

**PotNetwork Holdings Inc.**  
**Unaudited Consolidated Financial Statements**  
**As of Mar 31, 2016**

**PotNetwork Holdings Inc.**  
**Unaudited Consolidated Balance Sheets**  
**As of March 31, 2015 and December 31, 2015**

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<b>ASSETS</b>	<b>Mar 31</b>	<b>December 31</b>
<b>Current Assets</b>	<b>2016</b>	<b>2015</b>
Cash	\$575	\$1,083
Other Current Assets	710	\$710
Inventory Automobiles ( Note 2)	<u>\$54,293</u>	<u>\$70,000</u>
<b>Total Current assets</b>	\$55,578	\$71,793
Fixed Assets, net	\$4,800	\$4,800
Rent & Utility Deposits	\$33,673	\$28,922
Auto Loans Receivable ( Includes Principal, Interest , & Banks )	<u>\$1,219,000</u>	<u>\$1,919,419</u>
<b>TOTAL ASSETS</b>	<b><u>\$1,313,051</u></b>	<b><u>\$2,024,934</u></b>
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts Payable and Accrued liabilities	\$39,618	\$10,378
Car Financial Payable	<u>520,000</u>	<u>520,000</u>
<b>Total Current Liabilities</b>	\$559,618	\$530,378
Loans From Third Parties ( Note 3)	125,000	125,000
Note Payable ( Note 4)	<u>2,012,500</u>	<u>1,984,000</u>
<b>Total Liabilities</b>	<b><u>\$2,697,118</u></b>	<b><u>\$2,639,378</u></b>
<b>STOCKHOLDERS EQUITY</b>		
<b>Common</b> ; Authorized 8,000,000,000 shares, \$ .0001 par value; and 59,300,400 Issued and outstanding at Mar. 31, 2016 and 7,621,650,326 Issued and outstanding and December 31, 2015 respectively.	\$87,573	\$87,573
<b>Preferred Stock Class D Authorized - 6,000 shares, .00001 par value;</b> and 460 Issued and outstanding at Mar. 31, 2016 and 460 Issued and outstanding at Dec. 31, 2015, respectively.	\$200	\$200
<b>Preferred Stock Class E Authorized 20,000,000 shares, .00001 par value,</b> and 1,241,847 Issued and outstanding at Mar 31, 2016 and 6,209,236 issued and outstanding at Dec. 31, 2016, respectively.	\$200	\$200
Additional paid in capital	614,618	1,461,532
Retained Earnings (Deficit) Sunrise	\$815,715	738,424
Retained Earnings (Deficit) POTN	<u>-2,902,373</u>	<u>-2,902,373</u>
Retained Earnings (Deficit) Consolidated	<u>-2,086,658</u>	<u>-2,163,949</u>
	-1,384,067	-614,444
<b>Total Liabilities &amp; Stockholders Equity</b>	<b><u>\$1,313,051</u></b>	<b><u>\$2,024,934</u></b>

*The accompanying notes are an integral part of these financial statements.*

**PotNetwork Holdings Inc.**  
**Unaudited Consolidated Statements of Income**  
**For the year Three Months ended Mar 31, 2016 and 2015**

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	<b>Three Months Ended</b>	
	<b>Mar 31</b>	<b>Mar 31</b>
	<b>2016</b>	<b>2015</b>
Sales	\$668,290	\$1,458,561
Cost of Sales	(\$423,321)	(\$960,616)
Gross Margin	\$244,969	\$497,951
<b>Expenses:</b>		
Salary & Benefits	\$47,232	\$162,056
General and Administrative	\$4,906	\$5,122
Legal & Professional	5,995	23,988
Advertising	26,493	33,798
Insurance	8,557	10,350
Supplies	5,144	9,307
Rent	26,061	32,770
Interest	38,500	37,000
Depreciation	0	0
Other	4,790	2,403
Total Expenses	<b>\$167,678</b>	<b>\$316,794</b>
Profit ( Loss) before income taxes	\$77,291	\$181,157
Provision for income taxes	0	0
Net Profit (Loss)	<b><u>\$77,291</u></b>	<b><u>\$181,157</u></b>

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**PotNetwork Holdings Inc.**  
**Unaudited Consolidated Statement of Cash Flows**  
**For the year Three Months ended Mar 31, 2016 and 2015**

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	Three Months Ended	
	Mar 31 2016	Mar 31 2015
<b>OPERATING ACTIVITIES</b>		
<b>Net Income ( Loss)</b>	<b>\$77,291</b>	<b>\$181,157</b>
Add:		
Depreciation	0	0
Adjustments to reconcile net income (loss)		
Decreases (Increases)		
Notes receivable	57,000	0
Inventory	\$15,707	\$179,728
Fixed Assets	-	-
Other Assets	\$0	0
Accts payable	-29,240	53,873
Financial Loan Payable	-221,812	\$221,812
Notes Payable	<u>-28,500</u>	0
Net cash ( used in) operating activities	<b>(\$129,554)</b>	<b>\$636,570</b>
Loans Receivable	\$157,546	(\$444,408)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>\$157,546</b>	<b>(\$444,408)</b>
(decrease) in deferred development costs		
Increase in assets	-	-
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	-	-
Proceeds from issuance of common stock	0	0
Proceeds from additional paid in capital	-	-
Net cash ( used in) financing activities	<u>\$0</u>	<u>13,000</u>
<b>NET INCREASE ( DECREASE) IN</b>	<b>\$27,992</b>	<b>\$205,162</b>
Cash, Beginning	<u>\$1,083</u>	<u>\$100</u>
Cash, Ending	<u><u>\$575</u></u>	<u><u>\$205,262</u></u>

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**PotNetwork Holdings Inc.**  
**Unaudited Consolidated Statement of Stockholders Equity**  
**Mar 31, 2016**

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<u>Description</u>	<u>Common Stock</u>	<u>Preferred( D/E)</u>	<u>Common</u>	<u>Additional</u>	<u>Accum Equity</u>	<u>Total</u>
	<u>Shares</u>	<u>Shares</u>	<u>Amount</u>	<u>Paid-In Capital</u>	<u>(Deficit)</u>	<u>Stockholders</u>
						<u>Equity(Deficit)</u>
<b>Balance</b>						
<b><u>December 31,2013</u></b>	<b><u>5,671,159,696</u></b>	<b><u>1,000,000</u></b>	<b><u>\$87,573</u></b>	<b><u>\$2,545,527</u></b>	<b><u>-2,851,546</u></b>	<b><u>-2,445,476</u></b>
<b>Shares Retired</b>	<b>(3,000,000,000)</b>					
<b>Shares Retired</b>		<b>(1,000,000)</b>				
<b>Shares Issued</b>	<b>798,681,000</b>			<b>53,000</b>		
<b>Shares Issued</b>	<b>2,727,990,625</b>			<b>217,424</b>		
<b>Net Profit ( Loss)</b>					<b>-50,827</b>	<b>-50,827</b>
<b>Balance</b>						
<b><u>December 31,2014</u></b>	<b><u>5,399,150,326</u></b>	<b><u>0</u></b>	<b><u>\$87,573</u></b>	<b><u>\$ 2,275,003</u></b>	<b><u>(\$2,902,373)</u></b>	<b><u>(\$2,496,303)</u></b>
		<b>1,500 (D)</b>				
<b>Shares Issued</b>	<b>2,222,499,679</b>	<b>6,209,236 (E)</b>		<b>(813,471)</b>		
<b>Net Profit ( Loss)</b>					<b>738,424</b>	<b>738,424</b>
<b>Balance</b>						
<b>Dec 31,2015</b>	<b>7,621,650,326</b>	<b>1,500 (D)</b>	<b>\$87,573</b>	<b>\$1,461,532</b>	<b>(\$2,163,949)</b>	<b>(\$2,496,303)</b>
<b><u>Dec 31, 2015</u></b>		<b><u>6,209,236 (E)</u></b>				
<b>Shares Issued</b>	<b>51,678,750</b>	<b>(4,967,389)</b>		<b>(846,914)</b>		
<b>(Preferred E exchanged for common)</b>						
<b>Net Profit ( Loss)</b>					<b>\$77,291</b>	<b>\$77,291</b>
<b>Balance</b>						
<b>Mar 31,2016</b>	<b>59,300,400</b>	<b>1,500 (D)</b>	<b>\$87,573</b>	<b>\$614,618</b>	<b>(\$2,086,658)</b>	<b>\$2,419,012</b>
<b><u>Mar 31, 2106</u></b>		<b><u>1,241,847 (E)</u></b>				

*The accompanying notes are an integral part of these financial statements*

**PotNetwork Holdings Inc.**  
**Unaudited-NOTES TO FINANCIAL STATEMENTS**  
**March 31, 2016**

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**NOTE 1 – NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

The Company changed its name to PotNetwork Holdings Incorporated ( formerly United Treatment Centers, Inc.) on July 24, 2015. PotNetwork Holdings Inc. ( the “Company”) was incorporated in the State of Wyoming. The company has two ( 2) subsidiaries: Sunrise Auto Mall Inc, and Potnetwork.com. On February 11, 2015 the company acquired Sunrise Auto Mall Inc.'s business operations which is a company in the Sub Prime Auto Sales industry. Potnetwork.com is a digital media company focusing exclusively on the Marijuana industry. These financial statements were prepared consolidating PotNetwork Holdings Inc, from Sunrise Auto Mall Inc & Potnetwork.com

Cash and Cash Equivalents - The Company considers all highly liquid investments purchased with an original maturity date of three months or less to be cash equivalents.

Inventory - The Company values inventory at the lower of costs or market.

Fixed Assets

Furniture, fixtures and computer equipment is recorded at cost. Depreciation is computed by the straight line and accelerated methods over the estimated lives of the assets ranging from three to seven years. Expenditures for maintenance and repairs are charged to operations as incurred.

Income Taxes

The Company accounts for income taxes using the provisions of Statement of Financial Accounting Standards ( “SFAS”) No.109, Accounting for Income Taxes. Under this standard, deferred tax assets and liabilities represent the estimated tax effects of future deductible or taxable amounts attributed to differences between the financial statements carrying amounts and the tax bases of existing assets and liabilities. The standard also allows recognition of income tax benefits for loss carryforwards, credit carryforwards and certain temporary differences for which tax benefits have not previously been recorded. Valuation allowances are provided for uncertainties associated with deferred tax assets.

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**PotNetwork Holdings Inc.**  
**Unaudited-NOTES TO FINANCIAL STATEMENTS**  
**March 31, 2016**

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**Note 2 – INVENTORY:**

The Company's Inventory consists of the following:

	<b>Mar 31</b>	<b>December 31</b>
	<b>2016</b>	<b>2015</b>
	<hr/>	<hr/>
Automobiles, valued at cost	<b>\$55,578</b>	<b>\$71,793</b>
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Inventory is valued at the lower of cost or market.

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**PotNetwork Holdings Inc.**  
**Unaudited-NOTES TO FINANCIAL STATEMENTS**  
**March 31, 2016**

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<b>Note 3 – Loans from Third Parties</b>	<b>Mar 31 2016</b>	<b>December 31 2015</b>
These loans bear 8% interest per annum and have terms of demand repayment.		
Loan from Third Parties – J.C.	\$13,000	\$13,000
Loan from Third Parties - K.N.	112,000	112,000
<b>Total Loans from Third Parties</b>	<b>\$125,000</b>	<b>\$125,000</b>

K.N. Is holder of a note dated September 11, 2012 in the original principal amount of \$ 100,000. Part of the original note was acquired in a private transaction in June 2014. The security derives from 3 convertible Promissory Notes dated March 25, 2010 amount \$ 150,000, November 4, 2010 amount \$ 50,000, and March 11, 2011 amount \$ 25,000.

<b>Notes 4 – Note Payable</b>	<b>Mar 31 2016</b>	<b>December 31 2015</b>
These loans bear 8% interest per annum and have terms of demand repayment.		
S.N.D.	\$2,012,500	\$1,984,000
<b>Total Note Payable</b>	<b>\$2,012,500</b>	<b>\$1,984,000</b>

S.N.D. Is holder of a note dated June 2, 2014 in the original principal amount of \$ 1,850,000. at an interest rate of 8% annually. The Balance of the note at Mar 31, 2016 is \$ 2,012,500, Interest expense in 2016 was \$ 38,500.00

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 ( The following pages intentionally left blank)













































































