

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **Hannover House, Inc.**

1621 Central Avenue, Cheyenne, WY 82001

---

818-481-5277

[www.HannoverHouse.com](http://www.HannoverHouse.com)  
[Eric@HannoverHouse.com](mailto:Eric@HannoverHouse.com)

SIC Codes: 7822 / 2731

## **QUARTERLY REPORT**

**For the 3-Month Period Ending June 30, 2022**  
(the "Reporting Period")

**As of June 30, 2022**, the CURRENT REPORTING PERIOD, the number of shares outstanding of our Common Stock was:

983,856,847

**As of December 31, 2021**, the MOST RECENT FULL YEAR REPORTING PERIOD, the number of shares outstanding of our Common Stock was:

936,492,996

**As of December 31, 2020**, the PRIOR COMPLETED FISCAL YEAR END DATE, the number of shares outstanding of our Common Stock was:

811,029,996

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

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

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

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

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

---

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

The Public Company was originally incorporated in 1999 as ECKLAN CORPORTION and has endured several name changes since that date as described below. The privately held company (Truman Press, Inc., dba "Hannover House") that is now the operating entity, was incorporated in 1993 and merged into the Public Company in December, 2009.

**Hannover House, Inc.**

Ticker Symbol: HHSE

**Hannover House, Inc. - Predecessor Entity Details**

Entity Name	Active From	Active Until
Ecklan Corporation	12/30/1999	3/5/2001
Mindset Interactive, Inc.	3/5/2001	8/15/2005
Target Development Group, Inc.	8/15/2005	12/15/2009
Truman Press, Inc./Hannover House	9/15/1993	12/15/2009
TDGI / Hannover House, Inc.	12/15/2009	CURRENT

The Target Development Group, Inc. / Publicly-traded company was incorporated on January 29, 2009 in **Wyoming**; the predecessor privately-held company (Truman Press, Inc.) was originally incorporated in California on Sept. 15, 1993. Hannover House, Inc. is listed by the Wyoming Secretary of State as being an Active Corporation in **Good Standing**.

There have been no trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception.

The company has not implemented any stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization within the past 12 months or which is presently anticipated.

Although registered in Wyoming, as an accommodation and convenience for the company's CEO, the issuer's principal executive office is located at: 355 N. College Ave., Suite 4, Fayetteville, AR 72701.

The issuer's principal place of business is: 1621 Central Ave., Cheyenne, WY 82001

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

**2) Security Information**

Trading symbol: HHSE  
Exact title and class of securities outstanding: Common Stock Shares  
CUSIP: 410686 101  
Par or stated value: \$.001

Total shares authorized: 1,100,000,000 as of: December 31, 2021  
Total shares outstanding: 983,856,847 as of: June 30, 2022  
Number of shares in the Public Float<sup>2</sup>: 734,042,844 as of: June 30, 2022  
Total number of shareholders of record: 231 as of date: June 30, 2022  
(2,272 shareholders when breaking out from brokerages)

*Additional class of securities (if any):*

---

<sup>2</sup>"Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Trading symbol: HHSE  
Exact title and class of securities outstanding: Series "A" Preferred Shares  
CUSIP: 410686 101  
Par or stated value: \$.001  
Total shares authorized: 10,000,000 as of date: June 30, 2022  
Total shares outstanding: 8,000,000 as of date: June 30, 2022

### **Transfer Agent**

Name: Standard Registrar & Transfer Co., Inc.  
Phone: 801-571-8844  
Email: [Amy@StandardRegistrar.com](mailto:Amy@StandardRegistrar.com)  
Address: 440 East 400 South, Suite 200, Salt Lake City, UT 84111

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

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

NONE.

### **3) Issuance History**

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

#### **A. Changes to the Number of Outstanding Shares**

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12-31-2019</u> Common: <u>811,529,996</u> Preferred: <u>4,000,000</u>									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$ /per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

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

Jan. 28, 2020	New Issuance	3,200,000	Common	\$17,600	YES	Greg Sevdagian	Financial Consulting and Investor Advisory Services (2018-2019)	Restricted	HHSE common stock shares are not currently registered
Feb. 6, 2020	New Issuance	10,600,000	Common	\$58,300	YES	Chee Yoke Lee	Conversion of eligible, non-affiliate aged debt	Unrestricted	HHSE common stock shares are not currently registered
Mar. 30, 2020	New Issuance	6,100,000	Common	\$33,550	YES	Chee Yoke Lee	Conversion of eligible, non-affiliate aged debt	Unrestricted	HHSE common stock shares are not currently registered
Dec. 28, 2020	Removal of Rule 144 Sale Restriction	1,000,000	Common	\$15,900	NO	George B. Morton, Esq.	Reissuance of prior shares paid under legal consultation.	Unrestricted	HHSE common stock shares are not currently registered
Mar. 16, 2021	Return of Collateral Shares to Treasury	<500,000>	Common	\$6,500	NO	Martin Langert	Return of stock certificate issued as collateral	Restricted	Shares issued as corp. loan collateral returned
July 30, 2021	New Issuance	19,000,000	Common	\$416,100	NO	Getting Grace, LLC, Daniel Roebuck Managing Partner	Settlement Agreement re: Prior Legal dispute	Restricted	HHSE common stock shares are not currently registered
July 30, 2021	New Issuance	7,500,000	Common	\$164,250	NO	Eric Parkinson (Officer)	Conversion of officer loans to restricted shares	Restricted	HHSE common stock shares are not currently registered
July 30, 2021	New Issuance	3,000,000	Common	\$65,700	NO	Sentient Asset Management Trust (Jon Cheng, Mgr)	Shares Issued per Production and MyFlix financing	Restricted	HHSE common stock shares are not currently registered
July 30, 2021	New Issuance	1,500,000	Common	\$32,850	NO	Suzanne Holmquist	Shares Issued per Production and MyFlix financing	Restricted	HHSE common stock shares are not currently registered
July 30, 2021	New Issuance	1,000,000	Common	\$21,900	NO	Christian K. Large (Board Advisory Sign-On Shares)	Shares issued for Board Advisors	Restricted	HHSE common stock shares are not currently registered
July 30, 2021	New Issuance	1,000,000	Common	\$21,900	NO	Kyle Martens (Board Advisory Sign-On Shares)	Shares issued for Board Advisors	Restricted	HHSE common stock shares are not currently registered

July 30, 2021	New Issuance	1,000,000	Common	\$21,900	NO	Steven M. Kay (Board Advisory Sign-On Shares)	Shares issued for Board Advisors	Restricted	HHSE common stock shares are not currently registered
Aug. 27, 2021	New Issuance	3,343,750	Common	\$60,187	NO	Morten Stisen	Shares Issued per Production and MyFlix financing	Restricted	HHSE common stock shares are not currently registered
Oct. 18, 2021	New Issuance	9,482,758	Common	\$55,000	NO	Nordic Food Services APS (multiple members all with less than control stakes)	Restricted shares issued as collateral to Corp. Loan	Restricted	HHSE common stock shares are not currently registered
Oct. 18, 2021	New Issuance	10,689,655	Common	\$62,000	NO	Accounting for Value APS (multiple members all with less than control stakes)	Restricted shares issued as collateral to Corp. Loan	Restricted	HHSE common stock shares are not currently registered
Nov. 1, 2021	New Issuance	9,224,137	Common	\$50,000	NO	Accounting for Value APS (multiple members all with less than control stakes)	Restricted shares issued as collateral to Corp. Loan	Restricted	HHSE common stock shares are not currently registered
Nov. 1, 2021	New Issuance	2,675,000	Common	\$20,000	NO	Nordic Food Service APS (multiple members all with less than control stakes)	Restricted shares issued as collateral to Corp. Loan	Restricted	HHSE common stock shares are not currently registered
Dec. 28, 2021	New Issuance	25,000,000	Common	\$1,650,000	NO	Lewin Family Irrevocable Trust (Bruce Lewin, primary beneficiary)	Shares issued per legal settlement resolution	Restricted	HHSE common stock shares are not currently registered
Jan. 18, 2022	New Issuance	2,847,582	Common	\$17,085	NO (issued as collateral)	Morten Stisen	Collateral Shares per Promissory Note	Restricted	HHSE common stock shares are not currently registered
Jan. 18, 2022	New Issuance	10,700,000	Common	\$58,250	NO (issued as collateral)	Morten Stisen	Collateral Shares per Promissory Note	Restricted	HHSE common stock shares are not currently registered
Jan. 18, 2022	New Issuance	6,050,000	Common	\$33,598	NO (issued as collateral)	Jim Durm	Collateral Shares per Promissory Note	Restricted	HHSE common stock shares are not currently registered
Jan. 18, 2022	New Issuance	2,115,579	Common	\$16,502	NO (issued as collateral)	Morten Stisen	Collateral Shares per Promissory Note	Restricted	HHSE common stock shares are not currently registered

Jan. 18, 2022	New Issuance	19,496,844	Common	\$155,000	NO (issued as collateral)	Nordic Food Services, APS	Collateral Shares per Promissory Note	Restricted	HHSE common stock shares are not currently registered
Feb. 22, 2022	New Issuance	6,153,846	Common	\$40,000	NO (issued as collateral)	Nordic Food Services, APS	Collateral Shares per Promissory Note	Restricted	HHSE common stock shares are not currently registered
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date Common: 983,856.847 June 30, 2022 Preferred: 8,000,000									

## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
Aug. 1, 2010	\$127,706	\$100,000	\$126,429	Aug. 1, 2011	50% discount to market price based on 10-day VWAP	Jo Lynn Anderson	Theatrical Releasing for "Twelve"
Aug. 1, 2010	\$127,706	\$100,000	\$126,429	Aug. 1, 2011	50% discount to market price based on 10-day VWAP	Dennis Anderson	Theatrical Releasing for "Twelve"
Aug. 10, 2012	\$77,500	\$50,000	\$27,500	Aug. 10, 2013	50% discount to market price based on 10-day VWAP	Sue Bartholomew, Southwinds Homes	"Toys in the Attic" Star Cast Funding
Sept. 14, 2012	\$155,000	\$100,000	\$55,000	Sept. 14, 2013	50% discount to market price based on 10-day VWAP	Sue Bartholomew, Southwinds Homes	General O/H and "Toys in the Attic" Prod.
Apr. 15, 2017	\$158,471	\$130,000	\$28,471	Apr. 15, 2018	50% discount to market price based on 10-day VWAP	Genautica, LLC (Dan Scholefield, primary beneficiary)	Legal Fees & Settlement re: TCA
Oct. 13, 2018	\$12,849	\$11,628	\$1,221	Oct. 13, 2019	50% discount to market price based on 10-day VWAP	Daniel Roebuck	DVD Replication Loan
Nov. 18, 2019	\$57,887	\$55,000	\$2,887	Nov. 18, 2020	50% discount to market price based on 10-day VWAP	Graham Financial Services, Inc. (Paul Graham, Pres.)	General O/H, Audit and Legal Fees
Nov. 28, 2019	\$16,003	\$15,443	\$560	Nov. 28, 2020	50% discount to market price based on 10-day VWAP	Graham Financial Services, Inc. (Paul Graham, Pres.)	General O/H, Audit and Legal Fees
Nov. 28, 2019	\$33,048	\$31,400	\$1,648	Nov. 28, 2020	50% discount to market price based on 10-day VWAP	Graham Financial Services, Inc. / Paul Graham, Pres.	General O/H, Audit and Legal Fees

June 30, 2019	\$15,629	\$14,850	\$1,559	June 30, 2020	No conversion formula specified to affiliate holder; funds received during 2020	Eric F. Parkinson	Legal Fees, Overhead, Audit costs
Nov. 20, 2020	\$25,729	\$25,729	\$151	Nov. 20, 2021	No conversion formula specified to affiliate holder; funds received during 2020	Eric F. Parkinson	Legal Fees, Overhead, Audit costs
June 19, 2020	\$17,085	\$17,085	\$0	June 18, 2022	2,847,582 Restricted shares issued as collateral.	Morten Stisen	General Operations & Form 10
Dec. 3, 2020	\$58,250	\$58,250	\$0	Dec. 2, 2022	10,700,000 Restricted shares issued as collateral.	Morten Stisen	Legal fees and Settlements
Dec. 24, 2020	\$33,598	\$33,598	\$0	Dec. 23, 2022	6,050,000 Restricted shares issued as collateral	Jim Durm	General Operations and Form 10
July 6, 2021	\$16,502	\$16,502	\$0	July 5, 2023	2,115,579 Restricted shares issued as collateral	Morten Stisen	Legal fees and Settlements
July 8, 2020	\$155,000	\$155,000	\$0	July 7, 2022	19,496,844 Restricted shares issued as collateral	Nordic Food Services, APS	Legal, acctng and Form 10
Nov. 25, 2021	\$40,000	\$40,000	\$0	Nov. 24, 2023	6,153,846 Restricted shares issued as collateral	Nordic Food Services, APS	Legal fees and settlements

#### 4) Financial Statements

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

U.S. GAAP

☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: Eric Parkinson (Chairman, CEO, SECY)

Title: Chairman, CEO & SECY / President

Relationship to Issuer: Officer / Director

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

Company is a media production and distribution enterprise, involved in book publishing, feature film and video production, and distribution of feature films and videos through various media platforms and territories worldwide.

Wholly-owned subsidiaries are Medallion Releasing, Inc. (for handling non-Hannover House producer clients), Vodwiz, Inc. and Bookworks, Inc., a special purpose entity utilized for signatory purposes with the Screen Actors Guild. Both Medallion Releasing, Inc., Vodwiz, Inc. and Bookworks, Inc. are Arkansas domiciled corporations. Income, assets and costs (if any) from these three subsidiaries are incorporated into the Company's consolidated financial statements.

Company publishes fiction and non-fiction books; Company's media distribution includes the release of films to theatres, home video, digital streaming formats, television outlets and international licensors. Company is working with MyFlix, LLC for the development and launch of a new digital streaming site to be named "MyFlix." The business model for MyFlix is to consolidate feature films and television series programming owned by a wide range of studios and content owners, into a single destination digital streaming site. The revenue model for MyFlix will be to pay third-party streaming and billing costs off the top and divide remaining revenues on a fifty-fifty basis between the program suppliers and with MyFlix. Consumers visiting the MyFlix website (*or accessing the service through mobile APPS or over-the-top devices such as Roku, AppleTV or hardware installed APPS*) can purchase movies or TV episodes on a

<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

“per transaction basis” (ala Amazon) or alternatively, can open a monthly subscription with MyFlix for unlimited access to approximately half of the programming otherwise available for per-transaction access. A third revenue model, inspired by the billion-plus dollar success of TUBITV.com, is to offer programs to be viewed by consumers “for free” but with advertising commercial breaks (AVOD). As of the date of this filing, forty-three program suppliers, collectively representing over 12,000 titles, had agreed to participate in the MyFlix service, which would position the site as number two only to Amazon in terms of total programming. The growth of digital streaming services has created both a boom and bust in the independent film sectors. Consumers are less likely now to purchase DVDs of unknown movies knowing that the same ten-dollar cost could cover a month’s subscription to a service such as Netflix with over 1,000 titles at any given time. As other studios scramble to open “studio specific” streaming services, Hannover House believes that the MyFlix model is more like the successful Walmart retail strategy of offering a wider selection of programming at everyday low prices. Hannover House has an option to purchase MyFlix subject to the achievement of obtainable corporate benchmarks which include the filing of the Form 10 Registration and the resolution or dismissal of four foreign judgments for which the Company has meritorious defenses and legal strategies to oppose.

## 6) Issuer’s Facilities

As of the date of this filing, the Company does not hold a direct lease on offices; however, as a trade-out for marketing services with MyFlix, Company has been granted occupancy of offices at 355 N. College Ave., Suite N, Fayetteville, AR, 72701, consisting of approx. 1,380 square feet, including four executive offices, a conference room, two bathrooms and a kitchen. For purposes of accounting and revenue and expense recognition, Company is accruing costs of \$2,050 per month for office space value, and matching this sum with a ledger entry for marketing services. The principal assets for the company are the intellectual property rights granted to the company through distribution licenses or sales agency agreements, none of which are transferrable under the terms of the agreements. The granting of sales rights to film and television programs is very specialized and dependent upon the quality of long-standing relationships between the company as seller, and the outlets (which for HHSE products range from USA based retail stores, to digital streaming platforms, television broadcasters and international licensors). As of the applicable filing period of this report, the company has approximately 17,036 units of DVD and BluRay inventory stored at Technicolor Labs in Memphis, TN, plus approximately 2,896 units of DVD and BluRay inventory at the company’s principal offices. Inventory of viable book products is 1,466 units, held in the Arkansas Warehouse. Equipment, fixtures, DVD and BluRay replication equipment, and motion picture related support equipment is held at the company’s principal offices, along with standard office furnishings, desktop computers and fixtures customarily needed for a staff of ten persons. Most of the equipment, fixtures and other gear are aged at greater than ten years, and as a result, the Company has elected to significantly reduce the valuation of these items by increasing the reserve for depreciation as of this reporting period. The company plans to move into a larger facility in June, 2022 to accommodate the additional work stations, office space and storage requirements for the forthcoming launch of the MYFLIX streaming service.

## 7) Officers, Directors, and Control Persons

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Eric Parkinson	Officer / Director	Fayetteville, AR	50,641,649	Common Stock	5.82%	Rule 144 Restrictions
Eric Parkinson	Officer / Director	Fayetteville, AR	6,400,000	Series “A” Preferred	100% *	1000-to-1 Voting Value; 100-to-1 conversion

\* **Notes to Officer, Directors, and Control Persons – stock ownership** – former company President D. Frederick Shefte retired in March of 2021 due to health issues, and passed away on April 18, 2022. . Until such time that a replacement President can be engaged, Company CEO Eric Parkinson will assume the duties as President, in addition to his existing duties as CEO and Secretary. Per the



bylaws and other internal agreements with officers, upon cessation of employment for any reason, an officer (in this case, Shefte), is required to surrender "Preferred" (voting) shares. As of the date of this report, Shefte had 1,600,000 Preferred shares that the company is moving to cancel and return to treasury stock for that class of shares.

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 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);

Not Applicable

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;

Not Applicable

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

Response: On October 8, 2019, Company was advised of an order from the Arkansas Securities Commission regarding their concerns regarding the issuance of a convertible debt instrument to JSJ Investments, Inc. in 2014, which transaction was not registered with the Arkansas Securities Commission. Company was ordered to not issue any convertible debt instruments from within the State of Arkansas if such instruments are not registered within the State of Arkansas Securities Commission. Although the Arkansas letter purported to cite a violation, Company was not at that time, nor ever since, found to have actually violated any such State securities rules, and a response call to the Arkansas Securities Department resulted in their confirmation that the incident cited in the letter did not involve Arkansas entities and therefore Arkansas jurisdiction. The company is seeking to have the claims made in this letter removed and expunged as erroneous. The initial step of the appeal process occurred in late November 2019, at which time, a representative of the Arkansas Dept. of Securities again concurred that the transaction in question was from an out-of-state issuer and was not with an Arkansas resident or Arkansas entity, and therefore not subject to Arkansas Laws. A December 2020 zoom call was rescheduled to accommodate counsel's availability. There will be an additional appeal process hearing at such time that the COVID-19 pandemic shut-down of courthouses and non-essential hearings has been lifted. Based upon prior calls with the Arkansas Securities Commission and with appropriate counsel, Company will present the appropriate evidence at this upcoming hearing that Company's counsel believes should result in a dismissal and expungement of the Arkansas C&D order. As of the filing of this quarterly report, there has been no meeting scheduled for a hearing and review, dismissal and expungement of this claim against HHSE; the company will prioritize this dispute following the completion of registration actions.

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.

Not Applicable

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date

instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

During 2018, the Company neglected to defend selected producer disputes if such disputes were filed outside of the State of Arkansas (*in violation of the governing law and jurisdiction as prescribed in the representation agreements*). The rationale in not defending such court actions occurring outside of Arkansas is that sister-state judgment enforcement laws enable a foreign default judgment to be adjudicated in Arkansas if a meritorious basis exists. The business sector of independent film distribution is litigious across all major industry entities – due primarily to the difficulties of marketing independent films not conforming to expectations of the program suppliers. Accordingly, company has found itself the target of 17 lawsuits over a 25+ year span from program suppliers with false claims of monies owed. While this may seem to be a large number of disputes – the vast majority of which were adjudicated in favor of Hannover House – it represents what we believe to be the best track record in the industry (e.g., 3.7% of programs distributed by Hannover House have resulted in producer disputes, specifically 17 out of 454 titles handled). These disputes meet the standard of ordinary routine litigation incidental to the business, and therefore do not merit further detail.

As recommended by counsel, in order to mitigate any potential concerns that these defaults could impede the company's activities as a going concern, the three foreign (sister-state) default judgments of concern have each been addressed and responded to as of the date of this Q1 disclosure filing. The "Lewin New York Default" had been listed as a liability with a potential value in excess of \$2-million; however, this matter has now been settled, with a remaining payment obligation balance of \$150,000 as of 3-31-2022, and due within the next year (*the adjustment of the "reserve" previously listed on the company's balance sheet has resulted in a gain of over \$1.3-mm in shareholder equity as of this filing*); the UPTONE defamation claim has been addressed in California; however, the court rejected Company's motion to set aside the default judgment. However, a settlement was reached in March, 2022, and the liability impact of settlement payments that Hannover House has agreed to pay are reflected in the current balance sheet. With respect to the "Daisy Winters-Shuttlewoods" – a court hearing was held on or about Jan. 7, 2022 hearing. As of this filing date, the "default judgment" previously awarded in the Daisy Winters-Shuttlewoods dispute was ruled in favor of HHSE, due to the factual merits of the HHSE response. In order to clear the path for the company's registration filing, a settlement was made in March, 2022 and the liability impact is reflected in the balance sheet to this disclosure filing. HHSE Form 10 counsel is reviewing all remaining, unresolved or unsettled legal matters in order to update the registration opinion to reflect the meritorious actions of HHSE and the non-material impact of these cases.

## 9) Third Party Providers

### Securities Counsel

Name: Morgan Petitti, Esq.  
Firm: Petitti Law Firm  
Address 1: 118 W. Streetsboro Road, # 117  
Address 2: Hudson, OH, 44236  
Phone: 330-697-8548  
Email: Petittilaw@gmail.com

### Accountant or Auditor \*

*As of this filing, the Company does not have a Tax Accounting firm. Under advisement, the PCAOB auditing firm will be disclosed upon filing of the Form 10 Registration.*

### Investor Relations Consultant

Company has elected to defer "promotion" of stock shares and traditional investor relations at this time; it is possible that after the Form 10 Registration has been filed, that resources will be expended to broaden awareness of the Company and its various activities.

#### Other Service Providers

Name: Steven H. Kay, Esq.  
Firm: Steven Kay Law Firm  
Nature of Services: Legal Representation  
Address 1: 1875 Main Drive  
Address 2: Fayetteville, AR 72704  
Phone: 479-521-3334 / Email: [Steven@Rockhouselaw.com](mailto:Steven@Rockhouselaw.com)

Name: Jonathan McCallum  
Firm: Oleum Rain Studios  
Nature of Services: Mastering & Graphic Design  
Address 1: 854 N. Willow  
Address 2: Fayetteville, AR 72701  
Phone: 479-283-1687 / Email: [JLMcCallum@aol.com](mailto:JLMcCallum@aol.com)

Name: James Carroll, Esq.  
Firm: Carroll Law Firm  
Nature of Services: Legal Representation  
Address 1: 501 Elm Street, Suite 385  
Address 2: Dallas, TX 75202  
Phone: 214-760-7788  
Email: [James.Carroll@SBCGlobal.net](mailto:James.Carroll@SBCGlobal.net)

Name: Raymond Ragues  
Firm: RAGUES LAW FIRM  
Nature of Services: New York Litigation Representation  
Address 1: 521 5<sup>th</sup> Avenue  
Address 2: New York, NY 10175  
Phone: 845-481-0086  
Email: [Ray@RaguesLaw.com](mailto:Ray@RaguesLaw.com)

Name: Mike Justus  
Firm: Just-Us Printers  
Nature of Services: Printing of posters, brochures, video packaging  
Address 1: 555 N. Old Missouri Road  
Address 2: Springdale, AR 72764  
Phone: 479-751-0385  
Email: [MJustus@Just-UsPrinters.com](mailto:MJustus@Just-UsPrinters.com)

Name: Andy Forman  
Firm: New Century Media  
Nature of Services: Manufacturing of DVD & BluRay Consumer Products  
Address 1: 2727 Pellissier Place  
Address 2: City of Industry, CA 90601  
Phone: (562) 695-1000  
Email: [Andy@NewCenturyMediaUSA.com](mailto:Andy@NewCenturyMediaUSA.com)

Name: Jeff Miller  
Firm: ARROW MEDIA SERVICES  
Nature of Services: Mastering and Formatting of V.O.D. Titles  
Address 1: 114 W. Adams St., Suite 601  
Address 2: Phoenix, AZ 85003  
Phone: (602) 358-0061  
Email: [Jeff@ArrowMedia.Services](mailto:Jeff@ArrowMedia.Services)

## 10) Issuer Certification

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Eric Parkinson, certify that:

1. I have reviewed this Quarterly Report for the 3-month period ending June 30, 2022 – including additional information required for the OTC Market Disclosure Compliance of Hannover House, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 15, 2022

**/s/ ERIC PARKINSON, Chairman, CEO, President and Corporate Secretary**

*Principal Financial Officer:*

I, Eric Parkinson certify that:

1. I have reviewed this Quarterly Report for the 3-month period ending June 30, 2022– including additional information required for the OTC Market Disclosure Compliance of Hannover House, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 15, 2022

**/s/ ERIC PARKINSON, Principal Financial Officer**

---

---

**HANNOVER HOUSE, INC. AND AFFILIATES AND SUBSIDIARIES**  
**Financial Statements**  
**June 30, 2022 (UNAUDITED)**

**TABLE OF CONTENTS**

	<u>Page</u>
<a href="#"><u>Consolidated Balance Sheets as of June 30, 2022</u></a>	F-1
<a href="#"><u>Consolidated Statements of Income for the period ending June 30, 2022</u></a>	F-2
<a href="#"><u>Consolidated Statements of Cash Flows for the 3-month period ending June 30, 2022</u></a>	F-3
<a href="#"><u>Consolidated Statements of Equity for the period ending June 30, 2022</u></a>	F-4
<a href="#"><u>General and Administrative Costs for the period ending June 30, 2022</u></a>	F-5
<a href="#"><u>Notes to the Consolidated Financial Statements</u></a>	F-6

**F-1 (OTC ITEM “4-C”)**

**HANNOVER HOUSE, INC., AND AFFILIATES AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS  
FOR THE THREE-MONTH PERIOD ENDING JUNE 30, 2022**

	<b>6/30/2022</b>
<b>ASSETS</b>	
<b>CURRENT ASSETS</b>	
Cash & Cash Equivalents	10,631
Accounts Receivable, Net	(1) 815,967
Prepaid Wages	-
Merchandise Inventory	100,704
Prepaid Advertising	765,000
Prepaid Producer Royalties	2,406,065
Producer Marketing Recoupment	2,944,307
Film Distribution Rights	1,996,379
Film Production Investments	483,389
Notes Receivable and Net Recoupment	(2) 193,752
TOTAL CURRENT ASSETS	9,716,193
<b>PROPERTY &amp; EQUIPMENT</b>	
Office Furnishings, Equip. & Film Gear	154,725
Less Accumulated Depreciation	(3) (134,264)
Vehicles	-
Less Accumulated Depreciation	-
Real Property	-
TOTAL PROPERTY & EQUIPMENT	20,461
<b>OTHER ASSETS</b>	
FILM & TV LIBRARY (incl. VODWIZ)*	(4) 27,413,517
TOTAL OTHER ASSETS	27,413,517
	<b>37,150,171</b>

**ITEM F 1 – (OTC ITEM “4-C” continued)**

<b>LIABILITIES &amp; SHAREHOLDER'S EQUITY</b>	
	<b>6/30/2022</b>
<b>CURRENT LIABILITIES</b>	
Accounts payable	55,211
Accrued Royalties	140,317
Acquisition Advances Due	13,000
Accrued Wages	122,182
Payroll Taxes Payable	-
Shuttlewood Investments	(5) 53,000
Interest on Shuttlewood Note	-
Graham Financial Services Note	82,000
Interest on Graham Note	2,870
All Other Notes Payable	(6) 1,065,127
Interest on Above Notes Payable	178,367
Uptone Pictures Liability / Settlement	(7) 167,000
<b>TOTAL CURRENT LIABILITIES</b>	<b>1,879,074</b>
<b>LONG-TERM LIABILITIES</b>	
Long-Term Payables	1,322,791
Executive Salary Deferrals	362,949
Lewin Foreign Judgment	150,000
Contingent Legal Liabilities	-
Officer Notes Payable	116,394
<b>TOTAL LONG-TERM LIABILITIES</b>	<b>1,952,134</b>
<b>TOTAL OF ALL LIABILITIES</b>	<b>3,831,208</b>
<b>SHAREHOLDER'S EQUITY</b>	
Common Stock	30,028,961
Retained Earnings	3,290,002
<b>TOTAL SHAREHOLDER'S EQUITY</b>	<b>33,318,963</b>
	<b>37,150,171</b>

**F2 (OTC ITEM “4-D”)**

**CONSOLIDATED STATEMENT OF INCOME  
FOR THE THREE-MONTH PERIOD ENDING 6-30-2022**

	<b>Q1 2022</b>	<b>Q2 2022</b>
<b>REVENUES</b> <i>(all media, fees &amp; licenses)</i>	\$ 51,757	\$ 5,174
Net, Collected Revenues	33,634	5,174
Additional Invoiced Sales	\$ 18,123	\$ 27,441
<i>Reserve for Potential Returns</i>	-	-
<b>ADJUSTED REVENUES FOR PERIOD</b>	<b>\$ 51,757</b>	<b>\$ 32,615</b>
 <b>COST OF SALES</b>		
Commissions	-	-
Sales, Marketing & Mastering	\$ -	\$ -
Video Mfg & Releasing Costs	-	-
Film & Book Royalties	\$ -	\$ -
Freight	-	-
Other Expenses (Ads, PR, Publicity)	\$ -	\$ 2,500
 TOTAL COST OF SALES	\$ -	\$ 2,500
 <b>GROSS PROFIT</b>	<b>\$ 51,757</b>	<b>\$ 30,115</b>
 GENERAL AND ADMINISTRATIVE EXP.	\$ 23,841	\$ 41,415
 INCOME FROM OPERATIONS	\$ 27,916	\$ (11,300)
 INTEREST EXPENSES	\$ 11,331	\$ 11,331
 OTHER EXPENSES <i>(SALARY DEFERRALS)</i>	\$ -	\$ -
 INCOME BEFORE TAXES	\$ 16,585	\$ (22,631)
 PROVISION FOR INCOME TAXES	\$ -	\$ -
 <b>NET INCOME</b>	<b>\$ 16,585</b>	<b>\$ (22,631)</b>
 RETAINED EARNINGS (Beginning of Period)	3,296,049	3,312,634
RETAINED EARNINGS (End of Period)	3,312,634	3,290,003



**F3 (OTC ITEM "4-E")**

**Hannover House, Inc.**

Consolidated Statement of Cash Flow  
For the 3-Month Period Ending June 30, 2022

	<u><b>6/30/2022</b></u>
<b>Cash flows from operating activities</b>	
<b>Net Income</b>	\$ (22,631)
Increase in Accounts Receivable	27,441
Decrease in Prepaid Expenses	-
Decrease in Other Current Assets	-
Increase in Notes Payable	63,825
Increase in Accounts Payable	<u>-</u>
<b>Cash Provided By / Used in Operating Activities</b>	<b>\$ 68,635</b>
<b>Cash Flow from Investing Activities</b>	<u>\$ -</u>
<b>Cash Provided By / Used in Investing Activities</b>	<b>(94,274)</b>
<b>Cash Flow from Financing Activities</b>	<u>\$</u>
<b>Cash Provided by Financing Activities</b>	<b>\$ -</b>
<b>NET INCREASE IN CASH</b>	<b>\$ (25,639)</b>
<b>BEGINNING CASH BALANCE (1-1-2022)</b>	<b>\$ 36,270</b>
<b>ENDING CASH BALANCE (3-31-2022)</b>	<b>\$ 10,631</b>

**F 4 (OTC ITEM “4-F”)**

**STATEMENT OF SHAREHOLDERS EQUITY  
FOR THE THREE-MONTH PERIOD ENDING 3-31-2022**

	Common Stock		Retained	Total
	Shares	Amount	Earnings	
<b>Balance at Mar. 31, 2022</b>	983,856,847	\$ 29,775,158	\$ 3,312,634	33,087,792
<i>Net Adjustments to Equity</i>	-		\$ -	\$
<i>Net Adjustments to Retained Earnings</i>			\$ (111,421)	\$ 253,802
<b>Net Income</b>			\$ 16,585	\$ (22,631)
<b>Balances at June 30, 2022</b>	983,856,847	30,028,961	3,290,002	33,318,963

**F5**

**GENERAL AND AMINISTRATIVE EXPENSES  
FOR THE THREE-MONTH PERIOD ENDING 3-31-2022**

<b>CATEGORY</b>	<b>3-Months Ending 3/31/2022</b>	<b>3-Months Ending 6/30/2022</b>
Auto	\$ -	\$ -
Bank Charges	\$ 485	\$ 315
Consulting	\$ -	\$ -
Employees and Officers	\$ -	\$ -
Entertainment	\$ -	\$ -
Equipment	\$ -	\$ -
Fees	\$ -	\$ -
Insurance	\$ 375	\$ 375
Labor	\$ -	\$ -
Legal and Accounting	\$ 15,500	\$ 28,000
Misc / Marketing & Promos.	\$ -	\$ -
Office & Storage	\$ 315	\$ 315
Rent	\$ 6,150	\$ 6,150
Taxes & Payroll Taxes	\$ 185	\$ -
Telephone	\$ 636	\$ 1,013
Travel	\$ -	\$ 5,126
Utilities & Internet	\$ 195	\$ 121
<b>TOTAL OF G&amp;A EXPENSES</b>	<b>\$ 23,841</b>	<b>\$ 41,415</b>

**F 6 (OTC ITEM “4-G”)**

**NOTES TO FINANCIAL STATEMENTS  
FOR THE PERIOD ENDING 6-30-2022**

**The following notes refer to those items marked on Item F1 (consolidated balance sheets) as indicated with red note reference markers.**

- (1) Accounts Receivable has been adjusted to include newly invoiced on-boarding & metadata services performed for MyFlix program suppliers. It is relevant to note that the majority of Accounts Receivable are for deferred on-boarding / mastering fees on MyFlix supplier titles, which must be earned-out from digital deliveries of titles in a first position priority payment. The other receivables, the majority of which are to Cinedigm (*as principal wholesaler to Walmart, Target & Best Buy*) are disputed by Cinedigm due to a claim of offset for marketing fees;
- (2) Notes Receivable includes additional loans of \$184,827 made by the Company to Snowy Morning, Inc. to assist with production costs for the film “WILDFIRE,” which loan is to be considered as a fully-recoupable advance against Snowy Morning’s share of theatrical revenues in the film. Company holds a lien against other revenue sources, in the event that the producer’s share of net theatrical revenues from “WILDFIRE” is not sufficient to fully repay the loan. This item increased during Q1, 2022 not due to any new funds loaned, but due to a calculation and addition of accrued interest;
- (3) Company has mostly written off the value of office furnishing and computers due to age and changing technologies impacting resale values;
- (4) The prior Hannover House Film & Television Library report was conducted ten years ago, and may no longer accurately represent the realistic and anticipated revenues that each title in the library (approx. 476) will ultimately generate during the term of their sales agency representation by Hannover House. For instance, the DVD and BluRay video projections have not been realized over the past few years, whereas the sums previously projected for digital streaming have been exceeded in most cases. As of this filing, the Company is awaiting final completion of a new, updated library valuation report – as now listed as an auditor’s requirement for the Form 10 disclosures. It is relevant to note that in the motion picture industry, a Film Library is not a physical or liquid asset, but is essentially an informed projection of the likely revenues that a particular title should generate from the applicable media represented by the sales agency. This form of “ultimate” valuation impacts the timeframe for the application of capitalized marketing costs, prepaid producer advances or recoupable marketing expenses, and may contribute to a lender’s analysis of a distributor’s likely ability to generate future revenues. Most of the titles in the Hannover House Film & Television Library are represented by the Company under sales agency agreements, which do not allow the sales rights to be sold, transferred or otherwise disposed of by Company or successors; a majority of the titles additionally include provisions allowing for the termination of sales rights in the event that Hannover House ceases to operate or that Eric Parkinson (as “key man”) ceases to perform his duties as principal executive of Hannover House. These are customary protections that independent producers usually require when engaging independent distributors for the representation of their title assets;
- (5) The Company has listed the amount of total cash payments to be made in the Shuttlewoods settlement;
- (6) Notes Payable – although the Company did enter into new loans during Q1 totaling \$40,000 - the additional sums listed are after reconciliation of all prior notes and activities and allocation to the proper line-item description.
- (7) The Company has listed the amount of total cash payments to be made in the Uptone settlement;