

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

FORWARDLY, INC.

A NEVADA Corporation

3535 Executive Terminal Drive, Henderson, Nevada 89052

702-840-4433

Website: NONE

EMAIL: NONE

SIC CODE:7363

ANNUAL Report
For the Period Ending: DECEMBER
31, 2021
(the "Reporting Period")

As of March 9, 2022, the number of shares outstanding of our Common Stock was:

464,017,262

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

464,017,262

As of September 30, 2021, the number of shares outstanding of our Common Stock was:

464,017,262

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

Yes: No: (Double-click and select "Default Value" to check)

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

Yes: No:

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

Yes: No:

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

In answering this item, please also provide any names used by predecessor entities and the dates of the name changes.

Exact Company Name: FORWARDLY, INC. (hereinafter referred to as "we", "us", or "our" or "the Issuer").

Formerly known as: Guard Dog, Inc. until 1-2020
FSBO Media Holdings, Inc. until 9-2008
Discover Capital Holdings Corp. until 11-2005
Sunlite Technologies Corp. until 11-2001
Hospitality Concepts, Inc. to 1-1990

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

State of Nevada – September 27, 2005, and in good standing

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

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:

NONE

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

3535 Executive Terminal Drive
Henderson NV 89052

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

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

3535 Executive Terminal Drive
Henderson NV 89052

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

Yes: No:

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

N/A

2) Security Information

Trading symbol:	<u>FORW</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>34986W106</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>1,360,000,000</u>	as of date: <u>December 31, 2021</u>
Total shares outstanding:	<u>464,017,262</u>	as of date: <u>December 31, 2021</u>
Number of shares in the Public Float:	<u>418,100,339</u>	as of date: <u>December 31, 2021</u>
Total number of shareholders of record:	<u>392</u>	as of date: <u>December 31, 2021</u>

Additional class of securities (if any):

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Class A Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>24,000,000</u>	as of date: <u>December 31, 2021</u>
Total shares outstanding:	<u>521,413</u>	as of date: <u>December 31, 2021</u>

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Class B Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>1,500,000</u>	as of date: <u>December 31, 2021</u>
Total shares outstanding:	<u>123,478</u>	as of date: <u>December 31, 2021</u>

Trading symbol: N/A
 Exact title and class of securities outstanding: Class C Preferred
 CUSIP: N/A
 Par or stated value: \$0.001
 Total shares authorized: 5,000,000 as of date: December 31, 2021
 Total shares outstanding: 0 as of date: December 31, 2021

Trading symbol: N/A
 Exact title and class of securities outstanding: Class D Preferred
 CUSIP: N/A
 Par or stated value: \$0.001
 Total shares authorized: 5,000,000 as of date: December 31, 2021
 Total shares outstanding: 300,000 as of date: December 31, 2021

Transfer Agent

Name: Madison Stock Transfer, Inc.
 Phone: 718-627-4453
 Email: info@madisonstocktransfer.com
 Address: 2500 Coney Island Avenue, Brooklyn NY 11223

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

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

NOTE – All common shares are reflected post-split 1-for-8 shares effective January 15, 2020

Number of Shares outstanding as of <u>January 1, 2020</u>	<u>Opening Balance:</u> Common: <u>269,074,346</u> Preferred: <u>5,944,891</u>		*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registrati Type?

<u>1/15/2020</u>	<u>Fractional</u>	<u>650</u>	<u>Common</u>	<u>0</u>	<u>No</u>	<u>Fractional shares</u>	<u>Additional shares due to fractional shares in reverse split</u>		<u>N/A</u>
<u>5/4/2020</u>	<u>Cancellation</u>	<u>5,000,000</u>	<u>Preferred C</u>	<u>0</u>	<u>No</u>	<u>Shawn Carey</u>	<u>Company received no value</u>		<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>12,890,625</u>	<u>Common</u>	<u>53,750</u>	<u>No</u>	<u>Peter Luce</u>	<u>Conversion of debenture, accrued interest and exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>12,890,625</u>	<u>Common</u>	<u>53,750</u>	<u>No</u>	<u>Louis Sapi</u>	<u>Conversion of debenture, accrued interest and exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>12,890,625</u>	<u>Common</u>	<u>53,750</u>	<u>No</u>	<u>James Blackwell</u>	<u>Conversion of debenture, accrued interest and exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>12,890,625</u>	<u>Common</u>	<u>53,750</u>	<u>No</u>	<u>Konop Enterprises, Inc. (Thad Konop – control person)</u>	<u>Conversion of debenture, accrued interest and exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>12,890,625</u>	<u>Common</u>	<u>53,750</u>	<u>No</u>	<u>Paul Cloutier</u>	<u>Conversion of debenture, accrued interest and exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>12,890,625</u>	<u>Common</u>	<u>53,750</u>	<u>No</u>	<u>Antonio Dutra</u>	<u>Conversion of debenture, accrued interest and</u>	<u>R</u>	<u>N/A</u>

							<u>exercise of warrants</u>		
<u>9/30/2020</u>	<u>Issuance</u>	<u>8,984,375</u>	<u>Common</u>	<u>28,750</u>	<u>No</u>	<u>Eamonn Garry</u>	<u>Conversion of debenture and accrued interest</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>8,984,375</u>	<u>Common</u>	<u>28,750</u>	<u>No</u>	<u>Skyler Wakil</u>	<u>Conversion of debenture and accrued interest</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>8,984,375</u>	<u>Common</u>	<u>28,750</u>	<u>No</u>	<u>Paul Miklas</u>	<u>Conversion of debenture and accrued interest</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>8,984,375</u>	<u>Common</u>	<u>28,750</u>	<u>No</u>	<u>Michael Wakil</u>	<u>Conversion of debenture and accrued interest</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>8,984,375</u>	<u>Common</u>	<u>28,750</u>	<u>No</u>	<u>Landen Wakil</u>	<u>Conversion of debenture and accrued interest</u>	<u>R</u>	<u>N/A</u>
<u>9/30/2020</u>	<u>Issuance</u>	<u>8,984,375</u>	<u>Common</u>	<u>28,750</u>	<u>No</u>	<u>Seager Wakil</u>	<u>Conversion of debenture and accrued interest</u>	<u>R</u>	<u>N/A</u>
<u>11/09/2020</u>	<u>Issuance</u>	<u>18,500,000</u>	<u>Common</u>	<u>92,500</u>	<u>No</u>	<u>George Sharp</u>	<u>Services</u>	<u>R</u>	<u>N/A</u>
<u>11/09/2020</u>	<u>Issuance</u>	<u>8,000,000</u>	<u>Common</u>	<u>40,000</u>	<u>No</u>	<u>Louis Sapi</u>	<u>Services</u>	<u>R</u>	<u>N/A</u>
<u>11/09/2020</u>	<u>Issuance</u>	<u>4,000,000</u>	<u>Common</u>	<u>20,000</u>	<u>No</u>	<u>Leonard Harris</u>	<u>Services</u>	<u>R</u>	<u>N/A</u>
<u>11/09/2020</u>	<u>Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>15,000</u>	<u>No</u>	<u>Ernest Stern</u>	<u>Services</u>	<u>R</u>	<u>N/A</u>

<u>11/09/2020</u>	<u>Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>15,000</u>	<u>No</u>	<u>Michael Pollack</u>	<u>Services</u>	<u>R</u>	<u>N/A</u>
<u>11/09/2020</u>	<u>Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>10,000</u>	<u>No</u>	<u>Michael Soffer</u>	<u>Services</u>	<u>R</u>	<u>N/A</u>
<u>11/09/2020</u>	<u>Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>7,500</u>	<u>No</u>	<u>Cameron Bond</u>	<u>Services</u>	<u>R</u>	<u>N/A</u>
<u>3/12/2021</u>	<u>Issuance</u>	<u>3,906,250</u>	<u>Common</u>	<u>25,000</u>	<u>No</u>	<u>Paul Miklas</u>	<u>Exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>9/8/2021</u>	<u>Issuance</u>	<u>9,893,333</u>	<u>Common</u>	<u>296,800</u>	<u>No</u>	<u>Peter Luce</u>	<u>Exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>9/8/2021</u>	<u>Issuance</u>	<u>9,893,333</u>	<u>Common</u>	<u>296,800</u>	<u>No</u>	<u>Konop Enterprises, Inc. (Thad Konop – control person)</u>	<u>Exercise of warrants</u>	<u>R</u>	<u>N/A</u>
<u>Shares Outstanding on December 31, 2021 and March 9, 2022</u>	<u>Ending Balance:</u> <u>Common: 464,017,262</u> <u>Preferred: 944,891</u>								

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

NONE

B. Debt Securities, Including Promissory and Convertible Notes

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

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

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder</u>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
<u>9/09/2020</u>	<u>25,000</u>	<u>25,000</u>	<u>\$3,929</u>	<u>3/8/2022</u>	<u>\$0.012 per share</u>	<u>Konop Enterprises, Inc. (Thad Konop – control person)</u>	<u>Loan</u>
<u>9/09/2020</u>	<u>25,000</u>	<u>25,000</u>	<u>\$3,929</u>	<u>3/8/2022</u>	<u>\$0.012 per share</u>	<u>Peter Luce</u>	<u>Loan</u>
<u>1/29/2021</u>	<u>100,000</u>	<u>100,000</u>	<u>\$11,047</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	<u>George Sharp</u>	<u>Loan</u>
<u>1/29/2021</u>	<u>100,000</u>	<u>100,000</u>	<u>\$11,047</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	<u>Status Marketing Company Inc.</u>	<u>Loan</u>

						(Shahul Hameed – control person)	
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Abubakkar Noohujohn	<u>Loan</u>
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Biltmore Properties, Ltd. (George Pietrobon – control person)	<u>Loan</u>
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Paul Pegolo	<u>Loan</u>
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Hardy Bunn	<u>Loan</u>
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Peter Luce	<u>Loan</u>
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Martin Miller	<u>Loan</u>
<u>1/29/2021</u>	<u>100,000</u>	<u>100,000</u>	<u>\$11,047</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	The Louis Sapi Trust (Louis Sapi, Trustee)	<u>Loan</u>
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Michael Domingues	<u>Loan</u>
<u>1/29/2021</u>	<u>50,000</u>	<u>50,000</u>	<u>\$5,523</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Leonard Harris	<u>Loan</u>
<u>1/29/2021</u>	<u>150,000</u>	<u>150,000</u>	<u>\$16,570</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	MacNicol Emergence Fund (Joseph Pochodyniak – control person)	<u>Loan</u>
<u>1/29/2021</u>	<u>25,000</u>	<u>25,000</u>	<u>\$2,762</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Kristine Plowman	<u>Loan</u>
<u>1/29/2021</u>	<u>75,000</u>	<u>75,000</u>	<u>\$8,285</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	James Blackwell	<u>Loan</u>
<u>1/29/2021</u>	<u>100,000</u>	<u>100,000</u>	<u>\$11,047</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Konop Enterprises, Inc. (Thad Konop – control person)	<u>Loan</u>
<u>1/29/2021</u>	<u>150,000</u>	<u>150,000</u>	<u>\$16,570</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Antonio Dutra	<u>Loan</u>
<u>1/29/2021</u>	<u>200,000</u>	<u>200,000</u>	<u>\$22,093</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Paul Cloutier	<u>Loan</u>
<u>1/29/2021</u>	<u>25,000</u>	<u>25,000</u>	<u>\$2,762</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Nrich Inc (Abubakkar Noohujohn – control person)	<u>Loan</u>
<u>1/29/2021</u>	<u>25,000</u>	<u>25,000</u>	<u>\$2,762</u>	<u>8/29/2022</u>	<u>\$0.05 per share</u>	Airbond travel Services Inc (Abubakkar	<u>Loan</u>

						<u>Noohujohn – control person)</u>	
<u>11/23/2021</u>	<u>2,000,000</u>	<u>2,000,000</u>	<u>\$16,658</u>	<u>11/22/2022</u>	<u>Not convertible</u>	<u>George Sharp</u>	<u>In escrow for warrant exercises</u>

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

None

4) Financial Statements

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

- U.S. GAAP
 IFRS

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

Name: Michael Pollack
Title: Consultant
Relationship to Issuer: N/A

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

- C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Statement of Changes in Stockholders' Equity (Deficit)
G. Financial notes

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

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

Included in this document

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

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

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

The Company is a holding company organized with a goal of investing, acquiring and managing a diversified portfolio of profitable, growth-oriented companies.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

On June 1, 2020, the Company formed Breathe Medical Devices, Inc., through which the Company intends to perform the Exclusive Distributor Agreement they entered into with Ligand Innovation Global for the sale of portable ventilator medical equipment, under the brand name LifeAir G1 throughout the United States in perpetuity, subject to a right of Ligand Innovation Global to terminate the Exclusive Distributor Agreement if the Company has not sold at least 1,000 portable ventilators within two years following United States Food and Drug Administration approval of the ventilator equipment.

- C. Describe the issuers' principal products or services, and their markets

The Company focuses its efforts on the investment, acquisition and development of various businesses. The Company is actively pursuing investment, acquisition and development of target businesses and expects to secure an investment or acquisition in the near future. Because of management expertise and business alliances the Company expects to succeed in future ventures in growth industries with vast potential within the domestic U.S. market.

6) Issuer's Facilities

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

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.

At this time the Company does not have any significant tangible assets and is in the process of identifying suitable targets for acquisition. The Company does not own or lease any real estate other than a month-to month for virtual office space.

7) Officers, Directors, and Control Persons

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

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned (as converted)	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>George Sharp</u>	<u>CEO</u>	<u>San Diego, CA</u>	<u>375,000,000</u>	<u>Preferred D</u>	<u>100%</u>	_____
<u>George Sharp</u>	<u>CEO</u>	<u>San Diego, CA</u>	<u>18,500,000</u>	<u>Common</u>	<u>3.99%</u>	
<u>Len Harris</u>	<u>Director</u>	<u>Vancouver, British Columbia</u>	<u>4,000,000</u>	<u>Common</u>	<u>0.86%</u>	_____
<u>John Morse</u>	<u>Over 5%</u>	<u>Fort Myers, FL</u>	<u>207,500</u>	<u>Preferred A</u>	<u>39.80%</u>	
<u>Melin Living Trust DTD 11/12/99 (Thomas N Melin & Virginia W Melin TTEE)</u>	<u>Over 5%</u>	<u>Longview, WA</u>	<u>75,000</u>	<u>Preferred A</u>	<u>14.39%</u>	
<u>Carl Brandtlow</u>	<u>Over 5%</u>	<u>Fort Myers, FL</u>	<u>37,500</u>	<u>Preferred A</u>	<u>7.19%</u>	
<u>Greystone Funding LLC (Chris Charman, Manager)</u>	<u>Over 5%</u>	<u>Deltona, FL</u>	<u>59,739</u>	<u>Preferred B</u>	<u>48.38%</u>	
<u>Pinpoint Investments LLC (Fiorvanti Clayton, Manager)</u>	<u>Over 5%</u>	<u>Orlando, FL</u>	<u>59,739</u>	<u>Preferred B</u>	<u>48.38%</u>	

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

NONE

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

NONE

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

NONE

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

NONE

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

NONE

9) Third Party Providers

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

Securities Counsel

Name: Ernest Stern
Firm: Culhane Meadows PLLC
Address 1: 1101 Pennsylvania Avenue, NW, Suite 300
Address 2: Washington, DC 20004
Phone: 301-910-2030
Email: estern@culhanemeadows.com

Accountant or Auditor

Name: Michael Pollack
Firm: KBL, LLP
Address 1: 1350 Broadway, Suite 1510
Address 2: New York, NY 10018
Phone: 212-785-9700
Email: mpollack@kbl.com

Investor Relations Consultant

Name: N/A
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, George Sharp certify that:

1. I have reviewed this Annual Report of Forwardly, Inc. for the fiscal year ended December 31, 2021;
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.

3/9/2022 [Date]

/s/ George Sharp [CEO's Signature]

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

Principal Financial Officer:

I, George Sharp certify that:

1. I have reviewed this Annual Report of Forwardly, Inc. for the fiscal year ended December 31, 2021;
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.

3/9/2022 [Date]

/s/ George Sharp [CFO's Signature]

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

FORWARDLY, INC.
CONSOLIDATED BALANCE SHEETS (UNAUDITED)

ASSETS	<u>December 31, 2021</u>	<u>December 31, 2020</u>
CURRENT ASSETS		
Cash	\$ 959,794	\$ 22,874
Note receivable	200,000	-
Escrow deposit	2,000,000	-
Prepaid expenses and other current assets	21,616	583
Total current assets	<u>3,181,410</u>	<u>23,457</u>
NON-CURRENT ASSETS		
Investment at cost – HUMBL	200,000	200,000
Investment - Ligand	1,000,000	-
Deposit – Equity Investment	-	150,000
Total non-current assets	<u>1,200,000</u>	<u>350,000</u>
TOTAL ASSETS	<u>\$ 4,381,410</u>	<u>\$ 373,457</u>
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES		
Accounts payable	\$ 13,700	\$ 37,785
Accrued expenses	609,000	365,400
Accrued interest	184,690	1,857
Due to related party	3,162	-
Current portion of note payable – related party	2,000,000	-
Current portion of convertible notes payable, net of discount	854,997	-
Total current liabilities	<u>3,665,549</u>	<u>405,042</u>
Convertible notes payable, net of current portion and net of discount	-	13,871
TOTAL LIABILITIES	<u>3,665,549</u>	<u>418,913</u>
STOCKHOLDERS' EQUITY (DEFICIT)		
Series A Preferred stock, par value \$0.001; 24,000,000 shares authorized; 521,413 shares issued and outstanding as of December 31, 2021 and 2020, respectively	521	521
Series B Preferred stock, par value \$0.001; 1,500,000 shares authorized; 123,478 shares issued and outstanding as of December 31, 2021 and 2020, respectively	123	123
Series C Preferred stock, par value \$0.001; 5,000,000 shares authorized; 0 shares issued and outstanding as of December 31, 2021 and 2020, respectively	-	-
Series D preferred stock; par value \$0.001; 5,000,000 shares authorized; 300,000 shares issued and outstanding as of December 31, 2021 and 2020, respectively	300	300
Common stock, par value \$0.001; 1,360,000,000 shares authorized, 464,017,262 and 440,324,346 shares issued and outstanding as of December 31, 2021 and 2020, respectively	464,017	440,324
Additional paid in capital	4,726,090	2,681,183
Accumulated deficit	(4,475,190)	(3,167,907)
Total stockholders' equity (deficit)	<u>715,861</u>	<u>(45,456)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	<u>\$ 4,381,410</u>	<u>\$ 373,457</u>

See notes to consolidated financial statements.

FORWARDLY, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)
YEARS ENDED DECEMBER 31, 2021 AND 2020

	<u>2021</u>	<u>2020</u>
REVENUES	\$ -	\$ -
COST OF REVENUES	-	-
GROSS PROFIT	-	-
OPERATING EXPENSES:		
Professional fees	298,931	509,263
General and administrative	6,010	9,228
Total operating expenses	304,941	518,491
LOSS FROM OPERATIONS BEFORE OTHER EXPENSES	(304,941)	(518,491)
OTHER INCOME (EXPENSE):		
Interest expense, net of interest income	(1,002,342)	(125,912)
Total other income (expense)	(1,002,342)	(125,912)
LOSS FROM CONTINUING OPERATIONS BEFORE BENEFIT (PROVISION) FOR INCOME TAXES	(1,307,283)	(644,403)
BENEFIT (PROVISION) FOR INCOME TAXES	-	-
NET LOSS	\$ (1,307,283)	\$ (644,403)
NET LOSS PER SHARE		
Basic and diluted	\$ (0.003)	\$ (0.002)
SHARES USED IN CALCULATION OF NET LOSS PER SHARE		
Basic and diluted	449,875,438	307,749,209

See notes to consolidated financial statements.

FORWARDLY, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
YEARS ENDED DECEMBER 31, 2021 AND 2020

	<u>2021</u>	<u>2020</u>
Cash flows from operating activities:		
Net loss	\$ (1,307,283)	\$ (644,403)
Adjustments to reconcile net loss to net cash (used in) operating activities:		
Shares issued for services	-	200,000
Warrants issued for services	-	18,295
Amortization of debt and BCF discount	841,126	94,014
Changes in assets and liabilities		
Prepaid expenses and other current assets	(21,033)	(583)
Change in related party payable	3,162	-
Accounts payable and accrued expenses	402,348	276,498
Net cash (used in) operating activities	<u>(81,680)</u>	<u>(52,669)</u>
Cash flows from investing activities:		
Investment at cost in HUMBL	-	(200,000)
Proceeds from note receivable for Maverick Energy	(200,000)	-
Investment at cost in Ligand	(1,000,000)	-
(Deposit) return of deposit for purchase of Starsona	150,000	(150,000)
Net cash (used in) investing activities	<u>(1,050,000)</u>	<u>(350,000)</u>
Cash flows from financing activities:		
Proceeds from exercise of warrants	618,600	150,000
Proceeds from issuance of preferred stock	-	-
Proceeds from convertible notes payable	1,450,000	50,000
Net cash provided by financing activities	<u>2,068,600</u>	<u>200,000</u>
NET INCREASE (DECREASE) IN CASH	936,920	(202,669)
Cash - beginning of year	22,874	225,543
Cash - end of year	<u>\$ 959,794</u>	<u>\$ 22,874</u>
SUPPLEMENTAL DISCLOSURES:		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -
SUMMARY OF NONCASH ACTIVITIES:		
Cancellation of shares	\$ -	\$ 5,000
Note payable – related party put into escrow	\$ 2,000,000	\$ -
Warrants issued with convertible debt recorded as debt discount	\$ 1,164,401	\$ 44,747
BCF discount at inception of convertible debt	\$ 285,599	\$ -
Conversion of notes payable and accrued interest for common stock	\$ -	\$ 345,000

See notes to consolidated financial statements.

FORWARDLY, INC.
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY (DEFICIT) (UNAUDITED)
YEARS ENDED DECEMBER 31, 2021 AND 2020

	<u>Preferred</u>		<u>Common</u>		<u>Additional Paid-In Capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balances at December 31, 2019	5,944,891	\$5,944	269,074,346	\$269,074	\$ 2,089,391	\$(2,523,504)	\$ (159,095)
Share cancellation	(5,000,000)	(5,000)	-	-	5,000	-	-
Shares issued in exercise of warrants	-	-	23,437,500	23,438	126,562	-	150,000
Shares issued for services	-	-	40,000,000	40,000	160,000	-	200,000
Shares issued in conversion of notes payable and accrued interest	-	-	107,812,500	107,812	237,188	-	345,000
Discount on convertible notes	-	-	-	-	44,747	-	44,747
Warrants issued for services rendered	-	-	-	-	18,295	-	18,295
Net loss for the year		-		-	-	(644,403)	(644,403)
Balances at December 31, 2020	944,891	\$ 944	440,324,346	\$440,324	\$2,681,183	\$(3,167,907)	\$ (45,456)
Shares issued in exercise of warrants	-	-	23,692,916	23,693	594,907	-	618,600
Discount on convertible notes	-	-	-	-	1,450,000	-	1,450,000
Net loss for the year		-		-	-	(1,307,283)	(1,307,283)
Balances at December 31, 2021	944,891	\$ 944	464,017,262	\$464,017	\$4,726,090	\$(4,475,190)	\$ 715,861

See notes to consolidated financial statements.

FORWARDLY, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2021

NOTE 1- NATURE OF OPERATIONS

Nature of Operations

Forwardly, Inc. (the "Company") was incorporated in the State of Nevada in September 27, 2005. The Company is a holding company organized with a goal of investing, acquiring and managing a diversified portfolio of profitable, growth-oriented companies.

On June 1, 2020, the Company formed Breathe Medical Devices, Inc., through which the Company intends to perform the Exclusive Distributor Agreement they entered into with Ligand Innovation Global for the sale of portable ventilator medical equipment, under the brand name LifeAir G1 throughout the United States in perpetuity, subject to a right of Ligand Innovation Global to terminate the Exclusive Distributor Agreement if the Company has not sold at least 1,000 portable ventilators within two years following United States Food and Drug Administration approval of the ventilator equipment.

NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These consolidated financial statements are presented as unaudited and in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America. The Company believes that these consolidated financial statements present fairly, in all material respects, the financial position of the Company and the results of its operations and cash flows for the periods presented.

The consolidated financial statements include the accounts of the Company as well as their wholly-owned subsidiary, Breathe Medical Devices, Inc. All inter-company transactions have been eliminated in consolidation.

The Company has a calendar year-end accounting period.

NOTE 3-STOCKHOLDERS' EQUITY (DEFICIT)

During the Company's fiscal fourth quarter of 2019, they became aware of some inconsistencies with respect to the approvals of prior amendments to their corporate charter and executed a series of amendments to these to rectify those inconsistencies. As a result, from the period October 14, 2019 through January 15, 2020, the Company executed the following transactions:

- (a) An increase to the authorized common shares from 2,430,500,000 shares to 5,964,500,000 shares;
- (b) Conversion of the 300,000 Series D Preferred Shares to 3,000,000,000 common shares;
- (c) Execution of a series of votes for the following: (1) Name Change to Forwardly, Inc.; (2) Reverse split the common stock on a 1-for-8 basis; (3) Reduce the authorized common stock from 5,964,500,000 shares to 303,812,500 shares and then increased to 1,360,000,000 shares where it stands today;
- (d) Cancel the 3,000,000,000 common shares prior to the change in authorized and reverse split took effect;
- (e) Issue 300,000 Series D Preferred Shares to the Company's CEO for \$500

These changes took effect through January 15, 2020. The Company's current capitalization is 1,360,000,000 common shares with a par value of \$.001 per share; 24,000,000 Series A preferred shares with a par value of \$.001; 1,500,000 Series B preferred shares with a par value of \$.0001; 5,000,000 Series C preferred shares with a par value of \$.001; and 5,000,000 Series D preferred shares with a par value of \$.001.

On May 4, 2020, the Preferred Series C Shareholder, requested cancellation of their 5,000,000 Series C Preferred shares. There was no consideration due to the shareholder for this cancellation.

On September 30, 2020, the Company issued 107,812,500 shares to convert the convertible promissory notes outstanding at the time of \$300,000 plus the accrued interest on those notes of \$45,000 in accordance with the terms of the convertible note agreements. In addition, the Company issued 23,437,500 shares of common stock in the exercise of warrants that were issued with the aforementioned convertible promissory notes for \$150,000. On November 9, 2020, the Company issued 40,000,000 shares for services valued at \$200,000.

In March 2021, the Company issued 3,906,250 shares of common stock in the exercise of warrants valued at \$25,000, and in September 2021, the Company issued 19,786,666 shares of common stock in exchange of warrants valued at \$593,600.

Common Stock Warrants

The following schedule summarizes the changes in the Company's common stock warrants:

	Warrants Outstanding		Weighted Average Remaining Contractual Life	Aggregate Intrinsic Value	Weighted Average Exercise Price Per Share
	Number Of Shares	Exercise Price Per Share			
Balance at December 31, 2019	46,875,000	\$ 0.0064	2.67 years	\$ -	\$ 0.0064
Warrants granted	41,573,332	\$ 0.03-0.10	-		\$
Warrants exercised	(23,437,500)	\$ -	-		\$
Warrants expired/cancelled	-	\$ -	-		\$
Balance at December 31, 2020	65,010,832	\$ 0.0064-0.10	1.70 years	\$ 2,282,092	\$ 0.045
Warrants granted	58,000,000	\$ 0.175	-		\$
Warrants exercised/exchanged	(23,692,916)	\$ -	-		\$
Warrants expired/cancelled	-	\$ -	-		\$
Balance at December 31, 2021	<u>99,317,916</u>	\$ 0.0064-0.25	1.13 years	\$ 830,078	\$ 0.13
Exercisable at December 31, 2021	<u>99,317,916</u>	\$ 0.0064-0.25	1.13 years	\$ 830,078	\$ 0.13

In connection with the issuance of the 2019 convertible secured promissory notes, the Company granted 46,875,000 warrants that are convertible at a price of \$0.0064 per share into common stock. The warrants have a three-year term. Through December 31, 2020 23,437,500 of these warrants were exercised for \$150,000. In March 2021 3,906,250 of these warrants were exercised for \$25,000 and in September 2021, 19,786,666 warrants were exercised for \$593,600..

On August 1, 2020, the Company issued 2,000,000 warrants to a medical consultant to be part of an advisory board for the Company's new subsidiary. These warrants have a three-year term and have an exercise price of \$0.10 per share. The value of these warrants were recorded at \$18,295.

In connection with the issuance of convertible secured promissory notes on September 9, 2020, the Company granted 19,786,666 one-year warrants that are convertible at a price of \$0.03 per share into common stock, and granted 19,786,666 three-year warrants that are convertible at a price of \$0.10 per share into common stock. The 19,786,666 one-year warrants were exercised for \$593,600.

In connection with the 2021 convertible note agreements, the Company granted 29,000,000 warrants that mature in one year (January 29, 2022) with a strike price of \$0.10 per share, and 29,000,000 warrants that mature in three years (January 29, 2024) with a strike price of \$0.25 per share.

NOTE 4 – CONVERTIBLE PROMISSORY NOTES

The Company entered into promissory notes as follows as of December 31, 2021 and 2020:

	December 31, 2021	December 31, 2020
September 9, 2020 notes due March 8, 2022 at 12% interest, convertible at \$0.012 per share, with issuance of 19,786,666 warrants with a term of one-year and an exercise price of \$0.03 per share, and 19,786,666 warrants with a term of three-years and an exercise price of \$0.10 per share	\$ 50,000	\$ 50,000
January 29, 2021 notes due August 29, 2022 at 12% interest, convertible at \$0.05 per share, with issuance of 29,000,000 warrants with a term of one-year and an exercise price of \$0.10 per share (extended six months to July 28, 2022), and 29,000,000 warrants with a term of three-years and an exercise price of \$0.25 per share	1,450,000	-
Total Convertible Notes Payable, Net	\$ 1,500,000	\$ 50,000
Less: Current portion	(854,997)	
Less: Discount	(645,003)	(36,129)
Long-term portion	\$ -	\$13,871

Interest expense for the years ended December 31, 2021 and 2020 amounted to \$166,175 and \$31,899, respectively and accrued at December 31, 2021 was \$168,033. Amortization of the debt discount for the years ended December 31, 2021 and 2020 was \$681,401 and \$94,014, respectively. Amortization of the BCF discount for the years ended December 31, 2021 and 2020 was \$159,725 and \$0, respectively.

NOTE 5 – COMMITMENTS

Starsona Inc.

The Company and Starsona Inc. (“Starsona”), a Delaware corporation entered into a non-exclusive letter of intent (“LOI”) on June 21, 2019. In accordance with the LOI, the Company and Starsona will enter into a negotiation period through August 23, 2019 at which time, if the parties agree will enter into a definitive agreement, whereby the Company will endeavor to acquire equity in Starsona in exchange for an aggregate cash investment of \$10,250,000, on a best efforts basis. The parties understand that the investment must be raised by the Company through an offering of its own equity to the public. As the LOI is non-exclusive, the Company will have the right to match the terms of any investment agreement for over \$2,000,000 that Starsona enters into with third parties, provided that, (a) the third party investment agreement is entered into during the negotiation period; (b) the Company’s investment is on substantially similar terms; and (c) the parties execute the definitive agreement by the end of the negotiation period. The LOI will terminate upon either mutual written consent of both Starsona and the Company; or the expiration of the negotiation period. The Company and Starsona have mutually agreed to continue discussions regarding the entering into a definitive agreement until either party terminates the negotiations. On June 22, 2020, the Company paid Starsona a good faith deposit on their acquisition as they continue to negotiate the terms of the definitive agreement. There had been no further negotiations and Starsona and the Company agreed on April 3, 2021 to have Starsona return the \$150,000 deposit, which was done until such time as the Company and Starsona agree to a definitive agreement.

Ligand Innovation Global

On May 26, 2020, the Company and Ligand Innovation Global, a Canadian Corporation (“Ligand”) entered into an Exclusive Distributor Agreement (“Distributor Agreement”).

Pursuant to the Distributor Agreement, the Company is appointed the exclusive distributor for all portable ventilator product lines, including, but not limited to, all models, variations, generations and upgrades to the product currently identified as LifeAir G1, and any similar product lines under different names (“Product”) in the United States of America (“Territory”). The Distributor Agreement shall continue in perpetuity unless terminated earlier and may be terminated for breach if any party defaults in the performance of any material obligation in the Distributor Agreement, for insolvency, by Ligand for lack of performance should the Company in two years after approval by the United States Food and Drug Administration no sell at least 1,000 units, and under which the Company agreed to issue 2,000 shares of Series D Preferred Stock upon Ligand’s ventilators receiving FDA approval for commercial use and an option to purchase 10 million shares of the Company’s common stock for a 12 month exercise period upon such FDA approval as well as availability of the ventilators for sale by the Company.

On April 8, 2021, Ligand and the Company entered into a Share Purchase Agreement (the “SPA”) whereby the Company has agreed to purchase 33.33% of Ligand for \$1,000,000 which is equal to 1,304,152 shares of Ligand stock. The Company will be the largest individual shareholder in Ligand, however does not exercise any operational or financial control of Ligand. The Company will account for this investment under the guidance of ASC 321. The Company has elected to apply the measurement alternative discussed in ASC 321-10-35-2, and as a result will measure the investment at cost and remeasure to fair value if impaired or upon observable prices.

HUMBL, Inc.

On November 23, 2020 (closed on December 4, 2020), the Company and HUMBL Inc. (formerly Tesoro Enterprises, Inc) (“HUMBL”) entered into a Warrant Purchase Agreement (“Warrant Agreement”).

Pursuant to the Warrant Agreement, the Company paid \$200,000 (cost of \$0.0016 post split of HUMBL) to HUMBL to purchase post-split (effective February 26, 2021) 125,000,000 warrants (“Warrant Shares”) of HUMBL at an exercise price of \$0.20 per share, upon completion of the merger HUMBL and HUMBL LLC, a Delaware limited liability company.

In November 18, 2021, the Company entered into a Share Registration Agreement with HUMBL under which HUMBL agreed to register the Warrant Shares through the filing with the SEC of a Form S-1 and to extend the exercise period from December 3, 2022 to December 31, 2023. The Company exercised 10,000,000 warrants on January 21, 2022.

The Company’s CEO, loaned the Company \$2,000,000 to allow the Company to purchase the Warrant Shares under the terms of the Share Registration Agreement (See Note 7).

The Company has elected to account for the purchase of this warrant as an investment under the guidance of ASC 321. The warrants are not traded on a national exchange, so do not have a readily determinable fair value as defined in ASC 321. The Company has elected to apply the measurement alternative discussed in ASC 321-10-35-2, and as a result will measure the investment at cost and remeasure to fair value if impaired or upon observable prices. Since inception of the investment on December 4, 2020, there has been no indication of impairment on this investment.

NOTE 6 – NOTE RECEIVABLE

On April 12, 2021, the Company invested \$200,000 in the form of a one-year fixed rate convertible loan in Maverick Energy Group, Inc. (“Maverick”) the convertible loan bears interest at the rate of 15% per annum, and is convertible into shares of Maverick’s common stock at \$0.20 per share. The loan agreement also provides the Company with a two-year warrant enabling the Company to purchase up to 2,000,000 shares of common stock at \$0.35 per share. Accrued interest receivable on this note for the year ended December 31, 2021 and as of December 31, 2021 is \$21,616.

NOTE 7 – NOTE PAYABLE – RELATED PARTY

On November 18, 2021, The Company’s CEO, loaned the Company \$2,000,000 to allow the Company to purchase the Warrant Shares under the terms of the Share Registration Agreement. The loan is due November 22, 2022 with annual interest of 8% per annum. Interest expense on the note for the year ended December 31, 2021 and accrued at December 31, 2021 is \$16,658.

NOTE 8 – SUBSEQUENT EVENTS

On January 14, 2022, the Company extended the one-year warrants previously due January 28, 2022 in the convertible note offering for a period of six months. This modification did not have a material impact on the convertible debt instruments.

On January 21, 2022, the Company has exercised 10,000,000 HUMBL warrants.