

Alternative Reporting Standard: Pink® Basic Disclosure Guidelines

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

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

Pink Current Information Tier

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

Qualification Process:

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

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

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

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

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

Pink Limited Information Tier

Companies that make the information described below publicly available through OTCIQ for a period within the prior 6 months may qualify for the Limited Information Tier.

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

Current Reporting of Material Corporate Events

Companies are expected to release quickly to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or

unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release within 4 business days following their occurrence and posting such news release through an Integrated Newswire or OTCIQ.⁴

Material corporate events include:

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

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

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

[DNA Brands Inc]

[275 E. Commercial Blvd #208
Lauderdale by the Sea FL 33308]

[561-654-5722]

[www.dnabrandsinc.com]

[info@dnabrandsinc.com]

[7113]

[Annual] Report

**For the Period Ending: [December 31 2020]
(the "Reporting Period")**

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

[5,119,954] (Post reverse Dec 9 2020)

As of [September 30 2020], the number of shares outstanding of our Common Stock was:

[898,990,905] (Pre reversal Dec 9 2020)

As of [December 31 2019], the number of shares outstanding of our Common Stock was:

[147,046,461]

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

Yes: No:

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

Yes: No:

Indicate by check mark whether a Change in Control⁵ of the company has occurred over this reporting period:

⁵ "Change in Control" shall mean any events resulting in:

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

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

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

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

Yes: No:

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

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

DNA Brands Inc as of 7/7/2010
formerly
Famous Products inc

Date of inception: 05/23/2007

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

COLORADO

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

NONE

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

NONE (in past 12 months, for the period ending December 31 2020).

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

275 E Commercial Blvd #208
Lauderdale by the Sea FL 33308

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: X

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

Yes: No:

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

2) Security Information

Trading symbol: DNAX_____
Exact title and class of securities outstanding: COMMON_____
CUSIP: 23328109_____
Par or stated value: \$0.00001_____

Total shares authorized: 3,753,000,000 as of date: Dec 31/ 2020_____
Total shares outstanding: 5,119,954_ as of date: Dec 31/ 2020_____
Number of shares in the Public Float⁶: 1,627,500____ as of date: Dec 31/2020_____
Total number of shareholders of record: 425____ as of date: Dec 31/2020_____

Exact title and class of securities outstanding:

Preferred Issued

300,000 Series C
1,800,000 Series E
355,000 Series F
2,000,000 Series G

Series A Preferred

CUSIP: _____
Par or stated value: \$0.25_____
Total shares authorized: 4,000,000 as of date: 12/31/2020
Total shares outstanding: 0 as of date: 12/31/2020

No Dividends payable

NO VOTING RIGHTS

Convertible into one shares of common per share of Series A preferred

Exact title and class of securities outstanding: **Series C Preferred**
CUSIP: _____
Par or stated value: \$.001_____
Total shares authorized: 400,000 as of date: 12/31/2020
Total shares outstanding: 300,000 as of date: 12/31/2020

300 votes per share

⁶ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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

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

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

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

Exact title and class of securities outstanding:

Series D Preferred (Issued then Returned to Treasury and cancelled)

CUSIP: _____

Par or stated value:	<u>\$.055</u>	
Total shares authorized:	<u>1,800,000</u>	as of date: <u>12/31/2020</u>
Total shares outstanding:	<u>0</u>	as of date: <u>12/31/2020</u>

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

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

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

The Series D is not convertible into any of our common shares.
No Dividend Payable.

Exact title and class of securities outstanding:

Series E Preferred

CUSIP: _____

Par or stated value:	<u>\$.0055</u>	
Total shares authorized:	<u>1,800,000</u>	as of date: <u>12/31/2020</u>
Total shares outstanding:	<u>1,800,000</u>	as of date: <u>12/31/2020</u>

Each Series E Preferred Share will entitle the holder thereof to 68.02721 votes on all matters submitted to a vote of the shareholders of the Corporation.

No Dividend payable

No conversion rights. In the event of liquidation, dissolution or winding up of the corporation. The holder of Series E preferred shares, shall be entitled to be paid out of the assets of the corporation available for distribution to its stockholders.

Exact title and class of securities outstanding:

Series F Preferred

CUSIP:	_____	
Par or stated value:	<u>\$1</u>	
Total shares authorized:	<u>500,000</u>	as of date: <u>12/31/2020</u>
Total shares outstanding:	<u>355,000</u>	as of date: <u>12/31/2020</u>

Series F Preferred shares are Voting shares that hold 75,000 votes per share, (Control Block).

The holders of outstanding Series "F" Preferred Shares shall not be entitled to receive any dividends.

Series F Preferred Shares shall have NO Redemption or conversion rights.

Exact title and class of securities outstanding:

Series G Preferred

CUSIP:	_____	
Par or stated value:	<u>\$1</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>12/31/2020</u>
Total shares outstanding:	<u>2,000,000</u>	as of date: <u>12/31/2020</u>

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

No Dividend payable

NO VOTING RIGHTS

Conversion rate of 65% (35% Discount), to the previous 5 Day Closing average.
1:5 conversion (1 share of Pref G converts into 5 common shares)

Transfer Agent

Name: Equiniti
Phone: 303-282-4800
Email: dbell@corporatestock.com

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

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End:	<u>Opening Balance:</u> Common: <u>7,143,182</u> <u>(Post Reverse Nov 2018.)</u> Preferred: 300,000 Series C 1,800,000 Series E 355,000 Series F 2,000,000 Series G	*Right-click the rows below and select “Insert” to add rows as needed.
<u>Opening Balance</u>		
Number of Shares outstanding as of <u>as of 12/31//2018:</u>		
<u>Nov 2018 pre-3.500 for 1 reverse split</u>		

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

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?
<u>1/23/17</u>	<u>issuance</u>	<u>50,000,000</u>	<u>common</u>	<u>(.0001)</u>	<u>no</u>	<u>Henry Bierling</u>	<u>506</u>	<u>restricted</u>	
<u>1/23/17</u>	<u>issuance</u>	<u>500,000,000</u>	<u>common</u>	<u>(.00005)</u>	<u>yes</u>	<u>World Market Ventures</u> <u>(Chad Curtis)</u>	<u>debt purchases and conversion</u>	<u>free trading</u>	<u>144</u>
<u>2/3/17</u>	<u>issuance</u>	<u>440,000,000</u>	<u>common</u>	<u>(.00005)</u>	<u>yes</u>	<u>World Market Ventures</u> <u>(Chad Curtis)</u>	<u>debt purchase & conversion</u>	<u>free trading</u>	<u>144</u>
<u>3/3/17</u>	<u>issuance</u>	<u>60,000,000</u>	<u>common</u>	<u>(.0001)</u>	<u>no</u>	<u>Heidi Michitsch</u>	<u>Consulting</u>	<u>restricted</u>	
<u>3/3/17</u>	<u>issuance</u>	<u>50,000,000</u>	<u>common</u>	<u>(\$.0001)</u>	<u>no</u>	<u>Tallman Perry</u>	<u>Consulting services</u>	<u>Restricted</u>	
<u>3/13/17</u>	<u>issuance</u>	<u>500,000,000</u>	<u>common</u>	<u>(.00005)</u>	<u>yes</u>	<u>Rutherford Thomas</u>	<u>506</u>	<u>restricted</u>	<u>144</u>
<u>3/21/17</u>	<u>issuance</u>	<u>300,000,000</u>	<u>common</u>	<u>(.0001)</u>	<u>no</u>	<u>Dean Norcutt</u>	<u>506</u>	<u>Restricted</u>	<u>144</u>
<u>3/21/17</u>	<u>issuance</u>	<u>300,000,000</u>	<u>common</u>	<u>(.0001)</u>	<u>no</u>	<u>Dean Scheafer</u>	<u>506</u>	<u>restricted</u>	<u>144</u>
<u>3/21/17</u>	<u>issuance</u>	<u>100,000,000</u> <u>250,000,000</u>	<u>common</u> <u>Common</u>	<u>(.0001)</u> <u>(.0001)</u>	<u>no</u>	<u>Jan Ehrenwerth</u>	<u>506</u> <u>144</u>	<u>restricted</u> <u>Free trading</u>	<u>144</u>
<u>3/31/17</u>	<u>issuance</u>	<u>250,000,000</u>	<u>common</u>	<u>(.0001)</u>	<u>no</u>	<u>Jan Ehrenwerth</u>	<u>debt conversion</u>	<u>Free trading</u>	<u>144</u>

<u>4/13/17</u>	<u>issuance</u>	<u>200,000,000</u>	<u>common</u>	<u>(.0001)</u>	<u>no</u>	<u>Roger Allen</u>	<u>506</u>	<u>restricted</u>	<u>n/a</u>
<u>6/1/17</u>	<u>issuance</u>	<u>200,000,000</u>	<u>common</u>	<u>(\$.0001)</u>	<u>no</u>	<u>Alvin Ezrin</u>	<u>506</u>	<u>Restricted</u>	<u>n/a</u>
<u>Oct. 1, 2017</u>	<u>issuance</u>	<u>1,550,000,000</u>	<u>common</u>	<u>(\$.0001)/ Shares)</u>	<u>Yes</u>	<u>Howard Ullman</u>	<u>consulting services</u>	<u>restricted</u>	<u>n/a</u>
<u>NOV/1/2018</u>		<u>3500:1 Reverse Split 7,143,182 shares issued and out standing-Pos s reverse (STARTING BALANCE).</u>							
<u>Nov. 5, 2018</u>	<u>Issuance</u>	<u>500,000</u>	<u>common</u>	<u>25.000 (\$0.05/s hare)</u>	<u>No</u>	<u>PBDC LLC (Adrian McKenzie controls)</u>	<u>Executive Services</u>	<u>restricted</u>	<u>n/a</u>
<u>1/17/19</u>	<u>Issuance</u>	<u>70</u>	<u>common</u>	<u>\$.05/sha re</u>	<u>no</u>	<u>Scotttrade, Inc.</u>	<u>partial distribution per r/v split</u>	<u>restricted</u>	<u>n/a</u>
<u>1/17/19</u>	<u>Issuance</u>	<u>70</u>	<u>common</u>	<u>\$.05/sha re</u>	<u>no</u>	<u>TD Ameritrade Clear</u>	<u>partial dsitribution post r/v split</u>	<u>unrestricted</u>	<u>4a1</u>
<u>2/19/19</u>	<u>issuance</u>	<u>500,000</u>	<u>common</u>	<u>500,000 @ (\$0.03)</u>	<u>NO</u>	<u>Howard Ullman</u>	<u>Executive Services</u>	<u>restricted</u>	<u>n/a</u>
<u>2/19/19</u>	<u>issuance</u>	<u>600,000</u>	<u>Common</u>	<u>6000,000 @(\$0.03)</u>	<u>No</u>	<u>Heidi Michitsch</u>	<u>Executive Services</u>	<u>restricted</u>	<u>N/a</u>
<u>2/19/19</u>	<u>issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>1,000,00 0 @ (\$0.03)</u>	<u>NO</u>	<u>PBDC LLC(Adrian McKenzie)</u>	<u>Executive Services</u>	<u>restricted</u>	<u>n/a</u>
<u>2/19/19</u>	<u>issuance</u>	<u>1,000,000</u>	<u>common</u>	<u>\$.02/sha re</u>	<u>yes</u>	<u>World Market Ventures LLC (Chad Curtis)</u>	<u>Debt Conversion</u>	<u>Free trading</u>	<u>144</u>

<u>3/19/19</u>	<u>issuance</u>	<u>884,956</u>	<u>common</u>	<u>(\$0.0226)</u>	<u>yes</u>	<u>Goodman, Kerry</u>	<u>Debt Conversion</u>	<u>Free trading</u>	<u>144</u>
<u>3/20/19</u>	<u>issuance</u>	<u>2</u>	<u>common</u>	<u>\$.065/share</u>	<u>no</u>	<u>National Financial Services</u>	<u>partial distribution per r/v split</u>	<u>restricted</u>	<u>n/a</u>
<u>3/20/19</u>	<u>issuance</u>	<u>2</u>	<u>common</u>	<u>\$.065/share</u>	<u>no</u>	<u>Booth & Company (unknown party)</u>	<u>partial distribution per r/v split</u>	<u>restricted</u>	<u>n/a</u>
<u>4/16/2019</u>	<u>Issuance</u>	<u>80 Million</u>	<u>common</u>	<u>\$0.0001</u>	<u>yes</u>	<u>Adrian McKenzie-Patasar</u>	<u>debt conversion</u>	<u>restricted</u>	<u>n/a</u>
<u>4/23/19</u>	<u>issuance</u>	<u>9,100,000</u>	<u>common</u>	<u>\$0.001</u>	<u>yes</u>	<u>GPL Ventures, Cosmin Panait</u>	<u>Debt conversion</u>	<u>free trading</u>	<u>4a1</u>
<u>5/9/19</u>	<u>issuance</u>	<u>1,000,000</u>	<u>common</u>	<u>\$0.02</u>	<u>yes</u>	<u>World Market Ventures, Chad Curtis</u>	<u>Debt conversion</u>	<u>freed trading</u>	<u>4a1</u>
<u>5/15/19</u>	<u>issuance</u>	<u>4,000,000</u>	<u>common</u>	<u>0.001</u>	<u>yes</u>	<u>GPL Ventures, Cosmin Panait</u>	<u>Debt conversion</u>	<u>free trading</u>	<u>4a1</u>
<u>7/9/19</u>	<u>issuance</u>	<u>5,318,179</u>	<u>common</u>	<u>0.001</u>	<u>yes</u>	<u>GPL Ventures-Cosmin Panait</u>	<u>Debt Conversion</u>	<u>free trading</u>	<u>144</u>
<u>7/22/19</u>	<u>issuance</u>	<u>11,000,000</u>	<u>common</u>	<u>0.001</u>	<u>yes</u>	<u>GPL Ventures-Cosmin Panait</u>	<u>Debt Conversion</u>	<u>free Trading</u>	<u>144</u>
<u>8/6/19</u>	<u>issuance</u>	<u>12,000,000</u>	<u>common</u>	<u>0.001</u>	<u>yes</u>	<u>GPL Ventures-Cosmin panait</u>	<u>debt conversion</u>	<u>free trading</u>	<u>144</u>
<u>9/18/19</u>	<u>issuance</u>	<u>13,000,000</u>	<u>common</u>	<u>0.001</u>	<u>yes</u>	<u>GPL Ventures-Cosmin Panait</u>	<u>debt conversion</u>	<u>free trading</u>	<u>144</u>
<u>Q4 closing balance</u>	<u>NONE</u>								

<u>147,046,461</u>									
<u>1/4/2020</u>	<u>issuance</u>	<u>600,000,000</u>	<u>common</u>	<u>0.00001</u>	<u>yes</u>	<u>Adrian McKenzie-Patasa</u>	<u>debt conversion</u>	<u>Restricted</u>	<u>144</u>
<u>1/4/2020</u>	<u>issuance</u>	<u>14,444,444</u>	<u>common</u>	<u>0.00004</u>	<u>yes</u>	<u>Kerry Goodman</u>	<u>debt conversion</u>	<u>free trading</u>	<u>144</u>
<u>1/30/2020</u>	<u>issuance</u>	<u>25,000,000</u>	<u>common</u>	<u>0.0008</u>	<u>yes</u>	<u>GPL Ventures-Cosmin Panait</u>	<u>REG A purchase</u>	<u>freetrading</u>	<u>Registered Securities</u>
<u>Q1/2020 closing balance</u> <u>786,490,905</u>									
<u>6/4/20</u>	<u>issuance</u>	<u>500,000</u>	<u>Series G</u>	<u>\$1</u>	<u>No</u>	<u>Andrew Ferrin</u>	<u>954Acquisition</u>	<u>Restricted</u>	<u>Preferred</u>
<u>6/4/20</u>	<u>issuance</u>	<u>500,000</u>	<u>Series G</u>	<u>\$1</u>	<u>No</u>	<u>PBDC LLC</u> <u>Adrian McKenzie-Patasa</u>	<u>954 Acquisition commission</u>	<u>Restricted</u>	<u>Preferred</u>
<u>6/30/20</u>	<u>issuance</u>	<u>500,000</u>	<u>Series G</u>	<u>\$1</u>	<u>No</u>	<u>Andrew Ferrin</u>	<u>End of Quarter payment</u>	<u>Restricted</u>	<u>Preferred</u>
<u>6/30/20</u>	<u>issuance</u>	<u>500,000</u>	<u>Series G</u>	<u>\$1</u>	<u>No</u>	<u>PBDC LLC</u> <u>Adrian McKenzie-Patasa</u>	<u>End of Quarter payment</u>	<u>Restricted</u>	<u>Preferred</u>
<u>Q2, Ending common shares</u> <u>786,490,905</u>									

<u>7/9/2020</u>	<u>issuance</u>	<u>75,000,000</u>	<u>common</u>	<u>(\$0.0008)</u>	<u>Yes</u>	<u>GPL Ventures Cosmin Panait</u>	<u>Reg A Registered securities</u>	<u>Free trading</u>	<u>Common</u>
<u>9/18/2020</u>	<u>issuance</u>	<u>37,500,000</u>	<u>common</u>	<u>(\$0.0008)</u>	<u>Yes</u>	<u>Green Coast Capital International LLC- Jordan Haley</u>	<u>Reg A Registered Securities</u>	<u>Free Trading</u>	<u>Common</u>
<u>Q3 ending balance</u> <u>898,990,905</u> <u>issued and</u> <u>outstanding</u>									
<u>11/4/2020</u>	<u>issuance</u>	<u>62,500,000</u>	<u>common</u>	<u>(\$0.0008)</u>	<u>Yes</u>	<u>GPL Ventures Cosmin Panait</u>	<u>Reg A Registered Securities</u>	<u>Free Trading</u>	<u>Common</u>
<u>11/12/2020</u>	<u>issuance</u>	<u>62,500,000</u>	<u>common</u>	<u>(\$0.0008)</u>	<u>Yes</u>	<u>Green Coast Capital international LLC Jordan Haley</u>	<u>Reg A Registered Securities</u>	<u>Free trading</u>	<u>Common</u>
<u>12/9/2020</u> <u>200:1 Reverse Split</u>									
Shares Outstanding on <u>12/31/2020:</u>	<u>Ending Balance:</u> <u>5,119,954</u> <u>Common shares outstanding</u> <u>Preferred</u> 300,000 Series C								

	1,800,000 Series E 355,000 Series F 2,000,000 Series G	
--	--	--

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

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

Footnote: In addition, there are 2,450,000,000 common shares reserved for a Reg A offering as of 5/5/2020 shareholders list. Post Reversal the Reg A Reserve has decreased to 11,625,000 common shares

Footnote: In addition, there are 376,509,095 common shares reserved for a Note Holder as of 5/5/20 shareholders list, Post revers this reserve has decreased to 1,882,545 common shares

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

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

B. Debt Securities, Including Promissory and Convertible Notes

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

Please See Exhibit A disclosing issuances of convertible debt securities for years 2013- 12/31/2020

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

4) Financial Statements

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

- U.S. GAAP
- IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁸:

Name: **Wendell Hecker**
 Title: **Accountant**
 Relationship to Issuer: **Independent Accountant**

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

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

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

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

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

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”)

DNA Brands is a Holding company. The Primary asset of the company is the Two Time award Winning Energy drink line (DNA ENERGY). At Present the company owns all the IP that developed the energy drink line.

The Company also acquired a Fleet Agreement whereby the company leases out Vehicles to Transportation network providers (uber and Lyft drivers), which has been terminated due to mass vandalism and theft

On 2/25/2020 The company closed on the acquisition of 954Solar LLC (DBA: The Solar Elite). 954solar/ Solar Elite is a Solar Digital marketing brokerage firm

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

As of 2/25/2020 DNA Brands acquired 954Solar LLC (DBA: The Solar Elite), which is now **a Wholly Owned Subsidiary.**

954 Solar functions as a Digital Marketing and Solar Brokerage Firm at a National level. Brokering both residential and commercial solar projects across the country. 954Solar has built a turnkey automation software that can be implemented to fit any industry. DNA Brands Intends to use this software to grow and diversify its digital marketing capacity within Solar and well beyond into multiple industries in a digital marketing capacity.

Andrew Ferrin Is the CEO and Sole officer of 954Solar

C. Describe the issuers' principal products or services.

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

In addition to the company's Energy drink IP. SINCE FEB 2018 the main source of revenue Was the RIDESHARE FLEET AGREEMENT, renting cars to TNP drivers. (AS OF THE DATE OF THIS REPORT (Q4 2020) THIS AGREEMENT HAS SINCE BEEN ABANDONED DUE TO MASS VEHICLE VANDALISM AND THEFT.

As of the publication of this report, DNA Brands acquired 954Solar LLC (DBA: The Solar Elite (2/25/2020), as a Wholly Owned Subsidiary. 954Solar functions as a digital marketing and solar brokerage firm at a national Level. Brokering both residential and commercial solar projects across the country. 954Solar has built a turn key software that can be implemented to fit any industry. DNA Brands Intends to use this software to grow and diversify its digital marketing capacity within solar and Multiple other industries in a digital marketing capacity.

6) Issuer's Facilities

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

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

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

The Company has an executive office space in Fort Lauderdale which it leases annually at a rate of \$1,819 per month

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

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

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

Name of Officer/Director 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
---	--	---	------------------------	------------------	---	------

<u>PBDC LLC- Adrian McKenzie-Patas ar</u>	<u>CEO DBA company</u>	<u>Fort Lauderdale FL</u>	<u>3,407,500 post reverse Dec 9 /2020</u>	<u>common</u>	<u>72%</u>	
<u>Adrian McKenzie-Patas ar</u>	<u>CEO/Director</u>	<u>Fort Lauderdale, FL</u>	<u>355,000</u>	<u>Series F Preferred</u>	<u>100%</u>	<u>——</u>
<u>PBDC LLC Adrian McKenzie</u>	<u>CEO</u>	<u>Fort Lauderdale</u>	<u>1,000,000</u>	<u>Preferred G</u>	<u>50%</u>	
<u>Andrew Ferrin</u>	<u>CEO of Sub 954Solar</u>	<u>Fort Lauderdale</u>	<u>1,000,000</u>	<u>Preferred G</u>	<u>50%</u>	

8) Legal/Disciplinary History

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

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

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.

9) **Third Party Providers**

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

9) **Third Party Providers**

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

Securities Counsel

Name: Jonathan Leinwand

Firm: JDT Legal

Address 1: 897 W Baxter Dr.
South Jordan, Utah 84095
Phone: 801.810.4465
Fax: 888.920.1297
jeff@jdt-legal.com

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

Accountant or Auditor

Name: Wendell Hecker_____

Firm: Hecker and Associates

Address 1: 275 E Commercial Blvd #301
Lauderdale By the Sea 33308

Address 2: _____

Phone: 954-296-4532_____

Email: wendellheker@comcast.net

Investor Relations

Name: Michael Mctigue
Tom's River NJ
Shore Thing Media _____
Firm: _____
(973) 820-3748 _____

Address 1: _____
Address 2: _____

Name: Jason Coles
Toronto Canada
North Equities- Social media content creator _____
Firm: _____
(289)259-4455 _____
Phone: _____
Email: jason@northequities.com _____

Other Service Providers

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

Name: _____
Firm: _____
Nature of Services: _____
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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, [Adrian McKenzie-Patasar] certify that:

1. I have reviewed this [2020 Annual disclosure statement] of [DNA Brands Inc (DNAX)];

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.

_____ [Date]

_____ [/Adrian McKenzie-Patasar/]

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

Principal Financial Officer:

I, [Adrian McKenzie-Patasar] certify that:

1. I have reviewed this [Annual disclosure statement] of [DNA Brands Inc (DNAX)];

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.

_____ [Date]

_____ [/Adrian McKenzie-Patasar/]

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

	DNA BRANDS INC.				
	BALANCE SHEET				
	(UNAUDITED)				
	December 2020				
	ASSETS				
	Current Assets				
		Cash and Cash Equivalents		\$	14,577
		Net Receivables			
		Inventory			
		Deposit-Acq uisitions			25,000
		Other Current Assets			989
	Total Current Assets				<u>40,566</u>
	Vehicles, Net				10,882
	Investments-954 Solar				1,000,000
	Other Assets				-
	TOTAL ASSETS			\$	1,051,448

					=====
		LIABILITIES & EQUITY			
		Liabilities			
			Current Liabilities		
			Accounts Payable	\$	107,752
			Government Loan Payable		2,000
			Current Long Term Debt		2,133,496
			Other Current Liabilities		482,848
		Long Term Debt			-
		Other Liabilities			-

		Total Liabilities		\$	2,726,096
					=====
		Shareholder's Equity			

		Preferred Stock - Series A-G		\$	2,454,300
		Common Stock par value \$0.00001, 3,753,000,000 shares			
		authorized 4,511,954 shares issued and			
		outstanding as of December 31, 2020			5,083,893
		Additional Paid-in Capital			23,355,869
		Accumulated Deficit			(32,568,710)
		Total Shareholders' Deficit			(1,674,648)
					=====
		Total Liabilities and Shareholder's Equity		\$	1,051,448

						=====
	*	Decrease Retired Long Term Debt from Convertible Debentures				

	DNA BRANDS INC			
	STATEMENT OF CASH FLOW			
	FOR THE YEARS ENDED DECEMBER 31, 2020 AND 2019			
		<u>2020</u>		<u>2019</u>
Net Income		(1,245,472)		(180,621)
Operating Activities				
Depreciation		3,864		5,060
Adjustments to Net Income				
Changes in Liabilities		146,144		126,500
Changes in Account Receivables				
Changes in Inventories				
Changes in Other Operating Activities				15,000
Total Cash Flow From Operating Activities		(1,095,464)		(34,061)
Investing Activities				
Capital				(27,600)

Expenditures				
Investments		1,000,000		
Other Cash Flows From Investing Activities				
Total Cash Flow From Investing Activities		1,000,000		
Financing Activities				
Dividends Paid				
Sale/Purchase of Stock		109,400		
Net Borrowings				
Other Cash Flows From Financing Activities				
Total Cash Flow From Financing Activities		109,400		
Effect of Exchange Rate Changes				
Change in Cash and Equivalents		13,936		(61,661)
Cash Beginning Balance		641		62,302

Cash Ending Balance		14,577		641
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DNA BRANDS INC.											
STATEMENT OF STOCKHOLDERS EQUITY (DEFICIT) EQUITY											
QUARTER ENDING 12/31/2020											
COMMON STOCK SHARES	COMMON STOCK AMOUNT	PREF STOCK A	PREF STOCK C	PREF STOCK D	PREF STOCK E	PREF STOCK F	PREF STOCK G	PREFERRED STOCK AMOUNT	ADDITIONAL PAID IN CAPITAL	ACCUMULATED DEFICIT	
15,431,865,232	5,076,345	-	300,00 0	-	1,800,0 00	355,00 0	-	454,300	23,181,517	(30,422,173)	
5,782,928,623	-	-	-						-		
										(497,382)	
21,214,793,855	5,076,345	-	300,00 0	-	1,800,0 00	355,00 0	-	454,300	23,181,517	(30,919,555)	
2,600,074	29	-	-						59,971		
										(388,062)	
(21,207,481,018)											
95,984,956											

105,897,867	5,076,374	-	300,000	-	1,800,000	355,000	-	454,300	23,241,488	(31,307,617)
										(2,383)
147,046,461	5,076,374	-	300,000	-	1,800,000	355,000	-	454,300	23,241,488	(31,310,000)
147,046,461	5,076,374	-	300,000	-	1,800,000	355,000	-	454,300	23,241,488	(31,323,238)
614,444,444	6144								6,356	
									19,750	(571,329)
25,000,000	250									
							500,000			
							0	500,000		
							500,000			
							0	500,000		
786,490,905	5,082,768	-	300,000	-	1,800,000	355,000	1,000,000	1,454,300	23,267,594	(31,894,567)
							500,000			
							0	500,000		
							500,000			
							0	500,000		(534,926)
786,490,905	5,082,768		300,000		1,800,000	355,000	2,000,000	2,454,300	23,267,594	(32,429,493)

37,500,000	375							29,625	
75,000,000	750							58,650	
									(83,947)
898,990,905	5,083,893		300,00	1,800,0	355,00	2,000,0			
			0	00	0	00	2,454,300	23,355,869	(32,513,440)
(894,495,952)									
									(55,270)
4,494,953	5,083,893		300,00	1,800,0	355,00	2,000,0			
			0	00	0	00	2,454,300	23,355,869	(32,568,710)

DNA BRANDS INC.			
STATEMENT OF OPERATIONS			
(UNAUDITED)			
YEARS ENDED DECEMBER 31, 2020 AND 2019			
		<u>2020</u>	<u>2019</u>
Sales		249,013	18,068
Cost of Goods Sold		-	-
Gross Margin		249,013	18,068
		=====	=====
Operating Expenses			
	Compensation and Benefits	-	-
	General and Administrative Expenses	449,678	193,629
	Interest Expense on Convertible Notes		
	Depreciation Expense	3,863	5,060
	Loss on disposal of assets	1,944	
	Commission expense-investme nts	1,000,000	
	Professional and Outside Services		
	Selling and Marketing Expenses	39,000	

Total Operating Expenses		1,494,485	198,689
		=====	=====
Loss from Operations		(1,245,472)	(180,621)
		=====	=====
Other Income (Expense)		-	-
Loss before Income Taxes		(1,245,472)	(180,621)
		=====	=====
Income Taxes		-	-
Net Loss		(1,245,472)	(180,621)
		=====	=====

Exhibit A										
Date of Issuance	As of	Days Out	Outstanding Balance	Principal amount	Interest Rate	Interest accrued	Maturity date	Conversion Terms	Note Holder	Reason
		278		\$150,000	6.00%		5/18/14	50% Discount	Tom Rutherford	Loan to Company
5/18/13	12/31/20	4	\$120,000			\$68,646.58				
		276		\$50,000	6.00%		6/8/14	50% Discount	Chris Carleo	Loan to Company
6/8/13	12/31/20	3	\$50,000			\$22,709.59				
		275		\$10,000	6.00%		6/14/14	50% Discount	Harry Grimm	Loan to Company
6/14/13	12/31/20	7	\$10,000			\$4,532.05				
		275		\$15,000	2 X principal	\$15,000.00	6/14/14	50% Discount	Jerry Nelson	
6/14/13	12/31/20	7	\$30,000							
		275		\$20,000	6.00%		6/17/14	50% Discount	Jan Ehrenwerth	Loan to Company
6/17/13	12/31/20	4	\$20,000			\$9,054.25				
		254		\$25,000	8.00%		1/14/15	60% Discount	Darren Marks	Back Salary
1/14/14	12/31/20	3	\$25,000			\$13,934.25				
		254		\$50,000	8.00%		1/14/15	60% Discount	Darren Marks	Back Salary
1/14/14	12/31/20	3	\$50,000			\$27,868.49				
		254		\$50,000	8.00%		1/14/15	60% Discount	Melvin Leiner	Back Salary
1/14/14	12/31/20	3	\$50,000			\$27,868.49				

3/14/14	12/31/20	248 4	\$75,000	\$110,000	5.00%	\$37,430.14	1/14/15	50% Discount	Iconic Holdings- Michael Sobeck	Loan to Company
5/2/14	12/31/20	243 5	\$37,500	\$37,500	8.00%	\$20,013.70	5/2/15	50% Discoun	LG Capital - Eli Allen	Loan to Company
6/10/14	12/31/20	239 6	\$0	\$75,000	5.00%	\$24,616.44	6/10/15	50%Disco unt	Convetry - Jack Bodenste in	Loan to Company
10/7/14	12/31/20	227 7	\$30,000	\$30,000	5.00%	\$9,357.53	10/7/15	50%Disco unt	Coventry - Jack Bodenste in	Loan to Company
1/14/16	12/31/20	181 3	\$25,000	\$25,000	8.00%	\$9,934.25	1/14/17	60%Disco unt	Darren Marks	Salary
1/14/16	12/31/20	181 3	\$50,000	\$50,000	8.00%	\$19,868.49	1/14/17	60%Disco unt	Darren Marks	Back Salary
1/14/16	12/31/20	181 3	\$50,000	\$50,000	8.00%	\$19,868.49	1/14/17	60%Disco unt	Melvin Leiner	Back Salary
2/1/16	12/31/20	179 5	\$70,500	\$70,500	8.00%	\$27,736.44	2/1/17	60% Discount	Darren Marks	Bak Salary
2/1/16	12/31/20	179 5	\$106,632	\$106,632	8.00%	\$41,951.66	2/1/17	60% Discount	Melvin Leiner	Back Salary

9/7/16	12/31/20	157 6	\$20,000	\$20,000	9.88%	\$8,527.67	9/7/17	50% Discount	PBDC LLC- Adrian McKenzie-Patasa	Back Salary
2/1/16	12/31/20	179 5	\$30,000	\$30,000	8.00%	\$11,802.74	2/1/17	50% Discount	Andrew Telsey	Back Salary
2/1/17	12/31/20	142 9	\$89,000	\$89,000	9.75%	\$33,973.01	2/1/18	50% Discount	PBDC LLC- Adrian McKenzie-Patasa	Back Salary
6/30/16	12/31/20	164 5	Settled	\$6,000	9.88%	\$2,670.31	6/30/17	50% Discount	PBDC LLC- Adrian McKenzie-Patasa	Back Salary
5/25/17	12/31/20	131 6	\$100,000	\$100,000	8.75%	\$31,547.95	5/25/18	50% Discount	Heidi Michitsch	Consulting fee
11/24/17	12/31/20	113 3	\$8,000	\$4,000	2X Principal	\$4,000.00	11/29/18	50% Discount	Fred Rosen	Loan to Company
11/25/17	12/31/20	113 2	\$0	\$20,000	8.75%	\$5,427.40	11/24/18	50% Discount	Tom Rutherford	Loan to Company

11/30/17	12/31/20	112 7	\$10,000	\$5,000	2X Prin cipal	\$5,000.00	11/31 /18	50% Discount	Doug Engers	Loan to Company
12/4/17	12/31/20	112 3	\$10,000	\$5,000	2X Prin cipal	\$5,000.00	12/4/ 18	50% Discount	Joe Gibson	Loan to Company
12/13/17	12/31/20	111 4	\$20,000	\$10,000	2X Prin cipal	\$10,000.00	12/13 /18	50% Discount	Romich Trust- Barry Romich	Loan to Company
12/15/17	12/31/20	111 2	\$87,000	\$100,000	5.00 %	\$15,232.88	12/15 /18	65%Disco unt	Kerry Goodma n	Loan to Company
12/31/17	12/31/20	109 6	\$31,280	\$31,280	8.75 %	\$8,218.50	12/31 /18	50% Discount	PBDC LLC- Adrian McKenzi e-Patasa r	Back Salary
3/31/18	12/31/20	100 6	\$11,500	\$11,500	8.75 %	\$2,773.39	3/31/ 19	50% Discount	PBDC LLC- Adrian McKenzi e-Patasa r	Back Salary
6/30/18	12/31/20	915	\$26,500	\$26,500	8.75 %	\$5,812.76	6/30/ 19	50% Discount	PBDC LLC- Adrian	Back Salary

									McKenzi e-Patasa r	
8/13/18	12/31/20	871	\$50,000	\$50,000	12.0 0%	\$14,317.81	8/13/ 19	50% Discount	B A Romich Trust- Barry Romich	Loan to Company
8/13/18	12/31/20	871	\$50,000	\$50,000	NO NE		8/13/ 19	50%Disco unt	Romich Foundati on- Barry Romich	Charitable donation
9/30/18	12/31/20	823	\$30,000	\$30,000	8.75 %	\$5,918.84	9/30/ 19	50% Discount	PBDC LLC- Adrian McKenzi e-Patasa r	Back Salary
11/18/18	12/31/20	774	\$100,000	\$100,000	8.00 %	\$16,964.38	11/18 /19	50%Disco unt	Tom Rutherfor d	Loan to Company
12/31/18	12/31/20	731	\$21,000	\$21,000	8.75 %	\$3,680.03	12/31 /19	50% Discount	PBDC LLC- Adrian McKenzi e-Patasa r	Back Salary

3/31/19	12/31/20	641	\$23,500	\$23,500	8.75%	\$3,611.11	3/31/20	50% Discount	PBDC LLC- Adrian McKenzie-Patasa	BackSalary
5/7/19	12/31/20	604	\$30,000	\$30,000	8.00%	\$3,971.51	5/7/20	50% Discount	Tom Rutherford	Loan to Company
5/9/19	12/31/20	602	\$16,000	\$16,000	6.00%	\$1,583.34	5/9/20	50% discount	GPL Ventures - Cosmin Panait	Loan to Company
6/5/19	12/31/20	575	\$25,000	\$25,000	6.00%	\$2,363.01	6/5/20	50%Discount	GPL Ventures - Cosmin Panait	Loan to Company
6/30/19	12/31/20	550	\$20,000	\$20,000	8.75%	\$2,636.99	6/30/20	50% Discount	PBDC LLC	Back Salary
7/10/19	12/31/20	540	\$1,500	\$1,500	6.00%	\$133.15	7/10/19	50% Discount	GPL Ventures - Cosmin Panait	Loan to Company
8/22/19	12/31/20	497	\$2,500	\$2,500	6.00%	\$204.25	8/22/19	50%Discount	GPL Ventures -Cosmin Panait	Loan to Company

9/30/19	12/31/20	458	\$37,500	\$37,500	8.75%	\$4,117.29	9/30/19	50% Discount	PBDC LLC- Adrian McKenzie-Patasa	Back Salary
10/3/19	12/31/20	455	\$10,000	\$10,000	8.75%	\$1,090.75	10/3/20	50% Discount	Tom Rutherford	Loan
12/31/19	12/31/20	366	\$32,500	\$32,500	8.75%	\$2,851.54	12/31/20	50% Discount	PBDC LLC- Adrian McKenzie-Patasa	Back Salary
3/3/20	12/31/20	303	\$5,500	\$5,500	10.0%	\$456.58	3/3/21	Par (0.00001)	GPL Ventures - Cosmin Panait	Loan to Company
3/31/20	12/31/20	275	\$37,500	\$37,500	8.75%	\$2,472.17	3/31/21	50% Discount	PBDC LLC/ Adrian Mckenzie	Back Salary
6/30/20	12/31/20	184	\$33,350	\$33,350	8.75%	\$1,471.05	6/30/21	50% Discount	PBDC LLC/ McKenzie	Back Salary

7/10/2020	12/31/20	174	\$150,000	<u>\$150.00</u>	0.00%			30% Discount	Youngs March LTd	Service provider
9/30/2020	12/31/20	92	\$17,500	<u>\$17.50</u>	8.75%	\$385.96	9/30/21	50% Discount	PBDC LLC/McKenzie	Q3 Back salary
12/1/2020	12/31/20	30	\$7,500	<u>\$7,500</u>	10%	\$61.64	12/1/21	50%	GPL Ventures LLC	Loan
12/31/2020	12/31/20	0	\$35,000	<u>\$35.00</u>	8.75%	\$1,471.05		50% Discount	PBDC LLC/Adrian McKenzie-Patasar	Q4 Back Salaries owed
Sub Totals			\$1,978,762			\$620,139.90				
Total Debt Outstanding W Accrued Interest:						\$2,598,901.90				

DNA Brands, Inc.
Notes to Financial Statements

Company Overview and History

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

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

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

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

Effective on or about March 15 2019 the company signed a Fleet agreement with Rideshare.com to acquire and rent cars to Transportation Network Providers (TNP’s), such as Uber and Lyft. Due to mass vehicle theft and vandalism, this agreement has been terminated. In February 2020, the company acquired 100% of 954Solar LLC, a Solar digital marketing and brokerage firm

DNA Brands, Inc.
Notes to Financial Statements (Continued)

Use of Estimates

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

Revenue Recognition

The Company had derived its main source revenues from the Fleet agreement it has with ridesharrental.com. In February 2020 the company Made an acquisition of 954Solar in Feb 2020, which generated significant revenue for 2020 . **At this time the company is in a reorganization phase and has minimal revenue**

Fair Value of Financial Instruments

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

Derivative Instruments

The Company does not enter into derivative contracts for purposes of risk management or speculation. However, from time to time, the Company enters into contracts, namely convertible notes payable, that are not considered derivative financial instruments in their entirety, but that include embedded derivative features.

In accordance with Financial Accounting Standards Board (“FASB”) ASC Topic 815-15, *Embedded Derivatives*, and guidance provided by the SEC Staff, the Company accounts for these embedded features as a derivative liability or equity at fair value.

The recognition of the fair value of the derivative instrument at the date of issuance is applied first to the debt proceeds. The excess fair value, if any, over the proceeds from a debt instrument, is recognized immediately in the statement of operations as interest expense. The value of derivatives associated with a debt instrument is recognized at inception as a discount to the debt instrument and amortized to interest expense over the life of the debt instrument. A determination is made upon settlement, exchange, or modification of the debt instruments to determine if a gain or loss on the extinguishment has been incurred based on the terms of the settlement, exchange, or modification and on the value allocated to the debt instrument at such date.

Cash and Cash Equivalents

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

Accounts Receivable and Allowance for Doubtful Accounts

IF IN BEVERAGE PRODUCTION, The Company will bill its customers after its products are shipped. The Company bases its allowance for doubtful accounts on estimates of the creditworthiness of customers, analysis of delinquent accounts, payment histories of its customers and judgment with respect to the current economic conditions. Upon the acquisition of 954Solar, revenue is recognized on a net 90 day Basis.

Inventory

No Inventory at present.

Inventory is stated at the lower of cost or market. Cost is principally determined by using the average cost method that approximates the First-In, First-Out (FIFO) method of accounting for inventory. Inventory consists of raw materials as well as finished goods held for sale. The Company’s management monitors the inventory for excess and obsolete items and makes necessary valuation adjustments when required.

The Company is in the process of pricing and ordering Inventory

DNA Brands, Inc.
Notes to Financial Statements (Continued)

Property and Equipment

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

Impairment of Long-Lived Assets

None

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

Stock-Based Compensation for fiscal year 2017 -June 30 2020

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

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

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

2/19/19- Heidi Michitsch- 600K common shares issued

2/19/19-Howard ullman - 500K common shares issued

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

4/16/19 Adrian McKenzie-Patasar-80 Million shares

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

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

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

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

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

DNA Brands, Inc.

Notes to Financial Statements (Continued)

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

Stock Purchase Warrants

All Prior Warrants issued have expired worthless as of Dec 31 2016

Going Concern

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

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

DNA Brands, Inc.
Notes to Financial Statements (Continued)

Prepaid Expenses and Other Assets

None

Accrued Liabilities

\$618,221- Interest on Convertible notes for quarter ending 12/31/2020

Loans payable

The composition of loans payable (Convertible Notes Payable) up to December 31 2020 , are as follows:

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

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

DNA Brands, Inc.

Notes to Financial Statements (Continued)

Convertible Note Debentures

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

In June 2011, the Company issued a convertible debenture to an existing shareholder in the amount of \$125,000. The debenture bears interest at 12% per annum, which is payable in the Company's common stock at the time of maturity. The debenture is convertible at any time prior to maturity into 150,000 shares of the Company's common stock. This beneficial conversion feature was valued at \$90,750, using Black-Scholes methodology, and recorded as a discount to the debenture. These costs will be amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

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

In February 2012, the Company issued a convertible debenture to an existing shareholder in the amount of \$75,000. The debenture bears interest at 12% per annum, which is payable in the Company's common stock at the time of maturity. The

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

In February and June 2012, the Company converted \$524,950 of its loans payable to officers into convertible debentures. These debentures were offered by the Company's officers to certain accredited investors and a majority portion of the proceeds therefrom were deposited with the Company. The debentures had no maturity date and bear no interest. Therefore these debentures were payable on demand and were originally classified as a current liability. The debentures were convertible at any time into 3,499,667 shares, or \$0.15 per share of common stock. The Company determined that these terms created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$524,950, the ceiling of its intrinsic value. Due to the nature of the debentures, the full value of the beneficial conversion feature was immediately recorded as interest expense in the Company's financial statements. In August 2012, these convertible debentures were converted into 3,499,666 shares of the Company's common stock.

On April 9, 2012, the Company executed an Investment Banking and Advisory Agreement with Charles Morgan Securities, Inc., New York, NY ("CMI"), wherein CMI agreed to provide consulting, strategic business planning, financing on a "best efforts" basis and investor and public relations services, as well as to assist the Company in its efforts to raise capital through the issuance of debt or equity. The agreement provided for CMI to engage in two separate private offerings with the initial private placement offering up to \$3.0 million and the second private placement offering up to an additional \$3.0 million; each on a "best efforts" basis. In connection with this agreement the Company issued 750,000 shares valued at \$0.25 per share or a total value of \$187,500. This amount was fully amortized in the Company's financial statements as of December 31, 2012.

In July 2012, the Company received proceeds from convertible debentures totaling \$182,668 in connection with the CMI agreement. The debentures bear interest at 12% per annum, which is payable in cash or the Company's common stock at the time of conversion or maturity. The debentures are convertible at any time prior to maturity at a conversion price equal to the lesser of 75% of the average share price of the Company's common stock for the five previous trading days prior to conversion or \$0.35, but not less than \$0.15. In the event that the Company offers or issues shares of its common stock at a share price less than \$0.15, the floor conversion price will adjust to the new lower price. The Company determined that the terms of the debentures created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$160,813 and recorded as a discount to the principal amount of the debentures. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

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

On September 25, 2012, the Company issued a convertible debenture in the amount of \$50,000. The debenture bears interest at 6% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 70% of the lowest closing bid price of the Company's common stock on the four previous trading days prior to and day of conversion, but not less than \$0.0001. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$50,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements. During the second quarter of 2013, the lender converted \$23,000 of principal into 919,403 shares of common stock in accordance with the conversion terms of the debenture.

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

DNA Brands, Inc.

Notes to Financial Statements (Continued)

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

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

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

On November 6, 2013, the Company issued a convertible debenture in the amount of \$53,000. The debenture bears interest at 8% per annum, which is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 58% of the average of the 3 lowest share closing bid prices of the Company's common stock on the ten previous trading days prior to and day of conversion. The Company determined that the terms of the debenture created a beneficial conversion

feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$48,533, its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

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

On November 6, 2013, the Company issued a convertible debenture in the amount of \$80,000. The debenture bears no interest and is payable in the Company's common stock at the time of conversion or maturity. The debenture is convertible at any time prior to maturity at a conversion price equal to 50% of the average share closing bid price of the Company's common stock on the thirty previous trading days prior to and day of conversion. The Company determined that the terms of the debenture created a beneficial conversion feature. Using the Black-Scholes model, the beneficial conversion feature was valued at \$80,000, the ceiling of its intrinsic value, and recorded as a discount to the principal amount of the debenture. The discount is amortized using the effective interest method over the term of the debenture and recorded as interest expense in the Company's financial statements.

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

April 22 2014 the company issued a 1 year convertible debenture of \$77,500, maturing April 22 2015, to Tidepool Ventures Inc. Bearing 10% interest per annum. This note has a Conversion factor of 45% of market price. Market

price is calculated by the average of the lowest Bid price for the trailing ten business days to the market. (Representing a 55% discount to market price). This note was sold to World Market Ventures LLC and converted into common stock.

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

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

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

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

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

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

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

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

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

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

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

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

Sept 7, 2016 the company issued a convertible debenture to Dr. Rutherford for \$20,000 Bearing 5% interest per annum. Maturing September 7 2017. This note has a conversion of 50% discount of market price. Market price is calculated by

taking the average of the lowest bid price of the trailing 5 business days. (Representing a 50% discount to market price). This note is in default

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

7/10/2020- Company issued a Convertible note in the amount of 105K to Youngs Marsh LLC, for digital content creation.

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

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

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

DNA Brands, Inc.
Notes to Financial Statements (Continued)

Equity

Preferred and Common Stock

As of December 31 2020 the company is Authorized to issue 3,753,000,000 Common shares . Of which as of December 31st 2020 , 5,119,954 shares were issued and outstanding, post reverser split December 9th 20202

Sole Office and Director Adrian McKenzie Holds 355K Series F preferred, which have voting rights of 75,000 votes per share. (Control Block)

Also as of September 30th 2020, between himself and his company PBDC LLC CEO Adrian McKenzie-Patasar control a combined 681,500,000 shares of common stock. Post Dec 9 2020 reverse split shares totaled 3,407,500

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

Feb 25 2020, the company signed the acquisition of 954Solar. The company did not issue the Series G preferred shares for this transaction in the specified reporting time period: The share below will be issued at a later subsequent date.

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

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

500K Series G to Andrew Ferrin

500K Series G to PBDC LLC/ Adrian McKenzie-Patasar

June 30th Company issued (954Solar Transaction)

500K Series G to Andrew Ferrin

500K Series G To PBDC LLC/ Adrian McKenzie-Patasar

Stock Options

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

As of December 31, 2017, 2016 and 2015, there was \$-0- in unrecognized compensation related to stock options outstanding. All outstanding stock options are vested. Since the inception of the Company, no stock options have been exercised.

On or about October 18th 2017, the company issued 1,533,200,000 shares of common stock to Consultant Howard Ullman, Pre reversal, Post reversal after October 31 2018, they equate to Four Hundred and thirty eight thousand (438K) common shares

DNA Brands, Inc.
Notes to Financial Statements (Continued)

Stock Warrants

Any Prior Warrants issued have expired worthless and or not exercised since December 2016

DNA Brands, Inc.
Notes to Consolidated Financial Statements (Continued)

The net operating loss is comprised as follows:

Loss from operations 2020	(1,245,472)
Loss from operations 2019	(\$180,621)
Loss from operations 2018	(\$622,915)
Loss from operations 2017	(\$314,875)
Loss from operations 2016	(\$318,272)
Loss from operations 2015	(\$104,373)
Loss From operation 2014	(\$801,213)

Commitments

As of December 1, 2018 the company is committed to \$1819 per month for an office facility that it leases annually.