Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Green Globe International, Inc.

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SIC Codes: 5199 and 5122

Quarterly Report

For the Period Ending September 30, 2023
(the "Reporting Period")

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

54,560,751,445 as of November 20, 2023

54,533,251,445 as of December 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[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

[1] "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)

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.

Green Globe International, Inc.	2-29-2008
GTREX Capital, Inc.	3-07-2005
GTREX, Inc.	2-20-2004
Apollo Holdings, Inc.	11-12-1999

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):

Green Globe International, Inc. – Delaware - Active

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

N/A

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

N/A

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

8700 E Pinnacle Peak Road, Suite 210, Scottsdale, AZ 85255

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:*

4075 Ruffin Road, San Diego, CA 92123

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:

2) Security Information

Transfer Agent

Name: Transfer Online, Inc.
Phone: (503) 227-2950
Email: info@transferonline.com
Address: 512 SE Salmon St. Portland, OR 97214

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol: GGII
Exact title and class of securities outstanding: Common Stock
CUSIP: 393048202
Par or stated value: $0.0001
Total shares authorized: 75,000,000,000 as of date: November 20, 2023

Total shares outstanding:	54,560,751,445	as of date:	November 20, 2023
Total number of shareholders of record:	257	as of date:	November 20, 2023

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

N/A

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred C		
CUSIP (if applicable)	N/A		
Par or stated value:	$0.0001		
Total shares authorized:	25,000,000,000	as of date:	November 20, 2023
Total shares outstanding (if applicable):	20,000,002,800	as of date:	November 20, 2023
Total number of shareholders of record:	4	as of date:	November 20, 2023

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

a. Unless otherwise provided in the GCL, the Articles of Incorporation, or any resolution providing for the issuance of preferred stock adopted by the Board of Directors pursuant to authority expressly vested in it by the provisions of the Articles of Incorporation, each shareholder of record, or such shareholder's duly authorized proxy, shall be entitled to one (1) vote for each share of voting stock standing registered in such shareholder's name at the close of business on the record date.

b. Except as otherwise provided in these Bylaws, all votes with respect to shares (including pledged shares) standing in the name of an individual at the close of business on the record date shall be cast only by that individual or such individual's duly authorized proxy. With respect to shares held by a representative of the estate of a deceased shareholder, or a guardian, conservator, custodian or trustee, even though the shares do not stand in the name of such holder, votes may be cast by such holder upon proof of such representative capacity. In the case of shares under the control of a receiver, the receiver may vote such shares even though the shares do not stand of record in the name of the receiver but only if and to the extent that the order of a court of competent jurisdiction which appoints the receiver contains the authority to vote such shares. If shares stand of record in the name of a minor, votes may be cast by the duly appointed guardian of the estate of such minor only if such guardian has provided the Corporation with written proof of such appointment.

c. With respect to shares standing of record in the name of another corporation, partnership, limited liability company or other legal entity on the record date, votes may be cast:

(i) in the case of a corporation, by such individual as the bylaws of such other corporation prescribe, by such individual as may be appointed by resolution of the board of directors of such other corporation or by such individual (including, without limitation, the officer making the authorization) authorized in writing to do so by the chairman of the board, if any, the chief executive officer, if any, the president or any vice president of such corporation; and (ii) in the case of a partnership, limited liability company or other legal entity, by an individual representing such shareholder upon presentation to the Corporation of satisfactory evidence of his or her authority to do so.

(ii)

d. Notwithstanding anything to the contrary contained herein and except for the Corporation's shares held in a fiduciary capacity, the Corporation shall not vote, directly or indirectly, shares of its own stock owned or held by it, and such shares shall not be counted in determining the total number of outstanding shares entitled to vote.

e. Any holder of shares entitled to vote on any matter may cast a portion of the votes in favor of such matter and refrain from casting the remaining votes or cast the same against the proposal, except in the case of elections of directors. If such holder entitled to vote does vote any of such shareholder's shares affirmatively and fails to specify the number of affirmative votes, it will be conclusively presumed that the holder is casting affirmative votes with respect to all shares held.

f. With respect to shares standing of record in the name of two or more persons, whether fiduciaries, members of a partnership, joint tenants, tenants in common, spouses as community property, tenants by the entirety, voting trustees or otherwise and shares held by two or more persons (including proxy holders) having the same fiduciary relationship in respect to the same shares, votes may be cast in the following manner:

(i) If only one person votes, the vote of such person binds all.

(ii) If more than one person casts votes, the act of the majority so voting binds all.

(iii) If more than one person casts votes, but the vote is evenly split on a particular matter, the votes shall be deemed cast proportionately, as split.

g. If a quorum is present, unless the Articles of Incorporation, these Bylaws, the GCL, or other applicable law provide for a different proportion, action by the shareholders entitled to vote on a matter, other than the election of directors, is approved by and is the act of the shareholders if the number voting by classes or series is required for any action of the shareholders by the laws of the State of Delaware, the Articles of Incorporation or these Bylaws, in which case the number of votes cast in favor of the action by the voting power of each such class or series must exceed the number of votes cast in opposition to the action by the voting power of each such class or series.

h. If a quorum is present, directors shall be elected by a plurality of the votes. cast.

2. **Proxies.** At any meeting of shareholders, any holder of shares entitled to vote may designate, in a manner permitted by the laws of the State of Delaware, another person or persons to act as a proxy or proxies. If a shareholder designates two or more persons to act as proxies, then a majority of those persons present at a meeting has and may exercise all of the powers conferred by the shareholder or, if only one is present, then that one has and may exercise all of the powers conferred by the shareholder, unless the shareholder's designation of proxy provides otherwise. Every proxy shall continue in full force and effect until its expiration or revocation in a manner permitted by the laws of the State of Delaware.

3. **Action Without A Meeting.** Unless otherwise provided in the Articles of Incorporation, any action required to be taken at any annual or special meeting of shareholders of the Corporation, or any action which may be taken at any annual or special meeting of such shareholders, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to those shareholders who have not consented in writing.

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

(a) DESIGNATION. The Preferred Stock subject hereof shall be designated Series C Preferred Stock ("Series C Preferred"). No other shares of Preferred Stock shall be designated as Series C Preferred stock.

(b) DIVIDENDS. The holders of the Series C Preferred Stock shall be entitled to receive non-cumulative dividends in preference to any dividend on the Common Stock at the rate of 6% per annum, payable on an annual basis, beginning as of the first anniversary of the original issue date.

(c) OPTIONAL CONVERSION. Holders of Preferred Stock may, at any time, convert their shares, in whole or in part, into shares of Common Stock (the "Conversion Shares") at a conversion price (the "Initial Conversion Price")equal to the lesser of (i) $0.10 per share, or (ii) after 12 months from issuance, a price per share equal to forty percent of the volume weighted average closing price (the "VWAP") of the Common Stock for the twenty(20) trading days prior to Conversion; or (iii) after 24 months from issuance, a price per share equal to twenty percent of the VWAP of the Common Stock for the twenty (20) trading days prior to Conversion. For example: if the stock price on the date of conversion is $0.10, the Holder would be entitled to convert each share into ten shares of common stock ($1.00/0.10). If the VWAP stock price after twelve months was $0.10, the Holder would be entitled to convert each share into twenty-five shares of common stock($1.00/($0.10 x 40%)). If the stock price after twenty-four months was $0.10,the Holder would be entitled to convert each share into fifty shares of common stock ($1.00/($0.10 x 20%)). All certificates issued upon conversion shall contain a legend pursuant to rule 144 imposing restrictions on the sale of such shares.

(d) MANDATORY CONVERSION. Holders of Preferred Stock will be obligated to convert their Preferred Stock shares into Conversion Shares at the then-applicable Conversion Price on the date (the "Mandatory Conversion Date") that any of the following events have occurred (i) there is an effective registration statement covering the resale of the Conversion Shares and the average closing price of the Common Stock on the applicable trading markets at least $2.00 with the average daily trading volume of the Common Stock for the same period is at least 200,000 shares or (ii) thirty months have transpired from date of issuance. All certificates issued upon conversion shall contain a legend pursuant to rule 144 imposing restrictions on the sale of such shares.

(e) ADJUSTMENTS FOR RECLASSIFICATION AND REORGANIZATION. If the common stock issuable upon conversion of the Series C Preferred shall be changed into the same or different number of shares of any other class or classes of stock, whether by capital reorganization, reclassification or otherwise, the conversion rate shall, concurrently with the effective date of such reorganization or reclassification, be proportionately adjusted so that the Series C Preferred shall be convertible into, in lieu of the number of shares of common stock which the holders would otherwise have been entitled to receive, a number of shares of such other class or classes of stock equivalent to the number of shares of common stock that would have been subject to receipt by the holders upon conversion of the Series C Preferred immediately before that change.

(f) REORGANIZATIONS, MERGERS, CONSOLIDATIONS OR SALES OFASSETS. If at any time or from time to time after the date of this Certificate, there is a capital reorganization of the common stock (reverse split, forward split, etc.), as a part of such capital reorganization, provision shall be made so that the holders of the Series C Preferred shall thereafter be entitled to receive upon conversion of the Series C Preferred the same number of shares of common stock to which that holder would have been entitled prior to such capital reorganization. In essence, the number of Series C Preferred Stock authorized, issued and outstanding, and the number of shares of common stock into which such Series C Preferred is convertible based on using the$0.10 conversion price, shall not be affected by any such capital reorganization. For example, the $0.10 conversion price would remain $0.10regardless of a reverse split of the common stock. If a recapitalization causes the VWAP to exceed the $0.10 conversion price, the Series C Preferred would be convertible into the lesser of the discounted VWAP (40% or 20%)or $0.10.

(g) NO IMPAIRMENT. The Corporation will not, by amendment of its Certificate of Incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out all the provisions of this Certificate and in the taking of all such action as may be necessary or appropriate in order to protect the conversion rights of the holders of the

Series C Preferred against impairment.

(h) RESERVATION OF STOCK ISSUABLE UPON CONVERSION. The Corporation shall at all times reserve and keep available out of its authorized but unissued shares of common stock, solely for the purpose of effecting the conversion of the shares of the Series C Preferred, such number of its shares of common stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of the Series C Preferred; and if at any time the number of authorized but unissued shares of common stock shall not be sufficient to effect the conversion of all then outstanding shares of the Series C Preferred, the Corporation will take such corporate action as may, in the opinion of its counsel, be necessary to increase its authorized but unissued shares of common stock to such number of shares as shall be sufficient for such purpose, including, without limitation, engaging in best efforts to obtain the requisite stockholder approval of any necessary amendment to this Certificate.

(i) LIQUIDATION RIGHTS. In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of the Series C Preferred shall be entitled to receive preference upon liquidation in preference to the holders of common shares or any other class or series of preferred stock. Rather, the Series C Preferred shall automatically be converted into common stock at the conversion rate hereinabove stated.

(j) INVOLUNTARY LIQUIDATION. In the event of involuntary liquidation, the shares of this series shall be entitled to the same amounts as in the event of voluntary liquidation.

(k) VOTING. As long as at least 500,000 shares of the Company's Series C Shares remain outstanding, the separate consent of the holders of at least 51%of the outstanding Series C Shares shall be required for any action which (i)alters or changes the rights, preferences or privileges of the Series C Shares, or (ii) increases or decreases the authorized number of Series C Shares. On all other matters, the Series C Shares shall vote with the common stock. Each share of Series C Preferred Stock shall carry with it one vote in all matters to be placed before the Company's shareholders.

(l) STATED VALUE. The shares of Series C Preferred shall have a stated value of $0.0001 per share.

(m) OTHER PREFERENCES. The shares of the Series C Preferred shall have no other preferences, rights, restrictions, or qualifications, except as otherwise provided by law or the certificate of incorporation of the Corporation.

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

N/A

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.**

N/A

3) Issuance History

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

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: Date: December 31, 2020: Opening Balance Common: 3,700,640,356 Preferred: 6,300	*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.**
March 20, 2021	Returned to Treasury	(100)	Preferred Series A	$1.000		Dapes Capital Michelle A. Sheriff	Investment Cancelled	N/A	N/A
March 20, 2021	New Issuance	100	Preferred Series A	$1.000	No	Hempacco Co., Inc. Sandro Piancone – 27.06%	Obtain Control Block of Shares	Restricted	N/A
May 21, 2021	New Issuance	30,577,928,723	Common	$0.000262	No	UST Mexico, Inc. Sandro Piancone 29.38%	Share Exchange Agreement with	Restricted	Rule 144
May 21, 2021	New Issuance	48,247,782	Common	$0.000262	No	Juan Herrera	Hempacco co., Inc. Shareholders	Restricted	Rule 144
May 21, 2021	New Issuance	2,236,011,038	Common	$0.000262	No	Cube 17, Inc. Jorge Olson – 100%	See above	Restricted	Rule 144
May 21, 2021	New Issuance	676,599,505	Common	$0.000262	No	Jerry Halamuda	See above	Restricted	Rule 144
May 21, 2021	New Issuance	107,022,750	Common	$0.000262	No	Dennis Holba & Rafaella Marsh	See above	Restricted	Rule 144
May 21, 2021	New Issuance	33,473,197,809	Common	$0.000262	No	Mexico Franchise Opportunity Fund L.P. Sandro Piancone 31.5%	See above	Restricted	Rule 144

May 21, 2021	New Issuance	195,049,486	Common	$0.000262	No	Dr. Stuart W. Titus	See above	Restricted	Rule 144
May 21, 2021	New Issuance	389,931,423	Common	$0.000262	No	McKenzie Cook	See above	Restricted	Rule 144
May 21, 2021	New Issuance	391,271,825	Common	$0.000262	No	Mario Taverna	See above	Restricted	Rule 144
May 21, 2021	New Issuance	107,022,751	Common	$0.000262	No	Valentino Mordini	See above	Restricted	Rule 144
May 21, 2021	New Issuance	107,022,751	Common	$0.000262	No	Romano Fiori	See above	Restricted	Rule 144
May 21, 2021	New Issuance	107,022,750	Common	$0.000262	No	Roger D. Ladd	See above	Restricted	Rule 144
May 21, 2021	New Issuance	107,022,751	Common	$0.000262	No	Sylvester Barnes	See above	Restricted	Rule 144
May 21, 2021	New Issuance	107,022,751	Common	$0.000262	No	James Lindsey	See above	Restricted	Rule 144
May 21, 2021	New Issuance	382,224,109	Common	$0.000262	No	Sergio Oliveros	See above	Restricted	Rule 144
May 21, 2021	New Issuance	649,780,985	Common	$0.000262	No	Strategic Global Partners, Inc Sandro Piancone -100%	See above	Restricted	Rule 144
May 21, 2021	New Issuance	649,780,985	Common	$0.000262	No	Primus Logistics, Inc. Juan Herrera	See above	Restricted	Rule 144
June 21, 2021	New Issuance	4,347,826	Common	$0.0276	No	Old Belt Extracts, LLC David Neundorfer	Patent Licensing Fee per Agreement	Restricted	Rule 144
June 27, 2021	Returned to Treasury Cancellation	- (20,000,000,000)	Common	$0.000262	No	Mexico Franchise Opportunity Fund L.P. Sandro Piancone – 31.6%	Conversion of Common shares to Preferred shares at request of Shareholder.	Restricted	N/A
June 27, 2021	New Issuance	20,000,000,000	Preferred **Series C**	$0.000262	No	Mexico Franchise Opportunity Fund L.P. Sandro Piancone – 31.6%	See above.	Restricted	N/A
May 21, 2021	Returned to Treasury Cancellation	(100)	Preferred **Series A**	$1.00	No	Hempacco Co., Inc. Sandro Piancone – 27.06%	Hempacco is now a subsidiary and cannot hold control over Parent Co.	Restricted	N/A

August 10, 2021	New Issuance	200,000,000	Common	$0.0084	No	BB Winks LLC Craig Fischer	Settlement of claim for payment of expired Promissory Notes	Restricted	Rule 144
August 24, 2021	New Issuance	1,000,000	Common	$0.0063	No	EMC2 Capital Barrett Evans	Inducement to make loan	Restricted	Rule 144
August 24, 2021	New Issuance	2,000,000	Common	$0.0063	No	First Fire Global Eli Fireman	Inducement to make loan	Restricted	Rule 144
November 16, 2021	New Issuance	1,000,000	Common	$0.0070	No	LGH Investments Lucas Hoppel	Inducement to make loan	Restricted	Rule 144
November 22, 2021	New Issuance	2,000,000	Common	$0.0064	No	Mast Hill Fund, LLC Patrick Hassani	Inducement to make loan	Restricted	Rule 144
December 1, 2021	New Issuance	2,500,000	Common	$0.0056	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144
December 2, 2021	New Issuance	1,005,458	Common	$0.0055	No	Hasvold Family Trust Chris Hasvold	Conversion of Preference Shares to Common	Unrestricte d	N/A
December 2, 2021	Cancelled in Exchange for Common Shares	(2,000)	Series C Preferred	N/A	No	Hasvold Family Trust Chris Hasvold	Conversion of Preference Shares to Common	N/A	N/A
February 15, 2022	New Issuance	2,500,000	Common	$0.0030	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144
February 24, 2022	Cancelled in Exchange for Common Shares	(1,400)	Preferred Series C	N/A	No	Darlene Seale	Conversion of Preference Shares to Common	N/A	N/A
February 24, 2022	New Issuance	1,700,591	Common	$0.0028	No	Darlene Seale	Conversion of Preference Shares to Common	N/A	N/A

April 22, 2022	Returned to Treasury	(25,102,960)	Common	N/A	No	Steven R. Peacock	Former Officer returned shares per SEC Order	N/A	N/A
June 28, 2022	New Issuance	2,500,000	Common	$0.0039	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144
August 31, 2022	New Issuance	2,500,000	Common	$0.0039	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144
September 2, 2022	New Issuance	150,000,000	Common	$0.0038	No	Steven Peacock	Former Officer Settlement	Restricted	Rule 144
September 20, 2022	New Issuance	20,000,000	Common	$0.0026	No	Dutchess Group LLC Alan Fishman	Marketing – Investor Relations Agmt	Restricted	Rule 144
October 20, 2022	New Issuance	20,000,000	Common	$0.0024	No	Dutchess Group LLC Alan Fishman	Marketing – Investor Relations Agmt	Restricted	Rule 144
November 22, 2022	New Issuance	20,000,000	Common	$0.0019	No	Dutchess Group LLC Alan Fishman	Marketing – Investor Relations Agmt	Restricted	Rule 144
December 5, 2022	New Issuance	90,000,000	Common	$0.0021	No	FMW Media Works LLC Vince Caruso	Marketing – Investor Relations Agmt	Restricted	Rule 144
December 5, 2022	New Issuance	2,500,000	Common	$0.0015	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144
December 20, 2022	New Issuance	20,000,000	Common	$0.0014	No	Dutchess Group LLC Alan Fishman	Marketing – Investor Relations Agmt	Restricted	Rule 144
January 31, 2023	New Issuance	20,000,000	Common	$0.0014	No	Dutchess Group LLC Alan Fishman	Marketing – Investor Relations Agmt	Restricted	Rule 144
February 28, 2023	New Issuance	2,500,000	Common	$0.0022	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144
June 30, 2023	New Issuance	2,500,000	Common	$0.0014	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144

August 31, 2023	New Issuance	2,500,000	Common	$0.0001	No	Neville Pearson Chief Financial Officer	Base compensation per CFO employment agreement	Restricted	Rule 144
Shares Outstanding on Date of This Report: Date: November 20, 2023. Ending Balance: Common: 54,560,751,445 Preferred: 20,000,002,800									

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.

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

Total Common Shares Issued/Reserved: 55,235,669,807 as of November 20, 2023

Shares Issued to Warrant Reserves – Lender Requirement: 674,918,362 **– NOT OUTSTANDING**

Warrants issued to Lenders & Joint venture partners: 674,928,362 as of November 20, 2023

Total Common Shares Outstanding: 54,560,751,445 as of November 20, 2023

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.)
November 11, 2021	$180,032	$200,000	$10,600	10-31-23	Conversion at $0.0075 per share upon Lender request	Mast Hill Fund, LLC Patrick Hassani	Loan

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

N/A

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).

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

As a result of a Share Exchange Agreement dated May 21, 2021, the issuer combined with Hempacco Co., Inc. which became a wholly owned subsidiary.

Hempacco, the main business unit, manufactures hemp smokables for other hemp/cbd related businesses (white labeling) as well as promoting its own brand – "The Real Stuff".

Through its sub-subsidiary Hempbox Vending, Inc. the issuer sells and leases state of the art vending kiosks for the distribution of cbd and hemp products. Hempbox vending owns approximately 585 kiosks as of December 31, 2022.

On January 3, 2022, Green Globe International, Inc. formed a new entity, Green Star Labs, Inc. for the purposes of commencing a new nutraceutical manufacturing business. With a 50% ownership of this operation Green Globe will be producing its own brand of nutraceuticals and cosmetic products and will also have the space to expand the manufacturing operations of Hempacco.

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

Hempacco Co., Inc.
HempBox Vending, Inc.
Cali Vibes D8, LLC.
Hemp Hop Smokables, LLC.
Green Star Labs, Inc.
StickIt USA, Inc.
Cheech and Chong's Hemp Company
Hempacco Paper Co. Inc.
Organipure, Inc.
Weedsies Vending, LLC
HPDG, LLC
Hempacco Europe Sp. Zoo
RD-HPCP, Inc.
Fairy Dust, Inc.
Hempacco Vape Co.

C. Describe the issuers' principal products or services.

a) Smokable products manufactured from 100% organic industrial hemp with a certified content of less than 0.3% of THC.

b) The Sale & leasing of State-of-the-Art Vending Kiosks to be used for the distribution of CBD related products.

c) The manufacture of CBD based nutraceuticals and cosmetics from our cGMP certified facility.

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.

Through its subsidiary, Hempacco, the company leases approximately 5,000 sf of office, storage and industrial manufacturing space in San Diego, California. The “Right of Use” asset value has been calculated at $642,752. The 72-month lease expires on December 31, 2026, and the initial rental rate was $10,000 per calendar month with annual cpi increases scheduled.

The total lease expense, on the straight-line basis of $10,780 per month was $97,020 for the nine months ended September 30, 2022.

The Issuer has also leased a small corporate office in Scottsdale, Arizona where certain Directors and Officers work. The 24-month lease is for 457 sf of full-service office accommodation in North Scottsdale, Arizona. The rent is $750 per month and a Right of Use Asset and Liability has been created in the amount of $16,567.

The total lease expense, on the straight-line basis of $775 per month was $6,975 for the nine months ended September 30, 2023.

The Company assumed a 63-month lease in respect of a 47,544-sf industrial building in San Diego, as part of the terms of the Green Star Labs, Inc. joint venture. Base rental is $69,102 as of month 33, increasing by 3% on the anniversary date of the lease. The lease expires on July 31, 2024, and there is one 5-year option to extend for a further five years. The Company recorded a right of use asset and liability in the amount of $5,449,811 representing the net present value of the $7,083,533 of remaining lease payments at an incremental borrowing cost (“IBR”) of 5.75%. Management is reasonably certain that the lease will be extended for a further five years.

The total lease expense, on the straight-line basis of $77,841 per month was $700,569 for the nine months ended September 30, 2023.

Hempacco also owns a high volume (30m sticks per month) cigarette manufacturing machine of the kind used by “Big Tobacco”. This machine has been adapted for use with industrial hemp blends as opposed to tobacco. Hempacco has developed a number of patentable processes during the first year of operations in 2019-2020. al.

In addition to current operating assets, the company owns approximately 588 ($3.6m worth) of NCR manufactured retail vending kiosks which are currently being placed in retail venues for the purposes of revenue generation from lease income, product sales revenues and advertising revenues received from third parties using our on-machine video monitors.

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 that 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
Sandro Piancone	CEO & Director	Chula Vista, CA	0	N/A	0%	Director & Officer of GGII
Neville Pearson	CFO & Director	Scottsdale, Arizona	20,000,000	Common	0.03%	Director & Officer of GGII
Jorge S. Olson	Chief Marketing Officer	Bonita, CA	0	N/A	0%	Officer only of GGII
Stuart W. Titus	Director	San Diego, CA	1,087,358,470	Common	1.99%	Non-Executive Director and Chairman of the Board of GGII
Jerry Halamuda	Director	Poway, CA	0	N/A	0%	Non-Executive Director of GGII
Courtney Roundy	Director	Denver, CO	0	N/A	0%	Non-Executive Director of GGII
Mexico Franchise Opportunities Fund L.P.	Owner of more than 5%	Vancouver, BC, Canada.	13,473,197,809 20,000,000,000	Common Preferred C	24.69% 99.9996%	Sandro Piancone Owns 31.5% of MFOF Managing Partner J. Olson, Vancouver, BC, Canada
UST Mexico, Inc.	Related Party and associate	Incline Village, Nevada	947,200,000	Common	1.74%	President, Sandro Piancone Owns 29.4% of UST
Piancone Trust	Owner of more than 5%	San Diego, CA	3,426,059,644	Common	6.28%	Sandro Piancone, Officer and Director
Strategic Global Partners, Inc.	Owner of more than 5%	Las Vegas, Nevada	4,064,349,594	Common	7.45%	Management Consulting Company of Sandro Piancone 100% owner
Neville Pearson	CFO & Director	Scottsdale, Arizona	17,500,000	Common	0.03%	Director & Officer of Green Globe International, Inc.
Cube17, Inc.	Owned 100% by Jorge Olson	Bonita, California	2,236,011,138	Common	4.10%	Management Consulting Co. of Jorge Olson, Corporate Officer
John Cathcart	Owner of more than 5%	Broomfield, Colorado	5,015,219,221	Common	9.19%	App. 33% beneficial owner and a founder of UST Mexico, Inc.

546 Inc.	Owner of more than 5%	La Jolla, California	3,269,140,891	Common	5.99%	Brian Zamudia
Nery's Logistics, Inc	Owner of more than 5%	San Ysidro, Nevada	7,692,645,481	Common	14.10%	Majority owned and controlled by Rafael Rojas
Halamuda Trust	Jerry Halamuda, Trustee	Poway, CA	601,599,505	Common	1.10%	Jerry Halamuda, Trustee - Non-Executive Director of GGII

7) Legal/Disciplinary History

A. Please 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);

NO

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;

NO

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

NO

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.

NO

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.

On or about October 7, 2022, the Company accepted service in a suit filed in the United States District Court for the Southern District of New York by Long Side Ventures LLC, R & T Sports Marketing Inc., Sierra Trading Corp., Taconic Group LLC, KBW Holdings LLC, Robert Huebsch and Ann E. Huebsch, Joseph Camberato, Joseph Crook, Sachin Jamdar, Michael Matilsky, Gerard

Scollan, and Daisy Arnold (collectively "Plaintiffs") against Hempacco Co., Inc., Mexico Franchise Opportunity Fund, LP, Sandro Piancone, Jorge Olson, Neville Pearson, Stuart Titus, Jerry Halamuda, Retail Automated Concepts, Inc. f/k/a Vidbox Mexico Inc., and Vidbox Mexico S.A. De C.V. (collectively "Defendants") (Case No. 1:22-cv-08152 (ALC)), alleging that (i) Plaintiffs previously received a judgment (the "Judgment") in a New York state court action (the "State Action") against Retail Automated Concepts, Inc. ("RAC") and Vidbox Mexico S.A. De C.V. ("Vidbox Mexico"), for breach of promissory notes issued by RAC to Defendants in 2018 and guaranteed by Vidbox Mexico, and (ii) prior to the filing of the State Action, Defendants fraudulently transferred and commingled assets, specifically 600 retail kiosks, in order to avoid enforcement of the Judgment, with Plaintiffs seeking monetary damages from Defendants. On or about November 29, 2022, the court granted Defendants' request to file a motion to dismiss the suit, and on December 30, 2022, Defendants filed the motion to dismiss the suit for failure to state a claim and lack of personal jurisdiction. The court has not yet ruled upon the motion to dismiss. Defendants believe the suit is without merit and intend to defend the matter vigorously. On or about August 31, 2023, our defense counsel received a decision from the court in response to our motion to dismiss. The court's decision is summarized as follows:

- All defendants, except Sandro Piancone and Jorge Olson, have been dismissed without prejudice due to a lack of personal jurisdiction.
- Personal jurisdiction exists over Sandro Piancone and Jorge Olson because they are "closely related" to Vidbox Mexico, and thus, subject to the New York forum selection clause included in the Securities Purchase Agreements (Sandro signed the agreement on behalf of Vidbox Mexico and Jorge is purportedly a controlling officer).
- Despite the lack of personal jurisdiction over all defendants, except Sandro and Jorge, the Court has directed the parties to conduct jurisdictional discovery and then will allow Plaintiffs to amend the complaint for purposes of asserting jurisdiction over all defendants; and

The Court did not rule on the substantive merits of Plaintiffs' claims despite our request that it do so and dismiss them based on various deficiencies (likely because of its finding that jurisdiction was lacking on 7 of the 9 defendants and its directive regarding jurisdictional discovery). A conference call with the Court and the Plaintiff was held on October 16, 2023, for the purposes of deciding how to proceed with the pending jurisdictional issues, the Court agreed to give the parties 2 weeks to continue discussions. A joint letter is now due on October 31, 2023, wherein the parties will either inform the court that an agreement of some type has been reached, (i.e., plaintiffs drop certain defendants/Hempacco and MFOF consent to jurisdiction) or will provide the Court with a proposed schedule on jurisdictional discovery.

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:	Lance Brunson
Firm:	Brunson Chandler & Jones, PLLC
Address 1:	175 S. Main Street, 14th Floor
Address 2:	Salt Lake City, UT 84111
Phone:	(801) 303-5737
Email:	lance@bcjlaw.com

Accountant or Auditor

Name:	Russ Boyer,
Firm:	dbbMcKennon
Address 1:	20321 SW Birch Street
Address 2:	Newport Beach, CA 92660
Phone:	(949) 929-7437
Email:	rbb@dbbmkennon.com

Investor Relations

Name: Dutchess Group LLC
Address 1: 12555 High Bluff Dr., Suite 215
Address 2: San Diego, CA 92130
Phone:
Email: Alan@dutchessgroup.com

All other means of Investor Communication:

X (formerly Twitter): X
Facebook: X

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)[6]:

Name: **Neville Pearson**
Title: **Chief Financial Officer**
Relationship to Issuer: **Director & Officer**

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

Neville Pearson, Mr. Pearson has been the Chief Financial Officer of Green Globe International, Inc., since March 22, 2021. Mr. Pearson also served as the Interim Chief Financial Officer of Hempacco Co., Inc. from March 1, 2021-August 31, 2021, and was appointed as Chief Financial Officer of our major subsidiary as of September 1, 2021, and brings extensive and direct experience with financial reporting, management accounting, preparation of SEC filings, and corporate governance and company secretarial functions. Mr. Pearson trained as a Chartered Certified Accountant in the United Kingdom and is currently a member in good standing of the *Chartered Association of Certified Accountants (ACCA).

After a decade long stint with a multinational civil engineering company in Europe and Africa, Mr. Pearson returned to London as Chief Accountant of the UK Construction Division for John Mowlem & Co. PLC, Mr. Pearson was responsible for over 400 active building and civil engineering projects which include the NatWest Bank Tower in the City financial district, and the Docklands Airport in East London. He has been the Chief Financial Officer of ASC Biosciences, Inc. since September 2013, and he was the Interim CFO of American Hemp Ventures, Inc. from December 2018 to May 2020.

Mr. Pearson became a resident of the United States in 1983 and has been a citizen since 2007.

**ACCA is the global organization for accounting and financial professionals comprised of 219,000 members and 527,000 students in 179 countries. The Association's internationally recognized education infrastructure provides one of the most up-to-date, relevant and consistent accounting qualifications available. Recognized as a master's level education by the European Commission, ACCA's accreditation comprises a full set of qualifying exams, 36 months of recorded relevant experience and in-depth ethics training. ACCA is a global thought leader on issues including audit, environmental accountability, small business and IFRS, and is focused on advancing the global finance leaders of today and the CFOs of tomorrow.*

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

Important Notes:

- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

10) Issuer Certification

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

The certifications shall follow the format below:

Principal Executive Officer:

I, Sandro Piancone certify that:

1. I have reviewed this Disclosure Statement for Green Globe International, 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.

November 22, 2023

/s/ Sandro Piancone

Principal Financial Officer:

I, Neville Pearson certify that:

1. I have reviewed this Disclosure Statement of Green Globe International, 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.

November 22, 2023

/s/ Neville Pearson

Green Globe International, Inc.

Incorporating Hempacco Co., Inc. on a fully consolidated basis

Incorporated in Delaware - November 12, 1999

HEMPACCO

DISRUPTING TOBACCO

Condensed Consolidated Financial Statements

For the Nine Months Ended

September 30, 2023

Statements issued and prepared by Management

Unaudited

Green Globe International, Inc.

Index to Unaudited Condensed Consolidated Financial Statements

Green Globe International, Inc.

Incorporating Hempacco Co., Inc. on a fully consolidated basis

CONSOLIDATED BALANCE SHEETS

(Unaudited)

	September 30, 2023	December 31, 2022
ASSETS		
Current Assets		
Cash	$ 41,877	$ 608,124
Accounts receivable	647,720	669,556
Accounts receivable - related parties	-	355,954
Loans receivable - related parties	(131,895)	(47,100)
Less: Receivables impairment allowance	-	(239,356)
Inventory at cost less obsolescence allowance	1,725,160	1,178,892
Deposits & prepayments	828,780	814,777
Deposits & prepayments - related parties	736,940	-
Total Current Assets	**3,848,582**	3,340,847
Property and Equipment		
Leasehold improvements	31,431	31,431
Furniture, fixtures and equipment	11,667,719	9,469,241
Accumulated depreciation	(1,241,313)	(961,983)
	10,457,837	8,538,689
Other Assets		
Right of use assets	6,092,563	6,109,130
Right of use assets - accumulated amortization	(1,400,460)	(876,224)
Intellectual property - less accumulated amortization	378,545	52,524
Investment in joint ventures- Hemp Hop Smokables LLC & Snoop Dog	249,634	358,600
Total Other Assets	**5,320,282**	5,644,030
Total Assets	**$ 19,626,701**	$ 17,523,566
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable & accrued expenses	$ 1,792,014	$ 1,135,691
Accounts payable - related parties	367,412	987,796
Customer pre-paid invoices & deferred revenue	1,217,062	1,291,723
Convertible promissory notes	3,480,032	1,039,499
Convertible promissory notes - related parties	-	150,000
Loans payable – related parties	96,000	
Equipment loans	-	12,462
Other short term loans	137,173	142,770
Operating lease - right of use liability - short term portion	753,285	724,682
Total Current Liabilities	**7,842,978**	5,484,623
Long Term Liabilities		
Right of use liability - straight-line rent rule - deferred rent	145,755	101,408
Right of use liability - long term portion	3,938,818	4,508,224
Total Long Term Liabilities	**4,084,573**	4,609,632
Total Liabilities	**11,927,551**	10,094,255
Stockholders' Equity		
Preferred stock Series C, $.0001 par value; 25,000,000,000 shares authorized as of September 30, 2023 and December 31, 2022, respectively. 20,000,002,800 and 20,000,004,200 shares outstanding as of September 30, 2023, and December 31, 2022, respectively.	2,000,000	2,000,001
Common stock, $0.0001 par value; 75,000,000,000 shares authorized as of September 30, 2023, and December 31, 2022, respectively. 55,235,669,807 and 55,208,169,807 shares issued, and 54,560,751,445 and 54,533,251,445 outstanding as of September 30, 2023, and December 31, 2022, respectively.	5,523,567	5,520,816
Additional paid in capital	38,802,418	32,593,681
Warrant reserves shares issued	(67,492)	(67,492)
Accumulated deficit	(38,484,569)	(31,685,149)
Total Stockholders' Equity	**7,773,924**	8,361,857
Non-Controlling interests	(74,774)	(932,546)
Total Equity attributable to Hempacco Co., Inc.	**7,699,150**	7,429,311
Total liabilities and Equity	**$ 19,626,701**	$ 17,523,566

The accompanying notes are an integral part of these Consolidated Financial Statements

Green Globe International, Inc.

Incorporating Hempacco Co., Inc. on a fully consolidated basis

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

	For the three months ended September 30, 2023	*For the three months ended September 30, 2022*	*For the nine months ended September 30, 2023*	*For the nine months ended September 30, 2022*
Revenue				
Sale of Materials	$ 2,760,182	$ 1,754,963	$ 5,085,989	$ 5,622,678
Sale of Materials - Related Parties	11,709	16,940	60,242	22,940
Manufacturing and Consulting Services	347	211,053	9,825	308,931
Total Revenue	2,772,238	1,982,956	5,156,056	5,954,549
Cost of Goods Sold	2,466,390	1,992,579	4,442,414	5,282,280
Gross Profit / (Loss) from Operations	305,848	(9,623)	713,842	672,269
Expenses				
General & Administrative	2,179,931	1,379,286	5,837,704	2,914,956
General & Administrative - Related Parties	260,866	75,000	403,963	195,000
Sales & Marketing	298,926	206,574	897,122	723,219
Sales & Marketing – Related Parties	29,794	-	79,881	-
Total Expenses	2,769,517	1,660,860	7,218,670	3,883,175
Operating Loss	(2,463,669)	(1,670,483)	(6,504,828)	(3,160,906)
Other Income / (Expenses)				
Interest expense - including warrant valuations	(74,796)	(66,542)	(155,598)	(615,622)
Loss on disposal of assets-	-	-	-	-
Other Expenses (Net)	393,705	(10,076)	684,106	(12,635)
Total Other Expenses	318,909	(76,618)	528,508	(628,257)
Net Loss	$ (2,144,760)	$ (1,747,101)	$ (5,976,320)	$ (3,789,163)
Net Loss attributable to non-controlling interests	691,147	577,485	2,074,341	1,027,120
Dividend issued to preferred stockholders	-	-	-	-
Net Loss attributable to common shareholders	**$ (1,453,613)**	**$ (1,169,616)**	**$ (3,901,979)**	**$ (2,762,043)**

PER SHARE DATA:

Basic & Dilutive Income / (Loss) per common share	($0.00)	($0.00)	($0.00)	($0.00)
Weighted average shares basic and diluted	54,559,066,662	54,226,981,476	54,554,863,168	54,240,588,382

The accompanying notes are an integral part of these financial statements

Green Globe International, Inc.

CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(Unaudited)

	Preferred Shares	Stock $ Amnt @ Par	Common Shares	Stock $ Amnt @ Par	Additional Paid in Capital GGII & HPCO	APIC Warrant Reserve Shares	Retained Deficit GGII & HPCO	Non-Controlling Interests GGII & HPCO	Stockholders' Equity
Balances – June 30, 2023	20,000,004,200	$ 2,000,000	55,233,169,807	$ 5,523,317	$ 40,010,797	$ (67,492)	$ (37,368,435)	$ 953,852	$ 11,052,039
Issuance of shares to officer for services	-	-	2,500,000	250	2,250	-	-	-	2,500
Shares issued for consulting services	-	-	-	-	307,250	-	-	-	307,250
Investment shares used to pay off debt	-	-	-	-	236.635	-	-	-	236,635
Beneficial conversion discount on convertible notes	-	-	-	-	21,486	-	-	-	21,486
Eliminate Hempacco equity investment in Green Star Labs, Inc.					(1,776,000)				(1,776,000)
Non-controlling interest in earnings and equity	-	-	-	-	-	-	1,028,626	(1,028,626)	-
Net Loss for three months ended June 30, 2023:	-	-	-	-	-	-	(2,144,760)	-	(2,144,760)
Balances - September 30, 2023	20,000,004,200	2,000,000	55,235,669,807	5,523,567	38,802,418	(67,492)	(38,484,569)	(74,774)	7,699,150
Balances - December 31, 2022	20,000,004,200	$ 2,000,000	55,208,169,807	$ 5,520,817	$ 32,593,681	$ (67,492)	$ (31,685,149	$ (932,546	$ 7,429,311
Issuance of shares to officer for services - 2-28-23 and 5-31-23	-	-	7,500,000	750	9,000	-	-	-	9,750
Joint venture capital account written off in Hempacco	-	-	-	-	(50,000)	-	50,000	-	-
Dutchess Group LLC - Investor Relations services paid with GGII shares	-	-	20,000,000	2,000	26,000	-	-	-	28,000
Proceeds from Hempacco public offering - less expenses	-	-	-	-	6,605,570	-	-	-	6,605,570
Capitalized value of Hempacco JV partner warrants	-	-	-	-	374,453	-	-	-	374,453
Hempacco shares issued for consulting services	-	-	-	-	320,135	-	-	-	320,135
Cambero/Sparks promissory notes converted to common shares of Hempacco	-	-	-	-	146,545	-	-	-	146,545
Record beneficial conversion discount on convertible notes	-	-	-	-	21,486	-	-	-	21,486
Repayment of GGII promissory notes and extension fees with Hempacco investment shares	-	-	-	-	531,455	-	-	-	531,455
Eliminate Hempacco investment in Green Star Labs					(1,776,000)				(1,776,000)
Non-controlling interests in earnings and equity	-	-	-	-	-	-	(857,772)	857,772	-
Audit Adjustment to prior year Hempacco NCI's	-	-	-	-	-	-	88,086	-	88,086
Reverse prior year audit adjustment	-	-	-	-	93	-	(93	-	-
Adjustment to Q1 retained earnings for recapture of bad debt provision on consolidation	-	-	-	-	-	-	(103,321)	-	(103,321)
GGII consolidated net loss for six-month Period ended June 30, 2023:	-	-	-	-	-	-	(5,976,320)	-	(5,976,320)
Balances - September 30, 2023	20,000,004,200	2,000,000	55,235,669,807	5,523,567	38,802,418	(67,492)	(38,484,569)	(74,774)	)7,699,150

	Preferred Shares	Stock $ Amnt @ Par	Common Shares	Stock $ Amnt @ Par	Additional Paid in Capital GGII & HPCO	APIC Warrant Reserve Shares	Retained Deficit GGII & HPCO	Non-Controlling Interests GGII & HPCO	Stockholders' Equity
Balances – June 30, 2022	20,000,002,800	$ 2,000,000	54,820,354,405	$ 5,482,035	$ 20,362,402	$ (58,950)	$ (25,178,536	$ 679,400	$ 3,286,351
Issuance of shares to officer for services	-	-	2,500,000	250	5,250	-	-	-	5,500
Hempacco pre- IPO 2 share issuances - less capital raise expenses	-	-	-	-	355,474	-	-	-	355,474
Shares submitted for cancellation by order of the SEC	-	-	(25,102,960)	(2,510)	-	-	-	-	(2,510)
Conversion of Hempacco promissory note and accrued interest	-	-	-	-	56,592	-	-	-	56,592
Non-controlling interest in equity	-	-	-	-	-	-	20,168	(20,168	-
Non-controlling interest in earnings	-	-	-	-	-	-	165,974	(165,974	-
Net Loss for three months ended March 31, 2022:	-	-	-	-	-	-	(738,349	-	(738,349)
Balances - September 30, 2022	20,000,002,800	2,000,000	54,797,751,445	5,479,775	20,779,718	(58,950)	(25,730,743	493,258	2,963,058
Balances - December 31, 2021	20,000,004,200	$ 2,000,001	54,816,153,814	$ 5,481,614	$ 18,470,495	$ (58,950)	$ (22,999,586	$ 51,551	$ 2,945,125
Issuance of shares to officer for services	-	-	5,000,000	500	12,500	-	-	-	13,000
Conversion of Preference Shares to Common Shares	(1,400)	(1)	1,700,591	171	(170)	-	-	-	-
Conversion of Hempacco promissory note and accrued interest					56,592				56,592
Hempacco pre- IPO share issuances - capital raise expenses	-	-	-	-	(16,000)	-	-	-	(16,000)
Joint Venture Partner - capital contribution	-	-	-	-	1,463,452	-	-	-	1,463,452
Creation of warrant valuation intangible asset in Hempacco	-	-	-	-	437,375	-	-	-	437,375
Hempacco pre- IPO 2 share issuances - less capital raise expenses	-	-	-	-	355,475	-	-	-	355,475
Shares submitted for cancellation by order of the SEC	-	-	(25,102,960)	(2,510)	-	-	-	-	(2,510)
Non-controlling interest in equity	-	-	-	-	-	-	(869,217	869,217	-
Non-controlling interest in earnings	-	-	-	-	-	-	427,510	(427,510	-
Net Loss for three months ended March 31, 2022:	-	-	-	-	-	-	(2,289,451	-	(2,289,451)
Balances - September 30, 2022	20,000,002,800	2,000,000	54,797,751,445	5,479,775	20,779,719	(58,950)	(25,730,744	493,258	2,963,058

Issued as Reserve for Warrants - NOT OUTSTANDING		2023	2022
EMC2 Capital	65,500,000	$ 6,550	$ 6,550
First Fire Global	131,000,000	$ 13,100	$ 13,100
JSJ Investments	131,000,000	$ 13,100	$ 13,100
MacRab LLC	65,500,000	$ 6,550	$ 6,550
LGH Investments	65,500,000	$ 6,550	$ 6,550
Mast Hill	216,418,362	$ 21,642	$ 21,642
	674,918,362	$ 67,492	$ 67,492
Issued and Outstanding:	54,558,251,445		

The accompanying notes are an integral part of these financial statements

Green Globe International, Inc.

Incorporating Hempacco Co., Inc. on a fully consolidated basis

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited)

CASH FLOWS FROM OPERATING ACTIVITIES	*For the nine months Ended September 30, 2023*	*For the nine months Ended September 30, 2022*
Net Loss	**$ (5,976,320)**	**$ (3,789,163)**
Adjustments to reconcile net loss to net cash used in operating activities:		-
Depreciation and amortization	311,907	381,023
Profit derived from repayment of debt with investment shares	(249,885)	-
Reclassify Organipure capital contribution	(1,000)	-
Convertible note interest converted into common shares	121,681	6,592
Non-cash warrant valuation expense - sales & marketing	76,249	437,375
Reserving of related party loans	(22,567)	-
Amortization of right of use assets	(1,314)	-
Settlement of lawsuit by issuance of common shares	-	15,000
Stock issued for marketing and investor relations services	28,000	2,000
Gain / (Loss) on disposal of assets	-	10,690
Stock based compensation	330,150	122,750
Changes in Operating Assets and Liabilities		
Receivables	(327,875)	(288,475)
Related party receivables	329,330	(255,615)
Related party loans	-	(292,222)-
Prepaids	50,180	-
Prepaids - related parties	(701,332)	(1,592,168)
Inventories	(546,268)	576,101
Accounts payable	602,642	762,069
Related party accounts payable	44,582	215,880
Accrued liabilities	22,522	(330,321)
Customer deposits	(74,660)	-
Net Cash Used in Operating Activities:	**(5,983,978)**	(4,006,494)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(474,476)	(193,653)
Franchise fees and licenses related to joint venture	-	(152,609)
Proceeds from disposal of equipment	-	40,000
Net Cash Used in Investing Activities:	**(474,476)**	306,262
CASH FLOWS FROM FINANCING ACTIVITIES:		
Line of Credit	100,0000	-
Installment payments against equipment loans	(12,462)	(258,681)
Long tern=m loan repayment	(5,597)	-
Proceeds from short-term promissory note, related parties	450,134	279,621
Proceeds from / repayments to short-term note payable	(50,000)	-
Equity Investment – related party	(300,000)	
Proceeds from the sale of common stock	7,245,000	6,416,000
Offering costs paid in connection with common stock	(634,600)	(607,713)
Net Cash Provided by Financing Activities	**5,892,207**	5,829,227
CHANGE IN CASH & CASH EQUIVALENTS:	(566,247)	1,516,471
CASH BALANCE AT BEGINNING OF PERIOD:	608,124	1,521,027
CASH BALANCE AT END OF PERIOD:	**$ 41,877**	$ 3,037,498
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:		
Cash Paid for Interest	$ 10,702	$ 9,396
Cash Paid for Taxes	$ 132	$ 2,770
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Conversion of convertible notes payable and accrued interest to common stock	$ -	*$ 56,592*
Warrants issued to partners and agents	374,453	*666,150*
Acquisition of joint venture assets for 50% equity share	-	*1,463,452*
Assumption of equipment loan balance from seller	-	*33,825*
GGII owned Hempacco stock issued for repayment of promissory notes	406,488	-
Payment of consulting services with Hempacco shares	12,900	-
Payment of consulting services with Green Globe International shares	28,000	
Initial recording of right of use asset and liability	-	*5,449,811*

The accompanying notes are an integral part of these financial statements

NOTE 1 - ORGANIZATION, BUSINESS AND LIQUIDITY

Organization and Operations

Green Globe International, Inc. (the "Company" or "GGII") was formed on November 12, 1999, as a Delaware Corporation.

Hempacco Co., Inc. ("Hempacco") was formed on April 1, 2019, as a Nevada Corporation.

Green Star Labs, Inc. ("Green Star") was formed on January 10, 2022, as a Delaware Corporation.

On April 23, 2021, Hempacco filed a second amendment to its Articles of Incorporation changing its name from The Hempacco Co., Inc. to Hempacco Co., Inc.

Hempacco merged with GGII on May 21, 2021.

On July 10, 2023, Hempacco acquired a 50% equity method investment in Green Star Labs, Inc.

An acquisition in which the entity that issues the securities (the legal acquirer) is identified as the acquiree for accounting purposes based on the guidance in ASC 805 paragraph 10-55-11 through 55-15. The entity whose equity interests are acquired (the legal acquiree) must be the acquirer for accounting purposes for the transaction to be considered a reverse acquisition.

On May 21, 2021 (the "Effective Date"), GGII (the Legal Acquirer) completed a share exchange agreement with Hempacco Co. (the Legal Acquiree) which resulted in Hempacco Co. becoming a wholly owned subsidiary of GGII with 100% of Hempacco's shares being owned by GGII.

In accordance with GAAP rule 810, business combinations, the operations of GGII and Hempacco have been consolidated with effect from January 1, 2021, being the beginning of the first accounting quarter that both entities were under common control.

Hempacco manufactures and distributes hemp smokables both under its own name and white label products for clients. Hempacco also owns high-tech CBD vending kiosks that it plans to place in retail venues throughout the US, in conjunction with a number of joint venture partners.

Green Star Labs, Inc. manufactures nutraceuticals and cosmetics under its own name brands and also as white label products for clients.

These financial statements are those of Green Globe International, Inc and its wholly owned and/or controlled subsidiaries.

On October 6, 2021, the California Assembly Bill Number 45 ("AB 45") was passed into law. Despite the fact that industrial hemp is federally legal and not a controlled substance, this bill prohibits the sale of "inhalable" hemp products in California. However, the manufacture of inhalable hemp products for the sole purpose of sale in other states is not prohibited. This ban will remain in force until such time as the California Legislature enact a bill to tax the product. It is also legal to manufacture Delta-8 products containing less than 0.3% THC for sale in another state.

During the nine months ended September 30, 2023, the Company and Hempacco entered into the following Joint Ventures and other significant agreements:

Effective January 1, 2023, HempBox Vending, Inc. ("HVI") a wholly owned subsidiary of Hempacco entered into a joint venture operating agreement (the "Operating Agreement") with Weedsies Mobile, LLC ("Weedsies)", a Florida limited liability company, to operate a joint venture entity (the "Joint Venture") in Florida by the name of Weedsies Vending, LLC. The Joint Venture was created to market the hemp related products of Weedsies using automated kiosks provided by HVI. Pursuant to the Operating Agreement, the Joint Venture will be owned 50% each by HVI and Weedsies with both entities required to fund $1,000 to the Joint Venture. HVI will be responsible for provision of the self-service vending kiosks and will be responsible for technology and marketing support as well as accounting, financial services, and tax preparation for the Joint Venture. Weedsies will be responsible for installations, repair, customer service, marketing support, billing, and reconciliations to the Joint Venture.

Effective January 24, 2023, Hempacco entered into a joint venture operating agreement (the "Operating Agreement") with Alfalfa Holdings, LLC ("Alfalfa"), a California limited liability company, to operate a joint venture entity (the "Joint Venture") in California by the name of HPDG, LLC. The Joint Venture was created to market and sell hemp smokables products. Pursuant to the Operating Agreement, the Joint Venture will be owned 50% each by Hempacco and Alfalfa. Hempacco is required to fund $10,000 to the Joint Venture, manufacture product, and provide accounting, inventory management, staff training, and trade show and marketing services. Alfalfa is required to provide online marketing and promotion, design and branding, and brand management and development services as well as arranging appearances by Snoop Dogg at Joint Venture events. The appearances by Snoop Dog are subject to professional availability and a separate Talent License and Services Agreement between the Joint Venture and Alfalfa as described below (the "Services Agreement").

In connection with the Operating Agreement, effective January 24, 2023, HPDG, LLC entered into the Services Agreement with Spanky's Clothing, Inc., and Calvin Broadus, Jr. p/k/a "Snoop Dogg" (collectively "Talent"), pursuant to which Talent will endorse the HDPG, LLC's smokable hemp products and serve as a spokesperson for the products in the United States. HDPG, LLC shall (i) pay Talent's legal expenses of $7,500 in connection with entering into the Operating Agreement and Services Agreement; (ii) cause Hempacco to issue to Talent a fully vested warrant to acquire 450,000 shares of Company common stock at a strike price of $1.00 per share (the "Talent Warrants"); (iii) cause Hempacco to issue to Talent's designee a fully vested warrant to acquire 50,000 shares of Hempacco's common stock at a strike price of $1.00 per share (the "Talent Designee Warrants"); and (iv) pay Talent royalties of 10% of HDPG, LLC's gross revenue, with minimum annual royalty payments of $450,000 by the end of the first two years of the initial term of the Services Agreement, an additional $600,000 by the end of the third year of the initial term, and an additional $1,200,000 by the end of the fourth year of the initial term. On or about January 30, 2023, Hempacco issued the Talent Warrants and Talent Designee Warrants as required by the Services Agreement (See Note 9).

On February 8, 2023, the Hempacco signed, as guarantor, a lease agreement between US Tobacco de Mexico S.A. de C.V. ("US Tobacco de Mexico," a related party), which is 100% owned by UST Mexico, Inc. ("UST Mexico," a related party), and Grupo Fimher, S. de R.I. de C.V. ("Fimher") for the lease of 43,000 sf of manufacturing space located in Tijuana, Mexico. The term of the lease is three years, commencing on June 1, 2023. The first year's rent payment is $18,622 per month, with 3.5% inflation increases on the first and second anniversaries of the lease. The estimated total contingent liability at lease inception will be $694,159. Hempacco Co., Inc. and Hempacco Paper Co., Inc. are sub-tenants of US Tobacco de Mexico and will manufacture products at this facility. A liability for the guarantee has not been recorded as of June 30, 2023, as the amount is not probable.

On February 8, 2023, Hempacco's subsidiary, Hempacco Paper Co., Inc., leased the above-referenced space for an initial period of one year for a monthly rental of $2,500. Hempacco Paper will use this facility for the manufacture of all its paper products.

Effective February 1, 2023, Hempacco, through its representative in Warsaw, Poland, filed the equivalent of Articles of Incorporation with the court to create Hempacco Europe Sp.z.o.o. (an LLC equivalent), the corporate entity through which Hempacco will distribute its smokable products throughout the EU. Ownership of the entity rests 99% with Hempacco, and 1% with Jakub Duda, an individual.

On February 9, 2023, Hempacco entered into an underwriting agreement (the "Underwriting Agreement") with Boustead Securities, LLC, and EF Hutton, a division of Benchmark Investments, LLC, as representatives (the "Representatives") of the underwriters (the "Underwriters") in connection with the public offering of additional shares of common stock of Hempacco. The Underwriting Agreement provides for the offer and sale of 4,200,000 shares of

Hempacco's common stock, par value $0.001 (the "Common Stock") at a price to the public of $1.50 per share (the "Offering"). In connection therewith, Hempacco agreed to issue to the Representatives and/or their designees 338,100 warrants to purchase shares of Common Stock, exercisable from February 14, 2023, through February 10, 2028, at $1.50 per share subject to adjustment as provided therein (the "Representatives' Warrants", see Note 9). Hempacco also granted the Underwriters an option (the "Option") for a period of 45 days to purchase up to an additional 630,000 shares of Common Stock. The Offering is being made pursuant to a Registration Statement on Form S-1 (File No. 333-269566) (the "Registration Statement"), which was declared effective by the Securities and Exchange Commission on February 9, 2023.

On February 11, 2023, the Underwriters exercised the Option in full, and on February 14, 2023, the Offering was completed. At the closing of the Offering, Hempacco (i) sold an aggregate of 4,830,000 shares of Common Stock for total gross proceeds of $7,245,000, and (ii) issued the Representatives' Warrants as directed by the Representatives. After deducting underwriter commissions and Offering expenses, Hempacco received net proceeds of$6,610,400. The Underwriting Agreement includes customary representations, warranties, and covenants by Hempacco. It also provides that Hempacco will indemnify the Underwriters against certain liabilities, including liabilities under the Securities Act of 1933, as amended (the "Securities Act"), or contribute to payments the Underwriter may be required to make because of these liabilities.

On April 6, 2023, Hempacco Co. received a letter notification from the Nasdaq Capital Market ("Nasdaq") advising of its non-compliance with Nasdaq listing rules because Hempacco had failed to maintain its stock price at above $1.00 for a period of 30-days. The Nasdaq rules provide for a period of 180 days in which Hempacco must restore compliance. This period expires on October 3, 2023.

On April 20, 2023, Hempacco received a further letter notification from Nasdaq advising of its non-compliance with Nasdaq listing rules because Hempacco had failed to file its Annual Report on Form 10-K with the Securities and Exchange Commission by the required due date. The deficiency was cured by Hempacco by the filing of their annual report on Form 10-K on May 15, 2023.

On May 23, 2023, Hempacco received a letter notification from Nasdaq advising of its non-compliance with Nasdaq listing rules because Hempacco had failed to file its Quarterly Report on Form 10-Q with the Securities and Exchange Commission by the required due date. Nasdaq requires Hempacco to submit a detailed plan of action explaining how Hempacco will remedy this situation and restore compliance. The report must be submitted within 60 days, which is July 24, 2023. The deficiency was cured by the filing of the Form 10-Q quarterly report on July 5, 2023.

On June 1, 2023, Hempacco Co. formed a new Nevada corporation, RD-HPCO, Inc. as the joint venture entity between the Hempacco and Nasir Ghesani, a New York distribution company doing business as "Reliable Distributor", for the purpose of entering new master distributor agreements whereby all Hempacco smokable products would be placed in New York area convenience stores. On May 7, 2023, Hempacco entered into a joint venture with Nasir Ghesani with each party owning 50% of the business. Any working capital needs would be provided by Hempacco.

On July 9, 2023, the Company entered into a Joint Venture with Vortex WBP, the entity will be named Fairy Dust, Inc., a Nevada corporation. The new entity will manufacture and market patented Hemp powder-based products in the United States, Canada and Mexico (Territory). The mutual partners will also get exclusivity in manufacturing and marketing Hemp Powder in the stipulated territories.

On July 10, 2023, Hempacco Co. signed a Purchase Agreement and an accompanying Assignment Agreement with Viva Veritas LLC ("Veritas") (successor to Curated Nutra) whereby Veritas agreed to assign its 50% interest in Green Star labs, Inc. ("GSL") to Hempacco together with additional equipment lines related to bottling and gummy production.

Green Globe International, Inc., Hempacco's parent company, owns a 50% interest and the management control of Green Star Labs, Inc. through the existing joint venture agreement and will continue to fully consolidated GSL under the guidance of ASC 810-10. Hempacco, having a significant interest in GSL will account for its investment under the equity method following the guidelines of ASC 323. The company will record its share of earnings or losses after elimination of intercompany gains and losses, as a single amount on its income statement.

The total purchase price to be paid by Hempacco is $3,500,000. The preliminary purchase price has been allocated as to $1,776,000 for the interest in Green Star Labs, and $1,724,000 for the equipment. $3,200,000 of the $3,500,000 total purchase price was paid by the Hempacco's issuance of a convertible promissory note to the seller, which became effective on July 10, 2023. As noted above, Hempacco had already paid the sum of $300,000 to Curated Nutra for the purchase of additional equipment, which represented the cash portion of the total $3,500,000 purchase price and was credited against the total purchase price by the seller, such that the total $3,500,000 purchase price was deemed paid after issuance of the $3,200,000 promissory note to the seller.

In accordance with ASC 323-10-50-3 the following additional disclosures are made with regard to this equity investment:

a) As mentioned above, the owners of Green Star Labs, Inc. and the respective ownership percentages are:

   i) Green Globe International, Inc. 50%
   ii) Hempacco Co., Inc. 50%

b) Hempacco, as the investor, will account for its interest under the equity method under GAAP/ASC 323

c) Hempacco purchased the equity interest for the sum of $1,776,000 with a further $1,724,000 being used for the purchase of certain items of production equipment needed to produce a new Hempacco product line.

d) The $1,776,000 paid for the equity stake is attributable to Basis Difference / (Equity Goodwill). This basis difference will be evaluated each quarter in comparison to the Investees earnings or losses and other changes in equity in order that the value of the equity investment on the Company's balance sheet can be adjusted accordingly.

e) GSL was a start-up operation in January 2022 and has recently started to generate operating profits. The purchase price was based on the future profitability and growth that Hempacco's new business lines and joint ventures will bring to GSL Hence any current comparison of the purchase price and the current net assets of GSL would be misleading.

f) The Company will, on a quarterly basis, monitor the underlying net assets of GSL in order to evaluate whether or not any adjustment is necessary to the carrying value of the equity investment in the books of the Company. Should GSL report other comprehensive income or changes to equity accounts, the Company will make the appropriate adjustments to its carrying cost to reflect its share of these additional items in accordance with the GAAP accounting standard.

g) GSL has no contingent issuances of shares, warrants or convertible promissory notes that might affect Hempacco's share of reported earnings or losses.

A review of the preliminary financial statements of Green Star labs, Inc. resulted in the Company reducing its equity investment in GSL by $28,619, being 50% of the preliminary net losses of GSL for the three months ended September 30, 2023. There will potentially be further adjustments needed in the fourth quarter of 2023.

The promissory note carries a 10% interest rate and matures twelve months from the issue date. The holder has the right, after 6-months after the issue date, to convert all or part of the then outstanding principal balance of the note into common stock of the issuer, provided, however, that the holder may not convert the note into Hempacco common stock to the extent that such conversion would result in the holder's beneficial ownership of Hempacco's common stock being in excess of 4.99% of Hempacco's issued and outstanding common stock. Additionally, the note contains a maximum issuance limitation such that the note will no longer be convertible after the Company has issued an aggregate of 5,572,000 shares upon conversion of the Note.

On September 5, 2023, the Company entered into an agreement with Sound Capital/Richard Chancis for the provision of investor awareness and public relations services. Compensation will be comprised of :

i) A monthly cash payment of $7,500, and

ii) The transfer of 500,000 shares of Hempacco common stock currently owned by the Company, transferred in quarterly installments.

The term of the agreement will be for a period of twelve months, subject to termination by either party with thirty-days written notice.

On September 5, 2023, the Company entered into an agreement with Sound Capital/Richard Chancis for the provision of Investor Awareness and Public Relations services. Compensation will be composed of:

i) A monthly cash payment of $7,500, which may be converted to a quarterly payment of $22,500 should both parties mutually agree on this point.

ii) The issuance of 500,000 shares of the Company's common stock, in quarterly installments.

The term of the agreement will be for a period of twelve months, subject to termination by either party with 30-days written notice.

Going Concern Matters

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles in the United States ("GAAP"), which contemplates the Company's continuation as a going concern. The Company incurred a net loss of $5,976,320 and $3,789,163 during the nine months ending September 30, 2023, and 2022 respectively, and has an accumulated deficit of $38,484,569 as of September 30, 2023. In addition, the Company has a working capital deficit of $3,994,396 as of September 30, 2023, exclusive of a $4,837,858 "Right of Use Asset" liability which is offset by a Right of Use Asset in the Other Assets section of the Balance Sheet.

Management intends to raise additional operating funds through equity and/or debt offerings. However, there can be no assurance management will be successful in its endeavors. Due to uncertainties related to these matters, there exists a substantial doubt about the ability of the Company to continue as a going concern. The accompanying financial statements do not include any adjustments related to the recoverability or classification of asset-carrying amounts or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern. If we are not able to successfully execute our future operating plans, our financial condition and results of operation may be materially adversely affected, and we may not be able to continue as a going concern.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying unaudited Condensed Financial Statements and related notes have been prepared in accordance with U.S. generally accepted accounting principles ("U.S. GAAP") for interim financial information and pursuant to the rules and regulations of the Securities and Exchange Commission (the "SEC"). The unaudited Condensed Consolidated Financial Statements reflect all normal recurring adjustments which, in management's opinion, are necessary for a fair statement of the Company's financial position, results of operations and stockholders 'equity and cash flow for interim periods.

These unaudited interim condensed financial statements do not include all of the information required in annual financial statements. Some of the fiscal 2022 comparative figures may have been reclassified to conform to the current period's presentation.

Principles of Consolidation

The financial statements include the accounts of the Company and all of its wholly owned subsidiaries. All significant inter-company balances and transactions have been eliminated in consolidation.

Joint Venture entities where the Company owns at least 51% voting control and controls the accounting, administration and financing of the entities will be accounted for under ASC 810-10 which will allow full consolidation of the assets and liabilities into the Company's balance sheet, with non-controlling interests being calculated and disclosed in the balance sheet and operating statement of the Company. Joint Venture entities where the Company owns less than 51% are evaluated for treatment as variable interest entities. The Company may provide accounting and administration for these entities, may have board of director control, and may provide the majority of funding for these entities. Any entities not falling within this criterion will be accounted for under ASC 323-30.

These condensed consolidated interim financial statements include the operating results and the assets of four joint venture entities that have been deemed variable interest entities for the period ended June 30, 2023. The non-controlling interests of these ventures have been disclosed on the consolidated balance sheet and income statement.

Equity Method Investments in Unconsolidated Affiliates

We apply the equity method of accounting for investments when we have significant influence, but not controlling interest in the investee. Judgment regarding the level of influence over each equity method investment includes key factors such as ownership interest, representation on the board of directors, participation in policy-making decisions, operational decision-making authority, and material intercompany transactions. Under this method of accounting, our proportionate share of the net income (loss) resulting from these investments is reported in "Other income and expenses" in the consolidated statements of operations since the activities of the investees are closely aligned with, and a critical part of, our operations. The carrying value of our equity method investments is reported as "Equity investment in related party" in our consolidated balance sheets.

For all equity method investments, we record our share of an investee's income or loss on a one quarter lag. We evaluate material events occurring during the quarter lag to determine whether the effects of such events should be disclosed in our financial statements. We classify distributions received from equity method investments using the cumulative earnings approach on our consolidated statements of cash flows. A change in our proportionate share of an investee's equity resulting from issuance of common shares or in-substance common shares by the investee to third parties is recorded as a gain or loss in our consolidated statements of operations in accordance with Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 323, "*Investments-Equity Method and Joint Ventures"* (Subtopic 10-40-1).

We assess investments for impairment whenever events or changes in circumstances indicate that the carrying value of an investment may not be recoverable. If the decline in value is considered to be other than temporary, the investment is written down to its estimated fair value, which establishes a new cost basis in the investment. We did not record any such impairment charges for any periods presented.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the reporting period. Some of these judgments can be subjective and complex, and, consequently, actual results may differ from these estimates.

Concentration of Credit Risk

Financial instruments, which potentially subject us to concentrations of credit risk, consist principally of cash. Our cash balances are maintained in accounts held by major banks and financial institutions located in the United States. The Company occasionally maintains amounts on deposit with a financial institution that are in excess of the federally insured limit of $250,000. The risk is managed by maintaining all deposits in high quality financial institutions.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and highly liquid investments with remaining maturities of less than ninety days at the date of purchase. We have not experienced any losses related to these balances, and we believe the credit risk to be minimal. The Company does not have any cash equivalents.

Inventory

Inventory is stated at the lower of cost and net realizable value on a first-in, first-out basis. Net realizable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Cost includes all expenses directly attributable to the manufacturing process as well as suitable portions of related production overheads, based on normal operating capacity. The Company periodically reviews the value of items in inventory and provides write-downs or write-offs of inventory based on its assessment of market conditions, including forecasted demand compared to quantities on hand, as well as other factors such as potential excess or aged inventories based on product shelf life, and other factors that affect inventory obsolescence.

Basic and Diluted Net Loss per Common Share

Pursuant to ASC 260, "Earnings Per Share," basic net income and net loss per share are computed by dividing the net income and net loss by the weighted average number of common shares outstanding. Diluted net income and net loss per share is the same as basic net income and net loss per share when their inclusion would have an anti-dilutive effect due to our continuing net losses.

For the nine months ended September 30, 2023, and 2022, the following outstanding dilutive securities were excluded from the computation of diluted net loss per share as the result of the computation was anti-dilutive.

	September 30 2023 (Shares)	September 30 2022 (Shares)
Series C Preferred Stock	2,000,002,800	2,000,002,800
Promissory Notes convertible to shares	3,380,032	1,039,500
Outstanding Warrants	1,135,823,597	1,135,823,597

Fair Value of Financial Instruments

FASB ASC 820, *Fair Value Measurements and Disclosure*s ("ASC 820") establishes a framework for all fair value measurements and expands disclosures related to fair value measurement and developments. ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

ASC 820 requires that assets and liabilities measured at fair value are classified and disclosed in one of the following three categories:

- Level 1—Quoted market prices for identical assets or liabilities in active markets or observable inputs.
- Level 2—Significant other observable inputs that can be corroborated by observable market data; and
- Level 3—Significant unobservable inputs that cannot be corroborated by observable market data.

The carrying amounts of cash, accounts receivable, accounts receivable – related parties, inventory, deposits and prepayments, accounts payable and accrued liabilities, accounts payable – related parties, customer pre-paid invoices & deposits, other short-term liabilities – equipment loan, operating lease – right of use liability – short term portion approximate fair value because of the short-term nature of these items.

Share-Based Compensation

The Company accounts for share-based compensation in accordance with ASC 718, "Compensation – Stock Compensation," which requires all such compensation to employees and non-employees, including the grant of employee stock options, to be calculated based on its fair value at the measurement date (generally the grant date), and recognized in the statement of operations over the requisite service period or as vesting occurs.

The Company recorded $9,750 and $22,750 in share-based compensation expense for the nine months ended

September 30, 2023, and 2022, respectively, pursuant to a contract with the Company's Chief Financial Officer.

Advertising and Marketing Costs

Costs associated with advertising and marketing promotions are expensed as incurred. Advertising and marketing expense was $977,003 and $723,219 for the nine months ended September 2023, and 2022, respectively.

Revenue Recognition

The Company recognizes revenue in accordance with ASC 606, Revenue from Contracts with Customers. The Company generally earns its revenue by supplying goods or providing services under contracts with its customers in two primary revenue streams: manufacturing and commercial product supply and white label development services. The Company measures the revenue from customers based on the consideration specified in its contracts, or the value of the amount invoiced should the initial order be a basic purchase order or emailed order.

The Company recognizes revenue from customers when control of the goods or services are transferred to the customer, generally when products are shipped, at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods.

Per Company policy, any product that doesn't meet the customer's expectations can be returned within the first 30 days of delivery in exchange for another product or for a full refund. Any product sold through a distributor or retailer must be returned to the original purchase location for any return or exchange. For the six months ended June 30, 2023, and 2022, the Company has not recorded any reserves on revenue.

The majority of the Company's revenue is derived from sales of branded products to consumers via our direct-to-consumer (DTC) ecommerce website, distributors, and retail and wholesale "white label" business-to-business (B2B) customers.

For larger orders, the Company requires the customer to make a deposit equal to 50% of the invoice or order total which is recorded as customer prepaid invoices and deferred revenue on the balance sheet. When the product is shipped the customer deposit is recorded into revenue. The Company recorded $1,565,720 and $814,777 in customer pre- paid invoices and deposits for goods ordered but not delivered, as of September 30, 2023, and December 31, 2022, respectively.

In 2019, Hempacco entered into an arrangement with a customer whereby the Hempacco was provided with product from the customer for Hempacco's and the customer's use. Under the arrangement, 50% of the product provided by the customer was to compensate Hempacco for their services for processing and packaging the customers remaining 50% share. The transaction was recorded at the fair market value of the inventory received, which was similar to the cost of the services to which were to be provided with an increase of $623,375 to inventory and customer deposits. As of September 30, 2023, and December 31, 2022, the customer deposit liability of $623,375 remained. The Company will defer revenue on customer deposits and record as revenue once the product is delivered.

Non-Controlling Interests

The Company accounts for the non-controlling interests in its subsidiaries and joint ventures in accordance with U.S. GAAP/ASC 805-20. The Company has chosen to record the Minority interests (NCI's) in the equity section of the balance sheet, and on the income statement, the profit or loss attributable to the minority interest will be reported as a separate non-operating line item.

The Company measures its NCI's using the percentage of ownership interest held by the respective NCI's during the accounting period in accordance with ASC 805-20. For the nine months ended September 30, 2023, and the year ended December 31, 2022, the Company reported minority interest in its accumulated losses and its net assets of ($74,774) and ($932,546) respectively. Details below.

	September 30 2023	December 31 2022
Minority Interest at beginning of the year	$ (932,546)	$ 51,551
Minority interests in accumulated deficit	(2,074,342)	(2,648,570)
Minority interests in net assets (less intangible assets)	2,932,114	1,664,473
TOTAL	$ (74,774)	$ (932,546)

In December 2021, Hempacco Co., Inc. issued 1,300,000 common shares at $1.00 per share to the public in a pre-IPO offering managed by Boustead Investments, LLC. Net proceeds of $1,027,565 were received by Hempacco after all commission and expenses. See Note 13 below for further details. This public offering by Hempacco Co., Inc. a subsidiary of Green Globe International, Inc. (its publicly traded parent company) is classified as a minority interest in the books of GGII and is taken into account when calculating the percentage of non-controlling interests of the parent company.

During the twelve months ended December 31, 2022, Hempacco recorded another $16,000 of pre-IPO equity raise expenses which were deducted from the net proceeds previously received. On or about April 7, 2022, Hempacco sold an additional 208,000 shares of common stock at $2.00 per share to nine investors, eight of which were third parties. Hempacco received gross proceeds of $416,000, and net proceeds of $355,475 after payment of commission and expenses to Hempacco's registered broker and the payment of expenses associated with the private offering and the public offering.

On September 1, 2022, Hempacco sold 1,000,000 shares of Hempacco common stock at $6.00 per share to its underwriter in Hempacco's IPO, and to Boustead Securities, LLC ("Boustead") pursuant to the underwriting agreement, in connection with the IPO (the "Underwriting Agreement"). After deducting the underwriting commission and expenses, Hempacco received net proceeds of $5,390,753.

Recent Accounting Pronouncements

In December 2019, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2019-12, Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes (ASU 2019-12), which simplifies the accounting for income taxes. This guidance will be effective for entities for the fiscal years, and interim periods within those fiscal years, beginning after December 15, 2020, on a prospective basis, with early adoption permitted. We adopted the new standard effective January 1, 2021, and do not expect the adoption of this guidance to have a material impact on our financial statements.

In August 2020, the FASB issued ASU 2020-06, ASC Subtopic 470-20 "Debt—Debt with "Conversion and Other Options" and ASC subtopic 815-40 "Hedging—Contracts in Entity's Own Equity". The standard reduced the number of accounting models for convertible debt instruments and convertible preferred stock. Convertible instruments that continue to be subject to separation models are (1) those with embedded conversion features that are not clearly and closely related to the host contract, that meet the definition of a derivative, and that do not qualify for a scope exception from derivative accounting; and, (2) convertible debt instruments issued with substantial premiums for which the premiums are recorded as paid-in capital. The amendments in this update are effective for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020, including interim periods within those fiscal years. The Company adopted this standard effective January 1, 2021.

The Company has reviewed all other recently issued, but not yet effective, accounting pronouncements and does not believe the future adoption of any such pronouncements may be expected to have a material impact on our financial statements.

NOTE 3 – ACCOUNTS RECEIVABLE

Accounts receivables are recorded in accordance with ASC 310, “Receivables.” Accounts receivables are recorded at the invoiced amount and do not bear interest. The allowance for doubtful accounts is the Company’s best estimate of the amount of probable credit losses in its existing accounts receivable. As of September 30, 2023, and December 31, 2022, accounts receivable consisted of the following:

		September 30 2023		December 31 2022
Accounts receivable	$	647,720	$	669,556
Accounts receivable - related parties		(131,895)	-	355,954
Allowance for doubtful accounts		-		(239,356)
Total accounts receivable	$	515,825	$	786,154

Hempacco recorded a reserve against the entire balance of accounts receivable, related parties, as of September 30, 2023. The Company eliminated this reserve on consolidation with Hempacco’s inter-company creditors.

Revenue Concentration

Sales to two of the Company’s customers made up approximately 35% and 28%, respectively, of our revenues for the three months ended September 30, 2023, and sales to one of the Company’s customers made up approximately 82% of our revenues for the three months ended September 30, 2022. Sales to three of the Company’s customers made up approximately 23%, 19% and 17%, respectively, of our revenues for the nine months ended September 30, 2023, and sales to one of the Company’s customers made up approximately 81% of our revenues for the nine months ended September 30, 2022. The balance receivable from three customers on September 30, 2023, and December 31, 2022, represents approximately 72%, 46% and 22%, respectively, of the total accounts receivable balance of $515,825 and $786,154. as of that date. As a result of a legal dispute between a major customer and a third party during 2022, we experienced a significant reduction in our projected revenues and cash flow during the nine months ended September 30, 2023.

NOTE 4 – INVENTORY

As of September 30, 2023, and December 31, 2022, inventory, which consists primarily of the Company’s raw materials, finished products and packaging is stated at the following amounts:

	September 30, 2023	**December 31, 2022**
Finished goods	$ 672,330	$ 280,089
Raw materials and labor (Net of obsolescence allowance)	1,052,830	898,803
Total inventory at cost less obsolescence allowance	$ 1,725,160	$ 1.178,892

The Company identified a potential for obsolescence in particular raw materials and provided an allowance for this risk in full in the year ended December 31, 2020, which was recorded within cost of goods sold in the amount of $623,375. This obsolescence allowance is continually re-evaluated and adjusted as necessary.

NOTE 5 - PROPERTY AND EQUIPMENT

See Note 10 for further information concerning the acquisition of kiosks.

As of September 30, 2023, and December 31, 2022, property and equipment consisted of the following:

	September 30, 2023	December 31, 2022
Production equipment	$ 8,002,615	$ 5,627,316
Leasehold improvements	31,431	31,431
Kiosks	3,665,104	3,841,925
	11,699,150	9,500,672
Accumulated depreciation	(1,241,313)	(961,983)
Total property and equipment	$ 10,457,837	$ 8,538,689

Depreciation expense totaled $311,907 and $381,023 for the nine months ended September 30, 2023, and 2022, respectively.

NOTE 6 – OPERATING LEASES – RIGHT OF USE ASSETS

The Company entered into a 24-month lease in respect of approximately 457 square feet of office space on September 1, 2021, for a period of 2 years, in Scottsdale, Arizona. A security deposit of $800 was paid, and the lease contains an option to extend for two further 24-month periods. Base monthly rent (inclusive of two parking spaces) commences at $850 per month (plus AZ rent taxes) with subsequent defined annual increases. The lease is full-service gross with the exception of internet services which are borne by the lessee. At inception of the lease, the Company recorded a right of use asset and liability in the amount of $16,567. The Company used an effective borrowing rate of 9.32% within the calculation.

Hempacco entered into a 72-month lease to lease approximately 6,300 square feet of manufacturing, storage, and office space on January 1, 2020, for a period of 6 years with Primus Logistics, Inc. (“Primus“), a related party that is controlled by Hempacco’s CEO. Approximately 1,800 square feet (28.5%) is used as a manufacturing facility with the balance used as corporate offices and storage. There was no security deposit paid, and the lease carries no optional extension periods. The term of the lease is for six years. At inception of the lease, recorded a right of use asset and liability. Hempacco used an effective borrowing rate of 6.23% within the Hempacco calculation.

In addition to the rental of manufacturing space, Hempacco transacts routine storage business with Primus. The primary business of Primus is the provision of cold storage facilities used for perishable raw materials and finished products from pharmaceutical manufacturing companies. Hempacco stores its raw hemp smokable material with Primus.

Base monthly rent commenced at $10,000 per month, with subsequent defined annual increases. All operating expenses are borne by the lessee. Amounts payable to the related party for rent as of September 30, 2023, and December 31, 2022, were $0 and $5,163 respectively. On September 30, 2023, and December 31, 2022, the amounts of $119,756 and $25,000 respectively, of prepaid rent were included in the deposits and prepayments account.

The Company assumed a 63-month lease in respect of a 47,544-sf industrial building in San Diego, as part of the terms of the Green Star Labs, Inc. joint venture. See Note 1 above. Base rental is $69,102 as of month 33, increasing by 3% on the anniversary date of the lease. The lease expires on July 31, 2024, and there is one 5-year option to extend for a further five years. The Company recorded a right of use asset and liability in the amount of $5,449,811 representing the net present value of the remaining lease payments at an incremental borrowing cost (“IBR”) of 5.75%. Management is reasonably certain that the lease will be extended for a further five years.

Operating lease right-of-use ("ROU") assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. ROU assets represent our right to use an underlying asset for the lease term and lease liabilities represent our obligation to make lease payments arising from the lease. Generally, the implicit rate of interest in arrangements is not readily determinable and the Company utilizes its incremental borrowing rate in determining the present value of lease payments. Hempacco's incremental borrowing rate is a hypothetical rate based on its understanding of what its credit rating would be. The operating lease ROU asset includes any lease payments made and excludes lease incentives. Our variable lease payments primarily consist of maintenance and other operating expenses from our real estate leases. Variable lease payments are excluded from the ROU assets and lease liabilities and are recognized in the period in which the obligation for those payments is incurred. Our lease terms may include options to extend or terminate the lease when it is reasonably certain that we will exercise that option. Lease expense for minimum lease payments is recognized on a straight-line basis over the lease term.

NOTE 7 – OTHER SHORT-TERM LIABILITIES – EQUIPMENT LOANS

On December 11, 2019, Hempacco entered into a loan for $1,500,000 within an initial maturity of 18 months to fund the purchase of equipment to use in its production. The loan did not have a stated interest rate, and, therefore, the Company calculated an imputed discount of $109,627, which was amortized over 18 months. As of December 31, 2022, the discount had been completely amortized. The loan is secured by the production equipment.

On January 6, 2022, the first payment of $50,000 was made to the lender. Hempacco was granted forbearance with respect to further loan payments until Hempacco's planned IPO was funded. On September 6, 2022, Hempacco Co. executed a settlement agreement and mutual release with the lender providing for the full repayment of the outstanding loan balance of $1,450,000 with a cash payment of $250,000 and the issuance of 266,667 restricted shares of Hempacco common stock. As of June 30, 2023, and December 31, 2022, the principal balance of the loan was $0.

On January 1, 2022, the Company acquired five operational vending kiosks located in Montreal, Canada. The agreed capital cost of approximately $168,618 was represented by the outstanding loan balance of $33,825 due to Ascentium Capital which was assumed by the Company plus $9,793 in cash, plus the remaining balance which would be paid when the Company took possession of the assets. The loan balance outstanding as of September 30, 2023 was $0.

Management is considering the possibility of having the kiosks re-located to our facility in Otay Mesa, California.

NOTE 8 – CONVERTIBLE NOTES

As of September 30, 2023, the following promissory notes, totaling $3,380,032 remain outstanding.

EFFECTIVE DATE	NAME		AMOUNT
July 10, 2023	Viva Veritas	$	3,200,000
November 11,2021	Mast Hill Fund, LLC	$	180,032

The Mast Hill Fund note is technically in default, but extension arrangements have been agreed with the lender, with a maturity date of November 30, 2023.

Warrant Agreements accompanied each promissory note. The terms of which can be found in Note 10 below. All warrants are valued using the Black-Scholes formula. Warrants issued in connection with a promissory note are capitalized and amortized over the life of the loan. The value of warrants issued as commission are expensed to interest expenses.

On or about June 24, 2022, GGII issued a promissory note to a related party for $100,000. The note carried an interest rate of 8% and matured on May 24, 2022, and was secured by 100,000 common shares of Hempacco Co., Inc. currently owned by GGII. On June 30, 2023, a settlement was reached for the issuance of 216,211 common shares of Hempacco Co. in full settlement of the principal and accrued interest.

NOTE 9 - WARRANTS

As of September 30, 2023, and December 31, 2022, the number of outstanding warrants of the Company was 1,135,823,597 and 1,135,823,597.

In addition, as noted below, on January 25, 2023, Hempacco issued 500,000 of warrants to purchase its own common shares to a joint venture partner.

The Black-Scholes model uses the following variables to calculate the value of an option or warrant:

Description	Input Range
a) Price of the Issuer's Security	$.003 - $.005
b) Exercise (strike) price of Security	$.0075 - $.03
c) Time to Maturity in years	1 to 5 years
d) Annual Risk-Free Rate	2-year T-Bill
e) Annualized Volatility (Beta)	59% - 493%

On August 11, 2021, Hempacco signed an agreement with Boustead Securities, LLC (the "Representative"), which was amended on or about June 18, 2022, effective as of August 11, 2021, with respect to a number of proposed financing transactions, including the initial public offering ("IPO") of Hempacco's common stock for which a listing on NASDAQ has been applied for, the private placement of Hempacco securities prior to the IPO ("pre-IPO Financings"), and other financings separate from the IPO or the pre-IPO Financings (each such other financing an "Other Financing"). See Note 13 below for further details.

In addition to the other compensation delineated in the agreement, Hempacco Co. agreed to issue and sell to the Representative (and/or its designees) on the closing date of an IPO or Other Financing as applicable, five-year warrants to purchase shares of the Hempacco's common stock. The warrants are equal to 7% of the gross offering amount at an initial exercise price of 150% of the offering price per share in the IPO, or 100% of the offering price in Other Financing.

On November 23, 2021, Hempacco Co. entered into a Broker Representation Agreement with a Third Party, whereby Broker would receive a commission of 10% on any Net sales brought to Hempacco by their efforts or introductions.

In particular, as a bonus for introducing a major client, Broker shall be granted 100,000,000 warrants in Green Globe International, Inc. common shares exercisable at $0.01 each for a period of three years.

The Black-Scholes valuation of the 100,000,000 warrants as of the contract date is $0.0018 per share for a total valuation of $178,317 which has been recorded as a one-time charge to the income statement due to there being no future performance obligations arising from this warrant award.

Between August and November 2021, warrants were issued to nine promissory note lenders (see note 9 above) as follows:

Series A warrants – 81,818,181 exercise price $.008250
Series B warrants - 104,347,824 exercise price $.008625

The warrants expire three years from the effective date of the promissory notes.

The value of the warrant discounts was calculated as $106,343 and $122,432 respectively for the Series A and the Series B warrants. The Black-Scholes variable inputs are shown in the table reproduced in this note above.

The Fair Market Value ("FMV") of the warrants was calculated by multiplying the number of warrants in each loan allocation by the valuation amount produced by the application of the Black-Scholes Model to each warrant allocation.

The warrant discount for each individual loan warrant allocation was calculated by applying the percentage that the FMV of each warrant bears to the total warrant value (FMV plus loan value) to the loan amount. The individual warrant discounts were then summed up to produce the quoted totals.

The warrant discounts are being amortized over the three-year life of the warrants.

J.H. Darbie also received 7,513,047 Series B warrants to purchase GGII common shares as additional compensation.

The value of the Darbie warrants was also calculated using the same methodology as for the lender's warrants and produced a valuation of $15,706 which was expensed as a commission.

On January 25, 2023, Hempacco issued fully vested warrants to purchase 500,000 shares of Hempacco's common stock to non-employees as compensation for services ("Compensation Warrants"). The Compensation Warrants have an exercise price of $1.00 and a contractual life of 5 years. As of September 30, 2023, total compensation costs related to the common stock warrants not yet recognized amounted to approximately $324,525. The amounts were recorded as prepaid compensation, for which there is a current and noncurrent portion that is amortized over the life of the contract. As of September 30, 2023, the current portion of $74,891 is included in prepaid expenses and other current assets on the balance sheet and the noncurrent portion of $249,634 is included in other assets. During the nine months ended September 30, 2023, $49,928 was amortized to sales and marketing expense.

NOTE 10 – LOAN PAYABLE

On June 15, 2020, Hempacco entered into a loan agreement with a third party whereby the Company received $85,000. The terms of the loan were for one year, with 0% interest. On January 15, 2021, the lender further advanced $83,328 on the same terms. In December 2021, a letter agreement and loan extension were signed by the lender in which it was confirmed that the new maturity date of the loan would be August 15, 2023. The maturity date was subsequently extended to August 15, 2024. As of September 30, 2023, and December 31, 2022, the balance outstanding was $136,173 and $142,770, respectively.

In July 2021, Hempacco secured a line of credit facility with First Citizens Bank in the amount of $100,000. The line of credit bears interest at a floating rate equal to 1.0% above the Wall Street Journal Prime Rate at any time and matured in July 2023. On July 1, 2023, the facility was renewed for an additional 12 months and will be reviewed by the bank for potential renewal on June 30, 2024. The line of credit is guaranteed by the CEO of the Company. As of September 30, 2023, and December 31, 2022, $100,000 and $0, respectively, were owed on the line of credit. On September 30, 2023, the interest rate on the facility was 9.25%.

NOTE 11 – RELATED PARTY TRANSACTIONS

As of September 30, 2023, and December 31, 2022, Hempacco Co. owed Primus $0 and $5,163 respectively, for rent and storage fees. As of September 30, 2023, and December 31, 2022, Primus had been paid $342,638 and $25,000 respectively, in advance, for rent and storage fees. During the nine months ended September 30, 2023, and 2022, Hempacco expensed $222,883 and $206,821, respectively, for services provided by Primus. Hempacco's CEO owns 90% of Primus.

As of September 1, 2022, the salaries of the CEO and the CMO, as defined in their respective employment agreements, were paid through the Hempacco's payroll service. These payments replace the prior independent contractor payments received by their entities, Strategic Global Partners, Inc. and Cube 17, Inc., respectively. Although employment contracts were dated from January 2022, salaries were paid with effect from September 1, 2022. During the three and nine months ended September 30, 2023, Hempacco incurred expenses of $60,000 and $180,000, respectively, related to salaries for the CEO and CMO. During the three and nine months ended September 30, 2022, Hempacco incurred expenses of $40,000 and $160,000, respectively, related to consulting fees for the CEO and CMO. Hempacco Co. does not believe there is substantial risk that employer taxes with penalties and interest may be due related to payments made to the CEO and CMO as consultants.

As of September 30, 2023, and December 31, 2022, Hempacco was owed $0 and $0, respectively, and owed $0, and $0, respectively, by and, to UST Mexico, Inc / US Tobacco de Mexico. ("UST Mexico") under a mutual line of credit agreement.

Hempacco Co. sells hemp products to UST Mexico and provides manufacturing consulting services. The value of goods and services provided to UST Mexico, which are recorded as revenue, was $8,800 and $15,359, respectively, for the three and nine months ended September 30, 2023, and $16,840 and $31,840 for the three and nine months ended September 30, 2022. UST Mexico is a manufacturer of tobacco cigarettes in Mexico and provides consulting services and parts for Hempacco's equipment. The value of goods and services provided by UST Mexico was $190,807 and $428,753, respectively, for the three and nine months ended September 30, 2023, and $57,181 and $147,184, respectively, for the three and nine months ended September 30, 2022. As of September 30, 2023, Hempacco prepaid expenses of $616,000 for products and services related to Hempacco Paper Company that are covered by open purchase orders. Subsequent to September 30, 2023, Hempacco advanced $66,000 to UST Mexico and received $62,600 from UST Mexico.

As of September 30, 2023, UST Mexico owned 947,200,000 shares of common stock of Green Globe International, Inc. UST Mexico is a related party by virtue of the CEO's 25% interest in UST Mexico.

On or about March 1, 2022, the Company entered into a mutual line of credit agreement with its parent company, Green Globe International, Inc. ("GGII"). The purpose of the credit agreement is to facilitate short-term borrowing needs on an interest-free basis, with advances being subject to repayment within 90 days with a maximum of $500,000 allowed to be outstanding within any 90-day period. On December 1, 2022, the maximum amount was increased to $1,500,000 and on September 30, 2023, the maximum loan amount was increased to $1,800,000.

As of September 30, 2023 and December 31, 2022, the balance owed to the Company by GGII was $1,684,053 and $692,119 respectively. Hempacco recorded a reserve of $1,684,053 against this balance as of September 30, 2023. Subsequent to September 30, 2023, Hempacco made additional loans of $96,400 to GGII.

During 2023 and 2022, Hempacco made short term cash advances directly to Green Star Labs, Inc., a subsidiary joint venture of the Company's parent, Green Globe International, Inc. On July 10, 2023, Hempacco acquired a 50% equity interest in Green Star Labs, Inc. As of September 30, 2023, and December 31, 2022, the balance owed by Green Star Labs, Inc. to Hempacco was $1,232,009 and $605,994, respectively. Hempacco concluded that collection of a portion of the loan balance may not be recoverable and therefore a partial impairment allowance of $945,835 was created as of September 30, 2023. Subsequent to June 30, 2023, Hempacco made loans of $266,000 to Green Star Labs, Inc.

During the nine-month period ended September 30, 2023, the Company made payments of approximately $0 (net of repayments) as pre-payment against purchase orders for new products primarily related to the Alfalfa Holdings LLC joint venture ("Snoop Dogg"). During the nine months ended September 30, 2023, the Company received approximately $409,342 in inventory from Green Star Labs, Inc. In the three months ended September 30, 2023, Green Star Labs shipped $416,551 of product to the Company as a form of repayment of the related party loans. Subsequent to September 30, 2023, the Company made additional loans of $230,500 to Green Star Labs, Inc. The value of all shipments of product by GSL to Hempacco will first be credited against the loans payable to Hempacco.

During the six months ended June 2023 and June 2022 the Company's Chief Financial Officer was issued an additional 5,000,000 shares of the Company's common stock pursuant to a Restricted Stock Agreement and consulting contract that stipulated a quarterly restricted stock award of 2,500,000 common shares as a component of base compensation. This consulting agreement expires on August 31, 2024.

Although GGII was a "shell company" at the time of the reverse merger in May 2021, the fact that Hempacco, an operating company with business assets and cash flow, had become its wholly owned subsidiary, did, in reality, make GGII also a fully operating company. GGII was maintained as a separate entity to be used as a holding company for potential acquisitions and new business lines. In January 2022 GGII acquired a 50% interest in Green Star Labs, Inc. a nutraceutical manufacturing enterprise in San Diego, California. It took several months before the OTC would consider removing the "shell" status symbol from GGII's pink open market dashboard page. Shell status was finally removed by the OTC in February 2022.

By the second half of 2021, GGII had developed relationships with lenders, and was able to negotiate a series of loans totaling $914,500 using convertible promissory notes as security. Thus, GGII was able to provide short term operational funding to its wholly owned subsidiary, Hempacco Co., Inc.

NOTE 12 – STOCKHOLDERS' EQUITY

Hempacco – Series A Preferred Shares

On May 20, 2021, the Hempacco's Board of Directors declared and authorized a 6% common share dividend to Series A Preferred Shareholders. Mexico Franchise Opportunities Fund ("MFOF") received dividends of $757,479 which, together with MFOF's 8,000,000 preferred shares were converted into 8,757,479 shares of Hempacco common shares.

On May 21, 2021, MFOF exchanged these Hempacco common shares for 33,473,197,809 shares of GGII common shares.

On September 28, 2021, Hempacco amended it Articles of Incorporation to increase its authorized Series A Preferred Shares to 50,000,000 and changed its par value to $0.001. The holder of Hempacco's Series A Preferred Stock is entitled to a dividend of 6% payable in common shares, if and when declared by Hempacco's Board of Directors. The Series A preferred shares shall not have the right to vote on matters presented to the holders of junior stock.

GGII – Series C Preferred Shares

As of September 30, 2023, and December 2022, Hempacco had 20,000,002,800 and 20,000,002,800 shares of preferred stock issued and outstanding, respectively.

Common Stock – GGII and Hempacco

The Company has authorized 75,000,000,000 common shares with a par value of $0.0001 per share. Each common share entitles the holder to one vote, in person or proxy, on any matter on which action of the stockholders of the Company is sought.

On or about April 7, 2022, Hempacco Co. issued 208,000 shares of Hempacco common stock at $2.00 per share to nine investors, eight of which were third parties. Hempacco received gross proceeds of $416,000, and net proceeds of $339,475 after payment of commissions and expenses to Hempacco's registered broker and the payment of expenses associated with the private offering and the Public Offering.

On April 22, 2022, the Company cancelled 25,102,906 common shares from a former officer who was ordered by the SEC to return shares.

On or about July 15, 2022, Hempacco Co. acquired from Nery's Logistics, Inc., an entity that is owned by a significant shareholder (greater than 10%) of Hempacco's parent, two cigarette production equipment lines together with multiple cigarette and cigar-related trademarks. The total acquisition price was deemed to be $4,000,000 to be paid solely by the issuance of 2,000,000 common shares of Hempacco. $3,400,000 was initially allocated to the value of the equipment, and the balance of $600,000 was allocated to intangible assets. A subsequent appraisal, performed in Mexico, valued the equipment at $2,278,337. No value was allocated to the trademarks. During the year ended December 31, 2022, Hempacco recorded a one-time charge of $1,121,663 to its statement of operations account in order to reduce the asset costs to net realizable value.

On July 15, 2022, Hempacco also settled two vendor accounts payable balances totaling $100,000 by the issuance of 50,000 common shares of Hempacco stock.

On September 1, 2022, Hempacco sold 1,000,000 shares of Hempacco common stock at $6.00 per share to its underwriter in Hempacco's IPO, and to Boustead Securities, LLC ("Boustead") pursuant to the underwriting agreement, in connection with the IPO (the "Underwriting Agreement"). After deducting the underwriting commission and expenses, Hempacco received net proceeds of $5,390,753.

On September 2, 2022, the Company issued 150,000,000 restricted common shares to Steven R. Peacock, a former employee of the Company who had filed several lawsuits in an attempt to enforce worthless contracts executed by former directors over a decade ago. After considering the potential additional legal costs that would be incurred in defending this case, despite our confidence of ultimate success, it was decided to remove this annoyance now and settle for a known amount as opposed to an unknown future cost.

On September 6, 2022, Boustead exercised its warrants to purchase the Hempacco's common stock issued to it in connection with IPO, pursuant to paragraph 1.3.1 of the Underwriting Agreement. Boustead elected to convert its right to purchase 70,000 common shares at $9.00 per share using the cashless basis formula in the warrants. The exercise resulted in the issuance of 54,928 shares of common stock to Boustead. The market price of these shares on the issue date was $4.74 per share, resulting in an increase of $55 in common stock and an increase in additional paid in capital of $260,303 as well as additional underwriting expenses of $260,358, which was a decrease to additional paid in capital.

On September 6, 2022, a settlement agreement and mutual release was signed by Hempacco and Titan Agency Management providing for the full repayment of the outstanding equipment loan balance with a cash payment of $250,000 and the issuance of 266,667 restricted shares of Hempacco common stock.

On September 17, 2022, Hempacco entered a Marketing Services Agreement with North Equities Corp. of Toronto, Canada, effective as of September 19, 2022, for an initial period of 6-months. Compensation for the initial period will be the issuance of 41,494 restricted shares of Hempacco's common stock under SEC Rule 144. This amount represents a market value of approximately $100,000 as of the effective date. The shares were issued to North Equities Corp. of Toronto on October 4, 2022. Hempacco will also reimburse North Equities for all direct, pre-approved and reasonable expenses incurred in performing the marketing services.

On September 19, 2022, the Company entered an investor relations consulting agreement with Dutchess Group LLC ("Dutchess") of San Diego, California, for a period of six months. Dutchess will advise on the production of the Company's investor relations material, work with the Company on press release writing, editing and managing social media content. Dutchess will also assist the Company in arranging quarterly shareholder calls and will disseminate public company information to interested parties selected and approved by the Company. Compensation will be made by the issuance of 100,000,000 Rule 144 restricted common shares of the Company, issued in five monthly installments commencing on September 20, 2022.

On October 12, 2022, Hempacco entered a Broadcasting and Billboard Agreement with FMW Media Works LLC ("FMW") of Hauppauge, New York, for a period of six months. FMW will produce an informative TV show which will discuss Hempacco and its business. Total compensation will be made through the issuance of 63,292 restricted common shares of Hempacco under SEC Rule 144. The market value of the issued shares was $148,103 and was expensed in full in 2022.

On November 2, 2022, the Company entered a Broadcasting and Billboard Agreement with FMW Media Works LLC ("FMW") of Hauppauge, New York, for a period of twelve months. FMW will produce an informative TV show which will discuss the Company and its businesses. Compensation will be made by the issuance of 90,000,000 rule 144 restricted common shares of the Company, plus $5,000 per month in cash for the term of the agreement.

See Notes 9 and 12 for additional discussion of issuances of common stock.

NOTE 13 – COMMITMENTS AND CONTINGENCIES

On or about October 7, 2022, Hempacco accepted service in a suit filed in the United States District Court for the Southern District of New York by Long Side Ventures LLC, R & T Sports Marketing Inc., Sierra Trading Corp., Taconic Group LLC, KBW Holdings LLC, Robert Huebsch, Ann E. Huebsch, Joseph Camberato, Joseph Crook, Sachin Jamdar, Michael Matilsky, Gerard Scollan, and Daisy Arnold (collectively "Plaintiffs") against Hempacco Co., Inc., Mexico Franchise Opportunity Fund, LP, Sandro Piancone, Jorge Olson, Neville Pearson, Stuart Titus, Jerry Halamuda, Retail Automated Concepts, Inc. f/k/a Vidbox Mexico Inc., and Vidbox Mexico S.A. De C.V. (collectively "Defendants") (Case No. 1:22-cv-08152 (ALC)). The suit alleged that (i) Plaintiffs previously received a judgment (the "Judgment") in a New York state court action (the "State Action") against Retail Automated Concepts, Inc. ("RAC") and Vidbox Mexico S.A. De C.V. ("Vidbox Mexico"), for breach of promissory notes issued by RAC to the Defendants in 2018 and guaranteed by Vidbox Mexico, and (ii) prior to the filing of the State Action, the Defendants fraudulently transferred and commingled assets, specifically 600 retail kiosks, in order to avoid enforcement of the Judgment with the Plaintiffs seeking monetary damages from Defendants. On or about November 29, 2022, the court granted the Defendants' request to file a motion to dismiss the suit, and on December 30, 2022, the Defendants filed a motion to dismiss the suit for failure to state a claim and lack of personal jurisdiction. The court has not yet ruled on the motion to dismiss. Defendants believe the suit is without merit and intend to defend the matter vigorously.

On or about August 31, 2023, our defense counsel received a decision from the court in response to our motion to dismiss. The court's decision is summarized below:

- All defendants, except Sandro Piancone and Jorge Olson, have been dismissed without prejudice due to a lack of personal jurisdiction.
- Personal jurisdiction exists over Sandro Piancone and Jorge Olson because they are "closely related" to Vidbox Mexico, and thus, subject to the New York forum selection clause included in the Securities Purchase Agreements (Sandro signed the agreement on behalf of Vidbox Mexico and Jorge is purportedly a controlling officer).
- Despite the lack of personal jurisdiction over all defendants, except Sandro and Jorge, the Court has directed the parties to conduct jurisdictional discovery and then will allow Plaintiffs to amend the complaint for purposes of asserting jurisdiction over all defendants; and

The Court did not rule on the substantive merits of Plaintiffs' claims despite our request that it do so and dismiss them based on various deficiencies (likely because of its finding that jurisdiction was lacking on 7 of the 9 defendants and its directive regarding jurisdictional discovery).

A conference call with the Court and the Plaintiff was held on October 16, 2023, for the purposes of deciding how to proceed with the pending jurisdictional issues, the Court agreed to give the parties 2 weeks to continue discussions. A joint letter is now due on October 31, 2023, wherein the parties will either inform the court that an agreement of some type has been reached, (i.e., plaintiffs drop certain defendants/Hempacco and MFOF consent to jurisdiction) or will provide the Court with a proposed schedule on jurisdictional discovery.

On or about September 15, 2023, the Company accepted service in a suit filed in the Superior Court of the State of California by the People of the State of California (by and through Rob Bonta, Attorney General), alleging that the Defendant, (together with eight other co-defendants) did knowingly sell inhalable hemp products in California contrary to Assembly Bill 45. The suit also alleges that Defendants failed to warn their customers of the risks involved by the inhalation of the highly toxic chemicals that are present in all commercial hemp products, contrary to Proposition 65 that requires all such products to carry prop 65 warnings on the packaging.

The Plaintiff is asking the court for civil penalties of $2,500 against Defendants for each violation and to award Plaintiff the cost of its suit, and to grant such other and further relief as the court deems just and proper.

The Company recognizes that two transactions with on-line suppliers could have occurred subsequent to the AB 45 ban, however, for all intents and purposes the company ceased its distribution and sale of hemp smokable products as soon as was practical after AB 45 was enacted.

The Company also prints Proposition 65 warnings on all of its products that might be considered to contain (in the opinion of the State of California) "highly toxic chemicals".

The Company feels that this matter could have been handled through the normal administrative process that applies to any business found to be committing acts or business practices that are contrary to the rules and regulations of the governing authority.

To use a lawsuit for this purpose was highly unnecessary and without merit. The Company expects to be able to negotiate a settlement of the matter without imposing on the valuable time of the Superior Court.

NOTE 14 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events through the date of issuance of these financial statements:

On or around October 18, 2023, Hempacco executed a one-year Promissory Note, a Share Purchase Agreement and other supporting legal documents in connection with a series of Securities Purchase Agreements with First Fire Global Opportunities Fund, LLC.

The aggregate amount of these agreements is $3,000,000 (the Commitment), with the first Promissory Note having a principal amount of $277,778 and a purchase amount of $250,000. Each Note will carry an interest rate of 10% per year in addition to the 10% Original Issuer Discount ("OID"). The Company received net proceeds of $220,000 after deduction of the 10% OID, brokers commission of $20,000 and Investor's legal expenses of $10,000.

The Note Holder is restricted from holding more than 4.99% of the Company's outstanding common shares at any time.

The Investor received additional compensation comprised of i) the issue of common shares (the commitment shares) amounting to 10% of each Promissory Note amount, and 2) 120,370 warrants to purchase common shares at $1.50 per share during a period of five years from the date of the Promissory Note.

The Note Holder has the option to convert all or a part of the outstanding debt into common stock at a fixed conversion rate of $1.50 provided that the loan is not in default.

On October 18, 2023, Hempacco issued 27,777 common shares to the Note Holder in accordance with the Share Purchase agreement together with 120,370 five year warrants. This warrant number is derived from the percentage that 1,300,000 warrants bear to a total purchase commitment of $3,000,000.

On October 19, 2023, a Note and other ancillary documents were signed in connection with a second tranche of funding under the First Fire umbrella commitment. The Promissory Note Holder is Mast Hill Fund, LLC. The gross amount of the Promissory Note is $835,000 and the purchase amount, after deducting the OID is $751,500. The Company received net proceeds of $686,760 after deduction of the brokers commission of $57,240 and Investor's legal expenses of $7,500.The Investor received additional compensation comprised of i) the issue of common shares (the commitment shares) amounting to 10% of each Promissory Note amount, and 360,805 warrants to purchase common shares at $1.50 per share during a period of five years from the date of the Promissory Note.

On October 19, 2023, Hempacco issued 83,497 common shares to the Note Holder in accordance with the Share Purchase agreement together with 361,832 5-year warrants.

Both of the above referenced Promissory Notes call for monthly payments of principal and interest in the aggregate of $185,478 commencing on February 18/19, 2024.

On November 6, 2023, Hempacco signed two agreements with Aspire North America, LLC, ("Aspire") as follows:

a) Manufacturing & Supply Agreement ("MSA")

b) Exclusive Distribution Agreement ("EDA")

Aspire is a leading Los Angeles based, developer, manufacturer and marketer of cannabis vaporizer hardware.

The MSA provides for Hempacco Co., as a client of Aspire, to manufacture at Client's Facility finished consumer vaporization goods using the products, filling Machines, their respective patents and other IP Rights embodied therein, and to fill with Client's Finished Oils (collectively, "Finished Goods"); and (b) sell and distribute the Client Products as part of Client's Finished Goods throughout the Territory (collectively, "Limited Distribution License").