HOUSE OF JANE INC.
a Nevada corporation

1 N. 1 St., #654
Phoenix, AZ 85004

Telephone: (602) 688-9981
Website: www.hojinc.com
Email: info@hojinc.com

SIC Code: 5149

Quarterly Report

For the period ending May 31, 2025
(the "Reporting Period")

Outstanding Shares
The number of shares outstanding of our Common Stock was:

11,031,895 as of August 11, 2025 (Current Reporting Date or More Recent Date)

11,031,895 as of November 30, 2024 (Most Recent Completed Fiscal Year End)

Shell Status
Indicate by a check mark whether the company is a shell company (as defined in Rule 405of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No ☒

Indicate by a check mark whether Issuer's shell status has changed since the previous reporting period:

Yes: ☐ No ☒

Change in Control
Indicate by a check mark whether a change in control has occurred over the reporting period:

Yes: ☐ No ☒

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

Provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes:

Current Name of Issuer:
House of Jane Inc. (effective January 9, 2019)
Predecessor Name:
VT Business Products, Inc. (from inception on September 3, 2004 until January 9, 2019)
On January 9, 2019, the Company filed a Plan of Domestication to change its state of incorporation from Arizona to Nevada and simultaneously changed its name from VT Business Products, Inc. to House of Jane Inc.

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):

Issuer:
House of Jane Inc. is a Nevada corporation, incorporated on January 9, 2019.
Nevada Registration No.: 20190011310-98
Current Status: Active
Predecessor:
VT Business Products, Inc. was originally incorporated in Arizona on September 3, 2004.
Arizona Registration No.: 1152198-9
This Arizona entity was merged out and domesticated into Nevada pursuant to a Plan of Domestication filed on January 9, 2019.

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

None.

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

None.

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

1 N. 1 St., #654
Phoenix, AZ 85004

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?

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

2) Security Information

Transfer agent

Nevada Agency and Transfer Company
50 West Liberty Street, Suite 880
Reno, NV 89501
Phone: (775) 322-0626
Email: stocktransfer@natco.com

Publicly Quoted or Traded Securities:

Trading Symbol: HOJI
Title and Class of Securities: Common Stock
CUSIP: 44177J 202
Par Value: $0.001 per share
Total Shares Authorized: 190,000,000 (as of January 9, 2019, to present)
Total Shares Outstanding: 11,031,895 (as of May 31, 2025)
Number of Shareholders of Record: 285 (as of May 31, 2025)

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

None.

Other classes of authorized or outstanding equity securities:

Title and Class	CUSIP No.	Par / Exercise Price (per share)	Authorized	Outstanding as of May 31, 2025	Expiration Date	# of Shareholders of Record
Preferred Stock	N/A	$0.001	10,000,000	0	N/A	0
Series A Warrant	44177J 129	$4.00	N/A	2,923,743	Aug 31, 2026	0
Series B Warrant	44177J 137	$4.00	N/A	4,211,782	Aug 31, 2026	0
Series C Warrant	44177J 145	$6.00	N/A	4,211,782	Aug 31, 2026	0

Title and Class	CUSIP No.	Par / Exercise Price (per share)	Authorized	Outstanding as of May 31, 2025	Expiration Date	# of Shareholders of Record
Series D Warrant	44177J 152	$6.00	N/A	4,211,782	Aug 31, 2026	0
Series E Warrant	44177J 160	$8.00	N/A	4,211,782	Aug 31, 2026	0
Series F Warrant	44177J 178	$8.00	N/A	4,211,782	Aug 31, 2026	0

Security Description:

Provide a clear understanding of the material rights and privileges of the securities issued by the Issuer. Please provide the below information for each class of the Issuer's equity securities, as applicable:

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

The Issuer's authorized capital consists of 190,000,000 shares of common stock, $.001 par value per share.

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

The Issuer is authorized to issue up to 10,000,000 shares of undesignated preferred stock. The Board of Directors has the sole authority to designate one or more series of preferred stock and to establish the terms and conditions of each series, including dividend rights, voting rights, conversion features, liquidation preferences, redemption provisions, and any applicable sinking fund requirements. As of the date of this report, no series of preferred stock has been designated, and no shares of preferred stock are issued or outstanding.

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

None.

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

None.

3) Issuance History

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.

None.

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)

B. Convertible Debt

The following is a complete list of the Issuer's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

[☐] Check this box to confirm the Issuer had no Convertible Debt issued or outstanding at any point during this period)

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.)
SHORT TERM NOTES PAYABLE							
July 2, 2019	$ 25,000.00	$ 25,000.00	$ 22,197.62	Dec. 31, 2025	Non-convertible	Lang Financial Services, Inc., Lanny R Lang, Controlling Shareholder (Officer of Issuer)	Working capital
Nov. 29, 2019	$ 25,000.00	$ 25,000.00	$ 20,952.18	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Dec. 30, 2019	$ 15,000.00	$ 15,000.00	$ 12,368.75	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Jan. 8, 2020	$ 8,500.00	$ 8,500.00	$ 6,987.49	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Feb. 6, 2020	$ 20,000.00	$ 20,000.00	$ 16,174.90	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Mar. 3, 2020	$ 5,000.00	$ 5,000.00	$ 3,989.48	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Apr. 13, 2020	$ 5,000.00	$ 5,000.00	$ 3,901.98	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Aug. 31, 2020	$ 20,000.00	$ 20,000.00	$ 14,449.91	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Sept. 17, 2020	$ 10,000.00	$ 10,000.00	$ 7,154.26	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Nov. 4, 2020	$ 9,000.00	$ 9,000.00	$ 6,258.75	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Nov. 25, 2020	$ 13,000.00	$ 13,000.00	$ 8,926.75	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
Nov. 25, 2020	$ 22,000.00	$ 22,000.00	$ 14,795.09	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
May 28, 2021	$ 18,000.00	$ 18,000.00	$ 10,972.50	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
June 21, 2021	$ 5,000.00	$ 5,000.00	$ 2,999.91	Dec. 31, 2025	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital
November 30, 2021	$ 7,500.00	$ 10,000.00	$ 3,968.88	Dec. 31, 2023	Non-convertible	Frederic J. Buonincontri, Officer of Issuer	Working capital

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. * You must disclose the control person(s) for any entities listed	Reason for Issuance (e.g. Loan, Services, etc.)
SHORT TERM NOTES PAYABLE							
TOTAL SHORT TERM	**$ 208,000.00**		**$ 156,098.45**				
	$ 364,098.45						
LONG-TERM DEBT							
Sept. 3, 2013	$ 340,623.00	$ 1,400,000.00	$ 42,610.02		Debt and Interest can be used as payment to exercise Warrants, provided however, that Holder shall not exercise Warrants that would increase its ownership of the Issuer to 10% or greater. If there is a balance due at Maturity, Holder shall convert remaining debt and interest into shares of common stock at the fair market price at such time, as reasonalby determined by the Issuer in good faith.	Aztoré Capital Corp.; Michael S. Williams, Controlling Shareholder	Investment Banking, Consulting & Capital Advisory Services related to M&A and capital options for funding such mergers & acquisitions.
Aug. 15, 2019	$ 25,000.00	$ 25,000.00	$ 17,633.19	Dec. 31, 2025	Series 2019-A Convertible Note. Convertible into shares of common stock at $1.12 per share, or can be used as payment of exercise Warrants	SuperEight Capital Holdings, Ltd., Richard Calta, Controlling Shareholder	Working capital
Sep. 19, 2019	$ 25,000.00	$ 25,000.00	$ 17,341.53	Dec. 31, 2025	Series 2019-A Convertible Note. Convertible into shares of common stock at $1.12 per share, or can be used as payment of exercise Warrants	Kim, Richard C.	Working capital
Sep. 24, 2019	$ 25,000.00	$ 25,000.00	$ 17,299.86	Dec. 31, 2025	Series 2019-A Convertible Note. Convertible into shares of common stock at $1.12 per share, or can be used as payment of exercise Warrants	Buonincontri, Joseph	Working capital
Nov. 29, 2019	$ 25,000.00	$ 25,000.00	$ 16,749.86	Dec. 31, 2025	Series 2019-A Convertible Note. Convertible into shares of common stock at $1.12 per share, or can be used as payment of exercise Warrants	Moore, Ray	Working capital

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.)
SHORT TERM NOTES PAYABLE							
May 31, 2020	$ 44,000.00	$ 44,000.00	$ 26,781.46	Dec. 31, 2025	Series 2019-A Convertible Note. Convertible into shares of common stock at $1.12 per share, or can be used as payment of exercise Warrants	Lang Financial Services, Inc., Lanny R Lang, Controlling Shareholder (Officer of Issuer)	Conversion of Short-term liabilites
May 31, 2020	$ 20,000.00	$ 20,000.00	$ 12,173.46	Dec. 31, 2025	Series 2019-A Convertible Note. Convertible into shares of common stock at $1.12 per share, or can be used as payment of exercise Warrants	Quon Moore	Conversion of Short-term liabilites
May 31, 2020	$ 5,000.00	$ 5,000.00	$ 3,043.46	Dec. 31, 2025	Series 2019-A Convertible Note. Convertible into shares of common stock at $1.12 per share, or can be used as payment of exercise Warrants	Moore JTWROS, Ray & Lorena	Conversion of Short-term liabilites
TOTAL LONG TERM	**$ 509,623.00**		**$ 153,632.84**				
	$ 663,255.84						
TOTAL DEBT	**$ 717,623.00**		**$ 309,731.29**				

4) Issuer's Business, Products and Services

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

House of Jane Inc. ("Issuer") conducts its operations through two wholly owned subsidiaries: Jane's Brew, LLC ("Jane's Brew") and HOJI, LLC ("HOJI"). The Issuer is committed to delivering high-quality, bioavailable, federally legal cannabinoids through products that integrate seamlessly into consumers' everyday foods and beverages.

- HOJI manufactures ingestible hemp products – Including water-soluble powders, drink mixes, tablets, capsules, and candies – with precise cannabinoid dosing. These products are marketed under the Hoji brand, sold as white-label offerings to third-party brands, and produced under contract manufacturing arrangements. HOJI provides formulation, manufacturing, and packaging services for hemp-based products containing federally legal cannabinoids.

- Jane's Brew focuses on the production, sale, and distribution of ingestible products infused with hemp-derived cannabinoids. Its consumer-packaged dry goods include coffees, botanical teas, and other hot and cold beverages. These products are manufactured using HOJI's proprietary water-soluble cannabinoid technology.

In March 2025, the State of Arizona's Office of the Attorney General issued a letter warning the state's retailers that "the unlicensed sale of any THC-infused edible product is illegal under Arizona law… Even if such products are legal under the Farm Bill of 2018, federal law does not preempt Arizona's more stringent State laws."[1] Although the Company does not currently sell its products within Arizona, its primary manufacturing operations are in the state. As a result, this regulatory development introduces uncertainty regarding the Company's continued ability to produce certain cannabinoid-infused products at its Arizona facility.

Additionally, a recent ruling by the Maricopa County Superior Court determined that ingestible hemp-derived products containing intoxicating cannabinoids, such as delta-8 and delta-9 THC, may fall under Arizona's marijuana regulatory regime. The ruling prohibits the in-state sale of such products unless conducted through licensed dispensaries.

The Company is actively monitoring the evolving legal environment. Importantly, the Company continues to manufacture and distribute products containing cannabinoids such as CBD, CBG, and CBN, which the company believes do not require state licensing and remain a core part of its operations. Management is assessing contingency plans to address potential disruptions, including product reformulations or relocation of affected manufacturing activities, if required.

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

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[1] Attorney General Mayes Warns Retailers and Law Enforcement About Illegal THC Product Sales https://www.azag.gov/press-release/illegal-thc-product-sales

Jane's Brew, LLC ("JBLLC")
Formed: November 27, 2018
Entity Type: Arizona single-member limited liability company
Sole Member: House of Jane, Inc. (Issuer)
Manager: Frederic J. Buonincontri
JBLLC has elected to be treated as a corporation for tax purposes.
Officers:

- Frederic J. Buonincontri, President and Director (Email: rick@hojinc.com)

All business activities relating to the *Jane's Brew*® line of consumer-packaged dry goods and beverage products are conducted through JBLLC.

HOJI, LLC ("HOJI")
Formed: June 6, 2020
Entity Type: Arizona single-member limited liability company
Sole Member: House of Jane, Inc. (Issuer)
Manager: Frederic J. Buonincontri
HOJI has elected to be treated as a corporation for tax purposes.
Officers:

- Frederic J. Buonincontri, President and Director (Email: rick@hojinc.com)
- Mano Miyata, General Manager (Email: mano@hojinc.com)

All business activities related to the development, manufacturing, and sale of high-quality, water-soluble cannabinoid formulations are conducted through HOJI.

C. Describe the issuers' principal products or services.

HOJI™ produces water-soluble cannabinoid powder derived from federally legal hemp. This powder is used as the active ingredient in all Jane's Brew® products, as well as by multiple third-party manufacturers of finished goods. The Jane's Brew® product line includes edibles and beverages infused with cannabinoids.

5) Issuer's Facilities

The Issuer shares an office suite in a co-working facility located at 1 N. 1st Street, Suite 654, Phoenix, AZ 85004, with another company controlled by an officer and director of the Issuer. The Issuer pays $309 per month for this shared office space.

Jane's Brew, LLC ("JBLLC") and HOJI, LLC ("HOJI") jointly occupy an approximately 7,500 square foot facility in Tempe, Arizona. This facility is used for manufacturing, packaging, shipping, and receiving. The space is shared with AXT Nutraceuticals, LLC ("Nutra"), which provides contract manufacturing services for certain HOJI products. An officer and director of the Issuer is also the majority owner of Nutra. The Issuer pays a monthly facility license fee of $4,000 for its use of the shared space.

Management believes the current facilities are sufficient to support near-term operations. However, should the Issuer experience rapid growth, there are larger, competitively priced facilities available in the area to accommodate expansion.

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

Name / Entity	Position / Affiliation	Location	# of Shares Owned	Class of Shares	% of Class (Undiluted)
Frederic Buonincontri (2)	Officer, Director, >5% Owner	Phoenix, AZ	6,486,100	Common	54.68%
Lanny R. Lang (3)	Officer, >5% Owner	Tempe, AZ	651,328	Common	5.90%
Mano Miyata (4)	General Manager, HOJI LLC	Phoenix, AZ	520,000	Common	4.58%
Aztoré Capital Corp.	>5% Owner	Phoenix, AZ	1,048,300	Common	9.50%
Michael S. Williams (5)	>5% Owner	Phoenix, AZ	1,048,300	Common	9.50%
Christopher D. Dewey	>5% Owner	Key Largo, FL	590,300	Common	5.35%

(1) Based on 11,031,895 shares of common stock outstanding as of May 31, 2025.

(2) Mr. Frederic J. Buonincontri directly owns 5,456,100 shares and is the beneficial owner of 200,000 shares held by The Aviary, LLC. Share totals and percentages also include 830,000 vested stock options issued pursuant to the Issuer's Equity Incentive Plan and related Stock Option Grant Agreement. On April 15, 2024, Mr. Buonincontri pledged all shares of the Issuer's common stock owned by him personally as collateral for a personal loan from Aztoré Capital Corp. ("ACC"). The pledge also includes certain notes payable to Mr. Buonincontri by the Issuer. Due to ACC's equity ownership and financial involvement with the Issuer, this pledge may have material implications for the Company. See Note 5 of the unaudited interim consolidated financial statements included in Section 9 of this Report.

(3) Mr. Lanny Lang directly owns 474,600 shares through a trust and is the beneficial owner of 176,728 shares held by Lang Financial Services, Inc.

(4) Share totals and percentages include 320,000 vested stock options issued pursuant to the Issuer's Equity Incentive Plan and related Stock Option Grant Agreement.

(5) Mr. Michael S. Williams is an officer, director, and controlling shareholder of ACC and has dispositive control over the shares owned by ACC.

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);

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;

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;

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

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.

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 of the above items 1 to 6 pertain to any Officer or director of the Issuer

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

8) Third Party Service Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel (must include Counsel preparing Attorney Letters)

Thomas J. Morgan, Esq.
Fennemore Craig, P.C.
2394 E Camelback Rd, Suite 600
Phoenix, AZ 85016
(602) 916-5452
tmorgan@fennemorelaw.com

Accountant or Auditor

None

Investor Relations

None

All other means of Investor Communication:

None

Other Service Providers

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

None

9) Disclosure & Financial Information

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

Name: Lanny R. Lang
Title: CFO
Relationship to Issuer: Officer, >5% owner

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

☒ U.S. GAAP
☐ IFRS

C. The financial statements for this reporting period were prepared by (name of individual):

Name: Lanny R. Lang
Title: Chief Financial Officer
Relationship to Issuer: Officer; beneficial owner of more than 5% of outstanding

Mr. Lang, age 67, has more than 35 years of experience in financial consulting, restructuring, capital structuring, financial process improvement, and SEC financial reporting. He received a Bachelor of Arts degree in Accounting from the University of Northern Iowa in 1980. Mr. Lang was a licensed Certified Public Accountant from 1982 to 1986 and practiced with Price Waterhouse (now PwC) from 1980 to 1986. In 1987, he transitioned to the private sector and chose not to renew his CPA license. Since 1992, Mr. Lang has served as Chief Financial Officer for numerous public and privately held companies.

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

a. Audit letter, if audited.
b. Balance sheet.
c. Statement of income.
d. Statement of cash flows.
e. Statement of Changes in Shareholders' Equity
f. Financial notes

HOUSE OF JANE INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
- UNAUDITED -

	May 31, 2025	November 30, 2024
ASSETS		
Current assets:		
Cash and cash equivalents	$ 24,479	$ 30,897
Accounts receivable	26,697	29,998
Prepaid expenses and other current assets	3,085	1,345
Vendor deposits	14,058	19,661
Inventories	93,528	57,916
Total current assets	161,847	139,817
Total assets	$ 161,847	$ 139,817
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Current liabilities:		
Accounts payable and accrued liabilities	$ 53,261	$ 43,689
Accounts payable to related parties	164,944	122,478
Accrued management fees	5,500	5,500
Accrued payroll and payroll taxes	8,179	8,179
Customer deposits	36,793	69,498
Accrued interest payable	126,851	115,872
Accrued interest payable to related parties	182,880	164,462
Notes payable to related party	25,000	25,000
Total current liabilities	603,408	554,678
Non-current liabilities:		
Notes payable	340,623	340,623
Notes payable to related party	183,000	183,000
Convertible notes payable to related parties	44,000	44,000
Convertible notes payable	125,000	125,000
Total non-current liabilities	692,623	692,623
Total liabilities	1,296,031	1,247,301
Stockholders' deficit:		
Preferred stock - undesignated; 10,000,000 shares authorized; no shares issued and outstanding as of May 31, 2025 and November 30, 2024	-	-
Common stock, $.001 par value; 190,000,000 shares authorized; 11,031,895 shares issued and outstanding as of May 31, 2025 and November 30, 2024	11,032	11,032
Additional paid-in-capital	4,207,341	4,047,741
Accumulated deficit	(5,352,557)	(5,166,257)
Total stockholders' deficit	(1,134,184)	(1,107,484)
Total liabilities and stockholders' deficit	$ 161,847	$ 139,817

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

HOUSE OF JANE INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
- UNAUDITED -

	For the three months ended May 31,		For the six months ended May 31,	
	2025	**2024**	**2025**	**2024**
REVENUES				
Product sales	$ 95,185	$ 133,631	$ 208,867	$ 233,631
Total revenues	95,185	133,631	208,867	233,631
COSTS OF REVENUES				
Cost of Product sold	41,273	78,381	77,627	138,388
Total costs of revenues	41,273	78,381	77,627	138,388
GROSS MARGIN	53,912	55,250	131,240	95,243
OPERATING EXPENSES				
General and administrative	68,125	72,646	241,525	251,834
Sales and marketing	15,274	3,508	34,618	9,554
Professional fees	6,000	6,405	12,000	12,405
Total operating expenses	89,399	82,559	288,143	273,793
LOSS FROM OPERATIONS	(35,487)	(27,309)	(156,903)	(178,550)
OTHER INCOME (EXPENSE):				
Interest expense	(14,860)	(16,334)	(29,397)	(32,522)
Total other income (expense)	(14,860)	(16,334)	(29,397)	(32,522)
NET LOSS	$ (50,347)	$ (43,643)	$ (186,300)	$ (211,072)
BASIC AND DILUTED NET LOSS PER SHARE	$ (0.005)	$ (0.004)	$ (0.017)	$ (0.019)
BASIC AND DILUTED WEIGHTED AVE. NUMBER OF SHARES OUTSTANDING	11,031,985	11,031,985	11,031,985	11,031,985

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

HOUSE OF JANE INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT
For the six months ended May 31, 2025
- UNAUDITED -

	Common Stock			Accumulated	
	Shares	Par Value	Paid-in Capital	Deficit	Total
Balance at November 30, 2024	11,031,895	$ 11,032	$ 4,047,741	$ (5,166,257)	$ (1,107,484)
Stock-based compensation on stock options	-	-	129,600	-	129,600
Net loss	-	-	-	(135,953)	(135,953)
Balance at February 28, 2025	11,031,895	11,032	4,177,341	(5,302,210)	(1,113,837)
Stock-based compensation on stock options	-	-	30,000	-	30,000
Net loss	-	-	-	(50,347)	(50,347)
Balance at May 31, 2025	11,031,895	$ 11,032	$ 4,207,341	$ (5,352,557)	$ (1,134,184)

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

HOUSE OF JANE INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT
For the six months ended May 31, 2024
- UNAUDITED -

	Common Stock			Accumulated	
	Shares	Par Value	Paid-in Capital	Deficit	Total
Balance at November 30, 2023	11,031,895	$ 11,032	$ 3,723,766	$ (4,763,396)	$ (1,028,598)
Stock-based compensation on Restricted Stock Awards vested	-	-	3,125	-	3,125
Stock-based compensation on stock options	-	-	135,225	-	135,225
Net loss	-	-	-	(167,429)	(167,429)
Balance at February 29, 2024	11,031,895	11,032	3,862,116	(4,930,825)	(1,057,677)
Stock-based compensation on Restricted Stock Awards vested	-	-	-	-	-
Stock-based compensation on stock options	-	-	35,625	-	35,625
Net loss	-	-	-	(50,347)	(50,347)
Balance at May 31, 2024	11,031,895	$ 11,032	$ 3,897,741	$ (4,981,172)	$ (1,072,399)

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

HOUSE OF JANE INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
- UNAUDITED -

	For the six months ended May 31, 2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	$ (186,300)	$ (211,072)
Depreciation and amortization		-
Stock-based compensation on restricted stock awards	-	3,125
Stock-based compensation on stock options	159,600	170,850
Changes in operating assets and liabilities:		
Accounts receivable	3,301	11,013
Prepaid assets and other current assets	(1,740)	(85)
Vendor deposits	5,603	7,735
Inventories	(35,612)	5,275
Accounts payable and accrued liabilities	9,572	(33,803)
Accounts payable to related parties	42,466	19,491
Accrued payroll and payroll taxes	-	(1,550)
Customer deposits	(32,705)	3,642
Accrued interest payable	10,979	11,041
Accrued interest payable to related parties	18,418	21,480
Net cash provided by (used in) operating activities	(6,418)	7,142
CASH FLOWS FROM INVESTING ACTIVITIES:		
None	-	-
Net cash provided by (used in) investing activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
None	-	-
Net cash provided by (used in) financing activities	-	-
NET CHANGE IN CASH	(6,418)	7,142
CASH AT BEGINNING OF PERIOD	30,897	30,655
CASH AT END OF PERIOD	$ 24,479	$ 37,797
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash paid for:		
Interest	$ -	$ -
Income taxes	$ -	$ -

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

HOUSE OF JANE INC. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
- UNAUDITED -
May 31, 2025

NOTE 1 – ORGANIZATION AND OPERATIONS

Current Operations

House of Jane Inc. (the "Company") was incorporated in Arizona in 2004. In November 2018, the Company acquired all intellectual property associated with the "House of Jane®" and "Jane's Brew®" brands. The Company conducts its operations through two wholly owned subsidiaries: Jane's Brew, LLC ("Jane's Brew") and HOJI, LLC ("HOJI"). The Company is committed to delivering high-quality, bioavailable, federally legal cannabinoids through products that integrate seamlessly into consumers' everyday foods and beverages.

- HOJI manufactures ingestible hemp products – including water-soluble powders, drink mixes, tablets, capsules, and candies – with precise cannabinoid dosing. These products are marketed under the HJI brand, sold as white-label offerings to third-party brands, and produced under contract manufacturing arrangements with AXT Nutraceuticals, LLC (see Note 11). HOJI provides formulation, manufacturing, and packaging services for hemp-based products containing federally legal cannabinoids.

- Jane's Brew focuses on the production, sale, and distribution of ingestible products infused with hemp-derived cannabinoids. Its consumer-packaged dry goods include coffees, botanical teas, and other hot and cold powdered beverages. These products are manufactured using HOJI's proprietary water-soluble cannabinoid technology.

Regulatory Environment – Arizona Operations

In March 2025, the State of Arizona's Office of the Attorney General issued a letter warning the state's retailers that "the unlicensed sale of any THC-infused edible product is illegal under Arizona law… Even if such products are legal under the Farm Bill of 2018, federal law does not preempt Arizona's more stringent State laws."[2] Although the Issuer does not currently sell its products within Arizona, its primary manufacturing operations are in the state. As a result, this regulatory development introduces uncertainty regarding the Company's continued ability to produce certain cannabinoid-infused products at its Arizona facility. Although the Company does not currently sell such products within Arizona, it manufactures certain cannabinoid-infused products containing THC and delta-8 at its Arizona-based facility for export to states where these products are legal.

This regulatory development introduces uncertainty regarding the Company's ability to continue producing those specific products in-state and may necessitate operational adjustments, such as product reformulation or relocation of production, if enforcement broadens or the legal framework evolves unfavorably.

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[2] Attorney General Mayes Warns Retailers and Law Enforcement About Illegal THC Product Sales https://www.azag.gov/press-release/illegal-thc-product-sales

Importantly, the Company also produces a range of products containing non-THC cannabinoids, including cannabidiol (CBD), cannabigerol (CBG), and cannabinol (CBN), which the Company believes are not subject to state licensing requirements. These products continue to be manufactured and distributed as part of the Company's ongoing business operations. Management does not anticipate a full disruption of its operations as a result of this regulatory development but continues to monitor the situation closely.

Going Concern and Management's Plans

The accompanying condensed consolidated financial statements have been prepared on a going concern basis, which assumes the Company will continue to operate and meet its obligations in the ordinary course of business. For the six months ended May 31, 2025, the Company incurred an operating loss of $156,903 and reported a stockholders' deficit of $1,134,184. These factors raise substantial doubt about the Company's ability to continue as a going concern within one year following the issuance of these financial statements.

To address this uncertainty, management plans to continue securing financing through officer loans, third-party borrowings, and equity sales. Although there can be no assurance that such funding will be available or sufficient, management believes these sources will provide adequate liquidity to support near-term operations.

As noted above, recent regulatory developments in Arizona may impact the Company's ability to manufacture certain products containing hemp-derived cannabinoids that include detectable amounts of THC. While these developments introduce some operational risk, the Company continues to produce and distribute non-intoxicating cannabinoid products, and management is evaluating options to mitigate any potential disruption.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies is presented to assist the reader in understanding and evaluating the Company's unaudited interim condensed consolidated financial statements. These accounting policies conform to Generally Accepted Accounting Principles ("GAAP") in the United States and have been consistently applied in the preparation of these unaudited interim condensed consolidated financial statements.

Basis of presentation

The accompanying unaudited interim condensed consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles ("U.S. GAAP"), as issued by the Financial Accounting Standards Board ("FASB"), and the rules of the SEC applicable to interim financial reporting. They do not include all of the information and footnotes required for complete annual financial statements and should be read in conjunction with the Company's unaudited financial report as of and for the fiscal year ended November 30, 2024. In the opinion of management, all normal recurring adjustments considered necessary for a fair presentation have been included. References to the "ASC" refer to the Accounting Standards Codification established by FASB.

Principals of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, JBLLC and HOJI. All intercompany balances and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, expenses, and related disclosures. Significant estimates include, but are not limited to, the valuation of convertible debt and stock-based compensation, deferred tax assets and associated valuation allowances, and fair value measurements. Actual results could differ materially from those estimates.

Reclassifications

Certain prior period amounts have been reclassified to conform to the current period presentation. These reclassifications had no effect on previously reported net income or stockholders' equity.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash held in checking and savings accounts and highly liquid investments with original maturities of six months or less at the time of purchase. The Company had no cash equivalents as of May 31, 2025 or November 30, 2024.

Related Party Transactions

The Company accounts for related party transactions in accordance with ASC 850, *Related Party Disclosures*. Transactions with related parties are identified and evaluated for appropriate disclosure and accounting. See Note 11.

Net Income (Loss) per Common Share

Basic earnings (loss) per share is calculated by dividing net income (loss) by the weighted-average number of common shares outstanding during the period. Diluted earnings per share include the effect of potentially dilutive securities such as stock options and convertible instruments but are excluded when the effect would be anti-dilutive. As of May 31, 2025, the Company had convertible notes outstanding, however, certain events that would trigger, or allow for, conversion had not yet occurred; therefore as of those dates the Company had no potentially dilutive securities.

Stock-Based Compensation

The Company accounts for stock-based awards in accordance with ASC 718, *Compensation – Stock Compensation*. Equity awards, including restricted stock awards ("RSAs"), are measured at fair value on the grant date and expensed over the requisite service period. The fair value of RSAs is based on the closing price of the Company's common stock on the date of grant. See Note 9.

Subsequent Events

The Company evaluates subsequent events in accordance with ASC 855, *Subsequent Events*. The Company assesses events occurring after the balance sheet date but before the financial statements are issued to determine whether such events should be recognized in the financial statements or disclosed in the notes. See Note 12.

Recently Issued Accounting Pronouncements

The Company has evaluated all recently issued accounting pronouncements by the Financial Accounting Standards Board, including those not yet effective, and does not expect any of these standards to have a material impact on its unaudited interim condensed consolidated financial statements or related disclosures.

NOTE 3 – NOTES PAYABLE TO RELATED PARTY

An officer of the Company provided a short-term loan of $25,000. In August 2024, the maturity date was extended to December 31, 2025. The terms and conditions of this loan are no less favorable than those that would be offered by an unaffiliated party in an arm's-length transaction. Interest expense on this loan was $1,870 and $1,881 for the six months ended May 31, 2025 and 2024, respectively, and $945 for each of the three months ended May 31, 2025 and 2024. Accrued interest of $22,198 related to this loan is included in accrued interest payable to related parties as of May 31, 2025.

NOTE 4 – NOTES PAYABLE, LONG-TERM

In September 2013, the Company entered into a Memorandum of Understanding (the "MOU") with Aztoré Capital Corp. ("ACC") to provide mergers and acquisitions, capital strategy, and other investment banking support. The MOU was terminated effective November 30, 2018, and ACC was issued a note payable for $340,627 as compensation for services rendered prior to termination (the "MOU Note"). Since that date, ACC has not provided services to or received compensation from the Company.

The original MOU Note included "Material Acquisition" and "Change of Control" provisions that allowed ACC to accelerate payment and demand repayment under certain conditions. On November 30, 2018, the Company and ACC executed a Note Modification Agreement amending these terms. Under the modified agreement:

1. The MOU Note becomes due 365 days after the Company files a Form 10 Registration Statement with the SEC (the "New Maturity Date");
2. ACC may use principal and accrued interest to exercise Plan Warrants at their published exercise price, subject to a 10% ownership limitation (i.e., exercises cannot increase ACC's beneficial ownership to 10% or more of the Company's outstanding shares);
3. Until maturity, ACC may continue to use principal and accrued interest to exercise other Plan Warrants, also subject to the 10% ownership limitation; and

4. If a balance remains at the New Maturity Date, the Company will convert the outstanding amount into common stock at a fair market value determined in good faith by the Company.

Interest expense on the MOU Note was $3,397 and $3,416 for the six months ended May 31, 2025 and 2024, respectively, and $1,717 for each of the three months ended May 31, 2025 and 2024. Accrued interest of $42,610 is included in accrued interest payable as of May 31, 2025.

NOTE 5 – NOTES PAYABLE TO RELATED PARTY, LONG-TERM

Between 2019 and 2021, the Company's President and sole director provided loans totaling $183,000. The maturity date of these notes is December 31, 2026, classifying them as long-term as of May 31, 2025. The terms and conditions are consistent with those that would be offered by an unaffiliated third party in an arm's-length transaction.

Interest expense on these notes was $13,878 and $16,917 for the six months ended May 31, 2025 and 2024, respectively, and $7,015 and $8,488 for the three months ended May 31, 2025 and 2024, respectively. Accrued interest of $133,901 is included in accrued interest payable to related parties as of May 31, 2025.

Pledge of Assets

On April 15, 2024, the President and sole director pledged both the $183,000 in notes payable to him and all personally owned shares of the Company's common stock as collateral for a personal loan from Aztoré Capital Corp. ("ACC"). As of May 31, 2025, ACC is owed $340,623 under the MOU Note (see Note 4) and holds approximately 9.3% of the Company's common stock.

The pledged shares represent approximately 54.7% of the Company's outstanding common stock. While the personal loan is not in default and matures on December 31, 2027, enforcement of the pledge could result in a change of control. Such enforcement could also affect the Company's liquidity, financial obligations, governance, and operational stability. In addition, ACC's role as both a significant shareholder and creditor may influence corporate decision-making and create potential conflicts of interest.

The Company continues to monitor this arrangement and will disclose any material developments in future filings.

NOTE 6 – CONVERTIBLE NOTES PAYABLE, LONG-TERM

Convertible notes payable, long-term, consist of the following:

	May 31, 2025		November 30, 2024	
Convertible note payable to related parties; 12% interest per annum, due December 31, 2027, unsecured.	$	44,000	$	44,000
Convertible note payable; 12% interest per annum, due December 31, 2027, unsecured.		125,000		125,000
Total Convertible notes payable, long-term	$	169,000	$	169,000

In August 2019, the Board of Directors authorized an offering of up to $500,000 in convertible notes designated as Series 2019-A 12% Convertible Notes (the "Series 2019-A Notes"). These notes were offered and sold exclusively to accredited investors, as defined under Regulation D, raising a total of $169,000. The offering is now closed.

The Series 2019-A Notes bear interest at 12% per annum, accrued monthly on a 360-day basis. The original maturity date of December 31, 2021, was extended by unanimous noteholder consent to December 31, 2027. The notes may be prepaid, in whole or in part, at any time without penalty, upon ten (10) business days' notice.

The Series 2019-A Notes and any accrued interest are convertible into shares of the Company's common stock at a fixed price of $1.12 per share and include customary anti-dilution provisions. The notes are mandatorily convertible thirty (30) calendar days after both: (i) the Company's common stock is listed and actively traded on the OTC Market's Current Information Tier or OTCQB; and (ii) the Company's Form 10 Registration Statement with the SEC becomes effective. Noteholders may also elect, at any time, to use some or all of the outstanding principal and accrued interest as payment to exercise Plan Warrants, provided they first acquire such warrants privately from existing warrant holders.

An officer of the Company holds a Series 2019-A Note with a principal balance of $44,000. Interest expense on this note was $2,669 and $2,684 for the six months ended May 31, 2025 and 2024, respectively, and $1,349 for each of the three months ended May 31, 2025 and 2024. Accrued interest of $26,781 is recorded under accrued interest payable to related parties as of May 31, 2025.

The remaining Series 2019-A Notes, totaling $125,000, are held by five unaffiliated parties. Interest expense on these notes was $7,583 and $7,625 for the six months ended May 31, 2025 and 2024, respectively, and $3,848 and $3,833 for the three months ended May 31, 2025 and 2024, respectively. Accrued interest of $84,241 is included in accrued interest payable as of May 31, 2025.

NOTE 7 – COMMITMENTS AND CONTINGENCIES

In the ordinary course of business, the Company enters into agreements containing standard indemnification provisions, including those with vendors, service providers, and under its bylaws for directors and officers. These obligations generally do not specify a maximum potential liability, and the Company has not incurred any related costs to date. Management believes the likelihood of material payments under these provisions is remote, and no liabilities have been recorded as of May 31, 2025 and November 30, 2024.

Compensation Contingencies – Related Party

Under a consulting agreement with its President and sole director, the Company is obligated to pay a contingent bonus upon a change of control, consisting of a cumulative fee of $75,000 per year (plus interest) from December 1, 2019, and an incentive fee based on the Company's valuation at the time of the event. As of May 31, 2025, the estimated amount of this obligation is approximately $450,000.

Regulatory Contingencies

In March 2025, the State of Arizona's Office of the Attorney General issued a letter warning the state's retailers and law enforcement that "the unlicensed sale of any THC-infused edible product is illegal under Arizona law… Even if such products are legal under the Farm Bill of 2018, federal law does not preempt Arizona's more stringent State laws."[3] Although the Company does not sell such products in Arizona, it manufactures certain products containing these cannabinoids at its Arizona-based facility. As a result, these developments introduce uncertainty regarding the Company's continued ability to manufacture those specific products in-state and may require operational changes if enforcement expands or state regulations evolve unfavorably.

Additionally, a recent ruling by the Maricopa County Superior Court held that ingestible hemp-derived products containing THC may be subject to Arizona's marijuana laws. The ruling prohibits in-state sales of such products unless sold through licensed dispensaries. The Company is not currently subject to any enforcement action and continues to monitor the legal environment closely.

The Company also manufactures and distributes products containing other hemp-derived cannabinoids, such as CBD, CBG, and CBN, which the Company believes are not subject to Arizona's marijuana laws. These products remain part of the Company's active operations. Management is evaluating mitigation strategies, including potential product reformulations or relocation of affected manufacturing activities, if required.

NOTE 8 – STOCKHOLDERS' DEFICIT

The Company is authorized to issue up to 190,000,000 shares of common stock, par value $0.001 per share, and 10,000,000 shares of undesignated preferred stock, par value $0.0001 per share. The Board of Directors has sole authority to designate one or more series of preferred stock and to determine the par value, dividend rights, voting powers, conversion rights, redemption provisions, liquidation preferences, and other rights and restrictions of each series. No preferred shares were issued or outstanding as of May 31, 2025 or November 30, 2024.

[3] Attorney General Mayes Warns Retailers and Law Enforcement About Illegal THC Product Sales https://www.azag.gov/press-release/illegal-thc-product-sales

The Company is required to reserve a portion of its authorized but unissued common stock for potential issuances under its stock option plan, the exercise of common stock purchase warrants ("Plan Warrants"), and the conversion of outstanding convertible notes. The adequacy of the reserved share pool is reviewed quarterly and adjusted as needed. As of May 31, 2025, a total of 24,232,673 shares of common stock were reserved for future issuance.

There were no issuances or other transactions involving the Company's common stock during the six months ended May 31, 2025 or 2024. As of May 31, 2025, the Company had 11,031,895 shares of common stock issued and outstanding.

NOTE 9 – STOCK-BASED COMPENSATION

In 2019, the Board of Directors approved the House of Jane, Inc. 2019 Omnibus Incentive Plan (the "2019 OIP"), authorizing the issuance of up to 3,000,000 shares of common stock through awards including stock options, stock appreciation rights, restricted stock, restricted stock units, performance shares, performance units, other stock-based awards, and cash-based awards. The 2019 OIP was ratified by stockholders holding a majority of the Company's outstanding shares. As of May 31, 2025, 1,194,000 shares of common stock remained available for future issuance under the plan.

Restricted stock awards

The Company accounts for stock-based compensation in accordance with ASC 718, *Compensation – Stock Compensation*, recognizing expense based on the grant-date fair value of awards over the requisite service period. All awards issued during the periods presented were in the form of RSAs under the 2019 OIP. RSAs are valued based on the closing price of the Company's common stock on the grant date, with expense recognized as the awards vest. No RSAs were granted, vested, or forfeited during the six months ended May 31, 2025. The following table summarizes RSA activity:

	Number of RSAs	**Weighted Average Grant Date Fair Value**
Balance as of December 1, 2024	150,000	$ 0.50
Awarded	-	$ -
Vested	-	$ 0.50
Forfeited	-	$ -
Balance as of May 31, 2025	150,000	$ 0.50

Stock-based compensation expense related to RSAs was zero and $3,125 for the six months ended May 31, 2025 and 2024, respectively. As of May 31, 2025, the Company had $75,000 of unrecognized compensation expense related to non-vested RSAs.

Stock options

Options granted under the 2019 OIP may be either incentive stock options (ISOs), as defined under Section 422 of the Internal Revenue Code, or nonqualified stock options (NSOs). The exercise price of all options must be at least equal to the fair market value of the Company's common stock on the date of grant (or 110% for optionees holding more than 10% of the voting stock). Options vest as determined by the Board of Directors and expire no later than ten years from the date of grant (or five years for 10%+ holders). The following table summarizes stock option activity:

	Number of Options		Weighted Exercise Price
Balance as of December 1, 2024	1,806,000	$	1.004
Granted	-	$	-
Exercised	-	$	-
Expired or forfeited	-	$	-
Options outstanding as of May 31, 2025	1,806,000	$	1.004
Options exercisable as of May 31, 2025	1,390,000	$	0.963

As of May 31, 2025, 1,390,000 options were vested and exercisable, and 416,000 options remained unvested with vesting dates ranging from August 2025 through May 2026. The Company recorded $159,600 and $ 170,850 of stock-based compensation expense related to stock options for the six months ended May 31, 2025 and 2024, respectively.

Non-vested stock option activity is summarized below:

	Number of Options		Weighted Exercise Price
Balance as of December 1, 2024	622,000	$	1.004
Granted	-	$	-
Vested	(206,000)	$	0.775
Expired or forfeited	-	$	-
Options outstanding as of May 31, 2025	416,000	$	1.141

As of May 31, 2025, total unrecognized compensation expense related to non-vested options was $474,600, which is expected to be recognized over a weighted average remaining vesting period of 0.67 years.

NOTE 10 – COMMON STOCK PURCHASE WARRANTS

As of May 31, 2025, the Company had nine series of common stock purchase warrants outstanding (the "Plan Warrants"), each entitling the holder to purchase one share of the Company's common stock. All Plan Warrants are callable by the Company at any time for $0.0002 per warrant and are governed by a Warrant Agreement.

Under the Warrant Agreement:

- the Company currently serves as both the Warrant Agent and Warrant Transfer Agent but retains the right to appoint successors to either role.
- the Board of Directors may extend the expiration dates or adjust the exercise prices of any Plan Warrants – either temporarily or permanently.
- holders are prohibited from exercising Plan Warrants if such exercise would result in beneficial ownership exceeding 5% of the Company's outstanding shares, without prior Company approval.

As part of the Note Modification Agreement with Aztoré Capital Corp. ("ACC") (see Note 4), ACC may use its outstanding debt and accrued interest as consideration to exercise Series A Warrants at a special exercise price. However, such exercises are subject to a 10% beneficial ownership cap.

Plan Warrant Activity

The following table summarizes Plan Warrant activity by series for the six months ended May 31, 2025:

Series	Warrants Outstanding Nov 30, 2024	Granted	Exercised	Forfeited	Warrants Outstanding May 31, 2025	Exercise Price	Expiration Date
A	2,923,743	–	–	–	2,923,743	$4.00	Aug 31, 2026
B	4,211,782	–	–	–	4,211,782	$4.00	Aug 31, 2026
C & D	8,423,564	–	–	–	8,423,564	$6.00	Aug 31, 2026
E & F	8,423,564	–	–	–	8,423,564	$8.00	Aug 31, 2026
Total	23,982,653	–	–	–	23,982,653	–	–

There were no Plan Warrant exercises during the six months ended May 31, 2025 or May 31, 2024.

NOTE 11 – RELATED PARTIES

The Company engages in transactions with related parties in the ordinary course of business and accounts for these transactions in accordance with ASC 850, Related Party Disclosures. Related party relationships and transactions are described in:

- Note 3 – Notes Payable to Related Party (short-term loan),
- Note 5 – Notes Payable to Related Party, Long-Term (long-term loans and pledge of assets),
- Note 6 – Convertible Notes Payable, Long-Term (convertible note held by an officer), and
- Note 7 – Commitment and Contingencies (compensation contingencies).

The Company also shares an office suite in a co-working facility with another business controlled by the President and sole director. In addition, HOJI, a subsidiary of the Company, shares an approximately 7,500 square foot warehouse with AXT Nutraceuticals, LLC ("Nutra"), a company majority-owned by the President and sole director. Rent expense was $22,854 and $13,854 for the six months ended May 31, 2025 and 2024, respectively, and $9,927 and $6,927 for the three months ended May 31, 2025 and 2024, respectively.

The Company's products are produced under contract manufacturing arrangements with HOJI. Purchases from Nutra are made on terms equal to or more favorable than those provided to Nutra's other customers.

For the six months ended May 31, 2025, purchases from Nutra totaled $43,114, representing approximately 68% of HOJI's total cost of goods sold. Payments to Nutra during the period were $17,390 and the Company owed Nutra $25,724 as of May 31, 2025. Offsetting vendor deposits held with Nutra totaled $1,828 at period end.

For the six months ended May 31, 2024, purchases from Nutra totaled $53,220, representing approximately 75% of HOJI's total cost of goods sold. Payments to Nutra during the period were $47,583, and the Company owed Nutra $5,637 as of May 31, 2024. Offsetting vendor deposits held with Nutra totaled $4,604 at period end.

NOTE 12 – SUBSEQUENT EVENTS

As of the date of this report, there were no subsequent events requiring adjustment or disclosure.

10) Issuer Certification

Principal Executive Officer:

I, Frederic J. Buonincontri, certify that:

1. I have reviewed this Disclosure Statement of House of Jane 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.

Dated: August 11, 2025

/s/ Frederic J. Buonincontri
Frederic J. Buonincontri
President and sole director

Principal Financial Officer:

I, Lanny R. Lang, certify that:

1. I have reviewed this Disclosure Statement of House of Jane 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.

Dated: August 11, 2025

/s/ Lanny R. Lang
Lanny R. Lang
Chief Financial Officer (contracted)