

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Bubblr, Inc.

21 West 46th St,
New York, NY 10036

647-646-2263

WWW.BUBBLR.COM

investorrelations@bubblr.com

SIC:4813

Quarterly Report

For the Period Ending: June 30, 2021
(the "Reporting Period")

As of June 30, 2021, the number of shares outstanding of our Common Stock was: 140,102,075

As of March 31, 2021, the number of shares outstanding of our Common Stock was: 132,897,955

As of December 31, 2020, the number of shares outstanding of our Common Stock was: 132,565,225

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

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.

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.

The name of the issuer is BUBBLR INC.

We were originally incorporated in Nevada on May 4, 1998 under the name "Llebpmac, Inc." On November 1, 2000, we changed our name to "Cash Foods, Inc." and operated under that name until May 16, 2003, when we changed our name to U.S. Wireless Online, Inc and operated under that name until March 30, 2020 when we changed our name to Bubblr, Inc.

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

The issuer was re-established in the State of Wyoming on October 22, 2019 and is in good standing and "Active". The original incorporation was in Nevada May 4, 1998

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:

On March 26, 2020 US Wireless Online, Inc., UWRL Acquisition Inc. and Bubblr Holdings Limited completed the Agreement of Merger.

On August 13, 2020, we effected a 555-to-1 reverse split of our common stock. As a result of the reverse split, every 555 pre-split shares of the Company's common stock outstanding on the effective date of the reverse split were automatically combined into one new share of common stock without any action on the part of the holders, and the number of outstanding shares of common stock was reduced from approximately 99,065,205 to approximately 179,444 (subject to the rounding up of fractional shares). All historical share balances and share price-related data in this report have been adjusted based on the 555-to-1 reverse split ratio.

On September 9, 2020 Bubblr Inc issued 127,811,328 common stock to the shareholders of Bubblr Holdings on a one-for-one basis as consideration for the merger

On September 9, 2020 Bubblr Inc issued 4,474,453 common stock in consideration of services rendered in the successful completion of the merger.

On October 30, 2020 the company directors raised the authorized share of the company's preferred B stock to twelve million (12,000,000) shares.

On November 12, 2020 the company directors and majority class holders conducted a reverse split of the corporations issued and outstanding Class B Preferred Stock on a basis of one (1) share for each six million (6,000,000). The reverse split left two (2) share issued and outstanding.

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

21 West 46th St, New York, NY 10036

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

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

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

Yes: ☒ No: ☐

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

On October 8, 2019, Mr. Ben Berry, President of Synergy Management Group LLC filed an Application for Appointment of Custodian Pursuant to Section 78.347 of the Wyoming Revised Statutes with the District Court of Laramie, Wyoming. On October 30, 2019, Mr. Berry as custodian, appointed himself as the Company's sole director and officer. On December 16, 2019 Mr. Berry resigned as the Company's director and officer.

2) Security Information

Trading symbol:	<u>BBLR</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>117768101</u>
Par or stated value:	<u>\$0.01</u>
Total shares authorized:	<u>3,000,000,000</u> as of date: <u>June 30, 2021</u>
Total shares outstanding:	<u>140,102,075</u> as of date: <u>June 30, 2021</u>
Number of shares in the Public Float ² :	<u>7,022,876</u> as of date: <u>June 30, 2021</u>
Total number of shareholders of record:	<u>699</u> as of date: <u>June 30, 2021</u>

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

Trading symbol:	<u>N/A</u>
Exact title and class of securities outstanding:	<u>Special 2019 Series A Preferred Shares</u>
CUSIP:	<u>N/A</u>
Par or stated value:	<u>0.001</u>
Total shares authorized:	<u>1</u> as of date: <u>June 30, 2021</u>
Total shares outstanding:	<u>1</u> as of date: <u>June 30, 2021</u>

Transfer Agent

Name: Pacific Stock Transfer Co
Phone: (702) 361-3033
Email: paul@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

3) Issuance History

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

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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

Q2 2021

Two significant changes in stock allocation are noted

- On May 3, 2021, the Company issued 7,000,000 shares of common stock to Peter Smith in settlement of the agreement dated March 31, 2021 and subsequent judgment of April 23, 2021 of the United States District Court for the District of Maryland Northern Division, an order approving, among other things, fairness of the terms and conditions of an exchange pursuant to Section 3(a)(10) of the Securities Act of 1933, as amended (the "Securities Act"), against the past-due obligations and accounts payable of the Company.
- On June 26, 2021, the Company issued 204,080 shares of common stock to Cecil Peters and Richard L Willard in consideration of services rendered in the provision of the Advisory Board.

Q1 2021

Two significant changes in stock allocation are noted

- On January 31, 2021, the Company issued 306,120 shares of common stock to Barr L Shoob, Matt Loab and Otto Berkes in consideration of services rendered in the provision of the Advisory Board.
- On January 31, 2021, the Company issued 24,000 shares of common stock to PCG Advisory Inc in consideration of investor relations services rendered

Q4 2020

Two significant changes in stock allocation are noted

- On or about October 30, 2020 the company directors raised the authorized share of the company's preferred B stock to twelve million (12,000,000) shares.
- On or about November 12, 2020 the company directors and majority class holders conducted a reverse split of the corporations issued and outstanding Class B Preferred Stock on a basis of one (1) share for each six million (6,000,000). The reverse split left two (2) share issued and outstanding.

Q3 2020

Three significant changes in stock allocation are noted, following the announcement of the successful agreement and plan of merger between U.S. Wireless Online, Inc and Bubblr Holdings Limited

- On August 13, 2020, the Company did reverse stock split of the company's common stock at 1/555th resulting in an aggregate 179,444 shares of common stock to previous investors and individuals who had legacy positions in U.S. Wireless Online, Inc
- On September 9, 2020, the Company issued 127,811,328 shares of common stock to the shareholders of Bubblr Holdings Ltd in consideration of the merger agreement
- On September 9, 2020, the Company issues 4,474,453 shares of common stock to LimeTree Trading in consideration of merger services rendered

2019

One significant change in stock allocation are noted

- On 9th October 2019, the Company issued 1 share of Special 2019 Series A preferred shares to Synergy Management Group (controlled by Benjamin Berry) in consideration of custodial services rendered

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

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance Date <u>12/31/2018</u> Common: <u>179,444</u> Preferred B: <u>2</u> Special 2019 Series A: <u>1</u>									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
10/9/2019	New Issuance	1	Special 2019 Series A Preferred Share	0.001	No	Stephen Morris) (see footnote a)	Acquired from Bubblr Limited, acquired from Synergy Management Group	Restricted	n/a
9/9/2020	New Issuance	127,811,328	Common Stock	0.01	No	Shareholders of Bubblr Holdings Ltd	Consideration of reverse acquisition	Restricted	Exemption: Section 4(a)(2) of the Securities Act
9/9/2020	New Issuance	4,574,453	Common Stock	0.01	No	LimeTree Trading (control Peter J Smith)	For services rendered in respect of reverse acquisition	Restricted	Exemption: Section 4(a)(2) of the Securities Act
01/18/2021	Cancelled	1	Series B Preferred Stock	0.001	n/a	Stephen Morris	Conversion of Series B preferred stock	n/a	n/a
01/18/2021	Cancelled	1	Series B Preferred Stock	0.001	n/a	<u>Sutioc Enterprises Inc (controlled by Joseph P Moran)</u>	Conversion of Series B preferred stock	n/a	n/a

01/18/2021	New Issuance	1325	Common Stock	2.30	Yes	Stephen Morris	Conversion of Series B preferred stock	Unrestricted	Exemption: Section 4(a)(2) of the Securities Act
01/18/2021	New Issuance	1325	Common Stock	2.30	Yes	<u>Sutioc Enterprises Inc (controlled by Joseph P Moran)</u>	Conversion of Series B preferred stock	Unrestricted	Exemption: Section 4(a)(2) of the Securities Act
01/31/2021	New Issuance	102,040	Common Stock	2.30	No	Barry L Shoob	For services rendered in respect of membership of Advisory board	Restricted	Exemption: Section 4(a)(2) of the Securities Act
01/31/2021	New Issuance	102,040	Common Stock	2.30	No	Matt Loab	For services rendered in respect of membership of Advisory board	Restricted	Exemption: Section 4(a)(2) of the Securities Act
01/31/2021	New Issuance	102,040	Common Stock	2.30	No	Otto Berkes	For services rendered in respect of membership of Advisory board	Restricted	Exemption: Section 4(a)(2) of the Securities Act
01/31/2021	New Issuance	24,000	Common Stock	2.00	No	PCG Advisory Services (control Jeff Ramson)	For services rendered in respect of Investor relation services	Restricted	Exemption: Section 4(a)(2) of the Securities Act
05/03/2021	New Issuance	7,000,000	Common Stock	4.02	Yes	Peter J Smith	Settlement of Debt	Unrestricted	Exemption: Section 4(a)(2) of the Securities Act
06/26/2021	New Issuance	102,040	Common Stock	4.02	No	Cecil Peters	For services rendered in respect of Investor relation services	Restricted	Exemption: Section 4(a)(2) of the Securities Act
06/26/2021	New Issuance	102,040	Common Stock	4.10	No	Richard L Willard	For services rendered in respect of Investor relation services	Restricted	Exemption: Section 4(a)(2) of the Securities Act

Shares Outstanding on Date of This Report: <div style="text-align: right;"><u>Ending Balance</u> <u>Ending</u></div> <u>Balance:</u> Date <u>June 30, 2021</u> Common: <u>140,102,075</u> Preferred B: 0 Special 2019 Series A: 1	
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Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

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

- a. On 11/26/19, in a private party transaction, Synergy Management Group (Controlled by Benjamin Berry) sold his 1(one) share of Special 2019 Series A Preferred Stock to Bubblr Ltd. On 01/19/21 Bubblr Ltd sold 1(one share of Special 2019 Series A Preferred Stock to Stephen Morris.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>06/30/2021</u>	<u>2,112,150</u>	<u>2,112,050</u>	<u>0</u>	<u>12/31/2022</u>	<u>Voluntary Conversion.</u> at any time after nine (9) months, convert all or any portion of the accrued interest and unpaid principal balance of this Note into fully paid and non-assessable shares of common stock of the Company at the conversion price of \$1.15 per share <u>Mandatory Conversion.</u> Upon sixty (60) days from the date the	Alan Scott, Alex Hammond, Allan Roberts, Fraser AC Roberts, Michael G Oakley, Lee AC Roberts, Gareth HC Roberts, Martin C Evans, Andrew Clark, Andrew Moulding, Anita Goodacre-Stent, Ashley Allen, Ashley Scott, Benjamin Watts, Beverley Abraham, Beverly Futers, Harrison Futers, Joseph Futers, Brian Elkerton, Jeff Sheldon, Michael Cavanagh, Malcolm Wharton, Michael Chapman, Glen Maddocks, Carmel Devine-Judge, Catharine Garner, Catherine Reid, Cecil Peters, Chris Lee, Christian Gordon, Conor Grovestock, Dominic Patton, William Varnals, Conor	the proceeds received from the sale of Units will be used for legal fees, accounting expenses, research and development and operating capital.

					<p>Company files a Form 10 registration statement with the Securities and Exchange Commission (the "SEC"), all of the accrued interest and unpaid principal balance of this Note shall automatically convert into fully paid and non-assessable shares of common stock of the Company at the conversion price of \$1.15 per share.</p>	<p>McAuliffe, Daniel Matthews, David Mawson, Demelza Clark, Deirdre Lee, Alison Fenton, Flora Persaud, Claudette Geddes, Danniella Persaud, Samuel Persaud, Cael Persaud, Derek Persaud, Emma Rule, Falk Lippitz, Gary Fisher, Farooq Mohammad, Craig Elkerton, Kyle Elkerton, Ryan Elkerton, William Shaw, Paul Cotgrave, Gary Rosenthal Snr, Sandra Rosenthal, Leanne Rosenthal, Gary Stanley Rosenthal, Victoria Seddon, Gavin Maude, Geoffrey Palmer, Gillian Rule, Harriet Nicholson, Helen Fenton, Helen Cresswell, Iain Dorrian, Gilles Baudet, Ivor George (Ted) Tylee, James Doyle, Jane Lee, Janis McGowan, John Duckworth, John McNaughton, John Rathbone, Jon Pemberton, Jonathan Kinch, Joseph O'Leary, Josephine Baden, Joanna Rae Forrester, Karen Patricia Lavery, Joshua Stonard, Julian Harrison, Pip France, Karen Hamlett, Kate Lawton, Lee Sotheran, Lennart Schaper, Adelheid Schaper, Vanni Scolozzi, Luke Watts, Mai-Ling Duckworth, Marian Murphy, Tom O'Brien, John Forde, Marion Kurzweil, Mark Green, Matthew Wassall, Megan Scott, Michael Peart, Laura Brodie, Michaela Majcikova, Neil Atkinson, Neil Fraser, Neil Rule, Nicholas Budge, Nicholas Lawton, Nicola & Aidan Byrne, Oakley Glyn-Jones, Otto Lippitz, Ovais Sarmad, Peter Judge, Prabhjot Rajasansir, Mrs Jasvir Rajasansir, Mr. Munjot Singh Rajasansir, Priti Tailor, Race Yeung, Raymond Humphreys, Robert Whyman, Roger & Elaine Gregory, Roger Moulding, Roswitha Siptroth, Russell Dodd, Ruth Fenton, Sana Ashraf, Shaikat Hussain, Stephen Murray,</p>
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						Susan Foyle & Kevin Mills, Susan Humphreys, Tariq Mohammad , Thomas Koernicke, Tina Robbins, Tobias Jung, Valerie Woods	

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

No note holders holds over 5% of the total notes issues.

All notes issued to these individuals on June 30, 2021 and we are disclosing as 1 line item. All note holders have the same rights

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

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

Name: **Steven Saunders**
Title: **CEO**
Relationship to Issuer: **CEO**

Provide the financial statements described below 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.

- C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
G. Financial notes; and
H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Documents C-G are incorporated herein

Financial statement information is considered current until the due date for the subsequent report (as set forth in the

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

qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

Bubblr, Inc is a profoundly disruptive and genuinely innovative technology company that is proudly ethical. Our objective is to fix a broken internet economic model that currently suffers from the following failures:

- (1.) It recklessly abuses individual's personal data
- (2.) It fails to provide sufficient revenue for content providers
- (3.) It is prohibitively expensive and complex for most businesses to utilize as a marketing channel.

To solve this profound dysfunctionality, Bubblr has designed an alternative economic model that is fundamentally sustainable and fair to users, online businesses, and content providers. Filed patents protect Bubblrs' model in many territories. In April 2021, the US patent office granted our "INTERNET SEARCH MECHANISM" patent. Bubblr believes this patent is of great value, which will be independently valued in Q3/Q4 of 2021.

Bubblr, Inc has listed on the OTC to raise further capital to rapidly expand our technology and distribution efforts to implement our new economic eco-system.

B. Please list any subsidiaries, parents, or affiliated companies.

Bubblr Holdings Limited -	Wholly owned UK subsidiary Ltd company
Bubblr Limited -	Wholly owned UK subsidiary Ltd company of Bubblr Holdings Limited
Bubblr CLN Limited -	Wholly owned UK subsidiary Ltd company of Bubblr Holdings Limited

Bubblr Limited currently manages the Bubblr development program and offers the Bubblr products and services in the U.K. region.

Bubblr Holdings Ltd, Bubblr Ltd and Bubblr CLN all have their principal offices at 2 Chapel Court, London, SW1 1HH

C. Describe the issuers' principal products or services.

Bubblr has patented an alternative economic ecosystem that better serves users, content publishers, and SMEs. We've designed an ecosystem of mobile-first apps (NewzMine, App Factory, and Citizen Journalist) that all network into our patented Ad-Free Marketplace.

Our NewzMine Product – is a Tailored News Aggregation app. Our differentiation to other news apps is that there is no data collection. There are no ads. The most powerful feature is the ability to make the service as tailored to individuals' needs based on where their interests reside – since they are in complete control of the channel.

Our App Factory product provides strategically branded apps for content creators free of charge to get direct real estate on their followers/subscriber's phones. This will give them a direct channel to deliver multi-media content. They can share videos, articles, streaming capabilities, podcast, or premium content.

Our Citizens Journalist app records and uploads media footage to the blockchain – that will verify footage genuine and untampered while also geo-stamping location to increase the credibility of captured content with a seal of authenticity.

All these apps directly connect to the Ad-Free Marketplace. All partners, publishers, and influencers that use our technology can do so free of charge – but they will be contracted to promote the Ad-Free Marketplace within the apps. The Ad-Free Marketplace is where our IP exists and what we've patented. It's an entirely different platform that provides a new way to buy and sell goods and services. It is the Ad-Free Marketplace that will generate revenue for the Company, with SME subscribers paying a small monthly subscription to offer their goods and services to the consumer.

It's far more sophisticated than single line search strings used via search engines and instead uses precision search criteria for much better results.

Our search model can't be monopolized by paid advertisements. It delivers accurate results to user queries only based on relevancy to their search inquiries.

Our products are global and cut across many sectors and industries.

6) 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.

Offices:

21 West 46th St, New York, NY 10036 -1 Year Lease

Office 34, 15 Pitreavie Court, Pitreavie Business Park, Queensferry road, Dunfermline, KY11 8UU -1 Year Lease

7) Company Insiders (Officers, Directors, and Control Persons)

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.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, 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.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Stephen Morris	<u>Officer/Director</u>	<u>Keltybridge, UK</u>	1	Special 2020 Series A Preferred Share	100%	Securities purchase agreement executed on 01/18/2021
<u>Stephen Morris</u>	<u>Officer/Director</u>	<u>Keltybridge, UK</u>	<u>57,960,988</u>	<u>Common Stock</u>	<u>41%</u>	President, Secretary, Treasurer, Chief Technical Officer
<u>Steven Saunders</u>	<u>Officer</u>	<u>Bradford, Canada</u>	<u>4,500,000</u>	<u>Common Stock</u>	<u>3%</u>	<u>Chief Executive Officer</u>
<u>Virginia Hay</u>	<u>Officer</u>	<u>Keltybridge, UK</u>	<u>700,000</u>	<u>Common Stock</u>	<u>0.5%</u>	<u>Chief Financial Officer (interim)</u>

8) 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.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Scott Doney Esq
Firm: The Doney Law Firm
Address 1: 4955 S.Durango Drive, Suite 165
Address 2: Las Vegas, NV 89113
Phone: 702-982-5686
Email: sean@doneylawfirm.com

Accountant or Auditor

Name: Natalie Murphy
Firm: Pinnacle Accountancy Group of Utah
Address 1: 1438 N. Highway 89, Suite 120
Address 2: Farmington, UT 84025
Phone: (801) 447-9572
Email: cameron@pinncpas.com

Investor Relations

Name: Stanley Wunderlich
Firm: Consulting for Strategic Growth1, Ltd
Address 1: Royal Palm Place, 101 Plaza Real South, Suite 612
Address 2: Boca Raton, FL 33432
Phone: (800) 625-2236
Email: swunderlich@cfsg1.com

Other Service Providers

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

Name: Nanuk Warman
Firm: PubCo Reporting Solutions, Inc.
Nature of Services: CFO & Accountancy Services
Address 1: 610 - 475 W. Georgia St.
Address 2: Vancouver, BC Canada, V6B 4M9
Phone: 604-600-8450
Email: nanuk@pubcoreporting.com

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Steven Saunders certify that:

1. I have reviewed this Quarterly Disclosure Statement of Bubblr, 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.

08/18/21 [Date]

/s/ Steven Saunders [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Virginia Hay certify that:

1. I have reviewed this Quarterly Disclosure Statement of Bubblr, 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.

08/18/21 [Date]

/s/ Virginia Hay [CFO's (Interim) Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

BUBBLR INC.

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Bubblr Inc.
Consolidated Balance Sheets
June 30, 2021 and December 31, 2020
(unaudited)

	June 30, 2021	December 31, 2020
ASSETS		
Current Assets:		
Cash	\$ 885,038	\$ 96,602
Trade and other receivables	111,386	93,778
Total current assets	<u>996,424</u>	<u>190,380</u>
Non-current Assets:		
Property, plant and equipment	61,372	64,773
Investments	-	63,556
Intangible assets	15,903,060	15,736,836
Total non-current assets	<u>15,964,432</u>	<u>15,865,165</u>
TOTAL ASSETS	<u><u>\$ 16,960,856</u></u>	<u><u>\$ 16,055,545</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Current Liabilities:		
Convertible notes	\$ -	\$ 76,772
Trade creditors	205,096	273,991
Loans Payable	-	245,234
Loan from related parties	437,853	500,915
Total current liabilities	<u>642,949</u>	<u>1,096,912</u>
Non-current Liabilities:		
Convertible notes - net of discount of \$2,112,150	\$ -	\$ -
Finance due after 1 year	28,559	33,360
Total Liabilities	<u>671,508</u>	<u>1,130,272</u>
Stockholders' Equity		
Common stock, \$0.01 par value, 3,000,000,000 shares authorized; 140,102,075 and 132,565,225 shares issued and outstanding at June 30, 2020 and December 31, 2020	1,401,021	1,325,652
Additional Paid-In Capital	21,746,100	17,920,749
Accumulated deficit	(6,670,746)	(4,118,225)
Accumulated other comprehensive loss	(187,027)	(202,903)
Total Stockholders' Equity	<u>16,289,348</u>	<u>14,925,273</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u><u>\$ 16,960,856</u></u>	<u><u>\$ 16,055,545</u></u>

Bubblr Inc.
Consolidated Statements of Operation and Comprehensive Loss
For the three months and six Months Ended June 30, 2021 and 2020
(Unaudited)

	For the Three months ended		For the Six months ended	
	June 30,		June 30,	
	2021	2020	2021	2020
Operating Expenses				
General and administrative expense	\$ (16,650)	\$ (279,689)	\$ (170,807)	\$ (318,664)
Professional fees	(922,746)	22,210	(1,723,987)	(35,448)
Market & regulation costs	(19,691)	-	(33,022)	-
Compensation expense	(288,873)	93,081	(570,046)	(143,808)
Development expense	(23,287)	(11,417)	(38,666)	(25,154)
Operating (loss)	<u>(1,271,247)</u>	<u>(175,815)</u>	<u>(2,536,528)</u>	<u>(523,074)</u>
 Other (expense)	 (9,491)	 (17,576)	 (15,993)	 (18,001)
 Net (loss) before Tax	 \$ <u>(1,280,738)</u>	 \$ <u>(193,391)</u>	 \$ <u>(2,552,521)</u>	 \$ <u>(41,075)</u>
Total provision for income taxes	-	-	-	-
Net (loss) after tax	<u>\$ (1,280,738)</u>	<u>\$ (193,391)</u>	<u>\$ (2,552,521)</u>	<u>\$ (541,075)</u>
 Other comprehensive income				
Foreign currency translation	57,597	71,421	15,876	176,653
Total other comprehensive income	<u>\$ 57,597</u>	<u>\$ 71,421</u>	<u>\$ 15,876</u>	<u>\$ 176,653</u>
 Net comprehensive (loss)	 <u>\$ (1,223,141)</u>	 <u>\$ (121,970)</u>	 <u>\$ (2,536,645)</u>	 <u>\$ (364,422)</u>
 Net (loss) per common share	 \$ (0.01)	 \$ -	 \$ (0.02)	 \$ -
Weighted average number of common shares outstanding basic and diluted	137,418,176	132,086,061	135,102,698	130,384,477

The accompanying financials were not subject to an audit, review, or compilation.

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

Bubblr Inc.
Consolidated Statement of Changes in Stockholders Equity
For the Six Months Ended June 30, 2021 and 2020
(unaudited)

	Preferred Stock		Common Stock		Additional paid-in Capital	Accumulated deficit	Accumulated other comprehensive income/(loss)	Total stockholders' equity
	Number of Shares	Amount	Number of Shares	Amount				
Balance - December 31, 2019		\$ -	121,230,394	\$ 1,212,304	\$ 16,697,001	\$ (2,859,515)	\$ (28,324)	\$ 15,021,466
Pre-merger shares issued by UK parent			11,155,387	111,554	(479,953)			\$ (368,399)
Net (loss) of parent						(347,684)		\$ 347,684)
Other comprehensive income							105,232	\$ 105,232
Balance -March 31, 2020	-	-	132,385,781	1,323,858	16,217,048	(3,207,199)	76,908	\$ 14,410,615
Pro-rate pre-merger shares					(43,872)			\$ (43,872)
Net (loss) of parent						(193,391)		\$ 193,391)
Other comprehensive income							71,421	\$ 71,421
Balance -June 30, 2020	-	-	132,385,781	1,323,858	16,173,176	\$ 3,400,590)	\$ 148,329	\$ 14,244,773
Balance - December 31, 2020	3	-	132,565,225	\$ 1,325,652	\$ 17,920,749	\$ (4,118,225)	\$ (202,903)	\$ 14,925,273
Preferred B shares conversion to common stock	(2)	-	2,650	27	5,973			\$ 6,000
Issue of shares for Services - Advisory Board members			306,120	3,061	701,015			\$ 704,076
Provision of Investor Relations consultancy			24,000	240	59,760			\$ 60,000
Reclassification of UK accounting parent					224,502			\$ 224,502
Net loss for the period						(1,271,783)		\$ (1,271,783)
Other comprehensive income							(41,721)	\$ (41,721)
Balance - March 31, 2021	1	\$ -	132,897,995	\$ 1,328,980	\$ 18,911,999	\$ (5,390,008)	\$ (244,624)	\$ 14,606,347
Issue of shares for Services - Advisory Board members			204,080	2,041	826,524			\$ 828,565
Merger Services			7,000,000	70,000				\$ 70,000
Beneficial conversion feature					2,007,577			\$ 2,007,577
Net loss for the period						(1,280,738)		\$ (1,280,738)
Other comprehensive income							57,597	\$ 57,597
Balance -June 30, 2021	1	- -	140,102,075	1,401,021	21,746,100	\$ (6,670,746)	\$ (187,027)	\$ 16,289,348

The accompanying financials were not subject to an audit, review, or compilation.

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

Bubblr Inc.
Consolidated Statement of Cashflows
(Unaudited)

	For the six months ended June 30,	
	2021	2020
Cash Flows from Operating Activities:		
Net (loss)	\$ (2,536,645)	\$ (541,075)
Adjustments for:		
Net loss to net cash used in operating activities:		
Stock based compensation	1,592,641	-
Common stock issued for debt	45,000	-
Purchase of preferred B shares issued for reduction in related party debt	(6,232)	-
Sale of Investment issued for issued for reduction in related party debt	(64,854)	-
Amortization of intangible assets	74,379	-
Impairment and Depreciation	5,746	4,336
Changes in operating assets and liabilities:		
Decrease in trade payables	(70,662)	(21,250)
Decrease in trade receivables	(16,220)	61,844
Received from related parties	-	-
Cash used in operating activities	<u>(976,847)</u>	<u>(496,145)</u>
 Cash flows from investing activities		
(Purchase)/proceeds of fixed assets, net of valuation adjustment	(1,330)	3,803
Proceed/(purchase) of investments	64,854	(88,463)
Net cash provided by/(used) in investing activities	<u>63,524</u>	<u>(84,660)</u>
 Cash flows from financing activities		
Repayment of unsecured loans and finance	(255,578)	(4,953)
Issue of preferred B Shares	6,001	-
Proceeds from issuance of convertible debt	2,007,577	512,304
Repayment of convertible debt	(52,828)	-
Net cash used by financing activities	<u>1,705,172</u>	<u>507,351</u>
 Effects of exchange rate changes on cash	<u>(3,413)</u>	<u>(40,739)</u>
 Net Change in Cash	<u>788,436</u>	<u>(114,193)</u>
Cash - Beginning of Period	<u>96,602</u>	<u>295,211</u>
Cash - End of Period	<u>\$ 885,038</u>	<u>\$ 181,018</u>
 Supplemental information:		
Cash paid for interest	\$ 7,805	\$ 1,556
Cash paid for taxes	\$ -	\$ -
 Non-cash Investing and Financing transactions:		
Beneficial conversion feature	\$ 2,007,577	\$ -
Common stock Issued for conversion of debt	\$ 25,000	\$ -

The accompanying financials were not subject to an audit, review, or compilation.

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

Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 1 - NATURE OF BUSINESS

ORGANIZATION

U.S. Wireless Online, Inc. ("UWRL") was formed as a Nevada corporation on May 4, 1998, originally as Llebpmac, Inc. UWRL went public, filing a prospectus on October 18, 2000. UWRL changed its name to Cach Foods, Inc. on November 1, 2000 with the intent to engage in the export and distribution of snack food products for resale in Asian markets.

On May 12, 2003, the Company entered an agreement and plan of reorganization with US Wireless Online, Inc. The agreement closed on May 19, 2003. As a result of this series of transactions, shares of Cach Foods common stock were exchanged for all the issued and outstanding shares of US Wireless Online, Inc. making US Wireless Online, Inc. a wholly owned subsidiary of Cach Foods. Pursuant to the Agreement, the former officers, and directors of Cach Foods resigned and were replaced and the Company changed its name from Cach Foods, Inc. to US Wireless Online, Inc.

US Wireless Online incorporated in 2000 to offer high-speed, low-cost Internet access to small and medium sized businesses. The Company made several strategic acquisitions which closed after December 31, 2004. The Company was administratively abandoned and reinstated in March 2010 through a court appointed guardian - custodian.

On May 14, 2010, the company announced that it had completed its merger with Go Green Electronic Recycling, a US based recycling company as recycling industry takes a main stage in the North American consciousness. This transaction was rescinded in 2011. In 2013, the Company entered into a Share Exchange Agreement with Key Techno Labs Private Limited ("KTLP"), www.Keytechnolabs.com, an India-based IT company. The Company will acquire 100 percent ownership in KTLP in exchange, and in consideration of, 25,000,000 (twenty-five million) shares of the Company's common stock. This stock is being held in escrow and may be used to purchase the Key Tech stock held by the Company in the event Key Tech shall determine to repurchase the Key Tech stock.

On or about June 28, 2011, the company effectuated a one (1) for five hundred (500) reverse split of its common stock. On or about May 19, 2013, the company effectuated a one (1) for two and 83/1000 (2.083) reverse split of its common stock.

In 2014 and 2015, the Company owned and controlled PointZeroFX, a foreign exchange trading service. PointZeroFx offered individuals and brokers a first-class investment service and a total access to major financial markets. PointZeroFX ceased operations in 2015 after its service company filed Chapter 7 bankruptcy and PointZeroFX was not able to continue operations. The assets and liabilities related to PointZeroFX were written off in 2015.

On or about October 8, 2019, the County of Laramie, Wyoming, First District Court appointed Benjamin Berry, President of Synergy Management Group, LLC as court-appointed custodian for the company. Subsequently, on October 9th, 2019, the Custodian granted to Synergy Management Group, LLC, 1 share of preferred stock, Special 2019 Series A Preferred Stock at par value of \$0.001 for custodial services. The Special 2019 Series A Preferred has 60% voting rights over all classes of stock and is convertible into 500,000,000 shares of the Company's common stock.

Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 1 - NATURE OF BUSINESS (continued)

ORGANIZATION (continued)

On or about October 22, 2019, Synergy Management Group, LLC submitted an initial filing to the State of Wyoming and UWRL was duly incorporated in the State of Wyoming.

On or about November 26, 2019, Synergy Management Group, LLC caused a controlling interest in the company to be conveyed to BUBBLR LTD. Upon closing BUBBLR LTD. acquired 60% voting control of the company.

On or about December 18, 2019 US Wireless Online, Inc., UWRL Acquisition Inc. and Bubblr Holdings Limited entered into an Agreement and Plan of Merger.

On or about February 7, 2020, the court-appointed custodianship (Benjamin Berry) was discharged by the courts.

On or about March 26, 2020 US Wireless Online, Inc., UWRL Acquisition Inc. and Bubblr Holdings Limited completed the Agreement of Merger

On or about March 30, 2020 US Wireless Online, Inc, changed its name to Bubblr, Inc.

On August 13, 2020, we effected a 555-to-1 reverse split of our common stock. As a result of the reverse split, every 555 pre-split shares of the Company's common stock outstanding on the effective date of the reverse split were automatically combined into one new share of common stock without any action on the part of the holders, and the number of outstanding shares of common stock was reduced from approximately 99,065,205 to approximately 179,444 (subject to the rounding up of fractional shares). All historical share balances and share price-related data in this annual report have been adjusted based on the 555-to-1 reverse split ratio.

On or about September 9, 2020, the Company issued 127,811,328 common stock to the current shareholders of Bubblr Holdings Ltd. In consideration for the reverse merger. The Company acquired the full shareholding of Bubblr Holdings.

On or about September 9, 2020, the Company issues 4,574,453 common stock to Lime Tree Trading for services rendered in the completion of the reverse merger.

On or about October 30, 2020 the company directors raised the authorized share of the company's preferred B stock to twelve million (12,000,000).

On or about November 12, 2020 the company directors and majority class holders conducted a reverse split of the corporations issued and outstanding Class B Preferred Stock on a basis of one (1) share for each six million (6,000,000). The reverse split left two (2) share issued and outstanding.

On or about January 18, 2021 BUBBLR LTD caused a controlling interest in the company to be conveyed to Stephen Morris. Upon closing Stephen Morris acquired 60% voting control of the company.

On or about January 18, 2021, the 2 shares of Series B Preferred Stock were converted into 2650 shares of common stock.

Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 1 - NATURE OF BUSINESS (continued)

ORGANIZATION (continued)

On or about March 12, 2021 the company amended the designation of the 2019 Special A preferred shares and removed the right of the holder to convert the 2019 Special A preferred share to 500,000,000 common stock of the company.

On or about May 3, 2021, the Company issued 7,000,000 shares of common stock to Peter Smith in settlement of the agreement dated March 31, 2021 and subsequent judgment of April 23, 2021 of the United States District Court for the District of Maryland Northern Division, an order approving, among other things, fairness of the terms and conditions of an exchange pursuant to Section 3(a)(10) of the Securities Act of 1933, as amended (the "Securities Act"), against the past-due obligations and accounts payable of the Company.

Bubblr, Inc's mission is to bring back privacy to users, trust to content, and sustainability to the digital marketplace. We are an ethical technology company introducing disruptive technology to fix an outdated and broken internet. The current online economic model has evolved over time and has resulted in the current unsustainable model inadvertently.

To combat this, Bubblr has created a new search mechanism, which has been granted a patent in the United States (10,977,387) and South Africa (2016/06947), and patents pending in Canada (2962520), Australia (2015248619), New Zealand (725014), E.U. (15723990.6), & United Kingdom (PCT/GB2015/051130) creating an alternative economic ecosystem to tackle the current broken model and better serve all main participant groups. Our work ensures that users, content publishers, and small-to-medium enterprises (SMEs) are better protected and rewarded in their online experiences.

Our technology provides users with an anonymous and secure way to use the internet without their personal or behavioral data being recorded. Content Publishers will benefit from a new sustainable economic model that promotes and rewards the creation of high caliber content using new consumption metrics through our networks. For SMEs, our platform will give access to a fair and transparent ad-free marketplace that rewards authenticity and relevancy - matching them with consumers through one-to-one connections for goods and services relevant to their business.

The first stage of Bubblr's framework has been completed. We have designed a mobile-first ecosystem of apps that all network into our Ad-Free Marketplace. This content network of apps consists of 3 main products:

Our **NewzMine** app provides a Tailored News Aggregator service tailored individually to each service user, controlled by them without any personal data being harvested or collected.

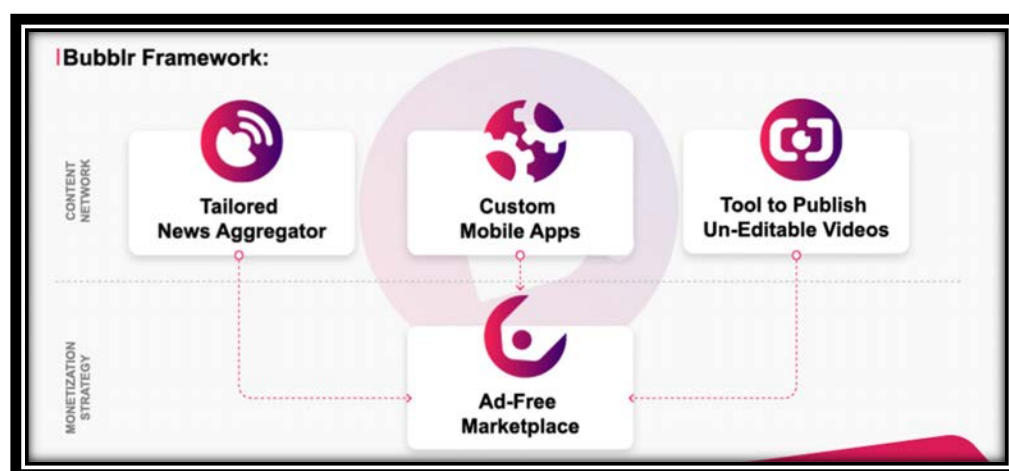
Our **App Factory** service provides online influencers, publishers, celebrities, bands, or anybody with a following a strategically custom branded app that provides a direct communication channel for delivering any news or multi-media content to their followers.

Our **Citizen Journalist** app captures and creates un-editable blockchain videos that will help fight against fake news by verifying events recorded as untampered and genuine. To identify fake news is almost impossible, but what we can do is authenticate real information.

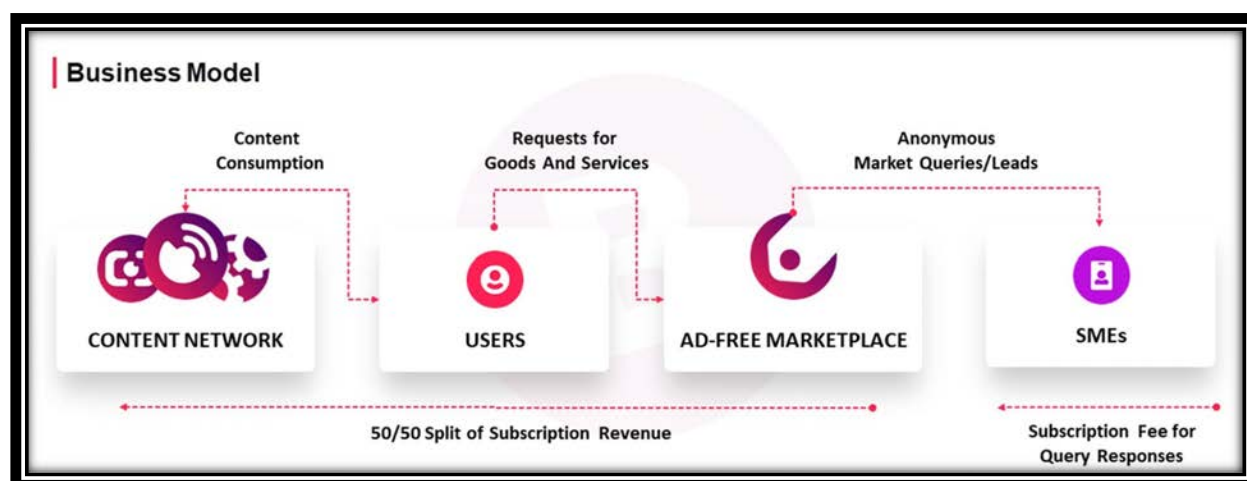
Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 1 - NATURE OF BUSINESS (continued)

ORGANIZATION (continued)



All apps created through our content network will directly connect to our Ad-Free Marketplace. This is Bubblr's intellectual property and where our patents reside. The Ad-Free Marketplace is a revolutionary platform that provides a new way to buy and sell goods or services online and is far more sophisticated than traditional search engines' single-line search strings. It uses precision search criteria for better results and experiences for both end-users and participating businesses. The platform is not ad-supported and instead is a subscription-based model, with all enterprises paying a flat fee to join at the entry-level. Our content network apps are free of charge to both consumers and strategic content network partners to assist in building a critical mass of adoption.



The Ad-Free Marketplace will initially be a freemium model to build to a critical mass, and once fully populated, our subscription model will commence. Initially, model subscription fee will be 20 USD per month for participating businesses, entitling companies to 10 query responses per month. Anything over and above 10 queries will cost an additional 0.50 USD per query.

The Ad-Free Marketplace revenue is split 50/50 with our content network partners based on consumption metrics, encouraging participation in the model, and the need to create high-quality, engaging content.

Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 1 - NATURE OF BUSINESS (continued)

ORGANIZATION (continued)

The Company is quoted on the OTC markets under the ticker symbol BBLR.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

The consolidated financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America (“GAAP”) and are presented in US dollars. The Company’s year-end is December 31.

PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the accounts of Bubbler Inc. and its wholly owned subsidiaries. Intercompany transactions and balances have been eliminated.

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 consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

The key estimates made in the accompanying financial statements include, among others, valuation of long-lived assets, accruals and contingencies.

CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents, unless held for reinvestment as part of the investment portfolio, pledged to secure loan agreements or otherwise encumbered. The carrying amount approximates the fair value because of the short maturities of those instruments.

NON-CURRENT ASSETS

1. Intangible Assets

Intellectual Property - Research and Development costs

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognized in the Income Statement when incurred.

Development activities involve a plan or design to produce new or substantially improved products, services and processes. Development expenditure is capitalized only if development costs can be

Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

NON-CURRENT ASSETS (continued)

measured reliably, the product, service or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalized includes the cost of materials direct labor and overhead costs that are directly attributable to preparing the asset for intended use.

Capitalized development expenditure is measured at cost less accumulated amortization, less accumulated amortization and accumulated impairment loss.

Amortization is provided on a straight-line basis on all patents at rates calculated to write off the cost over its expected useful life as follows:

Intellectual Property	over 7 years
-----------------------	--------------

Patents & Trademarks

Patents

In 2015, Bubblr Limited acquired the rights to the invention of an "Internet-Based Search Mechanism" from Mr. Stephen Morris.

The Patent has been granted in the United States and South Africa and is currently pending in the following areas: Canada, Australia, New Zealand, European Union, United Kingdom.

Country	I.D.	Filed	Granted	Note
United States	10,977,387	June 2016	April 2021	
South Africa	2016/06947	May 2015	May 2018	
Canada	2962520	May 2015		
Australia	2015248619	May 2015		
New Zealand	725014	May 2015		
E.U.	15723990.6	May 2015		
United Kingdom	PCT/GB2015/051130	May 2015		

Patents are measured at cost, less accumulated amortization, and accumulated impairment loss. Costs includes expenditure that is directly attributable to the acquisition of the asset. Once a patent is granted, amortization is provided on a straight-line basis on all patents at rates calculated to write off the cost over its expected useful life as follows:

Patents	over 20 years
---------	---------------

Trademarks

The Company has the following trademarks

Name	Type	Class	Status	Territory
Citizens Journalist	Word & Mark	9 & 38	registered	European Union

Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

NON-CURRENT ASSETS (continued)

Citizens Journalist	Word	9 & 38	registered	United Kingdom
BAU Not OK	Word	9 & 38	registered	United Kingdom
Newzmine	Word	9, 38 & 42	registered	United Kingdom
Newzmine	Word	9, 38 & 42	filed	United States
Citizens Journalist	Word & Mark	9, 38, 41 & 42	filed	United States

The Company will capitalize trademark cost where the likelihood of acceptance is expected. Amortization is not provided. Each trademark will be assessed annually to re-assess the current value of each trademark. If there has been a reduction in the value of the trademark or if the trademark is not successfully registered, the asset will be impaired and charged to the Income Statement in the period of impairment.

Intangible Assets

	Patents	Trademarks	Intellectual Property	Capitalized Acquisition Costs	Total
At Jan 1, 2021	\$ 13,624,110	\$ 17,331	\$ 2,249,339	\$ 45,745	\$ 15,936,525
Surplus on revaluation	208,590	266	34,438	-	243,294
At June 30, 2021	<u>\$ 13,832,700</u>	<u>\$ 17,597</u>	<u>\$ 2,283,777</u>	<u>\$ 45,745</u>	<u>\$ 16,179,819</u>

less accumulated amortisation

At Jan 1, 2021	\$ -	\$ -	\$ 199,689	\$ -	\$ 199,689
Surplus on revaluation	-	-	3,057	-	\$ 3,057
Charge for the year	8,645	-	64,224	1,144	\$ 74,013
At June 30, 2021	<u>\$ 8,645</u>	<u>\$ -</u>	<u>\$ 266,970</u>	<u>\$ 1,144</u>	<u>\$ 276,759</u>

Net book value

At June 30, 2021	<u>13,824,055</u>	<u>17,597</u>	<u>2,016,807</u>	<u>44,601</u>	<u>15,903,060</u>
At December 31, 2020	<u>\$ 13,624,110</u>	<u>\$ 17,331</u>	<u>\$ 2,049,650</u>	<u>\$ 45,745</u>	<u>\$ 15,736,836</u>

2. Property, Plant and Equipment

Property, plant, and equipment are measured at cost, less accumulated depreciation, and accumulated impairment loss. Costs includes expenditure that is directly attributable to the acquisition of the asset. Depreciation is provided on a straight-line basis on all property, plant and equipment at rates calculated to write off the cost, less estimated residual value, of each asset over its expected useful life as follows:

Computer equipment	over 3 years
Fixtures, fittings, tools, and equipment	over 5 years

Bubblr Inc.
Notes to the Consolidated Financial Statements (Unaudited)
June 30, 2021

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

NON-CURRENT ASSETS (continued)

Motor vehicles	over 10 years			
Property, Plant & Equipment				
	Motor Vehicles	Computer Equipment	Office Equipment	Total
Cost				
At Jan 1, 2021	\$ 64,033	\$ 12,962	\$ 634	\$ 77,629
Surplus on revaluation	981	198	9	1,188
Additions	-	1,324	-	1,324
At June 30, 2021	65,014	14,484	643	80,141
less accumulated depreciation				
At Jan 1, 2021	7,382	5,316	158	12,856
Surplus on revaluation	113	82	2	197
Charge for the year	3,459	2,193	64	5,716
At June 30, 2021	10,954	7,591	224	18,769
Net book value				
At June 30, 2021	54,060	6,893	419	61,372
At December 31, 2020	\$ 56,651	\$ 7,646	\$ 476	\$ 64,773

RISKS AND UNCERTAINTIES

The Company's operations are subject to significant risk and uncertainties including financial, operational, competition and potential risk of business failure. These risks may include increased competition, reduction in market demographic, closing of available products, geo-political risk, regulatory changes, or inability to continue operations in specific region.

ACCOUNTS RECEIVABLE AND ALLOWANCE FOR DOUBTFUL ACCOUNTS

The Company recognizes an allowance for doubtful accounts based on an analysis of current receivables aging and expected future write-offs, as well as an assessment of specific identifiable customer accounts considered at risk or uncollectible. Accounts deemed uncollectible are written off in the year they become uncollectible. As of June 30, 2021, the balance in allowance for doubtful accounts was \$Nil (2020: \$Nil).

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IMPAIRMENT OF LONG-LIVED ASSETS

The Company evaluates the recoverability of its fixed assets and other assets in accordance with section 360-10-15 of the FASB Accounting Standards Codification for disclosures about Impairment or Disposal of Long-Lived Assets. Disclosure requires recognition of impairment of long-lived assets in the event the net book value of such assets exceeds its expected cash flows. If so, it is impaired and is written down to fair value, which is determined either based on discounted future cash flows or appraised values.

The Company adopted the statement on inception. No impairments of these types of assets were recognized during the three months ended June 30, 2021 and 2020.

FOREIGN CURRENCY TRANSLATION

The Company accounts for foreign currency translation under Section 830-30 of the FASB Accounting Standards Codification. The financial statements of the Company are translated into US dollars as follows: assets and liabilities at year-end exchange rates; income, expenses and cash flows at average exchange rates; and shareholders' equity at historical exchange rate.

Monetary assets and liabilities, and the related revenue, expense, gain and loss accounts, of the Company are re-measured at period-end exchange rates. Non-monetary assets and liabilities, and the related revenue, expense, gain and loss accounts are re-measured at average rates. Adjustments which result from the re-measurement of the assets and liabilities of the Company are included in net income.

Translation adjustments arising from the use of different exchange rates from period to period are included as a component of our stockholders' equity as "Accumulated other comprehensive income(loss)". Gains and losses resulting from foreign currency translation are included in the statement of operations and comprehensive loss.

FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amounts reported in the balance sheet for cash, accounts receivable and payable approximate fair value based on the short-term maturity of these instruments.

REVENUE RECOGNITION

The Company recognizes revenue when it is realized or realizable and earned less estimated future doubtful accounts. The Company considers revenue realized or realizable and earned by evaluating our revenue contracts with customers based on the five-step model under ASC 606:

1. Identify the contract with the customer;
2. Identify the performance obligations in the contract;
3. Determine the transaction price;
4. Allocate the transaction price to separate performance obligations; and
5. Recognize revenue when (or as) each performance obligation is satisfied.

The Company has not generated any revenue during the six months ended June 30, 2021 (2020: Nil).

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EARNINGS PER SHARE

Net loss per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the period. Diluted net loss per share is computed by dividing net loss by the weighted average number of shares of common stock and potentially outstanding shares of common stock during each period.

There following potentially dilutive shares outstanding as of June 30, 2021.

Promissory note	1,836,652
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SHARE-BASED COMPENSATION

ASC 718, *Compensation – Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity – Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

As of June 30, 2021, and, December 31, 2020, respectively, there was \$Nil of unrecognized expense related to non-vested stock- based compensation arrangements granted. There have been no options granted during the period ended June 30, 2021, or year December 31, 2020.

COMPREHENSIVE INCOME/(LOSS)

The Company uses SFAS 130 “Reporting Comprehensive Income” (ASC Topic 220). Comprehensive income is comprised of net income and all changes to the statements of members’ capital, except those due to investments by members, changes in paid-in capital and distributions to members. Comprehensive income for the three months ended June 30, 2021 and 2020 is included net income and foreign currency translation adjustments.

Foreign Currency Translation Losses:

December 31, 2019	\$(28,324)
Translation rate income	<u>\$105,232</u>
Balance March 31, 2020	\$79,908
Translation rate income	<u>\$71,421</u>
Balance June 30, 2020	\$148,329
Balance December 31, 2020	\$(202,903)
Translation rate loss	<u>\$(41,721)</u>
Balance March 31, 2021	\$(224,502)
Translation rate income	<u>\$57,597</u>
Balance June 30, 2021	\$(187,027)

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DEFERRED TAXES

The Company accounts for income taxes under Section 740-10-30 of the FASB Accounting Standards Codification. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the statements of operations in the period that includes the enactment date.

FAIR VALUE FOR FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

- Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.
- Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.
- Level 3 Pricing inputs that are generally unobservable inputs and not corroborated by market data.

The carrying amounts of the Company's financial assets and liabilities, such as cash and accrued expenses, approximate their fair values because of the short maturity of these instruments. The Company's note payable approximates the fair value of such instrument based upon management's best estimate of interest rates that would be available to the Company for similar financial arrangement at June 30, 2021.

The Company does not have any assets or liabilities measured at fair value on a recurring or a non-recurring basis. Consequently, the Company neither have any fair value adjustments for assets and liabilities measured at fair value at June 30, 2021, nor gains or losses are reported in the statement of operations that are attributable to the change in unrealized gains or losses relating to those assets and liabilities still held at the reporting date for the six months ended June 30, 2021.

RECENT ACCOUNTING PRONOUNCEMENTS

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

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NOTE 3 – GOING CONCERN

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has no operations with an accumulated deficit of \$6,670,746 to June 30, 2021. The Company intends to commence operations as set out below and raise the necessary funds to carry out the aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding.

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 4 – CONVERTIBLE NOTES PAYABLES

In 2019 the Company issued one promissory note for the principal sum of \$25,000. There is no interest due on the note. The note matures upon entry of a final order of dismissal in the Laramie County Civil Court docket no 192-059. Upon maturity the noteholder may convert the note, at any time, the lesser of (i) The average price at which the maker sells its common stock during the sixty days prior to the conversion or the par value of the maker's common stock, or (ii) the par value of the maker's common stock.

In 2020 the Company issued 22 Loan Notes for the principal sum of \$348,031. The note matured on September 30, 2020. The interest due on the note is 20%p.a. The Lender may elect on maturity, to have transferred to him Bubblr Inc. shares, held by Bubblr CLN Limited at the price of \$1.00 in full and final settlement of the Company's obligation to repay the Loan in cash.

In January 2021 the Company commenced an offering for a convertible promissory note. The offer closed June 30, 2021. Funds raised as of June 30, 2021 is \$2,112,150. The note matures after eighteen (18) months from issue or on the following events:-

Voluntary Conversion. Investor may, at his/her/its sole option, at any time after nine (9) months, convert all or any portion of the accrued interest and unpaid principal balance of this Note into fully paid and non- assessable shares of common stock of the Company at the conversion price of \$1.15 per share.

Mandatory Conversion. Upon sixty (60) days from the date the Company files a Form 10 registration statement with the Securities and Exchange Commission (the "SEC"), all of the accrued interest and unpaid principal balance of this Note shall automatically convert into fully paid and non- assessable shares of common stock, of the Company at the conversion price of \$1.15 per share.

Interest at the rate equal to 2% per annum, computed on the basis of the actual number of days elapsed and a year of 365 days will be due on all outstanding notes As of June 30, 2020 there is no accrued interest.

The Company recorded a discount on the convertible notes due to a beneficial conversion feature of \$2,007,577 and the original issuance discount of \$104,572.

At June 30, 2021 and December 2020, convertible notes consisted of the following

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NOTE 4 – CONVERTIBLE NOTES PAYABLES (continued)

	June 30, 2021	December 31, 2020
Promissory notes – Issued in fiscal year 2019, with variable conversion features	\$ -	\$ 25,000
Loan Notes - issued in fiscal year 2020, with variable conversion features	-	51,772
Promissory notes – Issued in fiscal year 2021, with variable conversion features	2,112,150	-
Total convertible notes payable	<u>2,112,150</u>	<u>76,772</u>
Less: Unamortized debt discount	<u>(2,112,150)</u>	<u>-</u>
Total convertible notes	-	76,772
 Less: current portion of convertible notes	 -	 -
Long-term convertible notes	<u>\$ -</u>	<u>\$ 76,772</u>

During the three months ended June 30, 2021, and 2020, the Company recorded interest expense of \$2,316 and \$17,995 and recognized no amortization of discount.

During the three months ended June 30, 2021, and 2020, the Company converted the 2019 note of \$25,000 to 2,500,000 shares of common stock and the Company repaid the 2020 Loan Note of \$51,772 in 2019 \$Nil

NOTE 5 – SEGMENT REPORTING

The Company follows the guidance set forth by section 280-10 of the FASB Accounting Standards Codification for reporting and disclosure on operating segments of the Company. It also requires segment disclosures about products and services, geographic areas, and major customers. The Company has one reportable segment as of June 30, 2021.

- **Subsidiaries**

Three wholly owned subsidiaries:

Bubblr Holdings Limited

Bubblr CLN

Bubblr Limited

- **Bubblr Limited**

Bubblr Limited is the current trading company of the group. It currently holds all of the hardware, software relative to the creation of the Bubblr products. This includes websites, IPR and patents.

NOTE 6 – STOCKHOLDER EQUITY

The Company is authorized to issue 3,000,000,000 Common Shares at \$0.01 par value per share. Total issued and outstanding shares of Common Stock as of June 30, 2021 is 140,102,075.

On May 3, 2021, the Company issued 7,000,000 shares of common stock to Peter Smith in settlement of the agreement dated March 31, 2021 and subsequent judgment of April 23, 2021 of the United States District Court for the District of Maryland Northern Division, an order approving, among other things, fairness of the terms and conditions of an exchange pursuant to Section 3(a)(10) of the

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NOTE 6 – STOCKHOLDER EQUITY(continued)

Securities Act of 1933, as amended (the “Securities Act”), against the past-due obligations and accounts payable of the Company.

On June 26, 2021, the Company issued 102,040 shares of common stock, valued at \$4.02, market value on the contact date to Cecil Peters

On June 26, 2021, the Company issued 102,040 shares of common stock, valued at \$4.10 market value on the contact date to Richard L Willard in consideration of services rendered in the provision of the Advisory Board.

On January 31, 2021, the Company issued 306,120 shares of common stock to Barry L Shoob, Matt Loab and Otto Berkes in consideration of services rendered in the provision of the Advisory Board, valued at \$2.30.

On January 31, 2021, the Company issued 24,000 shares of common stock to PCG Advisory Inc in consideration of investor relations services rendered, valued at \$2.00.

On January 18, 2021, the Company issued 2,650 shares of common stock in respect of the conversion of the 2 outstanding preferred B shares of the Company. The outstanding Class B preferred Stock was converted to the Company’s common stock at 0.00001% of the total issued and outstanding common shares of the company at the date of conversion.

NOTE 7 – RELATED PARTY TRANSACTIONS

The Company has a loan from our Founder of \$437,853 (2020: \$500,915). The loan attracts no interest and there is no agreement for repayment on demand.

In Q1 2021 the \$64,628, (nominal difference due to FX translation) was deducted from the amount owed and used to purchase the Special 2019 Series A preferred Stock from the Company.

Bubblr Inc and its subsidiary Bubblr Limited have entered into an agreement whereon Bubblr Inc, will fund the operations of Bubblr Ltd until such time Bubblr Limited can generate sufficient revenue to support its own operational costs. This loan does not attract any interest and there is no agreement for repayment on demand.

NOTE 8 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued. Management is not aware of any significant events that occurred subsequent to the balance sheet date that would have a material effect on the consolidated financial statements thereby requiring adjustment or disclosure, other than those noted below:

No Subsequent Events