



**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNREVIEWED)**

**MARCH 31, 2024 AND 2023**

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**BASIS OF PRESENTATION**  
**MARCH 31, 2024 AND 2023**

The consolidated financial statements for the nine months ended March 31, 2024 and 2023 have not been reviewed by our independent registered public accounting firm.

**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

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**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**

	<b>March 31, 2024</b>	<b>June 30, 2023</b>
	<b>(Unreviewed)</b>	<b>(Unaudited)</b>
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 164,246	\$ 55,379
Accounts receivable	149,410	176,912
Inventory	378,362	245,707
Prepaid expenses and other current assets	70,155	30,810
	<u>762,173</u>	<u>508,808</u>
Total current assets		
	<u>-</u>	<u>-</u>
Property and equipment, net		
Other assets:		
Intangible assets, net of accumulated amortization	31,590	36,855
Goodwill	1,340,301	1,340,301
Security deposit	4,500	-
	<u>1,376,391</u>	<u>1,377,156</u>
Total other assets		
Total Assets	<u>\$ 2,138,564</u>	<u>\$ 1,885,964</u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIENCY</b>		
Current Liabilities:		
Accounts payable	\$ 1,244,256	\$ 1,324,417
Accrued liabilities (related parties of \$1,159,921 and \$681,315)	1,902,382	1,417,741
Loan payable - Small Business Administration - current portion	6,632	304,482
Deferred revenue	-	50,000
Convertible notes payable	500,000	500,000
Loans payable - related parties	9,980,643	7,735,263
	<u>13,633,913</u>	<u>11,331,903</u>
Total current liabilities		
Long-term liabilities:		
Loan payable - Small Business Administration - net of current portion	316,492	-
	<u>316,492</u>	<u>-</u>
Total long-term liabilities		
Total Liabilities	<u>13,950,405</u>	<u>11,331,903</u>
Stockholders' Deficiency:		
Series D preferred stock - \$0.001 par value; 15,000,000 shares authorized, none issued	-	-
Common stock, \$0.001 par value; 1,000,000,000 shares authorized, 854,229,014 and 726,893,846 shares issued and outstanding	854,228	726,894
Additional paid-in capital	51,769,103	48,684,145
Accumulated deficit	(64,435,172)	(58,856,978)
	<u>(11,811,841)</u>	<u>(9,445,939)</u>
Total Stockholders' Deficiency		
Total Liabilities and Stockholders' Deficiency	<u>\$ 2,138,564</u>	<u>\$ 1,885,964</u>

See Accompanying Notes to Condensed Consolidated Financial Statements

**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

	<u>2024</u>	<u>2023</u>
Revenues	\$ 658,695	\$ 112,500
Cost of Revenues	<u>229,436</u>	<u>-</u>
Gross Profit	<u>429,259</u>	<u>112,500</u>
Operating Expenses		
General and administrative	3,153,076	11,101,931
Software development	-	48,296
Legal and professional fees	190,070	347,560
Selling and marketing	389,388	31,394
Depreciation and amortization	<u>5,265</u>	<u>6,216</u>
Total Operating Expenses	<u>3,737,799</u>	<u>11,535,397</u>
Loss From Operations	<u>(3,308,540)</u>	<u>(11,422,897)</u>
Other Income (Expense)		
Interest expense - related parties	(713,024)	(523,348)
Interest expense and finance costs	<u>(987,221)</u>	<u>(220,006)</u>
Total Other Income (Expense)	<u>(1,514,244)</u>	<u>(743,354)</u>
Net Loss	<u><u>\$ (4,822,784)</u></u>	<u><u>\$ (12,166,251)</u></u>
 BASIC AND DILUTED NET LOSS PER SHARE	 <u><u>\$ (0.006)</u></u>	 <u><u>\$ (0.017)</u></u>
 BASIC AND DILUTED WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	  770,681,342	  722,059,733

See Accompanying Notes to Condensed Consolidated Financial Statements

**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIENCY**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

	Common stock		Additional	Accumulated	
	Shares	Amount	Paid-in Capital	Deficit	Total
Balance at July 1, 2023	793,274,858	\$ 793,274	\$ 49,347,816	\$ (59,612,388)	\$ (9,471,298)
Common stock issued for services	7,580,000	7,580	322,160	-	329,740
Common stock issued for conversion of notes payable	50,463,044	50,463	1,998,038	-	2,048,501
Common stock purchased	2,911,112	2,911	101,089	-	104,000
Net loss	-	-	-	(4,822,784)	(4,822,784)
Balance at March 31, 2024	<u>854,229,014</u>	<u>\$ 854,228</u>	<u>\$ 51,769,103</u>	<u>\$ (64,435,172)</u>	<u>\$ (11,811,841)</u>
Balance at July 1, 2022	384,323,000	\$ 384,323	\$ 38,786,561	\$ (45,471,021)	\$ (6,300,137)
Common stock issued	337,736,733	337,737	9,145,381	-	9,483,118
Net loss	-	-	-	(12,166,251)	(12,166,251)
Balance at March 31, 2023	<u>722,059,733</u>	<u>\$ 722,060</u>	<u>\$ 47,931,942</u>	<u>\$ (57,637,272)</u>	<u>\$ (8,983,270)</u>

See Accompanying Notes to Condensed Consolidated Financial Statements

**HIPPOFI, INC.**  
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**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2024 AND 2023 (UNREVIEWED)**

	<u>2024</u>	<u>2023</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (4,822,784)	\$ (13,385,957)
Adjustments to reconcile net loss to net cash used in operating activities		
Depreciation	-	1,057
Amortization of patent	5,265	7,020
Common stock issued for interest on convertible notes	950,501	537,324
Common stock issued for services	329,740	8,860,000
Related party loans issued for services rendered	2,186,755	2,396,559
Interest accrued on SBA Loan	24,880	-
Expenses paid directly by related party	58,625	254,644
Vendor debt settlement	(186,001)	
Changes in operating assets and liabilities:		
Accounts receivable	27,502	(87,609)
Prepaid expenses and other current assets	(64,345)	(5,810)
Inventory	(132,655)	(245,707)
Accounts payable	105,840	349,706
Accrued liabilities	484,643	65,571
Deferred revenue	(50,000)	-
Net cash used in operating activities	<u>(1,082,034)</u>	<u>(1,253,202)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Cash received through asset purchase of Pur Biologics	<u>-</u>	<u>368</u>
Net cash provided by investing activities	<u>-</u>	<u>368</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from convertible notes	1,098,000	500,000
Common stock sold in private placement	104,000	567,500
Proceeds from SBA loan	-	217,682
Repayments of SBA loan	(11,099)	-
Net cash provided by financing activities	<u>1,190,901</u>	<u>1,285,182</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	108,867	32,348
CASH AND CASH EQUIVALENTS, beginning of period	55,379	23,031
CASH AND CASH EQUIVALENTS, end of period	<u>\$ 164,246</u>	<u>\$ 55,379</u>
SCHEDULE OF NONCASH ACTIVITY		
Common stock issued for conversion of notes payable	\$ 1,098,000	\$ 567,500
Common stock issued for settlement of accounts payable	-	34,400
SUPPLEMENTAL CASH FLOW INFORMATION		
Cash paid during the period for interest	\$ 243,888	\$ 193,000
See Accompanying Notes to Condensed Consolidated Financial Statements		

**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

**NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION**

Organization

HippoFi, Inc. is a Nevada corporation (“HippoFi”). As of and for the period ended March 31, 2024, the accompanying consolidated financial statements presented are those of HippoFi and its wholly-owned subsidiary PUR Biologics, LLC (“PUR”), (together, the “Company”).

Principal Business Activity

HippoFi is a healthcare innovator and publicly traded company, delivering proprietary technologies in the multi-billion-dollar Spine, Orthopedic, and Cancer markets. The company’s purpose is to improve patient care and outcomes by utilizing biotech and AI technologies to address degenerative and diseased conditions affecting the quality of life.

HippoFi’s business is designed to drive company value by commercializing and monetizing innovative solutions, acquiring assets, and licensing technologies, establishing strategic partnerships and industry alliances, and leveraging its worldwide sales channels. The operations of the company comprise of two segments: Regenerative Therapeutics and Intelligent Automation.

HippoFi’s Regenerative Therapeutics division is actively developing and deploying scalable biological solutions into the \$1.37 Trillion (13.96% CAGR) biotechnology market through its wholly-owned subsidiary - **PUR Biologics**.

Capitalizing on HippoFi’s established partnerships with ZIMMER / BIOMET, Hoag Hospital Newport Beach, BPB Medica, Precision Spine, and others, PUR Biologics’ team of industry experts, pioneering scientists, and world-class medical professionals are utilizing the company’s powerful patent portfolio and proprietary technologies to commercialize advanced technologies that improve bone growth in spinal fusion procedures, regenerate joint cartilage and intervertebral disc, eliminate pain and inflammation associated with osteoarthritis, joints, and the lower back, and deliver a cell-based immunotherapy to help defeat cancer.

Basis of Presentation

The accompanying unreviewed condensed consolidated financial statements have been prepared from the books and records of the Company and include all normal and recurring adjustments which, in the opinion of management, are necessary for a fair presentation in accordance with accounting principles generally accepted in the United States for interim consolidated financial information and Rule 8-03 of Regulation S-X promulgated by the U.S. Securities and Exchange Commission. Accordingly, these interim financial statements do not include all of the information and footnotes required for complete annual consolidated financial statements. Interim results are not necessarily indicative of the results that may be expected for the full year. Interim unreviewed condensed consolidated financial statements should be read in conjunction with the unaudited financial statements and the notes thereto included in the Company’s Annual Report for the prior year ended June 30, 2023, filed with the OTC on September 28, 2023, from which the accompanying condensed consolidated balance sheet dated June 30, 2023 was derived.

Principles of Consolidation

The consolidated financial statements include the accounts of the HippoFi and PUR. All intercompany balances and transactions have been eliminated as part of the consolidation.



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**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

**NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION (CONTINUED)**

Going Concern

As of March 31, 2024, the accompanying financial statements have been presented on the basis that the Company is a going concern which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has incurred significant losses and negative cash flows from operations. As of March 31, 2024, the Company's accumulated deficit was approximately \$64.4 million. For the period ended March 31, 2024, the Company had a net loss of approximately \$4,823,000, and it had cash used in operating activities of approximately \$1,082,000, for the period ended March 31, 2024. These factors raise substantial doubt about the Company's ability to continue as a going concern.

In view of these matters, recoverability of any asset amounts shown in the accompanying consolidated financial statements is dependent upon the Company's ability to begin operations and to achieve a level of profitability. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

The Company has financed its activities principally from the issuance of convertible notes. The Company intends on financing its future development activities and its working capital needs largely from loans and the sale of equity securities until such time that funds provided by operations are sufficient to fund working capital requirements.

Although no assurances can be given, management believes that its funding plans will allow the Company to obtain sufficient capital for operations and to continue as a going concern for the next twelve months from the date of the issuance of this report.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect reported amounts of assets and liabilities, disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Although management bases its estimates on historical experience and various other assumptions that are believed to be reasonable under the circumstances, actual results could differ from these estimates.

Revenue Recognition

*Revenue from Contracts*

The Company accounts for revenue in accordance with ASC 606, "*Revenue from Contracts with Customers*." Under the standard, the Company recognizes revenue when a customer obtains control of promised services or goods in an amount that reflects the consideration to which the entity expects to receive in exchange for those goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from customer contracts. Contract liabilities (deferred revenue) represent billings to a customer for whom the services have not yet been provided.

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**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

Revenue Recognition (Continued)

The Company's contract revenue consists primarily of amounts earned under a contract with one third-party customer. The Company analyzes its agreements to determine whether the elements can be separated and accounted for individually or as a single unit of accounting. Allocation of revenue to individual elements that qualify for separate accounting is based on the separate selling prices determined for each component, and total contract consideration is then allocated pro rata across the components of the arrangement. If separate selling prices are not available, the Company will use its best estimate of such selling prices, consistent with the overall pricing strategy and after consideration of relevant market factors.

In general, the Company applies the following steps when recognizing revenue from contracts with customers: (i) identify the contract, (ii) identify the performance obligations, (iii) determine the transaction price, (iv) allocate the transaction price to the performance obligations and (v) recognize revenue when a performance obligation is satisfied.

Recognition of revenue is driven by satisfaction of the performance obligations using one of two methods: revenue is either recognized over time or at a point in time. Contracts containing multiple performance obligations classify those performance obligations into separate units of accounting either as standalone or combined units of accounting. For those performance obligations treated as a standalone unit of accounting, revenue is generally recognized based on the method appropriate for each standalone unit. For those performance obligations treated as a combined unit of accounting, revenue is generally recognized as the performance obligations are satisfied, which generally occurs when control of the goods or services have been transferred to the customer or client or once the client or customer is able to direct the use of those goods and/or services as well as obtaining substantially all of its benefits. As such, revenue for a combined unit of accounting is generally recognized based on the method appropriate for the last delivered item but due to the specific nature of certain project and contract items, management may determine an alternative revenue recognition method as appropriate, such as a contract whereby one deliverable in the arrangement clearly comprises the overwhelming majority of the value of the overall combined unit of accounting. Under this circumstance, management may determine revenue recognition for the combined unit of accounting based on the revenue recognition guidance otherwise applicable to the predominant deliverable.

*Product Sales*

The Company recognizes revenue to depict the transfer of promised goods to customers in an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods.

Revenue is recognized as the customer obtains control of the goods and services promised in the contract (i.e., performance obligations). In evaluating our contracts with our customers, we have determined that there is no future performance obligation once delivery has occurred.

Our revenue is generated from fixed-price contracts. Under fixed-price contracts, we agree to perform the specified work for a pre-determined price, which we estimate during the bidding process before the contract is awarded. To the extent our actual costs vary from the estimates upon which the price was negotiated, we will generate more or less profit or could incur a loss.

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**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

Revenue Recognition (Continued)

We evaluate the products promised in each contract at inception to determine whether the contract should be accounted for as having one or more performance obligations. Our contracts are typically accounted for as one performance obligation. We classify net sales as products on our consolidated statements of operations based on the predominant attributes of the performance obligations.

*Contract Assets*

A contract asset is an entity's right to payment for goods and services already transferred to a customer if that right to payment is conditional on something other than the passage of time. Generally, an entity will recognize a contract asset when it has fulfilled a contract obligation but must perform other obligations before being entitled to payment.

Contract assets consist primarily of the cost of project contract work performed by third parties whereby the Company expects to recognize any related revenue at a later date, upon satisfaction of the contract obligations. At both March 31, 2024 and June 30, 2023, contract assets were \$0.

*Contract Liabilities*

A contract liability is an entity's obligation to transfer goods or services to a customer at the earlier of (1) when the customer prepays consideration or (2) the time that the customer's consideration is due for goods and services the entity will yet provide. Generally, an entity will recognize a contract liability when it receives a prepayment.

Contract liabilities consist primarily of consideration received, usually in the form of payment, on project work to be performed whereby the Company expects to recognize any related revenue at a later date, upon satisfaction of the contract obligations. Contract liabilities may also be described as deferred revenue. At March 31, 2024 and June 30, 2023, contract liabilities (or deferred revenue) was \$0 and \$50,000, respectively. The Company recognized revenue during the nine months ended March 31, 2024 and 2023 of \$50,000 and \$150,000, respectively.

Fair Value of Financial Instruments

The Company's financial instruments consist of and are valued as follows:

1. Cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities approximated their fair values due to their short-term nature.
2. Notes and loans payable are stated at carrying value which approximates market value as the interest rates approximated market.

Accounts Receivable

Accounts receivables are reported at their outstanding unpaid principal balances net of allowances for uncollectible accounts. The Company provides for allowances for uncollectible receivables based on management's estimate of uncollectible amounts considering age, collection history, and any other factors considered appropriate. The Company writes off accounts receivable against the allowance for credit losses when a balance is determined to be uncollectible. At March 31, 2024 and June 30, 2023, management determined that an allowance for credit losses was not needed.

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**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
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**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

Inventory

Inventory, consisting solely of finished goods, is stated at the lower of cost, determined on a first in, first out basis, or net realizable value. The Company periodically evaluates inventory items and establishes reserves for obsolescence accordingly. The Company also reserves for excess quantities, slow moving goods, and for other impairment of value based upon assumptions of future demand and market conditions. Inventory totaled \$378,362 and \$245,707 as of March 31, 2024 and June 30, 2023, respectively.

Property and Equipment

Property and equipment are stated at cost net of accumulated depreciation. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets, generally three years. Major renewals and betterments that extend the life of the property are capitalized. Expenditures for repairs and maintenance are expensed as incurred.

Intangible Assets

Intangible assets are amortized using the straight-line method over the period of expected benefit.

Intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the related carrying amount may be impaired. The Company records an impairment loss if the undiscounted future cash flows are found to be less than the carrying amount of the asset. If an impairment loss has occurred, a charge is recorded to reduce the carrying amount of the asset to fair value.

Goodwill

Goodwill represented the excess of the acquisition cost of businesses over the book value of the identifiable net assets acquired. The goodwill amount of \$1,340,301 at both March 31, 2024 and June 30, 2023, related to the acquisition of PUR.

The Company accounts for the impairment of goodwill under the provisions of ASU 2017-04 (“ASU 2017-04”), *“Intangibles Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment.”* ASU 2017-04 gives companies the option to perform a qualitative assessment to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount.

The Company performs impairment testing for goodwill annually, or more frequently when indicators of impairment existed.

Earnings (Loss) Per Share

Basic earnings (loss) per common share is computed by dividing the net income (loss) allocated to common stockholders by the weighted-average number of shares of common stock outstanding during the period. For purposes of calculating diluted earnings (loss) per common share, the denominator includes both the weighted-average number of shares of common stock outstanding during the period and the number of common stock equivalents if the inclusion of such common stock equivalents is dilutive. Dilutive common stock equivalents potentially include stock options and warrants using the treasury stock method.

For both of the nine months ended March 31, 2024 and 2023, the Company incurred net losses which cannot be diluted; therefore, basic and diluted loss per common share is the same.

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**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
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**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

Stock-based Compensation

The Company accounts for stock-based compensation in accordance with FASB ASC 718, “*Compensation – Stock Compensation*.” Under the fair value recognition provision of the ASC, stock-based compensation cost is estimated at the grant date based on the fair value of the award. The Company estimates the fair value of stock grants at their closing reported market value. Stock-based compensation expense amounted to \$329,740 and \$8,860,000 for the nine months ended March 31, 2024 and 2023, respectively. Stock-based compensation expenses were included in general and administrative expenses in the accompanying consolidated statements of operations.

Income Taxes

The Company accounts for income taxes in accordance with accounting guidance now codified as FASB ASC 740, “*Income Taxes*,” which requires that the Company recognize deferred tax liabilities and assets based on the differences between the financial statement carrying amounts and the tax bases of assets and liabilities, using enacted tax rates in effect in the years the differences are expected to reverse.

The provision for, or benefit from, income taxes includes deferred taxes resulting from the temporary differences in income for financial and tax purposes using the liability method. Such temporary differences result primarily from the differences in the carrying value of assets and liabilities. Future realization of deferred income tax assets requires sufficient taxable income within the carryback, carryforward period available under tax law. We evaluate, on a quarterly basis whether, based on all available evidence, it is probable that the deferred income tax assets are realizable. Valuation allowances are established when it is more likely than not that the tax benefit of the deferred tax asset will not be realized. The evaluation, as prescribed by ASC 740-10, “*Income Taxes*,” includes the consideration of all available evidence, both positive and negative, regarding historical operating results including recent years with reported losses, the estimated timing of future reversals of existing taxable temporary differences, estimated future taxable income exclusive of reversing temporary differences and carryforwards, and potential tax planning strategies which may be employed to prevent an operating loss or tax credit carryforward from expiring unused.

The Company accounts for uncertainties in income taxes under the provisions of FASB ASC 740 which clarify the accounting for uncertainty in income taxes recognized in an enterprise’s financial statements. The standard prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. The Subtopic provides guidance on the de-recognition, classification, interest and penalties, accounting in interim periods, disclosure and transition.

HippoFi has not filed its required federal and state returns in several years. Management believes that when the returns are filed, no taxes will be owed due to losses incurred during those periods. As a result, management could not calculate the amount of net operating loss carryforwards are available to offset future taxable income.

The Company’s policy is to recognize interest and penalties accrued on any unrecognized tax benefits as a component of income tax expense. The Company does not have any accrued interest or penalties associated with any unrecognized tax benefits, nor was any interest expense incurred during both the nine months ended March 31, 2024 and 2023.

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Recently Issued Accounting Pronouncements Adopted

Effective July 1, 2023, the Company adopted ASU 2016-13, "*Financial Instruments-Credit Losses* (Topic 326)" ("ASU 2016-13"), which significantly changes how entities will account for credit losses for most financial assets and certain other instruments that are *not* measured at fair value through net income. ASU 2016-13 replaces the existing incurred loss model with an expected credit loss model that requires entities to estimate an expected lifetime credit loss on most financial assets and certain other instruments. Under ASU 2016-13 credit impairment is recognized as an allowance for credit losses, rather than as a direct write-down of the amortized cost basis of a financial asset. The impairment allowance is a valuation account deducted from the amortized cost basis of financial assets to present the net amount expected to be collected on the financial asset. Once the new pronouncement is adopted by the Company, the allowance for credit losses must be adjusted for management's current estimate at each reporting date. The new guidance provides *no* threshold for recognition of impairment allowance. Therefore, entities must also measure expected credit losses on assets that have a low risk of loss. For instance, trade receivables that are either current or *not* yet due *may not* require an allowance reserve under currently generally accepted accounting principles, but under the new standard, the Company will have to estimate an allowance for expected credit losses on trade receivables under ASU 2016-13. The adoption of ASU 2016-13 did not have a material effect on the Company's consolidated financial statements.

Management does not believe that any other recently issued, but not yet effective, accounting standard if currently adopted would have a material effect on the accompanying consolidated financial statements. Most of the newer standards issued represent technical corrections to the accounting literature or application to specific industries which have no effect on the Company's consolidated financial statements.

**NOTE 3 – PROPERTY AND EQUIPMENT, NET**

Property and equipment, net consisted of the following at March 31, 2024 and June 30, 2023:

	<u>March 31, 2024</u>	<u>June 30, 2023</u>
Computer equipment	\$ 129,109	\$ 129,109
Furniture and fixtures	30,846	30,846
Leasehold improvements	<u>6,342</u>	<u>6,342</u>
	166,297	166,297
Less: accumulated depreciation	<u>166,297</u>	<u>166,297</u>
Property and equipment - net	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

Depreciation for the nine months ended March 31, 2024 and 2023 amounted to \$0 and \$951, respectively.

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**NOTE 4 –INTANGIBLE ASSETS, NET**

Intangible assets consisted of the following at March 31, 2024 and June 30, 2023:

	<u>March 31, 2024</u>	<u>June 30, 2023</u>
Patent	\$ 70,200	\$ 70,200
Less: accumulated amortization	<u>38,610</u>	<u>33,345</u>
Intangible assets - net	<u>\$ 31,590</u>	<u>\$ 36,855</u>

Amortization expense amounted to \$5,265 for both of the nine months ended March 31, 2024 and 2023.

**NOTE 5 – RELATED PARTY TRANSACTIONS**

The Company has engaged in transactions with related parties involving settlement of expenses paid on behalf of the Company, encompassing salaries, rent, and operating expenses. Additionally, related parties have provided loans to fund the operation of the Company, Furthermore, certain related parties have allowed the Company to utilize their personal residences for operation purposes.

Loans Payable - Related Parties

The loans are due to members of management and bear interest at the rate of 10% per annum.

During the nine months ended March 31, 2024 and 2023, operating expenses totaling \$58,625 and \$254,644, respectively, were paid directly by related parties. In addition, the Company incurred services of \$2,186,755 and \$2,396,559 to related parties for the nine months ended March 31, 2024 and 2023, respectively.

Interest expense for the nine months ended March 31, 2024 and 2023 totaled \$713,024 and \$523,348, respectively. Accrued interest owed to related parties as of March 31, 2024 and June 30, 2023 amounted to \$1,159,921 and \$681,315, respectively. Loans payable amounted to \$9,980,643 and \$7,735,263 as of March 31, 2024 and June 30, 2023, respectively.

**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

**NOTE 6 – CONVERTIBLE NOTES PAYABLE**

During the nine months ended March 31, 2024, the Company issued a series of convertible notes to finance operations. The Company received total proceeds of \$1,098,000. Terms of the notes included the following:

1. The notes mature one year from the date of issuance. Payment of principal is due on or before the maturity date.
2. The notes bear interest at 12% per annum from the date of the disbursement of the funds.
3. All interest amounts are to be payable in the form of the common stock of the Company at the end of each quarter (consecutively, every 90 days following the issuance date) and priced at the closing price per share of the date due.
4. At any time following the third day from the issuance date, the holder has the option of converting the outstanding principal amount, in whole or in part, into shares of the Company's common stock. The average price per share of the date of the conversion will be the effective price of the conversion but the holder will receive a 25% discount on the average price per share.

During the nine months ended March 31, 2024, \$1,098,000 of such notes were converted into 50,463,044 shares of the Company's common stock with the issuances of the notes and incurred finance costs totaling \$950,501. Such amount is included in interest expense and finance costs in the consolidated statement of operations.

As of March 31, 2024, the balance owed for the convertible notes payable was \$500,000. Interest expense for the period ended March 31, 2024 was \$11,836 and is included in interest expense and finance costs in the consolidated statement of operations. Accrued interest on the notes payable as of March 31, 2024 was \$11,836 and is included in accrued liabilities in the consolidated balance sheet.



**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

**NOTE 7 – LOAN PAYABLE – SMALL BUSINESS ADMINISTRATION**

On March 22, 2021, PUR received \$86,900 under a Small Business Administration (“SBA”) loan. Monthly installment payments under the loan were \$424 inclusive of interest at 3.75% per annum. The maturity date of the loan was April 2, 2051.

On April 20, 2022, the loan was amended. Terms of the loan include the following:

1. PUR received additional proceeds of \$227,000.
2. Monthly installments payments of \$1,553 inclusive of interest at 3.75% per annum.
3. The loan is secured by substantially all of the assets of PUR.
4. The loan is guaranteed by several members of management.
5. The maturity date of the loan is April 2, 2051.

Interest incurred under the SBA loan totaled \$9,163 for the nine months ended March 31, 2024.

Future principal payments under the loan are as follows:

For the twelve months ending December 31,

2024	\$	6,632
2025		6,885
2026		7,148
2027		7,420
2028		7,632
Thereafter		<u>287,406</u>
	\$	<u><u>323,123</u></u>

**NOTE 8 – STOCKHOLDERS' DEFICIENCY**

Preferred Stock

The board of directors of the Company (the "Board"), in its sole discretion, may establish par value, divide the shares of preferred stock into series, and fix and determine the dividend rate, designations, preferences, privileges, and ratify the powers, if any, and determine the restrictions and qualifications of any series of preferred stock as established. On June 25, 2018, the Board designated 15,000,000 shares of undesignated preferred stock into Series D preferred stock. Each share of Series D Preferred Stock ("Series D Preferred") has a preferential voting right such that each share of Series D Preferred has twenty-five (25) votes per share with regard to any matters voted on by the holders of common stock as long as the Company is in existence. Any other powers, designations, preferences, limitations, restrictions, and relative rights of Series D Preferred shall be the same as that of common stock.

**HIPPOFI, INC.**  
**(formerly ORHub, Inc.)**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2024 AND 2023**  
**(UNREVIEWED)**

**NOTE 8 – STOCKHOLDERS' DEFICIENCY (CONTINUED)**

Common Stock

Holders of common stock have equal rights to receive dividends when, as and if declared by the board of directors, out of funds legally available therefor. Holders of common stock have one vote for each share held of record and do not have cumulative voting rights.

Holders of common stock are entitled, upon liquidation of the Company, to share ratably in the net assets available for distribution, subject to the rights, if any, of holders of any preferred stock then outstanding. Shares of common stock are not redeemable and have no preemptive or similar rights.

Issuances of common stock during the nine months ended March 31, 2024, was as follows:

1. The Company issued 5,850,000 shares of its common stock with the convertible notes.
2. The Company issued 44,613,044 shares of common stock for the conversion of notes payable totaling \$1,098,000.
3. The Company issued 7,580,000 shares of its common stock for services rendered.
4. The Company issued 2,911,112 shares of its common stock sold in private placement.

Issuances of common stock during the nine months ended March 31, 2023, was as follows:

1. The Company issued 333,333 shares of its common stock and received proceeds of \$25,000.

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

**ORHub, Inc.**  
9180 Irvine Center Drive, Irvine, CA 92618  
949-323-2330  
www.hippofi.com  
info@hippofi.com  
7372

## **Quarterly Report**

**For the period beginning January 1, 2024, ending March 31, 2024 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

820,206,045 as of January 01, 2024

854,229,014 as of March 31, 2024

### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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: ☒

### **Change in Control**

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

Yes: ☐ No: ☒

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

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

---

<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.

ORHub, Inc.

Aug 23, 2016 Changed from MemReg, Inc. to ORHub, Inc.

Apr 11, 2011 Changed from Dynamic Biometric Systems, Inc. to MemReg, Inc.

May 9, 2005 Changed from DynaSig Corporation to Dynamic Biometric Systems, Inc.

Nov 29, 2000 Changed Visitalk.com, Inc. to Vivitalk Capital Corporation/ VT Gaming Services Visitalk.com, Inc. was the original entity name.

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):

ORHub, Inc. is Registered in the State of Nevada during the past 5 years. The company is in good standing.

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:

9180 Irvine Center Drive, Irvine, CA 92618

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

☒ *Check 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?

No: ☒ Yes: ☐ If Yes, provide additional details below:

## **2) Security Information**

### **Transfer Agent**

Name: Computershare

Phone: 1-303-262-0624

Email: Charles.Erle@computershare.com

Address: 6200 S. Quebec St., Greenwood Village, CO 80111

### **Publicly Quoted or Traded Securities:**

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

Trading symbol:

ORHB

Exact title and class of securities outstanding:

COMMON

CUSIP:

68620R107

Par or stated value:

\$0.001

Total shares authorized:

1,000,000,000 as of date: 9/30/2023

OTC Markets Group Inc.

OTC Disclosure Guidelines for the Pink Market (v5 December 18, 2023)

Total shares outstanding:	854,229,014	as of date: 3/31/2024
Total number of shareholders of record:	2,000	as of date: 6/28/2021

### **Security Description:**

*The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:*

**1. For common equity, describe any dividend, voting and preemption rights.**

Voting rights= 1 vote per share

**2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

Voting rights= 25 votes per share

**3. Describe any other material rights of common or preferred stockholders.**

None

**4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None

### **3) Issuance History**

The goal of this section is to provide disclosure with respect to each event that resulted in any 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**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

<div>Shares Outstanding as of Second Most Recent Fiscal Year End:</div> <div> <div>Opening Balance</div> <div>Date 7/01/22</div> <div>Common: 445,704,014</div> <div>Preferred: 2,400,000</div> </div>	<div>*Right-click the rows below and select "Insert" to add rows as needed.</div>
--	---

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.  *You must disclose the control person(s) for any entities listed.	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.
10/4/22	New	50,000,000 10,000,000	Common	0.06	No	Christopher Wiggins  Melissa Moore	Earned Performance Reward	Restricted	144
10/21/22	New	3,000,000	Common	0.06	No	Visible Corporate Services - Geri Sebilla	IR	Restricted	144
12/13/22	New	215,891,106	Common	0.039	Yes	See attached Exhibit A	Company Acquisition	Restricted	144
12/27/22	New	583,333	Common	0.0429	Yes	Michael Garcia	Loan Conversion	Restricted	144
1/9/23	New	527,778	Common	0.0474	Yes	Richard Cook	Loan Conversion	Restricted	144
1/9/23	New	527,778	Common	0.0474	Yes	Alan & Suzanne LaFord	Loan Conversion	Restricted	144
1/9/23	New	527,778	Common	0.0474	Yes	Kendall McKibben	Loan Conversion	Restricted	144
1/9/23	New	527,778	Common	0.0474	Yes	Sean Murphy	Loan Conversion	Restricted	144
1/10/23	New	263,889	Common	0.0429	Yes	Heartfelt Cardiac Connections - Holly Morrell	Loan Conversion	Restricted	144
1/10/23	New	27,778	Common	0.0429	Yes	Heartfelt Cardiac Connections- Holly Morrell	Loan Conversion	Restricted	144
1/27/23	New	10,500,000	Common	0.11	Yes	RedStone Communications - Tony Altavilla	Consulting	Restricted	144
1/27/23	New	4,500,000	Common	0.11	Yes	Marlin Molinaro	Consulting	Restricted	144
2/3/23	New	553,030	Common	0.0452	Yes	Sean Murphy	Loan Conversion	Restricted	144
2/8/23	New	583,333	Common	0.0429	Yes	Curtis Cook	Loan Conversion	Restricted	144
2/15/23	New	35,000,000	Common	0.098	Yes	ATP Capital Partners, LLC - CJ Wiggins	Performance Reward	Restricted	144
2/21/23	New	585,008	Common	0.0427	Yes	James Jackson	Loan Conversion	Restricted	144
3/2/23	New	316,667	Common	0.0474	Yes	Richard Cook	Loan Conversion	Restricted	144
3/2/23	New	616,300	Common	0.0406	Yes	Derrick Andrews	Loan Conversion	Restricted	144
3/2/23	New	233,333	Common	0.0429	Yes	Justin Faison	Loan Conversion	Restricted	144
3/2/23	New	1,583,333	Common	0.0474	Yes	Jefferey Kobylarz	Loan Conversion	Restricted	144
3/14/23	New	527,778	Common	0.047	Yes	Steven and Marcia Seimears	Loan Conversion	Restricted	144
3/14/23	New	527,778	Common	.0474	Yes	Sean Murphy	Loan Conversion	Restricted	144
3/27/23	New	2,012,121	Common	.0400	Yes	italkiM, LLC - Denise Walinsky	Loan Conversion	Restricted	144
3/27/23	New	5,000,000	Common	.1000	Yes	Ping Song	Loan Agreement	Restricted	144
4/28/23	New	1,333,333	Common	.0375	Yes	Brandon Large	Loan Conversion	Restricted	144

4/28/23	New	1,333,333	Common	.0375	Yes	Spencer Large	Loan Conversion	Restricted	144
5/12/23	New	488,280	Common	.09	Yes	Dispersion Group - Brooks Kieschnick	Debt Settlement	Restricted	144
9/29/23	New	2,100,000	Common	0.0540	Yes	Stephen Cochennet	Loan Conversion	Restricted	144
9/29/23	New	2,200,000	Common	0.0540	Yes	Stephen Cochennet	Consulting Services	Restricted	144
10/16/23	New	1,083,333	Common	.0231	Yes	David Berney	Loan conversion	Restricted	144
10/16/23	New	440,000	Common	.0227	Yes	David Fulmer	Loan conversion	Restricted	144
10/16/23	New	2,183,333	Common	.0229	Yes	Cliff Melby	Loan Conversion	Restricted	144
10/16/23	New	1,083,333	Common	.0231	Yes	Pacific Blue Trust, Stan and Gina Berney	Loan Conversion	Restricted	144
10/16/23	New	4,400,000	Common	.0227	Yes	Gregory Robertson	Loan Conversion	Restricted	144
10/16/23	New	160,000	Common	.0400	Yes	Stanley Wunderlich	Consulting Services	Restricted	144
10/16/23	New	886,667	Common	.0226	Yes	Leo Walinsky	Loan Conversion	Restricted	144
10/16/23	New	9,753,333	Common	.0226	Yes	Kathy DelRio	Loan Conversion	Restricted	144
10/16/23	New	264,000	Common	.0227	Yes	Richard Cook	Loan Conversion	Restricted	144
10/16/23	New	40,000	Common	.0400	Yes	Sophia Advisors; Jonthan Rich	Consulting Services	Restricted	144
11/17/23	New	528,725	Common	.0189	Yes	Derrick Andrews	Loan Conversion	Restricted	144
11/24/23	New	510,244	Common	.0235	Yes	Curtis Cook	Loan Conversion	Restricted	144
11/29/23	New	1,298,218	Common	.0193	Yes	Along Way To Go, LLC; Corey Salankey	Loan conversion	Restricted	144
1/10/24	New	542,968	Common	.0184	Yes	Brian Kissel	Loan conversion	Restricted	144
1/23/24	New	24,222,222	Common	.0206	Yes	Ping Song	Loan	Restricted	144
1/24/24	New	5,000,000	Common	.0400	Yes	Scott Bauccio	Employment Agreement	Restricted	144
2/2/24	New	1,166,667	Common	.0300	Yes	Fedele Bauccio	Loan conversion	Restricted	144
2/26/24	New	180,000	Common	.0530	Yes	Stanley Wunderlich	Consulting Services	Restricted	144
3/20/24	New	133,334	Common	.0300	Yes	Richard Cook	Loan conversion	Restricted	144
3/26/24	New	2,777,778	Common	.0360	Yes	Sandy Segerstrom Daniels	Loan conversion	Restricted	144
Shares Outstanding on Date of This Report:									
Ending Balance:									
Ending Balance:									
Date 3/31/2024 Common: 854,229,014									

Preferred: 2,400,000

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

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

## B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

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.  *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
5/1/17	\$56,531.78	\$25,000	12%	n/a	PPS in addition to discount rate	Wylde Investments. LLC; Christopher Wiggins	Note Agreement
5/1/17	\$56,531.78	\$25,000	12%	n/a	PPS in addition to discount rate	Wylde Investments. LLC; Christopher Wiggins	Note Agreement
1/23/24	\$500,000	\$500,000	12%		25% discount rate	Ping Song	Loan Agreement

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

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

The purpose of this section is to provide a clear description of the issuer's current operations.  
(Please ensure that these descriptions are updated on the Company's Profile on [www.otcmarkets.com](http://www.otcmarkets.com)).

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

HippoFi is a healthcare innovator and publicly traded company, delivering proprietary technologies in the multi-billion-dollar Spine, Orthopedic, and Cancer markets. The company's purpose is to improve patient care and outcomes by utilizing biotech and AI technologies to address degenerative and diseased conditions affecting the quality of life.

HippoFi's business is designed to drive company value by commercializing and monetizing innovative solutions, acquiring assets, and licensing technologies, establishing strategic partnerships and industry alliances, and leveraging its worldwide sales channels. The operations of the company comprise of two segments: *Regenerative Therapeutics and Intelligent Automation*.

HippoFi's Regenerative Therapeutics division is actively developing and deploying scalable biological solutions into the \$1.37 Trillion (13.96% CAGR) biotechnology market through its wholly-owned subsidiary - **PUR Biologics**.

Capitalizing on HippoFi's established partnerships with ZIMMER / BIOMET, Hoag Hospital Newport Beach, BPB Medica, Precision Spine, and others, PUR Biologics' team of industry experts, pioneering scientists, and world-class medical professionals are utilizing the company's powerful patent portfolio and proprietary technologies to commercialize advanced



technologies that improve bone growth in spinal fusion procedures, regenerate joint cartilage and intervertebral disc, eliminate pain and inflammation associated with osteoarthritis, joints, and the lower back, and deliver a cell-based immunotherapy to help defeat cancer.

B. List any subsidiaries, parent company, or affiliated companies.

ORHub, Inc. wholly owns PUR Biologics, LLC.

C. Describe the issuers' principal products or services.

PUR Biologics, a wholly owned subsidiary of ORHub, Inc. (OTCPK: ORHB), is a leading biologic company committed to supporting surgeons and hospitals in providing the best care for their patients. PUR Biologics' full line of biologic products currently include advanced allografts and demineralized extracellular matrixes (d-ECM), innovative synthetic solutions, cellular derived tissues, and a future of next generation regenerative stem cell and growth factor driven therapeutics for treating osteoarthritis and cartilage regeneration.

## 5) 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.

ORHub, Inc. leases approximately 800 square feet of an approximately 2500 square foot professional office space, privately owned by an unrelated/unaffiliated party located at 9180 Irvine Center Drive, Irvine, CA 92618.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, 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.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Names of All Officers, Directors, and Control Persons	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	Names of control person(s) if a corporate entity
<u>Christopher Wiggins</u>	<u>CEO</u>	Laguna Beach, CA	<u>175,003,500</u>	<u>COMM</u>	<u>20.486%</u>	

<u>Sean McMenamin</u>	<u>Independent Director</u>	<u>Laguna Beach, CA</u>	<u>10,000,000</u>	<u>COMM</u>	<u>1.170%</u>	
<u>Ludvik Stribny</u>	<u>No Affiliation</u>	<u>Coeur d'Alene, ID</u>	<u>49,841,144</u>	<u>COMM</u>	<u>5.834%</u>	

## 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

None

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

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

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

None

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to 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

## 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Hunter Taubman Fischer & Li, LLC  
Address 1: 950 Third Avenue, 19<sup>th</sup> Floor  
Address 2: New York, NY 10022  
Phone: 917-512-0827  
Email: ltaubman@htflawyers.com

Accountant or Auditor

Name:  
Firm:  
Address 1:  
Address 2:  
Phone:  
Email:

Investor Relations

Name: Ryan Fernan  
Firm: HippoFi, Inc. (formerly ORHub)  
Address 1: 9180 Irvine Center Drive  
Address 2: Irvine, CA 92618  
Phone: 949-323-2330  
Email: rfernan@hippofi.com

*All other means of Investor Communication:*

X / Twitter: @HippoFilnc  
LinkedIn: HippoFi (formerly ORHub, Inc.)  
Facebook: ORHub  
Instagram: HippoFi\_Inc

Other Service Providers

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

None

**9) Financial Statements**

A. This Disclosure Statement was prepared by (name of individual):

Name: Christopher Wiggins  
Title: CEO/CFO  
Relationship to Issuer: CEO/CFO

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

- ☐ IFRS  
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual)<sup>2</sup>:

Name: Christopher Wiggins

Title: CFO/CEO

Relationship to Issuer: CFO/CEO

Describe the qualifications of the person or persons who prepared the financial statements: MBA

Provide the following financial statements for the most recent fiscal year or quarter.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

## 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, Christopher Wiggins, certify that:

1. I have reviewed this Disclosure Statement for ORHub, 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.

3/31/24

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Christopher Wiggins, CEO

*Principal Financial Officer:*

I, Christopher Wiggins certify that:

1. I have reviewed this Disclosure Statement for ORHub, Inc.;

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<sup>2</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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.

3/31/24

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Christopher Wiggins, CFO

Bruce Parkinson	4174952.00
Noreen Powell	4174952.00
Linda Moore	500000.00
Susan Landis	1698539.00
Steep & Deep I- William Rhoda	9119958.00
US Medical Manufacturer- Michael Miller	4559979.00
Tiffany Rogers	4559979.00
Orthoneuro Surgical- Todd Goodwin	2279990.00
Todd Goodwin	3279990.00
Gregory Yoshida	2279990.00
Dispersion Group- Brooks Kieschnick	2279990.00
Axial Innovations- Bo Shreive	1139995.00
Martin Dempsey	455998.00
Steep & Deep II- William Rhoda	1748682.00
Kristin Georgi	3815283.00
Rodney Turner	1398945.00
Mark Eld	1000000.00
Joe Rogers	1049209.00
Douglas Clayton	1573813.00
Ingrid Anthony	874341.00
Jamison Hull	874341.00
John Burns	524604.00
Charles Bolles	524604.00
Micheal Keegan	524604.00
Bruce Juell	1748682.00
Andy Bryans	2448153.00
Saoirse, LLC- Sean McMenamin	10000000.00
Ryan Fernan	40000000.00
Sandy Koprnik	1000000.00
Courtney Fernan	2108351.00
Monica Kerns Niscoda	1000000.00
Yadier Siera- Sanchez	2000000.00
John Feik, Jr.	1000000.00
Eric Mossanco	1000000.00
Fenghu Jessica Li	2000000.00
Kristin Welker	1000000.00
Ben Welker	1000000.00

Jennifer Fister	1000000.00
Kathy DelRio	1000000.00
Danielle DelRio	1000000.00
James Brown	1000000.00
Greg Brown	1000000.00
Dan Selznick	1000000.00
Elias Perez	1000000.00
Linda Kimble	1000000.00
Christian Adams	1000000.00
Brian Haas	1000000.00
Derek Bly	1000000.00
Merja Connelly	1000000.00
Amber Hackett	1000000.00
Madeline Hackett	500000.00
Gabrielle Hackett	500000.00
Moya Mitchel	1000000.00
Scout Mitchel	500000.00
Bailey Mitchel	500000.00
Terrisa Casillas	1000000.00
Anna Gonzalez	1000000.00
Jorge Avalos	1000000.00
Btech Investments, LLC- S. Wiggins	5000000.00
Jeffrey Swanson	6512312.00
Samuel J Wiggins	2170771.00
Sharon Ann Wiggins	21279990.00
Todd W Peters	12881832.00
Michael Scott Barber	678277.00
Melissa Moore	14400000.00
Theodore Viveros	10000000.00
Matthew George Dearing	3000000.00
Mary K & Todd M Gates Revocable Trust	250000.00