

SIPP INDUSTRIES, INC.

600 Anton Blvd, Suite 1100
Costa Mesa, CA 92626

949.220.0435
www.sippindustries.com
info@sippindustries.com

Quarterly Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

441,892,844 as of June 30, 2024 *(Current Reporting Period Date or More Recent Date)*

441,892,844 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.

The Company was incorporated as First Canadian Financial Corporation under the laws of British Columbia on July 21, 1993. On January 12, 1995, the Company changed its name to Promax Communications, Inc. On April 19, 2007, the Company was re-domiciled in the State of Nevada and changed its name to SIPP Industries, Inc.

Current State and Date of Incorporation or Registration: Nevada, April 19, 2007

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

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

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

None

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

None

Address of the issuer's principal executive office:

600 Anton Blvd, Suite 1100 Costa Mesa, CA 92626

Address 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: Issuer Direct Transfer Corporation, LLC
Phone: 919.481.4000
Email: info@issuerdirect.com
Address: 1981 Murray Holiday Road, Suite 100
Salt Lake City, UT 84117

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>SIPC</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>784276206</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>888,000,000</u>	as of date: <u>June 30, 2024</u>
Total shares outstanding:	<u>441,892,844</u>	as of date: <u>June 30, 2024</u>
Total number of shareholders of record:	<u>983</u>	as of date: <u>June 30, 2024</u>

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

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:	<u>Series A Preferred</u>	
Par or stated value:	_____	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>June 30, 2024</u>
Total shares outstanding:	<u>0</u>	as of date: <u>June 30, 2024</u>
Total number of shareholders of record:	_____	as of date: _____

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

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.**

Shareholders are entitled to one vote per Common share.

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 can be converted to 1,000 shares of common stock, each common share is equivalent to one vote.

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.

N/A

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 <u>Opening Balance</u> : Date <u>January 1, 2022</u> Common: <u>414,960,550</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
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.

8/12/2022	New Issuance	3,726,708	Common	\$0.0032	Yes	Ted Jorgensen	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	2,112,676	Common	\$0.0057	Yes	Ted Jorgensen	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	2,752,294	Common	\$0.0044	Yes	Ted Jorgensen	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	1,574,803	Common	\$0.0076	Yes	Ted Jorgensen	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	2,027,027	Common	\$0.0074	Yes	Nick Pelletiere	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	3,906,250	Common	\$0.0038	Yes	Nick Pelletiere	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	608,108	Common	\$0.0074	Yes	Ulyses Miranda	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	1,171,875	Common	\$0.0038	Yes	Ulyses Miranda	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	1,077,747	Common	\$0.0060	Yes	Jakob Jorgensen	Services	Restricted	Exemption 4(a)(1)
8/12/2022	New Issuance	1,308,140	Common	\$0.0069	Yes	Jakob Jorgensen	Services	Restricted	Exemption 4(a)(1)
6/15/2023	New Issuance	6,666,666	Common	\$0.0018	Yes	Advenpeak, LLC Keith Nguyen	Debt Conversion	Unrestricted	Exemption 4(a)(1)
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date Jun 30, 2024	Common: 441,892,844								
Preferred: 0									

Example: A company with a fiscal year end of December 31st 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format 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:

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.)
7/1/2010	\$27,500	\$72,500	\$0	2/1/2013	Convert to Common shares at \$0.0002 per share	CDM Capital, LLC Keith Nguyen	Loan (1)
10/21/2016	\$20,673	\$45,000	\$7,673	10/21/2017	Convert to Common shares at \$0.0015 per share	Advenpeak LLC Keith Nguyen	Loan (2)
10/18/2018	\$29,761	\$38,000	\$8,761	10/30/2020	Convert to Common shares at \$0.003 per share	Wanderport Corporation Miki Takeuchi Keith Nguyen	Loan (3)
9/24/2019	\$12,259	\$10,000	\$2,259	9/24/2020	Convert to Common shares at \$0.002 per share	Keith Nguyen	Loan (4)
12/16/2020	\$23,500	\$23,500	\$0	12/16/2021	Convert to Common shares at \$0.003 per share	Advenpeak LLC Keith Nguyen	Loan
10/21/2016	\$13,556	\$12,000	\$1,556	10/21/2017	Convert to Common shares at \$0.0015 per share	Matthew Grueder	Loan (5)

***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:

- (1) CDM Capital acquired the note from a third party on July 28, 2014. The principal accrued at a rate of 18% per annum and has been waived by CDM Capital.
- (2) The convertible promissory note can be drawn down to a maximum of \$100,000. The principal accrued at a rate of 6% per annum after October 21, 2019.
- (3) The convertible promissory note can be drawn down to a maximum of \$500,000. The principal accrued at a rate of 6% per annum.
- (4) The principal accrued at a rate of 6% per annum after September 24, 2020.
- (5) Promissory note was purchased from Advenpeak LLC (2)

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 Company is a brand owner of craft hemp beer, spirits and Delta 8 products. It forms strategic partnerships with craft breweries, distilleries and licensed cannabis manufacturers to produce its products. The Company markets and sells its products via local and national distributor partners.

The Company also engages in strategic mergers and acquisitions of synergistic companies in selected major industries.

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

The Company consists of SippiCo, LLC as wholly owned subsidiary. The Company also owns minority stake in Wanderport Corporation, a holding company in the wellness, energy and artificial intelligence.

C. Describe the issuers' principal products or services.

The Company owns the craft beer brand Major Hemp HIPA, as well as the Blue Bear Vodka brand. It also has a line of Delta 8 products: BBQ sauces, beverages, and pain relief cream. Additionally, the Company distributes SinuSave® CBD Nasal Spray products.

The Company has a partnership arrangement with Calypso Pharmaceuticals for revenue sharing and the development of nano-emulsified topicals targeting melanoma. Calypso Pharmaceuticals specializes in developing niche products such as beverages, nasal sprays, edibles, topicals, and water-soluble nano-emulsified products tailored for the cannabis and hemp markets.

5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company currently leases an office located at 600 Anton Blvd, Suite 1100 Costa Mesa, CA 92626. The Company does not own or have any mortgages on these or any other facilities.

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.

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

<u>Ulyses Miranda</u>	<u>Director</u>	<u>Chino Hills, CA</u>	<u>4,916,934</u>	<u>Common</u>	<u>1.13%</u>	<u> </u>
<u>Jakob Jorgensen</u>	<u>CEO</u>	<u>Tulsa, OK</u>	<u>2,385,887</u>	<u>Common</u>	<u>0.55%</u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

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);

N/A

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;

N/A

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;

N/A

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

N/A

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.

N/A

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.

N/A

- 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.

N/A

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:	<u>Vic Devlaeminck</u>
Address 1:	<u>10013 N.E. Hazel Dell Avenue, Suite 317</u>
Address 2:	<u>Vancouver, WA 98685</u>
Phone:	<u>503.806.3533</u>
Email:	<u>vic@vicdevlaeminck.com</u>

Accountant or Auditor

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

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) Disclosure & Financial Information

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

Name: The Company and finalized by Keith Nguyen
Title: _____
Relationship to Issuer: Consultant

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: The Company and finalized by Keith Nguyen
Title: _____
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements:⁵

Mr. Nguyen is a seasoned investor and independent business consultant with extensive experience in financial management services. He has rendered services to numerous companies and is well qualified to prepare unaudited financial statements with assistance from outside accountants as needed.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- 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.

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:

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, Adam Graziano certify that:

1. I have reviewed this Disclosure Statement for Sipp Industries, 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.

August 14, 2024 [Date]

/s/ Adam Graziano [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Adam Graziano certify that:

1. I have reviewed this Disclosure Statement for Sipp Industries, 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.

August 14, 2024 [Date]

/s/ Adam Graziano [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

SIPP INDUSTRIES, INC.
CONSOLIDATED BALANCE SHEET
(UNAUDITED)

	For the Six Months Ended June 30, 2024	For the Period Ended December 31, 2023
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 3,066	\$ 3,758
Accounts receivable	\$ -	\$ -
Securities	\$ 30,000	\$ 27,500
Inventory	\$ 4,719	\$ 5,257
Other current assets	\$ 210,250	\$ 210,250
Total Current Assets	\$ 248,035	\$ 246,765
Fixed Assets	\$ -	\$ -
Total Assets	\$ 248,035	\$ 246,765
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities		
Accounts payable and accrued liabilities	\$ 30,100	\$ 30,100
Due to associated company	\$ -	\$ -
Total Current Liabilities	\$ 30,100	\$ 30,100
Long Term Liabilities - Convertible Promissory Note	\$ 127,249	\$ 125,574
Total Liabilities	\$ 157,349	\$ 155,674
Stockholders' Equity		
Common stock - \$0.001 par value; 888,000,000 shares authorized; 441,892,844 shares issued and outstanding	\$ 441,893	\$ 441,893
Preferred Stock - \$0.001 par value; 10,000,000 shares authorized; 0 shares issued and outstanding	\$ -	\$ -
Additional paid-in capital	\$ 2,037,828	\$ 2,037,828
Other accumulated loss	\$ (613,014)	\$ (613,301)
Deficit accumulated during development stage	\$ (1,776,021)	\$ (1,775,329)
Total Stockholders' Equity	\$ 90,686	\$ 91,091
Total Liabilities and Stockholders' Equity	\$ 248,035	\$ 246,765

The accompanying notes are part of these consolidated financial statements

SIPP INDUSTRIES, INC.
CONSOLIDATED STATEMENT OF OPERATIONS
(UNAUDITED)

	For the Three Months Ended		For the Six Months Ended	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Revenues				
Sales	\$ -	\$ 267	\$ 1,131	\$ 1,398
Cost of revenues	\$ -	\$ 130	\$ 838	\$ 968
Gross Profit	\$ -	\$ 137	\$ 293	\$ 430
Operating Costs and Expenses				
General & administrative expenses	\$ 542	\$ 3,660	\$ 985	\$ 4,103
Selling Expense	\$ -	\$ -	\$ -	\$ -
Total Operating Costs and Expenses	\$ 542	\$ 3,660	\$ 985	\$ 4,103
Net Income (Loss)	<u>\$ (542)</u>	<u>\$ (3,523)</u>	<u>\$ (692)</u>	<u>\$ (3,673)</u>
Basic and diluted loss per common share	\$ (0)	\$ (0)	\$ (0)	\$ (0)
Basic and diluted weighted average				
Common shares outstanding	<u>441,892,844</u>	<u>435,226,178</u>	<u>441,892,844</u>	<u>435,226,178</u>

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

SIPP INDUSTRIES, INC.
CONSOLIDATED STATEMENT OF CASH FLOWS
(UNAUDITED)

	For the Six Months Ended June 30, 2024	For the Six Months Ended June 30, 2023
OPERATING ACTIVITIES		
Cash Flows from Operating Activities		
Net Loss	\$ (692)	\$ (3,673)
Adjustments to Cash Flows from Operating Activities		
Accounts payable	\$ -	\$ -
Accounts receivable	\$ -	\$ -
Depreciation	\$ -	\$ -
Other	\$ (1,675)	\$ (1,778)
Net Cash Used From Operating Activities	<u>\$ (2,367)</u>	<u>\$ (5,451)</u>
INVESTING ACTIVITIES		
Capital expenditures	\$ -	\$ -
Net Cash Provided in Investing Activities	<u>\$ -</u>	<u>\$ -</u>
FINANCING ACTIVITIES		
Additional Paid-in-capital	\$ -	\$ -
Convertible debt	\$ 1,675	\$ 1,963
Issuance of capital stock	<u>\$ -</u>	<u>\$ -</u>
Net Cash Provided for Financing Activities	<u>\$ 1,675</u>	<u>\$ 1,963</u>
Net change in cash	\$ (692)	\$ (3,488)
Cash, beginning of period	\$ 3,758	\$ 11,839
Cash, end of period	<u><u>\$ 3,066</u></u>	<u><u>\$ 8,351</u></u>

The accompanying notes are part of these consolidated financial statements

SIPP INDUSTRIES, INC.
CONSOLIDATED STATEMENT OF STOCKHOLDER'S EQUITY
(UNAUDITED)

	Common Stock		Preferred Stock		Additional	Other	Accumulated	Accumulated	Total
	Shares	Amount	Shares	Amount	Paid-in	Income (Loss)	Deficit	Equity	
					Capital				
Balance, December 31, 2023	441,892,844	\$ 441,893	0	\$ -	\$ 2,037,828	\$ (613,301)	\$ (1,775,329)	\$ 91,091	
Issuance for Debt Conversion	-	\$ -	-	\$ -	\$ -				
Issuance for Share Purchase	-	\$ -	-	\$ -	\$ -				
Stock-based Compensation	-	\$ -	-	\$ -	\$ -				
Net Loss							\$ (150)		
						\$ (614,676)			
Balance, March 31, 2024	<u>441,892,844</u>	<u>\$ 441,893</u>	<u>0</u>	<u>\$ -</u>	<u>2,037,828</u>	<u>\$ (614,676)</u>	<u>\$ (1,775,479)</u>	<u>\$ 89,566</u>	
Issuance for Debt Conversion	-	\$ -	-	\$ -	\$ -				
Issuance for Share Purchase	-	\$ -	-	\$ -	\$ -				
Stock-based Compensation	-	\$ -	-	\$ -	\$ -				
Net Loss							\$ (542)		
						\$ (613,014)			
Balance, June 30, 2024	<u>441,892,844</u>	<u>\$ 441,893</u>	<u>0</u>	<u>\$ -</u>	<u>2,037,828</u>	<u>\$ (613,014)</u>	<u>\$ (1,776,021)</u>	<u>\$ 90,686</u>	

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

SIPP INDUSTRIES, INC.
NOTES TO CONDENSED FINANCIAL STATEMENTS
JUNE 30, 2024
(UNAUDITED)

NOTE 1 - GENERAL ORGANIZATION AND BUSINESS ISSUES

The Company is a brand owner of craft hemp beer, spirits and Delta 8 products. It forms strategic partnerships with craft breweries, distilleries and licensed cannabis manufacturers to produce its products. The Company markets and sells its products via local and national distributor partners.

The Company also engages in strategic acquisitions of synergistic companies in selected major industries. The Company currently owns minority stake in Wanderport Corporation, a holding company in the healthtech, energy and artificial intelligence.

The Company owns the craft beer brand Major Hemp HIPA, as well as the Blue Bear Vodka brand. It also has a line of Delta 8 products: BBQ sauces, beverages, and pain relief cream. Additionally, the Company distributes SinuSave® CBD Nasal Spray products.

The Company has a partnership arrangement with Calypso Pharmaceuticals for revenue sharing and the development of nano-emulsified topicals targeting melanoma. Calypso Pharmaceuticals specializes in developing niche products such as beverages, nasal sprays, edibles, topicals, and water-soluble nano-emulsified products tailored for the cannabis and hemp markets.

To address the challenge of limited market traction experienced by its product sales, the Company has proactively pursued a strategy of growth through corporate consolidation. This involves diligently searching for potential candidates suitable for mergers and acquisitions. By integrating with or acquiring other businesses, the Company aims to expand its market presence, diversify its product offerings, and strengthen its competitive position in the industry. This strategic move is intended to enhance the Company's financial performance and establish a more robust foothold in its target markets.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING PRACTICES

Accounting policies and procedures are listed below. The year-end date for the Company is December 31.

Accounting Basis

We have prepared the consolidated financial statements according to generally accepted accounting Principles (GAAP).

Cash and Cash Equivalents

The Company considers all highly liquid investments with original maturities of six months or less as cash equivalents. As of June 30, 2024 the company had no cash or cash equivalent balances in excess of the federally insured amounts. The Company's policy is to invest excess funds in only well capitalized financial institutions.

Earnings per Share

The Company adopted the provisions of SFAS No. 128, "Earnings per Share." SFAS No. 128 requires the presentation of basic and diluted earnings per share ("EPS"). Basic EPS is computed by dividing income available to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted EPS includes the potential dilution that could occur if options or other contracts to issue common stock were exercised or converted.

The Company has not issued any options or warrants or similar securities since inception.

Stock Based Compensation

As permitted by Statement of Financial Accounting Standards ("SFAS") No. 148, "Accounting for Stock-Based Compensation--Transition and Disclosure", which amended SFAS 123 ("SFAS 123"), "Accounting for Stock-Based Compensation", the Company has elected to continue to follow the intrinsic value method in accounting for its stock-based employee compensation arrangements as defined by Accounting Principles Board Opinion ("APB") No. 25, "Accounting for Stock Issued to Employees", and related Interpretations including "Financial Accounting Standards Board Interpretations No. 44, Accounting for Certain Transactions Involving Stock Compensation", and interpretation of APB No. 25. At June 30, 2024 the Company has not formed a Stock Option Plan and has not issued any options.

Dividends

The Company has adopted a policy regarding the payment of dividends. Dividends may be paid to shareholders once all divisions are fully operational and profitable. The Board may also pay dividends to counter any short selling or undermining of the entity.

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 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 income.

Income Taxes

The provision for income taxes is the total of the current taxes payable and the net of the change in the deferred income taxes. Provision is made for the deferred income taxes where differences exist between the period in which transactions affect current taxable income and the period in which they enter into the determination of net income in the financial statements.

Advertising

Advertising is expensed when incurred.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Goodwill

Goodwill is created when we acquire a business. It is calculated by deducting the fair value of the net assets acquired from the consideration given and represents the value of factors that contribute to greater earning power, such as a good reputation, customer loyalty we assess goodwill of individual subsidiaries for impairment in the fourth quarter of every year, and when circumstances indicate that goodwill might be impaired.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company had a net loss for the six months ended June 30, 2024 of \$692. As of June 30, 2024 the Company had current and total liabilities of \$157,349 compared to the current and total liabilities of \$155,674 at December 31, 2023. At June 30, 2024 total assets were \$248,035 of which \$3,066 were liquid assets compared to the period ended December 31, 2023 where total assets were \$246,765 of which \$3,758 were liquid assets. At the six months ended June 30, 2024, the Company has an accumulated deficit of \$1,776,021 compared to an accumulated deficit of \$1,775,329 for the period ended December 31, 2023. The Company's continuation as a going concern is dependent on its ability to meet its obligations, to obtain

additional financing as may be required and ultimately to attain profitability. These financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 4 - RECENTLY ISSUED ACCOUNTING STANDARDS

Management does not believe that any recently issued but not yet adopted accounting standards will have a material effect on the Company's results of operations or on the reported amounts of its assets and liabilities upon adoption.

NOTE 5 – SHAREHOLDERS' EQUITY

The Company is authorized to issue 888,000,000 shares of Common stock. As of June 30, 2024, there were 441,892,844 shares of Common stock issued and outstanding, total accumulate deficit was \$1,776,021 and total stockholders' equity was \$90,686.

NOTE 6 - PROVISION FOR INCOME TAXES

The Company provides for income taxes under Statement of Financial Accounting Standards NO. 109, Accounting for Income Taxes. SFAS No. 109 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse.

SFAS No. 109 requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. The provision for income taxes is comprised of the net changes in deferred taxes less the valuation account plus the current taxes payable.