



Tytan Holdings, Inc.
Quarterly Report
For the Three Months ending June 30th, 2011

Contents

Item 1	Exact name of the issuer and the address of its principal executive offices	3
Item 2	Shares outstanding.....	3
Item 3	Interim financial statements	4
	Consolidated Balance Sheets	4
	Consolidated Statement of Income and Retained Earnings	5
	Consolidated Statements of Cash Flows	6
	Consolidated Statement of Changes in Stockholders' Equity	7
	Consolidated Notes to Financial Statements	8
	Schedule of General and Administrative Expenses.....	10
Item 4	Management's discussion and plan of operation	11
Item 5	Legal proceedings.....	12
Item 6	Defaults upon senior securities.....	12
Item 7	Issuer's Certifications	13

Item 1 Exact name of the issuer and the address of its principal executive offices

Tytan Holdings, Inc.
5225 Meeker Drive
PO Box 1249
Kalama, Washington 98625

Telephone: (360) 673-2278
Email: tytanadm@yahoo.com
Website: <http://www.TytanTractor.com>

Item 2 Shares outstanding

Common Stock

- (i) **June 30, 2012**
- (ii) Number of shares authorized 43,333,334
- (iii) Total number of shares issued and outstanding 37,364,395*
- (iv) Est. Public Float (Free Trading shares) 31,220,922
- (v) Total number of shareholders 477

Preferred Stock

- (i) **June 30, 2012**
- (ii) Number of shares authorized 1,000,000
- (iii) Total number of shares issued and outstanding 1,000,000 (600,000 Series A and 400,000 Series B)
- (iv) Est. Public Float N/A
- (v) Total number of shareholders: 5

a. Mark Leonard, CEO	500,000 Shares Series A
b. Holly A. King, Leonard's Daughter	50,000 Shares Series A
c. Heather S. Mockovak, Leonard's Daughter	50,000 Shares Series A
d. Pam Copen, Private Investor	200,000 Shares Series B
e. Paul Stringer, Consultant	200,000 Shares Series B

*See Accountant's Note G on page 9 herein

Item 3 Interim financial statements

Consolidated Balance Sheet (unaudited)

ASSETS	2012	2011
Current Assets		
Cash	\$143,841	\$68,748
Inventories	\$1,860,854	\$1,608,600
Prepaid deposits on Inventory	\$35,628	\$0
Accounts receivable	\$266,601	\$306,794
Prepaid expenses	\$1,206	\$5,207
Total Current Assets	\$2,308,129	\$1,989,349
Fixed Assets		
Equipment	\$31,783	\$211,658
Molds and patents	\$79,150	\$9,150
Improvements	\$37,249	
Building	\$29,460	
Office equipment	\$17,300	
Vehicles	\$47,491	
Less accumulated depreciation	-\$78,451	-\$49,781
Net Fixed Assets	\$163,982	\$171,027
Other Assets		
Goodwill	\$10,000	\$10,000
Tytan Leasing		
Total Other Assets	\$10,000	\$10,000
TOTAL ASSETS	\$2,482,111	\$2,170,376
LIABILITIES AND STOCKHOLDERS' EQUITY	2012	2011
Current Liabilities		
Accounts payable	\$25,326	
Accrued Expenses	\$20,328	
Acc.Payable & Accr.Exp.		\$24,888
Notes payable	\$734,206	\$700,000
Total current Liabilities	\$779,860	\$724,888
Note payable shareholder	\$331,422	\$387,588
Total Long Term Liabilities	\$331,422	\$387,588
Total Liabilities	\$1,111,282	\$1,112,476
Stockholders' Equity		
Common stock, 43,333,334 authorized Issued and outstanding 37,364,395	\$96,024,362	\$95,633,378
Additional paid-in capital	-\$94,669,796	-\$94,870,644
Preferred stock, 1 million shares authorized, issued and outstanding	\$250,000	\$250,000
Retained earnings (Deficit)	-\$233,736	\$45,166
Total Stockholders' Equity	\$1,370,830	\$1,057,900
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$2,482,112	\$2,170,376

Consolidated Statement of Income and Retained Earnings

For the three months ending June 30, 2012 and 2011

*** Unaudited ***

Income	2012	2011
Sales	\$109,587	\$159,539
Total Sales	\$109,587	\$159,539
Cost of Sales		
Cost of Goods Sold	\$24,818	\$76,588
Total cost of Sales	\$24,818	\$76,588
Gross Profit	\$84,769	\$82,951
Expenses before Interest and Depreciation	\$78,521	\$71,741
Income (loss) before Interest and Depreciation	\$6,248	\$11,210
Other Income and Expenses		
Interest	\$88	\$1,698
Depreciation	\$3,484	\$5,000
Total Other Income and Expense	\$3,571	\$6,698
Net Income (Loss) before taxes	\$2,677	\$4,512
Federal Income Taxes - -	\$0	\$0
Net Income after taxes	\$2,677	\$4,512
Retained Earnings, beginning of period	-\$236,413	\$40,653
Retained Earnings (Deficit), end of period	-\$233,736	\$45,166

Consolidated Statements of Cash Flow

For the three months ending June 30, 2012 and 2011

*** Unaudited ***

CASH FLOW FROM OPERATING ACTIVITIES	2012	2011
Net Income(Loss)	\$2,677	\$4,513
Adjustments to reconcile net Income to net cash provided by operations:		
Accounts receivable	-\$11,564	-\$24,084
Prepaid expenses	\$1,000	-\$5,207
Inventories	-\$82,740	-\$93,420
Accounts payable	\$6,725	-\$15,603
Note payable, Cowlitz Bank/FDIC		\$0
Accrued taxes payable	\$2,866	
Net cash provided by Operating Activities	-\$81,035	-\$133,801
CASH FLOW FROM INVESTING ACTIVITIES		
Office Equipment	-\$1,448	
Accumulated depreciation	\$3,484	\$5,360
Net cash provided by investing activities	\$2,036	\$5,360
CASH FLOW FROM FINANCING ACTIVITIES		
Notes payable	-\$20,828	-\$22,381
Capital stock, additional paid in capital	\$0	\$203,950
Net cash provided by Financing Activities	-\$20,828	\$181,569
Net cash Increase (decrease) for period	-\$99,827	\$53,128
Cash at beginning of period	\$235,233	\$15,618
Cash at End of Period	\$135,406	\$68,746

Consolidated Statement of Changes in Stockholders' Equity

For the three months ending June 30, 2012 and 2011

*** Unaudited ***

	2012	2011
COMMON STOCK		
Balance at beginning of Quarter	\$96,024,362	\$95,618,423
Par value of shares issued under purchase plan for Investments April-June		\$14,955
Balance at end of Quarter	\$96,024,362	\$95,633,378
ADDITIONAL PAID IN CAPITAL		
Balance at beginning of Quarter	-\$94,669,796	-\$95,059,639
Market value in excess of par value of shares of common stock issued April-June		\$188,995
Balance at end of Quarter	-\$94,669,796	-\$94,870,644
PREFERRED STOCK		
Balance at beginning of Quarter	\$250,000	\$250,000
Balance at end of Quarter	\$250,000	\$250,000

Consolidated Notes to Financial Statements

For the three Months ending June 30th, 2011 and 2012

NOTE A- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

NATURE OF OPERATIONS

Tytan Holdings, Inc. ("Company") is traded on OTC Markets under the symbol TYTN.

Its subsidiary is Tytan International, Inc.

The Company has exclusive agreements with manufactures of its Tractors and Crawlers in China as well as proprietary information on the importation of its products into the United States. The Company also, has several patents in the U.S. on the design and construction of implements used with the Tractors and Crawlers.

Tytan International, Inc. is located in Kalama, Washington on Interstate 5. The Company has on display, at its headquarters, all its product lines and sells retail from its yard.

Currently the Company is setting up a full line of dealers in the U.S. to carry the company's products.

INVENTORIES

Inventories are stated at lower of cost or market value, on the first in first out basis.

DEPRECIATION

Depreciation is computed using accelerated methods for buildings and production equipment and the straight line method for all other depreciable assets.

INCOME TAXES

Tax expense is the same for both book and taxes purposes.

NOTE B- SHORT TERM NOTE

The Note payable is to Cowlitz County Bank under a \$650,000.00 Flooring line of credit that expired October 31, 2009 and is overdue. The company is negotiating with the FDIC to settle the debt and is making payments of \$1,500.00 per month while negotiating a settlement.

The Note is secured by the Company's inventories, property and equipment and guaranteed by the Company's controlling stockholder, Mark Leonard

NOTE C- LONG TERM NOTE

A series of notes payable to Mark Leonard, totaling \$352,250 at 5.00% per annum are subordinated to The Cowlitz County bank note.

NOTE D- RELATED PARTY

Mark Leonard owns the real estate the Company operates from and no rent has been accrued to date. The Company pays all the maintenance and upkeep and the related real estate taxes.

NOTE E- LITIGATION AWARD

The company's wholly owned subsidiary Tytan International, Inc. has prevailed in its lawsuit against Tractor Co and its Owner, Mitch Bogden. The total awarded was for \$252,750.00 under the Washington Consumer Protection Act and other claims.

NOTE F COLLECTIBILITY OF LITIGATION AWARD

On March 1, 2011 Mitchael J. Bogdon, aka Mitch Bogden filed a Chapter 7 bankruptcy. On March 15, 2011 the Company's subsidiary, Tytan International, Inc. filed its arbitration award against Tractor Co and had a Judgment entered.

No provision has been made for the collectability of the Judgment as the Company has retained a Collection Attorney to determine the assets listed in the Bankruptcy filing including those of Tractor Co., which, to date, has not filed Bankruptcy .

NOTE G PRIVATE PLACEMENTS

No shares were issued or sold during the second quarter of 2012.

NOTE H STOCK LOAN

On March 10, 2011 Mark Leonard lent the Company 700 million shares of Common stock.

NOTE I REVERSE SPLIT

On January 3, 2012 the shareholders of the Company by a vote of the majority of the common shares of the Company approved a 150 to 1 Reverse Split which became effective April 4, 2012.

Schedule of General and Administrative Expenses

For the three months ending June 30, 2012 and 2011

*** Unaudited ***

EXPENSES	2012	2011
Advertising/Marketing	\$1,672	\$2,397
Bank Fees	\$239	\$742
Washington B & O Tax	\$69	\$288
Office salaries		\$4,748
Corporate Expense	\$3,915	
Credit card fees	\$1,950	\$183
Diesel fuel		\$2,082
Drug testing		\$150
Equipment rental		\$225
Flooring charges		
Gasoline	\$2,722	\$2,961
Import & Broker fees		\$1,553
Insurance	\$3,058	\$551
Internet & computer expense	\$1,032	-\$1,889
Legal & Professional fees	\$3,546	\$2,850
License / taxes		
Lubricants and Hydraulic Oil		\$1,459
Maintenance and Repairs		\$217
Meals and entertainment	\$357	\$755
Merchant fees-Credit Cards		\$758
Miscellaneous	\$596	\$65
Non-Tytan Warranty expense		\$95
Ocean Freight	\$612	\$87
Office supplies & Postage	\$1,150	\$2,060
Paint	\$1,278	
Parts	\$529	\$119
Telephone	\$1,040	\$1,141
Payroll taxes	\$7,061	\$4,279
Printing and Signs	\$43	\$115
Security System		\$22
Shipping Charges and Freight	\$575	\$3,443
Shop Expense	\$2,914	\$4,143
Shop uniforms		\$772
Travel	\$4,991	\$3,461
Utilities	\$1,376	\$1,858
Vehicle expense	\$80	\$1,115
Wages	\$35,540	\$700
Website		\$74
Welding and Fabrication	\$2,178	\$360
Total	\$78,521	\$43,939

Item 4 Management's discussion and plan of operation

Forward-Looking Statements: No Assurances Intended

In addition to historical information, this Quarterly Report contains forward-looking statements, which are generally identifiable by use of the words "believes," "expects," "intends," "anticipates," "plans to," "estimates," "projects," or similar expressions. These forward-looking statements represent Management's belief as to the future of Tytan International and Tytan Holdings. Whether those beliefs become reality will depend on many factors that are not under Management's control. Many risks and uncertainties exist that could cause actual results to differ materially from those reflected in these forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements. We undertake no obligation to revise or publicly release the results of any revision to these forward-looking statements.

The second quarter proved to be a transitional period for the Company. The Company has successfully sold down on the Generation I (older style tractors) in Quarter 1, 2012 and before. Second quarter sales were focused on getting newly arrived implements (Mowers, Chippers, etc.) sold to dealers and consumers. This effort started the process of winning over new dealers. This went well and of course we had retail sales additionally during Q2 with great praise for our quality. The implements are not as high a dollar ticket as tractors, however with the lower sales, the company still remained profitable. We are planning to have dealers visit Kalama to see the new (Generation II) tractors, starting after their arrival in the next few weeks. With this, we are expecting sales of the new Tractors & Implements together to start things in a steady upward direction.

Year over year, the Company's Stockholder equity grew by \$311,736 or 14.36%. Again, this represents a step in the right direction, but is nowhere near the growth we are expecting.

While this quarter did not meet our expectations, we are pleased that it turned a modest profit and helped continue to lay the ground work for greater profitability. The team continues to improve the Company website, establish relationships with new dealers, fine tune the designs, and build very profitable retail sales.

The Company will be updating shareholders regularly (as news develops) in press releases and on the corporate website's "CEO Mailbag" viewable here:

<http://www.tytantractor.com/NEWScorp.html>

Item 5 Legal proceedings

There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the Company that could have a material effect on the Issuer's business, financial condition, or operations.

Item 6 Defaults upon senior securities

Tytan International, Inc. has had an Operating line of Credit with Cowlitz County Bank of Longview WA. Tytan has never been delinquent on any payments during its 5 year relationship with the Bank. In 2009, Cowlitz Bank failed and was taken over by the FDIC. Prior to Cowlitz Bank failing, the Bank was cash strapped and thus did not renew Tytan's Line of Credit as well as other Commercial Loans. This put Tytan into default on its Note. Cowlitz Bank sought and received a judgment in April 2010 against Mark Leonard directly as the Guarantor. Tytan Holdings, Inc. does not have a Judgment against it.

The loan has been moved to the Midland Bank by the FDIC. Both parties continue to negotiate in good faith to resolve this issue.

Item 7 Issuer's Certifications

1. I have reviewed this revised annual disclosure statement of Tytan Holdings, Incorporated;
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.

/s/ 

Date: August 15, 2012
Chief Executive Officer