

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## JNS Holdings Corporation

830 Seton Court, Unit 1  
Wheeling, IL 60090

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(773) 467-8180  
www.jnsholdings.com  
info@jnsholdings.com  
SIC Code: 7200

### **Quarterly Report** **For the Period Ending: March 31, 2022** (the "Reporting Period")

As of Current Reporting Period Date March 31, 2022, the number of shares outstanding of our Common Stock was:

317,239,161

As of Prior Reporting Period Date December 31, 2021, the number of shares outstanding of our Common Stock was:

317,239,161

As of Most Recent Completed Fiscal Year End Date December 31, 2021, the number of shares outstanding of our Common Stock was:

317,239,161

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐

No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐

No: ☒

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: ☐

No: ☒

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

JNS Holdings Corporation February 2012

Ulysses Diversified Holding Corp May 2008  
Ulysses Holding Corp October 2007  
New Capital Funding Corp May 2007  
First Guardian Financial Corp July 2005  
Viyon Corp May 2004  
Millennium Direct Inc November 1999  
Kid Room Inc

The state of incorporation or registration of the issuer and each of its predecessors (if any) during the past five years;  
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The company was incorporated in the state of Delaware – current standing is active

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None

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

None

The address(es) of the issuer's principal executive office:

830 Seton Court, Unit 1 Wheeling, IL 60090

The address(es) of the issuer's principal place of business:

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

830 Seton Court, Unit 1 Wheeling, IL 60090

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐

No: ☒

## 2) Security Information

Trading symbol:	JNSH	
Exact title and class of securities outstanding:	Common	
CUSIP:	46622M102	
Par or stated value:	\$0.000001	
Total shares authorized:	500,000,000	as of date: <u>March 31, 2022</u>
Total shares outstanding:	317,239,161	as of date: <u>March 31, 2022</u>
Number of shares in the Public Float:	294,564,244	as of date: <u>June 30, 2021</u>
Total number of shareholders of record:	744	as of date: <u>June 30, 2021</u>

*Additional class of securities (if any):*

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 date: <u>March 31, 2022</u>
Total shares outstanding:	5,000,000	as of date: <u>March 31, 2022</u>

## Transfer Agent

Name: Action Stock Transfer Corp  
Phone: (801) 274-1088  
Email: <mailto:action@actionstocktransfer.com>  
Address: 2469 E Fort Union Blvd, Suite 214 Salt Lake City, UT 84121

Is the Transfer Agent registered under the Exchange Act?<sup>1</sup> Yes: ☒ No: ☐

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities in the past two completed fiscal years and any subsequent interim period.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

#### A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☒

Number of Shares outstanding as of <u>1/1/2020</u>	<u>Opening Balance:</u> Common: <u>317,239,161</u> Preferred: <u>5,000,000</u>								
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
Shares Outstanding on <u>3/31/2022:</u>	<u>Ending Balance:</u> Common: <u>317,239,161</u> Preferred: <u>5,000,000</u>								

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

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## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)

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

## 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by:

Name: Timothy Sittig  
Title: CFO  
Relationship to Issuer: Employee

- C. Balance sheet;  
D. Statement of income;  
E. Statement of cash flows;  
F. Statement of Changes in Shareholders' Equity  
G. Financial notes; and  
H. Audit letter, if audited

## 5) Issuer's Business, Products and Services

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

JNS Holdings Corporation, through its subsidiaries, operates as an electrical design build construction services contractor in the United States. The company is based in Wheeling, Illinois. JNS Holdings Corporation operates through its subsidiaries JNS Power & Control Systems, Inc. and S&H Leasing, Inc. specializing in (EV) charging

station installations, temperature control installations & all types of specialty electrical work throughout the greater Chicago area.

B. Please list any subsidiaries, parents, or affiliated companies.

JNS Power & Control Systems, Inc.  
S&H Leasing, Inc.

All subsidiaries may be contacted c/o JNS Holdings Corporation the filer.

C. Describe the issuers' principal products or services.

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 is an ICC certified electric charging station installer. It also leases vehicles, trailers, scissor lifts, and construction tools and equipment. The company is based in Wheeling, Illinois.

**6) Issuer's Facilities**

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

**7) Company Insiders (Officers, Directors, and Control Persons)**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Brian Howe	President/CEO	Chicago, Illinois	5,000,000	Preferred/B	100	N/A

**8) Legal/Disciplinary History**

A. Please identify whether any of the persons listed above have, in the past 10 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

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

## 9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: Angela Casa  
Firm:  
Address 1: 200 F North Harbor Place  
Address 2: Davidson NC 28036  
Phone: (980) 443-4500  
Email: angela@gocasalaw.com

### Accountant or Auditor

Name: None  
Firm:  
Address:1  
Address 2:  
Phone:  
Email:

### Investor Relations Consultant

Name: None  
Firm:  
Address 1:  
Address 2:  
Phone:  
Email:

### Other Service Providers

Provide the name of any other service provider(s) that assisted, advised, prepared or provided information with respect to this disclosure statement. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: None

Firm:

Nature of Services:

Address 1:

Address 2:

Phone:

Email:

## 10) Issuer Certification

*Principal Executive Officer:*

I, Brian Howe certify that:

1. I have reviewed this Quarterly Disclosure Statement of JNS Holdings Corporation;
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.

May 10, 2022

/s/ Brian Howe, CEO

*Principal Financial Officer:*

I, Timothy Sittig certify that:

1. I have reviewed this Quarterly Disclosure Statement of JNS Holdings Corporation;
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.

May 10, 2022

/s/ Timothy Sittig, CFO

## JNS HOLDINGS CORPORATION AND SUBSIDIARIES

## CONSOLIDATED BALANCE SHEET

(Unaudited)

Jan 1 - Mar 31

2022

## ASSETS

## Current Assets

Total Checking/Savings	174,510.14
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## Accounts Receivable

Accounts Receivable	477,773.92
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Total Accounts Receivable	477,773.92
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## Other Current Assets

Deposit TDA	499.45
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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	-103,503.82
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Investment	2,000.00
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Total Other Current Assets	266,265.17
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Total Current Assets	918,549.23
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## Fixed Assets

## Fixed assets

A/D - Fixtures	-11,947.64
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A/D - Machinery & equipment	-75,694.87
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A/D - Office equipment	-44,189.28
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A/D - Vehicles	-448,194.68
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Fixtures	11,947.64
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Inventory	52,000.00
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Machinery & equipment	60,094.87
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Office equipment	46,136.77
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Vehicles	486,391.16
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Total Fixed assets	76,543.97
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Total Fixed Assets	76,543.97
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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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Investment CS 8306	250,020.55
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Security deposit	7,350.00
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Total Other Assets	257,370.55
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TOTAL ASSETS	1,252,463.75
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JNS HOLDINGS CORPORATION AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEET  
(Unaudited)

	<u>2022</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	27,704.10
Total Accounts Payable	27,704.10
Credit Cards	
Capital One	0.00
US Bank	0.00
Total Credit Cards	0.00
Other Current Liabilities	
Payroll Liabilities	49,327.02
Bank - Credit Line	0.00
Total Other Current Liabilities	49,327.02
Total Current Liabilities	77,031.12
Long Term Liabilities	
Notes Payable	
N/P - A. A. C.	36,000.00
N/P - Chrysler Capital	25,031.73
Total Notes Payable	61,031.73
Total Long Term Liabilities	61,031.73
Total Liabilities	138,062.85
Equity	
Additional Paid-In Capital	359.62
Capital Stock	326,469.36
Retained Earnings	672,893.36
Net Income	114,678.56
Total Equity	1,114,400.90
TOTAL LIABILITIES & EQUITY	<u>1,252,463.75</u>

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

For The Three Months Ending Mar 31

	<u>2022</u>
Ordinary Income/Expense	
Total Income	791,767.74
Cost of Goods Sold	
Auto & Truck Expenses	5,447.15
Bond Expense	0.00
Depreciation	0.00
Direct labor	282,546.62
Equipment Rental	23,877.60
Freight & Delivery	420.00
Job Costs	2,281.64
Job Materials	94,036.18
Leased Property	1,729.56
Subcontractors Expense	15,000.00
Tools and Machinery	2,908.25
Union Benefit	197,873.42
Total COGS	<u>626,120.42</u>
Gross Profit	165,647.32
Expense	
Amortization Expense	0.00
Automobile Expense	453.81
Building Expenses	496.08
Depreciation Expense	0.00
Insurance	9,357.17
Interest Expense	2,232.58
Licenses and Permits	339.50
Marketing	0.00
Office Supplies & Expense	4,084.79
Payroll Expenses	9,278.38
Postage and Delivery	42.41
Printing and Reproduction	457.27
Professional Fees	3,182.39
Rent	7,363.71
Repairs - Equipment	6,651.31
Taxes	3,757.64
DSL / Telephone	3,234.90
Travel & Ent	36.82
Total Expense	<u>50,968.76</u>
Net Ordinary Income	<u>114,678.56</u>
Net Income	<u>114,678.56</u>

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

For The Three Months Ending Mar 31

2022

OPERATING ACTIVITIES

Net Income 114,678.56

Adjustments to reconcile Net Income  
to net cash provided by operations:

Accounts Receivable 239,608.06

Accounts Payable 8,623.84

Capital One -2,712.23

Payroll Liabilities 6,709.26

Bank - Credit Line -200,000.00

Net cash provided by Operating Activities 166,907.49

FINANCING ACTIVITIES

N/P - A. C. C. -10,000.00

N/P - Chrysler Capital -3,128.97

Net cash provided by Financing Activities -13,128.97

Net cash increase for period 153,778.52

Cash at beginning of period 20,731.62

Cash at end of period 174,510.14

**JNS HOLDINGS CORPORATION**  
**Statement of Changes in Shareholders Equity**  
**(Unaudited)**

	Common Stock Shares	Common Stock Amount	Additional Paid In Capital	Retained Earnings	Total Equity
<b>Balance January 1, 2021</b>	<b>317,239,161</b>	<b>\$317</b>	<b>\$360</b>	<b>\$288,051</b>	<b>\$288,728</b>
Comprehensive Income (Loss)					
Net Income (Loss) from Operations				\$242,619	\$242,619
<b>Balance December 31, 2021</b>	<b>317,239,161</b>	<b>\$317</b>	<b>\$360</b>	<b>\$530,670</b>	<b>\$531,347</b>
Comprehensive Income (Loss)					
Net Income (Loss) from Operations				\$142,223	\$142,223
<b>Balance March 31, 2022</b>	<b>317,239,161</b>	<b>\$317</b>	<b>\$360</b>	<b>\$672,893</b>	<b>\$673,570</b>

**JNS Holdings Corporation**  
**Notes to Consolidated Financial Statements**  
**March 31, 2022**

**Note 1 Interim Reporting**

The information presented in the accompanying consolidated interim three-month financial statements is unaudited. In the opinion of management, the accompanying consolidated interim three-month financial statements reflect all adjustments necessary to present fairly our financial position at March 31, 2022, results of operations and cash flows for the three months ending March 31, 2022. 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 three-month financial statements follow the same accounting policies and methods of their application as JNS Holdings Corporation ("the Company's") December 31, 2021 unaudited interim financial statements. Accordingly, these financial statements should be read in conjunction with the March 31, 2022 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 electrical design build construction services contractor in the United States. The company is based in Wheeling, Illinois. JNS Holdings Corporation operates through its subsidiaries JNS Power & Control Systems, Inc. and S&H Leasing, Inc. specializing in (EV) charging station installations, temperature control installations & all types of specialty electrical work 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.