



**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**FINANCIAL STATEMENTS**

**DECEMBER 31, 2022**

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**BASIS OF PRESENTATION**  
**DECEMBER 31, 2022**

The financial statements for the six months ended December 31, 2022 have not been reviewed by our independent registered public accounting firm.

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**CONDENSED BALANCE SHEET**  
**AS OF DECEMBER 31, 2022**  
**(UNREVIEWED)**

**ASSETS**

Current assets:	
Cash and cash equivalents	\$ 48,021
Prepaid expenses and other current assets	<u>1,925</u>
Total current assets	<u>49,946</u>
Property and equipment, net	<u>423</u>
Other assets:	
Patents, net of accumulated amortization	<u>40,365</u>
Total other assets	<u>40,365</u>
Total Assets	<u><u>\$ 90,734</u></u>

**LIABILITIES AND STOCKHOLDERS' DEFICIENCY**

Current liabilities:	
Accounts payable	\$ 720,648
Accrued liabilities	663,454
Deferred revenue	125,000
Notes payable - related parties	<u>6,695,882</u>
Total current liabilities	<u>8,204,984</u>
Total Liabilities	<u>8,204,984</u>
Commitments and Contingencies	
Stockholders' Deficiency:	
Series D preferred stock - \$0.001 par value; 15,000,000 shares authorized, none issued	-
Common stock, \$0.001 par value; 1,000,000,000 shares authorized, 384,656,333 issued and outstanding	384,656
Additional paid-in capital	38,811,228
Accumulated deficit	<u>(47,310,134)</u>
Total Stockholders' Deficiency	<u>(8,114,250)</u>
Total Liabilities and Stockholders' Deficiency	<u><u>\$ 90,734</u></u>

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

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**CONDENSED STATEMENT OF OPERATIONS**  
**SIX MONTHS ENDED DECEMBER 31, 2022**  
**(UNREVIEWED)**

REVENUES	<u>\$ 75,000</u>
OPERATING EXPENSES	
General and administrative	1,558,825
Legal and professional fees	26,957
Software development	33,468
Depreciation and amortization	4,144
Selling and marketing	26,251
Total operating expenses	<u>1,649,645</u>
LOSS FROM OPERATIONS	<u>(1,574,645)</u>
OTHER INCOME (EXPENSE):	
Interest expense - related parties	(264,489)
Interest income	21
Total other income (expense)	<u>(264,468)</u>
NET LOSS	<u><u>\$ (1,839,113)</u></u>
BASIC AND DILUTED NET LOSS	
PER SHARE	<u><u>\$ (0.005)</u></u>
BASIC AND DILUTED WEIGHTED AVERAGE	
NUMBER OF SHARES OUTSTANDING	<u><u>384,656,333</u></u>

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

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**CONDENSED STATEMENT OF STOCKHOLDERS' DEFICIENCY**  
**SIX MONTHS ENDED DECEMBER 31, 2022**  
**(UNREVIEWED)**

	Common stock		Additional	Accumulated	
	Shares	Amount	Paid-in Capital	Deficit	Total
Balance at July 1, 2022	384,323,000	\$ 384,323	\$ 38,786,561	\$ (45,471,021)	\$ (6,300,137)
Common stock issued	333,333	333	24,667		25,000
Net loss	-	-	-	(1,839,113)	(1,839,113)
Balance at Dec 31, 2022	<u>384,656,333</u>	<u>\$ 384,656</u>	<u>\$ 38,811,228</u>	<u>\$ (47,310,134)</u>	<u>\$ (8,114,250)</u>

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

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**CONDENSED STATEMENT OF CASH FLOWS**  
**SIX MONTHS ENDED DECEMBER 31, 2022**  
**(UNREVIEWED)**

**CASH FLOWS FROM OPERATING ACTIVITIES:**

Net loss	\$ (1,839,113)
Adjustments to reconcile net loss to net cash used in operating activities	
Depreciation	634
Amortization of debt discount	
Amortization of patent	3,510
Prepaid expenses and other current assets	(1,925)
Accounts payable	1,673
Accrued liabilities	71,489
Deferred revenue	75,000
Net cash used in operating activities	<u>(1,688,732)</u>

**CASH FLOWS FROM FINANCING ACTIVITIES:**

Capital contributions	25,000
Proceeds from notes payable - related parties	1,881,722
Loan repayments to related parties	<u>(193,000)</u>
Net cash provided by financing activities	<u>1,713,722</u>

NET CHANGE IN CASH AND CASH EQUIVALENTS	24,990
CASH AND CASH EQUIVALENTS, beginning of period	<u>23,031</u>
CASH AND CASH EQUIVALENTS, end of period	<u><u>\$ 48,021</u></u>

**SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION**

Cash paid for the period for:	
Interest	<u><u>\$ 193,000</u></u>

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

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2022**  
**(UNREVIEWED)**

**NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION**

Nature of Operations

Effective August 2022 OrHub Inc. legally changed its name to HippoFi, Inc. (the "Company"). The Company is incorporated in Nevada.

The Company is now focused on the development of a proprietary, 100% cloud based software application for the management of implantable devices and biologic components (the "ORhub Software"). The ORhub Software provides hospitals an ability to track and monitor inventory, compare costs and identify financial impacts in the operating room using empirical data collected at the point of surgery. The Company believes its ORhub Software will allow hospitals and surgeons to make real-time, data driven decisions to improve surgical profitability and the quality of patient care.

Interim Financial Statements

The accompanying unaudited and unreviewed condensed financial statements have been prepared from the books and records of the Company and include all normal and recurring adjustments which, in the opinion of management, are necessary for a fair presentation in accordance with accounting principles generally accepted in the United States ("U.S. GAAP") for interim financial information and Rule 8-03 of Regulation S-X promulgated by the U.S. Securities and Exchange Commission (the "SEC"). Accordingly, these interim financial statements do not include all of the information and footnotes required for complete annual financial statements. Interim results are not necessarily indicative of the results that may be expected for the full year. Interim unaudited and unreviewed condensed financial statements should be read in conjunction with the unaudited financial statements and the notes thereto included in the Company's Annual Report for the year ended June 30, 2022, filed with OTCMarkets on September 27, 2022, from which the accompanying condensed balance sheet dated June 30, 2022, was derived.

Going Concern

As of December 31, 2022, the accompanying financial statements have been presented on the basis that the Company is a going concern which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has incurred significant losses and negative cash flows from operations. As of December 31, 2022, the Company's accumulated deficit was approximately \$47.3 million. For the six months ended December 31, 2022, the Company had a net loss of approximately \$1,839,000 and it had cash used in operating activities of approximately \$1,575,000. In view of these matters, recoverability of any asset amounts shown in the accompanying financial statements is dependent upon the Company's ability to begin operations and to achieve a level of profitability. These factors raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

The Company has financed its activities principally from the issuance of notes to management. The Company intends on financing its future development activities and its working capital needs largely from loans and the sale of equity securities until such time that funds provided by operations are sufficient to fund working capital requirements.

Although no assurances can be given, management believes that its funding plans will allow the Company to obtain sufficient capital for operations and to continue as a going concern for the next twelve months from the date of the issuance of this report.

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2022**  
**(UNREVIEWED)**

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets and liabilities, disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Although management bases its estimates on historical experience and various other assumptions that are believed to be reasonable under the circumstances, actual results could differ from these estimates.

Revenue Recognition

The Company accounts for revenue in accordance with ASC 606, "*Revenue from Contracts with Customers*." Under the standard, the Company recognizes revenue when a customer obtains control of promised services or goods in an amount that reflects the consideration to which the entity expects to receive in exchange for those goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from customer contracts. Contract liabilities (deferred revenue) represent billings to a customer for whom the services have not yet been provided.

The Company's contract revenue consists primarily of amounts earned under a contract with one third-party customer. The Company analyzes its agreements to determine whether the elements can be separated and accounted for individually or as a single unit of accounting. Allocation of revenue to individual elements that qualify for separate accounting is based on the separate selling prices determined for each component, and total contract consideration is then allocated pro rata across the components of the arrangement. If separate selling prices are not available, the Company will use its best estimate of such selling prices, consistent with the overall pricing strategy and after consideration of relevant market factors.

In general, the Company applies the following steps when recognizing revenue from contracts with customers: (i) identify the contract, (ii) identify the performance obligations, (iii) determine the transaction price, (iv) allocate the transaction price to the performance obligations and (v) recognize revenue when a performance obligation is satisfied.

Recognition of revenue is driven by satisfaction of the performance obligations using one of two methods: revenue is either recognized over time or at a point in time. Contracts containing multiple performance obligations classify those performance obligations into separate units of accounting either as standalone or combined units of accounting. For those performance obligations treated as a standalone unit of accounting, revenue is generally recognized based on the method appropriate for each standalone unit. For those performance obligations treated as a combined unit of accounting, revenue is generally recognized as the performance obligations are satisfied, which generally occurs when control of the goods or services have been transferred to the customer or client or once the client or customer is able to direct the use of those goods and/or services as well as obtaining substantially all of its benefits. As such, revenue for a combined unit of accounting is generally recognized based on the method appropriate for the last delivered item but due to the specific nature of certain project and contract items, management may determine an alternative revenue recognition method as appropriate, such as a contract whereby one deliverable in the arrangement clearly comprises the overwhelming majority of the value of the overall combined unit of accounting. Under this circumstance, management may determine revenue recognition for the combined unit of accounting based on the revenue recognition guidance otherwise applicable to the predominant deliverable.



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**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2022**  
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**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

Revenue Recognition (Continued)

*Contract Assets*

A contract asset is an entity's right to payment for goods and services already transferred to a customer if that right to payment is conditional on something other than the passage of time. Generally, an entity will recognize a contract asset when it has fulfilled a contract obligation but must perform other obligations before being entitled to payment.

Contract assets consist primarily of the cost of project contract work performed by third parties whereby the Company expects to recognize any related revenue at a later date, upon satisfaction of the contract obligations. At December 31, 2022, contract assets were \$0.

*Contract Liabilities*

A contract liability is an entity's obligation to transfer goods or services to a customer at the earlier of (1) when the customer prepays consideration or (2) the time that the customer's consideration is due for goods and services the entity will yet provide. Generally, an entity will recognize a contract liability when it receives a prepayment.

Contract liabilities consist primarily of consideration received, usually in the form of payment, on project work to be performed whereby the Company expects to recognize any related revenue at a later date, upon satisfaction of the contract obligations. Contract liabilities may also be described as deferred revenue. At December 31, 2022, contract liabilities (or deferred revenue) were \$125,000. The Company recognized revenue during the year ended December 31, 2022 of \$37,500 that was included in the contract liabilities balance as of September 30, 2022.

Fair Value of Financial Instruments

The Company's financial instruments consist of and are valued as follows:

1. Cash and cash equivalents, accounts payable and accrued liabilities approximated their fair values due to their short-term nature.
2. Notes payable are stated at carrying value which approximates market value as the interest rates approximated market.

Property and Equipment

Property and equipment are stated at cost net of accumulated depreciation. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets, generally three years. Major renewals and betterments that extend the life of the property are capitalized. Expenditures for repairs and maintenance are expensed as incurred.

Software Development Costs

Software development costs consist primarily of salary and benefits for the Company's development and technical staff, contractors' fees and other costs associated with the development of the Company's software products and services. Costs incurred for software development prior to technological feasibility are expensed in the period incurred. Once the point of technological feasibility is reached, development costs are capitalized until the product is ready for general release. No software development costs were capitalized for period ended December 31, 2022.

**HIPPOFI, INC.**  
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**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2022**  
**(UNREVIEWED)**

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

Earnings Per Share

Basic earnings (loss) per common share is computed by dividing the net income (loss) allocated to common stockholders by the weighted-average number of shares of common stock outstanding during the period. For purposes of calculating diluted earnings (loss) per common share, the denominator includes both the weighted-average number of shares of common stock outstanding during the period and the number of common stock equivalents if the inclusion of such common stock equivalents is dilutive. Dilutive common stock equivalents potentially include stock options and warrants using the treasury stock method.

For the period ended December 31, 2022, the Company incurred net losses which cannot be diluted; therefore, basic and diluted loss per common share is the same.

Recently Issued Accounting Pronouncements

In *June 2016*, the FASB issued ASU 2016-13, "*Financial Instruments-Credit Losses (Topic 326)*", referred to herein as ASU 2016-13, which significantly changes how entities will account for credit losses for most financial assets and certain other instruments that are *not* measured at fair value through net income. ASU 2016-13 replaces the existing incurred loss model with an expected credit loss model that requires entities to estimate an expected lifetime credit loss on most financial assets and certain other instruments. Under ASU 2016-13 credit impairment is recognized as an allowance for credit losses, rather than as a direct write-down of the amortized cost basis of a financial asset. The impairment allowance is a valuation account deducted from the amortized cost basis of financial assets to present the net amount expected to be collected on the financial asset. Once the new pronouncement is adopted by the Company, the allowance for credit losses must be adjusted for management's current estimate at each reporting date. The new guidance provides *no* threshold for recognition of impairment allowance. Therefore, entities must also measure expected credit losses on assets that have a low risk of loss. For instance, trade receivables that are either current or *not* yet due *may not* require an allowance reserve under currently generally accepted accounting principles, but under the new standard, the Company will have to estimate an allowance for expected credit losses on trade receivables under ASU 2016-13. ASU 2016-13 is effective for annual periods, including interim periods within those annual periods, beginning after December 15, 2022, for smaller reporting companies (quarter ending September 30, 2023 for the Company). Early adoption is permitted. The Company will evaluate the impact ASU 2016-13 will have on its financial statements in a future period closer to the date of adoption.

Management does not believe that any other recently issued, but not yet effective, accounting standard if currently adopted would have a material effect on the accompanying condensed consolidated financial statements. Most of the newer standards issued represent technical corrections to the accounting literature or application to specific industries which have no effect on the Company's condensed consolidated financial statements.

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**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2022**  
**(UNREVIEWED)**

**NOTE 3 – PROPERTY AND EQUIPMENT**

Property and equipment consisted of the following at December 31, 2022

Computer equipment	\$ 129,109
Furniture and fixtures	30,846
Leasehold improvements	<u>6,342</u>
	166,297
Less: accumulated depreciation	<u>165,874</u>
Property and equipment - net	<u><u>\$ 423</u></u>

Depreciation amounted to \$634 for the period ended December 31, 2022.

**NOTE 4 – PATENT AND INTELLECTUAL PROPERTY**

Patent and intellectual property consisted of the following at December 31, 2022:

Patent	\$ 70,200
Less: accumulated amortization	<u>29,835</u>
Patent - net	<u><u>\$ 40,365</u></u>

Amortization amounted to \$3,510 for the period ended December 31, 2022.

**NOTE 5 – NOTES PAYABLE – RELATED PARTIES**

The notes are due to members of management and bear interest at the rate of 10% per annum. Interest expense for the six months ended December 31, 2022 totaled \$264,489. Accrued interest owed to related parties as of December 31, 2022 amounted to \$591,454. Notes payable amounted to \$6,695,882 as of December 31, 2022.

**HIPPOFI, INC.**  
**(formerly OrHub, Inc.)**  
**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2022**  
**(UNREVIEWED)**

**NOTE 6 – STOCKHOLDERS' DEFICIENCY**

Preferred Stock

The board of directors of the Company (the "Board"), in its sole discretion, may establish par value, divide the shares of preferred stock into series, and fix and determine the dividend rate, designations, preferences, privileges, and ratify the powers, if any, and determine the restrictions and qualifications of any series of preferred stock as established. On June 25, 2018, the Board designated 15,000,000 shares of undesignated preferred stock into Series D preferred stock. Each share of Series D Preferred Stock ("Series D Preferred") has a preferential voting right such that each share of Series D Preferred has twenty-five (25) votes per share with regard to any matters voted on by the holders of common stock as long as the Company is in existence. Any other powers, designations, preferences, limitations, restrictions, and relative rights of Series D Preferred shall be the same as that of common stock.

Common Stock

For the period ended December 31, 2022, 333,333 Common Shares were issued for the conversion of note payable totaling \$25,000.

**NOTE 7 – INCOME TAXES**

The Company recorded no income tax expense for the six months ended December 31, 2022 because the estimated annual effective tax rate was zero. As of December 31, 2022, the Company continues to provide a valuation allowance against its net deferred tax assets since the Company believes it is more likely than not that its deferred tax assets will not be realized.

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

## **Guidelines**

### **ORHub, Inc.**

9180 Irvine Center Drive

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949-323-2330

www.hippofi.com

cjwiggins@hippofi.com

7372

## **Quarterly Report**

**For the period ending December 31, 2022 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

445,704,014 as of 6/30/2022

725,178,453 as of 12/31/2022

### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

### **Change in Control**

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

Yes: ☐ No: ☒

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

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

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

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

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

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

ORHub, Inc.

Aug 23, 2016 Changed from MemReg, Inc. to ORHub, Inc.

Apr 11, 2011 Changed from Dynamic Biometric Systems, Inc. to MemReg, Inc.

May 9, 2005 Changed from DynaSig Corporation to Dynamic Biometric Systems, Inc.

Nov 29, 2000 Changed Visitalk.com, Inc. to Vivitalk Capital Corporation/ VT Gaming Services

Visitalk.com, Inc. was the original entity name.

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):

ORHub, Inc. is Registered in the State of Nevada for the past 5 years. The company is in good standing.

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:

Acquisition of PUR Biologics, LLC

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

9180 Irvine Center Drive

Irvine, CA 92618

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:*

Same

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

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

None

**2) Security Information**

**Transfer Agent**

Name: Computershare

Phone: 1 303 262 0624

Email: Charles.Erle@computershare.com

Address: 6200 S. Quebec St., Greenwood Village, CO 80111

**Publicly Quoted or Traded Securities:**

Trading symbol:	ORHB
Exact title and class of securities outstanding:	COMMON
CUSIP:	68620R107
Par or stated value:	\$0.001
Total shares authorized:	1,000,000,000 <u>as of date: 3/24/23</u>
Total shares outstanding:	725,178,453 <u>as of date: 12/31/22</u>
Total number of shareholders of record:	2,000 <u>as of date: 6/28/21</u>

**Security Description:**

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

Voting rights= 1 vote per share

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

Voting rights= 25 votes per share

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

None

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

None

**3) Issuance History**

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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End (this chart covers interim changes since last fiscal year closing):  <u>Opening Balance</u>  Date <u>7/1/2022</u> Common: <u>445,704,014</u> Preferred: <u>2,400,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>10/4/22</u>	<u>New</u>	<u>50,000,000</u> <u>10,000,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>Christopher Wiggins</u> <u>Melissa Moore</u>	<u>Earned Performance Reward</u>	<u>restricted</u>	<u>144</u>
<u>10/21/22</u>	<u>New</u>	<u>3,000,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	<u>Gerri Sibilla</u>	<u>Services</u>	<u>restricted</u>	<u>144</u>
<u>12/13/22</u>	<u>New</u>	<u>215,891,106</u>	<u>Common</u>	<u>.039</u>	<u>Yes</u>	<u>See Attached Exhibit A for Holder Information</u>	<u>Company Acquisition</u>	<u>restricted</u>	<u>144</u>
<u>12/27/22</u>	<u>New</u>	<u>583,333</u>	<u>Common</u>	<u>.13</u>	<u>Yes</u>	<u>Michael Garcia</u>	<u>Debt Conversion</u>	<u>restricted</u>	<u>144</u>
Shares Outstanding on Date of This Report:  <u>Ending Balance:</u>  Date <u>12/31/22</u> Common: <u>725,178,453</u> Preferred: <u>2,400,000</u>									

## B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>5/1/17</u>	<u>\$50,167.09</u>	<u>25000</u>	<u>12%</u>	<u>n/a</u>	<u>PPS in addition to discount rate</u>	<u>Wylde Investments, LLC;</u> <u>Christopher Wiggins</u>	<u>Note Agreement</u>
<u>5/1/17</u>	<u>\$50,167.09</u>	<u>25000</u>	<u>12%</u>	<u>n/a</u>	<u>PPS in addition to discount rate</u>	<u>Wylde Investments, LLC;</u> <u>Christopher Wiggins</u>	<u>Note Agreement</u>



Use the space below to provide any additional details, including footnotes to the table above:

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

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on [www.otcmarkets.com](http://www.otcmarkets.com)).

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

A healthcare innovator in advanced biologics products and digital finance focused on faster-payments, improved logistics and digital intelligence as a Service. The company is implementing first-to-market solutions in the multibillion-dollar Biotech, Fintech and Artificial Intelligence (AI) markets; focusing on two segments: Regenerative Therapeutics and Digital Payment/Surgical Resource Management (SRM). These segments utilize the same customer channels to commercialize solutions, drive revenue, and improve patient outcomes. The Regenerative Therapeutic division consists of PUR Biologics, focused on a portfolio of biologic products and proprietary technologies focused on spine procedures, designed to regenerate bone and cartilage. The company's Digital Payment and SRM division operates a technology platform that enables a complete digital payment, accounts receivable, net terms, HIPAA compliant surgical implant accountability, and business management solution, on behalf of healthcare facilities and medical device and biologic vendors. It provides payments and NPI compliant billing processes. The company's payment platforms and modernized financing standardizes processes with improved logistics and efficiencies, while providing medical device and biologic vendors with payments rapidly after the date of surgery, while offering standard net terms to healthcare facilities.

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

ORHub, Inc. wholly owns PUR Biologics, LLC.

- C. Describe the issuers' principal products or services.

ORHub, Inc. sells a full line of allograft and synthetic biologic devices for the use in spine and orthopedic surgeries as well as holding patents for future technologies and software with applications in the medical space.

#### 5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

ORHub, Inc. leases approximately 800 square feet of an approximately 5,000 square foot professional office space, privately owned by an unrelated/unaffiliated party located at 9180 Irvine Center Drive, Irvine, CA 92618.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Christopher Wiggins</u>	<u>CEO</u>	<u>Laguna Beach, CA</u>	<u>140,003,000</u>	<u>COMM</u>	19.3	
<u>Sean McMenamin</u>	<u>Independent Director</u>	<u>Laguna Beach, CA</u>	10,000,000	<u>COMM</u>	1.3	
Colton Melby	<u>Consultant</u>	<u>Newport Beach, CA</u>	<u>39,283,330</u>	<u>COMM</u>	5.4	
<u>Ludvik Stribrny</u>	<u>No Affiliation</u>	<u>Cour d Alene, ID</u>	<u>47,914,877</u>	<u>COMM</u>	6.6	
<u>Melissa Moore</u>	<u>EVP Business Operations</u>	<u>Mead, WA</u>	<u>40,728,575</u>	COMM	5.6	
<u>Ryan Fernan</u>	<u>Head of PUR Biologics</u>	<u>Brentwood, TN</u>	<u>42,108,351</u>	<u>COMM</u>	<u>5.8</u>	
<u>Sharon Wiggins</u>	<u>No Affiliation</u>	<u>Lake Forest, CA</u>	<u>40,613,426</u>	<u>COMM</u>	<u>5.6</u>	

## 7) Legal/Disciplinary History

A. Identify whether any of the persons or entities 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);

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

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

None

## **8) Third Party Service Providers**

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Hunter Taubman Fischer & Li, LLC  
Address 1: 950 Third Avenue, 19<sup>th</sup> Floor  
Address 2: New York, NY 10022  
Phone: 917-512-0827  
Email: ltaubman@htflawyers.com

Accountant or Auditor

Name: Neal Rotenberg, CPA  
Firm: Marcum, LLP  
Address 1: Park 80 West, Plaza One 250 Pehle Ave, Suite 601  
Address 2: Saddle Brook, NJ 07663  
Phone: 201-905-0420  
Email: neal.rotenberg@marcumllp.com

Investor Relations

Name: Jason Brown

Firm: Vermillion  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: 612-209-7565  
Email: Jason.brown@orhub.com

*All other means of Investor Communication:*

Twitter: @HippoFiInc  
LinkedIn: HippoFi (formerly ORHub, Inc.)  
Facebook: ORHub  
Instagram: HippoFi\_Inc

#### Other Service Providers

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

None

## 9) Financial Statements

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

- ☐ IFRS  
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)<sup>2</sup>:

Name: Neal Rotenberg  
Title: CPA  
Relationship to Issuer: Financial Services Provider

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

Provide the following financial statements for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

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<sup>2</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

## 10) Issuer Certification

*Principal Executive Officer:*

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

The certifications shall follow the format below:

I, Christopher Wiggins certify that:

1. I have reviewed this Disclosure Statement for ORHub, 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.

3/23/23



*Principal Financial Officer:*

I, Christopher Wiggins certify that:

1. I have reviewed this Disclosure Statement for ORHub, 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.

3/23/23



**EXHIBIT A: Changes to the Number of Outstanding Shares**

Issuance on 12/13/22

**Company Acquisition:**

Bruce Parkinson	4174952
Noreen Powell	4174952
Susan Landis	1698539
Steep & Deep I; William Rhoda	9119958
US Medical Manufacturer; Mike Miller	4559979
Tiffany Rogers	4559979
Orthoneuro Surgical; Todd Goodwin	2279990
Todd Goodwin	3279990
Gregory Yoshida	2279990
Dispersion Group, Brooks Kieschnick	2279990
Axial Innovations; Bo Shreeve	1139995
Martin Dempsey	455998
Steep & Deep II; William Rhoda	1748682
Kristin Georgi	3815283
Rodney Turner	1398945
Mark Eld	1000000
Joe Rogers	1049209
Douglas Clayton	1573813
Ingrid Anthony	874341
Jamison Hull	874341
John Burns	524604
Charles Bolles	524604
Micheal Keegan	524604
Bruce Juell	1748682
Andy Bryans	2448153
Linda Moore	500000
Saoirse, LLC; Sean McMenamin	10000000
Ryan Fernan	40000000
Sandy Koprinik	1000000
Courtney Fernan	2108351
Monica Kerns Niscoda	1000000
Yadier Siera- Sanchez	2000000
John Feik, Jr.	1000000
Eric Mossanco	1000000
Fenghu Jessica Li	2000000
Kristin Welker	1000000
Ben Welker	1000000
Jennifer Fister	1000000
Kathy DelRio	1000000
Danielle DelRio	1000000
James Brown	1000000
Greg Brown	1000000
Dan Selznick	1000000

Elias Perez	1000000
Linda Kimble	1000000
Christian Adams	1000000
Brian Haas	1000000
Derek Bly	1000000
Merja Connolly	1000000
Amber Hackett	1000000
Madeline Hackett	500000
Gabrielle Hackett	500000
Moya Mitchel	1000000
Scout Mitchel	500000
Bailey Mitchel	500000
Terrisa Casillas	1000000
Anna Gonzalez	1000000
Jorge Avalos	1000000
Btech Investments, LLC; Sharon Wiggins	26279990
Jeffrey Swanson	6,512,312
Samuel J Wiggins	2170771
Todd W Peters	12881832
Michael Scott Barber	678277
Melissa Moore	14400000
Theodore Viveros	10000000
Matthew George Dearing	3000000
Todd Gates	250000