

SGD Holdings, Ltd.

INFORMATION AND DISCLOSURE STATEMENT

For the period ended March 31, 2017

**THIS STATEMENT HAS NOT BEEN FILED WITH FINRA 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.

1) Name of the issuer and its predecessor (if any)

Name of issuer:

SGD Holdings, Ltd.--name change effective February 17, 2001

Predecessors:

Goldonline International, Inc.--name change effective June 10, 1999

Transun International Airways, Inc.-- name change effective May 22, 1996

2) Address of the issuer's principal executive offices

Company Headquarters

SGD Holdings, Ltd.
1884 Eastman Ave., Suite 107
Ventura, CA 93003
Telephone: 805-644-4462
Facsimile: 805-456-3894
Email: harry@ecopaper.com

Issuer website:

www.ecopaper.com

Investor Relations Contact:

Harry Johansing
1884 Eastman Ave., Suite 107
Ventura, CA 93003
TEL: 805-644-4462
Email: harry@ecopaper.com

3) Security Information

Trading Symbol: SGDH

Exact Title and Class of Securities Outstanding: 250,000,000 common shares are authorized, and 50,000 preferred shares are authorized

CUSIP Number: 784179 20 2

Par or Stated Value: Common stock par value is \$0.0001; preferred stock par value is \$0.01

Total Shares Authorized: As of December 31, 2016 (a) 250,000,000 common shares and (b) 50,000 preferred shares are authorized.

Total Shares Outstanding: As of December 31, 2016, (a) 130,581,906 common shares and (b) no preferred shares are outstanding.

Transfer Agent:
Interwest Transfer Company, Inc.
1981 E. Murray Holladay Rd., Ste. 100
Salt Lake City, UT 84117
Telephone: 801-272-9294

The transfer agent is registered under the Exchange Act and is regulated by the Securities and Exchange Commission

There are no restrictions on the transfer of the Issuer's securities; and the Issuer has not been subject to any trading suspension orders issued by the SEC in the past 12 months.

4) Issuance History

The following events resulted in changes in total shares outstanding by the issuer (1) in the past two year period ending on the last day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year:

(1) Issuances of common stock during the two year period ended December 31, 2012 and December 31, 2011

Issuances of common stock during the calendar year 2012:

The Issuer issued, in June 2012, 31,496,062 shares of common restricted stock to Harry Johansing, CEO & President, for a reduction in the amount of \$200,000 of a note payable owed to Mr. Johansing.

Issuances of common stock during the calendar year 2011:

The Issuer issued, in November 2011, 7,000,000 shares of common stock at \$0.001 per share, for a partial conversion of notes payable.

The Issuer issued, in March 2011, 2,000,000 shares of common stock at \$0.001 per share, to a consultant for services rendered.

The Issuer issued, in January 2011, 4,000,000 shares of common stock at \$0.001 per share, for a partial conversion of a note payable.

Issuances of common stock during the calendar year 2016:

The Issuer issued in September, 2016 an accredited investor converted a Note into common stock. The Note was dated September 15, 2011 per the terms of the Note, the Note was converted into 6,400,000 shares of common stock

The Issuer issued in December, 2016 an accredited investor converted a Note into common stock. The Note was dated August 15, 2010 per the terms of the Note, the Note was converted into 8,162,800 shares of common stock.

(2) Issuances of common stock since the last day of the period ended December 31, 2014: NONE

Each of the above securities offerings or transactions was made by an officer or director of the Issuer and was not a registered offering. The issuances relied upon an exemption under Sections 3(b), 4(2) or 4(6) of the Securities Act of 1933, as amended. All of the shares issued were restricted common shares, and the certificates evidencing the shares each contained 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.

5) Financial Statements

The unaudited SGD Holdings, Ltd. Financial Statements for the year ended December 31, 2015 ("Financial Statements"), were posted on the OTC Disclosure & News Service on March 27, 2016 and are incorporated by reference herein.

The Financial Statements include:

- 1] Consolidated Balance Sheets as of December 31, 2016 and March 31, 2017
- 2] Consolidated Statement of Loss for the three months ended December 31, 2016 and March 31, 2017
- 3] Consolidated Statement of Changes in Stockholders' Deficit from December 31, 2014 to March 31, 2017

4] Consolidated Statements of Cash Flows for the three months ended December 31, 2016 and March 31, 2017

5] Notes to Consolidated Financial Statements for the periods ended December 31, 2016 and March 31, 2017

The unaudited SGD Holdings, Ltd. Financial Statements for the periods ended December 31, 2016 and March 31, 2017 were posted on the OTC Disclosure & News Service on May 11, 2017 and are incorporated by reference herein.

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

The nature of the issuer's business.

SGD Holdings, Ltd. owns 100% of EcoPaper, Inc., its wholly owned subsidiary.

Ecopaper, Inc. ("Ecopaper") manufactures environmentally tree free paper products. The company's tree free paper products offer the assurance of being manufactured through the most sustainable business practices available today. Ecopaper products provide for the needs of households and businesses throughout the United States. The company has created a brand that serves as a functional substitute for most paper products currently on the market today. These product include:

Tree Free Copy Paper

Notebooks

Journals

Steno pads

And most home, school and office paper needs

A. Business Development.

The Issuer is a Delaware corporation organized by the filing of the Articles of Incorporation with the Secretary of State of Delaware on May 22, 1996. The Issuer's fiscal year ends on December 31.

On January 20, 2005, the Issuer filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (Case No. 05-10182). The Issuer (debtor) continued to manage its properties as "debtor-in-possession" under the jurisdiction of the Bankruptcy Court and in accordance with the applicable provisions of the Bankruptcy Code, until June 2, 2005, when a Chapter 11 Trustee was appointed.

In February 2005, a motion was filed to transfer venue of the case from the District of Delaware to the Northern District of Texas, Fort Worth Division. The motion to transfer venue was granted on

March 4, 2005, and a new case number was assigned (Case No. 05-42392-rfn11). On October 24, 2006, the Bankruptcy Court for the Northern District of Texas, Fort Worth Division approved a plan of reorganization for the Issuer. All liabilities were settled in 2006 and a Motion for Final Decree was filed on April 8, 2010. On April 20, 2010 the final decree was granted, the Issuer's bankruptcy case was closed and it was released from the jurisdiction of the bankruptcy court.

Business of Issuer. The issuer's Primary SIC Code is 2611, and its Secondary SIC code is 5093. The Issuer is in the development stage, and has current operations with sales revenues being generated. The Issuer currently has a total of two (2) employees offering services in the areas of executive management, channel development and marketing. The Issuer is not, nor has been at any time, a "shell company".

Principal products or services, and their markets.

SGD Holdings, Ltd., through its wholly owned subsidiary, EcoPaper, Inc. ("Ecopaper"), is the first company in the history of the paper industry to create and market treeless paper of a superior quality. Every page of EcoPaper's paper is smooth, acid-free, durable, chemical-free, and made in Costa Rica. EcoPaper, Inc. has developed an innovative and economically feasible option for the potential removal of 230,000 tons of agro-industrial waste that are dumped yearly in Costa Rica alone. The company's challenge is to invent new processes and create paper from exotic tropical fibers from waste materials in new textures and tones for consumers. The results of processing these exotic tropical fibers are items that both appeal to the consumer and positively impact the environment.

Distribution methods of the products or services.

Ecopaper, Inc. currently has three channels of distribution:

(a) Internet: Our website, www.ecopaper.com is an e-commerce website that distributes directly to the consumer. We also wholesale directly to other websites who also sell our products.

(b) Wholesale: Our wholesalers include websites, smaller retail stores, and print shops. Most are single store entities or don't have a brick and mortar store.

(c) Retail Chains: Whole Foods, Starbucks, and more are retailers who have featured Ecopaper, Inc. diverse natural product offerings in their store.

Ecopaper, Inc. (the wholly-owned operating subsidiary of the Issuer) has

been serving the paper products market as a niche paper company focusing on the conservation of trees used for paper. The company has already developed a reputation as one of the longest running tree-free paper companies in existence in the United States. Ecopaper, Inc. has been positioned in the top 5 tree-free paper companies, but the market for tree-free paper has not reached the levels of distribution represented by the largest 20 paper companies due to the lack of capital needed to increase the inventory and control the distribution to allow for comparable availability of Ecopaper, Inc.'s products. Ecopaper, Inc. plans on increasing and locking-in the entire supply chain for the production of paper and the inventory levels, which will allow the company to accept multi-million dollar orders that are conditional upon delivery time constraints.

The risks associated with the company include inventory risk, pricing risk, and customer's willingness to change preferences to tree-free paper.

The first risk factor involves inventory risk. In order to fulfill large distribution orders, large distribution companies require a large amount of inventory be available for immediate delivery. The risk of carrying the inventory of paper products necessary to fulfill the availability needed is high due to the fact that only 30% recycled paper has met critical mass support and distribution up until this point in time.

The second risk factor involves pricing risk. Currently, tree pulp based paper has become commoditized and prices have reached a floor very close to manufacturing costs. Large conglomerate paper companies could attempt to subsidize losses in order to retain large customers. Ecopaper, Inc. realizes that pricing is very competitive for regular paper, but the company also believes in the value added through offering an alternative that conserves the amount of deforestation within the United States. Ecopaper, Inc. plans to offset pricing risk with the quality of paper and environmental impact of using alternative materials to create paper products.

The third risk factor involves changing customers currently purchasing traditional paper to eco friendly products. Ecopaper, Inc. must pay close attention to the customer's willingness to change from traditional paper materials and companies to Ecopaper, Inc. products. Over the last century, the cultural norm has been an acceptance of using tree-based pulp as a raw material in the paper making process. Marketing will be a crucial part of persuading consumers to consider Ecopaper, Inc. products over the traditional brands for the environmental benefits.

The company has an abundant source of raw materials and these sources are proprietary. The Issuer also has proprietary manufacturing technologies and innovative use of durable acid and chemical-free agro-industrial waste by-products. All of the products sold by Ecopaper, Inc. have already been sold to the U.S. government without the need for

approval of its products.

Management's Plan of Operation.

Ecopaper, Inc. ("Ecopaper") has been at the forefront of the ever growing paper industry by offering an entire line of tree-free paper products, via the company website, retail channels, and corporate clients, since 1995. Ecopaper has produced a long track record of growth and brand equity, and has had previous partnerships with heavyweight conglomerates such as Starbucks, Disney and Wholefoods. Our ability to offer environmentally conscious paper products to customers and growth to shareholders has positioned the company as a significant player in the paper products business sector.

Ecopaper in the next 12 months will continue to increase market share with our new tree free sugar paper released in November 2012 in the overall paper market by expanding distribution channels and relaxing constraints in the supply chain to put the company at an equal footing with the larger paper companies.

In a recessionary environment, Ecopaper serves investors both by the company's dedication to the environment and returns to investors through a scalable business infrastructure.

Ecopaper offers the following value propositions to its customers:

Tree Free Products. Ecopaper provides products made from natural post-consumer materials such as bananas and sugar cane. These products are the best alternative to the industry process which threatens the international supply of forest land.

Manufacturing Exclusivity. The manufacturing infrastructure used to create the Ecopaper products has developed over decades. The possibility of synthesizing an economically feasible manufacturing process through a competing party is unlikely due to the efficiencies and proprietary processes implemented by Ecopaper manufacturing partnerships.

Established Brand. Ecopaper is already positioned at the top of the tree free paper product market. The fact that the company already bypasses the hurdles of brand recognition, the only real barrier is distribution. The company is regularly written up in sustainable business blogs, national green business festivals/conventions, and through online advertising.

Scalability of Manufacturing. The business model is completely scalable. The manufacturing is already in place to handle significant increases in orders depending on the demand for its products. Currently, the company is warehousing enough product supply to fulfill orders for its national online ordering clientele, and a consistent flow of orders through the national wholesale distribution channel. The company is able to double its fulfillment without changing the infrastructure of its manufacturing model.

Ecopaper has established an environmentally correct portfolio of paper products. The paper products will offer the assurance of being manufactured through the most notable business practices available today. Ecopaper products cater to the needs of households and businesses throughout the United States and Central America. The company has created a brand that serves as a functional substitute for most paper products currently on the market today. Ecopaper has created the most efficient means of marketing and distributing paper products, via efficient supply chain management, and its business continues to grow. .

The Issuer does not currently have enough resources to carry out its business plan and anticipates raising funds through an offering of debt and/or securities to accredited investors or through loans.

Ecopaper, Inc. has completed the purchase of Tree Free Sugar Cane Copy paper in 2012 and expects to begin making new grades of Sugar Cane Paper to add additional products in its product line. Production of these new grade types should be within the next 12 months. Provided enough capital is available from sales and raising equity capital, the Issuer intends to lease space as is required for its business operations and is contemplating in making other material capital expenditures. The Issuer expects to hire 5-10 additional people over the next 18 months.

The current United States and global economy have had an adverse effect on the Issuer's ability to acquire the financial resources necessary to maintain its operations, grow the company, and make acquisitions. The Issuer expects to be able to raise the required funds to execute its business plan. It expects to be profitable by the 4th quarter of 2017 primarily from the sale of its products. The Issuer will depend on funds from the sale of equity investments, financing of productions, revolving line of credit, and deposits from EOM orders to maintain its operating cash flow. The Issuer believes there is substantial demand for the natural papers it will be making. The Issuer will pursue production financing for its paper manufacturing to augment funds raised through the anticipated offering for general business operations. In addition, Ecopaper, Inc. already has orders for new designs that will create revenue as soon as they are available for delivery to the consumer.

The Issuer expects that the current and projected green product movement will actually increase its ability to sell its agricultural waste paper products, as it believes it is positioned to be the most cost effective, efficient paper in its class. Additionally, new markets for the paper are emerging in other countries around the world that are expected to be very receptive to the unique

qualities of EcoPaper, Inc. paper, its products, and overall usability in the printing industries.

Sales of office and school paper products have seasonal characteristics that will affect the extent of EcoPaper, Inc.'s backlog. This variance is not expected to have an effect on sales or revenue as the expected backlog of orders will keep the Issuer's revenues on a growth pattern for the foreseeable future.

As of the date of this report, we do not have any off-balance sheet arrangements that are likely to have a current or future effect on our financial condition.

7) Describe the issuer's facilities

The Issuer's executive office and warehouse is located at 1884 Eastman Ave., Suite 107, Ventura, CA 93003. The Issuer entered into a Lease Agreement ("Lease") on October 1, 2011, for the premises located at 1884 Eastman Ave., Ventura, CA, 93003. The premises consist of approximately 2,900 square feet. The Lease term is for two (2) years, through October 1, 2017, with an option for an additional two (2) year period at the same monthly rate.

8) Officers, Directors, and Control Persons

A. Names of Officers, Directors and Control Persons.

Harry Johansing is the Chief Executive Officer, Chief Financial Officer, Secretary, Sole Director, and Control Person of the Issuer and has been so since July 2009. Also, since July 2009 to present, he has served as CEO, President, Secretary, Treasurer, CFO, and Director of EcoPaper, Inc., the wholly-owned subsidiary of the issuer. In July 2009 EcoPaper, Inc. acquired all of the assets and obligations of Costa Rica Natural Paper Company / Ecopaper.Com as a prelude to the reverse acquisition of EcoPaper, Inc., by SGD Holdings, Ltd. From 1995 to July 2009, Harry Johansing was the owner and sole proprietor of Costa Rica Natural Paper Company /Ecopaper.com. Mr. Johansing created an agricultural waste tree free paper to help restore and improve this planet and make some money along the way. As owner/sales manager, he performed general management duties; procured new customers and maintained customer relations; wrote and designed all print and electronic marketing materials; created and maintained the company website (www.ecopaper.com). He led the company's marketing, communications, direct mail, advertising and promotional programs, and created sales brochures and flyers that increased sales while improving corporate awareness. Mr. Johansing delivered consistent operating cost reductions through strategic negotiations with

vendors, agricultural waste providers, sub-contractors, and material suppliers to lower costs and improve net profitability.

B. Legal/Disciplinary History.

None of the Issuer's officers, directors or control persons has, 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);
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;
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
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.

C. Beneficial Shareholders.

Harry Johansing beneficially owns 58,742,269 shares of common stock as of December 31, 2016. His business address is 1884 Eastman Ave., Suite 107, Ventura, CA 93003.

9) Third Party Providers

1. Investment Banker: None.
2. Promoters: None.
3. Counsel:

Law Offices of Lorin Rosen
6 Butler Court

Centereach, New York 11720
Telephone/Fax: 877-570-2620

4. Accountant or Auditor

Crouch & Associates
1453 South Major Street
Salt Lake City, Utah 84115

Telephone: 702-214-4248
Facsimile: 702-214-4221
Email: bcrouchcpa@aol.com

Crouch & Associates compiled the accompanying unaudited financial statements using information supplied by the Issuer.

5. Public Relations Consultant: None.

6. Investor Relations Consultant: None.

7. Other advisor: None.

10) Issuer Certification

I, Harry Johansing, certify that:

1. I have reviewed this Quarterly Disclosure Statement and exhibits of SGD Holdings, Ltd.
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 this 18th day of May 2017

/s/ Harry Johansing

Harry Johansing, President and Chief Financial Officer