

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **DNA Brands, Inc.**

255 Eversedge Ct., Alpharetta GA 30009

404 585 0096

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[info@dnabrands.biz](mailto:info@dnabrands.biz)

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## **Quarterly Report**

**For the period ending March 31, 2025 (the “Reporting Period”)**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

3,394,794,617 of 3/31/2025

3,234,794,617 of 12/31/2024

### **Shell Status**

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>5</sup> of the company has occurred over this reporting period:

<sup>5</sup>“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.

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.

DNA Brands, Inc., as of 7/7/2010

formerly

Famous Products Inc.

Date of inception: 05/23/2007

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):

Colorado

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:

200:1 REVERSE STOCK SPLIT, DEC 9TH 2020

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

255 Eversedge Ct., Alpharetta, GA 30009

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

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

\_\_\_\_\_

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

\_\_\_\_\_

## 2) Security Information

### **Transfer Agent**

Equiniti

3200 Cherry Creek Dr. South, #430,

Denver, Colorado 80209, US

Phone: 303-282-4800

Email: [Kimberly.Schams@equiniti.com](mailto:Kimberly.Schams@equiniti.com)

### **Publicly Quoted or Traded Securities:**

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

Trading symbol:	<u>DNAX</u>
Exact title and class of securities outstanding:	<u>COMMON</u>
CUSIP:	<u>23328Q307</u>
Par or stated value:	<u>\$0.00001</u>
Total shares authorized:	4,250,000,000 as of date: 3/31/25
Total shares outstanding:	3,394,794,617 as of date: 3/31/25
Total number of shareholders of record:	39 as of date: 3/31/25

### **Other classes of authorized or outstanding equity securities:**

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

Exact title and class of the security:	<u>Series A Preferred</u>		
CUSIP (if applicable):	<u>NA</u>		
Par or stated value:	<u>\$0.25.</u>		
Total shares authorized:	<u>4,000,000</u>	as of date:	<u>3/31/25</u>
Total shares outstanding (if applicable):	<u>0</u>	as of date:	<u>3/31/25</u>
Total number of shareholders of record (if applicable):	<u>0</u>	as of date:	<u>3/31/25</u>

Exact title and class of the security:	<u>Series C Preferred</u>	
CUSIP (if applicable):	<u>NA</u>	
Par or stated value:	\$0.001.	
Total shares authorized:	400,000	<u>as of date: 3/31/25</u>
Total shares outstanding (if applicable):	300,000	<u>as of date: 3/31/25</u>
Total number of shareholders of record (if applicable):	<u>2</u>	<u>as of date: 3/31/25</u>

300 votes per share

Exact title and class of the security:	<u>Series D Preferred</u>	
CUSIP (if applicable):	<u>NA</u>	
Par or stated value:	\$0.055.	
Total shares authorized:	1,800,000	<u>as of date: 3/31/25</u>
Total shares outstanding (if applicable):	0	<u>as of date: 3/31/25</u>
Total number of shareholders of record (if applicable):	0	<u>as of date: 3/31/245</u>

Exact title and class of the security:	<u>Series E Preferred</u>	
CUSIP (if applicable):	<u>NA</u>	
Par or stated value:	\$0.0055.	
Total shares authorized:	1,800,000	<u>as of date: 3/31/25</u>
Total shares outstanding (if applicable):	1,800,000	<u>as of date: 3/31/25</u>
Total number of shareholders of record (if applicable):	2	<u>as of date: 3/31/25</u>

Exact title and class of the security:	<u>Series F Preferred</u>	
CUSIP (if applicable):	<u>NA</u>	
Par or stated value:	\$1.00.	
Total shares authorized:	500,000	<u>as of date: 3/31/25</u>
Total shares outstanding (if applicable):	355,000	<u>as of date: 3/31/25</u>
Total number of shareholders of record (if applicable):	1	<u>as of date: 3/31/25</u>

Exact title and class of the security:	<u>Series G Preferred</u>	
CUSIP (if applicable):	<u>NA</u>	
Par or stated value:	\$1.00.	
Total shares authorized:	10,000,000	<u>as of date: 3/31/25</u>
Total shares outstanding (if applicable):	0	<u>as of date: 3/31/25</u>
Total number of shareholders of record (if applicable):	0	<u>as of date: 3/31/25</u>

### **Security Description:**

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

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

**rights.** Each one Common A share represents one vote.

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

Series A: No Dividends payable, No Voting Rights, Convertible into one shares of common per share of Series A preferred.

Series C: On May 3, 2013 the Company authorized the issuance of 300,000 shares of Series C Preferred Stock ("Series C") and issued 150,000 shares of Series C to Darren Marks, an officer and director of the Company, in settlement of \$100,000 owed by the Company to Mr. Marks; and issued 150,000 shares of its Series C to Mel Leiner, an officer and director of the Company, in settlement of \$100,000 owed by the Company to Mr. Leiner. Each Series C share entitles the holder to 300 votes on all matters submitted to a vote of the Company's shareholders.

If a Dividend is Declared any holder of Series C Preferred is entitled to One cent Per share (\$0.01) on December 31st of that given year.

Upon any liquidation, dissolution or winding up of the Corporation, no distribution shall be made to the holders of shares of stock ranking junior (either as to dividends or upon liquidation, dissolution or winding up) to the Series C Preferred Shares unless, prior thereto, the holders of Series C Preferred Shares shall have received \$0.67 per share, plus an amount equal to declared and unpaid dividends and distributions thereon to the date of such payment.

Series C Convert at a 25% discount to the trailing 30-day closing average price of the common stock

Series D: The holders of outstanding Series "D" Preferred Shares shall be entitled to receive dividends if and when so declared by the Company's Board of Directors, in their sole discretion.

On October 21, 2013 the Company authorized the issuance of 1,800,000 shares of Series D Preferred Stock ("Series D") and issued 900,000 shares of Series D to Darren Marks in settlement of \$900,000 owed by the Company to Mr. Marks; and issued 900,000 shares of its Series D to Mel Leiner in settlement of \$900,000 owed by the Company to Mr. Leiner. Each share of Series D Convertible Preferred Stock is convertible into 68.2721 shares of our Common Stock.

On December 27, 2013 Messrs. Marks and Leiner returned their Series D shares and these shares were cancelled. Additionally on December 27, 2013 the Company authorized the issuance of 1,800,000 shares of Series E Preferred Stock ("Series E") and issued 900,000 shares of Series E to Darren Marks in settlement of \$50,000 owed by the Company to Mr. Marks; and issued 900,000 shares of its Series E to Mel Leiner in settlement of \$50,000 owed by the Company to Mr. Leiner. Each share of Series E stock has voting rights equal to 68.02721 common shares.

The Series D is not convertible into any of our common shares.

No Dividend Payable.

**Series E:** Each Series E Preferred Share will entitle the holder thereof to 68.02721 votes on all matters submitted to a vote of the shareholders of the Corporation. In the event of liquidation, dissolution or winding up of the corporation. The holder of Series E preferred shares, shall be entitled to be paid out of the assets of the corporation available for distribution to its stockholders. No Dividends payable. No conversion rights.

**Series F:** Series F Preferred shares are Voting shares that represent 75,000 votes per share common, (Control Block). On or around December 1, 2021, the 355, 000 shares of Series F Preferred were sold to James Canouse as the new incoming CEO of the Company. The holders of outstanding Series "F" Preferred Shares shall not be entitled to receive any dividends. Series F Preferred Shares shall have NO Redemption or conversion rights.

**Series G:** Series G Amended June 3 2020: Changing Authorized to 10,000,000 and Par Value to \$1/ share. <https://www.sos.state.co.us/biz/ViewImage.do?masterFileId=20071247858&fileId=20201494368&org.apache.struts.taglib.html.TOKEN=eaff2f6ed2fd8291542d647fa8d83284>

No Dividend payable, No Voting Rights, Conversion rate of 65% (35% Discount), to the previous 5 Day Closing average.

1:5 conversion (1 share of Pref G converts into 5 common shares)

NOTE: All Series G shares were returned to Treasury on December 27th, 2021, as Per settlement agreement with 954 Solar.

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

None other than described above.

### **4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None

## **3) Issuance History**

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

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

### **A. Changes to the Number of Outstanding Shares**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☐ X (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End:  Opening Balance 12/31/2022	Opening Balance:		*Right-click the rows below and select “Insert” to add rows as needed.						
	Common: 533,744,372								
	Post Reverse								
	Preferred Issued: 300,000 Series C 1,800,000 Series E 355,000 Series F								
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 individuals with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?

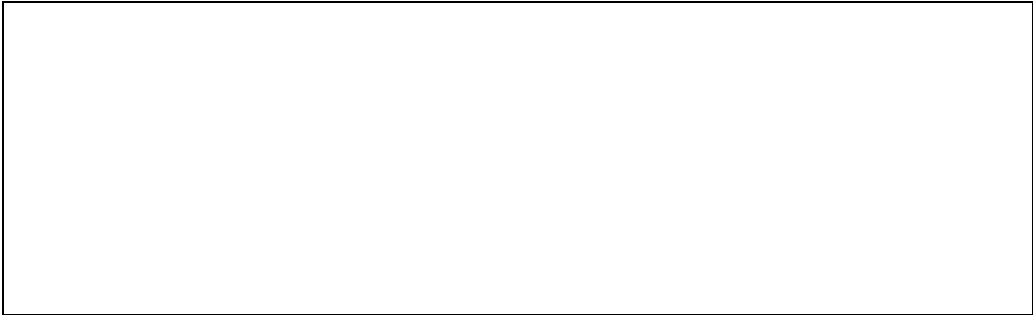
1/4/2020	issuance	600,000,000	common	0.00001	yes	Adrian McKenzie-Patasar	debt conversion	Restricted	144
					s				
1/4/2020	issuance	14,444,444	common	0.00004	yes	Kerry Goodman	debt conversion	free trading	144
					s				
1/30/2020	issuance	25,000,000	common	0.0008	yes	GPL Ventures-Cosmin Panait	REG A purchase	freetrading	Registered Securities
					s				
Q1/2020 closing balance									
786,490,905									
6/4/20	issuance	500,000	Series G	\$1	No	Andrew Ferrin	954Acquisition	Restricted	Preferred
							on		
6/4/20	issuance	500,000	Series G	\$1	No	PBDC LLC	954 Acquisition commission	Restricted	Preferred
						Adrian McKenzie-Patasar			
6/30/20	issuance	500,000	Series G	\$1	No	Andrew Ferrin	End of Quarter payment	Restricted	Preferred
6/30/20	issuance	500,000	Series G	\$1	No	PBDC LLC	End of Quarter payment	Restricted	Preferred
						Adrian McKenzie-Patasar			
Q2, Ending common shares									
786,490,905									
7/9/2020	issuance	75,000,000	common	(\$0.0008)	Yes	GPL Ventures-Cosmin Panait	Reg A Registered securities	Free trading	Common
					s				
9/18/2020	issuance	37,500,000	common	(\$0.0008)	Yes	Green Coast Capital International	Reg A	Free Trading	Common
					s				

						al LLC-	Registered		
						Jordan	Securities		
						Haley			
Q3 ending									
balance									
898,990,905									
issued and									
outstanding									
11/4/2020	issuance	62,500,000	common	(\$0.0008)	Ye	GPL	Reg A	Free	Common
					s	Ventures	Registered	Trading	
						Cosmin	Securities		
						Panait			
11/12/2020	issuance	62,500,000	common	(\$0.0008)	Ye	Green Coast	Reg A	Free	Common
					s	Capital	Registered	trading	
						internation	Securities		
						al LLC			
						Jordan			
						Haley			
12/9/20	issuance	20126	common	par	no	All	N/A	N/A	Fractiona
				(\$0.0000		shareholder			I
				1)		s of record			common
									shares
									issued
									post
									reverse
12/9/2020									
200:1 Reverse									
Split									
5,122,080									
1/20/21	issuance	312,500	common	(\$0.16)	ye	GPL	Reg A	free	common
					s	Ventures-	Purchase	trading	

						Cosmin			
						Panait			
2/18/21	issuance	4997	common	(\$0.16)	ye	Coventry	Debt	free	common
					s	LLC Jack	Conversion	trading	
						Bodenstein			
3/11/21	issuance	277,505	common	(\$0.18)	ye	Coventry	Debt	Free	Common
					s	LLC Jack	conversion	Trading	
						Bodenstein			
3/19/21	issuance	62,597	common	(\$0.62)	ye	Dr. Jan	Debt	free	Common
					s	Ehrenwerth	conversion	trading	
3/21/21	issuance	135.000	common	(\$0.16)	ye	Mr. Kerry	Debt	free	common
					s	Goodman	Conversion	trading	
3/31/21-									
5,914,679									
4/20/21	issuance	100,000	common	(\$0.50)	No	Leonite	Reg A	Free	common
						Capital-Avi	Purchase	trading	
						Geller			
7/1/2021	issuance	250,000	common	(\$0.50)	No	PBDC LLC-	Consulting	Restricted	Common
						Adrian			
						McKenzie-			
						Patasar			
7/1/2021	issuance	150,000	common	(\$0.50)	No	Andrew	10-99 Work	Restricted	Common
						Ferrin			
7/1/2021	issuance	75,000	common	(\$0.50)	No	Terenzio	10-99 work	Restricted	Common
						Estrella			
7/1/2021	issuance	50,000	common	(\$0.50)	No	Thomas	10-99 Work	Restricted	Common
						Georgiadis			
11/1/2021	issuance	500,000,00	common	Par		PBDC LLC-	Note	Restricted	Common
		0				Adrian	Conversion		
						McKenzie-			
						Patasar			
11/5/21	issuance	400,000	common	\$0.05	No	Leonite	Reg A	Free	common
						Capital- Avi	Purchase	Trading	
						Geller			

11/12/22	issuance	1,500,000	common	\$0.05	N O	JP Carey	Reg A	Free	common
						Limited	Purchase	trading	
						partners-			
						Joseph Canouse			
12/17/21	issuance	600,000	common	\$0.05	No	Leonite	Reg A	Free	Common
						Capital- Avi	Purchase	Trading	
						Geller			
12/29/21	issuance	1,785,714	common	\$0.028	Yes	Kerry	Note	Free	common
					s	Goodman	Conversion	Trading	
12/30/21	issuance	500,000	common	\$0.05	N O	Wendell	Reg A	Free	common
						Hecker	shares	Trading	
05/27/2022	Issuance	2,448,500	Common	\$0.001	N O	GPL	Note	Free	Common
						Ventures, LLC	Conversion	Trading	
06/28/2022	Issuance	18,476,151	Common	\$0.016	no	J.P. Carey	Note	Free	Common
						Ltd.,	Conversion	Trading	
						Partners			
						L.P.			
09/1/2022	issuance	3,981,818	Common	\$0.0055	Yes	Kerry	Note	Free	Common
						Goodman	Conversion	Trading	
04/25/2023	Issuance	26,683,381	Common	\$0.0011	Y	Anvil	Note	Free	Common
						Financial/Jeffrey	Conversion	Trading	
						Canouse			
04/27/2023	Issuance	26,636,363	Common	\$0.0011	Y	J.P. Carey	Note	Free	Common
						Ltd.,	Conversion	Trading	
						Partners			
						L.P.			
07/24/2023	Issuance	29,348,835	Common`	\$0.0011	y	Anvil	Note	Free	Common
						Financial/Jeffrey	Conversion	Trading	
						Canouse			
07/01/2023`	Issuance	29,333,333	Common	\$0.0011	y	J.P. Carey	Note	Free	Common
						Ltd.,	Conversion	Trading	

						Partners, L.P.			
12/18/2023	Issuance	32,282,432	Common	\$0.0011	y	Anvil	Note	Free	Common
						Financial/Jeffrey Canouse	Conversion	Trading	
01/19/2024	Issuance	29,333,333	Common	\$0.0011	y	J.P. Carey Ltd., Partners, L.P.	Note Conversion	Free Trading	Common
02/06/2024	Issuance	29,272,727	Common	\$0.0011	y	J.P. Carey Ltd., Partners, L.P.	Note Conversion	Free Trading	Common
02/24/2024	Issuance	37,130,290	Common	\$0.0011	Y	Anvil	Note	Free	Common
						Financial/Jeffrey Canouse	Conversion	Trading	
10/1/2024	Issuance	120,000,000	Common	\$0.0002	Y	JP Carey Limited -Joe Canouse	Note conversion	Free trading	Common
10/24/2024	Issuance	125,000,000	Common	\$0.0002	Y	JP Carey Limited -Joe Canouse	Note conversion	Free trading	Common
11/4/2024	Issuance	126,000,472	Common	\$0.0001	Y	JP Carey Limited -Joe Canouse	Note conversion	Free trading	Common
2/27/2025	Issuance	160,000,000	Common	\$0.0001	Y	JP Carey Limited -Joe Canouse	Note conversion	Free trading	Common



Shares Outstanding on March 31, 2025	Ending Balance:	
	3,394,794,617	
	Common shares outstanding	

<b><u>Preferred</u></b>
300,000 Series C
1,800,000 Series E
355,000 Series F

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

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

**NOTE:** \*On December 30, 2021, pursuant to a stock purchase agreement by and among James Canouse (Chief Executive Officer, Chairman of the Board of Directors of the Company and shareholder representing a majority of the shareholder vote) the Company, and PBDC LLC, a company wholly owned and controlled by Adrian McKenzie-Patasar (the Company’s former Chief Executive Officer, former Chairman of the Board of Directors and shareholder formerly representing a majority of the shareholder vote) whereby Mr. Canouse purchased from McKenzie-Patasar: (i) 500,000,000 shares of common stock (the “Common Shares”) of the Company; and; (ii) 355,000 shares of Series F preferred stock of the Company. The consideration for the stock purchase was paid by Mr. Canouse to Mr. McKenzie-Patasar pursuant to the Agreement; and the Company, a party to the stock purchase agreement, recorded the stock

transfers on its internal books and records as well as represented and warranted the transfer pursuant to the Agreement; consistent with Article 8 of the Uniform Commercial Code.

**NOTE:** On July 2024 DNA Brands, Inc., increased the shares authorized to issue to 4,250,000,000

## B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities :

Note: On June 12, 2023, DNA Brands, Inc., received a letter from GPL Ventures, LLC, stating that by court order they are "surrendering" all notes held by GPL Ventures, LLC.

No: ☐ Yes: X ☐ (If yes, you must complete the table below)

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$)  (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	<a href="#"># of Potential Shares to be Issued Upon Conversion</a>	Name of Noteholder (entities must have individual with voting / investment control disclosed).
5/18/13	150,000	380,836	5/18/14	50% Discount	0-	7,616,712,329	Tom Rutherford
6/8/13	50,000	85,458	6/8/14	50% Discount	0-	1,709,150,685	Chris Carleo
6/14/13	15,000	45,000	6/14/14	50% Discount	0-	900,000,000	Jerry Nelson
6/14/13	10,000	17,082	6/14/14	50% Discount	0-	341,632,877	Harry Grimm
1/14/14	25,000	47,433	1/14/15	60%Discount	0-	790,547,945	Darren Marks
1/14/14	50,000	94,866	1/14/15	60%Discount	0-	1,581,095,890	Melvin Leiner
3/14/14	110,000	123,641	1/14/15	50% Discount	12,589,478	2,472,821,918	Iconic Holdings- Michael Sobeck
5/2/14	37,500	70,262	5/2/15	50% Discoun	0-	1,171,027,397	LG Capital - Eli Allen
1/14/16	25,000	43,433	1/14/17	60%Discount	0-	723,881,279	Darren Marks
1/14/16	50,000	86,866	1/14/17	60%Discount	0-	1,447,762,557	Melvin Leiner
2/1/16	106,632	184,833	2/1/17	60% Discount	0-	3,080,544,921	Melvin Leiner

2/1/16	30,000	52,001		2/1/17	50%Discount	0-	866,684,932	Andrew Telsey
2/1/16	70,500	122,203		2/1/17	60% Discount	0-	2,036,709,589	Darren Marks
11/24/17	4,000	12,000		11/29/18	50% Discount	0-	200,000,000	Fred Rosen
11/30/17	5,000	15,000		11/30/18	50% Discount	0-	300,000,000	Doug Engers
12/4/17	5,000	15,000		12/4/18	50% Discount	0-	300,000,000	Joe Gibson
12/13/17	10,000	30,000		12/13/18	50% Discount	0-	600,000,000	Romich Trust- Barry Romich
12/15/17	100,000	123,479		12/15/18	65%Discount	58,697,444	2,245,080,946	Kerry Goodman
8/13/18	50,000	89,814		8/13/19	50% Discount	0-	1,496,894,977	B A Romich Trust- Barry Romich
8/13/18	50,000	50,000		8/13/19	50% Discount	0-	1,000,000,000	Romich Foundation- Barry Romich
11/18/18	100,000	150,959		11/18/19	50% Discount	0-	3,019,178,082	Tom Rutherford
5/7/19	30,000	44,170		5/7/20	50% Discount	0-	883,397,260	Tom Rutherford
10/3/19	10,000	14,809		10/3/20	50% Discount	0-	296,178,082	Tom Rutherford
2/8/21	7,500	9,053		1/0/00	50% Discount	0-	181,068,493	Dr. Jan Ehrenwerth
12/31/21	249,772	320,786		12/31/22	50% Discount	0-	6,415,718,866	JP Carey Ltd. Joseph Canouse
12/30/21	383,626	492,789	Various (7) See Notes		50% Discount	0-	9,855,778,152	PBDC LLC/ Adrain Pastor
1/1/22	100,000	125,973		1/1/23	30% Discount	0-	1,799,608,611	James Canouse
3/21/22	89,359	179,036		3/21/24	50% Discount	0-	3,580,720,358	Anvil Financial/Jeffrey Canouse

3/21/22	89,359	105,519	3/21/24	50% Discount	531,000,472	2,110,387,351	JP Carey Ltd. Joseph Canouse
3/31/22	50,000	62,011	3/31/23	30% Discount	0-	885,870,841	James Canouse
6/30/22	50,000	61,014	6/30/23	30% Discount	0-	871,624,266	James Canouse
6/30/22	4,750	5,796	4/30/23	30% Discount	0-	82,804,305	Jahoco, LLC/ James Canouse
7/28/22	55,000	69,354	7/28/23	0.0002	0-	346,769,349	Trillium Partners/ Steven Hicks
7/28/22	55,000	69,354	7/28/23	0.0002	0-	346,769,349	JP Carey Ltd. Joseph Canouse
9/30/22	2,558	3,070	9/30/23	30% Discount	0-	43,855,433	Jahoco, LLC/ James Canouse
9/30/22	50,000	60,005	9/30/23	30% Discount	0-	857,221,135	James Canouse
9/30/22	25,000	30,003	9/30/23	30% Discount	0-	428,610,568	JP Carey Ltd. Joseph Canouse
11/23/22	15,000	17,824	11/23/23	30% Discount	0-	254,630,137	JP Carey Ltd. Joseph Canouse
12/31/22	10,650	12,566	12/31/23	30% Discount	0-	179,520,235	Jahoco, LLC/ James Canouse
12/31/22	50,000	58,997	12/31/23	30% Discount	0-	842,818,004	James Canouse
3/31/23	50,000	58,011	3/31/24	30% Discount	0-	828,727,984	James Canouse

3/31/23	15,000	17,403	11/23/23	30% Discount	0-	248,618,395	JP Carey Ltd. Joseph Canouse
4/26/23	11,000	13,550	4/26/24	50% Discount	0-	270,991,781	Trillium Partners/ Steven Hicks
4/26/23	11,000	13,550	4/26/24	50% Discount	0-	270,991,781	JP Carey Ltd. Joseph Canouse
6/30/23	50,000	57,014	6/30/24	30% Discount	0-	814,481,409	James Canouse
8/15/23	10,000	11,302	8/15/24	30% Discount	0-	161,455,969	JP Carey Ltd. Joseph Canouse
9/21/23	4,400	5,206	9/21/24	50% Discount	0-	104,114,849	Trillium Partners/ Steven Hicks
9/21/23	4,400	5,206	9/21/24	50% Discount	0-	104,114,849	JP Carey Ltd. Joseph Canouse
9/30/23	50,000	56,005	9/30/24	30% Discount	0-	800,078,278	James P Canouse
10/1/23	12,000	14,158	10/1/24	50% Discount	0-	283,160,548	Frondeur Partners, William Gonyer
11/1/23	12,000	14,036	11/1/24	50% Discount	0-	280,714,521	Frondeur Partners, William Gonyer
12/1/23	12,000	13,917	12/1/24	50% Discount	0-	278,347,397	Frondeur Partners, William Gonyer
12/31/23	50,000	54,997	9/30/24	30% Discount	0-	785,675,147	James P Canouse
1/1/24	12,000	13,795	10/1/24	50% Discount	0-	275,901,370	Frondeur Partners, William Gonyer

2/1/24	12,000	13,673	11/1/24	50% Discount	0-	273,455,342	Frondeur Partners,/ William Gonyer
3/1/24	12,000	13,558	12/1/24	50% Discount	0-	271,167,123	Frondeur Partners,/ William Gonyer
3/31/24	50,000	54,000	9/30/24	30% Discount	0-	771,428,571	James P Canouse
6/30/24	50,000	53,003	9/30/24	30% Discount	0-	757,181,996	James P Canouse
4/11/24	12,000	13,746	4/11/25	50% Discount	0-	274,915,068	JP Carey Ltd. Joseph Canouse
9/30/24	50,000	51,995	9/30/25	30% Discount	0-	742,778,865	James P Canouse
12/30/24	50,000	50,997	12/30/25	30% Discount	0-	728,532,290	James P Canouse
1/1/25	10,000	10,293	10/1/25	50% Discount	0-	205,852,055	Frondeur Partners- William Gonyer
2/1/25	10,000	10,191	11/1/25	50% Discount	0-	203,813,699	Frondeur Partners- William Gonyer
3/1/25	10,000	10,099	12/31/25	50% Discount	0-	201,972,603	Frondeur Partners- William Gonyer
3/31/25	50,000	50,000	12/30/25	30% Discount	0-	714,285,714	James P Canouse
Total debt		\$4,261,996	Total shares		74,815,834,725		

#### 4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.  
(Please ensure that these descriptions are updated on the Company's Profile on [www.otcm Markets.com](http://www.otcm Markets.com)).

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

DNA Brands is a Holding company. The Primary asset of the company is the Two Time award Winning Energy drink line (DNA ENERGY). At Present the company owns all the IP that developed the energy drink line. DNA Energy Drink is a proprietary blend of quality ingredients in four flavors: citrus, lemon lime, sugar-free citrus and cranraspberry. The company owns a two-time Award-Winning energy drink line that consists of three flavors. Currently, DNA Energy Brands' proprietary line of carbonated energy drinks includes Original, Cryo-berry, Citrus, Sugar Free Citrus. Previous to current management DNA Energy with its carbonated line of energy drinks, DNA Energy currently had three milk-based energy coffees that are fortified with Omega 3. Those include Caramel Macchiato, Vanilla Latte and Mocha, (with the right partner DNA would consider a launch of a CBD drink line.)

On or about January 23 2021, the company acquired an IP called DNA TAGSTM, in an all cash transaction. DNA TagsTM is third party blockchain verified technology to be used in the Medicinal packaging industry

On or around November 2022 DNA Energy announced the potential acquisition of a family entertainment company. On or around March 2023 both parties mutually agreed to not move forward with the acquisition of the family entertainment company.

DNA Brands on or around February 2023 has made a concerted effort to refocus its efforts toward the marketing and sales of the DNA Energy line of beverages.

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

None:

**NOTE: On December 27 2021, a settlement agreement was made to release 954 Solar as a Wholly owned Subsidiary. All Series G shares were returned to Treasury**

C. Describe the issuers' principal products or services.

The Company principal product is its energy drink marketed and previously sold under the proprietary name DNA ENERGY.

DNA Brands is a Holding company. The Primary asset of the company is the Two Time award Winning Energy drink line (DNA ENERGY). At Present the company owns all the IP that developed the energy drink line. DNA Energy Drink is a proprietary blend of quality ingredients in four flavors: citrus, lemon lime, sugar-free citrus and cranraspberry. The company owns a two-time Award-Winning energy drink line that consists of three flavors. Currently, DNA Energy Brands' proprietary line of carbonated energy drinks includes Original, Cryo-berry, Citrus, Sugar Free Citrus. Previous to current management DNA Energy with its carbonated line of energy drinks, DNA Energy currently had three milk-based energy coffees that are fortified with Omega 3. Those include Caramel Macchiato, Vanilla Latte and Mocha, (with the right partner DNA would consider a launch of a CBD drink line.)

On or about January 23 2021, the company acquired an IP called DNA TAGSTM, in an all cash transaction. DNA TagsTM is third party blockchain verified technology to be used in the Medicinal packaging industry. To date the

Company has been unable to exploit the assets of this acquisition.

## 5) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their

leases. The issuer holds an office at the address mentioned above , which is an office provided by our CEO.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
James P. Canouse	CEO	Alpharetta, GA	500,000,000	Common	19%	_____
James P. Canouse	CEO	Alpharetta, GA	355,000	Series F Preferred	71%	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

**NOTE:** \*On December 30, 2021, pursuant to a stock purchase agreement by and among James Canouse (Chief Executive Officer, Chairman of the Board of Directors of the Company and shareholder representing a majority of the shareholder vote) the Company, and PBDC LLC, a company wholly owned and controlled by Adrian McKenzie-Patasar (the Company's former Chief Executive Officer, former Chairman of the Board of Directors and shareholder formerly representing a majority of the shareholder vote) whereby Mr. Canouse purchased from McKenzie-Patasar: (i) 500,000,000 shares of common stock (the "Common Shares") of the Company; and; (ii) 355,000 shares of Series F preferred stock of the Company. The consideration for the stock purchase was paid by Mr. Canouse to Mr. McKenzie-Patasar pursuant to the Agreement; and the Company, a party to the stock purchase agreement, recorded the stock

transfers on its internal books and records as well as represented and warranted the transfer pursuant to the Agreement; consistent with Article 8 of the Uniform Commercial Code.

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

**7) Legal/Disciplinary History**

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

NONE

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

NONE

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

NONE

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

NONE

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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 to 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.

Upon further inquiry of management and the Board of Directors of the Company, to the best of Counsel's knowledge, and except as described in the following paragraph, neither the Company nor any person or

entity holding at least five percent (5%) of the Company's capital stock is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities law.

In May 2023, the SEC initiated an administrative action against the Company alleging violations of Section 5 of the 1933 Act arising out of the Company's Regulation A offering (SEC File No. 024-11053). In anticipation of the institution of the proceedings, the Company submitted a settlement offer which the Commission accepted. Pursuant to the settlement, the Company paid a fine of \$10,000.00 and agreed to cease and desist from committing or causing any violations and any future violations of Sections 5(a) and 5(c) of the 1933 Act.

## 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: JDT Legal  
Address 1: 897 W. Baxter Dr.  
Address 2: South Jordan, UT 84096  
Phone: 801.810.4465  
Email: [jeff@jdy-legal.com](mailto:jeff@jdy-legal.com)

Accountant or Auditor

Name: Wendell Hecker  
Firm: Hecker & Associates  
Address 1: 275 East Commercial Blvd. Ste.208  
Address 2: Lauderdale By The Sea, FL. 33308  
Phone: 954.296.4532  
Email: [Wendellhecker@comcast.net](mailto:Wendellhecker@comcast.net)

Investor Relations

Name: NA  
Firm:  
Address 1:  
Address 2:  
Phone:  
Email:

All

*other means of Investor Communication:*

Twitter: <https://twitter.com/dnabrandsinc>  
Discord: LinkedIn  
Facebook: <https://www.facebook.com/DNAbrands/>  
[Other ]

#### Other Service Providers

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

Name: NA

Firm:

Nature of Services:

Address 1:

Address 2:

Phone:

Email: \_\_\_\_\_

### 9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: James Canouse

Title: CEO

Relationship to Issuer: CEO of Issuer

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

☐ IFRS

☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Laurence Ditzkoff

Title: Accountant

Relationship to Issuer: Outside Consultant

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

Wendell Hecker earned a Bachelor of Science in Accounting from New York University and has more than 30 years' experience at corporations in New York and Florida.

Provide the following financial statements for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

Provide the following qualifying financial statements:

- o Audit letter, if audited;

- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

**Financial Statement Requirements:**

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

## 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, James P Canouse certify that:

1. I have reviewed this Disclosure Statement for DNA Brands, 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.

5/30/2025 [Date]

"/s/ [James P. Canouse]" CEO's Signature]

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

### *Principal Financial Officer:*

I, James P. Canouse certify that:

1. I have reviewed this Disclosure Statement for DNA Brands, 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.

5/30/2025 [Date]

"/s/ [James P. Canouse]" [CFO's Signature]

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

DNA BRANDS INC.  
BALANCE SHEET  
As of March 31, 2025 and December 31, 2024  
(UNAUDITED)

		March 31 2025	December 31 2024
Assets			
Current Assets			
Cash and Cash Equivalents		\$ 66	\$ 321
Deposit-Acquisitions		25,000	25,000
Other Current Assets		989	989
Total Current Assets		<u>26,055</u>	<u>26,310</u>
Investments in Jumpstart Family Entertainment		120,000	120,000
Investments-DNA Brands Inc		110,000	110,000
TOTAL ASSETS		<u>\$ 256,055</u>	<u>\$ 256,310</u>
Liabilities			
Accounts Payable	\$	\$ 4,591	\$ 4,591
Government Loan Payable		2,000	2,000
Accrued interest		1,150,716	1,092,253
Current Long Term Debt		<u>3,111,280</u>	<u>3,039,280</u>
Total Liabilities	\$	<u>4,268,587</u>	<u>4,138,124</u>
Shareholder's Equity			
Preferred Stock - Series A-F	\$	454,300	454,300
Common Stock par value \$.00001 , 4,250,000,000 shares authorized, 3,394,794,617 and 3,234,794,167 shares issued and outstanding as of March 31,2025 and December 31, 2024, respectively		33,948	32,348
Additional Paid-in Capital		30,108,720	30,102,320
Accumulated Deficit		<u>(34,609,500)</u>	<u>(34,470,782)</u>
Total Shareholders' Equity		<u>(4,012,531)</u>	<u>(3,881,813)</u>
Total Liabilities and Shareholder's Equity		<u>\$ 256,055</u>	<u>\$ 256,310</u>

The accompanying notes are an integral part of these financial statements

DNA BRANDS INC.  
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS  
(UNAUDITED)

	Three months ended March 31 2025	Three months ended March 31 2024
Operating Expenses		
General and Administrative Expenses	\$ 50,255	\$ 86,139
Consulting fees	30,000	
Interest expense on Convertible Notes	57,881	53,198
Total Operating Expenses	<u>138,136</u>	<u>139,337</u>
Loss from Operations	(138,136)	(139,337)
Net loss before Income Taxes	(138,136)	(139,337)
Income Taxes	<u>-</u>	<u>-</u>
Net Loss	<u><u>\$ (138,136)</u></u>	<u><u>\$ (139,337)</u></u>

These notes are an integral part of these Financial Statements

**DNA BRANDS INC.**  
**STATEMENT OF STOCKHOLDERS EQUITY (DEFICIT) EQUITY**  
**FOR THE THREE MONTHS ENDED MARCH 31, 2025**  
**(unaudited)**

	Shares Common Stock	\$ Common Stock	\$ Preferred Stock	Additional Paid-In Capital	Accumulated Deficit	TOTAL
Balance December 31, 2024	3,234,794,617	\$ 32,348	\$ 454,300	\$ 30,102,320	\$ (34,470,782)	\$ (3,914,162)
Common stock issued for extinguishment of debt	160,000,000	1,600	-	1,600	-	3,200
Net loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(138,718)</u>	<u>(138,718)</u>
Balance March 31, 2025	<u>3,394,794,617</u>	<u>\$ 33,948</u>	<u>\$ 454,300</u>	<u>\$ 30,103,920</u>	<u>\$ (34,609,500)</u>	<u>\$ (4,049,680)</u>

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS

	Shares <u>Outstanding</u>
<u>Preferred stock</u>	
Series A	-
Series C	300,000
Series D	-
Series E	1,800,000
Series F	355,000
Series G	-
Total	<u>2,455,000</u>

**DNA BRANDS INC**  
**STATEMENT OF CASH FLOWS**  
**(Unaudited)**

	<b>For the three months ended March 31, 2025</b>	<b>For the three months ended March 31, 2024</b>
Net Loss	\$ (108,136)	\$ (139,337)
<b>Operating Activities</b>		
Issuance of Compensation notes	50,000	50,000
Changes in Accrued interest	57,881	53,198
Change in accounts payable	-	35,920
Changes in Other Operating Activities	107,881	139,118
<b>Total Cash Flow From Operating Activities</b>	<b>(255)</b>	<b>(219)</b>
<b>Investing Activities</b>		
<b>Total Cash Flow From Investing Activities</b>	<b>-</b>	<b>-</b>
<b>Financing Activities</b>		
<b>Total Cash Flow From Financing Activities</b>	<b>-</b>	<b>-</b>
<b>Change in Cash and Equivalents</b>	<b>(255)</b>	<b>(219)</b>
<b>Cash Beginning Balance</b>	<b>321</b>	<b>357</b>
<b>Cash Ending Balance</b>	<b>\$ 66</b>	<b>\$ 138</b>
Cash used for Income Taxes	\$ -	\$ -
Cash used for Interest expense	\$ -	\$ -

These notes are integral part of these Financial statements

**DNA Brands, Inc.**  
**Notes to Financial Statements**

**Company Overview and History**

DNA Brands, Inc. (hereinafter referred to as “us,” “our,” “we,” the “Company” or “DNA ” ) was incorporated in the State of Colorado on May 23, 2007 under the name Famous Products, Inc. Prior to July 6, 2010 we were a beverage company. We are looking to reproduce, market and sell a proprietary line of five carbonated blends of DNA Energy Drink®, Citrus, Sugar Free Citrus, Original, Cryo- Berry (a refreshing mix of cranberry and raspberry) and Molecular Melon (a cool and refreshing taste); as well as three milk-based energy coffees with fortified with Omega 3. These flavors are Mocha, Vanilla Latte and Caramel Macchiato.

Our business commenced in May 2006 in the State of Florida under the name Grass Roots Beverage Company, Inc. (“Grass Roots”). Initial operations of Grass Roots included development of our energy drinks, sampling and other marketing efforts and initial distribution in the State of Florida. In May 2006 we formed DNA Beverage Corporation, a Florida corporation (“DNA Beverage”).

Effective July 6, 2010, we executed agreements to acquire all of the assets, liabilities and contract rights of DNA Beverage and 100% of the common stock of DNA Beverage’s wholly owned subsidiary Grass Roots Beverage Company, Inc. (“Grass Roots”) in exchange for the issuance of 31,250,000 shares of our common stock. The share issuance represented approximately 94.6% of our outstanding shares at the time of issuance. As a result of this transaction, we also changed our name to “DNA Brands, Inc.”

Grass Roots was dissolved and ceased activity on December 31, 2013. Whereby DNA Brands Inc has been the surviving entity.

Effective on or about March 15 2019 the company signed a Fleet agreement with [Ridesharerental.com](https://ridesharerental.com) to acquire and rent cars to Transportation Network Providers (TNP’s), such as Uber and Lyft. Due to mass vehicle theft and vandalism, this agreement was terminated.

In February 2020, the company acquired 100% of 954Solar LLC, a Solar digital marketing and brokerage firm. This agreement was terminated on December 27, 2021. All Series G shares were returned as per settlement agreement.

On or about January 23 2021, the company acquired an IP called DNA TAGSTM, in an all cash transaction. DNA Tags™ is third party blockchain verified technology to be used in the Medicinal packaging industry.

On or about November 11, 2022, the company entered into an agreement to acquire a family entertainment company. This acquisition was terminated by both parties on or about March 10, 2023.

On or around March 10, 2023 the company announced that it was refocusing its efforts on its proprietary line of energy drinks called DNA Energy.

### ***Use of Estimates***

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

### ***Revenue Recognition***

Once Marketing begins, the company anticipates DNA Tags™, will create revenue, within 12- 18months.

### ***Fair Value of Financial Instruments***

The Company's financial instruments consist mainly of cash and cash equivalents, accounts receivable, prepaid expenses, accounts payable, accrued expenses, derivative liabilities, and loans payable.

### ***Cash and Cash Equivalents***

The Company considers all highly liquid investments with a maturity of three months or less at the date of purchase to be cash equivalents. Cash and cash equivalents are stated at cost and consist of bank deposits. The carrying amount of cash and cash equivalents approximates fair value.

### ***Accounts Receivable and Allowance for Doubtful Accounts***

In beverage production, The company will bill its customers after its products are shipped. The company bases its allowance for doubtful accounts on estimates of the creditworthiness of customers, analysis of delinquent accounts, payment histories of its customers and judgment with respect to the current economic conditions.

### ***Inventory***

***No Inventory at present .***

Inventory is stated at the lower of cost or market. Cost is principally determined by using the average cost method that approximates the First-In, First-Out (FIFO) method of accounting for inventory. Inventory consists of raw materials as well as finished goods held for sale. NONE at this time.

***Property and Equipment***

Property and equipment is recorded at cost less accumulated depreciation. Replacements, maintenance and repairs which do not improve or extend the lives of the respective assets are charged to expense as incurred. Depreciation is computed using the straight-line method over the estimated useful lives of the assets as follows:

***Impairment of Long-Lived Assets***

***None***

Long-lived assets are reviewed for impairment when events or changes in circumstances indicate the book value of the assets may not be recoverable. In accordance with Accounting Standards Codification (“ASC”) 360-10-35-15 *Impairment or Disposal of Long-Lived Assets*, recoverability is measured by comparing the book value of the asset to the future net undiscounted cash flows expected to be generated by the asset.

***Stock-Based Compensation for fiscal year 2017 -December 31, 2024***

On or about October 18th, 2017 (PRE REVERSE), the company issued 1,533,200,000 shares of common stock to Consultant Howard Ullman

11/5/18 Post reversal (3500:1).

Company issued 500,000 shares to Adrian McKenzie DBA PBDC LLC

2/19/19- Heidi Michitsch- 600,000 common shares issued

2/19/19-Howard Ullman – 500,000 common shares issued

2/19/19- PBDC LLC/ Adrian McKenzie-Patasar 1,000,000 common shares issued

4/16/19 Adrian McKenzie-Patasar-80,000,000 shares

1/5/2020 Adrian McKenzie Patasar- 600,000,000 shares issued

**All Series G Preferred shares Below have been returned to Treasury as of December 27th 2021**

6/4/20- 500K Shares Series G Preferred Adrian McKenzie dba PBDC LLC

6/4/20- 500K Shares Series G Preferred Andrew Ferrin

6/30/20- 500K Shares series G Preferred Adrian McKenzie-Patasar dba PBDC LLC

6/30/20-500K Shares Series G Preferred Andrew Ferrin

11/1/21- Company issued 500,000,000 Common Shares to Adrian McKenzie Patasar/ PBDC LLC, These shares were issued at par from a \$5000 conversion from a \$15,000 note originally issued June 30th 2021.

On or around 1/1/2022 Adrian McKenzie Pastar PBDC LLC, sold the above mentioned 500,000,000 Common Shares to James P. Canouse as the new incoming CEO of the company.

Stock compensation arrangements with non-employee service providers are accounted for in accordance with ASC 505-50 *Equity-Based Payments to Non-Employees* , using a fair value approach. The compensation costs of these arrangements are subject to re-measurement over the vesting terms as earned.

### ***Stock Purchase Warrants***

On July 28, 2022 the Company issued to Trillium Partners, L.P. 25,000,000 Warrants as part of an investment and convertible note in the amount of \$55,000.00 Warrants have an exercise price of \$0.002 and expire on the 7<sup>th</sup> anniversary.

On July 28, 2022 the Company issued to J.P. Carey Limited Partners 25,000,000 Warrants as part of an investment and convertible note in the amount of \$55,000.00 Warrants have an exercise price of \$0.002 and expire on the 7<sup>th</sup> anniversary.

On April 26, 2023 the Company issued to Trillium Partners, L.P. 5,000,000 Warrants as part of an investment and convertible note in the amount of \$11,000.00 Warrants have an exercise price of \$0.002 and expire on the 7<sup>th</sup> anniversary.

On April 26, 2022 the Company issued to J.P. Carey Limited Partners 5,000,000 Warrants as part of an investment and convertible note in the amount of \$11,000.00 Warrants have an exercise price of \$0.002 and expire on the 7<sup>th</sup> anniversary.

### **Going Concern**

As reflected in the accompanying financial statements, the Company has recorded continual significant net losses Annually for the trailing 5 years. These matters raise a substantial doubt about the Company's ability to continue as a going concern.

The ability of the Company to continue as a going concern is dependent on management's plans, which includes implementation of its business plan and continuing to raise funds through debt or equity raises. The Company will likely continue to rely upon related-party debt or equity financing in order to ensure the continuing existence of the business.

### **Prepaid Expenses and Other Assets**

**None**

### **Loans payable**

The composition of loans payable (Convertible Notes Payable Exhibit A ) up to December 31, 2025, are as follows:

In June 2013, the Company entered into a loan agreement with Beverage LLC and received gross proceeds of \$265,000. In accordance with ACS 810-10-55, the Company considered its relationship with, and the terms of its interest in, Beverage LLC and determined that it was a VIE that should be consolidated into its financial statements. The Company's involvement with Beverage LLC is that it served as an entity to obtain inventory financing for DNA.

As of December 31, 2013 and December 2012 the amounts included in the consolidated liabilities, which are reported in loans payable (before discount) total \$530,000 and \$-0- respectively, relating to Beverage LLC. The loans payable bear interest at a rate of 6% per annum and are scheduled to be repaid to the lenders in equal installments of 66.67% of the original principal on September 30, 2013, December 31, 2013 and March 31, 2014. The aggregate value of the repayment installments totals \$530,000 plus interest and penalties. September and December installment payments were not made. The loan is in default and the default interest rate of 10% per annum.

In February 2011, the Company issued a convertible debenture to an existing shareholder in the amount of \$500,000. The debenture bears interest at 12% per annum and carries an annual transaction fee of \$30,000, of which both are payable in quarterly installments commencing in May 2011. These costs are recorded as interest expenses in the Company's financial statements. In addition, as further inducement for loaning the Company funds, the Company issued 125,000 restricted shares of its common stock to the holder upon execution. The common shares were valued at \$31,250, their fair market value, and recorded as a discount to the debenture. These costs will be amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

In June 2011, the Company issued a convertible debenture to an existing shareholder in the amount of \$125,000. The debenture bears interest at 12% per annum, which is payable in the Company's common stock at the time of maturity. The

debenture is convertible at any time prior to maturity into 150,000 shares of the Company's common stock. This beneficial conversion feature was valued at \$90,750, using Black-Scholes methodology, and recorded as a discount to the debenture. These costs will be amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

In July and August 2011, the Company issued a series of secured convertible debentures to accredited investors aggregating \$275,000 in gross proceeds. All proceeds from these debentures are to be utilized solely for the purpose of funding raw materials and inventory purchases through the use of an escrow agent. The debentures bear interest at 12% per annum, payable in monthly installments. The debentures are convertible at any time prior to maturity at a conversion price equal to 80% of the average share price of the Company's common stock for the 10 previous trading days prior to conversion, but not less than \$0.70. In addition, as further inducement for loaning the Company funds, the Company issued the lenders 68,750 restricted shares of its common stock and 137,500 common stock warrants exercisable at \$1.25 per share. As a result, the Company had to allocate fair market value to each the beneficial conversion feature, restricted shares and warrants. The common shares were valued at \$30,938, their fair market value. The Company determined the fair market value of the warrants as \$94,255 using the Black-Scholes valuation model. Since the combined fair market value allocated to the warrants and beneficial conversion feature cannot exceed the convertible debenture amount, the beneficial conversion feature was valued at \$149,807, the ceiling of its intrinsic value. These costs will be amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

In February 2012, the Company issued a convertible debenture to an existing shareholder in the amount of \$75,000. The debenture bears interest at 12% per annum, which is payable in the Company's common stock at the time of maturity. The debenture is convertible at any time prior to maturity into 280,000 shares of the Company's common stock. As further inducement, the Company issued the lender 280,000 common stock warrants exercisable at \$1.50 per share. If unexercised, the warrants will expire on January 31, 2017. Using the Black-Scholes model, the warrants were valued at \$63,620 and recorded as a discount to the principal amount of the debenture. This discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

In February and June 2012, the Company converted \$524,950 of its loans payable to officers into convertible debentures. These debentures were offered by the Company's officers to certain accredited investors and a majority portion of the proceeds therefrom were deposited with the Company. The debentures had no maturity date and bear no interest. Therefore these debentures were payable on demand and were originally classified as a current liability. The debentures were convertible at any time into 3,499,667 shares, or \$0.15 per share of common stock. The Company determined that these terms created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$524,950, the ceiling of its intrinsic value. Due to the nature of the debentures, the full value of the beneficial conversion

feature was immediately recorded as interest expense in the Company's financial statements. In August 2012, these convertible debentures were converted into 3,499,666 shares of the Company's common stock.

On April 9, 2012, the Company executed an Investment Banking and Advisory Agreement with Charles Morgan Securities, Inc., New York, NY ("CMI"), wherein CMI agreed to provide consulting, strategic business planning, financing on a "best efforts" basis and investor and public relations services, as well as to assist the Company in its efforts to raise capital through the issuance of debt or equity. The agreement provided for CMI to engage in two separate private offerings with the initial private placement offering up to \$3.0 million and the second private placement offering up to an additional \$3.0 million; each on a "best efforts" basis. In connection with this agreement the Company issued 750,000 shares valued at \$0.25 per share or a total value of \$187,500. This amount was fully amortized in the Company's financial statements. In July, the Company received proceeds from convertible debentures totaling \$182,668 in connection with the CMI agreement. The debentures bear interest at 12% per annum, which is payable in cash or the Company's common stock at the time of conversion or maturity. The debentures are convertible at any time prior to maturity at a conversion price equal to the lesser of 75% of the average share price of the Company's common stock for the five previous trading days prior to conversion or \$0.35, but not less than \$0.15. In the event that the Company offers or issues shares of its common stock at a share price less than \$0.15, the floor conversion price will adjust to the new lower price. The Company determined that the terms of the debentures created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$160,813 and recorded as a discount to the principal amount of the debentures. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

On August 7, 2012, the Company issued a convertible debenture in the amount of \$50,000. The debenture does not bear interest. As an inducement, the Company agreed to issue the lender 20,000 shares of its common stock. The common shares were valued at their trading price on the date of the agreement and recorded as interest expense in the Company's results of operations. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$50,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements. During the second quarter of 2013, the conversion terms of this note were modified and the note was converted into 1,500,000 shares of common stock.

On September 25, 2012, the Company issued a convertible debenture in the amount of \$50,000. The debenture bears interest at 6% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 70% of the lowest closing bid price of the Company's common stock on the four previous trading days prior to and day of conversion, but not less than \$0.0001. The Company

determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$50,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements. During the second quarter of 2013, the lender converted \$23,000 of principal into 919,403 shares of common stock in accordance with the conversion terms of the debenture.

On November 1, 2012, the Company issued a convertible debenture in the amount of \$80,000. The debenture bears interest at 12% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 70% of the average closing bid price of the Company's common stock on the 30 previous trading days prior to the day of conversion. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$56,286, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

During the second quarter of 2013, the Company recorded \$65,000 in gross proceeds from the issuance of three convertible debentures. The debentures bear interest at 12% per annum, which is payable in cash at the time of maturity. The debentures are convertible at any time prior to maturity into 216,667 shares of the Company's common stock. As further inducement, the Company issued the lenders 216,667 common stock warrants exercisable at \$1.50 per share. If unexercised, the warrants will expire on February 28, 2017. Using the Black-Scholes model, the warrants were valued at \$69,455 and recorded as a discount up to the principal amount of the debentures. This discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements. As of December 31, 2013, two of the debentures totaling \$35,000 in principal value were converted into 316,667 shares of common stock. Some of the original conversion terms were modified prior to the notes' conversions. The remaining \$30,000 debenture is in default, as its maturity date was April 25, 2013.

On September 17, 2013, the Company issued a convertible debenture in the amount of \$50,000. The debenture bears interest at 6% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 70% of the lowest closing bid price of the Company's common stock on the four previous trading days prior to and day of conversion, but not less than \$0.0001. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$50,000, the ceiling of its intrinsic value, and recorded as a discount to the

principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

On October 31, 2013, the Company issued a convertible debenture in the amount of \$204,000. The debenture bears interest at 18% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 50% of the lowest closing bid price of the Company's common stock on the twenty previous trading days prior to and day of conversion. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$204,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

On November 6, 2013, the Company issued a convertible debenture in the amount of \$53,000. The debenture bears interest at 8% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 58% of the average of the 3 lowest share closing bid prices of the Company's common stock on the ten previous trading days prior to and day of conversion. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$48,533, its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

On November 6, 2013, the Company issued a convertible debenture in the amount of \$125,000. The debenture bears interest at 10% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 50% of the lowest share closing bid price of the Company's common stock on the twenty previous trading days prior to and day of conversion. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$125,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

On November 6, 2013, the Company issued a convertible debenture in the amount of \$80,000. The debenture bears no interest and is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 50% of the average share closing bid price of the Company's common stock on the thirty previous trading days prior to and day of conversion. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature

was valued at \$80,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

On November 21, 2013, the Company issued a convertible debenture in the amount of \$100,000. The debenture bears interest at 12% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 50% of the lowest share intra-day price of the Company's common stock on the ten previous trading days prior to and day of conversion. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$100,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

April 22 2014 the company issued a 1 year convertible debenture of \$77,500, maturing April 22 2015, to Tidepool Ventures Inc. Bearing 10% interest per annum. This note has a Conversion factor of 45% of market price. Market price is calculated by the average of the lowest Bid price for the trailing ten business days to the market. (Representing a 55% discount to market price). This note was sold to World Market Ventures LLC and converted into common stock and satisfied as paid in full.

April 22 2014 the company issued a 1 year maturity convertible debenture of \$110,000 to Iconic Holding LLC. Bearing 5% interest per annum, maturing April 22 2015. This note has a Conversion factor of 50% of market price. Market price is calculated by the average of the lowest Bid price for the trailing ten business days. (Representing a 50% discount to market price). \$32,250 Was converted into Common stock for 2016. This note is in default.

May 2 2014, the company issued a 1 year convertible debenture to LG Capital funding LLC of \$37,500 maturing May 2 2015. Bearing 8% annual interest. This note has a conversion factor of 50% of market price. Market price is calculated by taking the average of the lowest Bid price for the trailing ten business days. (Representing a 50% discount to market price). This note is in default.

June 10 2014 the company issued a 1 year maturity convertible debenture of \$75,000 to Coventry Enterprises LLC bearing 8% interest per annum maturing June 10th 2015. This note has a conversion factor of 60% of market price. Market price is calculated by taking the average of the lowest Bid price for the trailing ten business days. (Representing a 40% discount to market price). This note is in default. \$63K, was converted into Common stock for the year 2016. (THIS LOAN HAS BEEN PAID IN FULL, THROUGH EQUITY CONVERSIONS ).

Oct 7 2014 , the Company issued a 1 year Convertible Debenture to Coventry Enterprises LLC for \$30,000. Bearing 8% per annum. Maturing Oct 7 2015. This note has a Conversion ratio with a 50% of market price. Market price is Calculated by taking the average of the lowest Bid price for the trailing ten business days. (Representing a 50% discount to market price). This note is in default. (THIS LOAN HAS BEEN PAID IN FULL, THROUGH EQUITY CONVERSIONS ).

Jan 14 2016 the company issued a convertible debenture to Darren Marks for \$25,000 bearing 8% interest per annum. Maturing Jan 14 2015. This note has a Conversion factor of 40% of market price. Market price is calculated by the average of the lowest bid price of the trailing 5 business days (Representing a 60% discount to market). This note is in default.

Jan 14 2016 the company issued a convertible debenture to Darren Marks for \$50,000 bearing 8% interest per annum. Maturing Jan 14 2015. This note has a Conversion factor of 40% of market price. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days. (Representing a 60% discount to market price ). This note is in default.

Jan 14 2016 the company issued a convertible debenture to Melvin Leiner for \$50,000 bearing 8% interest per annum. Maturing Jan 14 2017 . This note has a Conversion factor of 40% of market price. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days. (Representing a 60% discount to market price ). This note is in default.

Feb 1 2016 the company issued a convertible debenture to Andrew Telsey for \$30,000, bearing 8% Interest per annum. Maturing Feb 1 2017. This note has a conversion of 60% of market value. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days. ( Representing a 40% discount to market price ). This Note is in default.

Feb 1 2016, the Company issued a convertible Note to Darren Marks for \$70,500, bearing 8% interest per annum. Maturing Feb 1 2017. This note has a conversion factor of 40% of market price. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days. (Representing a 60% discount to market Price ). This Note is in default.

Feb 1 2016, the Company issued a convertible Note to Melvin Leiner for \$106,632.70, bearing 8% interest, with a conversion ratio, of 60% market price. Maturing Feb 1 2017. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days. Discount to market. (Representing a 60% discount to market price). This Note is in default.

April 16 2016 the company issued a convertible debenture to Tidepool Ventures group for \$10,000 bearing 5% interest per annum. Maturing April 16 2017. This note has a conversion ratio of 45% of market price. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days. . (Representing a 55% discount to market.). This note is in default.

April 26 2016 the company issued a convertible debenture to Iconic Holdings LLC for \$25,000 bearing 10% interest per annum Maturing April 26 2017. This note has a conversion ratio of 50% of market price. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days.(Representing a 50% discount to market price). This note is in default.

Sept 7, 2016 the company issued a convertible debenture to Dr. Rutherford for \$20,000 Bearing 5% interest per annum. Maturing September 7 2017. This note has a conversion of 50% discount of market price. Market price is calculated by taking the average of the lowest bid price of the trailing 5 business days. (Representing a 50% discount to market price ).This note is in default

Feb 1st 2017 Company issued a Convertible debenture to CEO Adrian McKenzie or his company PBDC LLC for Eighty Nine Thousand Dollars.(\$89,000). Bearing 9.875% interest for Annual Back Salary and Annual Bonus for 2016.

March 31st 2017 the company issued a convertible note to CEO Adrian McKenzie or his company PBDC LLC for Eight thousand dollars (\$8,000), bearing 9.875% interest for Back Salaries for the months of February and March 2017.

May 21st 2017 Company issued a convertible Promissory Note to Heidi Michitsch for One Hundred Thousand Dollars, bearing 9.875% interest (\$100K).

June 30th 2017 company issued a convertible debenture to CEO Adrian McKenzie or his company PBDC LLC in the amount of Six Thousand Dollars (\$6,000), bearing 9.875% interest , for back salary for Q2, 2017 (This note was converted into stock at par value)

November 24th 2017 the company issued a convertible debenture to Mr. Fred Rosen for Four Thousand Dollars (\$4,000), for funds loaned to the company.

On November 25th 2017 the Company issued a Convertible Note for Twenty Thousand Dollars USD (\$20,000) Dr. Thomas Rutherford, for funds loaned to the company

On Nov 29th 2017 company issued a Convertible Promissory Note. to Mr. Joseph Gibson, for Five Thousand Dollars USD (\$5,000) USD

On or about November 30th 2017 issued a Convertible Promissory Note to Dr. Doug Engers Five Thousand USD (\$5K) for funds loaned to the Company

On or about December 13th 2017 the company issued a Convertible Promissory Note to Barry Romich of Ten Thousand dollars USD (\$10,000), for funds loaned to the company

On or about December 15th 2017 the company issued a Convertible Promissory Note to Mr. Kerry Goodman for One hundred Thousand Dollars USD (\$100K, \$50K cashed late December, \$50K cashed early February).

On or about December 31st 2017 the company issued a Convertible promissory Note payable to Ms. Heidi Michitsch of Six thousand Dollars USD (\$6K) for Back Salaries Due, Q4 2017.

On Dec 31st 2017 the Company issued a Convertible promissory Note to CEO Adrian P. McKenzie or his company PBDC LLC in the Amount of Thirty One Thousand, two hundred and Eighty USD (\$31,280). This Promissory Note covers monies loaned to the company for the Token Talk Acquisition and Back Salaries owed to Mr. McKenzie over the given time period.

On or about March 31st 2018 the company issued a Convertible promissory note to CEO Adrian P. McKenzie, for Eleven thousand Five Hundred USD (\$11,500) or his company PBDC LLC for back salaries owed.

On or about June 30th 2018/ company issued a Convertible note in the amount of Twenty Six Thousand Five Hundred dollars USD (\$26,500) to CEO Adrian P. McKenzie or his company PBDC LLC, for back salaries owed.

On or about August 13th 2018, the company issued a Convertible Note of Fifty Thousand Dollars USD in exchange for Fifty Thousand Dollar USD (\$50,000) Loan to the Company, to the BA Romich Trust.

On or about August 13th 2018, the Company issued a Convertible note in the amount of Fifty Thousand Dollars USD (\$50,000) as a Charitable donation to the Romich Foundation

On or about September 30th 2018 the company issued a Convertible note in the amount of Thirty Thousand Dollars(\$30,000) to Adrian P. McKenzie or his company PBDC LLC, for back salaries owed.

On or November 18th 2018, The company issued a convertible promissory Note to Dr. Thomas Rutherford for One Hundred Thousand Dollars USD (\$100,000), for funds loaned to the company.

On or about December 31st 2018 the company issued a Convertible note in the amount of Twenty One Thousand Dollars (\$21,000) to Adrian P McKenzie or his company PBDC LLC, for back salaries owed

On or about November 5th 2018 the company issued Five hundred Thousand Shares (500K) to Adrian McKenzie dba PBDC LLC.

On or about Feb 7 2019 company converted \$40K worth of common stock to World Market Ventures LLC from a \$20K Convertible Promissory note dated Sept 7 2016 payable to Dr. Thomas Rutherford

On or about March 5th 2019 company issued 885K shares of common stock to Mr. Kerry Goodman for a Promissory note conversion

March 31, 2019 the company issued a 8.75% Convertible Promissory note payable to CEO Adrian McKenzie/ his company PBDC LLC, in the amount of \$23,500, for backpay for Q1 2019

On April 16 2019 the company issued CEO Adrian Mckenzie 80 Million common shares in exchange for settlement agreement of convertible debt owed from March 31, 2017.

On or about May 6th 2019 the company issued a Convertible Promissory Note (8.75% interest), to Dr. Thomas Rutherford, in the amount of Thirty Thousand Dollars (\$30,000), for funds loaned to the company

On or about May 15th 2019 the company issued 4 million shares of common stock to Mr. Kerry Goodman for a \$25K promissory note conversion .

April 23 2019, issued 9,100,000, shares to GPL Ventures, option purchase of Rutherford Note

May 9 2019 Issued 1,000,000 to World Market Ventures LLC, Purchase from Rutherford(\$20K note Purchase at a discount)

On or about May 15th 2019 the company issued 4 million shares of common stock to Mr. Kerry Goodman for a \$25K promissory note conversion .

July 10 2019 - Company issued a convertible promissory Note to GPL Ventures for a \$1500 loan

August 22 2019- company issued Convertible Promissory note to GPL Ventures for a \$2500 loan

September 30 2019 Company issued a Convertible Note to Adrian McKenzie or his company PBDC LLC in the amount of \$37,500, for Back salaries owed for Q3 2019, as per employment agreement.

October 3 2019-Company issued a convertible promissory note to Tom Rutherford for Ten thousand dollars (\$10,000)USD

December 31 2019 - Company issued a promissory note of Thirty Two thousand Five Hundred dollars (\$32,500) to PBDC LLC for back salaries owed

Jan 4 2020- Company issued 600,000,000 shares of common stock to CEO Adrian McKenzie for the retirement of Convertible note dated (June 30th 2017, \$6K @ par value \$0.00001), that was owed to him in lieu of salary.

Jan 4 2020 company issued 14,444,444 free trading shares to Mr. Kerry Goodman, on a partial debt conversion

Jan 30th the company issued 25,000,000 Free trading shares at (\$0.0008)to GPL Ventures. Said shares were purchased directly from the Companies Qualified Reg A offering, in exchange for \$20,000.

March 3rd 2020 company issued a convertible promissory note to GPL Ventures in the amount of \$5500, as monies loaned to the company

March 31 2020 the company issued a Convertible Note in the amount of \$37,500 to Adrian McKenzie dba PBDC LLC, back salary owed

June 30th 2020, company issued a Convertible Note, in the amount of \$33,350 to Adrian McKenzie-Patasar dba PBDC LLC, back salary owed.

7/10/2020- Company issued a Convertible note in the amount of \$150,000 to Youngs Marsh LLC, for digital content creation. (AS OF THE DATE OF THIS REPORT, THIS CONTRACT HAS BEEN CANCELED DUE TO NON PERFORMANCE).

September 30 2020, company issued a convertible note, in the amount of \$17,500, to Adrian McKenzie-Patasar or his company PBDC LLC, for Back salaries owed for Q3, 2020.

On or about December 3rd 2020, company issued a convertible note to GPL Ventures in the amount \$7500

December 31 2020 company issued a 8.75% Convertible note to CEO Adrian McKenzie-Patasar in the amount of \$35,000 for back Salaries owed for Q4

February 8th 2021- Company issued a \$7500 convertible promissory Note the Dr. Jan Ehrenwerth bearing 5% annual interest, Maturing Feb 8 2022.

March /31/ 2021 Company issued a convertible promissory Note to CEO Adrian McKenzie-Patasar/ PBDC LLC, in the amount of \$22,500, for back salaries owed for Q1 2021

June 30 2021-company issued a Convertible promissory Note to CEO Adrian McKenzie-Patasar/ PBDC LLC in the amount of \$15,000, for back salaries owed for Q22 2021

Sept 30 2021- Company issued \$25,000 Promissory note to Adrian McKenzie/ PBDC LLC , for back salary owed Q3/21

December 31, 2021/21 – Company issued an 8.75 Convertible Note to J.P. Carey Limited Partners in the amount of \$249,772.00. This note was sold/assigned and “Re-Issued” to J.P. Carey Limited Partners from Adrian McKenzie as follows: This Note is reissued to the Holder to amend, re-state and combine PBDC all rights, title and ownership of seven (7) convertible promissory notes: (i) note dated September 7, 2016 in the principal amount of \$20,000.00 (“September 2016 Note”); (ii) note dated March 31, 2018 in the principal amount of \$11,500.00 (“March 2018 Note”); (iii) note dated September 30, 2018 in the principal amount of \$30,000.00 (“September 2018 Note”); (iv) note dated March 31, 2019 in the principal amount of \$23,500.00 (“March 2019 Note”); (v) note dated June 30, 2019 in the principal amount of \$20,000.00 (“June 2019 Note”); (vi) note dated September 30, 2019 in the principal amount of \$37,500.00 (“September 2019 Note”); (vii) note dated December 31, 2019 in the principal amount of \$32,500.00 (“December 2019 Note”).

12/31/21- Company issued an 8.75% Convertible Promissory note to Outgoing CEO Adrian McKenzie-Patasar/ PBDC LLC. in the amount of \$383,626.29, For Accrued backpay.

{This Note is reissued to the Holder to amend, re-state and combine seven (7) convertible promissory notes of the Company in favor of the Holder: (i) note dated February 1, 2017 in the principal amount of \$89,000.00; (ii) note dated December 31, 2017 in the principal amount of \$31,280.00; (iii) note dated June 30, 2018 in the principal amount of \$26,500.00; (iv) note dated December 31, 2018 in the principal amount of \$21,000.00; (v) note dated March 31, 2020 in the principal amount of \$37,500.00; (vi) note dated June 30, 2020 in the principal amount of \$33,500.00; (vii) note dated September 20, 2020 in the principal amount of \$17,500.00; (viii) note dated December 31, 2020 in the principal amount of 35,000.00; (ix) note dated March 31, 2021 in the principal amount of \$22,500.00 (of which \$9,151.37 in principal remains outstanding), plus accrued interest thereon. The Notes are being restated for ease of administration and without any additional consideration. }

12/31/21- Outgoing CEO Adrian McKenzie-Patasar appointed James Canouse as NEW CEO as of January,1 2022. At close of Business December 31 Adrian McKenzie-Patasar voluntarily resigned from the company.

January 1, 2022 Company issued a convertible promissory Note to CEO James Canouse, in the amount of \$100,000 as incentive to take over as CEO of the Company.

March 31, 2022 Company issued a convertible promissory Note to CEO James Canouse in the amount of \$50,000, for accrued but unpaid salary for period of 1/1/2022 through 3/31/2022

March 31, 2022 Company issued a convertible promissory Note to Jahoco, LLC, in the amount of \$9,960 for expenses paid on behalf of the Company.

June 25, 2022 Company issued a convertible promissory Note to CEO James Canouse in the amount of \$50,000, for accrued but unpaid salary for period of 4/1/2022 through 6/30/2022.

June 30, 2022 Company issued a convertible promissory Note to Jahoco, LLC, in the amount of \$4,570 for expenses paid on behalf of the Company.

July 29, 2022 Company issued a convertible promissory Note to Trillium Partners LP in the Principal amount of \$55,000, as monies loaned to the Company, which include 25,000,000 7 year warrants exercisable at \$0.002

July 29, 2022 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC in the Principal amount of \$55,000, as monies loaned to the Company, which include 25,000,000 7 year warrants exercisable at \$0.002

September 31, 2022 Company issued a convertible promissory Note to Jahoco, LLC, in the amount of \$2558 for expenses paid on behalf of the Company.  
September 31, 2022 Company issued a convertible promissory Note to CEO James Canouse in the amount of \$50,000, for accrued but unpaid salary for period of 6/30/2022 through 9/30/2022

October 1, 2022 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC, in the amount of \$25,000 as a loan to the Company.

November 23, 2022 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC, in the amount of \$15,000 as a loan to the Company.

December 31, 2022 Company issued a convertible promissory Note to Jahoco, LLC, in the amount of \$10,650 for expenses paid on behalf of the Company.

December 31, 2022 Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of 09/31/2022 through 12/31/2022.

March 10, 2023 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC, in the amount of \$15,000 as a loan to the Company.

March 31, 2023, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of 1/1/2023 through 3/31/2023

April 26, 2023 Company issued a convertible promissory Note to Trillium Partners LP in the Principal amount of \$11,000, as monies loaned to the Company which include 5,000,000 7 year warrants exercisable at \$0.002

April 26, 2023 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC in the Principal amount of \$11,000, as monies loaned to the Company, which include 5,000,000 7 year warrants exercisable at \$0.002

June 12, 2023 Company received a letter from a former debtor, GPL Ventures stating that by order of the SEC in a case captioned SEC v. GPL Ventures et al., 21 Civ. 6814 (S.D.N.Y.) that GP: Ventures surrenders its convertible notes held by DNA Brands, Inc.

June 30, 2023, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of 4/1/2023 through 6/30/2023

August 15, 2023 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC in the Principal amount of \$10,000, as monies loaned to the Company.

September 21, 2023 Company issued a convertible promissory Note to Trillium Partners LP in the Principal amount of \$4,400, in exchange for \$4,000 monies loaned to the Company.

September 21, 2023 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC in the Principal amount of \$4,400, in exchange for \$4,000 as monies loaned to the Company.

September 30, 2023, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of 07/01/2023 through 09/30/2023

December 31, 2023, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of 09/30/2023 through 12/31/2023

October 1, 2023, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$12,000 for consulting services.

November 1, 2023, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$12,000 for consulting services.

December 1, 2023, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$12,000 for consulting services.

March 31, 2024, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of 12/31/2023 thru March 31, 2024

January 1, 2024, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$12,000 for consulting services.

February 28, 2024, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$12,000 for consulting services.

March 31, 2024, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$12,000 for consulting services.

April 11, 2024 Company issued a convertible promissory Note to JP Carey Limited Partners, LLC in the Principal amount of \$12,000, in exchange for \$10,000 as monies loaned to the Company.

June 30, 2024, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of 4/1/2024 thru June 30, 2024.

September 30, 2024, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of June 30, 2024 thru September 30, 2024

December 31, 2024, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of October 1, 2024 thru December 31, 2024

January 1, 2025, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$10,000 for consulting services.

February 1, 2025, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$10,000 for consulting services.

March 1, 2025, Company issued a convertible promissory Note to Frondeur Partners, LLC, in the amount of \$10,000 for consulting services.

March 31, 2025, Company issued a convertible promissory Note to James P. Canouse, in the amount of \$50,000 for accrued but unpaid salary for period of January 1, 2025 thru March 31, 2025 **Equity Preferred and Common Stock**

As of December 31, 2024 the company is Authorized to issue 4,250,000,000 Common shares. As of December 31, 2024, **shares** were 2,640,557,151 issued and outstanding,

Sole Office and Director Adrian McKenzie Held 355,000 Series F preferred, which among other designations, have voting rights of 75,000 votes per one common share which is known as the “Control Block”. This Control Block was sold to James Canouse as the incoming CEO as of January 1, 2022.

1/5/2020 issued 600,000,000 (par value), Shares common stock in lieu of \$6K Note owed to Adrian McKenzie dated June 30 2017.

Feb 25 2020, the Company executed documents to acquire 954Solar.

(ALL SERIES G PREFERRED SHARES HAVE BEEN RETURNED TO TREASURY, AS PER SETTLEMENTS AGREEMENTS DATED DECEMBER 27TH 2021).

- 1) 500,000Shares Series G- Andrew Ferrin
- 2) 500,000 Shares Series G- Adrian McKenzie-Patasar dba PBDC LLC

June 4th 2020, company issued (954Solar Transaction)

500,000 Series G to Andrew Ferrin

500,000 Series G to PBDC LLC/ Adrian McKenzie-Patasar

June 30th 2020 Company issued (954Solar Transaction)

500,000 Series G to Andrew Ferrin

500,000 Series G To PBDC LLC/ Adrian McKenzie-Patasar

### ***Stock Options***

ALL stock options that have been issued in the past have expired worthless

Since the inception of the Company, no stock options have been exercised. As of the date of this report the company now leases office space from its new CEO in Alpharetta Georgia, on a month-to-month basis.

### **Subsequent events**

The Company issued three notes for advisory services for \$10,000 each for the months of April and May 2025.