

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

NEW TECHNOLOGY ACQUISITION HOLDINGS, INC.

5830 E 2nd Street, Suite 7000 #4553

Casper, WY 82609

307-204-1732

www.advancedtechnologyholdings.com

info@advancedtechnologyholdings.com

SIC Code: 6719

**Quarterly Report
For the Period Ending: 3/31/2023
(the "Reporting Period")**

As of 3/31/2023, the number of shares outstanding of our Common Stock was: 85,630,510

As of 03/31/2021, the number of shares outstanding of our Common Stock was: 65,610,510

As of 09/30/2020, the number of shares outstanding of our Common Stock was: 65,610,510

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 Control¹ 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.

06/13/1986 Incorporated as San Luis Resources, Inc., operating as a private Company until 1999
08/15/2001 Name changed to Castle Holding Corp

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

10/31/2017 Name change to Enerkon Solar International, Inc.

10/05/2022 Name change to New Technology Acquisition Holdings, Inc.

The state of incorporation or registration of the issuer and of 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):

Date of incorporation: June 13, 1986

State of incorporation: Nevada

Standing: Active/Good Standing

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

SEC Temporary Trade Suspension issued June 23, 2021 and lifted on July 7th Midnight 2021 – OTC Markets classified the Company Caveat Emptor, with the shares trading on the Expert Market.

As a subsequent event, nearly two years later, the company after a change of control – name change and change in management – business and direction – was moved off the specialty market back to the OTC PINK Current Market and remains there now. The company expects the CE status to be removed naturally afterwards filing a new 15c211 via a market maker with whom the company is dealing now – it is expected that this filing may be done by them within the 15-20 days while it may be longer as needed.

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

The Company Purchased 100% of Coviklear International Holdings Ltd a UK company having co sales agreements with KrowdX Company in Alberta Canada -

The company acquisition transaction was reversed and cancelled in March 2022 and the company no longer owns Cloviklear International Holdings – nor does it have any debts or obligations and no shares were ever issued pursuant to the initial transaction.

The Issuer - Previous Company (ENKS), was sold to new investors via its majority shareholder Mr Benjamin Ballout and the company was renamed to New Technology Acquisition Holdings Inc - recently in October 5th whereby FINRA posted the corporate action(s) on their disclosure page and on the OTC Markets site. The Current Chairman and Officers – Directors are listed I this report.

In 2021, the Company Sold 100% of its Global Star Holdings DBS together with his Corporate Holdings in SCC and GGS Companies respectively top AL FADA Equity Holdings Limited (UK) in exchange for a collateralized \$38 Million Dollar Note convertible at the option of the holder to Equity in Al Fada Equity Holdings Ltd and financed over 2 years – this Sale includes the East Africa Unit containing the companies only major revenue producing project – the 500MW Utility Scale Solar PV Plant Project at Gaza Province – Mozambique and operating under an EPC Contract awarded by Projecto Novo Mozambique a PPP with the Government of Mozambique in 2017 before the company became a fully reporting entity and continues to operate in accordance with its EPC agreements whereby all cash and revenues – operational reserves – inventory reserves and other valuable considerations are collected into Deferred Revenue Escrow – which is inaccessible to the company until such time the Project is completed and delivered to the customer Projecto Novo Mozambique and the PPP which is expected to take at least 18- 2- more months to complete due to delays and stoppages.

This sale does not qualify as having sold all, or most of the company's assets - as it was an exchange for collateralized securities in the form of a Promissory note of USD \$38 Million in Value financed over a period of 2 years.

As stated above the Company's former Chairman exchanged 25 Million of his common stock for convertible preferred shares with an exercise price of \$7.00 I a 100:1 exchange retiring all common restricted shares to treasury reducing the total outstanding shares by the corresponding amount – and the company further issued a conversion notice to convert additional Restricted shareholders holding more than 100k shares to convert their shares for convertible preferred shares restricted with an exercise option of \$7.00 at a ratio of 100:1



During May-September 2022 the company made various changes to the company bylaws and articles including the “reversal” of the common share conversion styled above “back to its initial May 2021 status”, whereby these shares were then voted for change in control name change sale of majority shares and other corporate actions mentioned above.

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

5830 E 2nd Street, Suite 7000 #4553
Casper, WY 82609

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: ☒ X

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

Yes: ☐ No: ☒ X

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

<i>Trading symbol:</i>	NTAC
<i>Exact title and class of securities outstanding:</i>	Common Stock
<i>CUSIP:</i>	29278K 109
<i>Par or stated value:</i>	\$0.0025
<i>Total shares authorized:</i>	200,000,000 as of date: 03/31/2023
<i>Total shares outstanding:</i>	85,630,510 as of date: 03/31/2023
<i>Number of shares in the Public Float:</i>	20,112,000 as of date: 03/31/2023
<i>Total number of shareholders of record:</i>	280 as of date: 03/31/2023

All additional class(es) of publicly traded securities (if any):

<i>Trading symbol:</i>	N/A
<i>Exact title and class of securities outstanding:</i>	N/A
<i>CUSIP:</i>	N/A
<i>Par or stated value:</i>	N/A
<i>Total shares authorized:</i>	N/A
<i>Total shares outstanding:</i>	N/A

Transfer Agent

Name: Colonial Stock Transfer Co. Inc.
Phone: 801-355-5740
Email: info@colonialstock.com
Address: 66 Exchange Place, 1st Floor Salt Lake City, UT 84111
Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ X 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.

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date 09/30/2020 Common: 65,610,510 Preferred A: 522,250 Preferred B: 100,000			*Right-click the rows below and select "Insert" to add rows as needed.						
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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
03/22/21	new issuance	5,000,000	Common	0.0025	Yes	William Fielding	Debt conversion	Unrestricted	4(a)(2)
05/10/21	new issuance	4,000,000	Common	0.0025	Yes	William Fielding	Debt conversion	Unrestricted	4(a)(2)
05/21/21	Cancellation	(15,250,000)	Common	N/A	N/A	Benjamin Bailout	Exchange	Restricted	4(a)(2)
05/21/21	New issuance	252,500	Series A Preferred	N/A	N/A	Benjamin Bailout	Exchange	Restricted	4(a)(2)
5/21/21	Cancellation	(10,000,000)	Common	N/A	N/A	Benjamin Bailout	Exchange	Restricted	4(a)(2)
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date 03/31/2023 Common: 85,630,510 Preferred A: 954,250 Preferred B: 100,000									

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

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, 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: ☐x

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)

June 1, 2021 CANCELLED	\$5,000,000 CANCELLED	\$5,000,000 CANCELLED	0	January 1, 2021 payable over 5 years	USD \$5,000,000 Value in shares payable against the sale price - divided over 5 years to the sellers CANCELLED	Coviklear Holdings Intl Ltd (UK) directors Mr. Rene Guim and Ms. Odalys Arbelaez (US Citizens)	Sale of 100% of all Coviklear Holdings International Ltd (UK) shares and assets to Enerkon Solar International Inc (ENKS) in exchange for the convertible note. CANCELLED
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4) Financial Statements

(i) The following financial statements were prepared in accordance with:

☒ U.S. GAAP

☐ IFRS

(ii) The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Myra Frappier

Title: CEO

Relationship to Issuer: Officer/Director

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- (iii) Balance sheet;
- (iv) Statement of income;
- (v) Statement of cash flows;
- (vi) Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- (vii) Financial notes; and
- (viii) Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a Company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

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

The primary directive of the company is the acquisition of new technologies and intellectual property rights, patents, prototypes, co-production marketing rights, organizing memorandums of understanding with inventors of new technology and interacting with our partners in developing our intellectual property, products and services commercially.

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

Wholly owned subsidiaries: Super-Codec AI & Compression Technologies, LLC

New Technology Acquisition Holdings Inc (NTAC) is the new name, of the previous company, Enerkon Solar International, Inc. a Nevada Public Entity Established in 1986, having never been a shell, operating in good standing)

Current name change and change of control - Corporate Actions became effective on October 5th 2022 and was posted in the Daily list (FINRA/OTC) Disclosure pages.

New Technology Acquisition Holdings Inc.: Holding Company with business investment interests in disruptive new technologies and patents, applications and projects. Research and Development with the aim of commercialization of Intellectual property and developments of new products or services, treatments or other valuable outputs.

Intellectual property remain with the new company **NTAC** :

The company hold Patent/Pend Status for Disruptive New Ai Driven Compression Technology and Encryption Technology and also holds the patent pending rights for a EV Aluminum Fuel Cell Patent and a registered Trademark Product as registered with the USPTO.

Also included in IP Holdings and IP rights transfers, for Patents of a new wireless Stun Gun, For law Enforcement under a holding company called Wattoz Holdings, Inc. – remains a subsidiary of the company however the commercialization transaction is currently on **pause** pending new agreements with the original patent holders Al Barak Group and are not listed as to value on the company balance sheet.

Valuations listed are only related to compression and encryption technology and EV Fuel Cell technology and only as written Down values some 80% below valuation reports estimates for assumed commercial value and based on valuation comparatives. New patents and products have since been added which include Super Codec Subsidiary owned Arbok Aqua norma company and its SPV (Cyprus) which owns the Patented New Desalination Technology which will be disruptive in the global desalination space – and has recently gained a SGS Certification after testing of the pilot plant built and operating for governments an companies to visit in Cyprus – as well as having valuation and other materials prepared by Credit Suisse Bank and Ernst and Young during its development stages several years ago – whereby the value is much greater now due to market events.

These values may or may Not be Realized, depending upon commercialization completion and /or market forces and realities. The Values may be more, or less, than stated and could be written down, to zero, depending on market or commercialization realities.

The IP Value of other items are "not listed" on the company Balance sheet until, they are commercialized.

Or, in their initial commercialization stages, in order to maintain a conservative approach, to company asset valuations.

(Many companies list the Market value of their IP holdings on their balance sheet in one form or another or they may list valuation reports or other important date about the value of the IP rights under Patent or Trademark Pending or applications – the company has valuation data about these IP assets and they are substantial however the company shall refrain from posting these subjective valuations on its balance sheet until commercialization or initial commercialization for these items or technologies have been achieved – a condition that means the quantification of Value is more defined – clear and substantial)

- C. Describe the issuers' principal products or services.



New Technology Acquisition Holdings, Inc. is a holding company with business investment interests in disruptive new technologies, patents, applications and projects. Research and development with the aim of commercialization of intellectual property and development of new products and/or services, treatments or other valuable outputs.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Wyoming Registered office of the control share investors LLC rented as both on site per fee and virtual office as needed 5830 E 2ND St. STE 7000, #4553, Casper WY 82609 Telephone +1-307-243-2632

Other NTAC facilities operated by NTAC Sub – Super Codec Holdings are in Cyprus and are available at no cost to the main company NTAC at this time. (desalination Technology commercialization center and facility small plant and offices and other materials.

7) Company Insiders (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 or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the Company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
New Technology Acquisition Holdings, LLC	Owner	5830 E 2 nd St. STE 7000 #4553 Casper, WY 82609	32,000,000	Common	51.19% At change of control	Acquired from prior CEO 100k votes per Class B shares for 10M votes at 100 votes per share . The Company's CEO also serves as the representative of the LLC.
	CEO/Director		100,000	Preferred B	100%	
Myra Frappier	CEO/CFO, Director	5830 E 2 nd St. STE 700 #4553 Casper, WY 82609	0	0	0	
Carmen Camejo	President	5830 E 2 nd St STE 700 #4553 Casper, WY 82609	0	0	0	
Michael Vichmidt	Director	5830 E 2 nd St STE 7000 #4553 Casper, WY 82609	0	0	0	

8) Legal/Disciplinary History

(i) Please identify whether any of the persons or entities 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

- (ii) **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.**

1. Enerkon Solar International, Inc. (Pink SM CE: ENKS) filed a Federal Action on June 15, 2021 in Reno NV to invalidate 14.2 million shares in several previous transactions of former management and 2 service providers who did not perform.

The Company filed a federal action against several defendants whom were former management of the Company prior to current management taking over in 2018 and others who the Company alleges obtained restricted shares of the Company without performing the services promised under two service agreements in 2018 and 2019 and other allegations against them with the Company as Plaintiff prosecuting the allegations and requesting the Court to invalidate approximately 14.2 Million shares, to collect other damages and other relief sought in the public filing in United States Federal District Court, Las Vegas, Nevada USA

(NOTE: Subsequent Event – one defendant has given the company back 1 Million Shares Common Restricted that will be cancelled and returned to treasury of the company reducing outstanding total shares after the completion of the process – further one central Defendant passed away Mr John Capello and in addition, **the company counsel filed a withdrawal motion which was accepted by the court the case was dismissed without prejudice and may be refiled again, should the new company, decide to pursue the litigation in the future**)

2. The Company was suspended from trading for **ten days** pending the accumulation of information requested by the Securities and Exchange Commission with respect to public press releases regarding various projects and transactions as well as the financial representations in public filings and other information requested in the public suspension notice.

During these **ten** days, the Company supplied all information regarding the press statements on transactions such as Coviklear acquisition, Solar Hydrogen project, a 122 acres land lease purchase agreement signed, stock buyback using conversion to preferred as per news release on the matter in order to contract outstanding total restricted shares, the sale of assets to Al Fada Equity Holdings Limited (UK) and other transactions. The Temp. Suspension was lifted on the 10th day approximately 2 years ago to date.

The Company believes that it fully complied with the requests of information related to the temporary **ten** days suspension of trading with the Company initially trading on the Expert market (OTC Caveat Emptor status) however, in a subsequent event – **after sale of the company to new investors change of name and control management and direction the company was moved back to the OTC PINK CURRENT – The company expects its CE to lift upon the filing of a new 15c211 by a market maker with whom the company is working – which will benefit shareholders and the company.**



There were no further actions taken by the SEC post suspension and none are expected.

3. The previous Company was providing similar, more broad information to the SEC with regards to their inquiry into several microcap companies that included previous management or others connected to the previous company shareholders and others with no recent contacts (1 year) and the new company, has had No contacts whatsoever, with the SEC nor any other regulatory agency since this time.

[other than the normal review of FINRA and OTC markets for Change of Control, Name and Business whereby FINRA posted October 5th 2022 the Corporate Actions and thereafter the OTC review on its completion and payment of fees opened OTCIQ Gateway access to the new company for uploading information, reports and disclosures During November 2022].

9) Third Party Providers

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

Securities Counsel

Name: John L. Thomas, Esquire
Firm:

Address 1: 18 Beth Drive
Address 2: Moorestown, NJ 08057
Phone: 609-332-1791
Email: johnlthomas2@outlook.com

Consulting Audit Firm
Kenne Ruan, CPA, P.C
PO Box 4078
Woodbridge, CT 06525

Investor Relations
None

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.

None

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Myra Frappier certify that:

1. I have reviewed this Quarterly Disclosure Statement of New Technology Acquisition Holdings, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 18th 2023

/s/ Myra Frappier, CEO

Principal Financial Officer:

I, Myra Frappier certify that:

1. I have reviewed this Quarterly Disclosure Statement of New Technology Acquisition Holdings, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
- 3.. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 18th 2023

/s/ Myra Frappier, CFO



New Technology Acquisition Holdings Inc (NTAC)
CONSOLIDATED BALANCE SHEET
AS OF March 31, 2023
(Unaudited)

ASSETS

Current Assets:

Cash	\$ 9,720,000
Accounts Receivable	16,376,100

Total Current Assets	\$ 26,096,100
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Note Receivable	\$38,000,000
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Fixed Assets:

Intellectual Properties	\$ 98,394,304
Land & Buildings	-0-
Furniture & Equipment	18,500
Computers	47,200
Vehicles	85,000

Total Fixed Assets	\$ 98,545,004
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Other Assets:

Deposits	150,000
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Total Assets	\$ 162,791,104
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LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities

Accounts Payable	\$ 750,000
Taxes Payable	75,500
Accrued Employee Payroll Benefits	550,000
Notes Payable	750,000

Total Current Liabilities	\$ 2,125,500
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Long Term Liabilities	710,000
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Total Liabilities	\$ 2,835,500
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Stockholders' Equity

Common stock, \$.0025 par value, 200,000,000 authorized, and 85,630,510 shares issued and outstanding	\$ 214,076
Class A Preferred Stock, \$.01 Par Value1,000,000 authorized, issued and Outstanding 954,250	9,543
Class B Preferred Stock, \$.01 Par Value, 100,000 authorized, and 100,000 shares issued and outstanding 100,000	1,000
Treasury Common Stock, 588,800 @ Cost	(32,620)
Additional Paid in Capital	\$ 112,964,885
Retained Earnings	\$ 46,766,100

Total Stockholders' Equity	\$ 159,955,604
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Total Liabilities and Stockholders' Equity	\$ 162,791,104
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The accompanying notes are an integral part of these consolidated financial statements



NEW TECHNOLOGY ACQUISITION HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Quarter Ended <u>As of March 31, 2023</u>
Revenues	\$ 14,750,000
Cost of Goods	4,025,000
Gross Profit	\$ <u>10,725,000</u>
Operating Expenses:	
Administrative expenses	660,000
Salaries & Wages	870,500
Rent	50,000
Professional fees	3,150,000
Interest Expense/Bank Fees	85,500
Repairs & Maintenance	30,000
Utilities	89,500
Taxes	75,700
Equipment Leases	130,200
Insurance	<u>33,000</u>
Total Operating Expenses	<u>\$5,173,900</u>
Net Income (loss) from Operations	<u>\$ 5,551,100</u>
Net Income (loss) per common share (basic and diluted)	<u>\$.0648</u>
Weighted average common shares (basic and diluted)	<u>85,630,510</u>

The accompanying notes are an integral part of these consolidated financial statements



**NEW TECHNOLOGY ACQUISITION HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS**

FOR THE QUARTER ENDED March 31, 2023
(Unaudited)

Operating Activities	
Net Income (loss)	\$ 5,551,100
Adjustment to reconcile net income to cash used by operations:	
Prepaid Expenses/Deposits	
Fixed & other assets	
Accounts Receivable/Inventory/Assets	(4,821,600)
Accounts Payable/Notes Payable/Other Payables	<u>(509,500)</u>
Cash Used by Operations	-
Investing Activities	-
Net Cash Provided by/(Used in) Investing Activities	-
Financing Activities	-
Net Cash Provided by/(Used in) Financing Activities	-0-
Net increase (decrease) in cash and equivalents	220,000
Cash and equivalents at beginning of the quarter	9,500,00
Cash and equivalents at end of the quarter	<u>\$ 9,720,000</u>

The accompanying notes are an integral part of these consolidated financial statements

NEW TECHNOLOGY ACQUISITION HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
FOR THE QUARTER ENDED MARCH 31, 2023
(Unaudited)

	Class A Preferred Stock		Class B Preferred Stock		Common Stock		Treasury Common Stock		Additional	Retained	
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Paid-in-Capital	Earnings	Total
Balance at December 31, 2020	522,250	5,223	100,000	1,000	65,610,510	164,026	(588,800)	(32,620)	1,962,730	39,507,385	41,607,744
Net Income										(340,239)	(340,239)
Balance at December 31, 2020	522,250	5,223	100,000	1,000	65,610,510	164,026	(588,800)	(32,620)	1,962,730	39,167,146	41,267,505
Net Income										9,745	9,746
Balance at December 31, 2021	522,250	5,223	100,000	1,000	65,610,510	164,026	(588,800)	(32,620)	1,962,730	39,176,891	41,277,250
Exchange common to preferred	432,000	4,320			(14,230,000)	(35,575)			(29,345)		(60,600)
Conv loan to common					9,000,000	22,500					22,500
Net Income										5,156,200	5,156,200
Balance at June 30, 2021	954,250	9,543	100,000	1,000	60,380,510	150,951	(588,800)	(32,620)	1,933,385	44,333,091	46,395,350
Net Income (Loss)										(14,015,350)	(14,015,350)
Balance at September 30, 2021	954,250	9,543	100,000	1,000	60,380,510	150,951	(588,800)	(32,620)	1,933,385	30,317,741	32,380,000
Asset Revaluation at Dec. 31, 2021									5,870,000		5,870,000
Balance at Dec. 31, 2021	954,250	9,543	100,000	1,000	60,380,510	150,951	(588,800)	(32,620)	7,803,385	30,317,741	38,250,000
Reorganization Capital									125,161,500		125,161,500
Net Income										1,891,500	1,891,500
Balance at March 31, 2022	954,250	9,543	100,000	1,000	60,380,510	150,951	(588,800)	(32,620)	132,964,885	32,209,241	165,303,000
Net Income										2,283,000	2,283,000
Balance at June 30, 2022	954,250	9,543	100,000	1,000	60,380,510	150,951	(588,800)	(32,620)	132,964,885	34,492,241	167,586,000
Net Income										3,073,210	3,073,210
Balance at September 30, 2022	954,250	9,543	100,000	1,000	85,630,510	214,076	(588,800)	(32,620)	132,964,885	37,565,451	170,722,335
Net Income										3,649,500	3,649,500
Write Down of Asset Value									(20,000,000)		(20,000,000)
Balance at December 31, 2022	954,250	9,543	100,000	1,000	85,630,510	214,076	(588,800)	(32,620)	112,964,885	41,215,000	154,371,835
Net Income										5,551,100	5,551,100
Balance at March 31, 2023	954,250	9,543	100,000	1,000	85,630,510	214,076	(588,800)	(32,620)	112,964,885	46,766,100	159,922,984

The accompanying notes are an integral part of these consolidated financial statement



NEW TECHNOLOGY ACQUISITION HOLDINGS, INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE QUARTER ENDING MARCH 31, 2023

NOTE 1 - ORGANIZATION

New Technology Acquisition Holdings Inc. (NTAC) has business investment interests in disruptive new technologies and patents, applications and projects. Research and Development with the aim of commercialization of Intellectual property and developments of new products or services, treatments or other valuable outputs.

Wholly owned subsidiaries:

Super-Codec AI & Compression Technologies, LLC (subsidiary)

Company Address:

5830 E 2nd St, Ste 7000 #4370

Casper, Wyoming 82609

NAICS CODE:

Information (51)

NAICS SUBCODE:

All Other Information Services (519190)

Formation State: Wyoming Entity Type: LLC

Formation Date: Nov. 04, 2021 Entity ID: 2021-001049400

EIN (Tax ID Number): 87-3415288

The Company also owns 56% of Wattoz Holdings, Inc., a Delaware corporation, incorporated in May 2020. Wattoz Holdings, Inc. operates only as a holding company for the patents and rights associated with the Albayraklar patents and joint production rights related to the police non-lethal stun gun technology and the joint venture supporting the same –

This patent and production rights are not listed in valuation items on the company balance sheet as the agreements remain in dispute with the company partners as to their satisfaction of required obligations the company required of them during the previous year and therefore the patents the joint production agreements and other items may or may not be viable for the company as revenue or value in the future and may be cancelled. If this status changes, the company will list and inform all details in public filings and disclosure as per the normal rules.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and include the accounts of the Company and its wholly-owned and majority owned subsidiaries, all significant intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparations of the Financial Statements in conformity with United States GAAP. GAAP requires management to make estimates and assumptions that affect the amounts reported in the Consolidated Financial Statements and accompanying Notes. Actual result could differ from those estimates.

Cash and Cash Equivalents—The Company considers highly liquid investments with maturity dates of three months or less at the time of purchase. As of March 31, 2023 the Company has cash and cash equivalents of \$ 9,720,000.

Basic and Diluted Net Loss per Share

The Company computes loss per share in accordance with “ASC-260”, “Earnings per Share” which requires presentation of both basic and diluted loss per share on the face of the consolidated statements of operations. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of outstanding common shares during the year. Diluted loss per share gives effect to all dilutive potential common shares outstanding during the year, computed using the treasury stock method for outstanding stock options and the if converted method for convertible notes and preferred stock. Dilutive loss per share excludes all potential common shares if their effect is anti-dilutive.

Income Tax Revenue Recognition

Revenues from fixed price construction contracts from the company's previous operations - are recognized on the percentage of completion method, measured on the basis of incurred costs to estimated total costs for each contract. This cost-to-cost method is used because management considers it to be the best available measure of progress on these contracts.

Revenues from cost plus fee contracts are recognized on the basis of costs incurred during the period plus the fee earned, measured by the cost-to-cost method. The previous company (ENKS) - Participation in Power Purchase Agreements over long term with Governmental Electricity Ministries or Utilities are calculated on a quarterly and annualized basis according to the agreement on revenue sharing and values are calculated in equivalent values in United States Dollars when paid in local currencies and booked as accounts receivables (long Term) on both its annual value and total value across the life of the contract (usually 25 – 30 Years) and terminated thereafter in the case of BOOT or other revenue sharing models in accordance with GAAP Standard accounting principles. The Current Company revenue streams are only from contract computer software and code engineering and other technological license or similar revenue.

It is noted that the new company, New Technology Acquisitions Holdings, Inc. - is no longer in the construction or contracting renewable energy sectors and is a new company as per recent change of control and new name, which currently is focused on Disruptive Technology acquisition and Development, for commercialization.

The financial statements include some amounts that are based on management's best estimates and judgments. The most significant estimates relate to costs to complete long-term contracts. These estimates may be adjusted as more current information becomes available, and any adjustment could be significant.

Contract costs include all direct material and labor costs and those indirect costs related to contract performance, such as indirect labor, supplies, tools, repairs, and depreciation costs. Selling, general, and administrative costs are charged to expense as incurred. Provisions for estimated losses on uncompleted contracts are made in the period in which such losses are determined.

Changes in job performance, job conditions, and estimated profitability, including those arising from contract penalty provisions, and final contract settlements may result in revisions to costs and income

Income Tax Provision

The Company files a consolidated income tax return with its subsidiaries for federal reporting purposes.

Fixed Assets/Other Assets

The Company currently has fixed assets of \$98,545,004 and deposits of \$150,000 on the Balance Sheet. Property and equipment are stated at cost. Depreciation is computed primarily using the straight-line method over the estimated useful lives of the assets, which range from 3 to 39 years. Leasehold improvements are amortized over the shorter of the useful life of the related assets or the lease term. Expenditures for repairs and maintenance are charged to expense as incurred. For assets sold or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts, and any related gain or loss is reflected in income for the period.

Fair Value of Financial Instruments

The Company measures financial instruments at fair value in accordance with ASC 820, which specifies a valuation hierarchy based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Company's own assumptions.

Management believes the carrying amounts of the Company's cash, other receivables, accounts payable and accrued liabilities as of March 31, 2023 and approximate their respective fair values because of the short-term nature of these instruments. The Company measures its notes payable and loans, if any in accordance with the hierarchy of fair value based on whether the inputs to those valuation techniques are observable or unobservable. The hierarchy is:

Level 1 – Quoted prices for identical instruments in active markets;

Level 2 – Quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets; and

Level 3 – Valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

Stock-Based Compensation

The Company accounts for stock-based compensation under the fair value recognition provisions of GAAP which requires the measurement and recognition of compensation for all stock-based awards made to employees and directors including stock options and restricted stock issuances based on estimated fair values.

In accordance with GAAP, the fair value of stock-based awards is generally recognized as compensation expense over the requisite service period, which is defined as the period during which an employee is required to provide service in exchange for an award. The Company uses a straight-line attribution method for all grants that include only a service condition. Compensation expense related to all awards is included in operations.

NOTE 3 – RECENT ACCOUNTING PRONOUNCEMENTS

In June 2018, the FASB issued ASU No. 2018-07, “Compensation – Stock Compensation (Topic 718) – Improvements to Nonemployee Share-Based Payment Accounting,” to include share-based payment transactions for acquiring goods and services from nonemployees. An entity should apply the requirements of Topic 718 to nonemployee awards except for specific guidance on inputs to an option pricing model and the attribution of cost (that is, the period of time over which share-based payment awards vest and the pattern of cost recognition over that period). The amendments specify that Topic 718 applies to all share-based payment transactions in which a grantor acquires goods or services to be used or consumed in a grantor's own operations by issuing share-based payment awards. The amendments also clarify that Topic 718 does not apply to share-based payments used to effectively provide (1) financing to the issuer or (2) awards granted in conjunction with selling goods or services to customers as part of a contract accounted for under Topic 606, Revenue from Contracts with Customers. The amendments in this update become effective for annual periods and interim periods within those annual periods beginning after December 15, 2018 but no earlier than an entity's adoption date of Topic 606. The Company evaluated the impact of adopting the new guidance on the consolidated financial statements, but it does not have a material impact.

It is Noted that the Term Deferred Revenue [used in former company (ENKS) accounting] - applied to both cash and revenue, until the projects are complete and are paid into Escrow and INACCESSABLE to the company until the project is complete – transferred to the customer and connected to the Utility Power Grid activating the PPA(s) throughout the period of construction and in many cases the EPC will require payments into escrow for Employee , inventory, machinery, equipment, tools, maintenance, other labor costs, cash reserve and similar value items during the EPC contract period payable quarterly regardless that status of construction work on the ground as a take or pay EPC arrangement with the Customer and consequently the cash, inventory allowance and other funds in Escrow may exceed the value of project construction on the ground at any time in order to guarantee the reserve once stoppage due to covid or other reason allows the project to continue to completion on its BOOT trajectory(s) as the particular case may be.

This statement is attributed to the former company (ENKS) construction OEM and EPC contracts for which the current company do not have, however for brevity they remain included in this disclosure.

Management does not believe that any other recently issued, but not yet effective, accounting standards could have a material effect on the accompanying financial statements. As new accounting pronouncements are issued, we will adopt those that are applicable under the circumstances.

NOTE 4 – STOCKHOLDERS' EQUITY

Common Stock

NOTE 5 – COMMITMENTS AND CONTINGENCIES

The Company does not have any significant or long-term commitments. The Company is not currently subject to any litigation having any potentially negative impact on operations or value

NOTE 6 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events from the consolidated balance sheet date, through March 31, 2023 (the consolidated financial statement issuance date) and noted the following disclosures including those mentioned above: