

GREEN HYGIENICS INC.

1111 South Roop Street, #100
Carson City, NV 89702

Company Telephone: 825-522-0000
Company website: www.greenhygienicsinc.com
Company Email: info@greenhygienicsinc.com

Quarterly Report

For the period ending March 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

54,657,502 as of March 31, 2024 *(Current Reporting Period Date)*

54,657,502 as of December 31, 2023 *(Most Recent Completed Fiscal Year End)*

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 Control⁴ of the company has occurred during this reporting period:

Yes: No:

⁴ "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.

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

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

August 17, 2004 to March 7, 2007 – Martin Nutraceuticals, Inc.

March 7, 2007 to February 10, 2011 – MNI nutraceuticals Inc.

February 10, 2011 to present – Green Hygienics, Inc

Current State and Date of Incorporation or Registration: The issuer is incorporated in Nevada and has been incorporated in the State of Nevada since August 17, 2004.

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

N/A

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

There were no orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception.

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

N/A.

Address of the issuer's principal executive office:

1111 South Roop Street, #100
Carson City, NV 89702

Address of the issuer's principal place of business:

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

10054 Mesa Ridge Ct Ste. 128
San Diego, CA 92121

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: Mountain Share Transfer LLC
Phone: 303-460-1149
Email: service@mountainsharetransfer.com
Address: 2030 Powers Ferry Road SE,
Atlanta GA 30339

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:	GRHY	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	393058 102	
Par or stated value:	\$0.001	
Total shares authorized:	750,000,000	as of date: March 31, 2024
Total shares outstanding:	54,657,502	as of date: March 31, 2024
Total number of shareholders of record:	98	as of date: March 31, 2024

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

N/A

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred Stock	
CUSIP (if applicable):	N/A	
Par or stated value:	\$0.001	
Total shares authorized:	10,000,000*	as of date: March 31, 2024
Total shares outstanding (if applicable):	N/A	as of date: March 31, 2024
Total number of shareholders of record (if applicable):	N/A	as of date: March 31, 2024

* of the 10,000,000 shares of Preferred stock there are 1,000 shares designated as Series A Preferred Shares. The remaining 9,999,000 are undesignated.

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

N/A

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.

The shares of common stock have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

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

A total of 1,000 shares are designated as Series A Preferred Stock. The Series A Preferred stock has the right to participate with holders of the Company's common stock on any dividend issued, such dividend amount to be calculated based on the amount of the dividend multiplied by the number of shares of common stock that the shares

of Series A preferred stock are convertible into. The shares of Series A Preferred stock are convertible into 3 shares of common stock for each 1 share of Series A Preferred stock held. Further the Series A Preferred stock carries voting rights granting the holder of each share of Series A Preferred stock the right to 3 votes for each share held.

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

N/A

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 for the two most recently completed fiscal years and any subsequent period.

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)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u>									
Date <u>January 1, 2022</u>									
Common: <u>53,151,502</u>									
Preferred: <u>0</u>									
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.
<u>October 13, 2022</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>John Denovellis</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>October 13, 2022</u>	<u>Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Lisa R. Khalil</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>October 13, 2022</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Joseph Mozzicato Jr.</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>October 13, 2022</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Abbey Rubenstein</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>October 13, 2022</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Craig Rubenstein</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>October 13, 2022</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Jessica Rubenstein</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>October 13, 2022</u>	<u>Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Jacob Salyer</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>October 13, 2022</u>	<u>Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Madison Salyer</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>October 13, 2022</u>	<u>Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Garrick Williams</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>November 18, 2022</u>	<u>Issuance</u>	<u>5,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Kevin Mozzicato</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>December 14, 2022</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Jeffrey Andrew Browne</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>December 14, 2022</u>	<u>Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Kamalpreet Kaur</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>December 14, 2022</u>	<u>Issuance</u>	<u>2,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>Kamran Habib Rahman</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>December 14, 2022</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>Yes</u>	<u>John P.S. Wright</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Deixa Dao, LLC/Eric Weber and Brian Neal</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Deixa Global, LLC/Robert Blair</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 3, 2023</u>	<u>Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Amandeep Channe</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Deixa Marketing Group, LLC/Robert Blair and Brian Neal</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Deixa Rewards, Inc./Robert Blair and Brian Neal</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Crowd Corp/Anouk Zisa</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Deixa Entertainment Group, Inc./Robert Blair and Brian Neal</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Deixa Technology Group, Inc./Robert Blair and Brian Neal</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>JAAR Holdings, LLC/Armatis Shabani</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>JAAR Capital, LLC/Armatis Shabani</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 3, 2023</u>	<u>Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Kanwaljit Channe</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 3, 2023</u>	<u>Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Rajveer Singh</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Reboot Capital, LLC/Eric Weber, Anouk Zisa and Armatis Shabani</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Reboot Impact Fund, LLC (currently Civitas, LLC)/Eric Weber</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 3, 2023</u>	<u>Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Science Systems Inc./ John Gustin</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 3, 2023</u>	<u>Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Joseph Giuliano</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 3, 2023</u>	<u>Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Peter Baloff</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 3, 2023</u>	<u>Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>13928217 Canada Inc./ Yeu Shien Hwang</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Michael Smith</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 2, 2023</u>	<u>Issuance</u>	<u>20,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Thomas Matthews</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>January 2, 2023</u>	<u>Issuance</u>	<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>Joseph Bailey</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>\$1.00</u>	<u>No</u>	<u>2016393 Ontario Inc./Kanwaljit Channe</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 5, 2023</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Joseph Daniel Giuliano</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 5, 2023</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Lesley Renee Hafalia</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Mark Anthony Painter</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Drew J. Downing</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Paul M. Rutledge</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Merhej Nassif</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Alexander Sharma</u>	<u>Cash</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Brianna Lavis</u>	<u>Cash</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Drew Michael Davis</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Ashley Anderson</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>5,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Aftim Nassar</u>	<u>Cash</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Joe Gagliardo</u>	<u>Cash</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>5,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Toufik Nassar</u>	<u>Cash</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>3,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Christopher Painter</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>5,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Marco DiBattista</u>	<u>Cash</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>5,000</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Alexander DiBattista</u>	<u>Cash</u>	<u>Restricted</u>	<u>Reg S</u>
<u>January 18, 2023</u>	<u>Issuance</u>	<u>2,500</u>	<u>Common</u>	<u>\$0.10</u>	<u>No</u>	<u>Marc Gosselin</u>	<u>Cash</u>	<u>Restricted</u>	<u>Rul3 144</u>

January 18, 2023	Issuance	10,000	Common	\$0.10	No	Lucas DiBattista	Cash	Restricted	Reg S
January 18, 2023	Issuance	7,500	Common	\$0.10	No	John C. Bagatta	Cash	Restricted	Rule 144
January 18, 2023	Issuance	5,000	Common	\$0.10	No	Sanders Greenberg	Cash	Restricted	Reg S
January 18, 2023	Issuance	60,000	Common	\$0.10	No	Yaramiel Fricker	Cash	Restricted	Rule 144
January 18, 2023	Issuance	10,000	Common	\$0.10	No	Gaurav Narkar	Cash	Restricted	Rule 144
February 15, 2023	Issuance	5,000	Common	\$0.10	No	Costa Nassar	Cash	Restricted	Reg S
February 15, 2023	Issuance	15,000	Common	\$0.10	No	Joe Gagliardo	Cash	Restricted	Reg S
March 13, 2023	Issuance	120,000	Common	\$0.10	No	Mar Esteban Ortega	Cash	Restricted	Rule 144
March 13, 2023	Issuance	10,000	Common	\$0.10	No	Joe Gagliardo	Cash	Restricted	Reg S
March 13, 2023	Issuance	20,000	Common	\$0.10	No	Geoff Mather	Cash	Restricted	Reg S
March 13, 2023	Issuance	10,000	Common	\$0.10	No	Kyungmin Park	Cash	Restricted	Rule 144
July 27, 2023	Issuance	20,000*	Common	\$0.10	No	Joe Gagliardo	Cash	Restricted	Reg S
September 27, 2023	Issuance	10,000	Common	\$0.10	No	Joe Gagliardo	Cash	Restricted	Reg S
December 28, 2023	Issuance	20,000	Common	\$0.10	No	Joe Gagliardo	Cash	Restricted	Reg S

Shares Outstanding on Date of This Report:
 Ending Balance
 Date: March 31, 2024
 Common: 54,657,502
 Preferred: 0

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

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

N/A

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.)
February 1, 2006	912,459	324,000	588,459	February 1, 2007	Convertible in minimum tranches of \$10,000 at \$0.05 per share	Strategic Relations Inc. (1)	Loan
June 1, 2006	695,839	250,000	445,839	June 1, 2007	Convertible in minimum tranches of \$10,000 at \$0.05 per share	Bealcanto Investments Inc (2)	Loan
October 1, 2006	687,482	250,000	437,482	October 1, 2007	Convertible in minimum tranches of \$10,000 at \$0.05 per share	NNM Management (3)	Loan
March 1, 2007	677,140	250,000	427,140	March 1, 2008	Convertible in minimum tranches of \$10,000 at \$0.05 per share	Bealcanto Investments Inc. (2)	Loan
November 1, 2007	660,360	250,000	410,360	November 1, 2008	Convertible in minimum tranches of \$10,000 at \$0.05 per share	NNM Management (3)	Loan

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

- (1) The party with investment control of Strategic Relations Inc. is Moin Mirza
- (2) The party with investment control of Bealcanto Investments Inc. is Mohyuddin Mirza
- (3) The party with investment control of NNM Management is Noah Mirza

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

The issuer acquired 60% control of Nude Nicotine Inc., a company which supplies a variety of electronic e-liquid products to wholesale customers. Founded in April of 2013, NNI is a manufacturer, distributor, wholesaler, research and development laboratory, and product developer of smoking cessation products centered around its technologies related to the production and use of nicotine. NNI's San Diego Laboratories and its global partners, are focused on the development and use of the nicotine molecule in smoking cessation products to reduce the use of cigarettes in global populations.

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

The issuer has one 60% owned subsidiary, Nude Nicotine Inc.

C. Describe the issuers' principal products or services.

The issuer, through its 60% owned subsidiary, Nude Nicotine, Inc.(NNI) offers a number of products which can be found on the website at www.nudenictoine.com. NNI is a manufacturer, distributor, wholesaler, research and development laboratory, and product developer of smoking cessation products centered around its technologies related to the production and use of nicotine. NNI has over 1000 SKUS of finished products and is also involved in the whole sale of

nicotine for use of e-cigarettes. Alongside its current product offerings NNI has a patents pending in 8 countries for its proprietary blend of nicotine salt.

5) Issuer's Facilities

We have entered into various operating lease agreements for certain of our offices and storage space in San Diego, CA for a total of approximately 6,000 square feet. At the beginning of 2023 the Company did not renew certain leases on their expiry, leaving us with 4,551 square feet of leased space, of which 3,470 square feet is utilized by the Company and the remaining 1,081 square feet is subleased to a third party. Remaining lease range in term with an option to renew for up to 10 additional years. In April 2024 the Company terminated the lease for one of its offices spaces reducing the total square footage and future lease obligations.

Future minimum lease payments in respect of the above leases as of March 31, 2024, as presented in accordance with ASC 842 are as follows:

2024	43,959
2025	60,027
2026	61,828
2027	63,682
2028	65,593
Remaining periods	270,194
Total future minimum lease payments	565,283

The Company also has an office located at 10054 Mesa Ridge Ct Ste. 128, San Diego, CA 92121, provided free of charge by one of our officers and directors.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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. 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 investors 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 owners.

Based on 54,657,502 shares of common stock issued and outstanding as of March 31, 2024:

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	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
Harvey Panesar	President, Secretary, Treasurer, Director	Edmonton, AB Canada	50,040,009	Common	91.56%	

Joseph Giuliano	Director	Henderson, NV	200,000	Common	<1.0%	Appointed to the board of directors August 29, 2022
JDR Solutions LLC/ Jacob Rubenstein	5% shareholder, officer and director of subsidiary, NNI	Laguna Niguel, CA	3,000,000	Common	5.49%	

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

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.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Morgan E. Petitti, Attorney at Law
Firm: -
Address 1: 118 W. Streetsboro Street, Suite 317
Address 2: Hudson, Ohio 44236
Phone: 330-697-8548
Email: petittilaw@gmail.com

Accountant or Auditor

Name: Li Shen, CA
Firm: The Accounting Connection
Address 1: 145-251 Midpark Blvd. SE
Address 2: Calgary, Alberta T2X 1S3, Canada
Phone: 403-693-8004
Email: support@theaccountingconnection.com

Investor Relations – NONE

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

All other means of Investor Communication: NONE

Twitter: _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

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.

Name: Jacqueline Danforth
Firm: The Ideal Connection
Nature of Services: Compliance Consulting Services

Address 1: 30 North Gould, Suite 5953
Address 2: Sheridan, WY 82801
Phone: 646-831-6244
Email: jd@theidealconnection.com

9) Disclosure & Financial Information

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

Name: Jacqueline Danforth
Title: Independent Service Provider
Relationship to Issuer: Consultant

Content of this report was prepared in reliance on information provided by management.

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):

Name: Li Shen
Title: Accountant, The Accounting Connection
Relationship to Issuer: Outside Accountant

Describe the qualifications of the person or persons who prepared the financial statements:⁵ Ms. Shen is a CPA (Chartered Professional Accountant) in Canada

Provide the following qualifying financial statements:

We have included the following unaudited financial statements for the three months ended March 31, 2024 and 2023:

- a. Condensed Consolidated Balance Sheets;
- b. Condensed Consolidated Statements of Income;
- c. Condensed Consolidated Statements of Cash Flows;
- d. Condensed Consolidated Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- e. Financial Notes to Condensed Consolidated Financial Statements

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

⁵ 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.

10) Issuer Certification

Principal Executive Officer and Principal Financial Officer:

I, Harvey Panesar certify that:

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

May 21, 2024

/s/ Harvey Panesar
Principal Executive Officer and
Principal Financial Officer

GREEN HYGIENICS, INC.

**TABLE OF CONTENTS FOR UNAUDITED CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS**

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Green Hygienics, Inc.
Condensed Consolidated Balance Sheets
(Unaudited)

	<u>March 31,</u> <u>2024</u>	<u>December 31,</u> <u>2023</u>
Assets		
Current assets:		
Cash and cash equivalents	\$ 64,299	\$ 13,354
Total current assets	<u>64,299</u>	<u>13,354</u>
Security deposits	2,642	2,642
Goodwill	500,264	500,264
Right of use assets	424,316	614,338
Total assets	<u>\$ 991,521</u>	<u>\$ 1,130,598</u>
Liabilities and Stockholders' Equity (Deficit)		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 2,727,133	\$ 2,655,459
Accounts payable – related parties	425,586	391,622
Advances Payable	225,205	225,107
Current portion of lease liability	31,100	43,097
Current portion of debt	89,752	122,726
Convertible Notes	<u>1,324,000</u>	<u>1,324,000</u>
Total current liabilities	<u>4,822,776</u>	<u>4,762,011</u>
Acquisition consideration payable	250,000	250,000
Debt, net of current portion	635,827	582,993
Lease liability, net of current portion	<u>391,874</u>	<u>572,956</u>
Total liabilities	6,100,477	6,167,960
Stockholders' equity (deficit):		
Common stock, \$0.001 par value, 750,000,000 shares authorized, 54,657,502 shares issued and outstanding	54,658	54,658
Preferred Stock, \$0.001 par value, 10,000,00 shares authorized, 1,000 designated as Series A Preferred stock \$0.001 par value, 0 shares issued and outstanding	-	-
Additional Paid in Capital	2,143,594	2,143,594
Accumulated deficit	<u>(6,857,539)</u>	<u>(6,786,018)</u>
Total Green Hygienics, Inc. shareholders' deficit	<u>(4,659,287)</u>	<u>(4,587,766)</u>
Non-controlling interest	<u>(449,669)</u>	<u>(449,596)</u>
Total stockholders' equity (deficit)	<u>(5,108,956)</u>	<u>(5,037,362)</u>
Total liabilities and stockholders' (deficit)	<u>\$ 991,521</u>	<u>\$ 1,130,598</u>

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

Green Hygienics, Inc.
Condensed Consolidated Statements of Operations
(Unaudited)

	Three Months Ended	
	March 31,	
	2024	2023
Net Revenue	\$ 193,346	\$ 381,939
Cost of goods sold	74,868	179,840
Gross profit	118,478	202,099
OPERATING EXPENSES		
Selling and marketing	82,703	198,356
Management fees	31,250	31,250
Stock-based compensation	-	142,500
General and administrative	6,870	33,731
Total operating expenses	120,823	405,837
Loss from operations	(2,345)	(203,738)
Other income (expense)		
Other income (expense)	-	38,991
Interest expenses	(69,249)	(119,392)
Total other income (expense)	(69,249)	(80,401)
Loss	\$ (71,594)	\$ (284,139)
Less: loss attributable to non-controlling interest	73	17,424
Loss attributable to Green Hygienics, Inc.	\$ (71,521)	\$ (266,715)
Basic and diluted net loss per common share	\$ (0.00)	\$ (0.00)
Weighted average shares, basic and diluted	54,657,502	54,385,558

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

Green Hygienics, Inc.
Statements of Stockholders' Deficit
(Unaudited)

	Common Stock		Additional	Accumulated	Non-	Controlling	Stockholders'
	Shares	Amount (\$)	Paid-in Capital (\$)	(Deficit) (\$)	Interest (\$)	Interest (\$)	(Deficit) (\$)
Balance, December 31, 2023	54,657,502	54,658	2,143,594	(6,786,018)	(449,596)	(449,596)	(5,037,362)
Net Loss	-	-	-	(71,521)	(73)	(73)	(71,594)
Balance, March 31, 2024	54,657,502	54,658	2,143,594	(6,857,539)	(449,669)	(449,669)	(5,108,956)

	Common Stock		Additional	Accumulated	Deferred	Non-	Controlling	Stockholders'
	Shares	Amount (\$)	Paid-in Capital (\$)	(Deficit) (\$)	Compensation (\$)	Interest (\$)	Interest (\$)	(Deficit) (\$)
Balance, December 31, 2022	53,187,502	53,188	1,035,064	(5,871,762)	-	-	(347,518)	(5,131,028)
Compensation under consulting agreement	1,070,000	1,070	1,068,930	-	(277,500)	-	-	792,500
Shares issued for subscriptions	350,000	350	34,650	-	-	-	-	35,000
Net Loss	-	-	-	(266,715)	-	(17,424)	(17,424)	(284,139)
Balance, March 31, 2023	54,607,502	54,608	2,138,644	(6,138,477)	(277,500)	(364,942)	(364,942)	(4,587,667)

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

Green Hygienics, Inc.
Condensed Consolidated Statements of Cash Flows
(Unaudited)

	For Three Months Ended	
	March 31,	
	2024	2023
	<u> </u>	<u> </u>
Cash flows from operating activities:		
Net loss	\$ (71,594)	\$ (284,139)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock-based compensation	-	142,500
(Gain) on termination of leases	-	(30,242)
Non-cash interest expenses	30,336	50,684
Non-cash lease expense	(3,057)	474
Changes in operating assets and liabilities:		
Other current assets	-	5,405
Accounts payable – related parties	33,964	36,909
Accounts payable and other liabilities	71,674	69,849
Net cash used in operating activities	<u>61,323</u>	<u>(8,560)</u>
Cash flows from investing activities:		
Net cash provided by investing activities	<u> </u>	<u> </u>
Cash flows from financing activities:		
Proceeds from shares subscriptions	-	33,000
Proceeds from investor deposit	-	1,700
Repayment of debt	(10,476)	(29,525)
Advances payable	98	32,000
Net cash provided by financing activities	<u>(10,378)</u>	<u>35,475</u>
Net decrease in cash and cash equivalents	50,945	26,915
Cash and cash equivalents, beginning of year	13,354	57,758
Cash and cash equivalents, end of year	<u>\$ 64,299</u>	<u>\$ 84,673</u>
SUPPLEMENTAL DISCLOSURES		
Interest paid	\$ <u> </u>	\$ <u>84,354</u>
Income taxes paid	\$ <u> </u>	\$ <u> </u>
SUPPLEMENTAL NON-CASH FINANCING ACTIVITIES		
Increase to debt as a result of change in terms of debt agreements	\$ <u>13,160</u>	\$ <u>51,000</u>
Proceeds for subscription in other current assets	<u> </u>	<u>300</u>
Proceeds for subscription from investor deposits	\$ <u> </u>	\$ <u>1,700</u>
Shares issued in period to settle liability for unissued shares	\$ <u> </u>	\$ <u>650,000</u>

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

Green Hygienics, Inc.
Notes to Condensed Consolidated Financial Statements
For the Three Months Ended March 31, 2024 and 2023
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS

Historical Information

The Company was incorporated as Martin Nutraceuticals, Inc. under the corporate laws of the State of Nevada on August 17, 2004, with authorized share capital of 25,000,000 shares of common stock, \$0.001 par value. On November 16, 2004, the Company increased its authorized common stock to 100,000,000 shares. The Company operated its business through its wholly owned subsidiary, Martin Nutraceuticals, a Canadian corporation which had developed products for the general consumer market in the complimentary and natural medicine market. Operations of Martin Nutraceuticals ceased in 2010 and the company has been dissolved.

On October 3, 2005, the Company effected a reverse split of its common stock on the basis of 1 share for every 200 shares held.

On June 26, 2006, the Company increased its authorized common stock from 100,000,000 shares to 250,000,000 common shares and authorized 10,000,000 shares of Preferred stock.

On October 3, 2006, the Company increased its authorized common stock from 250,000,000 common shares to 500,000,000 common shares.

On March 7, 2007, the Company changed its name to MNI Nutraceuticals Inc.

On January 23, 2008, the Company increased its authorized common stock from 500,000,000 shares to 2,000,000,000 shares of common stock. On May 5, 2008, the Company effected a reverse split of its common stock on the basis of 1 share for every 2,000 shares held. On September 23, 2008, the Company effected a further reverse split of its common stock on the basis of 1 share for every 2,000 shares held.

On February 10, 2011, the Company changed its name to Green Hygienics, Inc. and effected a reverse split of its issued and outstanding common stock on the basis of 1 share for every 10,000 shares held.

On December 16, 2011, the Company designated 1,000 shares of the authorized Preferred stock as Series A Preferred stock. On December 19, 2011, the Company decreased its authorized capital from 2,000,000,000 to 150,000,000 shares, \$0.001 par value.

The Company was struck for failure to file its annual returns in the State of Nevada subsequent to its last annual filing in Nevada on December 19, 2011, and on December 21, 2020, the Company filed a Certificate of Reinstatement/Revival.

Current Information

On its revival effective December 21, 2020, the Company was a shell corporation with no operations.

On March 10, 2021, Mr. John C. Gustin joined the Company's board of directors. Mr. Harvinder Panesar, formerly the sole officer and director, continued to hold the positions of President, Secretary/Treasurer and Director.

On December 31, 2021, the Company executed an Acquisition Agreement and Exchange of Shares (the "Agreement") with Nude Nicotine, Inc. ("NNI"), a corporation incorporated under the laws of the State of California.

Pursuant to the Agreement, GRHY acquired a 60% equity interest in NNI in exchange for 3,000,000 shares of unregistered, restricted common stock issued to the founder of NNI and a payment of \$250,000, payable within two years of execution of the Agreement, such cash payment agreed to be extended to December 31, 2024.

Green Hygienics, Inc.
Notes to Condensed Consolidated Financial Statements
For the Three Months Ended March 31, 2024 and 2023
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS (continued)

Current Information (continued)

Founded in April of 2013, NNI is a manufacturer, distributor, wholesaler, research and development laboratory, and product developer of smoking cessation products centered around its technologies related to the production and use of nicotine. NNI's San Diego Laboratories and its global partners, are focused on the development and use of the nicotine molecule in smoking cessation products to reduce the use of cigarettes in global populations.

Effective August 29, 2022, Mr. Joseph N. Giuliano was appointed to the Company's board of directors concurrent with the resignation of Mr. John C. Gustin.

NOTE 2 – GOING CONCERN

As of March 31, 2024, the Company had a working capital deficit of \$4.76 million with \$64,299 cash on hand and an accumulated deficit of \$6.86 million. While the Company has acquired a controlling interest in an operating business which is generating revenues, currently the Company does not have sufficient resources to meet all of its ongoing operational expenses on an ongoing basis. To date the Company has met its operational shortfalls through loans from shareholders and third parties, as well as subscriptions under a recent private placement offering, however we may be required to raise additional financing through equity or debt in order to execute our current operational plans for fiscal 2024 and beyond. There can be no assurance that the Company will be able to raise any funding from either new equity financings, loans or advances to meet its future obligations. As a result, there is substantial doubt about the Company's ability to continue as a going concern.

NOTE 3 - USE OF ESTIMATES IN THE PREPARATION OF FINANCIAL STATEMENTS

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities, at the date of these financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 4 – SUMMARY OF ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared by the Company in accordance with accounting principles generally accepted in the United States ("GAAP").

Consolidation

These unaudited condensed consolidated financial statements include the accounts of Green Hygienics Inc. and its 60% controlled subsidiary, Nude Nicotine, Inc. ("NNI") as of March 31, 2024. All significant intercompany accounting transactions have been eliminated as a result of consolidation.

Fiscal Year End

The Company has selected December 31 as its fiscal year end.

Green Hygienics, Inc.
Notes to Condensed Consolidated Financial Statements
For the Three Months Ended March 31, 2024 and 2023
(Unaudited)

NOTE 4 – SUMMARY OF ACCOUNTING POLICIES (continued)

Acquisition

The Company accounts for business combinations in accordance with Accounting Standards Codification (“ASC”) 805, Business Combinations. The results of businesses acquired in a business combination are included in the Company’s consolidated financial statements from the date of the acquisition. Purchase accounting results in assets and liabilities of an acquired business generally being recorded at their estimated fair values on the acquisition date. Any excess consideration over the fair value of assets acquired and liabilities assumed is recognized as goodwill. Transaction costs associated with business combinations are expensed as incurred and are included in general and administrative related costs in the consolidated statements of operations. The Company performs valuations of assets acquired and liabilities assumed and allocates the purchase price to its respective assets and liabilities. Determining the fair value of assets acquired and liabilities assumed requires management to use significant judgment and estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Accounts Receivable

The Company’s accounts receivables arise from direct product sales both using online sales portals and direct sales to customers. Terms of product sales generally require customers to advance payment prior to delivery of products for both online sales transactions and direct sales to customers from our primary operating location. As a result, the Company does not generally carry any accounts receivable. In the event the Company does have accounts receivable, the Company will evaluate each reporting period to provide a reserve against accounts receivable for estimated losses that may result from a customer’s inability to pay based on customer-specific analysis and general matters such as current assessments of past due balances, economic conditions and forecasts, and historical credit loss activity. Amounts determined to be uncollectible will be charged or written-off against the reserve.

Inventory

The Company does not presently carry any inventory as we process our customer orders on a “just in time” basis which means product is produced on a daily and weekly basis to meet customer order volume. In the event the Company determines to maintain inventory in the future, the Company will account for inventory at the lower of cost or net realizable value, where net realizable value is based on market prices less costs to sell. The Company intends to establish inventory reserves for obsolescence based upon specific identification of expired or unusable units with a corresponding provision included in cost of revenue.

Concentrations

Concentration of Credit Risk

Financial instruments that potentially subject the Company to concentration of credit risk consist principally of cash deposits. Accounts at each institution are insured by the Federal Deposit Insurance Corporation (“FDIC”) up to \$250,000. At March 31, 2024 and December 31, 2023, the Company had no funds in excess of the FDIC insured limit.

Green Hygienics, Inc.
Notes to Condensed Consolidated Financial Statements
For the Three Months Ended March 31, 2024 and 2023
(Unaudited)

NOTE 4 – SUMMARY OF ACCOUNTING POLICIES (continued)

Concentrations

Concentration Risk - Revenues

The Company conducts the majority of its sales online and as a result does not have any customers which result in a concentration risk related to revenues or accounts for more than 10% of our sales.

Concentration Risk – Purchases

There are no concentration risks with respect to our purchases of raw materials, supplies and associated goods.

Property and Equipment, Net

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation of property and equipment is computed using the straight-line method over their estimated useful lives of five to seven years for furniture and equipment and three to five years for computer hardware and software. Leasehold improvements are amortized on a straight-line basis over the lesser of their useful life or the term of the lease. Upon retirement or sale, the cost and related accumulated depreciation or amortization are removed from the Condensed Consolidated Balance Sheets and the resulting gain or loss is reflected in the Condensed Consolidated Statements of Operations. Repairs and maintenance are expensed as incurred.

Goodwill and Other Long-Lived Assets

Goodwill represents the excess of the cost of an acquired business over the fair value of the identifiable tangible and intangible assets acquired and liabilities assumed in a business combination.

In accordance with guidance within FASB ASC 350 “Intangibles - Goodwill and Other,” goodwill and identifiable intangible assets with indefinite lives are not subject to amortization but must be evaluated for impairment.

We evaluate long-lived assets, including finite-lived intangible assets, for impairment by comparison of the carrying amounts to future net undiscounted cash flows expected to be generated by such assets when events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. Should an impairment exist, the impairment loss would be measured based on the excess carrying value of the asset over the asset’s fair value or estimates of future discounted cash flows.

For goodwill and indefinite-lived intangible assets, in-process research and development, we review for impairment annually and upon the occurrence of certain events as required by ASC Topic 350, “Intangibles — Goodwill and Other.” Goodwill and indefinite-lived intangible assets are tested at least annually for impairment and more frequently if events or changes in circumstances indicate that the asset might be impaired. We review goodwill for impairment by first assessing qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount as a basis for determining whether it is necessary to perform the two-step goodwill impairment test. If we are able to determine that it is not more likely than not that the fair value of a reporting unit is less than its carrying amount, we would conclude that goodwill is not impaired. If the carrying amount of a reporting unit is zero or negative, the second step of the impairment test is performed to measure the amount of impairment loss, if any, when it is more likely than not that a goodwill impairment exists.

The Company did not record any impairment loss for goodwill or indefinite-lived intangible assets for the three months ended March 31, 2024, and 2023.

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NOTE 4 – SUMMARY OF ACCOUNTING POLICIES (continued)

Revenue Recognition

The Company has adopted the requirement of Accounting Standards Update, or ASU No. 2014-09 “Revenue from Contracts with Customers (Topic 606)” (“ASU 2014-09”).

We derive our revenues from the sales of products direct to consumer online and in certain cases wholesale direct to customers from our production facility. Customers are required to remit payment for products at the time of their order for online sales and prior to shipping for sales to our wholesale customers. We recognize revenues when a contract exists between the Company and a customer and upon transfer of control of promised products or services to such customer in an amount that reflects the consideration we expect to receive in exchange for those products or services. Revenues are recognized net of allowances and any taxes collected from customers, which are subsequently remitted to governmental authorities.

We determine revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer;
- Identification of the performance obligations in the contract;
- Determination of the transaction price;
- Allocation of the transaction price to the performance obligations in the contract; and
- Recognition of revenues when, or as, the Company satisfies a performance obligation, in our case upon product shipment.

Amounts billed to customers related to shipping and handling are included in revenues. Shipping and handling costs related to revenue producing activities are included in cost of sales.

Return policy

We do not accept returns on any nicotine products no matter the condition or time period purchased unless the product has an issue of quality control. NNI offers a 7-day return policy based on adherence to quality and customer service. If it is found that a product does not meet the Company’s purity specifications, the product will be replaced immediately and free of charge within 7 days of receipt. Refunds will be issued only if the product ordered is unavailable and cannot be remanufactured for a replacement when requested. Shipping charges are not refunded. Restocking fees of 20% may apply to certain returns. The Company has not recorded an allowance for returns due to the low volume of returns recorded in historical periods.

Refunds:

Refunds will only be issued for certain products (which completely exclude propylene glycol, vegetable glycerin, and any product containing nicotine) that are purchased and then found to be unavailable and unable to be re-manufactured for a replacement when requested. All other refund requests, if determined to be appropriate, are issued by store credit or a replacement at NNI’s discretion. Refunds if they occur are recorded as a reduction of sales income.

Exchanges / Store Credit:

To be eligible for exchange, we require our customers to email us within 7 days of delivery notification to alert us of damaged products, for which we may request more information (pictures, etc.) If it is determined that the damaged product is returnable, we may ask for the product to be returned before a replacement is sent out. If a replacement is not available NNI will issue a store credit in the dollar amount for the said item. Any shipping costs associated with shipping returnable products back to NNI is the sole responsibility of the customer. The Company had no store credits at March 31, 2024 and December 31, 2023.

Green Hygienics, Inc.
Notes to Condensed Consolidated Financial Statements
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NOTE 4 – SUMMARY OF ACCOUNTING POLICIES (continued)

Leases

In February 2016, the Financial Accounting Standards Board (“FASB”) issued ASU No. 2016-02 – *Topic 842 Leases*. ASU 2016-02 requires that most leases be recognized on the financial statements, specifically the recognition of right-to-use assets and related lease liabilities, and enhanced disclosures about leasing arrangements. The Company elected to apply the short-term scope exception for leases with terms of 12 months or less at the inception of the lease and will continue to recognize rent expense on a straight-line basis.

Stock Based Compensation and Other Share-Based Payments

The Company records stock-based compensation in accordance with ASC 718, *Compensation - Stock Compensation*, using the fair value method of the award on grant date. All transactions in which goods or services are the consideration received for the issuance of equity instruments are accounted for based on the fair value of the equity instruments issued. The expense attributable to the Company’s directors and consultants or advisory is recognized over the period the amounts are earned and vested.

Basic and Diluted Loss Per Share

In accordance with ASC Topic 260 – Earnings Per Share, the basic loss per common share is computed by dividing net loss available to common stockholders by the weighted average number of common stock outstanding. Diluted loss per common share is computed similar to basic loss per common share except that the denominator is increased to include the number of additional shares of common stock that would have been outstanding if the potential common stock had been issued and if the additional shares of common stock were dilutive. Potential common stock consists of the incremental common stock issuable upon convertible notes. The computation of basic loss per share for the three months ended March 31, 2024, and 2023, excludes potentially dilutive securities of underlying convertible notes totaling 26,480,000 shares at \$0.05 per share because their inclusion would be antidilutive. As a result, the computations of net loss per share for each period presented is the same for both basic and fully diluted.

Recent Accounting Pronouncements

In August 2020, the FASB issued ASU 2020-06 to simplify the current guidance for convertible instruments and the derivatives scope exception for contracts in an entity’s own equity. Additionally, the amendments affect the diluted EPS calculation for instruments that may be settled in cash or shares and for convertible instruments. The update also provides for expanded disclosure requirements to increase transparency. For SEC filers, excluding smaller reporting companies, this update is effective for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. For all other entities, this Update is effective for fiscal years beginning after December 15, 2023, including interim periods therein.

Income Taxes

Income taxes are recognized in accordance with ASC 740, “Income Taxes”, whereby deferred income tax liabilities or assets at the end of each period are determined using the tax rate expected to be in effect when the taxes are actually paid or recovered. A valuation allowance is recognized on deferred tax assets when it is more likely than not that some or all of these deferred tax assets will not be realized.

Green Hygienics, Inc.
Notes to Condensed Consolidated Financial Statements
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NOTE 5 – ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities at March 31, 2024 and December 31, 2023 consist of the following:

	March 31, 2024	December 31, 2023
Accounts payable	\$ 417,852	\$ 379,278
Accrued interest payable (ref: Note 7)	2,309,281	2,276,181
	<u>\$ 2,727,133</u>	<u>\$ 2,655,459</u>

NOTE 6 – DEBT

	March 31, 2024	December 31, 2023
Merchant agreements	225,579	205,719
SBA loan	500,000	500,000
Total debt	725,579	705,719
(Less): current portion of debt	(89,752)	(122,726)
Debt, noncurrent portion	<u>\$ 635,827</u>	<u>\$ 582,993</u>

Merchant Agreements

On November 24, 2021, the Company executed a merchant agreement with Timberland Bank with terms below:

Loan amount (\$)	300,000
Loan payable multiple (initial term of loan)	1.15
Number of weeks (initial term of loan)	26
Weekly payment amount (initial term of loan) (\$)	1,731
Loan fee (\$)	9,000

At the end of 26th week, May 25, 2022, the Loan of \$300,000 which had initial term total payments of \$345,000 over the initial term of 26 weeks was rolled over into the 78-week extended term and the aggregate total payments increased to \$414,000. Later, the initial term total payments of \$465,000 over the initial term of 26 weeks was rolled over into 104 weeks extended term. And the weekly payment amount is \$4,471.

At the end of 48th week, June 21, 2023, the balance of the Loan was \$199,375, the Company received further funds in the amount of \$50,625. The new Loan of \$250,000 has initial term total payments of \$387,500 over the initial term of 104 weeks. The weekly payment amount is \$3,726.

The Company recorded and paid \$212,380 and \$176,769 in accordance with the weekly payment schedule during the years ended December 31, 2023 and 2022, respectively.

On January 23, 2024, the Loan was renewed and new payment terms negotiated as set out below:

Loan amount (\$)	215,153.44
Loan payable multiple (initial term of loan)	1.55
Number of weeks (initial term of loan)	104
Weekly payment amount (initial term of loan)	\$750 in first 12 weeks, \$1,500 in next 14 weeks, \$3,891 in the remaining periods

The Company recorded and paid \$10,476 and \$58,125 in accordance with the weekly payment schedule during the three months ended March 31, 2024 and 2023, respectively.

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NOTE 6 – DEBT (continued)

SBA Loan

On October 1, 2021, the Company acquired NNI, assuming its SBA loan originating on July 16, 2021, with a maturity date of July 19, 2051, in the amount of \$500,000 with terms as detailed below:

Loan amount (\$)	500,000
Interest rate	3.75% per annum
Payment	Installment payments, including principal and interest, of \$2,505 monthly, will begin in February 2024. The balance of principal and interest will be payable Thirty (30) years from the date of the promissory Note.

The Company accrued interest expenses of \$4,725 and \$4,622 for three months ended March 31, 2024 and 2023, in respect to this Loan. As of March 31, 2024, the accrued interest payable under the SBA loan is \$50,897 (December 31, 2023 - \$46,172). The Company has not yet remitted payments under this loan.

NOTE 7 – CONVERTIBLE NOTES PAYABLE

The Company has outstanding convertible notes payable as follows:

Note 1 - On February 1, 2006, the Company executed a convertible promissory note in the principal amount of \$324,000 with interest payable at 10% per annum. The note matured on February 1, 2007, and is currently in default. The note is convertible into shares of common stock of the Company in tranches of no less than \$10,000 on presentation of a request to convert at a price of \$0.05 per share.

Note 2 – On June 1, 2006, the Company executed a convertible promissory note in the principal amount of \$250,000 with interest payable at 10% per annum. The note matured on June 1, 2007. The note is convertible into shares of common stock of the Company in tranches of no less than \$10,000 on presentation of a request to convert at a price of \$0.05 per share. On March 1, 2007, the lender funded a further \$250,000 on the same terms as the first note, maturing on March 1, 2008. The notes are currently in default.

Note 3 – On October 1, 2006, the Company executed a convertible promissory note in the principal amount of \$250,000 with interest payable at 10% per annum. The note matured on June 1, 2007. The note is convertible into shares of common stock of the Company in tranches of no less than \$10,000 on presentation of a request to convert at a price of \$0.05 per share. On November 1, 2007, the lender funded a further \$250,000 on the same terms as the first note maturing on November 1, 2008. The notes are currently in default.

At March 31, 2024 and December 31, 2023 the principal amount of the notes outstanding was \$1,324,000.

Interest expenses in the amount of \$33,100 were accrued on the notes for the three months ended March 31, 2024 and 2023. At March 31, 2024 the total amount of interest payable on the notes was \$2,309,281 (\$2,276,181 at December 31, 2023) and is included on the balance sheets in accounts payable.

NOTE 8 – OPERATING LEASE

We have entered into various operating lease agreements for a total of 6,000 square feet for certain of our offices and storage space in San Diego, CA. The Company does not have any short-term leases or financing lease arrangements and the effects of any lease modifications have not been material. The Company determines the lease term as the period of the lease and may include the options to extend or terminate the lease when reasonably certain that the Company will exercise that option. Leases with a term of 12 months or less are not recognized on the balance sheet. The Company uses its incremental borrowing rate based on the information available at lease commencement in determining the present value of unpaid lease payments. Right-of-use assets also include any lease payments made at or before lease commencement and any initial direct costs incurred and exclude any lease incentives received.

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NOTE 8 – OPERATING LEASE (continued)

At the beginning of 2023 the Company did not renew certain leases on their expiry, leaving us with 4,551 square feet of leased space, of which 3,470 square feet is utilized by the Company and the remaining 1,081 square feet is subleased to a third party. In April, the Company terminated one of the aforementioned leases resulting in a reduction to future operating assets and liabilities.

Operating lease costs for the three months ended March 31, 2024 and 2023, were \$18,492 and \$14,945, respectively.

Supplemental information related to operating leases is as follow:

Balance sheet information at March 31, 2024	
Operating lease ROU assets	<u>\$ 424,316</u>
Operating lease liabilities	<u>\$ 422,974</u>
Cash flow information for the three months ended March 31, 2024	
Cash paid for amounts of operating leases liabilities	\$ 19,267

Future minimum lease payments in respect of the above leases as of March 31, 2024, as presented in accordance with ASC 842 are as follows:

2024	43,959
2025	60,027
2026	61,828
2027	63,682
2028	65,593
Remaining periods	<u>270,194</u>
Total future minimum lease payments	565,283
Less: imputed interest	<u>(142,309)</u>
Total	422,974
Current portion of operating leases	<u>31,100</u>
Long term portion of operating leases	<u>\$ 391,874</u>

NOTE 9 – RELATED PARTY TRANSACTIONS

Harvinder Panesar

On December 27, 2021, Harvinder Panesar signed a new employment agreement with the Company as the Chief Executive Officer, Secretary and Treasurer which commenced on January 1, 2022. During his period of employment, the Company will pay a salary of \$125,000 per annum. The terms of the compensation will be reviewed on an annual basis.

During the three months ended March 31, 2024, and 2023, Mr. Panesar accrued a total of \$31,250, for management fees. At March 31, 2024 Mr. Panesar was owed a total of \$420,250 (December 31, 2023 - \$389,000). This amount is reflected on the balance sheet as accounts payable – related parties.

Joseph Giuliano

On January 3, 2023, the Company issued 200,000 shares of unregistered, restricted common stock to Joseph Giuliano, Director in consideration for services provided with a fair market value of \$200,000 or \$1.00 per share on the date of issuance.

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NOTE 9 – RELATED PARTY TRANSACTIONS (continued)

Jacob Rubenstein

At March 31, 2024 and December 31, 2023, Mr. Jacob Rubenstein, the officer and director of our controlled subsidiary, Nude Nicotine was owed a total of \$5,336 and \$2,622. This amount is reflected on the balance sheet as accounts payable – related parties.

NOTE 10 – CAPITAL STOCK

Preferred Stock

The Company has authorized a total of 10,000,000 shares of Preferred Stock, \$0.001 par value.

A total of 1,000 shares are designated as Series A Preferred Stock. The Series A Preferred stock has the right to participate with holders of the Company's common stock on any dividend issued, such dividend amount to be calculated based on the amount of the dividend multiplied by the number of shares of common stock that the shares of Series A preferred stock are convertible into. The shares of Series A Preferred stock are convertible into 3 shares of common stock for each 1 share of Series A Preferred stock held. Further the Series A Preferred stock carries voting rights granting the holder of each share of Series A Preferred stock the right to 3 votes for each share held.

On March 31, 2024, and December 31, 2023, 0 shares of Preferred Stock or Series A Preferred stock were issued and outstanding.

Common Stock

The Company has authorized 750,000,000 common shares with \$0.001 par value.

During the year ended December 31, 2023, the Company sold 400,000 shares of unregistered, restricted common stock at the purchase price of \$0.10 per share for total proceeds of \$40,000.

During the year ended December 31, 2023, the Company issued a total of 1,070,000 unregistered, restricted shares of common stock in respect to certain consulting agreements, including 940,000 common shares earned but unissued as of December 31, 2022. (ref: Note 11 below)

At March 31, 2024 and December 31, 2023 there were 54,657,502 shares of common stock issued and outstanding, respectively.

NOTE 11 – STOCK BASED COMPENSATION

During the year ended December 31, 2022, the Company agreed to issue a total of 940,000 shares of common stock to various consultants for services rendered over periods of up to twelve months in the form of a stock award. These shares were valued as of the contract dates at a fair market value of \$940,000. The Company recognized stock-based compensation in the amount of \$650,000 at December 31, 2022, which is reflected on the Company's balance sheets as a liability for unissued shares. The unrecognized amount of \$290,000 was expensed in year 2023. The common shares underlying the consulting agreements were issued during the year ended December 31, 2023.

During the year ended December 31, 2023, the Company issued a further 130,000 shares of common stock to various consultants for services rendered over periods of up to twelve months in the form of a stock award and valued as of the contract dates at a fair market value of \$130,000.

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NOTE 11 – STOCK BASED COMPENSATION (continued)

During the year ended December 31, 2023, the Company recorded \$420,000 as stock-based compensation expenses in respect of the aforementioned consulting agreements. There was no stock compensation for the three months ended March 31, 2024.

NOTE 12 – SUBSEQUENT EVENTS

The Company has evaluated subsequent events from the balance sheet date through the date that the financial statements were issued and determined that there are no additional subsequent events to disclose.