

POTNETWORK HOLDINGS INC
Year End Supplemental Information Disclosure
31st December 2017

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.

Potnetwork Holdings, Inc., a Colorado corporation

- Formerly=SND Auto Group, Inc. until 3-2017 ⇔ a Wyoming corporation
- Formerly=Potnetwork Holdings, Inc. until 5-2016 ⇔ a Wyoming corporation
- Formerly=United Treatment Centers, Inc. until 7-2015 ⇔ a Wyoming corporation
- Formerly=Element Trading Holdings, Inc. until 3-2014 ⇔ a Wyoming corporation
- Formerly=United Treatment Centers, Inc. until 10-2013 ⇔ a Wyoming corporation
- Formerly=MyMedicalCD, Ltd. until 6-2008 ⇔ a Wyoming corporation
- Note=11-04 State of Incorporation Nevada changed to Wyoming
- Formerly=Interactive Solutions Corp. until 11-2004 ⇔ a Nevada corporation
- Formerly=Araldica Wineries Ltd. until 2-2000 ⇔ a Nevada corporation
- Formerly=H P Capital Corp. until 9-1996 ⇔ a Nevada corporation

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 3531 Griffin Road, Fort Lauderdale, FL 33312

Address 2:

Address 3:

Phone: 213-381-7450

Website(s): www.potnetworkholding.com, www.DiamondCBD.com

IR Contact

Address 1:

Phone:

Email:

Website(s):

3) Security Information

Trading Symbol: POTN (formerly UTRM changed July 24, 2015)

Exact title and class of securities outstanding: Common Stock

CUSIP: 737636209 (

Par or Stated Value: .00001

Total shares authorized: 1,000,000,000 as of: December 31, 2017

Total shares outstanding: 569,920,485 as of: December 31, 2017

Trading Symbol: POTN (formerly UTRM changed July 24, 2015)

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

Par or Stated Value: .00001

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v1.1 April 25, 2013)

Total shares authorized: 60,000 as of: December 31, 2017
Total shares outstanding: 32,681.97 as of: December 31, 2017

Transfer Agent

Name: Worldwide Stock Transfer LLC

Address: One University Plaza, Suite 505, Hackensack, NJ 07601

Phone: 201-820-2008

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

List any restrictions on the transfer of security: NONE

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

The issuer has now reincorporated in Colorado, as of March 3, 2017, following its acquisition of First Capital Venture Holdings Co. Coinciding with that event, the issuer entered triangular merger pursuant Colorado law, similar to what is prescribed by Section 251(g) of the Delaware General Corporation Law. Immediately prior thereto, also a subsequent event, the Company changed its name to its name to PotNetwork Holding, Inc., having previously changed its name to SND Auto Group, Inc., on May 20, 2016. Prior thereto, effective July 24, 2015 the Company's name was PotNetwork Holdings Inc. with a new ticker symbol of "POTN." The Company's fiscal year ends December 31. During the past three years the Company has not been in bankruptcy, receivership or involved in any similar proceeding. The Company was at least arguably in default on a convertible promissory note issued to Sign N Drive Auto Mall Inc. However, it has since retired that note in exchange for a commitment of future issuances. Otherwise the Company is not in default in the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the Company to make payments. The Company has not been the subject of any delisting by a securities exchange or a deletion from the OTC Bulletin Board. In February 2018, the Company amended and re-started the terms and conditions of the merger executed in January 2017 such that certain effects specific to its similarity with a reorganization under Section 251(g) of the Delaware General Corporation law were reversed. As a result, the Company reassumed its prior name, PotNetwork Holdings, Inc. (with an "s" on Holding), while remaining a Colorado corporation. For all practical purposes the merger of the entities involved was not affected and the capital share structure resulting from the merger was maintained.

4) Issuance History (2 years)

On January 18, 2017 the company issued 2,314,814 common shares to upon the conversion of indebtedness owed. The certificates evidencing the above mentioned common shares were issued without legend in that Rule 144 permits the lenders to tack back to the date of the debt which was more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend as permitted by SEC Rule 144, permitting the holders to tack back to the date of the debt was originally issued and paid for, more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend.

On January 24, 2017 the company issued 4,000,000 common shares to upon the conversion of indebtedness owed. The certificates evidencing the above mentioned common shares were issued without legend in that Rule 144 permits the lenders to tack back to the date of the debt which was more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend as permitted by SEC Rule 144, permitting the holders to tack back to the date of the debt was originally issued and paid for, more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend.

On February 2, 2017 the company issued 2,800,000 common shares to upon the conversion of indebtedness owed. The certificates evidencing the above mentioned common shares were issued without legend in that Rule 144 permits the lenders to tack back to the date of the debt which was more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend as permitted by SEC Rule 144, permitting the holders to tack back to the date of the debt was originally issued and paid for, more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend.

On February 14, 2017 the company issued 1,707,800 common shares to upon the conversion of indebtedness owed. The certificates evidencing the above mentioned common shares were issued without legend in that Rule 144 permits the lenders to tack back to the date of the debt which was more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend as permitted by SEC Rule 144, permitting the holders to tack back to the date of the debt was originally issued and paid for, more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend.

On March 13, 2017 the company issued 300,000,000 shares as per the triangular merger pursuant Colorado law, which is the financial and substantive equivalent to that set forth in section 251(g) of the Delaware General Corporation Law.

On March 23, 2017 the company issued 39,000,000 common shares to upon the conversion of indebtedness owed. The certificates evidencing the above mentioned common shares were issued without legend in that Rule 144 permits the lenders to tack back to the date of the debt which was more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend as permitted by SEC Rule 144, permitting the holders to tack back to the date of the debt was originally issued and paid for, more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend.

On February 7, 2017 the company cancelled 4,500,000 common shares originally issued for debt conversion.

On July 1, 2017 the company issued 42,000,000 common shares to upon the conversion of indebtedness owed. The certificates evidencing the above mentioned common shares were issued without legend in that Rule 144 permits the lenders to tack back to the date of the debt which was more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend as permitted by SEC Rule 144, permitting the holders to tack back to the date of the debt was originally issued and paid for, more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend.

On September 27, 2017 the company issued 40,000,000 common shares to upon the conversion of indebtedness owed. The certificates evidencing the above mentioned common shares were issued without legend in that Rule 144 permits the lenders to tack back to the date of the debt which was more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend as permitted by SEC Rule 144, permitting the holders to tack back to the date of the debt was originally issued and paid for, more than one year prior to issuance, thereby qualifying it for share issuance without restrictive legend.

5) Financial Statements

The Company's financial statements for the period ended December 31, 2017 are hereby incorporated by reference and can be found on www.OTCmarkets.com.

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;

The issuer acquired First Capital Venture Co D/B/A Diamond CBD on March 3, 2017, in the business of selling numerous CBD Oil products both wholesale and retail.
SND Auto Group Inc, formed on 14th March 2017 as a pre-owned vehicle auto dealership, as a successor to the Sunrise Auto Mall Inc, a Florida Profit Corporation established in April 2014, is another wholly owned subsidiary.

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

4899 - Communication services, miscellaneous
5900 Retail-Miscellaneous Retail

D. the issuer's fiscal year end date;

31-Dec

E. principal products or services, and their markets;

The issuer acquired First Capital Venture Co D/B/A Diamond CBD on March 3, 2017, in the business of selling numerous CBD Oil products both wholesale and retail.

7) Describe the Issuer's Facilities

The address of its principal executive officers: 3531 Griffin Road, Fort Lauderdale, FL 33312

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: Gary L. Blum – Chairman

Richard Goulding – CEO

(a) Kevin Hagen and (b) Elinor Taieb, hold 10% or more on 31th December 2017

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: 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

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: Peder Davisson, Esq.
Address: 4124 Quebec Avenue North, Suite 306, Minneapolis, MN 55427
Phone: 763-355-5678
Email: pederd@davissonpa.com

Auditor

Name: East West Accounting Services LLC
Address: 11583 SW 253rd Street, Princeton, Florida 33032
Phone: (954) 770-8297
Email: eastwestaccounting@yahoo.com

Investor Relations Consultant

Name: Marisol Elwell
Phone: (855) 895-4623
Email: investors@PotNetworkHolding.com

10) Issuer Certification

I, Richard Goulding certify that:

1. I have reviewed this Supplemental Information Disclosure Statement of PotNetwork Holding Inc. 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.

/s/Richard Goulding

Richard Goulding
Chief Executive Officer

2nd April 2018