

**INFORMATION AND DISCLOSURE STATEMENT  
PURSUANT TO RULE 15c2-11 (a)(5)**

**May 23, 2017**

**JNS HOLDINGS CORPORATION**

830 Seton Court, Unit 1

Wheeling, IL 60090

Phone: 847-520-2899

**Federal I.D. No.**

26-2424115

**CUSIP No.**

46622M102

**ISSUER'S EQUITY AND SECURITIES**

**COMMON STOCK**

Par Value \$0.000001

300,000,000 Common Shares Authorized

288,661,657 Shares Issued and Outstanding

**PREFERRED STOCK**

Par Value \$0.0001

5,000,000 Series "B" Preferred Shares Authorized

Issued and Outstanding

ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF JNS HOLDINGS CORPORATION (THE "ISSUER") IN ACCORDANCE WITH THE OTC MARKETS GUIDELINES FOR PROVIDING ADEQUATE DISCLOSURE INFORMATION PURSUANT TO 15c2-11 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED, AND IS INTENDED ONLY AS INFORMATION TO BE USED BY SECURITIES BROKER-DEALERS.

NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE ISSUER. ANY REPRESENTATIONS NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE ISSUER.

The undersigned hereby certifies that the information herein is true and correction to the best of their knowledge and belief.

May 23, 2017

By: /s/ Brian Howe

Name: Brian Howe

Title: President/CEO

COPIES OF THIS INFORMATION AND DISCLOSURE STATEMENT ARE AVAILABLE FROM THE ISSUER UPON REQUEST.

\*THIS STATEMENT HAS NOT BEEN FILED WITH THE NASD OR ANY OTHER REGULATORY AGENCY

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

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

JNS Holdings Corporation

Formerly Ulysses Diversified Holding Corp., the company changed its name to JNS Holdings Corporation on February 2012.

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

Company Headquarters

830 Seton Court, Unit 1

Wheeling, IL 60090

Website: <http://www.jnsholdings.com>

Phone: 847-520-2899

Email: [info@jnsholdings.com](mailto:info@jnsholdings.com)

IR Contact

None

**3) Security Information**

Trading Symbol: JNSH

Exact title and class of securities outstanding: Common

CUSIP: 46622M102

Par or Stated Value: \$.000001

Total shares authorized: 300,000,000

as of: December 31, 2016

Total shares outstanding: 288,661,657

as of: December 31, 2016

Additional class of securities (if necessary):

Trading Symbol: JNSH

Exact title and class of securities outstanding: Preferred "B"

CUSIP: 46622M102

Par or Stated Value: \$.0001

Total shares authorized: 5,000,000

as of: December 31, 2016

Total shares outstanding: 5,000,000

as of: December 31, 2016

**Transfer Agent**

Action Stock Transfer Corp

Transfer Agent

2469 Fort Union Blvd Suite 214

Salt Lake City, UT 84121

801-274-1088

Is the Transfer Agent registered under the Exchange Act?\* Yes: (X)

No:

List any restrictions on the transfer of security:

none

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

none

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

none

#### **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.);

Debt convertible into equity shares

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

N/A

- C. The number of shares offered;

148,078,548

- D. The number of shares sold;

148,078,548

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

\$0.0021 \$17,833.29 April 11, 2014

\$0.003 \$44,275.32 January 16, 2015

\$0.002 \$32,439.05 May 29, 2015

\$0.0018 \$32,085.46 December 23, 2015

\$0.0008 \$15,867.87 March 3, 2016

\$0.00063 \$13,563.49 April 4, 2016

\$0.00051 \$12,066.99 April 19, 2016

\$0.00066 \$17,162.10 May 13, 2016

F. The trading status of the shares; and

Free trading

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.

The shares do not carry a legend and have not been registered per the debt conversion instrument

## **5) Financial Statements**

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes;
- E. Audit letter, if audited (N/A)

\*\*The company intends to post financial reports on the OTC Markets website each quarter to disclose the financial condition of the company and any changes that have occurred since this statement.

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

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

JNS Holdings Corporation, through its subsidiaries, operates as an owner/operator of electric vehicle (EV) charging stations throughout the Chicagoland area, as well as an electrical contractor in the United States. The company is based in Wheeling, Illinois. JNS Holdings Corporation operates through its subsidiaries JNS Power & Control Systems, Inc., S&H Leasing, Inc. and Evolve USA Charging Corp. specializing in (EV) charging station installations, temperature control installations & all types of specialty electrical work throughout the greater Chicago area.

B. Date and State (or Jurisdiction) of Incorporation:

The company was incorporated in 1994 in the state of Delaware

C. the issuer's primary and secondary SIC Codes;

SIC: 7200

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

It provides design and installation services, including temperature control installations, fire alarm and life safety installations, power distribution, design build, commercial constructions, computer and communication cabling, and lighting control installations. The company installs electric car charging stations in Chicago. It also leases vehicles, trailers, scissor lifts, and construction tools and equipment. The company is based in Wheeling, Illinois.

**7) Describe the Issuer's Facilities**

JNS Power has 2800 square feet of office/warehouse space at 830 Seton Court, Unit 1 Wheeling, Illinois 60090.

**8) Officers, Directors, and Control Persons**

Brian Howe - President, CEO

Business Address at 830 Seton Court Unit 1, Wheeling, Illinois 60090

Employment History:

Electrical Superintendent, Project Manager for Kroeschell Engineering from 1998 to 2001

Evening instructor at the IBEW - NECA Technical Institute from 1998 to 2004

Now currently CEO, owner of JNS Power & Control Systems, Inc. from 2001 to present Board Memberships and affiliations: Affiliated with Local 134 IBEW, CEO JNS Power & Control Systems, Inc., Vice President S&H Leasing, Inc.

Compensation: no direct compensation paid by JNS Holdings

Beneficial Ownership: 5,000,000 Preferred B shares

**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.

Brian Howe - 5,000,000 Preferred "B" shares with no conversion option

**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

John F. Hanzel, P.A.  
19425-G Liverpool Parkway  
Cornelius, NC 28031  
704-892-1375  
[jfh@nclawoffice.com](mailto:jfh@nclawoffice.com)

Accountant or Auditor

None

Investor Relations Consultant

None

Other Advisor:

None

**10) Issuer Certification**

I, Brian Howe, certify that:

1. I have reviewed this Initial Disclosure Statement of JNS Holdings Corp.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which the 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: May 23, 2017  
/s/ Brian Howe, CEO

## JNS HOLDINGS CORPORATION AND SUBSIDIARIES

## CONSOLIDATED BALANCE SHEET

(Unaudited)

Jan 1 - Dec 31

2016

## ASSETS

## Current Assets

Total Checking/Savings	49,245.58
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## Accounts Receivable

Accounts Receivable	247,615.28
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Total Accounts Receivable	247,615.28
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## Other Current Assets

Deposits on equipment	0.00
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Due from Others	173,200.00
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Goodwill	194,069.54
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A/A - Goodwill	-38,813.91
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Investment	2,000.00
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Total Other Current Assets	330,455.63
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Total Current Assets	627,316.49
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## Fixed Assets

Deposit on investments	100,000.00
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## Fixed assets

A/D - EV Charging Network	-195,761.35
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A/D - Fixtures	-11,947.64
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A/D - Machinery & equipment	-60,094.87
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A/D - Office equipment	-40,376.77
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A/D - Vehicles	-327,053.68
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EV Charging Network	672,021.82
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Fixtures	11,947.64
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Machinery & equipment	60,094.87
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Office equipment	46,136.77
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Vehicles	413,827.38
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Total Fixed assets	568,794.17
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Total Fixed Assets	668,794.17
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## Other Assets

## Intangible assets

A/A - Start up costs	-1,840.00
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Start up costs	1,840.00
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Total Intangible assets	0.00
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Security deposit	7,350.00
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Total Other Assets	7,350.00
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TOTAL ASSETS	1,303,460.66
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JNS HOLDINGS CORPORATION AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEET  
(Unaudited)

2016

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Accounts Payable

Accounts Payable 214,877.91

Total Accounts Payable 214,877.91

Credit Cards

Capital One 12,435.05

US Bank 0.00

Total Credit Cards 12,435.05

Other Current Liabilities

Payroll Liabilities 15,115.51

Bank - Credit Line 200,000.00

Total Other Current Liabilities 215,115.51

Total Current Liabilities 442,428.47

Long Term Liabilities

Notes Payable

Interest Payable 10,508.43

N/P - (8) GM Financial 23,687.19

N/P - (9) Citizens One 36,000.00

N/P - T. H. 236,734.68

N/P - B. H. 124,000.00

Total Notes Payable 430,930.30

Total Long Term Liabilities 430,930.30

Total Liabilities 873,358.77

Equity

Additional Paid-In Capital 359.62

Capital Stock 267,170.40

Retained Earnings 110,167.61

Net Income 52,404.26

Total Equity 430,101.89

TOTAL LIABILITIES & EQUITY 1,303,460.66



JNS HOLDINGS CORPORATION AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF OPERATIONS  
(Unaudited)

For The Twelve Months Ending Dec 31

	<u>2016</u>
Ordinary Income/Expense	
Total Income	954,521.92
Cost of Goods Sold	
Auto & Truck Expenses	8,353.74
Bond Expense	1,350.00
Direct labor	162,032.83
Depreciation	108,603.79
Equipment Rental	73,310.40
Job Costs	11,496.96
Job Materials	46,775.37
Leased Property	10,912.20
Subcontractors Expense	45,641.34
Tools and Machinery	559.15
Union Benefit	<u>121,300.38</u>
Total COGS	<u>590,336.16</u>
Gross Profit	364,185.76
Expense	
Amortization Expense	12,937.97
Automobile Expense	7,193.33
Bank Service Charges	40.00
Building expenses	2,090.33
Contributions	500.00
Discount Expense	1,895.54
EV Charging Costs	28,615.94
Insurance	27,741.42
Interest Expense	41,838.06
Licenses and Permits	157.00
Marketing	3,506.38
Office Supplies & Expense	5,004.46
Payroll Expenses	46,574.17
Postage and Delivery	346.45
Printing and Reproduction	1,697.68
Professional Fees	42,123.42
Rent	22,693.18
Taxes	52,956.21
DSL / Telephone	13,092.23
Travel & Ent	<u>777.73</u>
Total Expense	<u>311,781.50</u>
Net Ordinary Income	<u>52,404.26</u>
Net Income	<u>52,404.26</u>

JNS HOLDINGS CORPORATION AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
(Unaudited)

For The Twelve Months Ending Dec 31

	2016
OPERATING ACTIVITIES	
Net Income	52,404.26
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts Receivable	-61,144.94
Due from Others	24,000.00
Accounts Payable	-1,721.45
Capital One	-2,564.95
Deposits on equipment	0.00
Payroll Liabilities	4,611.91
Bank Line of Credit	50,000.00
US Bank	0.00
Net cash provided by Operating Activities	65,584.83
INVESTING ACTIVITIES	
A/A - Goodwill	12,937.97
A/D - EV Charging Network	83,897.72
A/D - Fixtures	435.65
A/D - Office equipment	2,127.42
A/D - Vehicles	-4,676.00
Office equipment	-7,200.00
Vehicles	-49,663.68
Net cash provided by Investing Activities	37,859.08
FINANCING ACTIVITIES	
N/P - (8) GM Financial	23,687.19
N/P - (9) Citizens One	36,000.00
N/P - T. F.	-145,000.00
N/P - T. H.	-84,016.06
N/P - B. H.	10,000.00
Capital Stock	58,660.45
Retained Earnings	-206.50
Net cash provided by Financing Activities	-100,874.92
Net cash increase for period	2,568.99
Cash at beginning of period	46,676.59
Cash at end of period	49,245.58

**JNS Holdings Corporation**  
**Notes to Consolidated Financial Statements**  
**December 31, 2016**

**Note 1 Interim Reporting**

The information presented in the accompanying consolidated interim twelve-month financial statements is unaudited. In the opinion of management, the accompanying consolidated interim twelve-month financial statements reflect all adjustments necessary to present fairly our financial position at December 31, 2016, results of operations and cash flows for the twelve months ending December 31, 2016. All such adjustments are of a normal recurring nature. In preparing the accompanying financial statements, management has made certain estimates and assumptions that affect reported amounts in the financial statements and disclosures of contingencies. Actual results may differ from those estimates. The results for interim periods are not necessarily indicative of annual results. These consolidated interim twelve-month financial statements follow the same accounting policies and methods of their application as JNS Holdings Corporation ("the Company's") September 30, 2016 unaudited interim financial statements. Accordingly, these financial statements should be read in conjunction with the December 31, 2016 unaudited interim financial statements of the Company.

**Note 2 - Business Description**

**Business**

JNS Holdings Corporation. ("The Company") was incorporated under the name Kid Rom, Inc under the laws of the State of Delaware on September 13, 1994. In February 2012 the company changed its name to JNS Holdings Corporation. JNS Holdings Corporation, through its subsidiaries, operates as an owner/operator of electric vehicle (EV) charging stations throughout the Chicagoland area, as well as an electrical contractor in the United States. The company is based in Wheeling, Illinois. JNS Holdings Corporation operates through its subsidiaries JNS Power & Control Systems, Inc., S&H Leasing, Inc. and Evolve USA Charging Corp. specializing in (EV) charging station installations, temperature control installations & all types of specialty electrical work including owning and operating electric vehicle ("EV") charging stations throughout the greater Chicago area.

**Note 3 – Significant accounting policies**

These interim financial statements have been prepared in accordance with generally accepted accounting principles applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern.

### ***Use of Estimates***

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles ("GAAP") 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 dates of the financial statements and the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from those estimates.

### ***Cash***

We consider all short-term highly liquid investments with an original maturity at the date of purchase of three months or less to be cash equivalents.

### ***Income Taxes***

We use the asset and liability method of accounting for income taxes in accordance with ASC Topic 740, "Income Taxes." Under this method, income tax expense is recognized for the amount of: (i) taxes payable or refundable for the current year and (ii) deferred tax consequences of temporary differences resulting from matters that have been recognized in an entity's financial statements or tax returns. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the results of operations in the period that includes the enactment date. A valuation allowance is provided to reduce the deferred tax assets reported if based on the weight of the available positive and negative evidence, it is more likely than not some portion or all of the deferred tax assets will not be realized.

ASC Topic 740.10.30 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements and prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. ASC Topic 740.10.40 provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. We have no material uncertain tax positions for any of the reporting periods presented.

### **Note 4 –Acquisitions**

JNS Holdings Corporation subsidiary JNS Power & Control Systems, Inc. ("JNS Power") has received a favorable ruling in its lawsuit against 350 Green, LLC ("350 Green") for enforcement of an Asset Purchase Agreement with 350 Green. Under the terms of the Asset Purchase Agreement, 350 Green, an owner and operator of electric vehicle ("EV") charging stations throughout the country, contracted to deliver to JNS Power its chargers and license agreements with property owners, all of which are located in the Chicagoland area. On September 24, 2013, the U.S. District Court for the Northern District of Illinois, Judge Elaine Bucklo issued a ruling ordering 350 Green to deliver the chargers and licenses as contracted in the Asset Purchase Agreement.