

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 10-K

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2018

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number **000-54828**

JADE GLOBAL HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Florida	45-0966109
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
8950 SW 74 Court Suite 2201-A44 Miami, FL	33156
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: **786-363-0136**

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Name of each exchange on which registered
None	None

Securities registered pursuant to Section 12(g) of the Act:

Common Stock, par value \$0.0001

(Title of class)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 the Securities Act. Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes No

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the last 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically on its corporate Website, if any, every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-K (§229.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See definition of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer <input type="checkbox"/>	Accelerated filer <input type="checkbox"/>
Non-accelerated filer <input type="checkbox"/>	Smaller reporting company <input checked="" type="checkbox"/>
	Emerging growth company <input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

The aggregate market value of Common Stock held by non-affiliates of the Registrant on June 30, 2018 was \$969,395.44 based on a \$0.26 closing bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter.

There are 12,000,383 shares of common stock issued and outstanding as of March 27, 2019.

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PART I

Item 1. Business.

Forward-Looking Statements

This annual report contains forward-looking statements. These statements relate to future events or our future financial performance. In some cases, you can identify forward-looking statements by terminology such as “could”, “may”, “will”, “should”, “expect”, “plan”, “anticipate”, “believe”, “estimate”, “predict”, “potential” or the negative of these terms or other comparable terminology. These statements are only predictions and involve known and unknown risks, uncertainties and other factors that may cause our or our industry’s actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements.

Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable laws, including the securities laws of the United States, we do not intend to update any of the forward-looking statements so as to conform these statements to actual results.

Our financial statements are stated in U.S. dollars and are prepared in accordance with generally accepted accounting principles in the United States. The following discussion should be read in conjunction with our financial statements and the related notes that appear elsewhere in this annual report.

As used in this current report and unless otherwise indicated, the terms “we”, “us”, “our” and “our company” mean Jade Global Holdings Inc. (f/k/a Media Analytics Corporation), a Florida corporation, unless otherwise indicated.

Corporate Overview

We were incorporated in the State of Florida on March 16, 2011 under the name FanSport, Inc. Our company’s goal was to develop social media tools and solutions to enable advertisers, publishers and agencies in the North American and United Kingdom (including the Republic of Ireland) markets to gather deep social intelligence, generate true engagement and simplify promotional management. Our company was the official reseller of Klarify for the U.S. and U.K. markets. Klarify provides detailed comparative metrics from the widest range of social platforms, and provides the added uniqueness for western marketers to gain insights into the social behavior of Asian consumers.

On January 31, 2013, our board of directors approved a 20 for 1 forward stock split of our issued and outstanding common stock. As disclosed in the Information Statement on Schedule 14C as filed with the SEC on February 12, 2013, on February 11, 2013, our majority shareholder consented to this action. In conjunction therewith, we filed Articles of Amendment to our Articles of Incorporation with the Secretary of State of Florida, which became effective on February 27, 2013. The forward split became effective with the Over-the-Counter Bulletin Board at the opening of trading on February 25, 2013.

On June 17, 2013, our board of directors and a majority of our stockholders approved a change of name of our company from FanSport, Inc. to Media Analytics Corporation. Articles of Amendment to Articles of Incorporation were filed with the Florida Secretary of State on August 28, 2013, with an effective date of September 3, 2013.

The name change was approved by the Financial Industry Regulatory Authority (FINRA) and became effective with the Over-the-Counter Bulletin Board at the opening of trading on September 3, 2013 under the symbol “MEDA”.

On October 3, 2014, our board of directors approved a forward stock split by way of a stock dividend. In connection with the stock split, shareholders on record as of November 10, 2014, received two (2) shares of common stock for each one (1) share of common stock held on November 10, 2014. The pay-out date as approved by our board of directors and Financial Industry Regulatory Authority was November 10, 2014. Upon completion of the stock split, our issued and outstanding shares increased from 100,000,000 shares of common stock to 300,000,000 shares of common stock with a par value of \$0.0001.

On February 26, 2016, our company’s board of directors, and a majority of our stockholders approved by resolution, a reverse stock split of our authorized and issued and outstanding shares of common stock on a thirty (30) old for one (1) new basis. Articles of Amendment to the Articles of Incorporation for the reverse stock split were filed and became effective with the Florida Secretary of State on March 22, 2016. Consequently, our authorized share capital decreased from 500,000,000 shares of common stock to 16,666,667 shares of common stock and correspondingly, our issued and outstanding shares of common stock decreased from 300,000,000 to 10,000,629 shares of common stock, all with a par value of \$0.0001. The reverse split became effective with the OTC Markets at the opening of

On December 15, 2016, we, the majority shareholders of the Company and certain buyers entered into a stock purchase agreement, whereby the buyers purchased from the sellers 7,600,000 shares of common stock, par value \$0.0001 per share, of the Company representing approximately 75.99% of the issued and outstanding shares of the Company, for an aggregate purchase price of \$175,000. On December 21, 2016, the transaction closed. In connection therewith, Michael Johnson, the Company's sole officer and Director, resigned from his positions and named Guoqiang Qian, Scott Silverman and Min Shi as directors, and Guoqiang Qian, Scott Silverman and Min Shi to the positions of President and CEO, Treasurer and CFO and Secretary, respectively.

On December 27, 2016, our board of directors approved a name change from Media Analytics Corporation to Jade Global Holdings, Inc. and a reverse stock split whereby each twenty (20) shares of our Common Stock were converted automatically into one (1) share of Common Stock. To avoid the issuance of fractional shares of Common Stock, the Company issued 984 additional shares to all holders of a fractional share. The effective date of the reverse stock split was January 30, 2017. Upon the completion of the reverse stock split, the Company had 501,016 issued and outstanding shares of common stock, which represented a decrease of 9,4989,613 shares over its prior total of 10,000,629 issued and outstanding shares of common stock.

On January 30, 2017, our board of directors and a majority of our shareholders approved a name change of our company from Media Analytics Corporation to Jade Global Holdings, Inc., an increase in our authorized common shares from 16,666,667 shares to 25,000,000 shares and authorized the ability to issue 10,000,000 preferred shares with a par value of \$0.00001 per share. Articles of Amendment to Articles of Incorporation were filed with the Florida Secretary of State on January 31, 2017, with an effective date of January 31, 2017.

On March 13, 2017, we entered into certain stock purchase agreements with ten (10) non-U.S. investors, as defined under the Securities Act of 1933, as amended, pursuant to Regulation S of the Securities Act. In accordance with the SPAS, the Company sold and the Non-U.S. investors purchased an aggregate of 9,476,525 shares of Company's common stock \$0.0001 par value per share for an aggregate of \$873,500, or at \$0.0922 per share. Pursuant to the agreements, the Non-U.S. investors shall receive restricted shares that are subject to Rule 144 of the Securities Act. The agreements contain customary representations and warranties by the Company and the purchasers.

On March 13, 2017, we entered into a certain stock purchase agreement with our CEO, a non-U.S. investor, as defined under the Securities Act of 1933, as amended, pursuant to Regulation S of the Securities Act. In accordance with the SPA, the Company sold and our CEO converted a loan to the Company of \$160,000 into an aggregate of 1,735,358 shares of Company's common stock \$0.0001 par value per share at \$0.0922 per share. Pursuant to the agreements, our CEO shall receive restricted shares that are subject to Rule 144 of the Securities Act. The agreement contains customary representations and warranties by the Company and the purchaser.

On March 13, 2017, we entered into a certain stock purchase agreement with EverAsia Financial Group, Inc. pursuant to which the Company offered and sold 287,484 shares of Common Stock for \$26,500, or at \$0.0922 per share. Pursuant to the agreement, EverAsia Financial Group, Inc. shall receive restricted shares that are subject to Rule 144 of the Securities Act. The agreement contains customary representations and warranties by the Company and the purchasers.

On July 20, 2017, we received Chinese government approval to form a new wholly foreign-owned enterprise ("WFOE") operating subsidiary in Shanghai, P.R. China, Shanghai Jaedo Jewelry Co., Ltd. Shanghai Jaedo Jewelry Co., Ltd. will seek opportunities to either enter into joint ventures or to open wholly-owned jade trading club and retail jade stores in the People's Republic of China. The new subsidiary is expected to be the first step in opening our retail and private club establishments in furtherance of our business plan. As of December 31, 2018, Jaedo had not begun operations.

On January 16, 2018, our Board of Directors adopted a resolution to change the Company's fiscal year end from March 31 to December 31, effective as of December 31, 2017.

Our business and registered office is located at 8950 SW 74th Court, Suite 2201-A44, Miami, FL 33156, our telephone number is (786) 363-0136.

Our Current Business

We intend to increase global awareness and ownership of jade globally. Until our entry into the global jade trade, there has been no centralized market for trading of jade and jade products. The traditional distribution channels involved working through purchasing agents, traveling around the world in search of inventory or purchasing finished jade jewelry products from often disreputable wholesalers. We intend to grow into a vertically integrated global company that will comprise of international mining operations, jewelry design and manufacturing, Business-to-business ("B2B") eCommerce wholesale trade, bricks and mortar membership only jade trading centers, global depository and one or more online jade trading platforms.

We believe that in order to educate and tempt buyers globally, we must maintain a modified storefront presence. Specifically, we intend to open showrooms in strategic locations around the world where will display our products. All purchases would be completed via internet kiosks located in the showrooms. We intend to make our Jaedo® website and JadeExchange® trading platform accessible via these kiosks, and all products ordered would be drop shipped directly to the customer. We intend to follow a multi-stage strategy to increase awareness and increase sales of this precious stone.

1. Build Membership Trade Centers in China, which will allow it to have a foothold, as well as to monitor trends, in the biggest market for jade in the world.
2. Build the JadeExchange® global online trading platform, which will allow for collectors and investors to purchase partial ownership shares in Jade Units (JU's), which, in turn, will own expensive museum quality collectors pieces.
3. Open JadeUnit® centers in London, Dubai, Sydney and Toronto. These four world-renowned money centers will give us broad access to investors and traders who have an interest in jade. As necessary, we intend to open additional JadeUnit® centers to gain access to an even larger audience.
4. Launch Jaedo.com® B2B and B2C eCommerce website, which will allow our customers to not only purchase jade products, but also to sell it back in repurchase transactions, much like the spot market for gold and diamonds.

On July 20, 2017, we received approval from the PRC government to form a wholly foreign owned entity, or WFOE, in China, which we plan to utilize to establish joint ventures to open wholly-owned jade trading clubs in China. The shopping experience will be unlike that in any existing traditional retail jewelry store. Instead, our stores will include a retail showroom and a private viewing room with a museum-like setting displaying a rotating collection of museum quality pieces where patrons may examine or purchase higher value items. We intend to decorate in a tasteful blend of Western and Eastern aesthetics to appeal to all customers, while reminding customers of the Asian spirituality of Jade. As of December 31, 2018, the WFOE has not yet been formed and operations have not commenced.

In addition to our retail stores, we intend to also include VIP "back rooms" in our outlets, where suitably qualified customers can, by appointment only, view specific "Investment Grade" Jade jewelry pieces for purchase. We also intend to feature large TV monitors displaying our JadeShares® Online Trading Platform with live pricing and sales data. The lounges would have full VIP services and personal assistants to cater to our high net worth clients and would have armed guard security on duty at all times. Finally, we plan to build each showroom with an "educational area" with some "Gem Quality" Jade on display and Audio/Visual presentations of history of Jade and its importance in Chinese culture. We intend to set ourselves apart from other jade retailers in that we plan to not only sell jade and jade products, but buy them as well. Much like the spot market for other precious metals and stones, such as gold, platinum or diamonds, customers would have a guarantee that they will be able to sell their jade easily at market prices.

Our brand will endeavor to offer trendy, hip products for all ages. We plan to supply medium quality and high quality “designer” jewelry to appeal to every taste. In addition to jewelry, we will also sell high quality and museum quality collectibles. Finally, we plan to sell bulk jade on a wholesale basis to jewelry designers, artisans, investors and collectors.

We plan to purchase jade from trusted supply chains located in the biggest jade producing regions of the world, including China, Korea and Canada. We also plan to purchase jade from customers as part of our Buyback Guarantee program, ensuring a constant stream of investment grade jade products in addition to the investment, high end and commercial grade jade and jade products purchased from resale through our wholesale channels.

We plan to utilize famous jewelry designers from around the world to create unique pieces of jewelry for all price points, as well as for mass production and resale through its wholesale business-to-business channels. Additionally, we intend to commission artisans to create valuable collectibles for sale on our Global Trading Platform and in our stores. Finally, we may employ jade jewelry designers in our stores who can create beautiful, one-of-a-kind custom Jewelry for customers while they wait, giving them an added appreciation of the beautiful jade pieces being created.

In May, 2018, we introduced its Jaedo® luxury jade jewelry to the world at JCK Las Vegas 2018, the leading jewelry expo in the United States.

Our current principal office and mailing address is 8950 SW 74 Court, Suite 2201 A44, Miami, FL 33156. Our telephone number is (786) 363-0136.

Description of our Products and Services

We also intend to launch an eCommerce website, which would be a blend between a traditional online jewelry retailer and an online auction site similar to eBay. Within the Jaedo® site, we intend to require customers to register and join one of three membership tiers. The tiers are:

1. Retail Tier – The entry level Retail Tier created as a web store for retail purchases. The Retail Tier is not expected to require any membership fee, and is intended to be accessible to the general public. It is expected to be similar to Bluenile.com, which is regarded as the current market leader in online diamond transactions.
2. Collectors Tier – This tier is expected to include higher value collector and museum quality pieces for sale. In order to access these collections, we plan to require members to purchase a monthly membership. The membership is expected to carry a monthly recurring fee of \$50. The Collectors Tier is also expected to offer the opportunity for members to sell their jade pieces to us at prevailing market prices. Additionally, The Collectors Tier should allow collectors to trade pieces among themselves. On these third party transactions, we plan to charge a small transaction fee to cover processing costs.
3. Wholesale Tier – The Wholesale Tier is planned to be made available to those engaged in the jewelry trade, such as buyers, artists, designers and other purchasers of jade in bulk. The products sold at the Wholesale Tier are expected to be comprised of jewelry designed for retail sale in jewelry stores other than our own, bulk sales of raw jade and other large scale purchases. This tier is also expected to allow for sell back, though that is planned to be limited mostly to raw jade, rather than finished jewelry. We anticipate pricing the Wholesale Tier of membership at \$500/mo.

We do not anticipate charging any membership fees for the first full year of operations, during which time we intend to build our client base and refine both our platform and products. We plan to offer customers the use of our showrooms and lounges, as well as our expert staff, for their own private transactions, for an additional fee. Additionally, we plan to offer storage of the customers’ jade at secure storage facilities that we intend to build or lease around the world. The Collectors Tier and Wholesale Tier are slated to include our Buyback Guarantee whereby we guarantee that we will repurchase any piece of jewelry, raw jade or collectible purchased through its platform at current market prices. We expect that this Buyback Guarantee combined with our Global Trading Platform will entice customers to purchase its products not only to be worn or displayed, but also for investment purposes in the hopes that the value increases, and customers will have a medium on which to trade their pieces.

Markets

We operate in multiple market segments, including jewelry and collectibles trading. We plan to access these markets through traditional retail stores and eCommerce websites.

Competition

The global jewelry industry is competitively fragmented. We will encounter significant competition in all product categories, however Jade is not widely used in jewelry sales the United States. Some competitors specialize in just one area in which we will be active. Many competitors have established worldwide, national or local reputations for style, quality, expertise and customer service and compete on the basis of that reputation. Certain other jewelers and retailers compete primarily through advertised price promotion. We will differentiate our company through our offerings. We believe that our close connections to the supply channels will enable us to access better supply and better pricing than new entrants. We will compete on the basis of our brand’s reputation for high-quality products, customer service and distinctive merchandise.

Government Regulation

We are not aware of any specific governmental regulation, as it pertains to our distribution. Each country in which we operate has specific laws and regulations surrounding the export and import of jade and jade products. We expect to comply with all applicable laws, rules and regulations relating to our business, and at this time, we do not anticipate incurring any material capital expenditures to comply with any government regulations or other requirements.

Environmental Regulations

We are not aware of any material violations of environmental permits, licenses or approvals that have been issued with respect to our operations. We expect to comply with all applicable laws, rules and regulations relating to our business, and at this time, we do not anticipate incurring any material capital expenditures to comply with any environmental regulations or other requirements.

Intellectual Property

We have filed an application with the United States Patent and Trademark Office (“USPTO”) to register Jaedo for trademark protection. On June 5, 2018, the USPTO approved our application and granted us a trademark to use Jaedo for commerce in jewelry and precious stones business

Employees and Employment Agreements

Currently, we do not have any employees. Additionally, we have not entered into any consulting or employment agreements with our president, chief executive officer, treasurer, secretary or chief financial officer. Our directors, executive officers and certain contracted individuals play an important role in the running of our company. We expect to increase the number of our employees over the next 12 months period as we begin to scale up our operations. We do and will continue to outsource contract employment as needed until such time that our operation requires additional staff.

Research and Development

We have not spent any amounts on that which has been classified as research and development activities in our financial statements during the last two fiscal years.

Item 1A. Risk Factors.

As a “smaller reporting company”, we are not required to provide the information required by this Item.

Item 1B. Unresolved Staff Comments.

As a “smaller reporting company”, we are not required to provide the information required by this Item.

Item 2. Properties.

Our company does not own any real estate or other properties. We currently rent our principal business office on a month-to-month basis for \$150 per month, which is located at 8950 SW 74th Court, Suite 2201-A44, Miami, FL 33156. Our telephone number is 786-363-0136.

Item 3. Legal Proceedings.

We know of no material, existing or pending legal proceedings against our company, nor are we involved as a plaintiff in any material proceeding or pending litigation. There are no proceedings in which any of our directors, officers or affiliates, or any registered or beneficial stockholder, is an adverse party or has a material interest adverse to our interest.

Item 4. Mine Safety Disclosures.

Not applicable.

PART II

Item 5. Market for Registrant’s Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities.

Market Information

Our shares of common stock were originally listed on the OTC Markets under the trading symbol “BLFL”. Effective September 3, 2013, our stock symbol changed to “MEDA”. Effective April 3, 2017, our stock symbol changed to “JADG” and our stock is currently trading on the OTCQB Venture Market.

The following table reflects the high and low bid information for our common stock obtained from OTC Markets and reflects inter-dealer prices, without retail mark-up, markdown or commission, and may not necessarily represent actual transactions.

The high and low bid prices of our common stock for the periods indicated below are as follows:

OTC Markets

Quarter Ended	High	Low
December 31, 2018	\$ 0.35	\$ 0.20
September 30, 2018	\$ 0.54	\$ 0.26
June 30, 2018	\$ 0.548	\$ 0.26
March 31, 2018	\$ 0.5459	\$ 0.30
December 31, 2017	\$ 0.998	\$ 0.4079
September 30, 2017	\$ 1.00	\$ 0.40
June 30, 2017	\$ 1.00	\$ 0.0483
March 31, 2017	\$ 2.00	\$ 0.24

Our common stock is issued in registered form. VStock Transfer, LLC, 18 Lafayette Place, Woodmere, NY 11598, telephone number (212) 828-8436, is the registrar and transfer agent for our common stock.

Shareholders of Record

As of March 27, 2019, there were 14 holders of record of our common stock. As of such date, 12,000,383 common shares were issued and outstanding.

Dividend Policy

Any decisions regarding dividends will be made by our board of directors. We currently intend to retain and use any future earnings for the development and expansion of our business and do not anticipate paying any cash dividends in the foreseeable future. Our board of directors has complete discretion on whether to pay dividends, subject to the approval of our stockholders. Even if our board of directors decides to pay dividends, the form, frequency and amount will depend upon our future operations and earnings, capital requirements and surplus, general financial condition, contractual restrictions and other factors that the board of directors may deem relevant.

Recent Sales of Unregistered Securities; Use of Proceeds from Registered Securities

There were no unregistered sales of the Company’s equity securities during the period from January 1, 2018 to December 31, 2018 that were not otherwise disclosed in a Current Report on Form 8-K.

Equity Compensation Plans

We do not have in effect any compensation plans under which our equity securities are authorized for issuance and we do not have any outstanding stock options.

Purchases of Equity Securities by the Registrant and Affiliated Purchasers

We did not purchase any of our shares of common stock or other securities during the period from January 1, 2018 to December 31, 2018.

Item 6. Selected Financial Data.

As a “smaller reporting company”, we are not required to provide the information required by this Item.

Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations.

The following discussion should be read in conjunction with our audited financial statements and the related notes for the twelve months ended December 31, 2018 that appear elsewhere in this annual report. The following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results could differ materially from those discussed in the forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to those discussed below and elsewhere in this annual report, particularly in the section entitled “Risk Factors” beginning on page 6 of this annual report.

Our audited financial statements are stated in United States Dollars and are prepared in accordance with United States Generally Accepted Accounting Principles.

Overview

We intend to increase global awareness and ownership of jade globally. Until our entry into the global jade trade, there has been no centralized market for trading of jade and jade products. The traditional distribution channels involved working through purchasing agents, traveling around the world in search of inventory or purchasing finished jade jewelry products from often disreputable wholesalers. We intend to grow into a vertically integrated global company that will comprise of international mining operations, jewelry design and manufacturing, Business-to-business (“B2B”) eCommerce wholesale trade, bricks and mortar membership only jade trading centers, global depository and one or more online jade trading platforms.

We believe that in order to educate and tempt buyers globally, we must maintain a modified storefront presence. Specifically, we intend to open showrooms in strategic locations around the world where will display our products. All purchases would be completed via internet kiosks located in the showrooms. We intend to make our Jaedo® website and JadeExchange® trading platform accessible via these kiosks, and all products ordered would be drop shipped directly to the customer. We intend to follow a multi-stage strategy to increase awareness and increase sales of this precious stone.

On July 20, 2017, we received approval from the PRC government to form a wholly foreign owned entity, or WFOE, in China, which we plan to utilize to establish joint ventures to open wholly-owned jade trading clubs in China. The shopping experience will be unlike that in any existing traditional retail jewelry store. Instead, our stores will include a retail showroom and a private viewing room with a museum-like setting displaying a rotating collection of museum quality pieces where patrons may examine or purchase higher value items. We intend to decorate in a tasteful blend of Western and Eastern aesthetics to appeal to all customers, while reminding customers of the Asian spirituality of Jade. As of December 31, 2018, the WFOE has not yet been formed and operations have not commenced.

In addition to our retail stores, we intend to also include VIP “back rooms” in our outlets, where suitably qualified customers can, by appointment only, view specific “Investment Grade” Jade jewelry pieces for purchase. We also intend to feature large TV monitors displaying our JadeShares® Online Trading Platform with live pricing and sales data. The lounges would have full VIP services and personal assistants to cater to our high net worth clients and would have armed guard security on duty at all times. Finally, we plan to build each showroom with an “educational area” with some “Gem Quality” Jade on display and Audio/Visual presentations of history of Jade and its importance in Chinese culture. We intend to set ourselves apart from other jade retailers in that we plan to not only sell jade and jade products, but buy them as well. Much like the spot market for other precious metals and stones, such as gold, platinum or diamonds, customers would have a guarantee that they will be able to sell their jade easily at market prices.

Our brand will endeavor to offer trendy, hip products for all ages. We plan to supply medium quality and high quality “designer” Jewelry to appeal to every taste. In addition to jewelry, we will also sell high quality and museum quality collectibles. Finally, we plan to sell bulk jade on a wholesale basis to jewelry designers, artisans, investors and collectors.

In May, 2018, we introduced its Jaedo® luxury jade jewelry to the world at JCK Las Vegas 2018, the leading jewelry expo in the United States.

We plan to purchase jade from trusted supply chains located in the biggest jade producing regions of the world, including China, Korea and Canada. We also plan to purchase jade from customers as part of our Buyback Guarantee program, ensuring a constant stream of investment grade jade products in addition to the investment, high end and commercial grade jade and jade products purchased from resale through our wholesale channels.

We plan to utilize famous jewelry designers from around the world to create unique pieces of jewelry for all price points, as well as for mass production and resale through its wholesale business-to-business channels. Additionally, we intend to commission artisans to create valuable collectibles for sale on our Global Trading Platform and in our stores. Finally, we may employ jade jewelry designers in our stores who can create beautiful, one-of-a-kind custom Jewelry for customers while they wait, giving them an added appreciation of the beautiful jade pieces being created.

Our current principal office and mailing address is 8950 SW 74 Court, Suite 2201 A44, Miami, FL 33156. Our telephone number is (786) 363-0136.

Results of Operations

Set forth below is a discussion of the financial condition and results of operations of our company for the years ended December 31, 2018 and 2017, respectively. The following discussion should be read in conjunction with the information set forth in the financial statements and the related notes thereto appearing elsewhere in this report.

For the Years Ended December 31, 2018 and December 31, 2017, respectively

	Year Ended December 31, 2018	Year Ended December 31, 2017
Revenue	\$ Nil	\$ Nil
Total Operating Expenses	\$ 723,184	\$ 595,566
Net Loss	\$ (723,136)	\$ (595,217)

Revenue

Our company has not yet implemented its business model and to date has generated no revenues.

Expenses

Our operating results for the years ended December 31, 2018 and 2017, respectively are summarized as follows:

	Year Ended December 31, 2018	Year Ended December 31, 2017
Filing fees	\$ 5,980	\$ 8,836
General and administrative expenses	\$ 671,637	\$ 507,113
Transfer agent fees	\$ 2,988	\$ 6,005
Professional fees	\$ 42,579	\$ 73,612
Other income/expense	\$ 48	\$ 349
Net Loss	\$ (723,136)	\$ (595,217)

Total expenses for the year ended December 31, 2018 were \$723,184, comprised of operating expenses of \$723,184; and other income of \$48, resulting in a net loss for the year of \$723,136 compared to a net loss of \$595,217 for the year ended December 31, 2017. The increase in expenses was primarily due to costs related to displaying at the JCK Jewelry show in Las Vegas.

Liquidity and Capital Resources

Working Capital

	At December 31, 2018	At December 31, 2017
Current Assets	\$ 22,411	\$ 472,485
Current Liabilities	\$ 287,605	\$ 4,744
Working Capital (deficit)	\$ (265,194)	\$ 467,741

Cash Flows

	Year Ended December 31, 2018	Year Ended December 31, 2017
Net Cash Provided by (Used in) Operating Activities	\$ (438,373)	\$ (587,455)
Net Cash Provided by (Used in) Investing Activities	\$ (12,161)	\$ Nil
Net Cash Provided by Financing Activities	\$ Nil	\$ 900,000
Net Increase (Decrease) in Cash During the Period	\$ (450,534)	\$ 312,545

As of December 31, 2018, we had a working capital deficiency of \$265,194 consisting of cash on hand of \$21,951, prepaid expenses of \$460 and \$287,605 in current liabilities, as compared to working capital of \$467,751 with \$472,485 of cash on hand and \$4,744 in current liabilities at December 31, 2017.

Operating Activities

Net cash used by operating activities for the year ended December 31, 2018 was \$438,373 as compared to net cash used by operating activities of \$587,455 for the year ended December 31, 2017. The decrease of cash used by operating activities was due to the changes in our level of operating activities, specifically costs related to the development and execution of our business plan and the reduction in use of certain consultants and professionals.

Investing Activities

Net cash used in financing activities for the year ended December 31, 2018 was \$12,161 as compared to net cash used by operating activities of \$nil for the year ended December 31, 2017. The increase in cash used by investing activities was due to the acquisition of property and equipment for the JCK jewelry show and for the filing of our trademark.

Financing Activities

Net cash provided by financing activities for the year ended December 31, 2018 was \$nil as compared to net cash provided by financing activities of \$900,000 for the year ended December 31, 2017.

Cash Requirements

As of December 31, 2018, our company raised \$nil from financing activities. There was \$21,951 cash on hand in the corporate bank accounts. As of the date of this report, we have not generated any revenue from our business operations.

We will require additional funds for our budgeted expenses over the next 12 months. These funds may be raised through equity financing, debt financing, or other sources, which may result in further dilution in the equity ownership of our shares. There is still no assurance that we will be able to maintain operations at a level sufficient for an investor to obtain a return on his investment in our common stock. Further, we may continue to be unprofitable. We need to raise additional funds in the immediate future in order to proceed with our budgeted expenses.

Specifically, based on nominal operations we estimate our operating expenses and working capital requirements for the next 12 months to be as follows:

Description	Estimated Expenses (\$)
General and administrative expenses	\$ 365,000
Transfer agent fees	3,000
Professional fees	35,000
Total	\$ 403,000

Future Financings

We will require additional financing in order to enable us to proceed with our plan of operations, as discussed above, including approximately \$403,000 over the next 12 months to pay for our ongoing expenses. These expenses, which will of course be higher in the event we enter into any transactions or complete any acquisitions include legal, accounting and audit fees as well as general and administrative expenses. There is no assurance that any party will advance additional funds to us in order to enable us to sustain our plan of operations or to repay our liabilities.

We anticipate continuing to rely on equity sales of our common stock in order to continue to fund our business operations. Issuances of additional shares will result in dilution to our existing stockholders. There is no assurance that we will achieve any additional sales of our equity securities or arrange for debt or other financing to fund our planned business activities.

We presently do not have any arrangements for additional financing for the expansion of our exploration operations, and no potential lines of credit or sources of financing are currently available for the purpose of proceeding with our plan of operations.

Purchase of Significant Equipment

We do not intend to purchase any significant equipment over the next twelve months.

Research and Development

We do not intend to allocate any funds to research and development over the next twelve months.

Contractual Obligations

As a smaller reporting company we are not required to provide tabular disclosure obligations.

Off-Balance Sheet Arrangements

We have no significant off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to stockholders.

Critical Accounting Policies

Accounting Basis

These financial statements are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

Earnings (Loss) per Share

Our company adopted FASB ASC 260, *Earnings per Share*. Basic earnings (loss) per share is calculated by dividing our company's net income available to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings (loss) per share is calculated by dividing our company's net income (loss) available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted as of the first of the year for any potentially dilutive debt or equity. There were no diluted or potentially diluted shares outstanding for all periods presented.

Income Taxes

Our company adopted FASB ASC 740, *Income Taxes*, at its inception, under FASB ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets, including tax loss and credit carryforwards, 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 income in the period that includes the enactment date. Deferred income tax expense represents the change during the period in the deferred tax assets and deferred tax liabilities. The components of the deferred tax assets and liabilities are individually classified as current and non-current based on their characteristics. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. No deferred tax assets or liabilities were recognized as of December 31, 2018 or December 31, 2017, respectively.

Related Parties

Related parties, which can be a corporation, individual, investor or another entity are considered to be related if the party has the ability, directly or indirectly, to control the other party or exercise significant influence over our company in making financial and operating decisions. Companies are also considered to be related if they are subject to common control or common significant influence. Our company has these relationships.

Recent Accounting Pronouncements

Our company has adopted all recently issued accounting pronouncements. The adoption of the accounting pronouncements including those not yet effective is not anticipated to have a material effect on the financial position or results of operations of our company.

Item 7A. Quantitative and Qualitative Disclosures About Market Risk.

As a "smaller reporting company", we are not required to provide the information required by this Item.

Item 8. Financial Statements and Supplementary Data.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders
Jade Global Holdings, Inc.

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated balance sheets of Jade Global Holdings, Inc. (the Company) as of December 31, 2018 and 2017, and the related consolidated statements of operations, stockholders' equity (deficit), and cash flows for the years then ended, and the related notes (collectively referred to as the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2018 and 2017, and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's consolidated financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provides a reasonable basis for our opinion.

Emphasis of Matter

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. The Company has suffered recurring losses and has no operations which raise substantial doubt about its ability to continue as a going concern. Management's plans in regard to these matters are described in Note 3. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ Pinnacle Accountancy Group of Utah

We have served as the Company's auditor since 2015.

Pinnacle Accountancy Group of Utah
Farmington, Utah
March 27, 2019

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**JADE GLOBAL HOLDINGS, INC.
CONSOLIDATED BALANCE SHEETS**

	December 31, 2018	December 31, 2017
<u>ASSETS</u>		
CURRENT ASSETS		
Cash and Equivalents	\$ 21,951	472,485
Prepaid Expenses	460	-
Total Current Assets	<u>22,411</u>	<u>472,485</u>
FIXED ASSETS		
Intangible Assets	350	-
Furniture and Equipment (Net)	9,449	-
Total Fixed Assets	<u>9,799</u>	<u>-</u>
TOTAL ASSETS	<u>\$ 32,210</u>	<u>\$ 472,485</u>
<u>LIABILITIES AND STOCKHOLDERS' EQUITY / (DEFICIT)</u>		
CURRENT LIABILITIES		
Accounts payable and Accrued Expenses	\$ 1,754	\$ 3,609
Accounts payable – related party	15,000	-
Due to Related Parties	270,851	1,135
TOTAL LIABILITIES	<u>287,605</u>	<u>4,744</u>
COMMITMENTS AND CONTINGENCIES		
	-	-
STOCKHOLDERS' EQUITY / (DEFICIT)		
Preferred stock, \$0.0001 par value, 10,000,000 shares authorized, 0 shares issued and outstanding	-	-
Common stock, \$0.0001 par value, 25,000,000 shares authorized, 12,000,383 and 12,000,383 shares issued and outstanding at December 31, 2018 and December 31, 2017, respectively	1,200	1,200
Additional paid in capital	1,645,479	1,645,479
Accumulated deficit	(1,902,074)	(1,178,938)
Total Stockholders' Equity / (Deficit)	<u>(255,395)</u>	<u>467,741</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY / (DEFICIT)	<u>\$ 32,210</u>	<u>\$ 472,485</u>

See Accompanying Notes to the Consolidated Financial Statements

JADE GLOBAL HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS

	Year Ended December 31, 2018	Year Ended December 31, 2017
REVENUES:		
Revenue	\$ -	\$ -
OPERATING EXPENSES		
General and Administrative	378,637	202,563
Filing Fees	5,980	8,836
Management Consulting Fees – related party	203,000	184,550
Financial Management Consulting Fees – related party	90,000	120,000
Transfer Agent Fees	2,988	6,005
Professional Fees	42,579	73,612
Total Operating Expenses	<u>723,184</u>	<u>595,566</u>
LOSS FROM OPERATIONS	(723,184)	(595,566)
Other Income / (Loss)		
Interest Income	48	349
Total Other Loss	<u>48</u>	<u>349</u>
NET LOSS BEFORE PROVISION FOR INCOME TAXES	(723,136)	(595,217)
PROVISION FOR INCOME TAXES	<u>-</u>	<u>-</u>
NET LOSS	<u>\$ (723,136)</u>	<u>\$ (595,217)</u>
Net loss per share - basic and diluted	<u>\$ (0.06)</u>	<u>\$ (0.06)</u>
Weighted average number of shares outstanding during the period - basic and diluted	<u>12,000,383</u>	<u>10,108,542</u>

See Accompanying Notes to the Consolidated Financial Statements

JADE GLOBAL HOLDINGS, INC.
CONSOLIDATED STATEMENT STOCKHOLDERS' EQUITY / (DEFICIT)

	Preferred Stock		Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount			
Balance, December 31, 2016	-	\$ -	500,032	\$ 50	\$ 585,645	\$ (582,737)	\$ 2,958
Common stock issued for reverse split	-	-	984	-	984	(984)	-
Conversion of related party note to common stock	-	-	1,735,358	174	159,826	-	160,000
Sale of common stock for cash	-	-	9,764,009	976	899,024	-	900,000
Net Loss, 2017	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(595,217)</u>	<u>(595,217)</u>
Balance, December 31, 2017	-	-	12,000,383	1,200	1,645,479	(1,178,938)	467,741
Net Loss, 2018	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(723,136)</u>	<u>(723,136)</u>
Balance, December 31, 2018	<u>-</u>	<u>-</u>	<u>12,000,383</u>	<u>\$ 1,200</u>	<u>\$ 1,645,479</u>	<u>\$ (1,902,074)</u>	<u>\$ (255,395)</u>

See Accompanying Notes to the Consolidated Financial Statements

JADE GLOBAL HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS

Year Ended December 31, 2018	Year Ended December 31, 2017
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CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (723,136)	\$ (595,217)
Changes in operating assets and liabilities:		
Decrease / (Increase) in prepaid expense	(460)	-
Depreciation and amortization	2,362	-
Increase in accounts payable and accrued expenses, including related party	13,145	6,627
Increase in due to related party	269,716	1,135
Net Cash Provided / (Used In) By Operating Activities	(438,373)	(587,455)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchases of furniture and equipment	(11,811)	-
Trademark	(350)	-
Net Cash Used In Investing Activities	(12,161)	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from sale of common stock	-	900,000
Net Cash Provided By Financing Activities	-	900,000
NET INCREASE / (DECREASE) IN CASH	(450,534)	312,545
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	472,485	159,940
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$ 21,951	\$ 472,485
Supplemental Disclosures of Cash Flow Information		
Non-cash investing & financing activities		
Cash paid for Income Taxes	\$ -	\$ -
Conversion of related party debt to common stock	\$ -	\$ 160,000

See Accompanying Notes to the Consolidated Financial Statements

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JADE GLOBAL HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2018

NOTE 1. GENERAL ORGANIZATION AND BUSINESS

Jade Global Holdings, Inc. (formerly Media Analytics Corporation) (the “Company”) was incorporated as FanSport Inc., on March 16, 2011, to develop and provide social gaming mobile applications for fantasy sports enthusiasts. On September 3, 2013, the Company changed its name from FanSport, Inc. to Media Analytics Corporation. The Company was focused on developing or acquiring software that helps companies track their social data.

On December 15, 2016, Media Analytics Corporation, the majority shareholders of the Company (the “Sellers”) and certain buyers (the “Purchasers”) entered into a stock purchase agreement (the “Stock Purchase Agreement”), whereby the Purchasers purchased from the Sellers 380,000 (7,600,000 pre-split) shares of common stock, par value \$0.0001 per share, of the Company (the “Shares”), representing approximately 75.99% of the issued and outstanding shares of the Company. On December 27, 2016, the Company changed its name to Jade Global Holdings, Inc. The Company intends to engage in the wholesale and retail trade of jade and jade products through retail stores and online websites. In connection therewith, Michael Johnson, the Company’s sole officer and Director, resigned from his positions and named Guoqiang Qian, Scott Silverman and Min Shi as directors, and Guoqiang Qian, Scott Silverman and Min Shi to the positions of President and CEO, Treasurer and CFO and Secretary, respectively.

On July 20, 2017, Jade Global Holdings received Chinese government approval to form a new wholly-owned foreign enterprise operating subsidiary in Shanghai, P.R.China, Shanghai Jaedo Jewelry Co., Ltd. (“Jaedo”). Jaedo will seek opportunities to either enter into joint ventures or to open wholly-owned jade trading clubs in the People’s Republic of China. As of December 31, 2018, Jaedo had not begun operations.

In May, 2018, we introduced our Jaedo® luxury jade jewelry to the world at JCK Las Vegas 2018, the leading jewelry expo in the United States.

In January 2018, the Company elected to change its year end from March 31 to December 31.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Consolidation

The accompanying consolidated financial statements have been prepared on the accrual basis and include Shanghai Jaedo Jewelry Co., Ltd. (“Jaedo”). All significant inter-company accounts have been eliminated.

Accounting Basis

These consolidated financial statements are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America. The Company’s fiscal year end is December 31.

Cash and Cash Equivalents

Cash and cash equivalents are reported in the balance sheet at cost, which approximates fair value. For the purpose of the financial statements, cash equivalents include all highly liquid investments with an original maturity of three months or less when purchased.

Earnings (Loss) per Share

The Company adopted FASB ASC 260, *Earnings per Share*. Basic earnings (loss) per share is calculated by dividing the Company’s net income available to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings (loss) per share is calculated by dividing the Company’s net loss available to common shareholders by the diluted weighted average number of shares outstanding during the period. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted as of the first of the year for any potentially dilutive debt or equity. There were no dilutive or potentially dilutive shares outstanding as of December 31, 2018 and 2017.

JADE GLOBAL HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2018

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – ContinuedIncome Taxes

The Company adopted FASB ASC 740, *Income Taxes*, at its inception. Under FASB ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets, including tax loss and credit carryforwards, 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 income in the period that includes the enactment date. Deferred income tax expense represents the change during the period in the deferred tax assets and deferred tax liabilities. The components of the deferred tax assets and liabilities are individually classified as current and non-current based on their characteristics. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. No deferred tax assets or liabilities were recognized as of December 31, 2018 or December 31, 2017, respectively.

Property and Equipment

Property and equipment is recorded at cost. Expenditures for major betterments and additions are charges to the asset accounts, while replacements, maintenance and repairs which do not improve or extend the lives of the respective assets are charged to expense as incurred.

Property and Equipment at December 31, 2018 and 2017 were as follows:

	December 31, 2018	December 31, 2017
Furniture	\$ 11,811	\$ -
Less accumulated depreciation	(2,362)	-
	<u>\$ 9,449</u>	<u>\$ -</u>

Depreciation and Amortization

Depreciation of property and equipment is computed by the straight-line method using various rates based generally on the useful lives of the assets, which range from five to seven years.

During the years ended December 31, 2018 and 2017, the Company recorded depreciation expense of \$2,362 and \$0, respectively.

Fair Value of Financial Investments

The fair value of cash and cash equivalents, accounts payable, accrued liabilities, and notes payable approximates the carrying amount of these financial instruments due to their short term maturity.

Advertising

The Company will expense advertising as incurred. Advertising expense was \$3,206 and \$249 for the twelve months ended December 31, 2018 and December 31, 2017, respectively.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Related Parties

Related parties, which can be a corporation, individual, investor or another entity are considered to be related if the party has the ability, directly or indirectly, to control the other party or exercise significant influence over the Company in making financial and operating decisions. Companies are also considered to be related if they are subject to common control or common significant influence. The Company has these relationships.

Other Intangible Assets

The cost of intangible assets with determinable useful lives is amortized to reflect the pattern of economic benefits consumed, either on a straight-line or accelerated basis over the estimated periods benefited. Patents, technology and other intangibles with contractual terms are generally amortized over their respective legal or contractual lives. Customer relationships, brands and other non-contractual intangible assets with determinable lives are amortized over periods generally ranging from 5 to 30 years. When certain events or changes in operating conditions occur, an impairment assessment is performed and lives of intangible assets with determinable lives may be adjusted.

JADE GLOBAL HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2018

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Intangible assets at December 31, 2018 and 2017 were as follows:

	December 31, 2018	December 31, 2017
Trademark	\$ 350	\$ -
Less accumulated amortization	-	-
	<u>\$ 350</u>	<u>\$ -</u>

The Company has reviewed the Accounting Standards Updates through ASU No. 2018-20 and these updates have no current applicability to the Company or their effect on the financial statements would not have been significant.

NOTE 3. GOING CONCERN

As reflected in the accompanying consolidated financial statements, the Company has a net loss of \$723,136 and negative cash flows of \$450,534 for the twelve months ended December 31, 2018. In addition, the Company has not had any revenues and the only prospect for positive cash flow is through the issuance of common stock or debt. If the Company does not begin to generate sufficient revenue or raise additional funds through a financing, the Company may need to incur additional liabilities with certain related parties to sustain the Company's existence. There are currently no plans or agreements in place to provide such funding. The Company will require additional funding to finance the growth of its future operations as well as to achieve its strategic objectives. This raises substantial doubt about its ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to raise additional capital and generate revenue. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 4. INCOME TAXES

The Financial Accounting Standards Board (FASB) has issued FASB ASC 740-10. This standard requires a company to determine whether it is more likely than not that a tax position will be sustained upon examination based upon the technical merits of the position. If the more-likely-than-not threshold is met, a company must measure the tax position to determine the amount to recognize in the financial statements. As a result of the implementation of this standard, the Company performed a review of its material tax positions in accordance with recognition and measurement standards established by FASB ASC 740-10, and did not have any material unrecognized tax benefits as of December 31, 2018 and December 31, 2017, respectively.

The Company files tax returns in the U.S. federal jurisdiction and the state of Florida. Our policy is to recognize interest and penalties related to uncertain tax positions in income tax expense. During the twelve months ended December 31, 2018 and 2017, the Company did not recognize expense for interest or penalties related to income tax, and does not have any amounts accrued at December 31, 2018, as the Company does not believe it has taken any uncertain tax positions. Tax returns for the years ended December 31, 2015, December 31, 2016, December 31, 2017 and December 31, 2018 have been filed and remain open for examination by the taxing authorities.

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JADE GLOBAL HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2018

NOTE 4. INCOME TAXES – Continued

Deferred taxes are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carryforwards and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax basis. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

On December 22, 2017, the 2017 Tax Cuts and Jobs Act (the Tax Act) was enacted into law including a one-time mandatory transition tax on accumulated foreign earnings and a reduction of the corporate income tax rate to 21% effective January 1, 2018, among others. We are required to recognize the effect of the tax law changes in the period of enactment, such as determining the transition tax, remeasuring our U.S. deferred tax assets and liabilities as well as reassessing the net realizability of our deferred tax assets and liabilities. The Company does not have any foreign earnings and therefore, we do not anticipate the impact of a transition tax.

At December 31, 2018 and 2017, the Company had net operating loss carryforwards of approximately \$1,902,074 and \$1,178,939, respectively, which may be offset against future taxable income through 2038. No tax benefit has been reported in the financial statements because the potential tax benefits of the net operating loss carryforwards of approximately \$399,436 are offset by a valuation allowance of the same amount. In 2017, there was a reduction in the potential tax benefit from \$412,639 to \$247,577 as a result of the change of the federal income tax rate from 35% to 21% due to the provisions of the Tax Act but offset by an increase in additional net operating losses during the period.

Due to the change in ownership provisions of the Tax Reform Act of 1986, net operating loss carryforwards for Federal income tax reporting purposes are subject to annual limitations. As a result of the change in majority ownership, net operating loss carryforwards may be limited as to future use.

NOTE 5. STOCKHOLDERS' EQUITY / (DEFICIT)

Preferred Stock

There are 10,000,000 Preferred Shares at \$0.0001 par value authorized with none issued and outstanding at December 31, 2018 and December 31, 2017.

Common Stock

There are 25,000,000 Common shares at \$0.0001 par value authorized with 12,000,383 and 12,000,383 shares issued and outstanding at December 31, 2018 and December 31, 2017, respectively.

On March 13, 2017, the Company sold 9,764,009 common shares at US\$0.0922 per share.

On March 13, 2017, our CEO converted a loan in the amount of \$160,000 into 1,735,358 shares of common stock at a price of \$0.0922 per share.

NOTE 6. RELATED PARTY TRANSACTIONS AND DUE TO RELATED PARTY

The officers and directors of the Company are involved in business activities outside of the Company and may, in the future, become involved in other business opportunities that become available. They may face a conflict in selecting between the Company and other business interests. The Company has not formulated a policy for the resolution of such conflicts.

On December 27, 2016, the Company's CEO loaned the Company \$160,000 to fund operations. The loan was due on demand and bore no interest. On March 17, 2017, the loan was converted into 1,735,358 shares of common stock at a price of \$0.0922 per share.

On August 7, 2017, the Company's CEO loaned the Company \$1,135 to fund operations. The loan is due on demand and bears no interest. As of December 31, 2018 and 2017, \$1,135 is owed and recorded in due to related parties on the balance sheet.

During the 12 months ended December 31, 2018, Jade International Group, Inc, a company owned and controlled by the Company's CEO, loaned the Company

JADE GLOBAL HOLDINGS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2018

NOTE 6. RELATED PARTY TRANSACTIONS AND DUE TO RELATED PARTY – Continued

During the twelve months ended December 31, 2018 and 2017, \$90,000 and \$120,000 in consulting fees were paid, respectively, to EverAsia Financial Group, Inc, a company beneficially owned or controlled by Scott Silverman, our Chief Financial Officer and Director. At December 31, 2018 and December 31, 2017, \$15,000 and \$0 in accounts payable were due to EverAsia Financial Group and recorded in accounts payable – related party on the balance sheet.

During the twelve months ended December 31, 2018 and 2017, \$203,000 and \$184,550 in consulting fees were paid, respectively, to Forbstco International, LLC, a company beneficially owned or controlled by Min Shi, our Secretary and Director. At December 31, 2018 and December 31, 2017, \$0 and \$0 in accounts payable were due Forbstco International, respectively.

The Company owed \$285,851 and \$1,135 to Related Parties at December 31, 2018 and December 31, 2017, respectively.

NOTE 7. CONCENTRATIONS OF RISKS

Cash Balances

The Company maintains its cash in institutions insured by the Federal Deposit Insurance Corporation (FDIC). All other deposit accounts at FDIC-insured institutions were insured up to at least \$250,000 per depositor until December 31, 2009. On April 1, 2010, FDIC deposit insurance for all deposit accounts, except for certain retirement accounts, returned to \$250,000 per depositor. Insurance coverage for certain retirement accounts, which include all IRA deposit accounts, will remain at \$250,000 per depositor. Our cash balance at December 31, 2018 and December 31, 2017 was not and was in excess of the FDIC insurance threshold, respectively.

NOTE 8. SUBSEQUENT EVENTS

On January 31, 2019, Jade International Group, Inc, a company owned and controlled by the Company's CEO, loaned the Company \$25,000 to fund operations. The loan is due on demand and bears no interest.

On March 1, 2019, Jade International Group, Inc, a company owned and controlled by the Company's CEO, loaned the Company \$20,000 to fund operations. The loan is due on demand and bears no interest.

Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure.

There were no disagreements related to accounting principles or practices, financial statement disclosure, internal controls or auditing scope or procedure during the two fiscal years and interim periods.

Item 9A. Controls and Procedures.

Evaluation of Disclosure Controls and Procedures

Based on an evaluation under the supervision and with the participation of the Company's management, the Company's principal executive officer and principal financial officer have concluded that the Company's disclosure controls and procedures as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act were not effective as of December 31, 2018 to provide reasonable assurance that information required to be disclosed by the Company in reports that it files or submits under the Exchange Act is (i) recorded, processed, summarized and reported within the time periods specified in the SEC rules and forms and (ii) accumulated and communicated to the Company's management, including its principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure.

Management's Report on Internal Control over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting as defined in Securities Exchange Act Rules 13a-15(f) or 15d-15(f). Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external reporting purposes in accordance with U.S. GAAP.

We conducted an assessment of the effectiveness of our internal control over financial reporting as of December 31, 2017, under the supervision and with the participation of management, including our Chief Executive Officer and Chief Financial Officer. In making this assessment, we used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in *Internal Control-Integrated Framework (2013)*. Based on the Company's assessment, management has concluded that its internal control over financial reporting was not effective as of December 31, 2018 to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with GAAP.

All internal control systems, no matter how well designed, have inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable, not absolute, assurance with respect to financial statement preparation and presentation and may not prevent or detect misstatements. We do not expect that our disclosure controls and procedures or internal control over financial reporting will prevent all errors and all fraud. In addition, projections of any evaluation of effectiveness to future periods are subject to the risks that controls may become inadequate because of changes in conditions, or that the degree of compliance with policies or procedures may deteriorate.

Our Management's Report on Internal Control over Financial Reporting was not subject to attestation by our independent registered public accounting firm pursuant to rules of the SEC that permit us to provide only our report. Therefore, this Transition Report on Form 10-K does not include an attestation report of our independent registered public accounting firm regarding our internal control over financial reporting.

Changes in Internal Control over Financial Reporting

There were no changes in the Company's internal control over financial reporting during the year December 31, 2018, which were identified in connection with management's evaluation required by paragraph (d) of Rules 13a-15 and 15d-15 under the Exchange Act, that have materially affected, or are reasonably likely to

Item 9B. Other Information.

None.

PART III

Item 10. Directors, Executive Officers and Corporate Governance.

All directors of our company hold office until the next annual meeting of the security holders or until their successors have been elected and qualified. The officers of our company are appointed by our board of directors and hold office until their death, resignation or removal from office. Our directors and executive officers, their ages, positions held, and duration as such, are as follows:

Name	Position	Age	Date First Elected or Appointed
Guoqiang Qian	President, Chief Executive Officer and Chairman	61	December 21, 2016
Scott J. Silverman	Treasurer, Chief Financial Officer and Director	49	December 21, 2016
Min Shi	Secretary and Director	59	December 21, 2016

Business Experience

The following is a brief account of the education and business experience during at least the past five years of each director, executive officer and key employee of our company, indicating the person's principal occupation during that period, and the name and principal business of the organization in which such occupation and employment were carried out.

Guoqiang Qian — President, Chief Executive Officer and Chairman

Guoqiang Qian spent the earlier part of his 40-year career working for the Shanghai Railway Yangpu Station and Shanghai Railway Bureau. Since 1995, Mr. Qian has served in several executive roles, including as the Executive President of the Hong Kong Huntec Group and General Manager of Shanghai Guoyin Science & Technology Co., Ltd. In 2010, Mr. Qian created Shanghai Bridgeway-Horizon Multimedia Technology Co., Ltd., which was engaged in the development of multimedia, animation and gaming technologies that were implemented at several large-scale resorts in China. In 2012, he founded Shanghai Dingyangxuan Investment Management, that engaged in the investment and management of artwork. He then founded the Shanghai Dingyangxuan Tea Culture Museum and the Shanghai Shuojue Art Museum and Shanghai Cuicang Treasury Museum in 2014 and 2016 respectively. He currently sits on the Board of Directors of the Shanghai Cuican Culture Diffusion Co., Ltd and is the Deputy Chairman of Chinese Civil Collections Preservation Commission. Mr. Qian attended university in China and earned his Master's degree in political economics.

Scott J. Silverman — Treasurer, Chief Financial Officer and Director

Mr. Silverman is an accomplished and integrity-driven financial executive who has over 25 years of business success on national and international levels, with strong concentration and successes in SME operational and financial management. He has a highly diverse knowledge of financial, legal and operations management; public company management, accounting and Securities and Exchange Commission regulations. Mr. Silverman specializes in establishing and streamlining back-office policies and procedures and implementing sound financial management and internal controls necessary for enterprise growth and scalability. While serving as the VP of Finance of Itopia, Mr. Silverman was involved in the raise of over \$5 million, reduced expenses by more than 40% and participated in a 100% increase in year-over-year top line revenues. Mr. Silverman is also one of the founders, and serves as President and CEO, of EverAsia Financial Group, which grew into a multi-national corporate financial management and advisory firm serving clients in the United States and Asia. Well versed in securities regulations and accounting, Mr. Silverman has orchestrated investor exits for multiple companies, including ushering five client companies through successful public offerings. While at ICV, a boutique private equity firm, Mr. Silverman managed a \$35 million portfolio of companies, simultaneously serving as the CFO for both the parent company and for several portfolio companies, one of which was listed on the Entrepreneur Magazine "Hot 100" list, and was ultimately successfully spun off, delivering added value to its shareholders. In addition to being an Intuit QuickBooks ProAdvisor, Mr. Silverman is well versed in Microsoft licensing and Office365 administration and has a working knowledge of IT systems.

Min Shi — Secretary and Director

Min Shi has been an international business consultant and has worked in the investment and finance industry, both in the United States and in China, for more than 25 years. Since 2001, Ms. Shi has assisted American companies which were conducting, or wished to conduct, business in China. She has worked successively in the roles of associate, senior counselor, Finance and Investment Department Manager, Asset Management, Mutual Fund Department Manager, and Vice President at the Nan Yang Investment Company of China, Jia Shi Investment Group of Hong Kong, China Hao Ran Investment Company, China Long Sheng Heng Ye Investment Company and China Wall Street Investment Company, respectively. Ms. Shi has worked with many small and medium sized companies on overseas market development, assisting them in securing financing in the United States, Hong Kong and Chinese capital markets. Additionally, she has consulted for several US based companies by making introductions to, and improving relations with, the Chinese government. Ms. Shi has worked with several banks and Chinese provincial governments on various projects, including financing government real estate development projects and mergers or acquisitions between government owned and private enterprises in China. Ms. Shi has a Bachelors degree from the Chinese Medical University of Beijing.

Family Relationships

There are no family relationships between any of our directors, executive officers and proposed directors or executive officers.

Involvement in Certain Legal Proceedings

To the best of our knowledge, none of our directors or executive officers has, during the past ten years:

1. been convicted in a criminal proceeding or been subject to a pending criminal proceeding (excluding traffic violations and other minor offences);
2. had any bankruptcy petition filed by or against the business or property of the person, or of any partnership, corporation or business association of which he was a general partner or executive officer, either at the time of the bankruptcy filing or within two years prior to that time;
3. been subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction or federal or state

President & Chief Executive Officer	2017	-	-	-	-	-	-	105,000(1)	105,000
Scott J. Silverman Treasurer & Chief Financial Officer	2018	-	-	-	-	-	-	120,000(1)	120,000
	2017	-	-	-	-	-	-	\$ 120,000(1)	120,000
Min Shi	2018	-	-	-	-	-	-	203,000(2)	203,000
Secretary	2017	-	-	-	-	-	-	\$ 184,550(2)	184,550

- (1) During the years ended December 31, 2018 and 2017, \$90,000 and \$120,000 in consulting fees were paid to EverAsia Financial Group, Inc, a company beneficially owned or controlled by Scott Silverman, our Chief Financial Officer and Director, respectively. At December 31, 2018 and December 31, 2017, \$15,000 and \$0 in accounts payable were due to EverAsia Financial Group.
- (2) During the years ended December 31, 2018 and 2017, \$203,000 and \$184,550 in consulting fees were paid to Forbstco International, LLC, a company beneficially owned or controlled by Min Shi, our Secretary and Director, respectively.

Stock Option Plan

Currently, we do not have a stock option plan in favor of any director, officer, consultant or employee of our company.

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Outstanding Equity Awards at Fiscal Year End

No equity awards were outstanding as of the year ended December 31, 2018.

Option Exercises

During our year ended December 31, 2018 there were no options exercised by our named officers.

Compensation of Directors

We do not have any agreements for compensating our directors for their services in their capacity as directors, although such directors are expected in the future to receive stock options to purchase shares of our common stock as awarded by our board of directors.

We have determined that none of our directors are independent directors, as that term is used in Item 7(d)(3)(iv)(B) of Schedule 14A under the Securities Exchange Act of 1934, as amended, and as defined by Rule 4200(a)(15) of the NASDAQ Marketplace Rules.

Pension, Retirement or Similar Benefit Plans

There are no arrangements or plans in which we provide pension, retirement or similar benefits for directors or executive officers. We have no material bonus or profit sharing plans pursuant to which cash or non-cash compensation is or may be paid to our directors or executive officers, except that stock options may be granted at the discretion of the board of directors or a committee thereof.

Indebtedness of Directors, Senior Officers, Executive Officers and Other Management

None of our directors or executive officers or any associate or affiliate of our company during the last two fiscal years, is or has been indebted to our company by way of guarantee, support agreement, letter of credit or other similar agreement or understanding currently outstanding.

Family Relationships

There are no family relationships between any of our directors, executive officers or directors.

Equity Compensation Plans

We do not have any securities authorized for issuance under any equity compensation plan. We also do not have an equity compensation plan and do not plan to implement such a plan.

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Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters.

The following table sets forth, as of March 27, 2019, certain information with respect to the beneficial ownership of our common shares by each shareholder known by us to be the beneficial owner of more than 5% of our common shares, as well as by each of our current directors and executive officers as a group. Each person has sole voting and investment power with respect to the shares of common stock, except as otherwise indicated. Beneficial ownership consists of a direct interest in the shares of common stock, except as otherwise indicated.

Name and Address of Beneficial Owner	Amount and Nature of Beneficial Ownership	Percentage of Class ⁽¹⁾
<i>Directors and Officers</i>		
Guoqiang Qian No. 2 1099 Nong Tangshan Road, Room 504 Yangpu District Shanghai 200082 China	4,945,716	41.2%
Scott J. Silverman ⁽²⁾ 8950 SW 74 th Ct Miami, FL 33156	296,954	2.5%
Min Shi 109 Alumroot Irvine Ca 92620	1,841,302	15.3%
<i>Directors and Officers as a group (3 persons)</i>	7,083,972	59%

5% Shareholders

Yanping Qian⁽³⁾
 No. 3, 1100 Nong Lanzhou Road, Room 604
 Yangpu District
 Shanghai
 CHINA

1,187,937 9.9%

- (1) Under Rule 13d-3, a beneficial owner of a security includes any person who, directly or indirectly, through any contract, arrangement, understanding, relationship, or otherwise has or shares: (i) voting power, which includes the power to vote, or to direct the voting of shares; and (ii) investment power, which includes the power to dispose or direct the disposition of shares. Certain shares may be deemed to be beneficially owned by more than one person (if, for example, persons share the power to vote or the power to dispose of the shares). In addition, shares are deemed to be beneficially owned by a person if the person has the right to acquire the shares (for example, upon exercise of an option) within 60 days of the date as of which the information is provided. In computing the percentage ownership of any person, the amount of shares outstanding is deemed to include the amount of shares beneficially owned by such person (and only such person) by reason of these acquisition rights. As a result, the percentage of outstanding shares of any person as shown in this table does not necessarily reflect the person's actual ownership or voting power with respect to the number of shares of common stock actually outstanding on March 27, 2019. As of March 27, 2019, there were 12,000,383 shares of our company's common stock issued and outstanding.
- (2) Indirectly through EverAsia Financial Group, Inc. which Mr. Silverman has sole voting and dispositive power over.
- (3) Yanping Qian is the sister of our CEO, Guoqiang Qian.

Changes in Control

We are unaware of any contract or other arrangement or provisions of our Articles or Bylaws the operation of which may at a subsequent date result in a change of control of our company. There are not any provisions in our Articles or Bylaws, the operation of which would delay, defer, or prevent a change in control of our company.

Item 13. Certain Relationships and Related Transactions, and Director Independence.

Except as disclosed herein, no director, executive officer, shareholder holding at least 5% of shares of our common stock, or any family member thereof, had any material interest, direct or indirect, in any transaction, or proposed transaction for the year ended December 31, 2018, in which the amount involved in the transaction exceeded or exceeds the lesser of \$120,000 or one percent of the average of our total assets at the year-end for the last three completed fiscal years.

During the years ended December 31, 2018 and 2017, \$90,000 and \$120,000 in consulting fees were paid to EverAsia Financial Group, Inc, a company beneficially owned or controlled by Scott Silverman, our Chief Financial Officer and Director, respectively. At December 31, 2018 and December 31, 2017, \$15,000 and \$0 in accounts payable were due to EverAsia Financial Group.

During the years ended December 31, 2018 and 2017, \$203,000 and \$184,550 in consulting fees were paid to Forbstco International, LLC, a company beneficially owned or controlled by Min Shi, our Secretary and Director, respectively.

During the years ended December 31, 2018 and 2017, \$270,851 and \$1,135 were loaned to the Company by Guoqiang Qian, our CEO, and/or a company beneficially owned or controlled by our CEO.

Director Independence

We have determined that our directors are not "independent directors" as defined in NASDAQ Marketplace Rule 4200(a)(15).

We do not have a standing audit, compensation or nominating committee, but our entire board of directors acts in such capacities. We believe that our members of our board of directors are capable of analyzing and evaluating our financial statements and understanding internal controls and procedures for financial reporting. The board of directors of our company does not believe that it is necessary to have an audit committee because we believe that the functions of an audit committee can be adequately performed by the board of directors. In addition, we believe that retaining an independent director who would qualify as an "audit committee financial expert" would be overly costly and burdensome and is not warranted in our circumstances given the early stages of our development.

Item 14. Principal Accounting Fees and Services.

The aggregate fees billed for the years ended December 31, 2018 and 2017 for professional services rendered by the principal accountant for the audit of our annual financial statements and review of the financial statements included in our quarterly reports on Form 10-Q and services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for these fiscal periods were as follows:

	Year Ended December 31, 2018	Year Ended December 31, 2017
Audit Fees	\$ 10,000	\$ 8,300
Audit Related Fees	Nil	Nil
Tax Fees	Nil	Nil
All Other Fees	Nil	Nil
Total	\$ 10,000	\$ 8,300

Our board of directors pre-approves all services provided by our independent auditors. All of the above services and fees were reviewed and approved by the board of directors either before or after the respective services were rendered.

Our board of directors has considered the nature and amount of fees billed by our independent auditors and believes that the provision of services for activities unrelated to the audit is compatible with maintaining our independent auditors' independence.

PART IV**Item 15. Exhibits, Financial Statement Schedules.**

- (a) Financial Statements

(1) Financial statements for our company are listed in the index under Item 8 of this document

(2) All financial statement schedules are omitted because they are not applicable, not material or the required information is shown in the financial statements or notes thereto.

(b) Exhibits

Exhibit Number	Description
3.1	Articles of Incorporation (incorporated by reference to our Registration Statement on Form S-1 filed on April 27, 2011)
3.2	Bylaws (incorporated by reference to our Registration Statement on Form S-1 filed on April 27, 2011)
3.3	Articles of Amendment (incorporated by reference to our Current Report on Form 8-K filed on February 14, 2013)
3.4	Articles of Amendment (incorporated by reference to our Current Report on Form 8-K filed on August 30, 2013)
3.5	Articles of Amendment dated January 31, 2017 (incorporated by reference to our Current Report on Form 8-K filed on April 10, 2017)
3.6	Articles of Amendment dated March 14 (incorporated by reference to our Current Report on Form 8-K filed on April 10, 2017)
10.1	Form of Stock Purchase Agreement between the Company and Non-U.S. Investors dated March 13, 2017 (incorporated by reference to our Current Report on Form 8-K filed on April 10, 2017)
10.2	Stock Purchase Agreement between the Company and EverAsia Financial Group, Inc. dated March 13, 2017 (incorporated by reference to our Current Report on Form 8-K filed on April 10, 2017)
10.3	Stock Purchase Agreement dated December 15, 2016 (incorporated by reference to our Current Report on Form 8-K filed on December 21, 2016)
14.1	Code of Ethics and Business Conduct (incorporated by reference to our Registration Statement on Form S-1 filed on April 27, 2011)
31.1*	Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 of the Principal Executive Officer.
31.2*	Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 of the Principal Accounting Officer.
32.1+	Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 of the Principal Executive Officer.
32.2+	Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 of the Principal Accounting Officer.
101.INS	XBRL Instance Document
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

* Filed herewith.

+ In accordance with SEC Release 33-8238, Exhibit 32.1 and 32.2 are being furnished and not filed.

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SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

JADE GLOBAL HOLDINGS, INC.

Dated: March 27, 2019

By: /s/ Guoqiang Qian
Guoqiang Qian
President, Chief Executive Officer and
Director (Principal Executive Officer)

Dated: March 27, 2019

By: /s/ Scott J. Silverman
Scott J. Silverman
Treasurer, Chief Financial Officer and
Director (Principal Accounting Officer)

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Dated: March 27, 2019

By: /s/ Guoqiang Qian
Guoqiang Qian
President, Chief Executive Officer and
Director (Principal Executive Officer)

Dated: March 27, 2019

By: /s/ Scott J. Silverman
Scott J. Silverman
Treasurer, Chief Financial Officer and
Director (Principal Accounting Officer)

Dated: March 27, 2019

By: /s/ Min Shi
Min Shi
Secretary and Director

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EX-31.1 2 f10k2018ex31-1_jadeglobal.htm CERTIFICATION PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 OF THE PRINCIPAL EXECUTIVE OFFICER.

Exhibit 31.1

CERTIFICATION OF THE PRINCIPAL EXECUTIVE OFFICER PURSUANT TO SECTION 302 OF THE SARBANESOXLEY ACT OF 2002

I, Guoqiang Qian, certify that:

(1) I have reviewed this annual report on Form 10-K for the year ended December 31, 2018 of Jade Global Holdings, Inc.;

(2) Based on my knowledge, this report 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

report;

- (3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects, the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
- (4) The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in the report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of the annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- (5) The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated: March 27, 2019

/s/ Guoqian Qian

Guoqian Qian

Chief Executive Officer

(Principal Executive Officer)

EX-31.2 3 f10k2018ex31-2_jadeglobal.htm CERTIFICATION PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 OF THE PRINCIPAL ACCOUNTING OFFICER.

Exhibit 31.2

CERTIFICATION OF THE PRINCIPAL ACCOUNTING OFFICER PURSUANT TO SECTION 302 OF THE SARBANESOXLEY ACT OF 2002

I, Scott J. Silverman, certify that:

- (1) I have reviewed this annual report on Form 10-K for the year ended December 31, 2018 of Jade Global Holdings, Inc.;
- (2) Based on my knowledge, this report 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 report;
- (3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects, the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
- (4) The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in the report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of the annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- (5) The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated: March 27, 2019

/s/ Scott J. Silverman
Scott J. Silverman
Chief Financial Officer
(Principal Accounting Officer)

EX-32.1 4 f10k2018ex32-1_jadeglobal.htm CERTIFICATION PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 OF THE PRINCIPAL EXECUTIVE OFFICER.

Exhibit 32.1

**CERTIFICATION OF THE PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO 18 U.S. C. SECTION 1350
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANESOXLEY ACT OF 2002**

In connection with the annual report on Form 10-K of Jade Global Holdings, Inc. (the "Company") for the fiscal year ended December 31, 2018, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Guoqiang Qian, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the SarbanesOxley Act of 2002, that, to my knowledge:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: March 27, 2019

/s/ Guoqiang Qian
Guoqiang Qian
Chief Executive Officer
(Principal Executive Officer)

EX-32.2 5 f10k2018ex32-2_jadeglobal.htm CERTIFICATION PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 OF THE PRINCIPAL ACCOUNTING OFFICER.

Exhibit 32.2

**CERTIFICATION OF THE PRINCIPAL ACCOUNTING OFFICER
PURSUANT TO 18 U.S. C. SECTION 1350
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANESOXLEY ACT OF 2002**

In connection with the annual report on Form 10-K of Jade Global Holdings, Inc. (the "Company") for the fiscal year ended December 31, 2018, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Scott J. Silverman, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the SarbanesOxley Act of 2002, that, to my knowledge:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: March 27, 2019

/s/ Scott J. Silverman
Scott J. Silverman
Chief Financial Officer
(Principal Accounting Officer)