

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Kush, Inc. (1)

A Nevada Corporation

PO Box 1602

Mesquite, NV 89024

407-923-0827

<https://wedg.info>

info@wedg.info

SIC 7389

(1) Kush, Inc. is the name of the corporation on the records of the Secretary of State of the State of Nevada. Weed Growth Fund, Inc. is the name of the Company on the records of the OTC Market and will remain so until the Company processes a corporate action with FINRA to implement the name change with the market.

Annual Report

For the Period Ending: May 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

34,559,585 as of February 29, 2024

36,559,583 as of May 31, 2023, our most recent completed fiscal year end

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: No:

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

In answering this item, provide the current name of the issuer, any names used by predecessor entities, along with the dates of the name changes.

Kush, Inc.

PO Box 1602
Mesquite, NV 89024

Prior names of the issuer are as follows:

The Company was established in the State of Nevada on December 28, 2012, under the name Ovation Research, Inc. On September 25, 2014, the Company changed its name from Ovation research, Inc. to Weed Growth Fund, Inc. On April 12, 2016, Weed Growth Fund Inc. changed its name to Honeysuckle Research. On April 2, 2020, Honeysuckle Research completed a merger with Kush, Inc., a Nevada corporation. The surviving entity retained the name Kush, Inc.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The issuer was incorporated in the State of Nevada on December 28, 2012. The issuer's current standing in the State of Nevada is "active".

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

None.

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

None.

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

355 W Mesquite Blvd #C70
Mesquite, NV 89027

The address(es) of the issuer's principal place of business:

Check if principal executive office and principal place of business are the same address:

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

No: Yes: If yes, provide additional details space below:

2) Security Information

Transfer Agent

Name: Colonial Stock Transfer Co., Inc.
Phone: 801-355-5740
Email: jasoncarter@colonialstock.com
Address: 7840 South 700 East, Sandy, UT 84070

Publicly Quoted or Traded Securities:

Trading symbol:	<u>WEDG</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>50133K100</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>75,000,000</u>	as of date: 02/29/2024
Total shares outstanding:	<u>35,599,583</u>	as of date: 02/29/2024
Number of shares in the Public Float ¹ :	<u>331,000</u>	as of date: 02/29/2024
Total number of shareholders of record:	<u>352</u>	as of date: 02/29/2024

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

None

Other classes of authorized or outstanding equity securities

None

Security Description:

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

Our common stock may receive dividends, if and when declared by the board of directors and when sufficient capital exists for the lawful payment of such dividends. Each share of common stock is entitled to one vote at any meeting of shareholders. Our common stock does not have any preemption rights.

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

Not applicable.

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

Not applicable.

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

¹ "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.

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

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: <u>Opening Balance</u> Date <u>May 31, 2022</u> Common: 28,754,099 Preferred: <u>None</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>1/21/2022</u>	<u>New Issuance</u>	<u>375,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>375,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>06/29/2022</u>	<u>New Issuance</u>	<u>108,333</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>41,666</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Mertin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller PC</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/21/2022</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>David Tobias</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>

<u>1/21/2022</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavetta</u>	<u>Director & Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavetta</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavetta</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>David Tobias</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>1/28/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller PC</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>David Tobias</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/3/2022</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavetta</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>

<u>6/3/2022</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Jen Chiavetta</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>740,739</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Catherine J Carroll</u>	<u>Director and Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>740,739</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>John Lee</u>	<u>Director and Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>74,076</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>74,076</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>74,076</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>THC Pharmaceuticals - Sadia Barrameda - Bell Canyon, CA – Control Person</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>266,663</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Max Miller P.C.</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>266,663</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>David Tobias</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>10/12/2022</u>	<u>New Issuance</u>	<u>66,670</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Cathy Carroll</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>John Lee</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>John Lee</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Patrick Bilton</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Robert Milstein</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Bill Martin</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Max Miller</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>6/27/2023</u>	<u>New Issuance</u>	<u>75,000</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Jen Chiavetta</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>(1)</u>

<u>6/27/2023</u>	<u>New Issuance</u>	<u>20,833</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Jen Chiavetta</u>	<u>Director Services</u>	<u>Restricted</u>	<u>(1)</u>
<u>7/11/2023</u>	<u>New Issuance</u>	<u>162,500</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	<u>Carolyn Merrill</u>	<u>Consulting Service</u>	<u>Restricted</u>	<u>(1)</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>		<u>Ending</u>	<u>Balance</u>						
Date <u>05/31/2024</u>	Common: <u>35,599,583</u>		Preferred: <u>None</u>						

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

Note 1: Issuance exempt pursuant to Section 4(a) of the Securities Act of 1933

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.)
1/17/18	146,895	110,000	36,895	1/17/19	None	David Tobias	Loan
2/8/19	58,514	45,000	13,514	4/8/19	None	David Tobias	Loan
2/8/19	58,514	45,000	13,514	4/8/19	None	Cathy Carroll	Loan
5/5/21	1,042	1,000	42	5/5/22	None	David Tobias	Loan

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.

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

Kush, Inc. is a business acquisition and development company that focuses on using leading edge technology and proprietary intellectual property to build brand names in the holistic health and wellness markets.

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

The issuer's only subsidiary is Applied Business Management, a Nevada domiciled Business Management company.

C. Describe the issuers' principal products or services.

Kush, Inc. is a business acquisition and development company utilizing leading edge technology, patented and proprietary intellectual property and extensive market experience to develop and produce brand names, products and services to the health, wellness and legal cannabis markets.

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.

The company and its subsidiary currently operate out of an office at 455 Hillside Drive #A224 Mesquite, Nevada 89027.

The company acquired 51% controlling interest in 11 acres of property in Ukiah, California. The final terms of the agreement are currently in litigation.

The company acquired 60% controlling interest in an entity that operates licensed legal cannabis operations in Ukiah, California. The final terms of the agreement are currently in litigation.

The company owns:

Direct Equity International, Symbol DEQI - 357,500,000 Common Shares

Cannabis Sativa Inc., Symbol CBDS – 295,377 Common Shares

Bio Adaptives Inc. – Symbol BDPT – 10,835 Common Shares

Apeks 2000-5LX20LD Extraction system

Marketing rights to Ecuadorian Sativa (CTA), the first cannabis strain in the US awarded a patent for medical efficacy

Hemp silk patent

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 issuer's 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.

Name of Officer/Director or Control Person	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
John Lee	CEO/Director/Owner of 5%+	San Jose, CA	2,737,966	Common	7.9%	_____
Cathy Carroll	CFO/Secretary/Director	Mesquite, NV	2,188,985	Common	6.3%	_____
Patrick Bilton	Director	Boca Raton, FL	213,791	Common	0.6%	_____
William Martin	Director	Boca Raton, FL	200,928	Common	0.6%	_____
Robert Milstein	Director	Westlake Village, CA	300,928	Common	0.9%	_____
Nobia Kubby	Owner of 5%+	South Lake Tahoe, CA	3,222,223	Common	9.3%	
David M Tobias	Owner of 5%+	Islamorada, FL	3,220,085	Common	9.3%	
New Compendium Corporation	Owner of 5%+	Bell Canyon, CA	6,555,760	Common	18.9%	Sadia Barrameda Bell Canyon, CA – Control Person
Jennina Chiavetta	Director	Zephyr Cove, NV	1,166,376	Common	3.4%	

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, 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;

None, 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

None, not applicable

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, 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.

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: Marc Applbaum
Firm: Midway Law Firm APC
Address 1: 4275 Executive Sq Ste 200
Address 2: La Jolla, UCA 92037
Phone: 619-993-0288
Email: marc@midwaylawfirm.com

Accountant or Auditor

Name: Carrolyn Merrill
Firm: N/A
Address 1: 1892 Winton Rd Suite 180
Address 2: Rochester, NY 14618
Phone: 585-703-8403
Email: cmerrill11@gmail.com

Investor Relations

None

All other means of Investor Communication

Twitter:

Discord:

LinkedIn:

Facebook:

[Other]:

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), or 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:

U.S. GAAP

IFRS

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

Name: Carolyn Merrill

Title: Bookkeeper

Relationship to Issuer: Contract Bookkeeper

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

Ms. Merrill is a certified public accountant licensed in the states of New York and Arizona. She has been in public practice for over 25 years and has owned her own business for 14 years. She has clients who are reporting companies with the Securities and Exchange Commission for whom she does bookkeeping work and financial statement preparation. Other specialties include helping individuals and small businesses with tax planning, bookkeeping & tax returns. Her client base includes clients in New York, Arizona, Nevada and Florida.

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

KUSH, INC.
A Development Stage Company
CONDENSED CONSOLIDATED BALANCE SHEETS - UNAUDITED

Kush Inc.		
A Development Stage Company		
CONSOLIDATED BALANCE SHEETS - UNAUDITED		
	May 31,	May 31,
	2024	2023
ASSETS		
Current Assets		
Cash and Cash Equivalents	\$ 1,537	\$ 4,206
Investments in Equity Securities, at Fair Value	636,837	1,904,822
Total Current Assets	638,374	1,909,028
Other Assets		
Intangible Asset - Website Domain, net	77,726	92,204
Intangible Asset - Patent, net	17,780	21,113
Investments - at Cost	2,793,507	2,843,507
Goodwill	3,595,765	3,595,765
Total Assets	\$ 7,123,152	\$ 8,461,617
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts Payable and Accrued Expenses	\$ 260,600	\$ 231,567
Due to Related Parties	295,242	296,302
Stock Payable	476,177	495,746
Total Current Liabilities	1,032,019	1,023,615
Stockholders' Equity		
Common Stock - \$0.001 Par; 75,000,000 Shares Authorized, 35,599,583 and 34,524,461 Issued and Outstanding, Respectively	35,600	34,525
Additional Paid-In-Capital	6,945,178	6,917,628
Accumulated Earnings (Deficit)	(889,645)	485,849
Total Stockholders' Equity	6,091,133	7,438,002
Total Liabilities and Stockholders' Equity	\$ 7,123,152	\$ 8,461,617

KUSH, INC.
A Development Stage Company
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS – UNAUDITED

<u>Years Ended May 31,</u>	-	-	<u>2024</u>	-	<u>2023</u>
<u>Sales</u>			<u>\$</u> <u>=</u>		<u>\$</u> <u>=</u>
<u>Cost of Sales</u>	-	-	<u>=</u>	-	<u>=</u>
<u>Gross Profit</u>	-	-	<u>=</u>	-	<u>=</u>
<u>Operating Expenses</u>					
<u>Amortization and Depreciation</u>			<u>17,811</u>		<u>17,811</u>
<u>Directors Fees</u>			<u>2,496</u>		<u>4,996</u>
<u>General and Administrative</u>			<u>13,237</u>		<u>229,680</u>
<u>Professional Fees</u>	-	-	<u>44,768</u>	-	<u>(11,946)</u>
<u>Total Expenses</u>	-	-	<u>78,312</u>	-	<u>240,541</u>

<u>Loss from Operations Before Other Income and (Expense)</u>			<u>(78,312)</u>		<u>(240,541)</u>
<u>Other Income and (Expense)</u>					
<u>Gain on Issuance of Common Stock for Debt</u>			<u>=</u>		<u>515,000</u>
<u>Gain (Loss) on Sale of Securities</u>			<u>(229)</u>		<u>213,700</u>
<u>Interest Expense</u>			<u>(29,197)</u>		<u>(29,694)</u>
<u>Unrealized Gain (Loss) on Investments</u>	-	-	<u>(1,267,756)</u>	-	<u>82,865</u>
<u>Total Other Income and (Expense)</u>	-	-	<u>(1,297,182)</u>	-	<u>781,871</u>

<u>Net Income (Loss)</u>	-	-	<u>\$</u> <u>(1,375,494)</u>	-	<u>\$</u> <u>541,330</u>
<u>Weighted Average Number of Common Shares -</u>					
<u>Basic and Diluted</u>			<u>35,514,064</u>		<u>33,488,991</u>
<u>Net Income (Loss) Per Common Shares -</u>					
<u>Basic and Diluted</u>	-	-	<u>\$</u> <u>(0.04)</u>	-	<u>\$</u> <u>0.02</u>

KUSH, INC.
A Development Stage Company
CONSOLIDATED STATEMENTS OF CASH FLOWS – UNAUDITED

<u>Years Ended May 31,</u>	<u>2024</u>	<u>2023</u>
Cash Flows from Operating Activities		
Net Income (Loss)	<u>\$</u> <u>(1,375,494)</u>	<u>\$</u> <u>541,330</u>
Adjustments to reconcile net income (loss) to net cash used in operating activities:		
Amortization and Depreciation	<u>17,811</u>	<u>17,811</u>
Available for Sale Securities Issued for Services	<u>—</u>	<u>218,400</u>
Gain on Issuance of Common Stock for Debt	<u>—</u>	<u>(515,000)</u>
Gain (Loss) on Sale of Securities	<u>229</u>	<u>(213,700)</u>
Unrealized Gain (Loss) on Investments	<u>1,267,756</u>	<u>(82,865)</u>
Common Stock Issued for Services	<u>28,625</u>	<u>366,445</u>
Changes in Assets and Liabilities:		
Accounts Payable and Accrued Expenses	<u>29,033</u>	<u>32,917</u>
Stock Payable	<u>(19,569)</u>	<u>(371,198)</u>
Net Cash Flows Used In Operating Activities	<u>(51,609)</u>	<u>(5,860)</u>
Cash Flows from Investing Activities	<u>—</u>	<u>—</u>
Cash Received from Investments - at Cost	<u>50,000</u>	<u>—</u>
Net Cash Flows Provided by Investing Activities	<u>50,000</u>	<u>—</u>
Cash Flows from Financing Activities		
Cash Proceeds Received from Related Parties	<u>(1,060)</u>	<u>5,760</u>
Net Cash Flows Provided by Financing Activities	<u>(1,060)</u>	<u>5,760</u>
Net Change in Cash	<u>(2,669)</u>	<u>(100)</u>

<u>Cash - Beginning of Year</u>	-	<u>4,206</u>	-	<u>4,306</u>
<u>Cash - End of Year</u>	-	<u>\$ 1,537</u>	-	<u>\$ 4,206</u>
<u>Cash Paid During the Year for:</u>				
<u>Interest</u>		<u>\$</u> <u>=</u>		<u>\$</u> <u>=</u>
<u>Income Taxes</u>	-	<u>\$</u> <u>=</u>	-	<u>\$</u> <u>=</u>
<u>Supplemental Disclosures of Non Cash Investing and Financing Activities:</u>				
<u>Common Stock Issued for Services Included in Prior Year Accounts Payable</u>		<u>\$</u> <u>=</u>		<u>\$</u> <u>9,000</u>
<u>Available for Sale Securities Issued for Services</u>		<u>\$</u> <u>=</u>		<u>\$</u> <u>218,000</u>
<u>Issuance of Common Stock for Services</u>		<u>\$</u> <u>=</u>		<u>\$</u> <u>276,445</u>
<u>Issuance of Common Stock to Pay Debt</u>		<u>\$</u> <u>=</u>		<u>\$</u> <u>575,000</u>

Six Months Ended November 30,	2023	2022
Cash Flows from Operating Activities		
Net Income for the Period	\$ 62,670	\$ 1,439,261
Adjustments to reconcile net income to net cash used in operating activities:		
Amortization	8,906	8,906
Available for Sale Securities Issued for Services	—	218,400
Gain on Issuance of Common Stock for Debt	—	(515,000)
Unrealized Gain on Investments	(147,492)	(970,672)
Common Stock Issued for Services	28,625	366,445
(Gain) Loss on Sale of Securities	229	(213,701)
Changes in Assets and Liabilities:		
Accounts Payable and Accrued Expenses	11,938	14,555
Stock Payable	(15,819)	(348,194)
Net Cash Flows Used In Operating Activities	(50,943)	—
Cash Flows from Investing Activities		
Cash Received from Investments - at Cost	50,000	—
Net Cash Flows Provided by Investing Activities	50,000	—
Cash Flows from Financing Activities		
Cash Proceeds Received from Related Parties	(1,060)	—
Net Cash Flows Provided by Financing Activities	(1,060)	—
Net Change in Cash	(2,003)	—
Cash - Beginning of Period	4,206	4,306
Cash - End of Period	\$ 2,203	\$ 4,306
Cash Paid During the Period for:		
Interest	\$ —	\$ —
Income Taxes	\$ —	\$ —
Supplemental Disclosures of Non Cash Investing and Financing Activities:		
Common Stock Issued for Services Included in Prior Year Accounts Payable	\$ —	\$ 90,000
Available for Sale Securities Issued for Services	\$ —	\$ 218,400
Issuance of Common Stock for Services	\$ —	\$ 276,445
Issuance of Common Stock to Pay Debt	\$ —	\$ 575,000

KUSH, INC.

A Development Stage Company

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE THREE MONTHS ENDED AUGUST 2023 AND 2022 – UNAUDITED

	<u>Common Stock</u>		<u>Additional</u>		<u>Accumul</u>	<u>Total</u>
	<u>\$0.001 Par</u>		<u>Paid-In</u>		<u>ated</u>	<u>Stockhold</u>
-	<u>Shares</u>	- <u>Amo</u>	- <u>Capital</u>	- <u>Earnings</u>	- <u>Equity</u>	<u>ers'</u>
		<u>unt</u>		<u>(Deficit)</u>	<u>(Deficit)</u>	
<u>Balance - June 1, 2022</u>	<u>30,970</u>	<u>\$ 30,9</u>	<u>\$ 6,494,73</u>	<u>\$ (55,481)</u>	<u>\$ 6,470,227</u>	
	<u>,760</u>	<u>71</u>	<u>7</u>			
<u>Issuance of Common Stock for Services</u>	<u>3,053,</u>	<u>3,05</u>	<u>363,391</u>	<u>—</u>	<u>366,445</u>	
	<u>701</u>	<u>4</u>				
<u>Issuance of Common Stock to Pay Debt</u>	<u>500,00</u>	<u>500</u>	<u>59,500</u>	<u>—</u>	<u>60,000</u>	
	<u>0</u>					
<u>Net Income</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>541,330</u>	<u>541,330</u>	
<u>Balance - May 31, 2023</u>	<u>34,524</u>	<u>\$ 34,5</u>	<u>\$ 6,917,62</u>	<u>\$ 485,849</u>	<u>\$ 7,438,002</u>	
	<u>,461</u>	<u>25</u>	<u>8</u>			
	<u>Common Stock</u>		<u>Additional</u>		<u>Accumul</u>	<u>Total</u>
	<u>\$0.001 Par</u>		<u>Paid-In</u>		<u>ated</u>	<u>Stockhold</u>
-	<u>Shares</u>	- <u>Amo</u>	- <u>Capital</u>	- <u>Earnings</u>	- <u>Equity</u>	<u>ers'</u>
		<u>unt</u>		<u>(Deficit)</u>	<u>(Deficit)</u>	
<u>Balance - June 1, 2023</u>	<u>34,524</u>	<u>\$ 34,5</u>	<u>\$ 6,917,62</u>	<u>\$ 485,849</u>	<u>\$ 7,438,002</u>	
	<u>,461</u>	<u>25</u>	<u>8</u>			
<u>Common Stock Issued for Services Included in Prior Year Accounts Payable</u>	<u>1,075,</u>	<u>1,07</u>	<u>27,550</u>	<u>—</u>	<u>28,625</u>	
	<u>122</u>	<u>5</u>				

Net Loss	=	-	=	-	=	-	<u>(1,375,494)</u>	-	<u>(1,375,494)</u>
Balance - May 31, 2024	<u>35,599,583</u>	-	<u>\$ 35,600</u>	-	<u>\$ 6,945,178</u>	-	<u>\$ (889,645)</u>	-	<u>\$ 6,091,133</u>

	Common Stock \$0.001 Par		Additional Paid-In Capital	Restated Accumulated Earnings (Deficit)	Restated Total Stockholders' Equity
	Shares	Amount			
Balance - June 1, 2022	30,970,760	\$ 30,971	\$ 6,494,737	\$ (55,481)	\$ 6,470,227
Common Stock Issued for Services Included in Prior Year Accounts Payable	749,998	750	89,250	—	90,000
Net Income for the Period	—	—	—	320,085	320,085
Balance - August 31, 2022	31,720,758	31,721	6,583,987	264,604	6,880,312
Issuance of Common Stock for Services	2,303,703	2,304	274,141	—	276,445
Issuance of Common Stock to Pay Debt	500,000	500	59,500	—	60,000
Net Income for the Period	—	—	—	1,119,176	1,119,176
Balance - November 30, 2022	34,524,461	\$ 34,525	\$ 6,917,628	\$ 1,703,865	\$ 8,656,018
	Common Stock \$0.001 Par		Additional Paid-In Capital	Accumulated Earnings (Deficit)	Total Stockholders' Equity
	Shares	Amount			
Balance - June 1, 2023	34,524,461	\$ 34,525	\$ 6,917,628	\$ 485,849	\$ 7,438,002
Common Stock Issued for Services Included in Prior Year Accounts Payable	1,075,122	1,075	27,550	—	28,625
Net Loss for the Period	—	—	—	(855,992)	(855,992)
Balance - August 31, 2023	35,599,583	35,600	6,945,178	(370,143)	6,610,635
Net Income for the Period	—	—	—	918,661	918,661
Balance - November 30, 2023	35,599,583	\$ 35,600	\$ 6,945,178	\$ 548,518	\$ 7,529,296

**KUSH INC
(A DEVELOPMENT STAGE COMPANY)**

Notes to Consolidated Financial Statements - Unaudited

Note 1: Organization and Basis of Presentation

Weed Growth Fund, Inc., formerly Ovation Research, Inc., (the "Company") is a for profit corporation established under the corporation laws in the State of Nevada, United States of America on December 28, 2012.

The Company is in the start-up phase and intends to establish, acquire, oversee and/or operate companies and assets with high growth potential within the industries in which we focus. The Company's primary business to date has been focused on acquiring and overseeing certain companies and intellectual property that we've made investments into, that are focused in the hemp, medical marijuana and legal marijuana industries. The Company has received a significant influx of cash and assets from its majority shareholder as discussed below. However, the Company is still a start-up phase company. As such, the Company is subject to all risks inherent to the establishment of a start-up business enterprise.

On September 25, 2014, the Company changed its name to Weed Growth Fund, Inc. with the Nevada Secretary of State and the name change and symbol change to WEDG was approved by FINRA on November 10, 2014.

In September 2014 the Company decided to transition its operations to the establishment and investment in, and the acquisition, operation and management of, intellectual property and business ventures in hemp, medicinal cannabis, legalized cannabis and related industries.

On September 30, 2014, the Company and New Compendium Corporation ("NCC") entered into a Contribution Agreement whereby NCC contributed \$100,000 cash to and agreed to contribute its ownership interests in certain operating businesses to the Company in exchange for 5,000,000 shares of the Company's common stock. The Company plans to assist the management of these existing companies with their future growth, expansion (where applicable), management, and to a lesser extent, the operations to maximize the profitability of each business. As of the date of this report the Company has not yet issued these shares. Management has valued these shares to be \$575,000 which are on the balance sheet as stock payable at May 31, 2022 (See Note 10). On October 12, 2022, the Company issued 500,000 shares common stock to pay this debt in full. These shares were valued at \$60,000 or \$0.12 each. A gain of \$515,000 is recorded in the statement of operations for the year ended May 31, 2023, as a result of this transaction.

On October 20, 2014, the Company acquired the domain name Ebola.com for \$50,000 cash and 19,192 shares of the Company's CBDS common stock valued at \$164,000. The Company has developed a comprehensive website on that domain covering the Ebola pandemic. The Company plans to generate advertising revenue through this website during the next fiscal quarter.

**KUSH INC
(A DEVELOPMENT STAGE COMPANY)**

Notes to Consolidated Financial Statements - Unaudited

Note 1: Organization and Basis of Presentation – continued

Principles of Consolidation:

The consolidated financial statements include the accounts of Weed Growth Fund, Inc. (the “Company”), and its wholly-owned subsidiary Ovation Research. All significant inter-company balances have been eliminated in consolidation.

On April 2, 2020, the Company merged with Kush Inc. The shareholders of Kush were given 1 share of Weed for every 9 shares of Kush shares owned. 23,393,436 shares were given in the transaction and \$3,595,765 of Goodwill was produced.

Note 2: Summary of Significant Accounting Policies

Basis of Accounting:

The financial statements of the Company are presented on the accrual basis. The Company has elected a May 31, year-end. The significant accounting policies followed are described below to enhance the usefulness of the financial statements to the reader.

Use of Estimates:

The preparation of financial statements is in conformity with accounting principles generally accepted in the United States of America. This requires management to make estimates and assumptions that affect the reported amounts and disclosures at the date of the financial statements and during the reporting period. Actual results could differ from those estimates.

Development Stage Activities:

The Company is a development stage exploration company. All losses accumulated since inception have been considered as part of the Company's development stage activities.

Cash and Cash Equivalents:

Cash and cash equivalents are comprised of cash and highly liquid investments with original maturity dates of less than three months that may not be reported as investments. While the Company may maintain cash and cash equivalents in bank deposit accounts, which at times exceed Federal Deposit Insurance Corporation insured limits, they have not experienced any losses in such accounts.

Management believes it is not exposed to any significant credit risk on cash and cash equivalents.

**KUSH INC
(A DEVELOPMENT STAGE COMPANY)**

Notes to Condensed Consolidated Financial Statements - Unaudited

Note 2: Summary of Significant Accounting Policies – continued

Impairment of Long-lived Assets:

The carrying value of intangible assets and other long-lived assets are reviewed on a regular basis for the existence of facts or circumstances that may suggest impairment. The Company recognizes impairment when the sum of the expected undiscounted future cash flows is less than the carrying amount of the asset. Impairment losses, if any, are measured as the excess of the carrying amount of the asset over its estimated fair value. No impairment has been recognized as of this report date.

Net Loss per Share:

Net loss per share is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding for the period and contains no dilutive securities. Diluted earnings per share reflect the potential dilution of securities that could share in the earnings of the Company. Potentially dilutive shares are excluded from the calculation of diluted net loss per share because the effect is anti-dilutive.

Revenue:

The Company records revenue on the accrual basis when all goods and services have been performed and delivered, the amounts are readily determinable, and collection is reasonably assured. The Company has not generated any revenue since its inception.

Advertising:

The Company will expense its advertising when incurred. There has been no advertising since inception.

Note 3: Recent Accounting Pronouncements

The Company has evaluated all the recent accounting pronouncements through the date the financial statements and believe that none of them will have a material effect on the Company's financial statements.

Note 4: Legal Matters

The Company has a legal issue pending as noted below in Note 8.

**KUSH INC
(A DEVELOPMENT STAGE COMPANY)**

Notes to Condensed Consolidated Financial Statements - Unaudited

Note 5: New Company Assets

The Company holds a minority position in the form of shares in Hemp, Inc. (HEMP), a publicly traded company.

The Company invested in the production of a sizzle reel to be produced by Ganja Earth Entertainment LLC. Repayment will be made with a 15% premium upon the successful funding of a pilot episode plus additional incentives for further funding.

The Company purchased the website, www.ebola.com, which it intends to use to generate advertising revenue.

Note 6: Investments

The Company owns shares in various publicly traded companies.

The company owns shares of Cannabis Sativa Inc., (ticker: CBDS). At August 31, and May 31, 2023, the Company owned 295,377 shares with a cost basis of \$467,770 and market values of \$5,819 and \$11,816, respectively.

The Company also owns shares of Bio Adaptives Inc., (ticker: BDPT). At August 31 and May 31, 2023 and 2022 the Company owned 10,835 shares with a cost basis of \$-0- and market values of \$48 and \$6, respectively.

The Company also owns shares of Direct Equity International Inc., (ticker: DEQI). At August 31 and May 31, 2023 the Company owned 315,500,000 shares respectively, with a cost basis of \$35,301 and market values of \$ 1,104,250 and \$1,893,000, respectively.

KUSH INC
(A DEVELOPMENT STAGE COMPANY)

Notes to Condensed Consolidated Financial Statements - Unaudited

Note 7. Intangibles and Goodwill

The Company's intangibles were as follows at August 31, and May 31, 2023:

Website Domains	August 31, 2023	May 31, 2023
Domain Name (Kush)	\$ 3,169	\$ 3,169
Domain Name (Ebola)	214,000	214,000
Total Intangibles – Website Domains	217,169	217,169
Less: Accumulated Amortization	(128,585)	(124,965)
Net Intangible Assets – Website Domain	\$ 88,584	\$ 92,204

Amortization expense for each of the three months ended November 30, 2023 and 2022 was \$3,620 and \$7,239 respectively.

The Company also has a patent in Hemp Silk with a cost basis of \$50,000 with accumulated amortization of \$29,720 and \$28,887 at August 31 and May 31, 2023, respectively. Amortization expense for each of the three months ended August 31 2023 and 2022 was \$833.

Goodwill in the amount of \$3,595,765 was recorded as part of the acquisition of Kush Inc., that occurred on April 2, 2020.

Note 8. Investments at Cost

Investments at cost are \$2,793,507 and \$2,843,507 at August 31 and May 31, 2023. These investments are amounts invested in acquiring 51% controlling interest in 11 acres of property in Ukiah, California. The company also acquired 60% controlling interest in an entity that operates licensed legal cannabis operations in Ukiah, California. The final terms of the agreements are currently in litigation. During the three months ended August 31, 2023, \$50,000 was received by Kush as part of the terms of the negotiated settlement.

Note 9. Due to/from Related Parties

Due to related parties consisted of various amounts advanced to the Company by four (4) shareholders of the Company. At November 30, and May 31, 2024 these amounts were \$295,242 and \$296,302, respectively.

**KUSH INC
(A DEVELOPMENT STAGE COMPANY)**

Notes to Consolidated Financial Statements - Unaudited

Note 10: Stock Payable

At November 30 and May 31, 2023 the Company owed various vendors stock payable of \$40,177 and \$59,746, respectively. The Company also owes related parties stock in the amount of \$436,000 at May 31, 2024 and May 31, 2023.

Note 11: Going Concern

The financial statements and notes have been prepared assuming that the Company will continue as a going concern.

At May 31, 2024, the Company had an accumulated deficit of \$889,645. The Company's ability to continue as a going concern is dependent upon the Company's ability to generate sufficient revenues to operate profitably or raise additional capital through debt financing and/or through sales of common stock or from what will be generated from the Ukiah asset.

The failure to achieve the necessary levels of profitability or obtain the additional funding would be detrimental to the Company.

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, John Lee certify that:

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

September 10, 2024

/s/ John Lee

John Lee

Principal Executive Officer

Principal Financial Officer:

I, Cathy Carroll certify that:

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

September 10, 2024

/s/ Cathy Carroll

Cathy Carroll

Principal Financial Officer