,806 for the three month period ended September 30, 2013.

Concentrations of Credit Risk - Credit risk represents the accounting loss that would be recognized at the reporting date if counterparties failed completely to perform as contracted. Concentrations of credit risk (whether on or off balance sheet) that arise from financial instruments exist for groups of customers or counterparties when they have similar economic characteristics that would cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions.

Use of Estimates - The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America 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 balance sheet and the reported amounts of revenue and expenses during the reporting period. Significant estimates include the Company's debt discount, and share-based compensation expense. Actual results could differ from these estimates.

Stock-Based Compensation - The Company accounts for stock-based compensation under the provisions of FASB ASC 718 (Statement of Financial Accounting Standards No. 123 (revised 2004), "SHARE-BASED PAYMENT"), which requires the Company to measure the stock-based compensation costs of share-based compensation arrangements based on the grant date fair value and generally recognizes the costs in the financial statements over the employee's requisite service period. Stock-based compensation expense for all stock-based compensation awards granted was based on the grant date fair value estimated in accordance with the provisions of FASB ASC 718.

The Company measures compensation expense for its non-employee stock-based compensation under FASB ASC 505-10 and 50, "Accounting for Equity Instruments that are Issued to Other Than Employees for Acquiring, or in Conjunction with Selling, Goods or Services". The fair value of the option issued is used to measure the transaction, as this is more reliable than the fair value of the services received. The fair value is measured at the value of the Company's common stock on the date that the commitment for performance by the counterparty has been reached or the counterparty's performance is complete. The fair value of the equity instrument is charged directly to compensation expense and additional paid-in capital.

By recording employee stock-based compensation using the fair value recognition provisions of Accounting Standards Codification ("ASC") Topic 718 ("ASC 718") using the modified prospective transition method, and recording non-employee stock-based compensation expense in accordance with ASC Topic 505, the Company did not recognize any stock compensation expense for the three month period ended September 30, 2013.

READEN HOLDING CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2013
(unaudited)

4. Summary of Significant Accounting Policies (continued)

Income Taxes - The Company accounts for its income taxes under the provisions of FASB-ASC-10 "Accounting for Income Taxes." This statement requires the use of the asset and liability method of accounting for deferred income taxes. Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax reporting purposes, at the applicable enacted tax rates. The Company provides a valuation allowance against its deferred tax assets when the future realizability of the assets is no longer considered to be more likely than not.

Convertible Notes Payable - The Company accounts for any convertible notes payable under the provisions of FASB ASC 470 (Staff Position No. APB 14-1"Accounting for Convertible Debt Instruments that may be Settled in Cash upon Conversion (including partial cash settlement"). FASB ASC 470 clarifies that convertible debt instruments that may be settled in cash upon conversion (including partial cash settlement) are not addressed by FASB ASC 470-20-65-1 (paragraph 12 of APB Opinion No. 14, "Accounting for Convertible Debt Instruments". Debt and Debt Issued with Stock Purchase Warrants"). Additionally, FASB ASC 470 specifies that issuers of such instruments should separately account for the liability and equity components in a manner that will reflect the entity's nonconvertible debt borrowing rate when interest cost is recognized in subsequent periods.

The Company accounts for uncertain tax positions in accordance with FASB ASC 740-10, 30 and 270, "Accounting for Uncertainty in Income Taxes." The application of income tax law is inherently complex. As such, the Company is required to make certain assumptions and judgments regarding its income tax positions and the likelihood whether such tax positions would be sustained if challenged. Interest and penalties related to uncertain tax provisions are recorded as a component of the provision for income taxes. Interpretations and guidance surrounding income tax laws and regulations change over time. As such, changes in the Company's assumptions and judgments can materially affect amounts recognized in the Company's consolidated balance sheets and statements of operations.

5. Balance Sheet Information

Note receivable - related party - As of September 30, 2013, the Company held a note receivable from the former President of the Company, Jerry Gruenbaum, with an original balance of \$75,000. This note accrued interest at an annual rate of 10% from the effective date of January 2, 2000. The balance of the note at September 30, 2013 was \$178,125, which includes accrued interest of \$103,125.

Property and equipment - As of September 30, 2013, the Company owned buildings, furniture, plant and equipment with a net value of \$9,245,088. Property and equipment are stated at cost, net of accumulated depreciation. Expenditures for maintenance and repairs are expensed as incurred; additions, renewals and betterments are capitalized. Depreciation of property and equipment is provided using the straight-line method with estimated lives ranging from 3 to 27.5 years as follows:

Buildings, furniture, plant and equipment	\$ <u>9,409,651</u>
Less Accumulated depreciation	<u>(164,563)</u>
Total Property and equipment	\$ <u>9,245,088</u>

Depreciation expense for the three month period ended September 30, 2013 was \$3,015 and was recorded as a general and administrative expense.

During the fiscal year ended June 30, 2013, the Company finalized the purchase of 100% of the shares of Beemster Vastgoed B.V. in the Netherlands. Drachten Storage Holding B.V. (DSH), a 49% owned subsidiary of Beemster Vastgoed, is also the owner and operator of a self storage facility in the town of Drachten. DSH provides self-storage services for households and businesses in the Netherlands. The location Drachten contains gross 3,000 m of storage space totaling over 350 units, which are rented as self storage units. In anticipation the acquisition, Beemster Vastgoed was renamed Readen Real Estate B.V.

On March 15, 2013, the Company finalized the purchase of the castle estate Altembrouck, in Gravenvoeren, Belgium. During the current fiscal year, Readen Real Estate purchased 55 acres of land and the 60,000 sq ft property Altembrouck for \$8,500,000. and 14 million newly issued (rule 144) Company common stock shares for the operational company Altembrouck BVBA, including the goodwill, furniture, interior and live stock (Wagyu cattle, Magalitzza hogs and Korohitsu lambs. As of September 30, 2013, 4 million of the 14 million shares included in the purchase price were issued and 10 million shares were to be issued.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2013
(unaudited)

5. Balance Sheet Information (continued)

Goodwill - As of September 30, 2013, goodwill in the amount of \$5,000,000 was recorded in relation to the acquisition of Readen Industries Ltd. Management has evaluated the valuation related to the goodwill and does not believe any impairment of the amount exists as of September 30, 2013.

Other assets at September 30, 2013 consist of an insurance claim receivable in the amount of \$1,286,001, transitional metals (Cu isotope powder) in the amount of \$200,000,000 and customer deposits in the aggregate amount of \$2,085,821.

Advances Payable - related parties - During the year ended June 30, 2013, Ronald Steenbergen and Lam Kwok Kwong advanced the Company a total of \$44,585 to pay operating expenses. The advances are short term and non-interest bearing. The advances payable amount was \$44,585 at September 30, 2013.

Interest Payable - The 766,667 Series B Preferred Shares bear dividends at a rate of 8.5% of their stated value of \$0.15 per share. The \$22,349 interest payable at September 30, 2013, represents the interest for the period from June 18, 2011 to September 30, 2013. On June 17, 2011, the Company resolved to convert interest payable in the amount of \$113,200 into 12,703,152 common stock shares at the request of the current preferred stock shareholder, Ronald Steenbergen.

Director fees payable - As of September 30, 2013, \$259,660 is owed primarily to Mr. Lam Kwok Kwong, a director of the Company.

Other current liabilities - As of September 30, 2013, the Company owes \$1,465,325 to various companies.

6. Stockholders' Equity

DESCRIPTION OF SECURITIES:

The Company is authorized to issue up to 295,000,000 shares of common stock (1), par value \$.001 per share, of which 232,467,074 shares were issued and outstanding as of September 30, 2013. The Company is also authorized to issue up to 5,000,000 shares of preferred convertible stock, par value \$.001 per share, of which 766,667 shares were issued and outstanding as of September 30, 2013.

(1) As of June 30, 2011, the Company had 45,000,000 shares of Common Stock authorized and 5,000,000 shares of Preferred Stock authorized. In July 2011, we amended our Articles of Incorporation to increase the total number of authorized shares of Common Stock to 295,000,000 and kept the total number of authorized shares of Preferred Stock at 5,000,000.

Common stock:

The Company is authorized to issue up to 295,000,000 shares of common stock, par value \$.001 per share, of which 232,467,074 shares were issued and outstanding as of September 30, 2013.

Each shareholder is entitled to one vote for each share of common stock owned of record. The holders of shares of common stock do not possess cumulative voting rights, which means that the holders of more than 50% of the outstanding shares voting for the election of directors can elect all of the directors, and in such event the holders of the remaining shares will be unable to elect any of our directors. Holders of outstanding shares of common stock are entitled to receive dividends out of assets legally available at such times and in such amounts as our Board of Directors may determine. Upon our liquidation, dissolution, or winding, the assets legally available for distribution to our shareholders will be distributable ratably among the holders of the shares outstanding at the time. Holders of our shares of common stock have no preemptive, conversion, or subscription rights, and our shares of common stock are not subject to redemption. All our shares of common stock are fully paid and non-assessable.

Preferred stock:

The Company is authorized to issue 5,000,000 shares of Series B Preferred Stock at a par value of \$0.001 per share. The Company had 766,667 issued and outstanding Series B Preferred Stock shares as of September 30, 2013.

The Series B Preferred Shares have no voting rights, may each be converted into one share of common stock and bear dividends at a rate of 8.5% of their stated value per annum, which are cumulative and accrue daily from the date they are issued at an interest rate of 1.5% per month.

READEN HOLDING CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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(unaudited)

7. Stock Options and Warrants:

As of September 30, 2013, the Company had not issued any options or warrants.

8. Commitments and Contingencies:

Employment agreements - The Company has recorded all commitments as of September 30, 2013.

Offices - Our new office and showroom in The Netherlands are located in a modern office premises at Gijsbrecht van Amstelstraat, 423A 1216A, Hilversum, The Netherlands. We are leasing this office from a non-affiliated party through January 2, 2014. We are paying 1,500 Euros per month as base rent for this 160 square meter facility. In addition, we pay additional fees for T-1 access, phone, copies, fax service, conference room use and postage.

Our office and showroom in Hong Kong is located in Unit G02, 25/F, Golden Bear Industrial Centre, 66-82 Chai Wan Kok Street, Tsuen Wan, N.T., Hong Kong. This is a 160 square meter facility that we lease for 17,000 Hong Kong dollars per month.

We also have an office and showroom in France located at 8385 Avenue Victor Hugo 93300, Aubervilliers, Paris, France. This is a 120 square meter office and showroom facility and a 60 square meter warehouse facility for which we pay 1,500 Euros per month.

The Company, as of September 30, 2013 has no additional financial commitments that would represent long term commitments on behalf of the Company.

9. Related Party Transactions:

As described in Note 5, above, the Company has a note receivable – related party, advances payable – related parties, director fees payable and interest payment commitments with certain related individuals.

10. Share Based Compensation

As described in Note 5, above, the Company compensates its officers, directors and management with common stock shares pursuant to the terms of the employment agreements.

11. Legal Matters

The Company is not aware of any legal matters that would have a financial impact on the Company's present financial condition as of the filing date of these financial statements.

12. Subsequent Events

The Company is not aware of any subsequent matters requiring disclosure at this time.