

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## BENEFICIAL HOLDINGS, INC.

One Gateway Center

Suite 2600

Newark, NJ 07102

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908-730-6280

www.beneficial-holdings.net

shareholderservices@beneficial-holdings.net

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### Quarterly Report

**For the Period Ending: December 31, 2022**

(the "Reporting Period")

As of January 31, 2023, the number of shares outstanding of our Common Stock was:

10,941,069.

As of December 31, 2022, the number of shares outstanding of our Common Stock was:

10,941,069

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

10,941,069

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

Yes:  No:

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

Yes:  No:

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

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

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

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

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

Yes:  No:

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

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

Beneficial Holdings, Inc.

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

Nevada

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

None

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

None

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

One Gateway Center  
Suite 2600  
Newark, NJ 07102

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

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

\_\_\_\_\_

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

Yes:  No:

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

\_\_\_\_\_

**2) Security Information**

Trading symbol:	<u>BFHJ</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>081909 202</u>
Par or stated value:	<u>\$0.000001</u>

Total shares authorized: 200,000,000 as of date: January 31, 2023  
 Total shares outstanding: 10,941,069 as of date: January 31, 2023  
 Number of shares in the Public Float<sup>2</sup>: 941,069 as of date: January 31, 2023  
 Total number of shareholders of record: 296 as of date: January 31, 2023

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

Trading symbol: \_\_\_\_\_  
 Exact title and class of securities outstanding: \_\_\_\_\_  
 CUSIP: \_\_\_\_\_  
 Par or stated value: \_\_\_\_\_  
 Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
 Total shares outstanding: \_\_\_\_\_ as of date: \_\_\_\_\_

Transfer Agent

Name: Colonial Stock Transfer Company, Inc.  
 Phone: 801-355-5740  
 Email: \_\_\_\_\_  
 Address: 66 Exchange Place, Suite 100  
Salt Lake City, UT 84111

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

**3) Issuance History**

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End:  <div style="text-align: center;"><u>Opening Balance</u></div> Date <u>12/31/20</u> Common: <u>941,069</u> Preferred: <u>2,000,000</u>	*Right-click the rows below and select “Insert” to add rows as needed.
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<sup>2</sup> “Public Float” shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a “control person”), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
11/15/21	New Issue	10,000,000	Common	\$0.03	NO	Anchor Capital Management, LLC Gregory Senkevitch voting control	Option Exercise	Restricted	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report:									
Ending Balance									
Ending Balance:									
Date: 10/25/22									
Common: 10,941,069									
Preferred: 2,000,000									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through September 30, 2022 pursuant to the tabular format above.

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

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

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

#### 4) Financial Statements

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

- U.S. GAAP  
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: Nicholas DiBitetto  
Title: CFO  
Relationship to Issuer: CFO

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

- C. Balance Sheet;  
D. Statement of Income;  
E. Statement of Cash Flows;  
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)  
G. Financial notes; and  
H. Audit letter, if audited

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

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

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

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

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

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

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

Beneficial Holdings, Inc., a Nevada Corporation, (the "Company") was incorporated on December 20, 1990. Since its formation, the Company has been engaged in several lines of business.

The Company operates businesses which provide solutions and technology the built environment. As such it competes in the real estate services sector, the infrastructure sector and the clean energy sector.

The Company's common stock is quoted on the OTC Pink Market under the symbol "BFHJ."

The company has been engaged in the business of providing services to the Built Environment since March, 2012.

From March, 2012 to March, 2020 the Company, through its wholly owned subsidiary, BFHJ Project Solutions, LLC ("Project Solutions") was engaged in managing a small portfolio of multifamily and retail properties in the southeast for a private owner. The multifamily properties were sold in 2014, the retail projects were sold in 2020 and the engagement was terminated upon the final sale.

In 2013 the Company invested \$125,000 in a LED lighting manufacturer and installation company (the "LED Company"). The investment was a secured note receivable guaranteed by the principal and secured by all hard assets and intellectual property. The principal pledged his voting control of the LED Company to the Company as part of the transaction. Additionally the principal agreed to merge the LED Company into the Company upon the Company completing a 5,000:1 reverse stock split (the 2013 Reverse Split). The 2013 Reverse Split was completed, however, the principal of the LED Company defaulted on the merger agreement, the Note and several other agreements associated with the transaction. The Company has been successful in obtaining a judgement against LED Company, its subsidiaries and affiliates, as well as the principal of the LED Company. The balance of the Note, along with accrued interest and penalties is \$470,187 at June 30, 2021, \$438,576 at December 31, 2020 and \$380,711 at December 31, 2019. The Company, through its wholly owned subsidiary, Genco International Technologies, LLC ("Genco") is vigorously pursuing collection.

Green Econometrics, LLC ("Green Econ") acted as an advisor to LED Company in the prospective transaction. In conjunction with the default by LED Company as noted above, the Company terminated its agreement to acquire Green Econ for common shares of the Company in December, 2015 and terminated all contractual relationships with Green Econ and the principal of Green Econ.

In January, 2014 the Company through a wholly owned subsidiary, BFHJ Energy Solutions, LLC ("BES"), began development of a solar powered LED streetlight with a Malaysian technology company. Several working prototypes were produced. BES retains rights to the technology.

In January, 2015 the Company, through BES, entered into an agreement with a Taiwanese technology company to jointly develop a sensor-based building monitoring system "the Virtual Property Manager<sup>SM</sup>" for application in the United States commercial property market. Working prototypes of the sensors were produced as well as monitoring protocols. BES retains rights to the technology and the service mark.

In May, 2015 the Company, through BES, acquired certain assets of a privately held energy conservation measures and solar photovoltaic ("solar pv") project contractor (the "EPC Company") for \$1,000,000 cash. BES completed all work in process of EPC Company during 2015 and 2016 and terminated the contractor activities of BES.

In July, 2016 the Company formed a wholly-owned clean energy development company (BFHJ Clean Energy, LLC, "Clean Energy") to pursue opportunities to develop, own and operate solar pv, energy storage, waste to energy and combined heat and power projects.

In August, 2016 the Company, through Clean Energy, entered into a joint venture with a solar development company in Tennessee (the "TVA JV") to develop six projects, totaling 6 MW, under the Tennessee Valley Authority Solar Solutions Initiative.

In December, 2016 the Company, through Clean Energy, acquired development rights to 8 MW of solar pv projects in New Hampshire for \$20,000.

In December, 2017 the Company, through Clean Energy, entered into a series of agreements with a Taiwanese solar panel manufacturer ("Taiwan Solar Company") to assist Taiwan Solar Company with two solar pv projects in New Hampshire. Additionally, Clean Energy retains the right to acquire the solar pv projects for \$3.2M.

In February, 2018 the TVA JV entered into an agreement with a solar project owner (the "CA Solar Company") to sell three of the projects controlled by the TVA JV to CA Solar Company upon completion. Only one project was completed and sold as the CA Solar Company defaulted on the balance of its agreements. The TVA JV retains all development rights to the remaining 5 projects.

In February, 2018 the Company, through Clean Energy, entered into a contract to sell upwards of 10MW of solar projects in New Hampshire upon completion to CA Solar Company. CA Solar Company defaulted on this agreement in July, 2018. Clean Energy retains all rights to the New Hampshire projects.

In October, 2018 the Company, through Project Solutions, entered into a joint venture with a landowner to develop a 250 unit multifamily rental property in northern New Jersey (the "Bergen JV"). The Bergen JV has entered into various agreements to acquire the land and development rights necessary to develop the project. Project Solutions is currently completing the land assemblage in order to commence the development.

In May, 2019 the Company, through Clean Energy, entered into an agreement with a Korean power engineering company (the "Korean ESS Company") to jointly develop battery storage projects in the United States.

In December, 2019 the Company, through Clean Energy, entered into an agreement with a Korean electric utility company (the "Korean Utility") to pursue the acquisition of operating solar projects and develop new solar and battery projects in the United States (the "BFHJ-Korean JV"). Presently the BFHJ-Korean JV is pursuing the acquisition of operating solar projects and the development of \$1 billion of new solar pv and battery projects and has entered into several joint ventures with solar project developers in Nevada and Puerto Rico to develop in excess of 50 MW of solar pv projects and 300MWH of battery storage.

In November, 2021, the Company, through its Beneficial Power, LLC affiliate ("BP") entered into an agreement with a domestic clean energy investor that will provide the capital to acquire existing older operating solar projects, repower them and add battery storage. The agreement provides that BP will earn fees on the acquisition and subsequent development of these prospective projects. Through the date of this report, while several offers were made to acquired projects and repower them, no such projects were acquired.

In January, 2022, the Company, through its JV with a local solar developer, entered into an agreement to sell one of the Nevada the projects to a large domestic utility, upon final development approvals. As of the date of this report, our initial solar and battery project in Nevada is progressing through the approval process. As a result of governmental review and local citizenry input, we expect approval of this first project in the second quarter of 2023. The Company has contract for the sale of this project upon approval.

During the period from March 31, 2022 through the date of this report, the Puerto Rican solar and battery projects have seen a setback due to higher material prices and the occurrence of Hurricane Fiona, which has severely affected the electric grid and the operations of PREPA, the Puerto Rican Utility. These issues have placed all activity in Puerto Rico solar development on hold for the

foreseeable future. Management strongly believes in the future of solar development in Puerto Rico, we have aligned the Company with a strong operator, financial partners and contractors.

During the period from March 31, 2022 through the date of this report, the Company's joint venture with local developers in Virginia to construct a 27MW solar project with 22MWH of battery storage has made a complete filing of all required documents to obtain final site approvals and has received a completed interconnection study from the utility. The Company expects that the project will be sold to the local operating utility or will provide that utility with power under a long term power purchase agreement. The project is expected to receive final approvals in Q2 2023 and be completed within 18 months thereafter.

In Q4 of 2022 the Company received approval from a large global renewable fund to proceed with the acquisition and development of an EV charging station site in New Jersey. The Company is currently negotiating site control documents with the landowners.

The Company has developed a process to use recycled plastics and ground up windmill blades to create a reinforced plastic building material. As of the date of this report, initial test production has confirmed the viability of the process and the efficacy of the product. The process was funded by a global wind power equipment manufacturer seeking a green method to dispose of retired windmill blades. The Company has begun negotiations for the establishment of a prototype processing plant sponsored by the wind power equipment manufacturer. These are early stage discussions, there is no assurance that a transaction will be consummated.

Additional descriptions of the Company's business efforts are found at the Company's website <http://beneficial-holdings.net/>

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

BFHJ Energy Solutions, LLC  
BFHJ Project Solutions, LLC  
BFHJ Clean Energy Solutions, LLC  
GENCO International Technologies, LLC  
Beneficial Power, LLC  
BFHJ-KOEN Solar Partners, LLC  
Alicity-BFHJ Clean Energy Partners, LLC  
Basin Street Solar, LLC

C. Describe the issuers' principal products or services.

Providing development and management services to capital intensive projects in the real estate, infrastructure and cleanenergy sections.

## **6) Issuer's Facilities**

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

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

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

Beneficial Holdings, Inc. utilizes shared working facilities at its principal location through Regus Business Services under a



renewable annual agreement.

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

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

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

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Gregory N Senkevitch</u>	<u>Chairman, President and CEO</u>	[REDACTED]	<u>0(a)</u>	_____	<u>0.00%</u>	
<u>Nicholas DiBitetto</u>	<u>CFO</u>	[REDACTED]	<u>0</u>	_____	<u>0.00%</u>	<u>Warrants and options for 6,000,000 common shares ranging from \$0.01 to \$0.25 per share</u>

(a) Excludes 10,000,000 shares of common stock owned by Anchor Capital Management, LLC, for which Mr. Senkevitch disclaims any beneficial interest.

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

No

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

No

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

No

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

No

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

None.

## 9) Third Party Providers

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

### Investor Relations

Name: Gregory A. McAndrews  
Firm: Greg McAndrews & Associates  
Address 1: 1575 West Warm Springs Road, Unit 2724  
Address 2: Henderson, NV 89015  
Phone: 310-804-7037  
Email: [greg@gregmcandrews.com](mailto:greg@gregmcandrews.com)

## 10) Issuer Certification

*Principal Executive Officer:*

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

The certifications shall follow the format below:

I, Gregory N Senkevitch certify that:

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

1/31/2023 [Date]

s/Gregory N Senkevitch [CEO's Signature]

*Principal Financial Officer:*

I, Nicholas DiBitetto certify that:

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

1/31/2023 [Date]

s/Nicholas DiBitetto [CFO's Signature]