

## Statement Pursuant to the Pink Basic Disclosure Guidelines

# GREENE CONCEPTS, INC.

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SIC Code 2086

## Quarterly Report

For the period ending April 30, 2024 (the "Reporting Period")

ALL INFORMATION CONTAINED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF GREENE CONCEPTS, INC. A NEW YORK CORPORATION (THE "COMPANY") IN ACCORDANCE WITH RULE 15C2-11 AND 10B-5 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934 AND RULE 144(C)(2) UNDER THE SECURITIES ACT. DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS REPORT. NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY. ANY REPRESENTATION NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY.

INFORMATION CONTAINED IN THIS REPORT MAY CONTAIN FORWARD-LOOKING STATEMENTS, WHICH INVOLVE A NUMBER OF RISKS AND UNCERTAINTIES THAT COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THOSE REFLECTED IN THE FORWARD-LOOKING STATEMENTS. FORWARD-LOOKING STATEMENTS CAN BE IDENTIFIED BY USE OF WORDS "EXPECT", "PROJECT", "MIGHT", "POTENTIAL", AND SIMILAR TERMS. THE COMPANY CAUTIONS READERS THAT ANY FORWARD-LOOKING INFORMATION IS NOT A GUARANTEE OF FUTURE PERFORMANCE AND THAT ACTUAL RESULTS COULD DIFFER MATERIALLY FROM THOSE CONTAINED IN THE FORWARD-LOOKING INFORMATION. FORWARD-LOOKING STATEMENTS INVOLVE A NUMBER OF RISKS, UNCERTAINTIES OR OTHER FACTORS BEYOND THE COMPANY'S CONTROL. THESE FACTORS INCLUDE, BUT ARE NOT LIMITED TO OUR ABILITY TO IMPLEMENT OUR STRATEGIC INITIATIVES, ECONOMIC, POLITICAL AND MARKET CONDITIONS AND PRICE FLUCTUATIONS, GOVERNMENT AND INDUSTRY REGULATION, U.S. AND GLOBAL COMPETITION AND OTHER FACTORS. THE COMPANY UNDERTAKES NO OBLIGATION TO UPDATE ANY FORWARD-LOOKING STATEMENT, WHETHER AS A RESULT OF NEW INFORMATION, FUTURE EVENTS OR OTHERWISE.

### Outstanding Shares

The number of shares outstanding of our Common Stock was:

2,480,667,511 as of April 30, 2024

2,270,667,515 as of July 31, 2023

### 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:

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

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

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

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

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

**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.**

**Greene Concepts, Inc.**

Formerly: Luke Entertainment, Inc. until 1-2011

Formerly: First Petroleum Pipeline, Inc. until 11-2007

Formerly: Euro Wind Energy Inc. until 3-2005

Formerly: Princeton Commercial Holdings, Inc. until 04-2004

Formerly: International Citrus Corp until 3-2004

Formerly: Tech-Ohm Resistor Corporation until 1-1976

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):

The Company was incorporated on August 18, 1952, in the State of New York. The Company is currently active in New York.

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

There have been no suspension orders from the Securities and Exchange Commission nor has any recognized regulatory body imposed additional restrictions on the transfer.

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

While the Company is presently seeking and at various stages of negotiating potential acquisitions, joint-ventures, and/or mergers, the Company does not presently have definitive plans to issue dividends, recapitalize, or spin-off additional operations at this time, nor has there been any stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization in the past 12 months. However, at the discretion of the Board of Directors and the Majority of Shareholders the aforementioned statements may be subject to change at any time.

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

**Greene Concepts, Inc. 1865 Herndon Ave. Suite K-358 Clovis, CA 93611**

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: Pacific Stock Transfer Co.

Address 1: 6725 via Austi Parkway

Address 2: Suite 300

Address 3: Las Vegas, NV 89119

Phone: (800) 785-7782

**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:	<u>INKW</u>	
Exact title and class of securities outstanding:	<u>COMMON</u>	
CUSIP:	<u>39468C304</u>	
Par or stated value:	<u>\$.0001.</u>	
Total shares authorized:	<u>10,000,000,000</u>	<u>April 30, 2024</u>
Total shares outstanding:	<u>2,480,667,511</u>	<u>April 30, 2024</u>
Total number of shareholders of record:	<u>472</u>	<u>April 30, 2024</u>

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

Trading symbol:	_____	
Exact title and class of securities outstanding:	_____	
CUSIP:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____
Total number of shareholders of record:	_____	as of date: _____

Trading symbol:	_____	
Exact title and class of securities outstanding:	_____	
CUSIP:	_____	
Par or stated value:	_____	
Total shares authorized:	_____	as of date: _____
Total shares outstanding:	_____	as of date: _____
Total number of shareholders of record:	_____	as of date: _____

**Other classes of authorized or outstanding equity securities:**

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). 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:	<u>Preferred A</u>	
CUSIP (if applicable):	_____	
Par or stated value:	<u>\$.001.</u>	
Total shares authorized:	<u>16,500,000</u>	<u>April 30, 2024</u>
Total shares outstanding (if applicable):	<u>888,390</u>	<u>April 30, 2024</u>
Total number of shareholders of record (if applicable):	<u>11</u>	<u>April 30, 2024</u>

Exact title and class of the security:	<u>Preferred B</u>	
CUSIP (if applicable):	_____	
Par or stated value:	<u>\$.001.</u>	
Total shares authorized:	<u>1,000</u>	<u>April 30, 2024</u>
Total shares outstanding (if applicable):	<u>60</u>	<u>April 30, 2024</u>
Total number of shareholders of record (if applicable):	<u>3</u>	<u>April 30, 2024</u>

Exact title and class of the security:	<u>Preferred Non-Designated</u>	
CUSIP (if applicable):		
Par or stated value:	<u>\$.001.</u>	
Total shares authorized:	<u>3,500,000</u>	<u>April 30, 2024</u>
Total shares outstanding (if applicable):	<u>0</u>	<u>April 30, 2024</u>
Total number of shareholders of record (if applicable):	<u>0</u>	<u>April 30, 2024</u>

**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 total number of shares of Common Stock which this Corporation is authorized to issue is Ten Billion (10,000,000,000) shares, par value \$0.0001. Each share of Common Stock is granted one vote, both cash and stock dividends are subject to Board approval and are subordinate to the Preferred Stock rights.

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

Each share of Series A Preferred Stock shall be convertible, at the option of the holder thereof, at any time or from time to time after one (1) year from the issuance of such share, into One Hundred (100) shares of Common Stock of the Company. Each outstanding share of Series A Preferred Stock shall be entitled to One Thousand (1,000) votes per share on all matters to which the shareholders of the Company are entitled or required to vote. In each calendar year, the holders of the then outstanding Series A Preferred Stock shall be entitled to receive when, as and if declared by the Board, out of any funds and assets of the Company legally available therefore, noncumulative dividends in an amount equal to any dividends or other Distribution on the Common Stock in such calendar year (other than a Common Stock Dividend). No dividends (other than a Common Stock Dividend) shall be paid, and no Distribution shall be made, with respect to the Common Stock unless dividends in such amount shall have been paid or declared and set apart for payment to the holders of the Series A Preferred Stock simultaneously. Dividends on the Series A Preferred Stock shall not be mandatory or cumulative, and no rights or interest shall accrue to the holders of the Series A Preferred Stock by reason of the fact that the Company shall fail to declare or pay dividends on the Series A Preferred Stock, except for such rights or interest that may arise as a result of the Company paying a dividend or making a Distribution on the Common Stock.

Each share of Series B Preferred Stock shall be convertible, at the option of the holder thereof, at any time or from time to time after one (1) year from the issuance of such share, into One Hundred Million (100,000,000) shares of Common Stock of the Company. Each outstanding share of Series B Preferred Stock shall be entitled to One Hundred Million (100,000,000) votes per share on all matters to which the shareholders of the Company are entitled or required to vote. In each calendar year, the holders of the then outstanding Series B Preferred Stock shall be entitled to receive, when, as and if declared by the Board, out of any funds and assets of the Company legally available therefore, noncumulative dividends in an amount equal to any dividends or other Distribution on the Common Stock in such calendar year (other than a Common Stock Dividend). No dividends (other than a Common Stock Dividend) shall be paid, and no Distribution shall be made, with respect to the Common Stock unless dividends in such amount shall have been paid or declared and set apart for payment to the holders of the Series B Preferred Stock simultaneously. Dividends on the Series B Preferred Stock shall not be mandatory or cumulative, and no rights or interest shall accrue to the holders of the Series B Preferred Stock by reason of the fact that the Company shall fail to declare or pay dividends on the Series B Preferred Stock, except for such rights or interest that may arise as a result of the Company paying a dividend or making a Distribution on the Common Stock.

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

In case, at any time after the date hereof, of any capital reorganization, or any reclassification of the stock of the Company (other than a change in par value or as a result of a stock dividend or subdivision, split-up or combination of shares), or the consolidation or merger of the Company with or into another person (other than a consolidation or merger in which the Company is the continuing entity and which does not result in any change in the Common Stock), or of the sale or other disposition of all or substantially all the properties and assets of the Company as an entirety to any other person, the shares of

Series B Preferred Stock shall, after such reorganization, reclassification, consolidation, merger, sale or other disposition, be convertible into the kind and number of shares of stock or other securities or property of the Company or of the entity resulting from such consolidation or surviving such merger or to which such properties and assets shall have been sold or otherwise disposed to which such holder would have been entitled if immediately prior to such reorganization, reclassification, consolidation, merger, sale or other disposition it had converted its shares of Series B Preferred Stock into Common Stock. The provisions of this section 5(a) shall similarly apply to successive reorganizations, reclassifications, consolidations, mergers, sales or other dispositions. The provisions of this section 15 shall not affect the conversion of the Class B Preferred Stock in the event of a forward or reverse stock split.

**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)

July31, 2020	<p style="text-align: center;"><u>Opening Balance:</u> Common: <u>1,282,517,074</u> Preferred: <u>13,119,500</u></p>	
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Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
11/4/2020	New Issuance	520,000	Preferred	\$.0001	Par Value	Leonard Greene	Share Exchange	Restricted	
11/4/2020	Cancellation	(220,000,000)	Common	\$.0001	Par Value	Madeline Kahn	Share Exchange	Restricted	
11/4/2020	New Issuance	2,500,000	Preferred	\$.0001	Par Value	Leonard Greene	Share Exchange	Restricted	
11/4/2020	Cancellation	(5,588,924)	Common	\$.0001	Par Value	Amy McNally	Share Exchange	Restricted	
11/4/2020	New Issuance	55,890	Preferred	\$.0001	Par Value	Amy McNally	Share Exchange	Restricted	
11/4/2020	Cancellation	(7,000,000)	Common	\$.0001	Par Value	David Johnson	Share Exchange	Restricted	
11/4/2020	New Issuance	70,000	Preferred	\$.0001	Par Value	David Johnson	Share Exchange	Restricted	
11/29/2020	New Issuance	30,000	Preferred	\$.0001	Par Value	Blake Ebersole	Services	Restricted	
11/29/2020	New Issuance	30,000	Preferred	\$.0001	Par Value	Sunflower Consulting Group Harold Wingert	Services	Restricted	
12/04/2020	New Issuance	50,000,000	Common	\$.0001	Par Value	Bradley Wilson	Debt Conversion	Unrestricted	Rule 144d
1/22/2021	New Issuance	50,000,000	Common	\$.0001	Par Value	Bradley Wilson	Debt Conversion	Unrestricted	Rule 144d
1/27/2021	New Issuance	120,000,000	Common	\$.0015	Yes (50% discount)	GPL Ventures Alexander Dillon	Stock Subscription	Unrestricted	Reg A
2/2/2021	New Issuance	42,000,000	Common	\$.0015	Yes (50% discount)	Wong Hang NGA	Stock Subscription	Unrestricted	Reg A
2/3/2021	New Issuance	67,000,000	Common	\$.0015	Yes (50% discount)	GPL Ventures Alexander Dillon	Stock Subscription	Unrestricted	Reg A
2/7/2021	New Issuance	60,000,000	Common	\$.0015	Yes (50% discount)	GPL Ventures Alexander Dillon	Stock Subscription	Unrestricted	Reg A
2/16/2021	New Issuance	33,333,333	Common	\$.0015	Yes (50% discount)	Suares Capital Donnell Suares	Stock Subscription	Unrestricted	Reg A
2/19/2021	New Issuance	65,000,000	Common	\$.0015	Yes (50% discount)	GPL Ventures Alexander Dillon	Stock Subscription	Unrestricted	Reg A

2/23/2021	New Issuance	100,000,000	Common	\$.0015	Yes (50% discount)	Our Unlimited Dreams LLC Larry Powalisz	Stock Subscription	Unrestricted	Reg A
2/23/2021	New Issuance	100,000,000	Common	\$.0015	Yes (50% discount)	Leo's New Company LLC Miguel Santana	Stock Subscription	Unrestricted	Reg A
2/25/2021	New Issuance	50,000,000	Common	\$.0015	Yes (50% discount)	Citta Alta Capital Craig Coaches	Stock Subscription	Unrestricted	Reg A
2/25/2021	New Issuance	50,000,000	Common	\$.0015	Yes (50% discount)	Tiger Trout Capital LLC Alan Masley	Stock Subscription	Unrestricted	Reg A
2/25/2021	New Issuance	10,000,000	Common	\$.0015	Yes (50% discount)	Bradley Wilson	Stock Subscription	Unrestricted	Reg A
2/25/2021	New Issuance	100,000,000	Common	\$.0015	Yes (50% discount)	Wong Hang Nga	Stock Subscription	Unrestricted	Reg A
3/17/2021	Cancelation	8,000,000	Preferred	\$.0001		BNL Capital LLC Robert Levit			
7/26/2021	New Issuance	500,000	Preferred	\$.0001	Par Value	High Hopes Holdings, LLC Robert Levit	Services	Restricted	Section 4(a)(2)
7/26/2021	New Issuance	100,000	Preferred	\$.0001	Par Value	Kenneth Porter	Services	Restricted	Section 4(a)(2)
3/18/2022	Cancellation	4,000,000	Preferred A	\$.0001	Par Value	Lucky Pony Stephen Carnes	Share Exchange	Restricted	Section 4(a)(2)
3/18/2022	New Issuance	20	Preferred B	\$.001	Par Value	Lucky Pony Stephen Carnes	Share Exchange	Restricted	Section 4(a)(2)
03/22/2022	Cancellation	3,537,000	Preferred A	\$.0001	Par Value	Leonard Greene	Share Exchange	Restricted	Section 4(a)(2)
03/22/2022	New Issuance	20	Preferred B	\$.001	Par Value	Leonard & Elizabeth Greene Family Trust	Share Exchange	Restricted	Section 4(a)(2)
03/25/2022	Cancellation	500,000	Preferred A	\$.0001	Par Value	High Hopes Holdings, LLC Robert Levit	Share Exchange	Restricted	Section 4(a)(2)
03/25/2022	New Issuance	20	Preferred B	\$.001	Par Value	High Hopes Holdings, LLC Robert Levit	Share Exchange	Restricted	Section 4(a)(2)
04/27/2022	Cancellation	37,333,333	Common	\$.0001	Par Value	Suares Capital Donnell Suares			
8/18/2022	New Issuance	30,000,000	Common	\$.0001	Par Value	Wong Hang Nga	Stock Subscription	Unrestricted	Reg A

04/19/2023	New Issuance	24,000,000	Common	\$.0001	Par Value	Wong Hang Nga	Stock Subscription	Unrestricted	Reg A
5/10/2023	New Issuance	24,000,000	Common	\$.0001	Par Value	Leo's New Company LLC Miguel Santana	Stock Subscription	Unrestricted	Reg A
5/24/2023	New Issuance	24,000,000	Common	\$.0001	Par Value	Wong Hang Nga	Stock Subscription	Unrestricted	Reg A
06/01/2023	New Issuance	24,000,000	Common	\$.0001	Par Value	Leo's New Company LLC Miguel Santana	Stock Subscription	Unrestricted	Reg A
06/19/2023	New Issuance	24,000,000	Common	\$.0001	Par Value	Leo's New Company LLC Miguel Santana	Stock Subscription	Unrestricted	Reg A
07/07/2023	New Issuance	36,000,000	Common	\$.0001	Par Value	Leo's New Company LLC Miguel Santana	Stock Subscription	Unrestricted	Reg A
08/24/2023	New Issuance	30,000,000	Common	\$.00187	Par Value	Leo's New Company LLC Miguel Santana	Stock Subscription	Unrestricted	Reg A
08/25/2023	New Issuance	30,000,000	Common	\$.00187	Par Value	Wong Hang Nga	Stock Subscription	Unrestricted	Reg A
08/30/2023	New Issuance	30,000,000	Common	\$.00187	Par Value	Emerging Elements, Inc. Rebecca Miller	Stock Subscription	Unrestricted	Reg A
3/01/2024	New Issuance	20,000,001	Common	\$.003	Par Value	Emerging Elements, Inc. Rebecca Miller	Stock Subscription	Unrestricted	Reg A
3/13/2024	New Issuance	20,000,000	Common	\$.003	Par Value	Wong Hang Nga	Stock Subscription	Unrestricted	Reg A
3/20/2024	New Issuance	20,000,001	Common	\$.003	Par Value	Emerging Elements, Inc. Rebecca Miller	Stock Subscription	Unrestricted	Reg A
4/03/2024	New Issuance	25,000,000	Common	\$.003	Par Value	Emerging Elements, Inc. Rebecca Miller	Stock Subscription	Unrestricted	Reg A
04/17/2024	New Issuance	25,000,000	Common	\$.003	Par Value	Emerging Elements, Inc. Rebecca Miller	Stock Subscription	Unrestricted	Reg A

<b>Shares Outstanding on <u>April 30, 2024</u></b>	<b>Ending Balance:</b> <b>Common: <u>2,480,667,511</u></b> <b>Preferred A: <u>888,390</u></b> <b>Preferred B: <u>60</u></b>	
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**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, Use the space below to provide any additional details, including footnotes to the tale 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	Reason for Issuance (e.g. Loan, Services, etc.)
10/01/2018 Note 1	\$7,233.42	\$5,000.00		\$2,233.42	10/01/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
10/1/2018	\$1,446.68	\$1,000.00		\$446.68	10/26/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
10/05/2018	\$1,662.68	\$1,150.00		\$512.68	10/05/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
10/05/2018	\$13,012.27	\$9,000.00		\$4,012.27	10/05/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
10/26/2018	\$13,292.24	\$9,223.00		\$4,069.24	10/26/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
10/26/2018	\$17,294.47	\$12,000.00		\$5,294.47	10/26/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
10/26/2018	\$1,441.21	\$1,000.00		\$441.21	10/26/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
11/15/2018	\$14,368.22	\$10,000.00		\$4,368.22	11/15/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
12/11/2018	\$15,169.91	\$10,600.00		\$4,569.91	12/11/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
12/18/2018	\$2,144.38	\$1,500.00		\$644.38	12/18/2019	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
12/17/2018	\$14,298.08	\$10,000.00		\$4,298.08	12/17/2019	Convertible after one year Conversion at \$.00005 per share	CDN Associates Shaun Diedrich	Loan
01/16/2019	\$7,116.16	\$5,000.00		\$2,116.16	01/16/2020	Convertible after one year Conversion at \$.00005 per share	CDN Associates Shaun Diedrich	Loan
02/06/2019	\$35,465.75	\$25,000.00		\$10,465.75	02/06/2020	Convertible after one year Conversion at \$.00005 per share	Nuemark Group Shaun Diedrich	Loan

02/08/2019	\$21,272.88	\$15,000.00		\$6,272.88	02/08/2020	Convertible after one year Conversion at \$.00005 per share	Nuemark Group Shaun Diedrich	Loan
02/22/2019	\$21,226.85	\$15,000.00		\$6,226.85	02/22/2020	Convertible after one year Conversion at \$.00005 per share	Nuemark Group Shaun Diedrich	Loan
03/06/2019	\$2,824.99	\$2,000.00		\$824.99	03/06/2020	Convertible after one year Conversion at \$.00005 per share	Shaun Diedrich	Loan
1/24/2020	\$67,142.53	\$44,400.00		\$22,142.53	1/24/2021	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
2/19/2020	\$37,591.78	\$25,000.00		\$12,591.78	2/19/2021	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan
3/26/2020	\$14,918.36	\$10,000.00		\$4,918.36	3/26/2021	Convertible after one year Conversion at \$.00005 per share	Bradley Wilson	Loan

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

The purpose of this section is to provide a clear description of the issuer's current operations.

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

Before acquiring our Marion, North Carolina bottling facility on February 6, 2019, we operated our legacy business, which was the manufacture and distribution of a line of 25 high quality consumer focused inkjet kits. On February 5, 2019, our board of directors made a determination to wind down our legacy business and to transition into the beverage and bottling business. On February 6, 2019, we acquired Mammoth Ventures Inc. ("Mammoth"), as a wholly owned subsidiary. On February 6, 2019, Greene Concepts Inc. acquired 100% of the outstanding shares of Mammoth Ventures Inc. which included all assets owned by Mammoth Ventures Inc. including the Marion, North Carolina facility and all bottling equipment and other assets formerly known as the North Cove Springs Bottling and Beverage from BNL Capital LLC.

The North Cove Springs bottling plant will be focused on a variety of beverage product lines including, but not limited to CBD infused beverages, spring, and artesian water, as well as enhanced athletic drinks in addition to other product offerings.

In March 2020, we launched our first production run of our Be Water, Premium artesian spring water.

In August 2022, we launched our first production run of our Happy Mellow CBD immune-support formulated drinks.

The Company will be introducing several primary products with announcements that will provide product details as well as details of their operations in the near future.

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

On February 6, 2019, we acquired Mammoth Ventures Inc. ("Mammoth"), as a wholly owned subsidiary. On January 1, 2021, we created The Water Club. ("Water Club"), as a wholly owned subsidiary for the sales of online products.

C. Describe the issuers' principal products or services.

#### **Be Water™**

Our artesian spring bottled water Be Water consists of 16.9 FL. OZ (500ML) and comes in 24-packs, six-packs, and gallon-line size configurations. Our bottling plant located in Marion, North Carolina and has as its water sources a combination of seven (7) spring and artesian wells that are fed from a natural aquifer located deep below the Pisgah National Forest. Be Water originates from the foothills of North Carolina's Blue Ridge Mountains within the Pisgah National Forest, part of a 500,000-acre area parcel of untouched tropical rainforest from which flows some of Earth's purest natural spring water. Be Water's fresh taste comes from its rich array of natural minerals made up of calcium, magnesium, and silica which give it a distinctive signature soft, clean, and smooth taste.

The values on the company's flagship product, Be Water, states: Be Generous, Be Kind, Be Strong, Be Good, Be Courageous, Be Aware, Be Patient. Be Water is a brand committed to providing the world with high-quality, healthy, and enhanced beverage choices with the goal of supporting a healthy lifestyle. It aspires to share the virtues of water that are deeply rooted in the Chinese philosophy of Taoism such as: mindfulness, strength, courage, and caring for others.

## **Happy Mellow™**

Each 20 FL OZ Happy Mellow drink consists of 20 MG of Greene Concepts' proprietary blended broad spectrum hemp extract containing essential vitamins and minerals designed to help support revitalization, focus and relaxation of the body. It greatly enhances the effectiveness of the CBD formula, which includes CBD, CBG and CBN. This innovative technology has an on-set time of 3 to 9 minutes, resulting in faster absorption into the bloodstream for increased health support. Each flavor profile delivers a unique experience to include:

Happy Mellow "Be Well" Blood Orange Acai (with Vitamin C)

Happy Mellow "Be Energized" Lemon Lime (with Caffeine and Vitamin D-3)

Happy Mellow "Be Calm" Plum Punch (with Vitamin B12)

## **BUSINESS DEVELOPMENTS 3<sup>rd</sup> Quarter FISCAL 2024**

### **Increased Retail Locations**

Greene Concepts, Inc. (GCI) began 2024 toward continued growth and retail expansion. This includes continued sales through multiple online marketplaces throughout the U.S. and multiple retail outlets (to include new national vendors). The number of retail outlets continues to rise nationally along with consumer awareness. The current list of retailers carrying GCI brands includes Walmart, Walmart Marketplace, Camping World, Lowes, Vitamin Outlet, Bashas, Amazon, Piggly Wiggly and one hundred other business locations near and around the Marion, NC bottling plant.

The company began placement of its flagship Be Water on Walmart shelves in North and South Carolina beginning May of 2024 following its showcase and approval of the brand by Walmart at Walmart's corporate headquarters in Bentonville, Arkansas during the October 2023 Walmart Open Call event.

### **Increased Marketing**

GCI launched a media campaign with FMW Media's New to the Street broadcast platform to expand nationwide awareness for both Be Water and its CBD immune support beverages Happy Mellow. The interview carries a reach of up to 224 million national and international households weekly.

GCI's brand ambassador, Pancho Alvarez, continues to effectively promote and grow the Be Water brand regionally within 100 miles of the Company's bottling plant and also on a national level through social media platforms. Mr. Alvarez also verifies product placement within each store to ensure proper display and branding. The Company is also working with many retailers to create planograms to add new Be Water products as they plan product display layouts in an effort to be proactive in its approach with Walmart and a number of other retailers toward continued national expansion in 2024.

### **Increased Partnerships**

The Company announced a partnership with Tocca Life Holdings Incorporated ("Tocca Life") to include Tocca Life Holding's subsidiaries, Be Climbing Inc. and Aiguille Rock Climbing Center. The partnership provides Be Water awareness, sales, and sponsorship support to the climbing centers (indoor rock climbing is a \$2.91 billion market). The partnership also increases opportunities for health and wellness within the \$4.5 trillion U.S. healthcare industry.

### **Business Plan Objectives**

GCI's growth to retailers nationwide, including its ongoing Walmart distribution, remains in-line with its business plan objectives:

- Expanding and increasing the capabilities of the bottling plant
- Strengthening the marketing and awareness of its brands

- Hiring additional personnel along with offering them additional training
- Testing and development of new products
- Increasing the volume of its production to meet the demands of larger retailers
- Continual environmental scanning and industry research efforts
- Maintaining and adding intellectual properties to its brands
- New business acquisition or partnerships

### **Increase Retail Growth Streamlining and Preparation**

To fully support the Company's advent into Walmart, GCI engaged in internal training and production preparation to satisfy Walmart's logistical requirements long-term. In addition to GCI's warehouse staff completing Walmart Academy Training, GCI hired SPS Commerce for Electronic Data Exchange (EDI) integration, automation, and compliance. A world leader in EDI, SPS Commerce serves as a strategic full-service partner to set up, train and support GCI staff on all Walmart EDI vendor compliance procedures to include automated invoice, shipping, and order processing. These actions allow the Company to get BE WATER onto more Walmart shelves faster and ultimately into the hands of more customers.

### **Company Expansion and Product Line Increase**

GCI announced new six-pack delivery configurations of its Be Water brand to Camping World beyond its historical 24-pack configuration for easier shelf placement/display and consumer transport for purchasing. This offers Camping World store managers multiple selection options between six-packs and the legacy 24-packs of Be Water.

The Company completed the installation of the gallon-sized production line to fulfill large-scale purchase orders which included the purchase and installation of two new pre-treatment and anti-bacterial machines to ensure clean, sustainable, and eco-friendly bottled artesian spring water.

The Company is in the planning stages of expanding its bottling plant by 20,000 square feet to 80,000 square feet to serve national accounts along with white label manufacturing. These growth initiatives include the installation of a high-speed line and also the Company's ability to blow its own bottles, which will bring down the cost of goods thereby providing a higher profit margin for GCI.

To support the increased production, GCI is in the process of hiring additional plant personnel to meet the increased demand and growing its distribution channels while scaling down costs and maximizing new opportunities.

GCI will continue to produce and distribute 24-pack and 6-pack and Gallons of Be Water configurations to meet the needs of national accounts and expanded customer reach.

## **5) Issuer's Facilities**

The Company leased office space in Clovis, CA for administrative functions. The Company has a long-term lease currently in place but no plans to purchase any facility.

The issuer has complete ownership of the 55,000 square foot Beverage and Bottling plant located on 4.5 acres of Land, in Marion North Carolina. The property is in good condition and sufficient for the company's current needs. Issuer is presently operating this facility in North Carolina. The Company is in the process of adding another 20,000 square feet to the Bottling Plant in North Carolina for additional processing capability.

## **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 issuer's 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.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Lucky Pony LLC Steve Carnes Managing Member	More than 5% owner	Winter Park, Florida	20	Preferred B	33.333%	Preferred shares Convertible to shares of common
Leonard Greene	CEO, Director	Clovis, CA	20	Preferred B	33.333%	Preferred shares Convertible to shares of common
High Hopes Holdings, LLC Robert Levit	More than 5% owner	Longwood, Florida	20	Preferred B	33.333%	Preferred shares Convertible to shares of common
Keith Kramer	More than 5% owner	Clovis, CA	517,000	Preferred A	58.20%	Preferred shares Convertible to shares of common
Kenneth Porter	More than 5% owner	Spruce Pine, NC	100,000	Preferred A	11.26%	Preferred shares Convertible to shares of common
David Johnson	More than 5% owner	La Vista, NE	70,000	Preferred A	7.88%	Preferred shares Convertible to shares of common

## 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 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).

#### Legal Counsel:

Name: "Colin" David Louis Hill II Esq.  
Firm: Hill Innovative Law, LLC  
Nature of Services: Legal  
Address 1: 4140 Roswell Rd, NE  
Address 2: Atlanta, GA 30342  
Phone: (404) 394-4342  
Email: [colin@hillinnovativelaw.com](mailto:colin@hillinnovativelaw.com)

#### Legal Counsel:

Name: Jeffrey Turner Esq  
Nature of Services: Legal  
Address 1: 897 Baxter Drive  
Address 2: South Jordan, Utah 84095  
Phone: (801) 810-4465  
Email: [jeff@jdt-legal.com](mailto:jeff@jdt-legal.com)

#### Accountant

Name: James DiPrima  
Firm: James DiPrima  
Nature of Services: Accounting  
Address 1: 11424 Frances St.  
Address 2: Omaha, NE 68144  
Phone: (402) 960-6110  
Email: [jim.diprima@gmail.com](mailto:jim.diprima@gmail.com)

#### Investor Relations

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

*All other means of Investor Communication:*

X (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: \_\_\_\_\_

Firm: \_\_\_\_\_

Nature of Services: \_\_\_\_\_

Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

**9) Financial Statements**

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

Name: **JAMES C DIPRIMA**

Title: **ACCOUNTANT**

Relationship to Issuer: **CONTRACTOR**

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: **JAMES C DIPRIMA**

Title: **ACCOUNTANT**

Relationship to Issuer: **CONTRACTOR**

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> **The individual has both Public and Private accounting background for 35 years.**

Provide the following qualifying financial statements:

- 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

**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.

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<sup>5</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.

## 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, Leonard M Greene certify that:

1. I have reviewed this Disclosure Statement for Greene Concepts, 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.

**June 11, 2024**

**/s/ Leonard M. Greene**

*Principal Financial Officer:*

I, Leonard M Greene certify that:

1. I have reviewed this Disclosure Statement for Greene Concepts, 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.

**June 11, 2024**

**/s/ Leonard M. Greene**

**EXHIBIT A**  
**CONSOLIDATED FINANCIAL STATEMENTS**  
**APRIL 30, 2024**

**GREENE CONCEPTS, INC.**  
**CONSOLIDATED FINANCIAL STATEMENTS**  
**April 30, 2024, and April 30, 2023**  
**(UNAUDITED)**

	Pages
Consolidated Balance Sheets as of April 30, 2024, and April 30, 2023.	F-1
Consolidated Income Statements for the Three- and Nine-Months Ended April 30, 2024, and April 30, 2023	F-2
Consolidated Statements Cash Flows for the Nine Months Ended April 30, 2024, and April 30, 2023.	F-3
Consolidated Statements of Changes in Stockholders' Deficit for the Nine Months ended April 30, 2024	F-4
Notes to Consolidated Financial Statements.	F-5 thru F-7

**GREENE CONCEPTS, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**ON APRIL 30, 2024, AND APRIL 30, 2023**  
**(UNAUDITED)**

	<u>2024</u>	<u>2023</u>
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	\$ 125,959	\$176,472
Accounts Receivable net of allowance of doubtful accounts	126,830	139,415
Inventory	395,287	350,882
Prepaid Expenses	-	-
Securities	33	348
<b>TOTAL CURRENT ASSETS</b>	<b>648,109</b>	<b>667,117</b>
<b>FIXED ASSETS-NET</b>	<b>4,770,098</b>	<b>4,597,373</b>
<b>OTHER ASSETS</b>		
Investment in Subsidiary	-	
Due from subsidiary	-	15,545
Subscription Programs	358,913	346,685
<b>TOTAL ASSETS</b>	<b>5,777,120</b>	<b>5,626,720</b>
<b>LIABILITIES</b>		
Accounts Payable	31,084	84,409
Accrued Interest Payable	97,050	97,580
Other Liabilities	304,867	20,805
Notes Payable (Note 2)	211,873	211,873
Note Payable Shareholder	2,225,178	2,116,097
<b>TOTAL LIABILITIES</b>	<b>2,870,052</b>	<b>2,530,764</b>
<b>STOCKHOLDERS' EQUITY (DEFICIT)</b>		
Preferred A Stock \$.0001 par value 20,000,000 Authorized 888,390 issued & outstanding on April 30, 2024, and 888,390 issued & outstanding on April 30, 2023	89	89
Preferred B Stock \$.001 par value 1,000 Authorized 60 issued & outstanding on April 30, 2024, and 60 issued & outstanding on April 30, 2023	-	-
Common Stock, \$.0001 par value 10,000,000,000 Authorized 2,480,667,511 issued & outstanding at April 30, 2024, and 2,138,667,515 issued & outstanding at April 30, 2023	248,067	213,867
Additional paid-in-capital	10,837,736	10,262,736
Retained earnings/(deficit)	(8,178,824)	(7,390,735)
<b>TOTAL STOCKHOLDERS' EQUITY (DEFICIT)</b>	<b>2,907,068</b>	<b>3,095,956</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>	<b>5,577,120</b>	<b>5,262,720</b>

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

**GREENE CONCEPTS, INC.**  
**CONSOLIDATED STATEMENT OF OPERATIONS**  
**FOR THE THREE AND NINE MONTHS ENDED APRIL 30, 2024, AND 2023**  
**(UNAUDITED)**

	Three Months Ended April 30		Nine Months Ended April 30	
	2024	2023	2024	2023
<b>REVENUES:</b>				
Sales	\$ 215,425	\$ 160,164	\$ 620,447	\$ 595,481
<b>TOTAL REVENUE</b>	215,425	160,164	620,447	595,481
<b>COST OF SALES</b>	92,176	90,139	299,114	439,374
<b>GROSS MARGIN</b>	123,249	70,025	321,333	156,107
<b>OPERATING EXPENSES:</b>				
Administrative expenses	16,143	37,258	51,960	64,221
Advertising	55,263		72,194	
Professional Fees	107,754	125,158	348,879	443,307
Depreciation	17,241	17,241	51,722	51,721
Marketing	13,900	68,722	105,707	319,341
Plant operations	4,696	3,186	12,358	16,385
Taxes	4,316	-	19,239	1,394
Total Operating expenses	219,313	251,565	662,059	896,269
<b>NET OPERATING INCOME/ (LOSS)</b>	(96,064)	(181,540)	(340,726)	(740,262)
<b>OTHER INCOME/(EXPENSES)</b>				
Finance and interest fees	(5,073)	(78,446)	(15,218)	(217,296)
Interest income	-	-	272	302
Total Other Income/(Expenses)	(5,073)	(78,446)	(14,946)	(216,994)
<b>NET INCOME/ (LOSS)</b>	\$ (101,137)	\$ (225,986)	\$ (355,672)	\$ (957,256)
<b>Basic and Diluted Loss per Common Share</b>	\$ (.000040)	\$ (.00012)	\$ (.000143)	\$ (.00045)
<b>Weighted Average Number of Common Shares Outstanding</b>	2,480,677,511	2,138,667,515	2,480,677,511	2,138,667,515

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

**GREENE CONCEPTS, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE NINE MONTHS ENDED APRIL 30, 2024 & APRIL 30, 2023**  
**(UNAUDITED)**

	<u>2024</u>	<u>2023</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net Income / (Loss)	(355,672)	(957,256)
Adjustments to reconcile net income to net cash provided. By operating activities:		
Changes in operating assets and liabilities:		
Preferred Shares issued for Services	-	
Depreciation and amortization	51,721	51,723
(Increase)/decrease in Due from subsidiary	703	(15,545)
(Increase)/decrease in accounts receivable	(92,066)	(129,365)
Increase/ (decrease) in accounts payable	(40,641)	(44,670)
Increase/ (decrease) in accrued interest payable	(26,411)	40,837
Increase/(decrease) in other current liabilities	304,866	10,545
(Increase)/decrease in other current assets	1,900	52,946
(Increase)/decrease in inventory	(69,537)	(19,786)
<b>NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES</b>	<b>(255,137)</b>	<b>(1,010,572)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Investment in Fixed Assets	(230,177)	(102,666)
<b>NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES</b>	<b>(230,177)</b>	<b>(102,666)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Sale of branding rights	-	-
(Decrease)/Increase in notes payable	97,823	112,799
(Decrease)/Increase in REG A Equity Investment	288,000	281,000
<b>NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES</b>	<b>385,823</b>	<b>393,799</b>
<b>NET INCREASE/ (DECREASE) IN CASH</b>	<b>(69,491)</b>	<b>(719,039)</b>
<b>CASH AND EQUIVALENTS, BEGINNING OF PERIOD</b>	<b>195,450</b>	<b>895,511</b>
<b>CASH AND EQUIVALENTS, END OF PERIOD</b>	<b>125,959</b>	<b>176,472</b>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>		

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

**GREEN CONCEPTS, INC.**  
**CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT**  
**FOR THE THREE MONTHS ENDED APRIL 30, 2024**  
**(UNAUDITED)**

	PREFERRED		COMMON		ADDITIONAL PAID	ACCUMULATED	TOTAL
	SHARES	VALUE	SHARES	VALUE	IN CAPITAL	EQUITY (DEFICIT)	SHAREHOLDERS EQUITY (DEFICIT)
BALANCE JULY 31, 2021	8,925,390	\$893	2,072,000,848	207,200	\$9,917,136	\$(5,082,064)	\$5,043,165
CONVERSION OF PREFERRED SHARES	(8,037,000)	(804)					(804)
ISSUANCE OF PREFERRED B SHARES	60	0					0
SHARE BUY BACK			(37,333,333)	(3,733)			(3,733)
ISSUANCE OF COMMON SHARE FOR REG A			50,000,000	5,000	70,000		75,000
NET INCOME/(LOSS) JULY 31, 2022						(1,337,177)	(1,337,177)
BALANCE JULY 31, 2022	888,450	89	2,084,667,515	208,467	\$9,987,136	\$(6,419,241)	\$3,776,451
ISSUANCE OF COMMON SHARE FOR REG A			30,000,000	3,000	222,000		225,000
NET INCOME/(LOSS) OCTOBER 31, 2022						(408,219)	(408,219)
BALANCE OCTOBER 31, 2022	888,450	89	2,114,667,515	211,467	10,209,136	\$(6,827,460)	\$3,593,231
NET INCOME/(LOSS) JANUARY 31, 2023						(257,127)	(257,127)
BALANCE JANUARY 31, 2023	888,450	89	2,114,667,515	211,467	10,209,136	\$(7,116,587)	\$3,304,103
ISSUANCE OF COMON SHARE FOR REG A			24,000,000	2,400	53,600		56,000
NET LOSS APRIL 30, 2023						(296,906)	(296,906)
BALANCE APRIL 30, 2023	888,450	89	2,138,667,515	213,867	10,262,736	\$(7,380,735)	3,095,956
ISSUANCE OF COMMON SHARES FOR REG A			132,000,000	13,200	294,000		308,000
NET LOSS JULY 31, 2023						\$(442,416)	(442,416)
BALANCE JULY 31, 2023	888,450	89	2,270,667,515	227,067	10,570,736	\$(7,823,151)	\$2,974,740
ISSUANCE OF COMMON SHARES FOR REG A			90,000,000	9,000	159,000		168,000
NET LOSS OCTOBER 31,2023						(233,831)	(233,831)
BALANCE OCTOBER 31, 2023	884,450	89	2,270,667,515	236,067	10,729,736	\$(8,056,982)	\$2,908,910
NET LOSS JANUARY 31, 2024						(20,704)	(20,704)
BALANCE JANUARY 31, 2024	888,450	89	2,360,667,515	236,067	10,729,736	\$(8,077,686)	\$2,888,205
ISSUANCE OF COMMON SHARES FOR REG A			119,999,996	12,000	108,000		120,000
NET LOSS APRIL 30, 2024						(101,137)	(101,137)
BALANCE JANUARY 31, 2024	888,450	89	2,480,667,511	248,067	10,837,736	\$(8,178,824)	\$2,907,068

The accompanying notes are an integral part of the unaudited consolidated financial statements.F-4

**GREENE CONCEPTS, INC.**  
**NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**  
**APRIL 30, 2024**

**NOTE 1 – ORGANIZATION AND OPERATIONS**

Greene Concepts, Inc. is headquartered in the City of Fresno, California and has been in service for fifty-eight years. The Company manufactured and distributed a line of 25 high quality consumer focused inkjet kits. The Company has recently divested itself of these operations and have acquired a facility that will be focused on production of a variety of beverage product lines including, but not limited to CBD infused beverages, spring and artesian water, as well as enhanced athletic drinks in addition to other product offerings. The Company has prepared these financial statements on the accrual basis of accounting.

**NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES**

**A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

This summary of significant accounting policies of Greene Concepts, Inc. (the Company) is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management who is responsible for the integrity and objectivity of the financial statements. These accounting policies conform to generally accepted accounting principles and have been consistently applied in the preparation of financial statements.

**B. BASIS OF ACCOUNTING**

The Company utilizes the accrual method of accounting, whereby revenue is recognized when earned and expenses when incurred. The unaudited financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information. As such, the financial statements do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all adjustments considered necessary for a fair presentation have been included and these adjustments are of a normal recurring nature.

**C. USE OF ESTIMATES**

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

**D. CASH AND CASH EQUIVALENTS** Cash and cash equivalents include cash on hand; cash in banks and any highly liquid investments with a maturity of three months or less at the time of purchase. The Company maintains cash and cash equivalent balances at several financial institutions, which are insured by the Federal Deposit Insurance Corporation for up to \$250,000.

**E. FIXED ASSETS** Fixed assets are carried at cost. Depreciation is computed using the straight-line method of depreciation over the assets estimated useful lives. Maintenance and repairs are charged to expense as incurred; major renewals and improvements are capitalized. When items of fixed assets are sold or retired, the related cost and accumulated depreciation is removed from the accounts and any gain or loss is included in the income. In February 2019 the Company acquired Mammoth Ventures Inc. which included all assets owned by Mammoth including the Marion, North Carolina facility and all bottling equipment and other assets formerly known as the North Cove Springs Bottling and Beverage from BNL Capital LLC

**F. COMPUTATION OF EARNINGS PER SHARE**

Net income per share is computed by dividing the net income by the weighted average number of common shares outstanding during the period.

**F. INCOME TAXES**

In February 1992, the Financial Accounting Standards Board issued Statement on Financial Accounting Standards 109 of "Accounting for Income Taxes." Under Statement 109, deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases.

	<b>As of April 30, 2024</b>	<b>As of April 30, 2023</b>
Net operating loss carryforward	(8,178,824)	(7,380,735)
Valuation allowance	(8,178,824)	(7,380,725)
Net deferred tax assets	<u>\$ —</u>	<u>\$ —</u>

A reconciliation of the statutory federal income tax rate to the Company's effective tax rate is as follows:

	<b>For the Three Months ended April 30, 2024</b>	<b>For the Three Months ended April 30, 2023</b>
Expected federal statutory rate	(21)%	(21)%
State Effect on tax rate, net of federal benefit	(4.35)%	(4.35)%
Change in valuation allowance	<u>25.35%</u>	<u>25.35%</u>
Income tax provision (benefit)	2,092,201	1,627,278

The Company, after considering all available evidence, fully reserved its deferred tax assets since it is more likely than not that such benefits may be realized in future periods. The Company has not yet established that it can generate taxable income. The Company will continue to evaluate its deferred tax assets to determine whether any changes in circumstances could affect the realization of their future benefit. If it is determined in future periods that portions of the Company's deferred tax assets satisfy the realization standards, the valuation allowance will be reduced accordingly.

#### **G. REVENUE RECOGNITION**

Revenue for license fees is recognized upon the execution and closing of the contract for the amount of the contract. Contract fees are generally due based upon various progress milestones. Revenue from contract payments are estimated and accrued as earned. Any adjustments between actual contract payments and estimates are made to current operations in the period they are determined.

#### **H. FAIR VALUE OF FINANCIAL INSTRUMENTS**

Statement of Financial Accounting Standards No. 107, "Disclosures about Fair Value of Financial Instruments", requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate the value. For purpose of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation. The carrying amounts reported in the balance sheet for cash, accounts receivable, inventory, accounts payable and accrued expenses, and loans payable approximate their fair market value based on the short-term maturity of these instruments.

#### **NOTE 2 – NOTES AND OTHER LOANS PAYABLE (CONTINUED)**

##### Convertible Notes.

<u>Date</u>	<u>Name</u>	<u>Principal</u>	<u>Interest Rate</u>	<u>Maturity Date</u>
October 1, 2018	Bradley Wilson	\$ 6,000.00	12.00% APR	October 1, 2019
October 5, 2018	Bradley Wilson	\$ 1,150.00	12.00% APR	October 5, 2019
October 26, 2018	Bradley Wilson	\$ 12,000.00	12.00% APR	October 26, 2019
October 26, 2018	Bradley Wilson	\$ 9,223.00	12.00% APR	October 26, 2019
November 15, 2018	Bradley Wilson	\$ 10,000.00	12.00% APR	November 15, 2019
December 11, 2018	Bradley Wilson	\$ 10,600.00	12.00% APR	December 11, 2019
December 17, 2018	CDN Associates, LLC	\$ 10,000.00	8.00% APR	December 18, 2019
January 16, 2019	CDN Associates, LLC	\$ 5,000.00	8.00% APR	January 16, 2020
February 6, 2019	Nuemark Group LLC	\$ 25,000.00	8.00% APR	February 6, 2020
February 8, 2019	Nuemark Group LLC	\$ 15,000.00	8.00% APR	February 8, 2020
February 22, 2019	Nuemark Group LLC	\$ 15,000.00	8.00% APR	February 22, 2020
March 6, 2019	Shaun Diedrich	\$ 2,000.00	8.00% APR	March 6, 2020
January 24, 2020	Bradley Wilson	\$ 44,400.00	12.00% APR	January 24, 2021
February 19, 2020	Bradley Wilson	\$ 25,000.00	12.00% APR	February 19, 2021
March 26, 2020	Bradley Wilson	\$ 10,000.00	12.00% APR	March 26, 2021

### **NOTE 3 – REGULATION A OFFERING**

The Company has sold 82,000,000 units of its securities, with each unit being comprised of three shares of common stock and two warrants to purchase a share of common stock at an exercise price of \$.01 per share, in its current Regulation A offering (SEC File No. 024-12157), for a total of \$532,000 in cash.

### **NOTE 4 – BUSINESS DEVELOPMENTS DURING FISCAL 2024**

The Company began sourcing line parts to produce gallon jugs with the commitment from an established national brand to deliver a white-label product (water produced at \$INKW for another company) in gallon sizes.

Greene Concepts secured new retail distribution to 500 new Grocery outlets through Merchants Distributors (MDI) and Lowe’s Foods to begin carrying the company’s new six-pack configuration throughout the Eastern United States. This is the first iteration of the company’s six-pack configuration in the marketplace.

The Company announced it continues to capture additional retail chains for increased national reach for its Be Water brand with a reach of nearly 900 retail locations nationally.

The Company announced an increase in the total number of Amazon fulfillment centers it sends its Be Water product to for online purchasing (105 fulfillment centers and up from its previous count of 27).

Greene Concepts’ National Sales Director, Brian Adkins, continues to lead major retail expansion nationally while the local Get Be Water Team, originating near the Marion, NC bottling plant, continues to procure sales of Be Water to local businesses (over 100 locations).

#### **Increased Retail Locations and Marketing**

Greene Concepts, Inc. (GCI) continues its year of exponential growth through 2023. The company experienced significant retail expansion. This includes an expansion through Merchants Distributors (MDI), Lowes Foods, Piggly Wiggly, KeHE Distributors and Amazon.com (new six-pack configuration).

GCI also hired on a new company brand ambassador and expanded its marketing efforts by creating a full-page ad through with NASCAR racing’s annual publication for the fall season along with BevNET magazine ads.

#### **Company Expansion and Product Line Increase**

GCI continues preparing to expand its manufacturing facility by 20,000 sq ft to make it a 75,000 sq ft beverage and bottling facility positioned to serve larger regional and national accounts along with white label manufacturing for outside entities. The building expansion allows for operational growth while affording GCI the space needed to install a high-speed line and also the ability to blow its own bottles which will bring down the cost of goods considerably thereby providing a higher profit margin for GCI.

BE WATER expansion, GCI is producing and distributing 24-pack and 6-pack configurations with gallon-size production due out shortly to meet the needs of national accounts and expanded customer reach. Be Water continues expansion as a staple item in the current U.S. economy.

GCI has identified and expects to implement the following business plan milestones over the next 12 months:

- Expand its National Broker Network
- Increase its Manufacturing Capacity
- Expand Retail Distribution
- Add Additional Support Staff (supports the broker network, distributors, and retailers)
- Increase its Marketing and Influencer Campaigns

### **NOTE 5 - SUBSEQUENT EVENTS**

Management has evaluated subsequent events through the date these financial statements were available to be issued. Based on such evaluation, there are no material events that have occurred that require further disclosure.