

## OTC 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 *adequate current information* to the public markets. With a view to encouraging compliance with these laws, OTC Markets Group has created these OTC Pink Basic Disclosure Guidelines. We use the basic disclosure information provided by OTC Pink companies under these guidelines to designate the appropriate tier in the OTC Pink marketplace: Current, Limited or No Information. OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for OTC Pink Current Information tier.

### Qualifications for the OTC 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) qualify for the Current Information Tier. Financial reports must be prepared according to U.S. GAAP or IFRS, but are *not required to be audited* to qualify for the OTC Pink Current Information tier.

#### Initial Qualification:

1. Subscribe to the [OTC Disclosure & News Service](#) on [www.OTCIQ.com](http://www.OTCIQ.com) to publish your financial reports and material news.
2. Create the following documents, save them in PDF format and upload them via [www.OTCIQ.com](http://www.OTCIQ.com):
  - Annual Financial statements (Document must include: Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements) for the previous two fiscal years. If these reports are audited, please attach the audit letter from the [PCAOB](#) registered audit firm. Each year's Annual Financial statements should be posted separately under the report type "Annual Report" in OTCIQ.
  - Any subsequent Quarterly Reports since the most recent Annual Report.
  - The most recent fiscal period end report should also include information in accordance with these OTC Pink Basic Disclosure Guidelines; use the fillable form beginning on page 3.
3. If financial reports are not audited by a [PCAOB](#) registered audit firm:
  - Submit a signed Attorney Letter Agreement (first two pages of the [Attorney Letter Guidelines](#)).
  - After following the appropriate procedures with a qualified attorney, upload an Attorney Letter complying with [Attorney Letter Guidelines](#) through your otcq.com account.

#### Ongoing Qualification:

1. **For each Fiscal Quarter End**, upload a Quarterly Report via [www.OTCIQ.com](http://www.OTCIQ.com) within **45 days** of the quarter end. (A separate quarterly report is not required for the 4<sup>th</sup> quarter.) The Quarterly Report should include:
  - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page 3.
  - Quarterly financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements).
  - No Audit Letter or Attorney Letter is required.
2. **For each Fiscal Year End**, upload an Annual Report within **90 days** of the fiscal year end. The Annual Report should include:
  - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page 3.
  - Annual financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements, and Audit Letter, if the financial statements are audited).
3. If financial reports are not audited by a PCAOB registered audit firm, upload an Attorney Letter via [www.OTCIQ.com](http://www.OTCIQ.com) complying with the [Attorney Letter Guidelines](#) within **120 days** of the fiscal year end.

### Qualifications for the OTC Pink - Limited Information Tier

Companies that make the information described below publicly available within the prior 6 months qualify for the Limited Information Tier.

1. Subscribe to the [OTC Disclosure & News Service](#) on [www.OTCIQ.com](http://www.OTCIQ.com) to publish your financial reports and material news.
2. Create a Quarterly Report or Annual Report for a fiscal period ended within the previous 6 months, save it in PDF format and upload it via [www.OTCIQ.com](http://www.OTCIQ.com). The Quarterly Report or Annual Report includes:
  - Balance Sheet, Income Statement, and Total Number of Issued and Outstanding Shares. Financial statements must be prepared in accordance with US GAAP, but are not required to be audited. (Please note that Cash Flow Statements are not required to qualify for the Limited Information tier; however, unless the financial statements include a Cash Flow Statement, no financial data will be included in the OTC Financials Data Service, which distributes company financial data to online investor portals and makes the data available on your company's Financials tab on [www.otcm Markets.com](http://www.otcm Markets.com))
  - A company in the Limited Information tier, may, but is not required to, include information in accordance with these OTC Pink Basic Disclosure Guidelines using the fillable form beginning on page 3.

### **Current Reporting of Material Corporate Events**

OTC Markets Group encourages companies to make public disclosure available regarding corporate events that may be material to the issuer and its securities. 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 the OTC Disclosure & News Service.

Material corporate events include:

- Entry or Termination of a Material Definitive Agreement
- Completion of Acquisition or Disposition of Assets, Including but not Limited to mergers
- 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
- Other events the issuer considers to be of importance

## OTC Pink Basic Disclosure Guidelines

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

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

Name:	Time Period:
<u>SinglePoint Inc.</u>	<u>July 1<sup>st</sup> 2013 - Current</u>
<u>Carbon Credits International, Inc.</u>	<u>December 23<sup>rd</sup> 2011- June 30<sup>th</sup> 2013</u>
<u>LifeStyle Wireless, Inc</u>	<u>April 14th 2006- December 23rd 2011</u>

### 2) Address of the issuer's principal executive offices

#### Company Headquarters

Address 1: 2320 East Baseline Road, Suite 148-206, Phoenix, AZ 85042

Address 2:

Phone: 602-481-1544

Email: gregl@singlepoint.com

Website(s): www.singlepoint.com

#### IR Contact

Address 1: 2320 East Baseline Road, Suite 148-206, Phoenix, AZ 85042

Phone: 602-481-1544

Email: gregl@singlepoint.com

Website(s): www.singlepoint.com

### 3) Security Information

Trading Symbol: SING

Exact title and class of securities outstanding: Common Stock

CUSIP: 82932V 102

Par or Stated Value: 0.0001

Total shares authorized: 1,000,000,000 as of: 5/15/17

Total shares outstanding: 705,027,883 as of: 5/15/17

Additional class of securities (if necessary):

Trading Symbol: N/A

Exact title and class of securities outstanding: Class A Convertible Preferred Stock

CUSIP: 82932V 102

Par or Stated Value: 0.0001

Total shares authorized: 60,000,000 as of: 5/15/17

Total shares outstanding: 24,750,000 as of: 5/15/17

#### Transfer Agent

Name: First American Stock Transfer, Inc

Address 1: 4747 N. 7<sup>th</sup> St, Suite 170, Phoenix, AZ 85014

Phone: 602-485-1346

Is the Transfer Agent registered under the Exchange Act?\* Yes: ☒ No: ☐

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

List any restrictions on the transfer of security:

There are no restrictions on the transfer of security.

Describe any trading suspension orders issued by the SEC in the past 12 months.

There were no trading suspension orders issued by the SEC in the past 12 months.

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

In April 2016, the Company issued 4,000,000 shares of common stock to Go Draft as an initial payment for an ownership stake in GoDraft.com, a daily fantasy sports enterprise.

On June 3, 2016 and July 14, 2016, the Company issued 54,719,562 and 42,417,815 shares, respectively, of common stock (a total of 97,137,377 common shares) to a third party for an ownership stake in Draft Fury, a daily fantasy sports enterprise.

On July 20, 2016, the Company amended its Articles of Incorporation and increased its authorized common shares from 500,000 to 1,000,000. Additionally, the Company increased the number of authorized Class A Convertible Preferred Stock ("Class A Stock") from 30,000,000 to 60,000,000. The Class A Stock shall be entitled to vote 25 votes of common stock for each share of Class A Stock held with respect to all matters upon which common stockholders are entitled to vote or to which stockholders are entitled to give consent. Class A Stock shall convert into common stock of the Company at a ratio of 6 common shares for every 1 common share.

#### 4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

##### **Common Stock:**

Date	Number of Shares	Name	Note
03/06/15	760,000	Accredited Investor	1
03/06/15	3,750,000	Accredited Investor	12
03/06/15	1,500,000	Accredited Investor	12
03/06/15	1,500,000	Accredited Investor	12
03/06/15	750,000	Accredited Investor	12
03/06/15	2,250,000	Accredited Investor	12
03/06/15	3,750,000	Accredited Investor	12
03/06/15	750,000	Accredited Investor	12
03/06/15	3,750,000	Accredited Investor	2
04/09/15	2,000,000	Accredited Investor	10
04/16/15	2,000,000	Wil Ralston, VP	11
06/03/15	2,000,000	Greg Lambrecht	4/7
06/03/15	2,000,000	Eric Lofdahl	4/7
06/03/15	2,000,000	Govindan Gowrishankar	7
06/03/15	1,000,000	Consultant	1
06/03/15	2,000,000	Wil Ralson, VP	4
06/03/15	1,000,000	Vara Prasad Boddu	7
06/03/15	2,000,000	Consultant	1
06/03/15	1,000,000	Consultant	3

06/03/15	2,000,000	Consultant	1
08/12/15	1,050,000	Accredited Investor	10
08/12/15	2,566,000	Accredited Investor	10
08/12/15	3,216,807	Accredited Investor.	10
10/08/15	1,000,000	Consultant	1
10/08/15	2,000,000	Consultant	1
10/08/15	2,000,000	Consultant	1
10/08/15	2,000,000	Accredited Investor	12
10/08/15	5,000,000	Accredited Investor	12
10/08/15	1,000,000	Accredited Investor	12
10/08/15	1,000,000	Accredited Investor	12
10/08/15	5,000,000	Accredited Investor	12
12/14/15	7,000,000	Consultant	1
12/22/15	2,000,000	Consultant	3
02/01/16	4,000,000	Consultant	3
02/24/16	1,000,000	Consultant	1
03/01/16	1,000,000	Consultant	1
04/27/16	4,000,000	Jump Television Studios, LLC	3
04/27/16	4,000,000	Go Draft	8
06/03/16	54,719,562	Think Logica, LLC	8
06/20/16	2,000,000	Consultant	3
06/20/16	1,000,000	Accredited Investor	12
07/14/16	42,417,815	Think Logica, LLC	8
08/11/16	1,000,000	Consultant	3
08/31/16	28,500,000	Greg Lambrecht	11
09/22/16	8,333,333	Accredited Investor	2
09/22/16	1,500,555	Consultant	3
09/22/16	1,000,000	Wil Ralston, VP	4
11/10/16	3,800,000	Accredited Investor	12
11/22/16	2,000,000	Accredited Investor	12
12/13/16	2,777,778	Accredited Investor	12

**Quarter Ended March 31, 2017:**

42,000,000	Greg Lambrecht	11
124,800,000	Accredited Investors	12
4,878,049	Jacksam Corporation	8
2,629,944	Consultants	1

**Class A Convertible Preferred Stock:**

Date	Number of Share	Name	Note
04/16/15	(500,000)	Wil Ralston	11
10/06/15	7,250,000	Greg Lambrecht	4/7
10/06/15	2,250,000	Eric Lofdahl	7
10/06/15	1,000,000	Govindan Gowrishankar	7
10/06/15	250,000	Vara Prasad Boddu	7
08/11/16	7,000,000	Greg Lambrecht	4/7
08/11/16	1,000,000	Eric Lofdahl	7
08/11/16	1,000,000	Govindan Gowrishankar	7
08/11/16	1,000,000	Vara Prasad Boddu	7
08/31/16	(4,750,000)	Greg Lambrecht	11
02/09/17	(7,000,000)	Greg Lambrecht	11

**Notes**

\* shares transferred

- (1) Advisor
- (2) Securities Act Rule 504
- (3) Investor Relations
- (4) Management
- (5) LifeStyle Wireless Shareholders
- (6) Cancelled
- (7) Director
- (8) Acquisition / Investment stake
- (9) Transfer to Holding Company CEDE & Co
- (10) Interest
- (11) Preferred shares converted to common shares
- (12) Debt converted to common shares

B. Any jurisdictions where the offering was registered or qualified;

Securities Act Rule 504 exempt offerings only. Noted on chart.

C. The number of shares offered;

Refer to Chart

D. The number of shares sold;

Refer to Chart

E. The price at which the shares were offered, and the amount actually paid to the issuer;

Refer to price per share information in Note 6 in the accompanying Notes to the Financial Statements.

F. The trading status of the shares; and

There are no restrictions on the transfer of the Company's securities. There are no suspension orders from the SEC on the Company's shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes

## **5) Financial Statements**

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

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service 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 reports separately as described in part (ii) 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 otcq.com in the field below.

**See financial statements attached to this disclosure statement.**

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

**6) Describe the Issuer's Business, Products and Services**

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Singlepoint Inc. (the "Singlepoint"), a state of the art mobile technology company focusing on mobile payments, mobile giving, and mobile bidding. Singlepoint operates a best-in-class mobile commerce and communications platform specifically designed to serve the needs of the non-profit community, as well as vendors that want to accept mobile credit card payments. Singlepoint's SMS services allows our clients to conduct business transactions, accept donations and engage in targeted communication campaigns with their customers/donors on a national and international scale.

In January 2014, Singlepoint announced the development of mobile payment systems designed for use in the cannabis and medical marijuana industry.

On October 27, 2016, Vara Prasad Boddu resigned as a director of the Company.

The Company is not and has never been a shell company as defined by the SEC.

The Company is currently considering auditors to perform audits of its financial statements. The Company had engaged an auditor to perform an audit of its December 31, 2015 financial statements, however, that firm's registration to perform PCAOB audits was revoked on June 14, 2016 prior to completion of our audit.

B. Date and State (or Jurisdiction) of Incorporation:

Date: October 15, 2007

State: Nevada

C. the issuer's primary and secondary SIC Codes;

Primary: 7389

Secondary: N/A

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

Singlepoint Inc offers best-in-class mobile marketing solutions; including a mobile credit card gateway, mobile donations, SMS text messaging services, and Text2Bid. Singlepoint's supplies merchants with credit card transactions through mobile devices via SMS. The business provides customers with essential marketing tools specializing in mobile commerce and mobile donations. With info/blast message technology companies can instantaneously reach their customer.

## **7) Describe the Issuer's Facilities**

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

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

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

Singlepoint does not lease any assets, properties or facilities.

## **8) 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 shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

- Greg Lambrecht, Chief Executive Officer, Chief Financial Officer and Chairman of the Board (57.6% Class A Convertible Preferred Stock, 7.9% of common stock)
- Gowri Shankar, Director (12.1% Class A Convertible Preferred Stock)
- Eric Lofdahl, Director (23.2% Class A Convertible Preferred Stock)
- Ken Liu, control person (13.8% of common shares)
- Mitchell Saltz, control person (5.9% of common shares)

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five 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);

No

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;

No

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



No

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.

No

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Think Logica, LLC. Controlled by Ken Liu  
556 S Fair Oaks Ave #564, Pasadena, CA 91105  
Percentage of Shares: 13.8% of Common Stock

Greg Lambrecht, CEO  
2320 East Baseline Road, Suite 148-206, Phoenix, AZ 85042  
Percentage of Shares: 57.6% of Class A Convertible Preferred Stock

Eric Lofdahl, Director  
2320 East Baseline Road, Suite 148-206, Phoenix, AZ 85042  
Percentage of Shares: 23.2% of Class A Convertible Preferred Stock

Gowri Shankar, Director  
2320 East Baseline Road, Suite 148-206, Phoenix, AZ 85042  
Percentage of Shares: 12.1% of Class A Convertible Preferred Stock

## **9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel  
Name: Jeffrey M. Stein, Esq.  
Firm: JMS Law Group, PLLC  
Address 1: 998C Old Country Road, #233, Plainview NY 11803  
Phone: 516-422-6285  
Email: jstein@jmslg.com

Accountant or Auditor  
Name: Arun Arora, CPA  
Firm: Next Delta  
Address 1: 1216 Golden View Dr, Corona, CA 92882

Investor Relations Consultant  
Name: Greg Lambrecht  
Firm: Singlepoint, Inc  
Address 1: 2320 East Baseline Road, Suite 148-206, Phoenix, AZ 85042  
Phone: 602-481-1544  
Email: gregl@singlepoint.com

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: N/A

## 10) Issuer Certification

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

The certifications shall follow the format below:

I, Greg Lambrecht certify that:

1. I have reviewed this March 31, 2017 Quarterly Disclosure Statement of Singlepoint, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 15, 2017 [Date]

/s/ Greg Lambrecht [CEO's Signature]

/s/ Greg Lambrecht [CFO's Signature]

CEO, CFO [Title]

SINGLEPOINT, INC.  
FINANCIAL STATEMENTS  
(Unaudited)

March 31, 2107

SINGLEPOINT, INC.  
BALANCE SHEETS  
(Unaudited)

	March 31, 2107	December 31, 2016
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash	\$ 282,345	\$ 50,709
Total Current Assets	282,345	50,709
Investments, net	579,902	26,000
Total Assets	<u>\$ 862,247</u>	<u>\$ 76,709</u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
<b>LIABILITIES</b>		
<b>CURRENT LIABILITIES:</b>		
Accounts payable	\$ 38,649	\$ 37,238
Accrued expenses	299,000	373,789
Convertible notes payable (Note 4)	-	525,000
Advances from related party	-	20,000
Total Current Liabilities	337,649	956,027
Total Liabilities	337,649	956,027
<b>STOCKHOLDERS' EQUITY (DEFICIT):</b>		
Class A convertible preferred stock, par value \$0.0001; 60,000,000 shares authorized; 24,750,000 and 31,750,000 shares issued and outstanding, respectively	2,475	3,175
Common stock, par value \$0.0001; 1,000,000,000 shares authorized; 705,027,883 and 530,719,890 shares issued and outstanding, respectively	70,503	53,072
Common stock to be issued	655,689	-
Additional paid-in capital	8,064,023	6,919,354
Accumulated deficit	(8,268,092)	(7,854,919)
Total Stockholders' Equity (Deficit)	524,598	(879,318)
Total Liabilities and Stockholders' Equity (Deficit)	<u>\$ 862,247</u>	<u>\$ 76,709</u>

*See accompanying notes to the financial statements.*

SINGLEPOINT, INC.  
**STATEMENTS OF OPERATIONS**  
(Unaudited)

	For the Three Months Ended March 31, 2017	For the Three Months Ended March 31, 2016
REVENUE		
Revenue	\$ 411	\$ 205
Total Revenue	411	205
Cost of Revenue	-	26
Gross profit	411	179
OPERATING EXPENSES:		
Consulting fees	151,707	19,400
Compensation	30,000	30,000
Professional and legal fees	8,670	4,000
Investor relations	189,064	39,446
General and administrative	22,140	5,775
Operating expenses	401,581	98,621
LOSS FROM OPERATIONS	(401,170)	(98,442)
OTHER INCOME (EXPENSE)		
Interest expense	(12,003)	(13,171)
Gain (loss) on settlement of debt	-	-
Other income (expense), net	(12,003)	(13,171)
LOSS BEFORE INCOME TAX PROVISION	(413,173)	(111,613)
Income tax provision	-	-
NET LOSS	\$ (413,173)	\$ (111,613)
Net loss per share - basic and diluted	(0.00)	(0.00)
Weighted average number of common shares outstanding - basic and diluted	555,354,036	370,990,083

*See accompanying notes to the financial statements.*

SINGLEPOINT, INC.  
**STATEMENTS OF CASH FLOWS**  
(Unaudited)

	For the Three Months Ended March 31, 2017	For the Three Months Ended March 31, 2016
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net loss	\$ (413,173)	\$ (111,613)
Adjustments to reconcile net loss to net cash used in operating activities		
Common stock issued for services	144,647	46,600
Changes in fair value of investments	-	-
(Gain) loss on debt settlement	-	-
Preferred stock issued for services	-	-
Changes in operating assets and liabilities:		
Accounts payable	1,411	10,329
Accrued expenses	(49,100)	42,900
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	<b>(316,215)</b>	<b>(11,784)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Cash investment in Convectium	(210,000)	-
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(210,000)</b>	<b>-</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Proceeds from sale of common stock	-	-
Proceeds from issuance of notes payable	-	-
Proceeds from advances from related party	-	11,500
Payments on advances to related party	(20,000)	-
Proceeds from issuance of convertible notes	777,851	-
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>757,851</b>	<b>11,500</b>
<b>NET CHANGE IN CASH</b>	<b>231,636</b>	<b>(284)</b>
Cash at beginning of period	50,709	1,762
Cash at end of period	<u>\$ 282,345</u>	<u>\$ 1,478</u>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:</b>		
Interest paid	\$ -	\$ 27,134
Income tax paid	\$ -	\$ -
<b>NON-CASH INVESTING AND FINANCING ACTIVITIES:</b>		
Common stock issued for debt	\$ -	\$ -
Common stock issued for accrued interest	\$ -	\$ 475
Common stock issued for conversion of debt	\$ 657,850	\$ 95,000
Common stock issued to acquire investments	\$ 343,902	\$ -
Resolution of derivative liabilities due to debt conversion	\$ -	\$ -
Debt discount due to derivative liability	\$ -	\$ -

*See accompanying notes to the financial statements.*

**SINGLEPOINT, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**NOTE 1 – ORGANIZATION AND NATURE OF BUSINESS**

***History***

Carbon Credits International Inc. (“CCII”), which was formed on October 15, 2007 as a Nevada corporation, was the result of a spin off from Carbon Credits Industries, Inc. (“CCI”), our former parent issuer, on October 17, 2007, in which 24,196,000 shares of common stock were issued to the shareholders of CCI on a share for share basis ownership. No assets or liabilities were included in the spin off and there was no previous history or operations of CCII.

On December 23, 2011, CCII entered into a merger agreement with Lifestyle Wireless, Inc. (“LWI”), A Washington Corporation, whereby 30,008,000 shares of CCI common stock were cancelled and 6,321,830 shares of CCII common stock were issued to LWI, with CCII remaining as the surviving company. The effective date of the merger was January 10, 2012 under the Articles of Merger.

On July 1<sup>st</sup> 2013, CCII changed its name to Singlepoint Inc. (“Singlepoint” or “the Company”) and increased its authorized shares of common stock from 100,000,000 to 500,000,000 and authorized 30,000,000 preferred shares. On July 1<sup>st</sup> 2013, the ticker symbol changed from CARN to SING and received a new CUSIP number of 82932V102. The Company operates a mobile commerce and communications platform specifically designed to serve the needs of the non-profit community, as well as vendors that want to accept mobile credit card payments.

On April 1, 2013, the Company entered into an Asset Purchase Agreement to purchase the assets of Six Sigma Services, Inc. These assets were primarily customer contracts and the rights to the Six Sigma name. The Company sold the assets of Six Sigma on November 30, 2015.

***Going Concern***

The financial statements have been prepared assuming that the Company will continue as a going concern. As of March 31, 2017, the Company has yet to achieve profitable operations and is dependent on its ability to raise capital from stockholders or other sources to sustain operations and to ultimately achieve viable operations. The consolidated financial statements do not include any adjustments that might result from the outcome of these uncertainties. These factors raise substantial doubt about the Company's ability to continue as a going concern.

Our ability to continue in existence is dependent on our ability to develop our business plan and to achieve profitable operations. Our business plan involves revealing a brand new interactive website in addition to increasing SEO traffic to our website, generating more sales and customer response. Since we anticipate being unable to achieve profitable operations and/or adequate cash flows in the near term, we will continue to pursue additional equity financing through private placements of our common stock.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

***Revenues***

Our product revenues, when earned, will result from the direct sale of our product to customers/businesses or commissions earned from the sale of mobile payment products, or from payment services provided. Our accounting policy for revenue recognition will be to record revenues and cost of revenues upon monthly customer payment for our products, or when services are provided. For billing services, the Company receives a fee for billing and collecting on behalf of third parties. The Company recognizes revenues for these billing services on a net basis, which is the net of payments collected and paid on behalf of the third parties.

### ***Revenue Sharing***

As an alternative to selling our products to customers, we can achieve revenues by sharing commissions with Independent Sales Organizations.

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

The Company considers all highly liquid investments with the original maturities of ninety days or less to be cash equivalents.

### ***Convertible promissory notes***

The Company records convertible promissory notes as liabilities at their carrying value less unamortized discounts, which approximates fair value. When convertible promissory notes are converted into shares of our common stock in accordance with the debt's terms, no gain or loss is recognized.

### ***Income Taxes***

The Company accounts for its income taxes in accordance with Income Taxes Topic 740 of the FASB, which requires recognition of deferred tax assets and liabilities for future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and tax credit carry forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in operations in the period that includes the enactment date. As of , the Company had a net operating loss carryforward, however, due to the uncertainty of realization, the Company has provided a full valuation allowance for deferred tax assets resulting from this net operating loss carry forward.

### ***Earnings (loss) Per Common Share***

Basic loss per common share has been calculated based upon the weighted average number of common shares outstanding during the period in accordance with the Statement of FASB ASC 260-10, "Earnings per Share". Common stock equivalents are not used in the computation of loss per share, as their effect would be antidilutive.

### ***Use of Estimates in the Preparation of Financial Statements***

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 reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Actual results could differ from those estimates and assumptions.

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

FASB ASC 825-10, "Financial Instruments," defines the fair value of a financial instrument as the amount at which the instrument could be exchanged in a current transaction between willing parties. The carrying values of our financial instruments, which consists of current assets and liabilities approximate fair values due to the short-term maturities of such instruments.

### ***Recently Issued Accounting Pronouncements***

There were various accounting standards and interpretations issued recently, none of which are expected to have a material impact on our consolidated financial position, operations or cash flows.



### NOTE 3 – INVESTMENTS

During the three months ended March 31, 2017, the Company issued 4,878,049 shares of common stock with a fair value of \$343,902, along with \$210,000 in cash to a third party as an initial payment for an ownership interest in Jacksam Corp, dba Convectium.

The Company recorded its investments at the fair value of the common stock issued and cash paid for the ownership interests acquired.

### NOTE 4 – CONVERTIBLE NOTES PAYABLE

Convertible notes payable consisted of the following at March 31, 2017 and December 31, 2016:

	<u>March 31, 2017</u>	<u>December 31, 2016</u>
Convertible \$30,000 note payable to individual, Caroline Vanderoef, (the “CV Notes”) with interest at 12%, due February 29, 2009, convertible at the option of the holder into shares of the Company’s common stock at \$0.75 per share. \$20,000 of this note was assigned to a noteholder who converted in full to 2,000,000 shares of common stock on November 11, 2016. The remaining balance of \$10,000 and accrued interest of \$20,000 were assigned to new noteholders and converted to common stock.	\$ -	\$ 10,000
Convertible notes payable to institutional investor, Stockbridge Enterprises, L.P. (the “SB Notes”), with interest at 12%, dated November 1, 2010, convertible at the option of the holder into shares of the Company’s common stock at \$0.75 per share (amended to \$0.002 per share per Addendum dated October 27, 2016). The noteholder has agreed to convert these notes in full to shares of common stock.	-	350,000
Convertible notes payable to institutional investor, with interest at 5%, dated May 19, 2016, due January 19, 2017, convertible at the option of the holder into shares of the Company’s common stock at a discount of the Company’s common stock as defined in the agreement. The noteholder has agreed to convert these notes in full to shares of common stock.	-	60,000
Convertible notes to investors, with interest at 12%, convertible at the option of the holder into shares of the Company’s common stock. These notes were converted in full to common stock during the three months ended March 31, 2017.	-	105,000
Total convertible notes payable	<u>\$ -</u>	<u>\$ 525,000</u>

Accrued interest on the above notes payable totaled \$0 and \$84,789 as of March 31, 2017 and December 31, 2016, respectively. Interest expense for the notes payable for the three months ended March 31, 2017 and 2016 was \$12,003 and \$13,171, respectively.

### NOTE 5 - EARNINGS PER SHARE

The Company computes net loss per share in accordance with FASB ASC 260-10 “Earnings per Share”. Under the provisions of FASB ASC 260-10, basic net loss per share is computed by dividing the net loss

available to common stockholders for the period by the weighted average number of shares of common stock outstanding during the period.

Diluted loss per share is computed using the weighted average number of shares and dilutive potential common shares arising from the conversion of preferred shares into common shares at the election of the holders thereof. Potentially dilutive common shares consist of employee stock options, warrants, and unissued restricted common stock, and are excluded from the diluted earnings per share computation in periods where the Company has incurred net losses.

For the three months ended March 31, 2017 and 2016, our net loss per share was \$0.00 and \$0.00, respectively, based on the weighted average number of shares outstanding of 555,354,036 and 370,990,083, respectively. There were no dilutive securities outstanding.

## **NOTE 6 – STOCKHOLDERS’ EQUITY (DEFICIT)**

### ***Class A Convertible Preferred Shares Issued***

As of March 31, 2017, the Company had authorized 60,000,000 shares of Series A Convertible Preferred Stock (“Class A Stock”) with \$0.0001 par value, of which 24,750,000 and 31,750,000 shares were issued and outstanding as of March 31, 2017 and December 31, 2016, respectively.

Each share of Class A Stock is convertible at any time into six shares of common stock, totaling 148,500,000 shares of common stock assuming full conversion of all authorized shares. No dividends are payable unless declared by the Board of Directors. Each share of Class A Stock votes with the shares of Common Stock and is entitled to 25 votes per share and ranks senior to all other classes of stock in liquidation in the amount of \$1 per share. Class A Stock shall convert into common stock of the Company at a ratio of 6 common shares for every 1 common share.

On February 9, 2017, the Company’s CEO converted 7,000,000 shares of Class A Stock into 42,000,000 shares of the Company’s common stock.

### ***Common Shares Issued***

As of March 31, 2017, the Company’s authorized common stock is 1,000,000,000 shares at \$0.0001 par value, of which 705,027,883 and 530,719,890 shares were issued and outstanding as of March 31, 2017 and December 31, 2016, respectively.

On July 20, 2016, the Company amended its Articles of Incorporation and increased its authorized common shares from 500,000 to 1,000,000.

During the three months ended March 31, 2017, the Company issued 124,800,000 common shares for convertible notes payable totaling \$657,850 that were converted by the note holders, at prices ranging from \$0.0005 to \$0.0100.

During the three months ended March 31, 2017, the Company issued an aggregate of 2,629,944 shares of common stock for services with a fair value of \$144,647.

During the three months ended March 31, 2017, the Company issued 4,878,049 shares of common stock for an investment stake with Convectum with a fair value of \$343,902.

As of March 31, 2017, we had convertible notes totaling \$655,689 which had been converted, but shares had not yet been issued as of this filing date. The converted notes are reflected as common stock to be issued on the accompanying balance sheet as of March 31, 2017.

## **NOTE 7 – RELATED PARTY TRANSACTIONS**

### ***Accrued Officer Compensation***

As of March 31, 2017, a total of \$299,000 was accrued for unpaid officer wages due the Company's CEO as per the CEO's employment agreement. No compensation is due any other officer.

Our CEO advanced the Company funds during 2016, with a balance of \$20,000 as of December 31, 2016. The advances are unsecured, bear no interest and have no specified due date. These advances were repaid during the three months ended March 31, 2017.

#### **NOTE 8 - COMMITMENTS**

The Company has no material commitments as of March 31, 2017.

#### **NOTE 9 – INCOME TAXES**

The Company has net operating losses ("NOLs") as of March 31, 2017 of approximately \$6,000,000 for federal tax purposes, which will expire in varying amounts through 2037. The Company may be able to utilize its NOLs to reduce future federal and state income tax liabilities. However, these NOLs are subject to various limitations under Internal Revenue Code ("IRC") Section 382. IRC Section 382 limits the use of NOLs to the extent there has been an ownership change of more than 50 percentage points. In addition, the NOL carry-forwards are subject to examination by the taxing authority and could be adjusted or disallowed due to such exams. Although the Company has not undergone an IRC Section 382 analysis, it is possible that the utilization of the NOLs could be substantially limited. The Company has no tax provision for the three months ended March 31, 2017 and 2016 due to the net losses and full valuation allowances against net deferred tax assets.

#### **NOTE 10 - SUBSEQUENT EVENTS**

None.

**End of Notes to Financial Statements**