

HEMPAMERICANA, INC.
COMPANY INFORMATION AND DISCLOSURE STATEMENT
2nd Quarter
PERIOD ENDING August 31, 2018

HEMPAMERICANA, INC.
(a Delaware Corporation)

Information provided pursuant to the OTC Guidelines for Providing Adequate Current Information

Issuers' Initial Disclosure Obligations

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

HempAmericana, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 78 Read Street, 4F (Bell 7)
New York, New York, 10007.
Phone: (347) 880-6778
Email: hempamericana@gmail.com
Website(s): www.HempAmericana.com.

IR Contact

Lawrence Adams
Seaside Advisors LLC
1 Lakeside Avenue
Rumson, NJ 07060
732-688-6531

3) Security Information

Trading Symbol: HMPQ

Exact title and class of securities outstanding: Common Stock Class A

CUSIP: 42370P207

Par or Stated Value: \$0.001

Total shares authorized: 3,750,000,000

as of: August 31, 2018

Total shares outstanding: 2,145,518,840

as of: August 31, 2018

Common Stock Class B

Par or Stated Value: \$0.001

Total shares authorized: 108,000,000

as of: August 31, 2018

Total shares outstanding: 108,000,000

as of: August 31, 2018

Transfer Agent

Name: Olde Monmouth Stock Transfer Co., Inc.
Address 1: 200 Memorial Parkway
Address 2: Atlantic Heights, New Jersey 07716
Phone: 732-872-2727

Is the Transfer Agent registered under the Exchange Act?*

Yes: x No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

There have not been any restrictions on the transfer of security.

Describe any trading suspension orders issued by the SEC in the past 12 months:

There have not been any trading suspension orders issued by the SEC in the past 12 months.

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

The Company does not anticipate an immediate stock dividend, recapitalization, merger, spin-off, or reorganization.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

Offering Date	Nature of Offering (A)	Jurisdiction where offering was registered (B)	Number of Shares offered (C)	Number of shares sold (D)	Price at which shares were offered; amount paid to issuer (E)	Trading status of shares (F)	G (see below)
---------------	------------------------	--	------------------------------	---------------------------	---	------------------------------	---------------

1/28/2016	Employee stock issued to Salvador Rosillo (5,000,000 shares of common stock) and Africement, Inc. (40,000,000 shares of common stock) as designee for Salvador Rosillo	NA	45,000,000 common stock	NA	NA	Not trading	Restrictive Legend as stated below
2/9/2016	Employee stock issued to Salvador Rosillo (108,000,000 shares of Class B common stock) as designee for Salvador Rosillo	NA	108,000,000 Class B common stock	NA	NA	Not trading	Restrictive Legend as stated below
2/9/2016	Employee stock issues to Nieves Rosillo	NA	10,000,000 Class A common stock	NA	NA	Not trading	Restrictive Legend as stated below
1/11/17	Africement, Inc. – Control Person Salvador Rosillo	NA	324,000,000 Class A common stock	NA	NA	Not trading	Restrictive Legend as stated below

1/26/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	5,500,000 Class A common stock	NA	NA	Trading	Free Trading
1/30/17	Africement, Inc. – Control Person Sal Rosillo	NA	324,000,000 Class A common stock	NA	NA	Not trading	Restrictive Legend as stated below
2/9/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	2,000,000	2,000,000	NA	Trading	Free Trading
2/13/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	3,000,000	3,000,000	NA	Trading	Free Trading
2/17/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	3,000,000	3,000,000	NA	Trading	Free Trading
2/23/17	Rockwell Capital Partners – Control Person	NA	3,000,000	3,000,000	NA	Trading	Free Trading
	Samuel Oshana						

2/28/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	3,000,000	3,000,000	NA	Trading	Free Trading
3/2/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	4,000,000	4,000,000	NA	Trading	Free Trading
3/6/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	5,000,000	5,000,000	NA	Trading	Free Trading
3/13/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	5,000,000	5,000,000	NA	Trading	Free Trading
3/15/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	6,000,000	6,000,000	NA	Trading	Free Trading
3/17/17	Rockwell Capital Partners – Control Person	NA	5,760,000	5,760,000	NA	Trading	Free Trading

	Samuel Oshana						
4/25/17	Kevin Harris	NA	1,000,000	1,000,000	NA	Trading	Free Tradi
5/8/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	3,000,000	3,000,000	NA	Trading	Free Tradi
5/10/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	4,000,000	3,000,000	NA	Trading	Free Tradi
5/15/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	5,000,000	5,000,000	NA	Trading	Free Tradi
5/17/17	Rockwell Capital Partners – Control Person Samuel Oshana	NA	6,000,000	6,000,000	NA	Trading	Free Tradi
5/23/17	Rockwell Capital Partners – Control Person	NA	6,020,000	6,020,000	NA	Trading	Free Tradi

	Samuel Oshana						
6/28/17	639 LLC - Control Person Sal Rosillo	NA	505,000,000	NA	NA	Not Trading	Restrictive Legend as stated below
7/7/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	15,000,000	15,000,000	\$0.005/\$75,000	Trading	Free Trading
8/7/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	13,200,000	13,200,000	\$0.005/\$66,000	Trading	Free Trading
8/21/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	16,000,000	16,000,000	\$0.005/\$80,000	Trading	Free Trading
8/25/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	20,000,000	20,000,000	\$0.005/\$100,000	Trading	Free Trading
8/25/17	Employee stock issues to Nieves Rosillo	N/A	19,778,000	NA	NA	Not Trading	Restrictive Legend as stated below

9/6/17	Tri-Bridge Ventures LLC – Control Person John Forsythe III	New York	10,000,000	10,000,000	\$0.005/\$50,000	Trading	Free Trading
9/8/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	20,000,000	20,000,000	\$0.005/\$100,000	Trading	Free Trading
9/18/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	10,000,000	10,000,000	\$0.005/\$50,000	Trading	Free Trading
10/26/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	15,000,000	15,000,000	\$0.005/\$75,000	Trading	Free Trading
10/27/17	Silo Equity Partners II, LLC – Control Person John Asma	New York	3,000,000	3,000,000	\$0.005/\$15,000	Trading	Free Trading
11/09/17	Elliptical Management – Control Person James Black	NA	5,000,000	NA	NA	Not Trading	Restrictive Legend as stated below

11/16/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	30,000,000	30,000,000	\$0.005/\$150,000	Trading	Free Trading
11/28/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	30,000,000	30,000,000	\$0.005/\$150,000	Trading	Free Trading
12/6/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	30,000,000	30,000,000	\$0.005/\$150,000	Trading	Free Trading
12/7/17	Tri-Bridge Ventures LLC – Control Person John Forsythe III	New York	10,000,000	10,000,000	\$0.005/\$50,000	Trading	Free Trading
12/20/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	30,000,000	30,000,000	\$0.005/\$150,000	Trading	Free Trading
12/27/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	20,000,000	20,000,000	\$0.005/\$100,000	Trading	Free Trading

12/29/17	GPL Ventures LLC – Control Person Alexander Dillon	New York	30,000,000	30,000,000	\$0.005/\$150,000	Trading	Free Trading
1/3/18	Tri-Bridge Ventures LLC – Control Person John Forsythe III	New York	10,000,000	10,000,000	\$0.005/\$50,000	Trading	Free Trading
1/3/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	34,000,000	34,000,000	\$0.005/\$150,000	Trading	Free Trading
1/8/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	34,000,000	34,000,000	\$0.005/\$150,000	Trading	Free Trading
1/16/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	34,000,000	34,000,000	\$0.005/\$150,000	Trading	Free Trading
1/23/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	34,000,000	34,000,000	\$0.005/\$150,000	Trading	Free Trading

1/26/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	34,000,000	34,000,000	\$0.005/\$150,000	Trading	Free Trading
1/26/18	Tri-Bridge Ventures LLC – Control Person John Forsythe III	New York	10,000,000	10,000,000	\$0.005/\$50,000	Trading	Free Trading
1/31/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	50,000,000	50,000,000	\$0.005/\$250,000	Trading	Free Trading
2/2/18	Richard Edelson	New York	5,000,000	5,000,000	NA	Not Trading	Restricted
2/2/18	Soham Awon	New York	5,000,000	5,000,000	NA	Not Trading	Restricted
2/2/18	Black Market – Control Person James Black	New York	5,000,000	5,000,000	NA	Not Trading	Restricted

2/7/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	50,000,000	50,000,000	\$0.005/\$250,000	Trading	Free Trading
2/14/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	50,000,000	50,000,000	\$0.005/\$250,000	Trading	Free Trading
2/16/18	William Stern	New York	1,000,000	1,000,000	\$0.005/\$5,000	Trading	Free Trading
2/16/18	May Davis Partners Acquisition – Control Person Owen May	New York	1,000,000	1,000,000	\$0.005/\$5,000	Trading	Free Trading
2/26/18	GPL Ventures LLC – Control Person Alexander Dillon	New York	55,000,000	55,000,000	\$0.005/\$275,000	Trading	Free Trading
2/27/18	Salamon Brothers LLC – Control Person Howard Salamon	New York	1,000,000	1,000,000	\$0.005/\$5,000	Trading	Free Trading

03/07/18	GPL Ventures LLC – Alexander Dillon Control Person	New York	34,000,000	34,000,000	\$0.005/\$170,000	Trading	Free Trading
03/19/18	GPL Ventures LLC – Alexander Dillon Control Person	New York	34,000,000	34,000,000	\$0.005/\$170,000	Trading	Free Trading
04/02/18	GPL Ventures LLC – Alexander Dillon Control Person	New York	34,000,000	34,000,000	\$0.005/\$170,000	Trading	Free Trading
04/09/18	GPL Ventures LLC – Alexander Dillon Control Person	New York	34,000,000	34,000,000	\$0.005/\$170,000	Trading	Free Trading
4/20/18	GPL Ventures LLC – Alexander Dillon Control Person	New York	46,000,000	46,000,000	\$0.005/\$230,000	Trading	Free Trading
05/09/18	GPL Ventures LLC – Alexander Dillon Control Person	New York	65,000,000	65,000,000	\$0.005/\$325,000	Trading	Free Trading

05/29/18	Rebecca Osleeb	New York	200,000	200,000	\$0.005/\$1,000	Trading	Free Trading
6/1/18	John Blum	New York	4,000,000	4,000,000	\$0.005/\$20,000	Trading	Free Trading
6/1/18	GPL Ventures – Alexander Dillon	New York	34,000,000	34,000,000	\$0.005/\$170,000	Trading	Free Trading
6/18/18	GPL Ventures LLC – Alexander Dillon	New York	60,000,000	60,000,000	\$0.005/\$300,000	Trading	Free Trading
6/20/18	Anthony Lozito	New York	22,000,000	22,000,000	\$0.005/\$110,000	Trading	Free Trading
7/16/18	GPL Ventures LLC – Alexander Dillon	New York	46,000,000	46,000,000	\$0.005/\$230,000	Trading	Free Trading

8/15/18	GPL Ventures LLC – Alexander Dillon	New York	34,000,000	34,000,000	\$0.005/\$170,000	Trading	Free Trading
---------	--	----------	------------	------------	-------------------	---------	-----------------

5) Financial Statements

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Hemp – a product with a myriad of uses – is a product of enormous potential for economic growth in the United States. HempAmericana intends to capitalize on the many uses of hemp in the health, food, construction, textiles and paper industries. HempAmericana's primary immediate purpose is to develop industrial hemp products, such as cannabinoil ("CBD oil"), used for its many health benefits, through developing hemp growing farms, hemp processing factories and hemp-product distribution facilities. HempAmericana, Inc also plans to research, develop and sell products made of industrial hemp. In essence anything that can be made with plastic can be made with industrial hemp and HempAmericana plans to fill the growing need and demand for hemp based products within the United States. Currently, the Company is in its research and development stages.

B. Date and State (or Jurisdiction) of Incorporation:

The corporation was organized and exists under the laws of the state of Delaware. The date of incorporation was: February 10, 2014

C. the issuer's primary and secondary SIC Codes;

3990 Miscellaneous Manufacturing Industries

D. the issuer's fiscal year end date;

The issuer's fiscal year end date is February 28.

E. principal products or services, and their markets;

HempAmericana currently in the beginning stages of producing CBD isolate and oil. The Company has fully installed its L200 supercritical extractor and has purchased 4,000 pounds of Hemp flower to begin production at the Augusta facility.

Hemp is one of the earliest domesticated plants on the planet. Its use can be dated back to the fifth century B.C. The United States has the largest amount of hemp imported but it is one of the few countries that does not allow it to be grown under the Controlled Substance Act. The reasoning behind this is because the federal government does not distinguish between the various strains of cannabis such as those that are grown exclusively for the durability of hemp material. It should be noted that recently a number of states have begun to enact state laws that allow for the growth of hemp, but the federal law still remains in effect. This hemp material goes into food, health products, rope, fabric, textiles and even concrete.

Despite the historically negative stigma associated with hemp it is in fact one of the most environmentally friendly crops requiring few, if any, pesticides and is also biodegradable. Most of the negative stigma associated with cannabis is due to the fact that it can bud Δ^9 -tetrahydrocannabinol (THC).

Industrial hemp material generally contains less than 0.3% of THC while cannabis grown for marijuana use sometimes contains upwards of 20%. Ingestion or use of industrial hemp based products does not have psychoactive effects due to the very low quantity of THC, if there is any at all. This makes it legal for sale within the United States so long as it follows certain regulations and laws.

According to the Congressional Research Service there are over 25,000 products on the global market that are derived from hemp. It is estimated that in the United States the market for hemp based products may be 500,000,000 million dollars per year, although an exact number has not been determined. Between 156 and 171 million dollars of this market is made up of body care items and food based supplements. 100 million is associated with hemp based clothing and textiles. The remaining balance is associated with an array of various other hemp based goods.

The primary business of the Company has been to develop hemp-based products and bring them to market

7) Describe the Issuer's Facilities

The corporation's executive offices are located at 78 Reade Street, Suite 4FW. The corporation currently leases a 17,000 square foot facility in Augusta, Maine. The lease in Augusta is for two years and ends on November 30, 2019. The monthly rent for the first three months is \$4,000 and then in months 4-12 increases to \$8,000. In year two the rent is fixed at \$8,240 per month. The Company has the right to extend the lease for one term of five years.

This site is being developed to house the Company's principal CBD extraction and production

operations. The following equipment is already on site: L200 supercritical extractor, Distillation equipment, Bottling equipment, various lab equipment, and inventory of hemp flowers.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons.

CEO, President and member of the Board of Directors - Salvador Rosillo
Secretary – Nieves Rosillo

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. 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, or banking activities;

None

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

None

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

None

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Name	Address	Percentage of shares owned	Name of beneficial shareholder	Address of beneficial shareholder	Registered Agent
Salvador Rosillo	78 Reade Street, 4F (Bell 7), New York, NY 10007	0.45% of Class A Common Stock	Same	Same	NA
Africement, Inc.	78 Reade Street, 4F (Bell 7), New York, NY 10007	19.87% of Class A Common Stock	Salvador Rosillo is the sole owner	78 Reade Street, 4F (Bell 7), New York, NY 10007	The Company Corporation, 2711 Centerville Road, STE 400, Wilmington, DE 19808
864, Inc.	78 Reade Street, 4F (Bell 7), New York, NY 10007	100% of Class B Common Stock	Salvador Rosillo is the sole owner	78 Reade Street, 4F (Bell 7), New York, NY 10007	The Company Corporation, 2711 Centerville Road, STE 400, Wilmington, DE 19808
639, LLC	78 Reade Street, 4F (Bell 7), New York, NY 10007	24.79% of Class A Common Stock	Salvador Rosillo is the sole owner	78 Reade Street, 4F (Bell 7), New York, NY 10007	The Company Corporation, 2711 Centerville Road, STE 400, Wilmington, DE 19808

* Voting percentage in the above table are calculated by combining the voting power of Class A and Class B shares, as if voting together as a single class.

** Voting percentages after this offering will depend on the success of the offering. Since the overwhelming majority of voting rests with our founder through his Class B common stock, the voting percentages in the above table will not change materially in that so long as our founder holds the Class B common stock, he will maintain voting control of the Company.

*** Aficement, Inc. and 639 LLC are entities wholly owned by Salvador Rosillo, our CEO.

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Greg Sichenzia

Firm: Sichenzia Ross Ference Kesner LLP

Address 1: 1185 Avenue of the Americas, 37th Floor

Address 2: New York, New York 10036

Phone: (212) 930-9700

Email: gsichenzia@srfklp.com

Suares & Associates

883 Flatbush Avenue, Suite 100

Brooklyn, NY 11226

718-622-8450

Accountant or Auditor

Name: Richard Edelson

Firm: Set Otc Current

Address 1: 450 7th Avenue, Suite 609

Address 2: New York, New York

Phone: 631 672-7181

Email: www.getotccurrent.com

Investor Relations Consultant

Lawrence Adams
Seaside Advisors LLC
1 Lakeside Avenue
Rumson, NJ 07060
732-688-6531

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

10) Issuer Certification

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).

The certifications shall follow the format below:

I, Salvador Rosillo certify that:

1. I have reviewed this quarterly disclosure statement of HempAmericana, 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.

October 15, 2018

CEO
Salvador Rosillo

HempAmericana, Inc.
Consolidated Balance Sheet
(unaudited)
August 31, 2018

Assets

Current:

Cash	\$ 38,766
Inventories	333,000
Deposit on L45	46,800
Deposit on bottling equipment	20,000
Deposit on vacuum equipment	94,000
Equipment deposits	170,315
Due from shareholder	94,232
Total Current Assets	<u>797,113</u>

Property, Plant & Equipment, net 1,456,343

Total Assets \$ 2,253,456

Liabilities

Current:

Accounts payable	65,242
Accounts payable related party	480
Compensation Payable	3,154,469
Loans payable	1,683
Note payable	112,500
Payroll taxes payable	10,837
Total Current Liabilities	<u>3,345,211</u>

Stockholders' Deficiency

Class A Common stock (\$.001 par value, 3,750,000,000 shares authorized, 2,345,518,840 shares issued and outstanding as of August 31, 2018)	(1,843,907)
Class B Common stock (\$.001 par value, 108,000,00 shares authorized, 108,000,000 shares issued and outstanding as of August 31, 2018)	-
Additional paid in capital	4,573,847
Accumulated deficit	<u>(3,821,695)</u>
Total Stockholders' Equity/(Deficit)	<u>(1,091,755)</u>
Total Liabilities & Stockholder's (Equity/Deficit)	<u>\$ 2,253,456</u>

HempAmericana, Inc.
Consolidated Statement of Loss
(Unaudited)
August 31, 2018

Net Revenues	
Revenues from sales	\$ -
Total Revenues	<u>-</u>
Cost and Operating Expenses	
Accounting	14,000
Advertising & Promotion	1,515
Auto expenses	946
Bank service charges	1,011
Computer & Internet	1,469
Consulting fees	231,930
Escrow fees	4,595
Insurance	7,886
Legal fees	130,727
Licenses & permits	658
Meals & entertainment	484
Office expense	1,595
Payroll expense	42,460
Postage	50
Reimbursable farm expenses	1,295
Rent expense	41,349
Solvents	385
Telephone expense	1,324
Transfer agent fees	500
Training expenses	4,500
Travel expense	3,620
Utilities	8,059
	<u>500,358</u>
Other Income/(Expense)	
Interest	2
Loss on write off of inventory	<u>(12,311)</u>
Net Loss	<u>\$ (512,667)</u>
Basic Loss Per Share	
	(0.00)
Weighted average number of common shares outstanding	2,261,308,960

HempAmericana, Inc
Consolidated Statement of Cash Flows
(Unaudited)
August 31, 2018

Cash generated by (used for):

Operations:	
Net loss	\$ (512,667)
Increase in accounts payable	711
Write off of inventory	12,311
Net cash used in operating activities	<u>(499,645)</u>
Investing:	
Leasehold improvements	(124,797)
Machinery & equipment	(36,236)
Net cash used by investing activities	<u>(161,033)</u>
Financing:	
Due from shareholder	1,278
Additional paid in capital	550,000
Proceeds from share issuances	114,000
Net cash provided by financing activities	<u>665,278</u>
Decrease in cash during the period	<u>4,600</u>
Cash position, beginning of period	34,166
Cash Position, end of period	<u>\$ 38,766</u>

HempAmericana, Inc.
Combined Consolidated Statement of Changes in Stockholders' Deficiency
(Unaudited)
31-Aug-18

	Common Shares Class B		Common Shares Class A		Additional Paid	Accumulated	Stockholders'
	Number of shares	Share amount	Number of shares	Share amount	Capital	Deficit	(Deficiency)/
							Equity
Opening Balance -					333000		
Year Ended February 29, 2016	108,000,000	\$ -	151,560,840	\$ 75,142	\$ 1,157	\$ (65,043)	\$ 11,256
Year Ended February 28, 2017	108,000,000	-	603,060,840	130,642	94,000	(504,797)	(280,155)
Year Ended February 28, 2018	108,000,000	-	1,790,318,840	(2,210,004)	94,232	(2,566,904)	(4,682,676)
Quarter Ended May 31, 2018	108,000,000	-	2,037,518,840	(1,957,907)	4,023,847.0	(3,309,028)	(1,243,088)

HempAmericana, Inc.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO THE FINANCIAL STATEMENTS
August 31, 2018

Note 1 – Organization and Description of Business

HempAmericana, Inc. (the Company), is a development stage company, incorporated under the laws of the State of Delaware on February 10, 2014. The Company intends to explore the industry of hemp based products and unveil their own products to the general public for sale.

The Company has elected February 28th as its year end.

Note 2 – Going Concern

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not established any source of revenue to cover its operating costs. These conditions raise substantial doubt about the company's ability to continue as a going concern. The Company will engage in very limited activities without incurring any liabilities that must be satisfied in cash until a source of funding is secured. The Company will offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

Note 3 – Summary of Significant Accounting Policies

Basis of Presentation

The Financial Statements and related disclosures have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC"). The Financial Statements have been prepared using the accrual basis of accounting in accordance with Generally Accepted Accounting Principles ("GAAP") of the United States (See Note 2) regarding the assumption that the Company is a "going concern".

Development Stage Company

The Company is a development stage company as defined by section 915-10-20 of the FASB Accounting Standards Codification. The Company is still devoting substantially all of its efforts on establishing the business. Its planned principal operations have not commenced. All losses accumulated since inception have been considered as part of the Company's development stage activities.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. In the opinion of management, all

adjustments necessary in order to make the financial statements not misleading have been included. Actual results could differ from those estimates.

Cash Equivalents

The Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents. Consolidated cash and cash equivalents at August 31, 2018 was \$38,766. HempAmericana, Inc. considers all highly liquid investments with maturities of three months or less to be cash equivalents.

Inventories

Inventories consist of the following at:

	August 31, 2018
Hemp Flowers	\$278,000
Seedlings	55,000
Total Inventory	\$333,000

Property, Plant & Equipment

Property, plant, and equipment consisted of the following:

	August 31, 2018
Vehicle	\$ 18,000
Leasehold improvements	455,647
Farm	83,020
L200 Supercritical extractor	647,089
Computers	9,200
Furniture & equipment	243,387
Total	\$1,456,343

Notes Payable

On March 25, 2016, the Company entered into a securities purchase agreement with Blackbridge Capital, LLC. As part of the securities purchase agreement the Company issued a Commitment Fee of a Convertible Promissory Note in the amount of \$200,000. The convertible promissory note accrues interest at 5% per annum. The note may be converted into common stock of the Company at a 20% discount to the lowest trading price of the Company's common stock for the preceding twenty trading days. The outstanding note balance at August 31, 2018 was \$112,500.

Income Taxes

The Company accounts for income taxes under ASC 740 "Income Taxes." Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax

rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

Basic Earnings (Loss) Per Share

The Company computes basic and diluted earnings per share amounts in accordance with ASC Topic 260, Earnings per Share. Basic earnings per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the reporting period. Diluted earnings per share reflects the potential dilution that could occur if stock options and other commitments to issue common stock were exercised or equity awards vest resulting in the issuance of common stock that could share in the earnings of the Company.

Fair Value of Financial Instruments

The Company's balance sheet includes certain financial instruments. The carrying amounts of current assets and current liabilities approximate their fair value because of the relatively short period of time between the origination of these instruments and their expected realization.

The Company follows FASB Accounting Standards Codification (ASC) 820 "Fair Value Measurements and Disclosures" which defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- □ Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- □ Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- □ Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of November 30, 2016. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include accounts receivable, other current assets, accounts payable, accrued compensation and accrued expenses. The fair value of the Company's notes payable is estimated based on current rates that would be available for debt of similar terms which is not significantly different from its stated value.

Share Based Expenses

ASC 718 “Compensation – Stock Compensation” prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period).

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, “*Equity – Based Payments to Non-Employees*.” Measurement of share-based payment transactions with non-employees is based on the fair

value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

The company had no stock-based compensation plans as of November 30, 2016. The Company had one stock issuance to its founder in the amount of 40,000,000 restricted common shares to the founder which were considered to be of nominal value through November 30, 2016.

Related Parties

The Company follows ASC 850, Related Party Disclosures, for the identification of related parties and disclosure of related party transactions. Related party transactions for the quarter ended August 31, 2018 totaled \$94,000. As of August 25, 2017, Ms. Rosillo’s employment agreement with the Company was amended and restated, principally to provide her share based compensation of 19,778,000 Class A shares for the period of February 9, 2016 to February 9, 2019. Ms. Rosillo is a New York resident and sister of our founder and CEO Sal Rosillo.

Recently Issued Accounting Pronouncements

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the *FASB Accounting Standards Codification*TM (“ASC”) is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company.

We have reviewed the FASB issued Accounting Standards Update (“ASU”) accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation’s reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

Note 4 – Stockholder’s Deficit

On February 25, 2014, the Company issued 40,000,000 of its \$0.001 par value common stock at \$0.001 per share to the founder of the Company in exchange for developing the Company's business concept and plan. The value was considered nominal at inception due to lack of assets and operations. On June 26, 2017, the Company issued 505,000,000 Class A shares to an entity controlled by the founder of the Company as compensation to our CEO under his employment agreement with the Company for the period of February 9, 2016 to February 9, 2019. As well, Nieves Rosillo was issued 19,778,000 Class A shares on August 25, 2017 for the same period under an amended and restated employment agreement between her and the Company.

In July 2018 the Company reduced is authorized Class A Common stock to 3,750,000,000. The stockholders equity section of the Company contains the following classes of capital stock as of August 31, 2018,:

- Class A Common stock, \$ 0.001 par value: 3,750,000,000 shares authorized 2,145,518,840 shares issued and outstanding
- Class B Common Stock, \$0.001 par value: 108,000,000 authorized; 108,000,000 issued and outstanding

On September 6, 2017 the Company incorporated Hempwerk, Inc, a Maine corporation and subsidiary of HempAmericana, Inc. As of August 31, 2018 the company has funded Hempwerk, Inc. \$695,077.