



INDEPENDENT ACCOUNTANT'S REVIEW REPORT

To the Board of Directors and
Shareholders of Global Green, Inc.

We have reviewed the accompanying consolidated balance sheet of Global Green, Inc. and its wholly owned subsidiary (together, the "Company") as of December 31, 2015, and the related consolidated statements of operations, shareholders' deficit, and cash flows for the year then ended. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. Those standards require us to perform procedures to obtain limited assurance that there are no material modifications that should be made to the financial statements. We believe that the results of our procedures provide a reasonable basis for our report. Based on our review, We are not aware of any material modifications that should be made to the 2015 consolidated financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 2 to the consolidated financial statements, the Company has incurred net losses and negative cash flows since inception. These conditions raise substantial doubt about its ability to continue as a going concern. Management's plans regarding those matters also are described in Note 2. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion on the consolidated financial statements is not modified with respect to this matter.

The 2014 financial statements were audited by us and we expressed an unmodified opinion on them in our report dated March 24, 2015, but we have not performed any auditing procedures since that date.

Accell Audit & Compliance, PA

Tampa, Florida
March 17, 2016

Global Green, Inc.
Consolidated Balance Sheets
December 31, 2015 and 2014

| | <u>December 31, 2015</u> | <u>December 31, 2014</u> |
|--|------------------------------|------------------------------|
| ASSETS | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 282 | \$ 7,833 |
| Travel advances to officer | 2,000 | 2,000 |
| Total current assets | <u>2,282</u> | <u>9,833</u> |
| Intangible asset, net | <u>5,123</u> | <u>5,759</u> |
| Total assets | <u><u>\$ 7,405</u></u> | <u><u>\$ 15,592</u></u> |
| LIABILITIES AND SHAREHOLDERS' DEFICIT | | |
| Current liabilities: | | |
| Accounts payable | \$ 782 | \$ 12,905 |
| Accrued Interest – related party (see Note 6) | 18,006 | 5,423 |
| Due to shareholders | 500 | 500 |
| Convertible advance- related party (see Note 6) | <u>267,908</u> | <u>221,908</u> |
| Total liabilities | <u>287,196</u> | <u>240,736</u> |
| Shareholders' deficit: | | |
| Preferred stock; no par value; 100,000,000 shares authorized; no shares outstanding at December 31, 2015 and 2014 | - | - |
| Common stock; \$.00001 par value; 3,000,000,000 shares authorized; 745,761,432 shares issued and outstanding at December 31, 2015 and 2014 | 7,458 | 7,458 |
| Additional paid in capital | 285,573 | 285,573 |
| Deficit accumulated during the development stage | <u>(572,822)</u> | <u>(518,475)</u> |
| Total shareholders' deficit | <u>(279,791)</u> | <u>(225,444)</u> |
| Total liabilities and shareholders' deficit | <u><u>\$ 7,405</u></u> | <u><u>\$ 15,292</u></u> |

See accompanying notes to the consolidated financial statements.

Global Green, Inc.
Consolidated Statements of Operations
For the Years Ended December 31, 2015 and 2014

| | Year Ended December 31, 2015 | Year Ended December 31, 2014 |
|---|---|---|
| | <u>2015</u> | <u>2014</u> |
| REVENUES | \$ - | \$ - |
| OPERATING EXPENSES | | |
| Professional fees | 36,185 | 45,998 |
| Interest expense (see Note 7) | 12,583 | 12,339 |
| General and administrative | 2,879 | 11,990 |
| Stock Agent Transfer Fees | 1,925 | 2,400 |
| Bank fees | 439 | 30 |
| Amortization | 336 | 336 |
| Vaccine testing | - | 5,000 |
| Investor relations | - | 12,000 |
| Total operating expenses | <u>54,347</u> | <u>90,093</u> |
| NET LOSS | <u>\$ (54,347)</u> | <u>\$ (90,093)</u> |
| | | |
| Net loss per share applicable to common stockholders — basic and diluted | <u>\$ (0.00)</u> | <u>\$ (0.00)</u> |
| | | |
| Weighted average number of shares outstanding – basic and diluted | <u>745,761,432</u> | <u>745,761,432</u> |

See accompanying notes to the consolidated financial statements.

Global Green, Inc.
Consolidated Statements of Shareholders' Deficit
For the Year Ended December 31, 2015 and 2014

| | <u>Common Shares</u> | <u>Common Stock</u> | <u>Additional Paid in Capital</u> | <u>Accumulated Deficit</u> | <u>Total Shareholders' Deficit</u> |
|-----------------------------------|--------------------------|-------------------------|---|--------------------------------|--|
| BALANCE, December 31, 2013 | 745,761,432 | \$ 7,458 | \$ 285,573 | \$ (428,382) | \$ (135,351) |
| Net loss | - | - | - | (90,093) | (90,093) |
| BALANCE, December 31, 2014 | 745,761,432 | 7,458 | 285,573 | (518,475) | (225,444) |
| Net loss | - | - | - | (54,347) | (54,347) |
| BALANCE, December 31, 2015 | <u>745,761,432</u> | <u>\$ 7,458</u> | <u>\$ 285,573</u> | <u>\$ (572,822)</u> | <u>\$ (279,791)</u> |

See accompanying notes to the consolidated financial statements.

Global Green, Inc.
Consolidated Statements of Cash Flows
For the Years Ended December 31, 2015 and 2014

| | <u>Year Ended</u> <u>December 31, 2015</u> | <u>Year Ended</u> <u>December 31, 2014</u> |
|--|---|---|
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Net Loss | \$ (54,347) | \$ (90,093) |
| Adjustments to reconcile net loss to net cash used in operating activities: | | |
| Amortization | 336 | 336 |
| Change in assets and liabilities: | | |
| Prepaid expenses | - | 750 |
| Travel advances to officer | - | 4,000 |
| Accounts payable | (12,123) | (36) |
| Accrued interest – related party | 12,583 | (7,564) |
| Net cash used in operating activities | <u>(53,551)</u> | <u>(92,607)</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Proceeds from convertible advance - related party | 46,000 | 10,000 |
| Repayments on convertible advance - related party | - | (23,092) |
| Net cash provided by/used in financing activities | <u>46,000</u> | <u>(13,092)</u> |
| NET CHANGE IN CASH | (7,551) | (105,699) |
| CASH, beginning of period | <u>7,833</u> | <u>113,532</u> |
| CASH, end of period | <u>\$ 282</u> | <u>\$ 7,833</u> |
| SUPPLEMENTAL DISCLOSURES: | | |
| Cash Paid for Interest | <u>\$ -</u> | <u>\$ 5,630</u> |

See accompanying notes to the consolidated financial statements.

Global Green, Inc.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014

NOTE 1 **NATURE OF ORGANIZATION**

Global Green, Inc. (the "Company") is a Florida Corporation incorporated on July 12, 2004 (inception) as a wholly owned subsidiary of Global Assets & Services, Inc. In September 2004, the Company was spun out into a separate legal entity. The Company changed its name from The Global Tech Assets, Inc. to Global Green, Inc. in April 2010 and its fiscal period end is December 31.

Under the Share Exchange Agreement executed on November 29, 2010, between the Company and Nutritional Health Institute, LLC ("NHIL"), the Company acquired 100% of the issued and outstanding stock of Global Green International, Inc. ("GGII"), a wholly owned subsidiary of NHIL. At the same time, the Company issued approximately 683 million shares of its common stock, representing 93% of the ownership of the Company, to NHIL. After the above mentioned acquisition as per the Share Exchange Agreement, the Company has become a majority-owned subsidiary of NHIL. As the effective control over GGII did not change, in accordance with the Financial Accounting Standards Board's ("FASB") Accounting Standards Codification ("ASC") 805 *Business Combinations*, GGII is consolidated at its book value (See Note 4). Prior to November 2010, GGII had no assets or operations, so there was no impact to the historical financial statements.

GGII, a wholly-owned subsidiary of the Company, has been granted the exclusive worldwide rights (the "Licensing Agreement") to manufacture, distribute, market and sell a Salmonella Antigen and Vaccine (the "Vaccine"). The Licensing Agreement was executed between NHIL and GGII before the Company acquired the 100% ownership of GGII and is the only asset of GGII.

In February 2011, the Vaccine entered into the final phase of becoming a United States Department of Agriculture ("USDA") approved vaccine for the in ovo vaccination of chicken eggs to provide immunity against Salmonella bacteria. In May 2011, the United States Patent and Trademark Office granted a patent for the method and composition in the Vaccine. In August 2011, an additional patent was granted related to the vaccine.

On November 19, 2015, Nutritional Health Institute Laboratories entered into a Plan of Merger with Biovaccine, Inc., a Florida corporation ("Biovaccine"), and World Health Solutions, LLC, a Florida limited liability company ("WHS"). The separate existence and organization of NHIL and Biovaccine ceased upon the Effective Date and World Health Solutions, LLC is the surviving party. World Health Solutions is the majority shareholder of the Company, owning approximately 81% of the Company's issued and outstanding common stock.

As of December 31, 2015, the Company has not commenced principal operations. As a result, there is a risk that the Company may not get future USDA approval to manufacture, distribute, market and sell the Vaccine to unspecified users. The Vaccine could be used for private customized vaccine markets. Additionally, there is a risk that the Company may face challenges obtaining future capital from financing activities.

NOTE 2 **GOING CONCERN**

These consolidated financial statements have been prepared on a going concern basis which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business for the foreseeable future. As of December 31, 2015, the Company has incurred net losses of \$572,822 and a net working capital deficit of \$284,914 since inception.

Management's plans include raising capital through the equity markets to fund operations and eventually, the generating of revenue through its business; however, there can be no assurance that the Company will be successful in such activities. These consolidated financial statements do not include any adjustments relating to the recovery of the recorded assets or the classifications of the liabilities that might be necessary should the Company be unable to continue as a going concern.

Global Green, Inc.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014

NOTE 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") on the accrual basis of accounting. All significant intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to adopt accounting policies and make estimates and assumptions that affect amounts reported in the consolidated financial statements. The significant accounting policies, estimates and related judgments underlying the Company's consolidated financial statements are summarized below. In applying these policies, management makes subjective judgments that frequently require estimates about matters that are inherently uncertain. Actual results could differ materially from those estimates.

Cash and Cash Equivalents

The Company considers all investments with a maturity date of three months or less when purchased to be cash equivalents. There were no cash equivalents at December 31, 2015 and 2014.

Revenue Recognition

The Company recognizes revenue on arrangements in accordance with Securities and Exchange Commission Staff Accounting Bulletin Topic 13, *Revenue Recognition* and ASC 605-15-25, *Revenue Recognition*. In all cases, revenue is recognized only when the price is fixed or determinable, persuasive evidence of an arrangement exists, the service is performed and collectability is reasonably assured. The Company did not report any revenues for the periods ended December 31, 2015 and 2014.

Earnings Per Share

The Company has adopted ASC 260-10-50, *Earnings Per Share*, which provides for the calculation of "basic" and "diluted" earnings per share. Basic earnings per share includes no dilution and is computed by dividing net income or loss available to common shareholders by the weighted average common shares outstanding for the period. Diluted earnings per share reflect the potential dilution of securities that could share in the earnings of an entity. Basic and diluted losses per share were the same at the reporting dates as there were no common stock equivalents outstanding at December 31, 2015 and 2014.

Concentrations

Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash.

Occasionally, cash balances may exceed amounts insured by the Federal Deposit Insurance Corporation ("FDIC"). Accordingly, the Company places its cash and cash equivalents with financial institutions considered by management to be of high credit quality.

Income Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Additionally, the recognition of future tax benefits, such as net operating loss carryforwards, is required to the extent that realization of such benefits is more likely than not. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which the assets and liabilities are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period that includes the enactment date.

Global Green, Inc.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014

In the event the future tax consequences of differences between the financial reporting bases and the tax bases of the Company's assets and liabilities result in deferred tax assets, an evaluation of the probability of being able to realize the future benefits indicated by such asset is required. A valuation allowance is provided for the portion of the deferred tax asset when it is more likely than not that some or all of the deferred tax asset will not be realized. In assessing the realizability of the deferred tax assets, management considers the scheduled reversals of deferred tax liabilities, projected future taxable income, and tax planning strategies.

The Company files income tax returns in the United States and Florida, which are subject to examination by the tax authorities in these jurisdictions. Generally, the statute of limitations related to the Company's federal and state income tax return is three years. The state impact of any federal changes for prior years remains subject to examination for a period up to five years after formal notification to the states.

Management has evaluated tax positions in accordance with ASC 740, *Income Taxes*, and has not identified any significant tax positions, other than those disclosed.

Reclassifications

Certain reclassifications have been made to the prior year balances in order to conform to the current year presentation.

Subsequent Events

In accordance with ASC 855, *Subsequent Events*, the Company evaluated subsequent events through March 17, 2016, the date the consolidated financial statements were available for issue.

NOTE 4

INTANGIBLE ASSET

The Company accounts for its intangible asset in accordance FASB ASC 350 *Intangibles—Goodwill and Other*. The intangible asset consists of the Licensing Agreement and is carried at an allocated cost, less accumulated amortization. The Licensing Agreement was executed on November 29, 2010 between NHIL and GGII, before the Company acquired the 100% ownership of GGII as described in Note 1. The provisions in the License Agreement include the Company's responsibilities to protect the Vaccine information and to assume financial responsibilities for the acquisition of USDA approval of the Vaccine. The License Agreement has no expiration date, but is being amortized over the 20 year legal life of the related patent. As the effective control over GGII did not change after acquisition by the Company, in accordance with ASC 805, *Business Combinations*, the License Agreement is consolidated at the book value. At December 31, 2015 and 2014, the company recorded amortization expense of \$336 and \$336, respectively. The Company expects amortization expense to be approximately \$336 per year for each of the next five fiscal years.

Components of intangible asset at the periods ended are as follows:

| | December 31, 2015 | December 31, 2014 |
|--------------------------|------------------------------|------------------------------|
| License Agreement | \$ 6,831 | \$ 6,831 |
| Accumulated amortization | (1,708) | (1,372) |
| Intangible asset, net | <u>\$ 5,123</u> | <u>\$ 5,459</u> |

Global Green, Inc.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014

NOTE 5 TAXES

The components of income tax benefit for the years ended are as follows:

| | <u>December 31, 2015</u> | <u>December 31, 2014</u> |
|-------------------------------|------------------------------|------------------------------|
| Current tax benefit | \$ (20,434) | \$ (33,875) |
| Change in valuation allowance | <u>20,434</u> | <u>33,875</u> |
| | <u>\$ -</u> | <u>\$ -</u> |

The difference between income tax benefit computed by applying the statutory federal income tax rate to earnings before taxes for the years ended are as follows:

| | <u>December 31, 2015</u> | <u>December 31, 2014</u> |
|--|------------------------------|------------------------------|
| Pretax loss at federal statutory rate | \$ (18,478) | \$ (30,632) |
| State income benefit, net of federal benefit | (1,956) | (3,243) |
| Change in valuation allowance | <u>20,434</u> | <u>33,875</u> |
| | <u>\$ -</u> | <u>\$ -</u> |

The components of deferred taxes are as follows:

| | <u>December 31, 2015</u> | <u>December 31, 2014</u> |
|------------------------------|------------------------------|------------------------------|
| Deferred income tax assets: | | |
| Operating loss carryforwards | \$ 215,382 | \$ 194,948 |
| Less: Valuation allowance | <u>(215,382)</u> | <u>(194,948)</u> |
| | <u>\$ -</u> | <u>\$ -</u> |

At December 31, 2015 and 2014, a valuation allowance was established for the entire amount of the net deferred tax asset as the realization of the deferred tax asset is dependent on future taxable income.

At December 31, 2015, the Company had net operating loss carryforwards for tax purposes of \$572,822 which will expire beginning in 2031, if not previously utilized.

Global Green, Inc.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2015 and 2014

NOTE 6 **RELATED PARTY TRANSACTIONS AND COMMITMENTS**

On January 15, 2013, the Company entered into a convertible advance with the Company's Chief Executive Officer and Chairman. The advance, with a face value of \$300,000, bears interest at 5% per annum and is payable on demand. The advance is convertible, at the holder's option, into the Company's common or preferred shares based on the value of the shares at the execution date of the advance. The convertible advance is valued at the greater of the face value of the advance or the fair value of the shares, if converted. At December 31, 2015 and 2014, the convertible advance was recorded at \$267,908 and \$221,908, respectively. Accrued interest related to this advance was \$18,006 and \$5,423 at December 31, 2015 and 2014, respectively, and is included in accrued interest – related party on the consolidated balance sheets.

The Company has exclusive rights to the Licensing Agreement with NHIL, the Company's majority shareholder, in which its wholly-owned subsidiary, GGII, assumes the financial responsibility for the acquisition and maintenance of all patents, as well as USDA's approval of Vaccines.

NOTE 7 **CONTINGENCIES**

During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with ASC 450-20-50, *Contingencies*. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals. As of December 31, 2015, the Company is not aware of any contingent liabilities that should be reflected in the accompanying consolidated financial statements.