

Alternative Reporting Standard: Pink[®] Basic Disclosure Guidelines

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws, require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these Pink Basic Disclosure Guidelines (“Guidelines”).¹ These Guidelines set forth the disclosure obligations that make up the “Alternative Reporting Standard” for Pink companies. These Guidelines have been designed to encompass the “Catch All” information required in Rule 15c2-11,² however they have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information or Limited Information.³

These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice. The information provided by companies under these Guidelines is subject to our [Privacy Policy](#).

Pink Current Information Tier

Companies that make the information described below publicly available on a timely basis (90 days after fiscal year end for Annual Reports; 45 days after each fiscal quarter end for Quarterly Reports) may qualify for the Current Information Tier.

Qualification Process:

1. Subscribe to the OTC Disclosure & News Service by submitting an [OTCIQ Order Form](#) (available on www.otciq.com).
2. Upload the following documents through OTCIQ:
 - **Quarterly Reports** for Current Fiscal Year– must include Disclosure Statement and Financial Reports listed below
 - **Annual Report** for Most Recently Completed Fiscal Year– must include Disclosure Statement and Financial Reports listed below
 - **Annual Report** for Prior Completed Fiscal Year – must include Financial Reports listed below
 - **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. (see the fillable form starting on Page 4).
 - **Financial Statements:** Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited. Required financial statements include:
 - Balance Sheet
 - Statement of Income
 - Statement of Cash Flows

¹ This is not legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements.

² Publication of information pursuant to these Guidelines does not guarantee or ensure that the Company will be designated as having “current information” or eligible for public quotations pursuant to Rule 15c2-11 or any other applicable regulation.

³ OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for the Pink Current Information tier.

- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
 - Notes to Financial Statements
 - Audit Letter, if audited
3. If financial statements are not audited by a PCAOB registered firm, provide the following:
- **Attorney Letter Agreement:** Submit a signed Attorney Letter Agreement according to the [instructions](http://www.otcmarkets.com) on www.otcmarkets.com.
 - **Attorney Letter:** After following the appropriate procedures with a qualified attorney, upload an "Attorney Letter With Respect to Current Information" in accordance with the [Attorney Letter Guidelines](#) through OTCIQ. Attorney Letters must reference all required reports as set forth in Section 2 above.
4. Verified Profile: Verify the Company Profile through OTCIQ. Profile information includes, but is not limited to, a complete list of officers, directors and service providers, outstanding shares, a business description and contact information.
5. Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments.
6. Companies will only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.
7. To qualify for Current Information on an ongoing basis, companies must:
- Upload reports through OTCIQ on the following schedule:
 - Quarterly Report within **45 days** of the quarter end
 - Annual Report within **90 days** of the fiscal year end
 - Attorney Letter within **120 days** of the fiscal year end.
 - Maintain a Verified Profile. At least once every six months, review and verify the Company's profile information through OTCIQ.

Pink Limited Information Tier

Companies that make the information described below publicly available through OTCIQ may qualify for the Limited Information Tier.

8. Annual Financial Statements: Companies must upload the below financial statements for a completed Fiscal Year within the past 16 months. Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.
- Balance Sheet
 - Statement of Income
 - Statement of Cash Flows
 - Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
 - Notes to Financial Statements
 - Audit Letter, if audited
9. Verified Profile: The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors and service providers; outstanding shares; a business description and contact information.

10. To Qualify for Limited Information on an ongoing basis, companies must:

- Upload reports through OTCIQ on the following schedule:
 - **Annual Report** (including the required financial statements outlined in Item 8) within 120 days of the fiscal year end
- Maintain a Verified Profile. At least once every six months, review and verify their the Company's profile information through OTCIQ.

Current Reporting of Material Corporate Events

Companies are expected to release quickly to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release within 4 business days following their occurrence and posting such news release through an Integrated Newswire or OTCIQ.⁴

Material corporate events include:

- Entry into or termination of a material definitive agreement
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct financial obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities
- Material impairments
- Sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Amendments to articles of incorporation or bylaws; change in fiscal year
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure regarding stock promotion campaigns deemed material by the issuer
- Changes to the company's shell status
- Other events the issuer considers to be of importance

⁴ "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on <https://www.otcm Markets.com/corporate-services/products/disclosure-and-news-service>

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Applied Blockchain Inc.

3811 Turtle Creek Blvd
Suite 2100
Dallas, TX 75219

(214) 427-1704
www.appliedblockchaininc.com
operations@appliedblockchaininc.com
7379

Quarterly Report
For the Period Ending: 08/31/2021
(the "Reporting Period")

As of 11/15/2021, the number of shares outstanding of our Common Stock was:

320,381,519

As of 8/31/ 2021, the number of shares outstanding of our Common Stock was:

320,381,519

As of 5/31/2021, the number of shares outstanding of our Common Stock was:

9,066,363

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 Control⁵ of the company has occurred over this reporting period:

⁵ "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

Yes: No:

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

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

Applied Blockchain, Inc. was incorporated in Nevada in May 2001 under the name of Reel Staff, Inc. to provide staffing services to film, video and television production companies. In September 2002, in connection with a share exchange with the stockholders of Flight Safety Technologies, Inc. ("FSTO") and merger with FSTO, we changed our name to Flight Safety Technologies, Inc. On October 23, 2009, we filed a certificate of amendment to our articles of incorporation with the Secretary of State of the State of Nevada to change our name to Applied Science Products, Inc. ceased operations in 2014. As a result of having no business or revenues from 2015 through May 2021, we are currently deemed a shell company.

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):

Incorporated 5/21/2001 in Nevada. Active

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

None

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

Recapitalization- issued a preferred C round in April of 2021.
Reorganization- management and new board was added in April 2021
Recapitalization issued preferred D round in July 2021

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

3811 Turtle Creek Blvd Suite 2100 Dallas, TX 75219

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:

3811 Turtle Creek Blvd
Suite 2100
Dallas TX 75219

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

_____ 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.

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:

None

2) Security Information

Trading symbol: APLD
Exact title and class of securities outstanding: Common Stock, Preferred C shares
CUSIP: 038169108
Par or stated value: Par . 01

Total shares authorized: 1,000,000,000 as of date: 8/31/2021
Total shares outstanding: 320,381,519 as of date: 8/31/2021
Number of shares in the Public Float⁶: _____ as of date: 8/31/2021
Total number of shareholders of record: 279 as of date: 8/31/2021

All additional class(es) of publicly traded securities (if any): NONE

Trading symbol:
Exact title and class of securities outstanding:
CUSIP:
Par or stated value:
Total shares authorized: _____ as of date: _____
Total shares outstanding: _____ as of date: _____

Transfer Agent

Name: Pacific Stock Transfer
Phone: 800- 785-7782
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?⁷ Yes: No:

3) Issuance History

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.**

⁶ "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.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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: <u>Opening Balance</u> Date <u>8/31/2020</u> Common: 9,066,363 Preferred: 704,282			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (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.
<u>July 6 2021</u>	<u>Issuance</u>	14,277,986	Common	.13	Yes	Wes Cummins	Debt Conversion	<u>Restricted</u>	<u>Exemption</u>
<u>July 6 2021</u>	<u>Issuance</u>	1,622,498	Common	.13	Yes	Thomas Kelleher	Debt Conversion	<u>Restricted</u>	<u>Exemption</u>
<u>July 6 2021</u>	<u>Issuance</u>	14,602,486	Common	.13	Yes	Bryant Riley	Debt Conversion	<u>Restricted</u>	<u>Exemption</u>
<u>July 13 2021</u>	<u>Issuance</u>	44,640,889	Common	.13	Yes	Xsquared Holding Limited	Service Contracts	<u>Restricted</u>	<u>Exemption</u>
<u>July 13 2021</u>	<u>Issuance</u>	44,640,889	Common	.13	Yes	GMR Limited	Service Contracts	<u>Restricted</u>	<u>Exemption</u>

<u>July 13 2021</u>	<u>Issuance</u>	18,938,559	<u>Common</u>	.13	Yes	Jason Zhang	Service Contract s	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	105,541,428	<u>Common</u>	.07	Yes	Cummins Family Ltd Partnership	Preferre d A to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	4,665,714	<u>Common</u>	.07	Yes	Ron Hendrickson - IRA (FBO)	Preferre d A to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	4,185,714	<u>Common</u>	.07	Yes	Harvey SMIDCAP fund, LP Jeff Moskowitz	Preferre d A to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	3,031,428	<u>Common</u>	.07	Yes	Joseph Scott Lyman - IRA (FBO)	Preferre d A to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,140,000	<u>Common</u>	.07	Yes	Justin C Cress - IRA (FBO)	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,140,000	<u>Common</u>	.07	Yes	Rebecca L. Cress -IRA (FBO)	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,138,571	<u>Common</u>	.07	Yes	Joseph Hansen Lyman - IRA (FBO)	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	897,142	<u>Common</u>	.07	Yes	Kenneth Wood	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	897,142	<u>Common</u>	.07	Yes	Richard Rosenfeld	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	897,142	<u>Common</u>	.07	Yes	Neal Fine	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	897,142	<u>Common</u>	.07	Yes	Kimberly Kelly-Wintenberg	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	897,142	<u>Common</u>	.07	Yes	Alan Wintenberg	Preferre d A to	<u>Restricted</u>	<u>Exemption</u>

<u>August 12, 2021</u>	<u>Conversion</u>	404,285	<u>Common</u>	.07	Yes	Harvey SMIDCAP Offshore fund, LTD Jeff Moskowitz	Preferred A to	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	7,698,000	<u>Common</u>	.10	Yes	Randy Bauscher	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	4,453,000	<u>Common</u>	.10	Yes	Wesley Cummins IRA Account	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	2,905,000	<u>Common</u>	.10	Yes	Harvey SMidCap Fund, LP Jeff Moskowitz	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	2,567,000	<u>Common</u>	.10	Yes	Riley Investment Partners, L.P. Bryant Riley	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	2,543,000	<u>Common</u>	.10	Yes	Carla Cummins IRA Account	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	2,543,000	<u>Common</u>	.10	Yes	Justin Shawn Cummins	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	2,113,000	<u>Common</u>	.10	Yes	Harvey QP, LP Jeff Moskowitz	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	2,007,000	<u>Common</u>	.10	Yes	Charles Hastings	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,641,000	<u>Common</u>	.10	Yes	Joseph H. Lyman IRA Account	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>

<u>August 12, 2021</u>	<u>Conversion</u>	1,484,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Bryan Brown	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,484,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Randell Brown	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,388,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Matthew Higgins	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,302,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Hamin Abdullah	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,302,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Daniel Swingos	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,269,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Joseph S. Lyman IRA Account	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,026,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Harvey SMidCap Offshore Fund, Ltd Jeff Moskowitz	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	1,005,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Lance Cummins	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	930,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	B. Riley & Co. LLC Bryant Riley	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>

<u>August 12, 2021</u>	<u>Conversion</u>	665,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Kenneth Swain	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	649,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	David Richie	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	649,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Smoking Hot, Inc. Adam W. Baker	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	649,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Cyril Downing	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	649,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	James Salters	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	649,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Randy Welch	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	489,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Renda Ware	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	489,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Paul Lyons	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	476,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Ronald Hendrickson	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>

<u>August 12, 2021</u>	<u>Conversion</u>	378,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	M.O. Wickramanayake	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	367,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Ken Wood	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	367,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Rich Rosenfeld	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	293,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Ronald May	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	215,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Pamela L. Hastings Living Trust *See footnote	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>August 12, 2021</u>	<u>Conversion</u>	215,000	<u>Common</u>	<u>.10</u>	<u>Yes</u>	Ted Larsen	Preferred B to Common	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	14,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Deep Filed Opportunities Fund, LP Jordan Moelis	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	12,800,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Knott Partners LP David M. Knott	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	10,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	William Herbert Hunt Trust, Estate David M. Knott	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	9,600,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Voss Value Master Fund, L.P. Taylor Steinhaff	Preferred C	<u>Restricted</u>	<u>Exemption</u>

<u>May 17, 2021</u>	<u>Issuance</u>	6,800,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Keen Microcap Fund LP Peter L. Keane	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	6,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Anson Investments Master Fund LP Bruce Winson	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	5,676,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Nokomis Capital Master Fund LP Brett Hendrickson	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	4,800,000.00	Preferred	<u>.13</u>	<u>Yes</u>	AFOB FIP MS, LLC John Rijo	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	4,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	David S. Hunt	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	4,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Hunt Technology Ventures, LP David S. Hunt	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	4,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Kingdom Investments, Limited David S. Hunt	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	4,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Placid Ventures, L.P. David S. Hunt	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	3,400,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Bond E Oman	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	3,400,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Granite Point Capital Master Fund, LP R Scott Bushley	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	3,400,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Granite Point Capital Scorpion Focused Ideas Fund R Scott Bushley	Preferred C	<u>Restricted</u>	<u>Exemption</u>

<u>May 17, 2021</u>	<u>Issuance</u>	3,200,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Bradley L. Radoff	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	3,027,600.00	Preferred	<u>.13</u>	<u>Yes</u>	Harvey Master Fund, LP Jeff Moskowitz	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	2,200,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Patrice McNicoll	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	320,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Jimmy Baker	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	2,324,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Star V Partners LLC Anders Hall, Bart Brunk	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	2,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Anson East Master Fund LP Bruce Winson	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	2,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Redcap Investments LP Herbert Allred	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	2,000,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Lyda Hunt- Herbert Trusts – Bruce William Hunt David Hunt	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	1,400,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Kenneth R Werner Revocable Trust Kenneth Werner	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	1,400,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Peter Levinson	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	1,280,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Brian Smoluch	Preferred C	<u>Restricted</u>	<u>Exemption</u>

<u>May 17, 2021</u>	<u>Issuance</u>	1,120,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Andrew Moore	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	1,120,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Bryant and Carleen Riley JTWROS Bryant Riley	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	1,120,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Joseph R. Nardini	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	970,400.00	Preferred	<u>.13</u>	<u>Yes</u>	Harvey SMIDCAP Fund, LP Jeff Moskowitz	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	840,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Kelleher Family Trust Tom Kelleher	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	802,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Harvey SMIDCAP Fund, LP Jeff Moskowitz	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	800,000.00	Preferred	<u>.13</u>	<u>Yes</u>	TKL Global Investments LLC Hamin Abdullah	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	640,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Ziyao Wang	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	640,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Lance Cannon	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	640,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Rohan Kumar	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Alan N. Forman	Preferred C	<u>Restricted</u>	<u>Exemption</u>

<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Bradley Silver	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Daniel Ondeck	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Eric Rajewski	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Manuel Jesus Bueno	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Pinnacle Investment Group LLC Jeff Peterson	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Samantha Gumenick	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	560,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Terri Scott Peterson	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	440,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Michael Schlotman	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	400,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Andrew Russell	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	400,000.00	Preferred	<u>.13</u>	<u>Yes</u>	John C. Rijo	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	200,000.00	Preferred	<u>.13</u>	<u>Yes</u>	David J. Morton	Preferred C	<u>Restricted</u>	<u>Exemption</u>

<u>May 17, 2021</u>	<u>Issuance</u>	200,000.00	Preferred	<u>.13</u>	<u>Yes</u>	BGBY Investments LLC Mark Healy	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>May 17, 2021</u>	<u>Issuance</u>	160,000.00	Preferred	<u>.13</u>	<u>Yes</u>	Dominic Riley	Preferred C	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	6,818,182	Preferred	<u>.44</u>	<u>Yes</u>	Bitmain Delaware Holding Company, Inc Yiming Qi	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	11,363,636	Preferred	<u>.44</u>	<u>Yes</u>	F2POOL MINING INC Shixing Mao	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,704,545	Preferred	<u>.44</u>	<u>Yes</u>	Anson Investments Master Fund LP Amin Nathoo	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	681,818	Preferred	<u>.44</u>	<u>Yes</u>	CBH Bahamas Ltd. as Trustee of The Pardiac Trust Ursula Rolle	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	568,182	Preferred	<u>.44</u>	<u>Yes</u>	Anson East Master Fund LP Amin Nathoo	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	4,545,455	Preferred	<u>.44</u>	<u>Yes</u>	Columbus Capital Partners, LP Matthew D. Ockner	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	3,409,091	Preferred	<u>.44</u>	<u>Yes</u>	Verition Multi-Strategy Master Fund LTD William Anderson	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	3,068,182	Preferred	<u>.44</u>	<u>Yes</u>	AFOB FIP MS, LLC Fred Goldman and John Rijo	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	2,645,455	Preferred	<u>.44</u>	<u>Yes</u>	B. Riley Securities, Inc Bryant Riley	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	2,272,727	Preferred	<u>.44</u>	<u>Yes</u>	Black Maple Capital Management LP Brian Gemoll	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	2,272,727	Preferred	<u>.44</u>	<u>Yes</u>	OhSang Kwon	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	2,272,727	Preferred	<u>.44</u>	<u>Yes</u>	Precept Special Situation Fund, LP Nick Roossien	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	2,272,727	Preferred	<u>.44</u>	<u>Yes</u>	Jon D and Linda W. Gruber Trust Lesley Peeler	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	2,000,000	Preferred	<u>.44</u>	<u>Yes</u>	William Herbert Hunt Trust Estate David Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,704,545	Preferred	<u>.44</u>	<u>Yes</u>	Bansbach Capital Group, LLC, Louis P Bansbach IV, Manager Bart Bansbach	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,455,682	Preferred	<u>.44</u>	<u>Yes</u>	Blackwell Partners LLC	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,363,636	Preferred	<u>.44</u>	<u>Yes</u>	Brian Smoluch	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	1,136,364	Preferred	<u>.44</u>	<u>Yes</u>	Puritan Partners, LLC Richard Smithline	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,136,364	Preferred	<u>.44</u>	<u>Yes</u>	Granite Point Capital Master Fund, LP R. Scott Bushley	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,136,364	Preferred	<u>.44</u>	<u>Yes</u>	Granite Point Capital Scorpion Focused Ideas Fund R. Scott Bushley	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,136,364	Preferred	<u>.44</u>	<u>Yes</u>	Voss Value-Oriented Special Situations Fund, LP Taylor Steinhaff	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	909,091	Preferred	<u>.44</u>	<u>Yes</u>	Cavalry Fund I LP Thomas Walsh	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	909,091	Preferred	<u>.44</u>	<u>Yes</u>	John B. Berding	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	909,091	Preferred	<u>.44</u>	<u>Yes</u>	David G. Swank	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	795,455	Preferred	<u>.44</u>	<u>Yes</u>	MC Opportunities Fund LP Theodore L. Koenig	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	795,455	Preferred	<u>.44</u>	<u>Yes</u>	Boardman Bay Master, Ltd. William Graves	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	681,818	Preferred	<u>.44</u>	<u>Yes</u>	Patrice McNicoll	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	681,818	Preferred	<u>.44</u>	<u>Yes</u>	EJS Investment Holdings LLC Joe Sofio	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	681,818	Preferred	<u>.44</u>	<u>Yes</u>	Pinnacle Investment Group, LLC Jeff Peterson	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	681,818	Preferred	<u>.44</u>	<u>Yes</u>	Knott Partners, LP David Knott Jr	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	600,000	Preferred	<u>.44</u>	<u>Yes</u>	Star V Partners LLC Bart Brunk	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	568,182	Preferred	<u>.44</u>	<u>Yes</u>	Keen Microcap Fund LP Peter L Keane	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	568,182	Preferred	<u>.44</u>	<u>Yes</u>	Keen Microcap Fund LP Peter L Keane	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	568,182	Preferred	<u>.44</u>	<u>Yes</u>	1334 Partners LP Sara Sedlacek	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	568,182	Preferred	<u>.44</u>	<u>Yes</u>	Richard Marks	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	568,182	Preferred	<u>.44</u>	<u>Yes</u>	Pacific Capital Management LLC Penny Bordokas	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	500,000	Preferred	<u>.44</u>	<u>Yes</u>	David S. Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	500,000	Preferred	<u>.44</u>	<u>Yes</u>	Kingdom Investments, Limited David S. Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	500,000	Preferred	<u>.44</u>	<u>Yes</u>	Lyda Hunt - Herbert Trusts - Bruce William Hunt David S. Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	500,000	Preferred	<u>.44</u>	<u>Yes</u>	Placid Ventures, L.P. David S. Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	500,000	Preferred	<u>.44</u>	<u>Yes</u>	Redcap Investments LP Hunt Allred and Nancy Craig	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	454,545	Preferred	<u>.44</u>	<u>Yes</u>	David A. Durkin	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	454,545	Preferred	<u>.44</u>	<u>Yes</u>	Frederick Baily Bent III	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	400,000	Preferred	<u>.44</u>	<u>Yes</u>	Bradley L Radoff	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	343,239	Preferred	<u>.44</u>	<u>Yes</u>	Harvey SMidCap Fund, LP Anthony Cimini	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	331,364	Preferred	<u>.44</u>	<u>Yes</u>	Star V Partners LLC Bart Brunk	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Cavalry Special Ops Fund, LLC Thomas Walsh	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Joseph R. Nardini	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Rohan Kumar	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Brian M. Herman	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Ardsley Ridgecrest Partners Fund, LP Sandord Preter	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Spencer Hempleman	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Allan Weine	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Mark C Koontz	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	227,273	Preferred	<u>.44</u>	<u>Yes</u>	Jimmy Aston	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	217,045	Preferred	<u>.44</u>	<u>Yes</u>	Alta Fundamental Advisers Master LP Jeremy Carton	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	170,455	Preferred	<u>.44</u>	<u>Yes</u>	Michael Cavanagh	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	170,455	Preferred	<u>.44</u>	<u>Yes</u>	Peter Levinson	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	159,091	Preferred	<u>.44</u>	<u>Yes</u>	Terril Scott Peterson	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	136,364	Preferred	<u>.44</u>	<u>Yes</u>	Andy Moore	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	136,364	Preferred	<u>.44</u>	<u>Yes</u>	Eric Rajewski	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	136,364	Preferred	<u>.44</u>	<u>Yes</u>	Lance Cannon	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	113,636	Preferred	<u>.44</u>	<u>Yes</u>	Andrew Russell	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	113,636	Preferred	<u>.44</u>	<u>Yes</u>	John C. Rijo	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	113,636	Preferred	<u>.44</u>	<u>Yes</u>	Martin Friedman	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	113,636	Preferred	<u>.44</u>	<u>Yes</u>	Millbrook Consulting Group, LLC Robert Axenrod	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	113,636	Preferred	<u>.44</u>	<u>Yes</u>	Austin D. Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	90,852	Preferred	<u>.44</u>	<u>Yes</u>	Harvey Master Fund, LP	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	68,182	Preferred	<u>.44</u>	<u>Yes</u>	Manuel Jesus Bueno	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	66,364	Preferred	<u>.44</u>	<u>Yes</u>	Nokomis Capital Master Fund, LP Brett Hendrickson	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	Andrew Aziz	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	BGBY Investments LLC Mark Healy	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	David J. Morton	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	Jonathan Talcott	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	Alexander M. McWilliams III	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	James M. Clamage	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	Knut Grevle	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	Patrick Hanniford	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	56,818	Preferred	<u>.44</u>	<u>Yes</u>	Kenneth R Werner	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	45,455	Preferred	<u>.44</u>	<u>Yes</u>	Brett Chiles	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	28,409	Preferred	<u>.44</u>	<u>Yes</u>	Paul Choi	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	27,273	Preferred	<u>.44</u>	<u>Yes</u>	Joseph Robert Nardini Jr.	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	22,727	Preferred	<u>.44</u>	<u>Yes</u>	Allison Wolford	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	22,727	Preferred	<u>.44</u>	<u>Yes</u>	Dawn M. Farrell	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	22,727	Preferred	<u>.44</u>	<u>Yes</u>	David Bum Park	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	20,455	Preferred	<u>.44</u>	<u>Yes</u>	Harvey SMidCap Fund, LP	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	18,182	Preferred	<u>.44</u>	<u>Yes</u>	Jason Alabaster	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	17,045	Preferred	<u>.44</u>	<u>Yes</u>	Ryan Aceto	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	11,364	Preferred	<u>.44</u>	<u>Yes</u>	Spencer Gottshall	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	11,364	Preferred	<u>.44</u>	<u>Yes</u>	Drew Rossi	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	1,488,182	Preferred	<u>.44</u>	<u>Yes</u>	William Herbert Hunt Trust Estate	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	350,000	Preferred	<u>.44</u>	<u>Yes</u>	Hunt Technology Ventures, LP	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	500,000	Preferred	<u>.44</u>	<u>Yes</u>	Kingdom Investments, Limited	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	500,000	Preferred	<u>.44</u>	<u>Yes</u>	Placid Ventures, LP	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	325,000	Preferred	<u>.44</u>	<u>Yes</u>	Lyda Hunt - Herbert Trusts - Bruce William Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	300,000	Preferred	<u>.44</u>	<u>Yes</u>	MACABA Holdings, LLC David Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>
<u>July 29, 2021</u>	<u>Issuance</u>	300,000	Preferred	<u>.44</u>	<u>Yes</u>	Pangea Capital, LLC David Hunt	Preferred D	<u>Restricted</u>	<u>Exemption</u>

<u>July 29, 2021</u>	<u>Issuance</u>	230,000	Preferred	<u>.44</u>	<u>Yes</u>	Marshall Webb Mulligan	Preferred D	<u>Restricted</u>	<u>Exemption</u>
Shares Outstanding on Date of This Report:									
		<u>Ending Balance</u>							
<u>Ending Balance:</u>									
Date 8/31/2021									
Common: 320,381,519									
Preferred: 1,964,000									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

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

* Unable to identify control person. This is a legacy investor.

C. 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.)
			_____	_____	_____	_____	_____
			_____	_____	_____	_____	_____
			_____	_____	_____	_____	_____
			_____	_____	_____	_____	_____
			_____	_____	_____	_____	_____
			_____	_____	_____	_____	_____

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

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)⁸:

Name: David Rench
Title: CFO
Relationship to Issuer: CFO

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 A-G have been uploaded to OTCIQ under Financial Statements. Document H was uploaded separately.

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

Applied Blockchain, Inc. (APLD, or the Company) is a participant in the dynamic Cryptoeconomy, actively mining cryptoassets and developing hosting services offered to other cryptoasset (crypto) miners. Our company is positioning

⁸ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

itself to play an active role in the global shift overtaking the traditional financial system, recognizing cryptoassets as a currency and store of value. While crypto itself is not new, its demand in the recent years has led to many financial institutions giving clients exposure through various investment vehicles, retail investors allocating percentages of their portfolios to crypto, merchants accepting crypto as a form of payment, crypto ATM machines becoming more readily available around the world, and at least one government approving Bitcoin as legal tender requiring merchants to be able to accept Bitcoin as well as US dollars.

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

APLD Hosting LLC

C. Describe the issuers' principal products or services.

We are a participant in the dynamic Cryptoeconomy, actively mining cryptoassets and developing hosting services offered to other cryptoasset (crypto) miners. We are positioning ourselves to play an active role in increasing acceptance of cryptoassets, recognizing cryptoassets as a currency and store of value. While crypto itself is not new, demand for it in the recent years has led to many financial institutions giving clients exposure through various investment vehicles, retail investors allocating portions of their portfolios to crypto, merchants accepting crypto as a form of payment, crypto ATM machines becoming more readily available around the world, and at least one government approving Bitcoin as legal tender requiring merchants to be able to accept Bitcoin as well as other forms of currency.

Mining Operation

Our mission is to quickly scale a large mining operation focused primarily on mining Bitcoin, Ethereum (Ether) and other cryptoassets. With a specialized algorithm provided by strategic partners, we are able to mine the most profitable cryptoassets in the market and adjust in real-time if needed when more financially lucrative opportunities arise. With the first deployment of GPUs initially set to become operational in China during the summer of 2021, we pivoted operations due to the uncertain regulatory climate in China surrounding cryptoasset mining operations. Shortly after making the decision to move the mining hardware to a mining facility in North America, China began the crackdown on mining facilities in locations across the country. These events pushed us to explore other co-hosting locations. By July 2021, we had entered into a co-hosting agreement with Coinmint LLC, had our initial order of mining equipment delivered and installed at Coinmint's co-hosting facility and began our mining operations. We also determined that constructing our own hosting co-hosting facilities would enable us to generate a stable cash flow stream through long-term hosting agreements, lower the cost of power for our own mining operations and eliminate risks to us of relying on a third party host. We have ordered additional mining equipment, which we expect to be delivered and installed at our first co-hosting facility once built in the fourth quarter of calendar year 2021. We do not plan to utilize third-party co-hosting facilities for our equipment other than what is currently hosted by Coinmint.

Hosting Operation

Our mission includes building co-hosting facilities in which our customers will lease space and access to electricity and in which we will also install our own crypto mining equipment providing us with fees from customers and less expensive access to power to run our crypto mining business. We expect to enter into a lease for property on which we will build our first co-hosting facility. We have also entered into an Energy Services Agreement with respect to 100 megawatts to be used by us and our co-hosting customers. We have also entered into agreements with 2 customers which will account for greater than 50% of the available energy under the Energy Services Agreement. Working with expert advisors in the fields of power, crypto mining operations, procurement, and construction, we have designed a plan for a prefabricated facility and organization within the facility that can be delivered and installed quickly and maximize performance and efficiency of the facility and the our and our customers' crypto mining equipment. We expect delivery and installation of our first co-hosting facility to be completed in the fourth quarter of calendar year 2021. With low-cost energy powering our co-hosting facilities, our customers can expect an agile and cost competitive crypto mining solution. We have identified at least two additional sites for additional facilities and several potential customers to fill our first facility and beyond. We are negotiating leases

and/or purchases of such property, energy agreements to support such facilities and agreements with potential additional co-hosting customers.

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.

DESCRIPTION OF PROPERTIES- We lease approximately 10,699 square feet of office space at 3811 Turtle Creek Blvd., Suite 2100, Dallas, Texas 75219. We use this location as our principal offices.

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
Wes Cummins	Cummins Family Ltd Partnership	<u>Twin Falls, Idaho</u>	105,541,428	<u>Common</u>	<u>20.05</u>	_____

Xin Xu	<u>XSquared</u>	Road Town, VG1110 Tortola British Virgin Islands BVI	44,640,889	Common	8.48%	_____
Guo Chen	<u>GMR</u>	Road Town Tortola British Virgin Islands BVI	44,640,889	<u>Common</u>	8.48%	_____
			_____	_____	_____	_____

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);

NONE

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

NONE

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

NONE

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

NONE

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

NONE

9) Third Party Providers

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

Securities Counsel

Firm: Kelley Drye & Warren LLP _____
Address 1: 101 Park Avenue New York, NY 10178
Address 2: _____
Phone: _____
Email: _____

Accountant or Auditor

Firm: Marcum
Address 1: 750 Third Ave New York, NY 10017
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Firm: Gateway IR
Address 1: 4685 MacArthur Court, Newport Beach, CA 92660
Address 2: suite 400
Phone: (949) 574-3860
Email: _____

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.

Firm: B. Riley Securities
Nature of Services: Investment Bank
Address 1: 11100 Santa Monica Blvd Los Angeles, CA 90025
Address 2: Suite 800
Phone: _____
Email: _____

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, Wesley Cummins certify that:

1. I have reviewed this Quarterly Statement of Applied Blockchain 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.

8/30/2021 [Date]

_____ Wesley Cummins _____ [CEO's Signature]

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

Principal Financial Officer:

I, David Rench certify that:

1. I have reviewed this Quarterly Statement of Applied Blockchain 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.

8/30/2021 [Date]

_____ David Rench _____ [CFO's Signature]

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