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

UMBRA APPLIED TECHNOLOGIES GROUP, INC.

A Delaware Corporation

14391 Spring Hill Drive, Suite 455

Spring Hill, FL 34609

Tel: (888) 926-4682

Tel: (813) 607-4682

Main website: www.UATgroup.com

Additional web sites: ww.uatintel.com; www.uatgroup.com

www.hygieiatech.com; www.hygieiasport.com

www.umbrabattlerifle.com and www.umbraappliedtechnologies.com

Company email: info@UATgroup.com

SIC code 6719

Quarterly Report

For the period ending March 31, 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

As the most recent date of May 15, 2023, the number of shares outstanding of our Common Stock was:

1,000,000,000

As of the Current Reporting period of March 31, 2023, the number of shares outstanding of our Common Stock was:

1,000,000,000

As of the Most Recent Completed Fiscal Year End date of December 31, 2022, the number of shares outstanding of our Common Stock was:

1,000,000,000

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 Control¹ of the company has occurred over this reporting period:

Yes: No:

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

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.

Current Name of Issuer: Umbra Applied Technologies Group, Inc.

There have not been any name changes in the past five years.

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

Incorporated in the State of Delaware on April 13, 2009 --Active

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

None

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

The Company has announced the following acquisitions:

- On July 7, 2022, the Company announced that its subsidiary, H2O Processing, that it has acquired Nathaniel Energy, Ltd which holds various intellectual property.

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

14391 Spring Hill Drive, Suite 445
Spring Hill, FL 34609

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?

Yes: No:

If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Clear Trust, LLC
Phone: 813-235-4490
Email: inbox@cleartrusttransfer.com
Address: Clear Trust LLC
16540 Pointe Village Dr.,
Lutz, FL 33558

Is the Transfer Agent registered under the Exchange Act?² Yes: No:

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:	UATG
Exact title and class of securities outstanding:	Common
CUSIP:	90419P100
Par or stated value:	\$0.001

Total common shares authorized:	1,000,000,000 as of date: March 31, 2023
Total common shares outstanding:	1,000,000,000 as of date: March 31, 2023
Number of shares in the Public Float ³ :	910,715,222 as of date: March 17, 2023
Total number of shareholders of record:	2,850 as of date: September 30, 2022

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.

Additional class of securities (if any): Series A

Trading symbol:	n/a
Exact title and class of securities outstanding:	Preferred Series A
CUSIP:	n/a
Par or stated value:	\$0.001
Total shares authorized:	20,000,000 as of date: March 31, 2023
Total shares outstanding:	20,000,000 as of date: March 31, 2023

Preferred Series A has 50 votes per share

Additional class of securities (if any): Series B

Trading symbol:	n/a
Exact title and class of securities outstanding:	Preferred Series B
CUSIP:	n/a
Par or stated value:	\$0.001
Total shares authorized:	15,000,000 as of date: March 31, 2023
Total shares outstanding:	10,089,586 as of date: March 31, 2023

Preferred Series B can convert into common at 1 Preferred Series B into 20 common shares subject to 1% of the outstanding shares.

Additional class of securities (if any): Series C

Trading symbol:	n/a
Exact title and class of securities outstanding:	Preferred Series C
CUSIP:	n/a
Par or stated value:	\$0.001
Total shares authorized:	25,000,000 as of date: March 31, 2023
Total shares outstanding:	18,178,922 as of date: March 31, 2023

³ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Preferred Series C can convert into common at 1 Preferred Series C into 10 common shares

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.

Currently the common shares do receive any dividends. Common shares do not have preemption rights

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

- Preferred Series A has 50 votes per share
- Preferred Series B can convert into common at 1 Preferred Series B into 20 common shares subject to 1% of the outstanding shares.
- Preferred Series C can convert into common at 1 Preferred Series C into 10 common shares

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

Not applicable

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.

No changes during this reporting period

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: (If yes, you must complete the table below)

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2022, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2020 through September 30, 2022 pursuant to the tabular format above.

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

Number of Shares outstanding as of		<u>Opening Balance:</u>		*Right-click the rows below and select "Insert" to add rows as needed.						
1-Jan-21		Common: <u>1,000,000,000</u>	Preferred A: <u>15,000,000</u> Preferred B: <u>2,386,836</u> Preferred C: <u>15,640,387</u>							
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g., for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?	
1-Apr-21	New Issue	5,000	Preferred Series B	\$0.00	yes	Blue Bridge Consulting LLC Control person is Evan Solomon	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	5,000	Preferred Series B	\$0.00	yes	Nathan Maxim	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	5,000	Preferred Series B	\$0.00	yes	Paul Chapman	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	5,500	Preferred Series B	\$0.00	yes	Candice Maxim	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	5,000	Preferred Series B	\$0.00	yes	Christopher S Bauer	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	7,280,000	Preferred Series B	\$0.00	yes	Alexander L. Umbra	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	33,250	Preferred Series B	\$0.00	yes	Edwin Medley Payne	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	49,200	Preferred Series C	\$0.00	yes	Stan Abrams	Purchase 50% of H2O Processing Inc	Restricted	Exemption	
1-Apr-21	New Issue	49,200	Preferred Series C	\$0.00	yes	Jim Woodley	Purchase 50% of H2O Processing Inc	Restricted	Exemption	
1-Apr-21	New Issue	5,000	Preferred Series C	\$0.00	yes	John J Bauer Jr	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	125,000	Preferred Series C	\$0.00	yes	John J Bauer Jr	Debt/cash	Restricted	Exemption	
1-Apr-21	New Issue	100,000	Preferred Series C	\$0.00	yes	Ferandell Family Trust	Debt/cash	Restricted	Exemption	

						Control person is Paul Ferandell			
1-Apr-21	New Issue	7,500	Preferred Series C	\$0.00	yes	Blake H Cooley	Purchase 50% of The Dreaming Company LLC	Restricted	Exemption
1-Apr-21	New Issue	9,000	Preferred Series C	\$0.00	yes	Blake H Cooley	Purchase 100% of Boost Words Inc	Restricted	Exemption
1-Apr-21	New Issue	178,325	Preferred Series C	\$0.00	yes	Edwin Medley Payne	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	2,000	Preferred Series C	\$0.00	yes	Thomas J Baldassare	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	12,000	Preferred Series C	\$0.00	yes	Bridget Ruth Jorge	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	20,000	Preferred Series C	\$0.00	yes	Shayne Cayhill	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	6,667	Preferred Series C	\$0.00	yes	Kevin Knaak	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	50,000	Preferred Series C	\$0.00	yes	Kevin Knaak	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	5,500	Preferred Series C	\$0.00	yes	Michael Larocca	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	178,572	Preferred Series C	\$0.00	yes	Carl Wooddroffe	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	125,000	Preferred Series C	\$0.00	yes	Kathleen Marie Tennant	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	71,429	Preferred Series C	\$0.00	yes	John Bradley Batista	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	71,429	Preferred Series C	\$0.00	yes	Robert Christopher Batista	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	416,667	Preferred Series C	\$0.00	yes	Brittany N Forcino	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	227,273	Preferred Series C	\$0.00	yes	Jose Robles	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	227,273	Preferred Series C	\$0.00	yes	Debra Ann Celletti	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	272,727	Preferred Series C	\$0.00	yes	Alfred B Belle III	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	50,000	Preferred Series C	\$0.00	yes	Hector Mark Estrada	Purchase of 100% of Ossifix Technologies Inc	Restricted	Exemption
1-Apr-21	New Issue	7,500	Preferred Series C	\$0.00	yes	Christopher McMullen	Purchase 50% of The Dreaming Company LLC	Restricted	Exemption
1-Apr-21	New Issue	10,000	Preferred Series C	\$0.00	yes	Gabriel R Gibbs	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	6,000	Preferred Series C	\$0.00	yes	Bruce Taylor	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	5,000	Preferred Series C	\$0.00	yes	Charles J Blake	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	12,000	Preferred Series C	\$0.00	yes	Melissa S Swarrow	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	10,000	Preferred Series C	\$0.00	yes	Ironclad LLC	Debt/cash	Restricted	Exemption

						Control person is Evan Solomon			
1-Apr-21	New Issue	227,273	Preferred Series C	\$0.00	yes	Anthony Acosta	Debt/cash	Restricted	Exemption
1-Apr-21	New Issue	1,000	Preferred Series C	\$0.00	yes	Luis Fabian Hernandez	Debt/cash	Restricted	Exemption
8-Apr-21	New Issue	364,000	Preferred Series B	\$0.00	yes	Thomas L. Crom III	Services	Restricted	Exemption
12-Jul-21	Cancelled	28,658,367	Common	\$0.00	yes	EROP Capital LLC Control person is Vince Sbarra	Debt/cash	Unrestricted	Exemption
21-Jan-22	New Issue	28,658,367	Common	\$0.00	yes	EROP Capital LLC Control person is Vince Sbarra	Debit/cash	Unrestricted	Exemption
4-Aug-22	New Issue	5,000,000	Preferred Series A	\$0.00	yes	Alexander L. Umbra	Services	Restricted	Exemption
Shares Outstanding on March 31, 2023:	<u>Ending Balance:</u> Common: <u>1,000,000,000</u> Preferred A: <u>20,000,000</u> Preferred B: <u>10,089,586</u> Preferred C: <u>18,178,922</u>								

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 :

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a

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

Not a

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.otcmarket.com).

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

Umbra Applied Technologies Group (OTC) is a diversified, leading edge technology holding company which has a family of companies.

Umbra Applied Technologies, U.S. based Defense and Security Company, is engaged in the research, design, development, manufacture, integration, and sustainment of advanced technology systems, products, and services for defense, civil, and commercial applications in United States and internationally. It also provides management, engineering, technical, scientific, logistic, and information services.

Boost Words is engaged with Google Ad Management, social media advertising, website design & video marketing and AI marketing solutions.

H2O Processing is engaged with advanced water treatment technologies.

The Dreaming Company is engaged in sleep product support and skin care products.

Ossific is engaged in advanced orthopedic systems.

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

Included by reference with chart as further information.

UMBRA APPLIED TECHNOLOGIES GROUP

SUBSIDIARIES AND STRATEGIC PARTNERS

UAT Group, Inc. is a leading edge technology conglomerate with a focus on alternative energy, medical innovation, defense and environmental sustainability.

WWW.UATGROUP.COM

H2O PROCESSING

ADVANCED WATER TREATMENT TECHNOLOGIES

BOOST WORDS

GOOGLE AD MANAGEMENT, SOCIAL MEDIA ADVERTISING WEBSITE DESIGN & VIDEO MARKETING. AI MARKETING SOLUTIONS

THE DREAMING COMPANY

SLEEP SUPPORT PRODUCTS AND ADVANCED SKINCARE

NATHANIEL ENERGY

WASTE TO CLEAN GREEN ENERGY TECHNOLOGY
OWNED BY H2O PROCESSING

OSSIFIX

ADVANCED ORTHOPEDIC FIXATION SYSTEMS

UAT

GREEN TECH | BIOTECH | ARMS | INTELLIGENCE | AEROSPACE | SECURITY

BACTER SCIENTIFIC

INFECTION DETECTION TECHNOLOGIES
10% OWNED BY UATG

NEXT CAST

NEXT GENERATION ORTHOPEDIC CASTS
26% OWNED BY UATG

A COMPLETE HOLDING COMPANY

C. Describe the issuers' principal products or services.

Umbra Applied Technologies Group (OTC) is a diversified, leading edge technology holding company which has a family of companies.

Umbra Applied Technologies, U.S. based Defense and Security Company, is engaged in the research, design, development, manufacture, integration, and sustainment of advanced technology systems, products, and services for defense, civil, and commercial applications in United States and internationally. It also provides management, engineering, technical, scientific, logistic, and information services.

Boost Words is engaged with Google Ad Management, social media advertising, website design & video marketing and AI marketing solutions.

H2O Processing is engaged with advanced water treatment; oil treatment technologies.

The Dreaming Company is engaged in sleep product support and skin care products.

Ossific is engaged in advanced orthopedic fixation systems.

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.

Corporate office leases space and is located at:

Umbra Applied Technologies Group, Inc.
4377 Commercial Way
Suite 130
Spring Hill FL 34606

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.

Information as of March 31, 2023

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	Share type/class	Ownership Percentage of Class Outstanding	Note
Alexander L. Umbra	Sole Director, CEO and President	4377 Commercial Way, Suite 130, Spring Hill, FL 34696	558,868	Common	.06%	
Alexander L. Umbra	Sole Director, CEO and President	4377 Commercial Way, Suite 130 Spring Hill, FL 34606	20,000,000	Preferred Series A	100.00%	

Alexander L. Umbra	Sole Director, CEO and President	4377 Commercial Way, Suite 130 Spring Hill, FL 34606	7,280,319	Preferred Series B	72.16%	
Alexander L. Umbra	Sole Director, CEO and President	4377 Commercial Way, Suite 130 Spring Hill, FL 34606	4,000,000	Preferred Series C	22.00%	
Thomas L. Crom III	Chief Financial Officer	4377 Commercial Way, Suite 130 Spring Hill, FL 34606	500,000	Preferred Series B	3.61%	
Thomas L. Crom III	Chief Financial Officer	4377 Commercial Way, Suite 130 Spring Hill, FL 34606	364,000	Preferred Series C	0.28%	

7) Legal/Disciplinary History

A. Identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

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

None

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

None

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

None

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

None

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

None

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.

Securities Counsel

Firm Name: Culhane Meadows PLLC
Address 1: 1100 Pennsylvania Ave NW, Suite 1600
Address 2: Washington, D.C. 20004
Phone: 1-844-CULHANE
Email: N/A

Accountant or Auditor

Firm Name: BF Borgers
Address 1: 5400 W. Cedar Ave
Address 2: Lakewood, CO 80226
Phone: 1-303-953-1454
Email: N/A

Investor Relations

Name: None
Firm: None
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

All other means of Investor Communication:

Twitter: yes
Discord: N/A
LinkedIn: yes
Facebook: N/A
[Other] N/A

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: N/A
Firm: N/A
Nature of Services: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

9) Financial Statements

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

- IFRS
 U.S. GAAP

B. The following financial statements were prepared by (name of individual)⁴:

Name: Thomas L. Crom III
Title: Chief Financial Officer
Relationship to Issuer: paid as a consultant

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

Mr. Crom is a former Certified Public Accountant (expired), Certified Management Accountant. (inactive) and has a MS degree in taxation.

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

UMBRA APPLIED TECHNOLOGIES GROUP, INC.

FINANCIAL STATEMENTS

(A Development Stage Company)

March 31, 2023
Financial Statements
(Unaudited)

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Financial Statements:

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Notice of No Auditor Review

These unaudited consolidated financial statements of Umbra Applied Technologies Group, Inc. “Company”) have not been reviewed by the auditors of the Company. These statements have been prepared by the Company in accordance with US GAAP.

Umbra Applied Technologies Group, Inc.
(A Development Stage Company)
Balance Sheets (Unaudited)

	Period Ended <u>March 31, 2023</u>	Year Ended <u>Dec 31, 2022</u>
ASSETS		
Current Assets		
Cash	\$ 11,129	\$ 2,792
Accounts Receivable	85,562	86,426
Inventory	<u>78,396</u>	<u>106,356</u>
Total Current Assets	175,087	195,473
Equipment (net of accumulated depreciation)	74,292	74,292
Investments (See Note 9)	10,200,000	10,200,000
Other Assets		
Intellectual Property (See Note 6 and 7)	14,330,411	14,330,411
Purchase Contract (See Note 8)	<u>56,800,000</u>	<u>56,800,000</u>
Total other assets	71,130,411	71,800,411
Total Assets	\$ <u>81,583,490</u>	\$ <u>81,600,176</u>
LIABILITIES AND SHAREHOLDERS' DEFICIT		
Current		
Accounts Payable (See Note 6)	\$ 1,515,108	1,655,079
Investment Note Payable (See Note 9)	<u>-0-</u>	<u>10,200,000</u>
Total Current Liabilities	1,515,108	11,855,079
Investment Note Payable (See Note 9)	10,200,000	-0-
Deferred Purchase Contract Income (See Note 8)	\$ <u>58,800,000</u>	<u>56,800,000</u>
Total Liabilities	\$ 68,515,108	68,655,079
STOCKHOLDERS' EQUITY		
Authorized: 1,000,000,000 common Issued and outstanding, \$0.001 par value March 31, 2023, and December 31, 2022-1,000,000,000 and 1,000,000,000 common shares, respectively		
	1,000,000	1,000,000
Preferred shares, Series A \$0.001 par value 20,000,000 Authorized 20,000,000 issued as of March 31, 2023, and December 31, 2022		
	20,000	20,000
Preferred shares, Series B, \$0.001 par value 15,000,000 Authorized March 31, 2023, and December 31, 2022, outstanding 10,089,586 and 10,089,586 respectively		
	399,332	399,332
Preferred shares, Series C, \$0.001 par value 25,000,000 Authorized March 31, 2023, and December 31, 2022 18,178,922 and 18,178,922 respectively (See Note 11)		
	9,528,970	9,528,970
Additional paid-in capital -	20,256,832	20,256,832
Deficit Accumulated During the Developmental Stage	<u>(18,136,752)</u>	<u>(18,260,037)</u>
Total Stockholders' Equity	13,068,382	12,945,097
Total Liabilities and Stockholders' Equity	\$ <u>81,583,490</u>	\$ <u>81,600,176</u>

The accompanying notes are an integral part of these Financial Statements

Umbra Applied Technologies Group, Inc.
(A Development Stage Company)
Statements of Income (Loss)
(Unaudited)

	Period Ended <u>March 31, 2023</u>	Year Ended <u>December 31, 2022</u>
Revenue		
Income	\$ 476,457	\$ 1,488,581
Less: Cost of Goods Sold	<u>353,434</u>	<u>581,504</u>
Gross Profit	\$ <u>123,023</u>	\$ <u>907,077</u>
Expenses		
Professional Fees	122,193	269,949
Stock Transfer Fees	1,700	12,248
Advertising and Marketing	75,211	807,905
General, Office and Rent	92,352	379,076
Depreciation	2,781	31,557
New Product Development	<u>-0-</u>	<u>13,663</u>
Total Expenses	294,237	1,514,398
Net (Loss) from Operations	(171,214)	(269,825)
Other Income and (Expenses)		
Interest expense	(501)	(41,958)
Cancellation of Debt	<u>295,000</u>	<u>-0-</u>
	294,499	(41,958)
Income (Loss) for the Period	\$ <u>123,715</u>	\$ <u>(311,783)</u>

The accompanying notes are an integral part of these Financial Statements

Umbra Applied Technologies Group, Inc.
(A Development Stage Company)
Statements of Cash Flows
(Unaudited)

	Period Ended March 31, <u>2023</u>	Year Ended December 31, <u>2022</u>
Cash Flows from Operating Activities		
Net Income (Loss)	\$ 123,285	(311,783)
Adjustments to Reconcile Net Loss to Net Cash Provided by Operations		
Depreciation	2,781	23,400
(Increase) in accounts receivable	864	(670)
(Increase) Decrease in inventory	27,960	73,253
Increase (decrease) in Accrued Liabilities and Payables	<u>(139,971)</u>	<u>140,372</u>
Net Cash Provided (Used) by Operating Activities	<u>14,919</u>	<u>(75,428)</u>
Cash Flows from Investing Activities		
Purchase of Intellectual Property	-0-	-0-
Investment	-0-	-0-
Purchase equipment	<u>(6,581)</u>	<u>-0-</u>
Net Cash Provided (Used) by Investing Activities	<u>(6,581)</u>	<u>-0-</u>
Cash Flows from Financing Activities		
Increase (decrease) in shares to be issued	-0-	-0-
Issuance of stock	<u>-0-</u>	<u>50,000</u>
Net Cash Provided (Used) by Financing Activities	<u>-0-</u>	<u>50,000</u>
Increase (Decrease) in Cash from Continuing Operations	8,338	(25,428)
Cash and Cash Equivalents at Beginning of Period	\$ 2,791	28,219
Cash and Cash Equivalents at End of Period	\$ 11,129	2,791
Supplemental Information		
Cash Paid For:		
Interest	501	31,531
Income Taxes	-0-	-0-

The accompanying notes are an integral part of these Financial Statements

Umbra Applied Technologies Group, Inc.
(A Development Stage Company)
Statement of Stockholders Equity (Deficit)
(Unaudited)

STATEMENT OF CHANGES IN STOCKHOLDER EQUITY (DEFICIT)

	Common	Preferred	Preferred	Preferred	Par	Additional	Accum	Stockholder
	Shares	A Shares	B Shares	C Shares	Value	Paid-In	Deficit	Equity
						Capital		
Balance December 31, 2018	991,313,443	15,000,000	690	400,859	\$1,013,557	\$20,211,733	(\$13,553,221)	\$7,672,069
Issuance (Cancellation) of Stock	(34,294,982)	0	2,021,617	15,233,528	\$153,452	\$0	\$0	\$153,452
Net (Loss)	0	0	0	0	\$0	\$0	(\$3,633,235)	(\$3,633,235)
Balance December 31, 2019	957,018,461	15,000,000	2,022,307	15,634,387	\$1,167,009	\$20,211,733	(\$17,186,456)	\$4,192,286
Issuance (Cancellation) of Stock	42,981,539	0	364,529	6,000	\$56,333	\$0	\$0	\$56,333
Net (Loss)	0	0	0	0	\$0	\$0	(\$312,942)	(\$312,942)
Balance December 31, 2020	<u>1,000,000,000</u>	<u>15,000,000</u>	<u>2,386,836</u>	<u>15,640,387</u>	<u>\$1,223,342</u>	<u>\$20,211,733</u>	<u>(\$17,499,398)</u>	<u>\$3,935,677</u>
Issuance (Cancellation) of Stock	(28,858,367)	0	7,702,750	2,538,535	\$9,690,401	\$29,658	\$0	\$9,720,059
Issuance of Stock	0				\$0	\$0		
Net (Loss)	0	0	0	0	\$0	\$0	(\$448,856)	(\$448,856)
Balance Dec 31, 2021	<u>971,141,633</u>	<u>15,000,000</u>	<u>10,089,586</u>	<u>18,178,922</u>	<u>\$10,913,743</u>	<u>\$20,241,391</u>	<u>(\$17,948,254)</u>	<u>\$13,206,880</u>
Issuance of Stock					\$34,559	\$15,441		\$50,000
Net (Loss)	<u>28,858,367</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>\$0</u>	<u>\$0</u>	<u>(\$311,783)</u>	<u>(\$311,783)</u>
Balance December 31, 2022	<u>1,000,000,000</u>	<u>15,000,000</u>	<u>10,089,586</u>	<u>18,178,922</u>	<u>\$10,948,302</u>	<u>\$20,256,832</u>	<u>(\$18,260,037)</u>	<u>\$12,945,097</u>
Issuance of Stock	0	0	0	0	\$0	\$0	\$0	\$0
Net (Loss) Income	0	0	0	0	\$0	\$0	\$123,285	\$123,285
Balance March 31, 2023	<u>1,000,000,000</u>	<u>15,000,000</u>	<u>10,089,586</u>	<u>18,178,922</u>	<u>\$10,948,302</u>	<u>\$20,256,832</u>	<u>(\$18,136,752)</u>	<u>\$13,068,382</u>
Subsequent to March 31, 2023								
Issuance of Stock	0	0	0	0				
Balance May 15, 2023	<u>1,000,000,000</u>	<u>15,000,000</u>	<u>10,089,586</u>	<u>18,178,922</u>				

The accompanying notes are an integral part of these Financial Statements

Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 1 - BASIS OF PRESENTATION AND DESCRIPTION OF BUSINESS

a) Basis of Presentation.: The information presented in the accompanying financial statements for the periods ended March 31, 2023, and December 31, 2022, are unaudited and includes all adjustments, which are, in the opinion of the management of Umbra Applied Technologies Group, Inc. (the “Company”), necessary to present fairly the financial position, results of operations and cash flows in the periods presented. Certain column totals may be off by \$1 due to rounding.

b) Reclassifications and Restatement: Certain reclassifications have been made to the prior years’ financial statements to conform to the current year presentation.

c) Development Stage Activities: The Company is in the development stage and has not yet realized any revenues from its planned operations. Based upon the Company's business plan, it is a development stage enterprise.

d) Organization: Umbra Applied Technologies Group, Inc. (the “Company”) was incorporated in the State of Delaware under the name Green Technologies, Inc.

In December 2013 the Company changed its name to “Umbra Applied Technologies Group, Inc. (hereinafter “UATG”). The Company entered a purchase transaction to acquire Umbra Applied Technologies, Inc. in December 2013 that was approved by the Company’s Board of Directors in January 2014. This transaction has been accounted for as a reverse acquisition.

e) Going Concern: These consolidated interim financial statements have been prepared on a going concern basis which presumes the realization of assets and settlement of liabilities in the normal course of operations in the foreseeable future. The Company has no source of operating revenue, has incurred operating losses and on March 31, 2023, had a deficit of \$18,136,752 (December 31, 2022 - \$18,260,037). The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future.

f) Consolidated Financial Statements: These consolidated financial statements include the following companies:

- Umbra Applied Technologies Group Inc
- Umbra Applied Technology Inc
- Dreaming Company LLC
- Boost Words Inc
- H2O Processing Inc.
- Ossifix Technologies Inc

Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 1 - BASIS OF PRESENTATION AND DESCRIPTION OF BUSINESS -continued

f) Consolidated Financial Statements: -continued

As well as investments in:

Next Cast Technologies Inc (26%) and
Bacter Scientific Inc (10%)

These consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence. The aforementioned factors indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management who is responsible for their integrity and objectivity. These accounting policies conform to generally accepted accounting principles in the United States of America and have been consistently applied in the preparation of the financial statements. The financial statements are stated in United States of America dollars.

a) Organizational and Start-up Costs: Costs of start-up activities, including organizational costs, are expensed as incurred in accordance with ASC 720-15.

b) Income Taxes: The Company uses the asset and liability method of accounting of income taxes. Under the asset and liability method deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES –continued

- c) Basic and Fully Diluted Loss Per Share: The basic loss per common share is computed by dividing net loss available to common stockholders by the weighted average number of common shares outstanding. Fully-Diluted loss per common share is computed similar to basic loss per common share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. On March 31, 2023, and December 31, 2022, the Company had no stock equivalents that were anti-dilutive and excluded in the earnings per share computation.
- d) Estimated Fair Value of Financial Instruments: The carrying value of the Company's financial instruments, consisting of accounts payable and accrued liabilities approximate their fair value due to the short-term maturity of such instruments. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial statements.
- e) Revenue Recognition: It is the Company's policy that product revenues (or service revenues) will be recognized when persuasive evidence of an arrangement exists, delivery has occurred (or service has been performed), the sales price is fixed and determinable and collectability is reasonably assured.
- f) Concentrations: Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents. On March 31, 2023, and December 31, 2022, the Company had \$11,129 and \$2,792 respectively, in funds in deposits in a business bank account, which are not insured by agencies of the U.S. Government.
- g) Currency: The functional currency of the Company is the United States Dollar.
- h) Use of Estimates: The preparation of financial statements in accordance with generally accepted accounting principles in the United States of America require the use of estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities known to exist as of the date the financial statements are published, and the reported amounts of revenues and expenses during the reporting period. Uncertainties with respect to such estimates and assumptions are inherent in the preparation of the Company's financial statements; accordingly, it is possible that the actual results could differ from these estimates and assumptions and could have a material effect on the reported amounts of the Company's financial position and results of operations.

Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES-continued

i) Cash and Cash Equivalents: The Company considers all highly liquid debt instruments with an original maturity of three months or less to be cash equivalents.

j) Recent Accounting Pronouncements: The Company management has reviewed recent accounting pronouncements issued through the date of the issuance of financial statements. In management's opinion, except for those pronouncements detailed below, no other pronouncements apply or will have a material effect on the Company's financial statements.

In May 2009, the FASB issued ASC 855 Subsequent Events, which establishes principles and requirements for subsequent events. In accordance with the provisions of ASC 855, the Company currently evaluates subsequent events through the date the financial statements are available to be issued.

NOTE 3 - BASIS OF PRESENTATION – GOING CONCERN

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles ("GAAP") in the United States of America, which contemplates the Company's continuation as a going concern. However, the Company has losses to date of approximately \$18,136,752. These matters raise substantial doubt about its ability to continue as a going concern. In view of these matters, realization of certain of the assets in the accompanying balance sheet is dependent upon its ability to meet its financing requirements, raise additional capital, and the success of its future operations. The Company acquired operating capital through equity offerings to the public and through the sale of notes to related parties, to fund its business plan. There is no assurance that the funds received will be sufficient to assure the Company's eventual profitability. Management believes that actions planned and presently being taken to revise its operating and financial requirements provide the opportunity for it to continue as a going concern. The financial statements do not include any adjustments that might result from these uncertainties.

Umbra Applied Technologies Group, Inc.
(A Development Stage Company)
Notes to Financial Statements
(Unaudited)

NOTE 4 - INCOME TAXES

The Company is subject to U.S. federal income taxes. It has had losses to date, and therefore, has paid no income tax. Deferred income taxes arise from temporary timing differences in the recognition of income and expenses for financial reporting and tax purposes. The Company's deferred tax assets consist entirely of the benefit from net operating loss ("NOL") carry-forwards. Its deferred tax assets are offset by a valuation allowance due to the uncertainty of the realization of the NOL carry-forwards. NOL carry-forwards may be further limited by a change in Company ownership and other provisions of the tax laws.

NOTE 5 – RELATED PARTY TRANSACTIONS

The officers and directors of the Company are involved in other business activities and they may, in the future, become involved in additional business ventures, which may also require their time and attention. If a specific business opportunity becomes available, such persons may face a conflict in selecting between the Company and their other business interests. The Company has not formulated a policy for the resolution of such conflicts.

In April 2021 the Company issued Alex L Umbra, its President 7,280,000 Preferred B Series shares for compensation for prior services.

In April 2021 the Company issued Thomas L Crom III, its Chief Financial Officer, 364,000 Preferred B Series shares for compensation for prior services.

On August 9, 2022 the Company issued Alex L Umbra, its President 5,000,000 Preferred B Series shares for compensation for prior services.

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Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 6 – INTELLECTUAL PROPERTY AND ACCOUNTS PAYABLE

During 2012 Umbra Applied Technologies, Inc. (“UAT”) executed five (5) technology purchase agreements with unrelated parties. The buyer (UAT) and seller mutually agreed on the purchase prices which were paid in UAT shares. UAT was acquired by UATG in November 2013. The total purchase price for those assets was \$35,390,000 which was recorded on the UATG financial statements originally as goodwill then amended to Intellectual Property and effective with the September 30,2017 quarterly report restated to include debt associated with the Intellectual property of \$524,650.

<u>Technology description-2012</u>	<u>Purchase Price</u>
Water Purification and desalination	\$15,000,000
Pegasus Hybrid Project (aerospace technology)	\$10,000,000
BuzzSwat (security technology)	\$2,000,000
Rigid (medical technology)	\$7,000,000
Security, battery and alternative technologies	\$1,390,000
sub-total	\$35,390,000
Associated debt at time of purchase	\$819,650
valuation adjustment	(\$30,922,850)
Net Intellectual Property-2012	\$5,286,800

During 2021 Umbra Applied Technology the following companies and the excess of their respective book assets, net of adjustments during the interim period for certain reclassifications, was recorded as Intellectual Property:

The Dreaming Company	\$813,611
Boost Words Inc	\$450,000
H2O Processing Inc.	\$5,280,000
Ossifix Technologies Inc	\$2,500,000
Intellectual Property-2021	\$9,043,611
Total Intellectual Property	\$14,330,411

During the first quarter of 2023 the Company began an extensive review and negotiations of its historical accounts payable, the bulk of which is owed to shareholders of the Company. The result of those discussions resulted in the debt cancellation of \$295,000. The Company is optimistic that future debt cancellations may be possible, but that outcome is uncertain both as to amounts and timing.

Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 7-PURCHASE OF SUBSIDIARIES IN 2021

a) The Dreaming Company LLC.: On February 17, 2021, the Company announced the acquisition of California based The Dreaming Company LLC. For financial accounting purposes the effective date of this acquisition is April 1, 2021. The purchase price was \$1,750,000 of which \$1,000,000 is in cash (which has not yet been paid) and the balance of \$750,000 to be paid by issuance of 150,000 UATG Preferred C shares valued at \$5 per share which are expected to be issued by June 15th.

-On February 23, 2021, the Company announced the acquisition of Nevada based marketing firm Boost Words Inc. For financial accounting purposes the effective date of this acquisition is April 1, 2021. The purchase price was \$1,200,000 of which \$750,000 is in cash (to be provided to UATG's subsidiary to facilitate its growth and the balance of \$450,000 was paid by issuance of 15,000 UATG Preferred C issued on April 1, 2021. The effective date of the Purchase was April 1, 2021.

b) H2O Processing Inc.: On February 25, 2021, the Company announced the acquisition of Denver, Co based company H2O Processing Inc (herein after called "H2O"). H2O has a mobile on-site water treatment. For financial accounting purposes the effective date of this acquisition is April 1, 2021. The purchase price was \$8,000,000 of which \$2,720,000 is in cash (to be provided to UATG's subsidiary to facilitate its growth) and the balance of \$5,280,000 was paid by issuance of 98,400 /UATG Preferred C shares issued by issued April 1, 2021. The effective date of the Purchase was April 1, 2021. T On July 7, 2022, the Company announced that its subsidiary H2O Processing had purchased Nathaniel Energy Ltd (herein after called NE) which holds various intellectual property right including intellectual property when combined with its existing intellectual property rights has been successfully tested in removing metal ion particulate reducing costs of oil refining and reducing the environmental impact of refineries. NE was acquired from the same prior owner of H2O Processing and the parties have agreed that no additional compensation will be paid for NE

c) Ossifix Technologies Inc. On March 16, 2021, the Company announced the acquisition of Ossifix Technologies Inc ("Ossifix"), which is based in Texas, at a cost of \$5 million. Ossifix has projected first year domestic gross revenues of \$25.5 million once it launches; with a projected three-year evaluation in excess of \$88.6 million. For financial accounting purposes the effective date of this acquisition is April 1, 2021. The purchase price was \$5,000,000 of which \$2,500,000 is in cash (to be provided to UATG's subsidiary to facilitate its growth) and the balance of \$2,500,000 was paid by issuance of 50,000 UATG Preferred C shares issued on April 1, 2021.

The effective date of the Purchase was April 1, 2021.

Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 8- PURCHASE CONTACT AND DEFERRED INCOME

In February 2022 the Company's wholly owned subsidiary, H2O Processing Inc. announced a purchase contract for \$7.6 million (rounded from the contractual obligation of \$7,623,789), which represents the sale of three (3) units of H2O's mobile water treatment equipment and in December 2022 announced additional contract to reduce the iron content in crude oil. In total the Company now has contracts for \$56.8 million The Company has recorded these agreements as Deferred (unearned) income and a corresponding receivable until such time as the equipment has been constructed, delivered to the Customer and services commence at such time revenue will be recognized as permitted under GAAP (Generally Accepted Accounting Principles).

The Company is currently seeking non-dilutive financing to build, construct the necessary equipment to commence providing those services. Since those services have not commenced the Company has not recognized any receivables from those service contracts.

NOTE 9- INVESTMENTS

a) Next Cast Technologies Inc: On March 4, 2021, the Company announced the acquisition of 20% of Next Cast Technologies ("Next Cast") based in Austin, Texas. Next Cast had projected first year revenues of \$16.1 million once it launches with a five-year evaluation in excess of \$80 million. For financial accounting purposes the effective date of this acquisition is April 1, 2021. The purchase price was \$5,000,000 which has not yet been paid. Payment is due 90 days after certain conditions have been met. On August 26, 2021, the Company purchased an additional 6% which for financial accounting purposes was effective October 1, 2021. The Company does not believe those conditions relating to Intellectual Property and sales agreements will be met within the next 12 months and has classified this as a long-term obligation which is consistent with the long-term nature of the investment.

b) Bacter Scientific Inc.: On March 18, 2021, the Company announced the acquisition of 10% of Bacter Scientific Inc. ("Bacter") based in Texas, at a cost of \$5 million. Bacter had first year sales projected in excess of \$100 million and a projected 3-year valuation in excess of \$500 million. For financial accounting purposes the effective date of this acquisition is April 1, 2021. The purchase price was \$5,000,000 which has not yet been paid. The Company does not believe those conditions relating to Intellectual Property and sales agreements will be met within the next 12 months and has classified this as a long-term obligation which is consistent with the long-term nature of the investment.

Umbra Applied Technologies Group, Inc.
(A Development Stage Company)
Notes to Financial Statements
(Unaudited)

NOTE 11- STOCKHOLDERS' EQUITY

The Company has the following share structure:

	<u>Common</u>	<u>Preferred A</u> 50:1 voting	<u>Preferred B</u> 20:1 conversion	<u>Preferred C</u> 10:1 conversion
Shares outstanding, December 31, 2017	<u>373,783,339</u>	<u>15,000,000</u>	<u>690</u>	<u>-0-</u>
Shares issued for cash	619,768,700	-0-	-0-	
Shares (cancelled)issued on exchange	<u>(2,238,596)</u>	<u>-0-</u>	<u>-0-</u>	<u>400,859</u>
Shares outstanding, December 31, 2018	<u>991,313,443</u>	<u>15,000,000</u>	<u>690</u>	<u>400,859</u>
Shares issued for cash	-0-	- 0-	2,021,617	11,804,030
Shares (cancelled)issued on exchange	<u>(34,294,982)</u>	<u>-0-</u>	<u>-0-</u>	<u>3,429,498</u>
Shares outstanding, December 31, 2019	<u>957,018,461</u>	<u>15,000,000</u>	<u>2,022,307</u>	<u>15,634,387</u>
Shares issued for cash	50,332,113	- 0-	-0-	6,000
Shares (cancelled)issued on exchange	<u>(7,350,574)</u>	<u>-0-</u>	<u>364,529</u>	<u>-0-</u>
Shares outstanding, December 31, 2020	<u>1,000,000,000</u>	<u>15,000,000</u>	<u>2,386,836</u>	<u>15,640,387</u>
Shares issued for cash	-0-	- 0-	58,750	2,366,135
Shares issued for Acquisitions	-0-	- 0-	-0-	172,400
Shares (cancelled) issued on exchange	<u>(28,858,367)</u>	<u>-0-</u>	<u>-0-</u>	<u>-0-</u>
Shares issued for services	<u>-0-</u>	<u>-0-</u>	<u>7,644,000</u>	<u>-0-</u>
Shares outstanding, December 31, 2021	<u>971,341,633</u>	<u>15,000,000</u>	<u>10,089,586</u>	<u>18,178,922</u>
Shares issued for cash	-0-	-0-	-0-	-0-
Shares issued for services	-0-	-0-	-0-	-0-
Shares (cancelled)issued on exchange	<u>28,858,367</u>	<u>5,000,000</u>	<u>-0-</u>	<u>-0-</u>
Shares outstanding, December 31, 2022	<u>1,000,000,000</u>	<u>20,000,000</u>	<u>10,089,586</u>	<u>18,178,922</u>
Subsequent to December 31, 2022				
Shares issued for cash	-0-	-0-	-0-	-0-
Shares issued for services	-0-	-0-	-0-	-0-
Shares (cancelled)issued on exchange	<u>-0-</u>	<u>-0-</u>	<u>-0-</u>	<u>-0-</u>
Shares outstanding, March 31, 2023	<u>1,000,000,000</u>	<u>20,000,000</u>	<u>10,089,586</u>	<u>18,178,922</u>

Umbra Applied Technologies Group, Inc.

(A Development Stage Company)

Notes to Financial Statements

(Unaudited)

NOTE 10- LITIGATION

The Company may be party to various legal actions normally associated with its business activities, the aggregate effect on which, in management opinion, would not be material to the future financial condition of the Company.

On January 12, 2018, the Company received a Florida State court approval of a settlement and stipulation (Case No. 17 CA 4136) for the satisfaction Company debt in the amount of \$324,500.00 through the issuance of shares which will be exempt from SEC registration in reliance upon Section 3 (a)(10) of the Securities Act based upon the Courts finding. The agreement provides the shares will be issued at a 50% to the market price as defined in the agreement, and the owner may not own more than 9.9% at the time of issuance. This issue has been fully resolved with the return and reissuance of 28,858,367 common shares on July 12, 2021, under restrictions to reduce additional debt which will also be subject to Florida State court approval. Those shares were reissued in January 2022.

NOTE 11- SUBSEQUENT EVENTS

The Company has reviewed subsequent events up to and including the issuance date of these statements, and determined that except for those events disclosed herein, the following subsequent events have occurred.

On May 5, 2023 the Company announced that, it has received two separate letters of intent. Under the proposed funding agreements, the bank would provide a credit facility through the SBA 7(a) loan program. The credit facility is provided by an SBA National Preferred Lender, institutional banking services provider and one of the few bank-owned vehicle and fleet leasing groups in the nation.

Each of the proposed lending facilities would provide \$500,000 in initial working capital for a total of \$1 million. The capital is to support the equipment delivery of the Company's proprietary Iron Removal System and ancillary services under the previously announced contracts. Under SBA 7(a) loan program each loan could be increased to up to \$5 million each.

10) Issuer Certification

Principal Executive Officer:

I, Alexander L Umbra certify that:

1. I have reviewed this Disclosure Statement for; Umbra Applied Technologies Group, 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.

May 15, 2023

“/s/Alexander L. Umbra”

President of Umbra Applied Technologies Group, Inc.

Principal Financial Officer:

I, Thomas L. Crom III certify that:

1. I have reviewed this Disclosure Statement for; Umbra Applied Technologies Group, 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.

May 15, 2023

“/s/ Thomas L. Crom III”

Chief Financial Officer of Umbra Applied Technologies Group, Inc.