QUARTERLY Disclosure Statement

Period Ending June 30, 2018

No Borders, Inc.
(a Nevada Corporation)

Trading Symbol: NBDR

Cusip Number: 65486W105

Issuer’s Equity Securities:

Common Stock, $0.001 par value

Issued and Outstanding Common Shares as of August 16, 2018: 279,446,200

Because we want to provide more meaningful and useful information, this Disclosure Statement contains certain “forward-looking statements” (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulation of the Securities and Exchange Commission, and common law.

Wherever possible, we have tried to identify these forward-looking statements by using words such as “anticipate,” “believe,” “estimate,” “expect,” “plan,” “intend,” and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements. We have no obligation to update or revise any such forward-looking statements that may be made to reflect events or circumstances after the date of this Disclosure Statement.
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QUARTERLY INFORMATION DISCLOSURE

All information contained in this Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuer Report.

OTC Pink Basic Disclosure Guidelines

Item 1. The exact name of the Issuer and its predecessors (if any).

The exact name of the Issuer is No Borders, Inc. No Borders Inc. (the “Company” or “NBDR”), was incorporated under the laws of the state of Nevada, on May 28, 1999 as Finders Keepers, Inc. The name No Borders, Inc., was adopted on October 18, 2004.

Other than listed above, the corporation has used no other names in the past five years.

Item 2. Address of the Issuer's Principal Executive Offices

Company Headquarters:

18716 E. Old Beau Trail
Queen Creek, AZ 85142
Website: www.LannisterHoldings.com & www.LannisterDevelopment.com

The telephone number is (760) 582-5115
e-mail: Contact@LannisterHoldings.com


Trading Symbol: NBDR
Exact Title and Class of Securities Outstanding: Common Stock
CUSIP: 65486W105
Common Stock
Par or Stated Value: $0.001
Total Shares Authorized: 750,000,000
Total Shares Outstanding: 276,176,200

Preferred Stock: Series A Redeemable Preferred Stock
Par or Stated Value: $0.001
Total shares authorized: 10,000,000 as of: August 16, 2018
Total shares outstanding: 9,250,000 as of: August 16, 2018

Series A Redeemable Preferred Stock is convertible into Common Stock at a ratio of 20 shares of Common Stock for every share of Series A Redeemable Preferred Stock. Series A Redeemable Preferred Stock also has voting rights of 100 votes per share on all stockholder matters.

**Transfer Agent:**

Pacific Stock Transfer Co.
6725 Via Austi Parkway
Suite 300
Las Vegas, NV 89119
Ph: 800-785-7782

Is the Transfer Agent registered under the Exchange Act: Yes [X] No [ ]

List any restrictions on the transfer of securities: None.

Describe any trading suspension orders issued by the SEC in the past 12 months: None

**Item 4. Issuance History**

On or about March 7, 2018, the Company issued 600,000 shares of its common stock through a consulting agreement to BHP Capital, NY, Inc., at a cost per share of $0.0015 per share.

On March 12, 2018, The Company after review and recommendation from the Board, entered into an Agreement for Conversion of Indebtedness into Restricted Common Stock with Lannister Holdings, Inc., pursuant to which it was agreed that $58,107 of outstanding convertible indebtedness (the “Indebtedness”) would be converted to 38,738,000 shares of the Company’s restricted common stock at a price per share of $0.0015 (the “Agreement for Conversion”).

On March 14, 2018, the Company signed the share exchange agreement (“Agreement”) with Lannister Holdings, Inc., a company incorporated under the laws of the State of Arizona (the “Lannister”) and all of the shareholders of Lannister (the “Selling Shareholders”) pursuant to the Agreement by and amongst the Company, Lannister and the Selling Shareholders. The Company will acquire 100% of the issued and outstanding securities of Lannister Holdings, Inc., in exchange for the issuance of 20,000,000 shares of the Company’s Restricted Common Stock, par value $0.001 per share.

On March 26, 2018, the Company issued 1,500,000 shares of its common stock through a private placement to Dean Boguslawski, an accredited investor for total cash consideration of $30,000 or $0.02 per share
On March 28, 2018, the Company entered into an amended agreement of conversion (“Conversion Agreement”), with Black Ice Advisors, LLC (the “Holder”) of a note in the principal amount of $62,380 (the “Note”) with an original issuance date of March 24, 2015; whereby, the Holder of the Note agreed to convert the entire note and interest, based on a fifty percent discount to a share price of $0.03 per share, instead of using the Note’s original conversion price of a fifty percent discount to the lowest traded price of the Common Stock over a ten trading day look back period, which would have given the Holder a conversion price of $0.005 per share. Based upon the Conversion Agreement the Company issued 4,982,466 shares to the Holder for the complete extinguishment of that Note.

On May 4, 2018, the Company issued 5,000,000 shares of its common stock through a private placement to Johanna Guimarra, an accredited investor for total cash consideration of $100,000 or $0.02 per share.

On May 9, 2018, the Company issued 1,820,000 restricted common shares at $0.0015 per share, to five individuals for their work performed as per consulting agreements and for services rendered to the Company.

On June 13, 2018, the Company received a conversion notice from Mr. Kummerle; wherein, he requested to convert his 750,000 shares of Series A Preferred Stock into 750,000 shares of common stock at a ratio of 1 share of Series A Preferred Stock for 1 share of common stock. On June 13, 2018. The Company issued to Mr. Kummerle the 750,000 shares of common stock as per his conversion request.

On June 25, 2018, the Company issued 3,000,000 shares of its common stock through a private placement to BVMH Enterprises, LLC, an accredited investor for total cash consideration of $60,000 or $0.02 per share.

**Item 5. Financial Statements**

The financial statements for the fiscal years ended December 31, 2017 through December 31, 2016 were posted to OTC Markets, Inc. on June 5, 2018, and July 6, 2018 the Annual Report for the fiscal year ended December 31, 2017, and the respective quarterly report were posted with the OTC markets respectively. Quarterly Reports for the period ending March 31, 2018, June 30, 2018 were posted to OTC Markets, Inc., on July 6, 2018 and August 13, 2018 respectively.

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

**A. Description of the Issuer's Business Operations:**

No Borders, Inc., through its wholly-owned subsidiary Lannister Holdings, Inc.’s mission is to develop and acquire revolutionary cutting-edge technologies for both internal use cases as well as client business applications around the globe. Through the trade name Lannister Development, Lannister offers full scope software development, integration and consulting services to clients in verticals such as Energy, Fintech, Manufacturing, Logistics, Real Estate and more. Lannister
operates with a core belief that a decentralized, consultative, agile company and development structure affords Lannister a unique and powerful value proposition to stakeholders as well as an incredibly compelling offering to clients who wish to obtain impactful operational cost savings, risk mitigation and valuable intellectual property within their respective business segments. Lannister Development operates with a top of mind focus on multi-faceted value creation that allows us to provide ourselves and our clients with not only the valuable results of deploying these technologies but also with a focus on the pieces and processes that can be filed and secured with intellectual property filings both in the US and globally.

No Borders, Inc., is a diversity first, remote work marketing, development and strategic acquisitions company that specializes in identifying unique opportunities in the global software development landscape; wherein, it will sign marketing, strategy and software consulting, development, partnership or acquisition agreements with companies to assist them with scaling their respective businesses, while deploying internal teams to generate revenue growth in the Lannister Brands and the brands of any tech, software as a service (“SaaS”), or other development operations or assets that Lannister may acquire or partner with, offering consultative strategic integration, scoping and networking for companies, governments and organizations around the world, providing guidance, technology and support to these organizations from a results oriented, remote work operational structure. Fees will vary based on the size and scope of services provided. In addition to the fixed fee, we will also consult on an hourly basis for certain clients. Each consulting agreement may differ greatly based on the needs of the clients. Strategic acquisitions can play a significant an impactful role in the growth, scale and value that the Company wished to achieve going forward. As such our Executive Team and our Advisory Board are actively engaging and building relationships in industries and verticals that the Company feels can have outsized impacts and scaled disruptions with an eye on opportunities for partnership and acquisition. No Borders, Inc., offers the following services to clients:

- Develop and build distributed ledger technologies;
- Develop and build cloud technologies;
- Develop and build IoT technologies;
- Develop and build integrations between the above-mentioned technologies and existing infrastructure and systems
- Develop and build out tokenization projects for clients;
- Project scoping;
- Technical mapping;
- Project milestone cost projections
- Consulting on technical issues with distributive ledger technologies
- Full stack platform development;
- Cloud infrastructure consulting, integrations and maintenance
- Hyperledger development and integrations;
- Digital strategy and marketing solutions
- SaaS development, deployment and management;
- App and Dapp mapping, development, deployment and maintenance;
- Go to market strategic consulting;
- GIST framework consulting;
- Agile operations consulting;
• Speaking, panel guest and subject matter expert consulting;
• Go to investment strategic consulting;
• Mergers and Acquisitions consulting and participation;
• Digital marketing, branding and messaging services;
• Decentralized operations and sales team development consulting; and
• Exploring opportunities for additional product use cases and identify intellectual property potential within development project processes.

RISK FACTORS

You should carefully consider the risks, uncertainties and other factors described below because they could materially and adversely affect our business, financial condition, operating results and prospects and could negatively affect the market price of our common stock. Also, you should be aware that the risks and uncertainties described below are not the only ones facing us. Additional risks and uncertainties that we do not yet know of, or that we currently believe are immaterial, may also impair our business operations and financial results. Our business, financial condition or results of operations could be harmed by any of these risks. The trading price of our common stock could decline due to any of these risks, and you may lose all or part of your investment.

A purchase of any shares of our common stock is an investment in our common stock and involves a high degree of risk. Investors should consider carefully the following information about these risks, together with the other information contained in this disclosure statement, before the purchase of the shares of our common stock. If any of the following risks actually occur, the business, financial condition or results of our operations would likely suffer. In this case, the market price of the common stock could decline, and investors may lose all or part of the money they paid to buy the shares of our common stock.

We have generated limited revenues, to date.

We have generated limited revenues to date. Our decentralized business model is designed to reduce the typical significant costs of services associated with sales, software development and customer success operations. Coupling this fact with operating expenses incurred by us, we have only generated limited revenues in the past. We hope that as our business expands that the scale of the enterprise would result in both higher operating and net margins.

We have a history of operating losses and there can be no assurance we will be profitable in the future. There is substantial doubt about our ability to continue as a going concern.

We have limited operating history and may experience losses in the near term. We may be dependent on sales of our equity securities and/or debt financing to meet our cash requirements for the future proposed expansion of operations.

We had no income from operations for the fiscal year ended December 31, 2017 as our company Lannister Holdings, Inc. was not formed until 2018. We need to maintain a steady operating structure, ensuring that expenses are contained such that profits are consistently achieved. In order to expand our business, we would likely require additional financing. Our management must
continually develop and refine its strategies and goals in order to execute our business plan on a broad scale and expand the business.

One of the biggest challenges facing us will be in securing adequate capital to continue to expand its business and increase operations. Secondarily, an ongoing challenge remains the maintenance of an efficient operating structure and business model. We must keep our expenses and the costs of employees at a minimum in order to generate a profit from the revenues that we receive from our clients. Third, in order to expand, we will need to continue implementing effective sales and marketing strategies to reach and forge new business relationships. We have devised our initial sales, marketing and advertising strategies; however, we will need to continue refinement of these strategies and also skillfully implement these plans in order to achieve ongoing and long-term success in its business. Fourth, we continuously identify, attract, solicit and manage employee talent, which requires us to consistently recruit, incent and monitor various employees.

High employee turnover or attrition is a significant risk for us as it requires expending substantial resources to locate and train new personnel and also to replace personnel for clients. These tasks require significant time and attention from our management, and employees may nevertheless become dissatisfied with their respective tenure with us.

Due to financial constraints and the early stage of our Company, we have to date conducted limited advertising and marketing to reach customers. In addition, we have not yet located the sources of funding for further development on a broader scale through acquisitions or other major partnerships. If we were unable to locate such financing and/or later develop strong and reliable sources of potential new business relationships and a means to efficiently reach new business partners and customers, it is unlikely that we will be able to develop its proposed expanded operations and business plan. Moreover, the above assumes that our services are consistently met with client satisfaction in the marketplace and exhibit steady success amongst the potential customer base, neither of which is reasonably predictable or guaranteed.

The persons who have prepared our financials have questioned our ability to continue operations as a “going concern.” Investors may lose their investment if we are unable to continue operations and generate sufficient revenues. We hope to obtain significant revenues from future product sales, licensing, partnerships and strategic investments. In the absence of significant sales and profits, we may seek to raise additional funds to meet our working capital needs, principally through the additional sales of our securities. However, we cannot guarantee that we will be able to obtain sufficient additional funds when needed, or that such funds, if available, will be obtainable on terms satisfactory to us. As a result, substantial doubt exists about our ability to continue as a going concern.

**We have a working capital deficit and significant capital requirements.** Since we will continue to incur losses until we are able to generate sufficient revenues to offset our expenses, investors may be unable to sell our shares at a profit or at all.

We had a net gain of $1,014,221 for the three months ended June 30, 2018, which is mainly caused by derivative liability of $1,147,899, and have a stockholders deficit of $97,676, for the three months ended June 30, 2018, respectively. Because we have not yet achieved or acquired
sufficient operating capital and given these financial results along with our expected cash requirements in 2018, additional capital investment will be necessary to develop and sustain our operations.

**We need additional external capital and if we are unable to raise sufficient capital fund our plans, we may be forced to delay or cease operations.**

Based on our current growth plan we believe we may require additional financing within the next twelve months to scale our development teams, develop internal technology MVF & MVP systems, scale our sales teams, invest in brand and product marketing and capital for strategic acquisitions. Furthermore, if the cost of our development, production and marketing programs are greater than anticipated, we may have to seek additional funds through public or private share offerings or arrangements with corporate partners. There can be no assurance that we will be successful in our efforts to raise these required funds, or on terms satisfactory to us. Our success will depend upon our ability to access equity capital markets and borrow on terms that are financially advantageous to us.

However, we may not be able to obtain additional funds on acceptable terms. If we fail to obtain funds on acceptable terms, then we might be forced to delay or abandon some or all of our business plans or may not have sufficient working capital to develop products, finance acquisitions, or pursue business opportunities. If we borrow funds, then we could be forced to use a large portion of our cash reserves, if any, to repay principal and interest on those loans. If we issue our securities for capital, then the interests of investors and shareholders will be diluted.

**Our business strategy depends in large part on our ability to build a robust platform of software products, technology packages, development services, SaaS systems, licensing opportunities, strategic acquisitions and consulting contracts.**

We may not be able to complete development of internal platforms and technologies or enter into the substantial number of development agreements and consulting contracts that we anticipate would be necessary to support our business model.

Our operational strategy depends in large part on our ability to build a robust platform of internally owned technologies along with consulting and software contracts and benefit from economies of scale and an ability to cross-pollinate and share best practices across our acquired assets, internally developed assets and contract parties. For example, any direct investment of resources that we make in any development of a software program relative to one vertical may allow us to deliver the same enhancing benefits to other clients in the same or a different sector or industry. Thus, unless we achieve significant economies of scale in our ability to deliver value at a low cost to all of our future clients, it is possible that we may not be able to deliver our services at a cost that would allow for a positive return on our investment. Accordingly, we are actively pursuing additional development and acquisition contracts that we intend to enter into in the future.

We do not know if future potential contract parties will agree to enter into contracts and we may not be able to attract sufficient additional contracts. For example, future potential contract parties may not view our services as an attractive value proposition to them due to any number of factors,
including differing expectations of an appropriate price which may be based on any number of factors, such as:

- We and future potential contract parties may not agree on the assumptions and estimates used to determine the scope and implementation of our services;

- Potential contract parties may not want to incur legal, tax and other burdens associated with entering into a software contract, including, for example, ongoing information and disclosure requirements, as well as the potential risk, due to the infancy and or lack of any currently binding or authoritative guidance from the regulatory agencies;

- The potential impact of possible disclosure of the terms of material included contracts, and the impact that these disclosure obligations may have on the ability of a contract party to enter into additional partnerships or to participate in other software or investment generating activities;

- Any negative perception by the media, government, regulators or others of our business model;

- Any negative perception by the media, government, regulators or others of any of potential contract parties or other future contract parties, as a result of their decision to enter into a software contract with us, or otherwise; and

- The performance of past companies that use our Company’s software contracts on our contracts that we may enter into in the future.

As a result, we may be forced to revise our business model to revise and or update contracts. We may be contractually obligated to expend capital on enhancing the software of our contract parties. Moreover, we may be asked to provide an indemnity to the contract party against any risk to them. Even if potential contract parties are willing to agree to enter into contracts with us, others may take actions that could restrict our ability or make it more costly for us to enter into future contracts.

We may need to obtain additional funding to acquire strategic assets, companies and technologies, market and onboard additional software contracts, build out our internal software projects and we may also need additional funding to continue operations. If we fail to obtain the necessary financing or fail to become profitable or are unable to sustain profitability on a continuing basis, then we may be unable to continue our operations at planned levels and we may be forced to significantly delay, scale back or discontinue our operations.

We will require additional capital to fund our operations, and if we fail to obtain necessary financing, our business plan may not be successful. Any contracts that we enter into in the future with contract parties may require us to make potential substantial upfront capital expenditures of marketing, sales operations, project scoping and customer onboarding costs in order to acquire such software contracts. We do not expect to necessarily have the funds that we may need to make any of these potential capital outlays. Therefore, our future software contracts for the foreseeable
future may be contingent upon obtaining financing. Such financing may be expensive and time consuming to obtain, and we may not have investor interest that would enable us to obtain such financing. Until we can generate a sufficient amount of cash from our software contracts, if ever, we expect to finance future cash needs through public or private equity or debt offerings. Additional capital may not be available on reasonable terms, if at all. If we are unable to raise additional capital in sufficient amounts or on terms acceptable to us we may not be able to continue to effectively brand and market our operations, grow our sales organization, deploy internal technology products and onboard contracts and we may have to significantly delay, scale back or discontinue our operations. If we raise additional funds through the issuance of additional debt or equity securities it could result in dilution to our existing shareholders, and/or fixed payment obligations that could reduce our ability to pay dividends or otherwise fund our other operations. Furthermore, these securities may have rights senior to those of our common stock and could contain covenants that would restrict our operations and potentially impair our competitiveness, such as limitations on our ability to incur additional debt and other operating restrictions that could impact our ability to conduct our business. Any of these events could significantly harm our business, financial condition and prospects.

Our future funding requirements, both near and long-term, will depend on many factors, including, but not limited to:

- The rate at which we begin to realize income through our software contracts;
- The cost of our efforts to obtain clients as well as the cost and expense of completing contracts;
- The ability to successfully bring internal MVP & MVF products to market;
- The ability to create and acquire intellectual property;
- The number and characteristics of licensing agreements that we may enter into;
- The number and characteristics of the contracts that we may enter into;
- The cost and expenses of any equity or debt financings that would be necessary to pay the costs associated with our software contracts and any regulatory or other delays in any of these offering processes;
- The effect of competing technological and market developments;
- The cost of establishing and building our sales, marketing and compliance capabilities; and
- The rate at which we invest in marketing and other costs to acquire new clients.

No assurance of continued market acceptance.
There is no assurance that our services or solutions will continue to meet with market acceptance. Moreover, there is no assurance that these services and solutions will continue to have any competitive advantages. Also, there is no assurance that the market reception will be positive.

**We are an early-stage company with a limited operating history, and as such, any prospective investor may have difficulty in assessing the Company’s profitability or performance.**

Because we are an early-stage company with a limited operating history, it could be difficult for any investor to assess our performance or to determine whether we will meet our projected business plan. We have limited financial results upon which an investor may judge its potential. As a company still in the early-stages of its life, we may in the future experience under-capitalization, shortages, setbacks and many of the problems, delays and expenses encountered by any early-stage business. An investor will be required to make an investment decision based solely on our management’s history, our projected operations in light of the risks, the limited operations and our financial results to date, and any expenses and uncertainties that may be encountered by one engaging in our industry. We are an early-stage organization and have a correspondingly small financial and accounting organization.

**Being a public company may strain our resources, divert management’s attention and affect its ability to attract and retain qualified officers and directors.**

We are an early-stage company with a minimal finance and accounting organization and the rigorous demands of being a public company require a structured and developed finance and accounting group. As a reporting company, we will be subject to the reporting requirements of the Securities Exchange Act of 1934. However, the requirements of these laws and the rules and regulations promulgated there under entail significant accounting, legal and financial compliance costs which may be prohibitive to us as we develop our business plan, services and scope. These costs have made, and will continue to make, some activities more difficult, time consuming or costly and may place significant strain on its personnel, systems and resources.

The Securities Exchange Act requires, among other things, that companies maintain effective disclosure controls and procedures and internal control over financial reporting. In order to maintain the requisite disclosure controls and procedures and internal control over financial reporting, significant resources and management oversight are required. As a result, management’s attention may be diverted from other business concerns, which could have a material adverse effect on the development of our business, financial condition and results of operations.

These rules and regulations may also make it difficult and expensive for us to obtain director and officer liability insurance.

If we are unable to obtain adequate director and officer insurance, our ability to recruit and retain qualified officers and directors, especially those directors who may be deemed independent, will be significantly curtailed.

**We are an early-stage company and management has no experience in being a public company.**
We are an early-stage company and as such has our officers and directors, except Michael Handelman our Chief Financial Officer, have no experience in managing a public company. Such lack of experience may result in us experiencing difficulty in adequately operating and growing our business. Further, we may be hampered by lack of experience in addressing the issues and considerations which are common to growing companies. If our operating or management abilities consistently perform below expectations, our business is unlikely to thrive.

The failure or inability to perform under client contracts could result in damage to our reputation and give rise to legal claims against us.

If clients are not satisfied with the level of performance, our reputation in the industry may suffer, which could have a material adverse effect on the business, financial condition, results of operations, and our cash flows.

We expect to incur additional expenses and may ultimately never be profitable.

We are an early-stage company and has a limited history of our operations. We will need to continue generating revenue in order to maintain sustained profitability. Ultimately, in spite of our best or reasonable efforts, we may have difficulty in generating revenues or remaining profitable.

Our officers and directors beneficially own and will continue to own a majority of our common stock and, as a result, can exercise control over shareholder and corporate actions.

Our officers and directors, as a group, currently have the power to control No Borders, Inc., due to the fact that for so long as any shares of the Series A Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote 100 votes per share of Series A Preferred Stock. Therefore, our Series A Preferred Stock holders have the total voting control of No Borders. As such, our Series A Preferred Stock holders will be able to control all matters requiring approval by shareholders, including the election of directors and approval of significant corporate transactions.

This concentration of ownership may also have the effect of delaying or preventing a change in control, which in turn could have a material adverse effect on the market price of our common stock or prevent shareholders from realizing a premium over the market price for their shares of our common stock. Pursuant to Nevada law and our bylaws, the holders of a 60% or greater majority of our voting stock may authorize or take corporate action with only a notice provided to our shareholders. A shareholder vote may not be made available to our minority shareholders, and in any event, a shareholder vote would be controlled by the majority shareholders.

Therefore, any potential engagement in a business combination may require shareholder approval under Nevada statutory law, however, such approval could be provided by majority shareholders.

Moreover, our directors will be able to exercise complete control over us and have the ability to make decisions regarding: (i) whether to issue common stock and preferred stock, including decisions to issue common and preferred stock to themselves; (ii) employment decisions, including
their own compensation arrangements; and (iii) whether to enter into material transactions with related parties.

**The success of our business depends upon the continuing contribution of our President/Chief Executive Officer, Joseph Snyder, our Chief Technology Officer, Christopher Brown and our Chief Operating Officer, Cynthia Tanabe whose knowledge of our business would be difficult to replace in the event we lose their services.**

We are dependent on the services of Joseph Snyder, our President/Chief Executive Officer, Christopher Brown our Chief Technology Officer, Cynthia Tanabe our Chief Operating Officer all of whom members of our Board. For example, the loss of Mr. Snyder, could damage client relations and could restrict our ability to raise additional working capital if and when needed. There can be no assurance that these executives, will continue in their present capacity for any particular period of time. Other than non-compete provisions of limited duration included in employment agreements that we will have with certain executives, we do not generally seek non-compete agreements with key personnel, and they may leave and subsequently compete against us. The loss of service of any of these executives, or our failure to attract and retain other qualified and experienced personnel on acceptable terms could have a material adverse effect on our business.

Moreover, our future success is dependent in large part upon our ability to understand and develop the business plan and to attract and retain highly skilled management, operational and executive personnel. In particular, due to the relatively early stage of our business, our future success is highly dependent on our officers to provide the necessary experience and background to execute our business plan. The loss of any officer’s services could impede, particularly initially as we build a record and reputation, our ability to develop our objectives, and as such would negatively impact our possible overall development.

**We may be unable to attract and retain the skilled consultants and/or employees needed to sustain and grow our business.**

Our success to date has largely depended on, and will continue to depend on, the skills, efforts and motivations of our Founders, who generally has significant experience with our business plan. Our success also depends largely on our ability to attract and retain highly qualified developers, sales representatives, consultants, marketing, PR, project managers and corporate management personnel. We may experience difficulties in locating and hiring qualified personnel and in retaining such personnel once hired, which may materially and adversely affect our business.

**We intend to pay dividends to our shareholders based on a percentage of NET profits, so investors may not receive any return on investment in us prior to selling their equity interest.**

We do intend on paying dividends based on a percentage of NET profits to both our Series A Preferred and Common Stock classes of stock but anticipate that we will initially need to retain future earnings for funding our growth and development. Therefore, investors should not expect us to pay dividends in the foreseeable future. As a result, investors may not receive any return on their investment prior to selling their shares of our common stock, and if and when a market for such shares of our common stock develops. Furthermore, even if a market for our securities does
develop, there is no guarantee that the market price for the shares would be equal to or more than the initial per share investment price paid by any investor.

We may face significant competition from companies that serve our industries.

We may face competition from other companies that offer similar services. Some of these potential competitors may have longer operating histories, greater brand recognition, larger client bases and significantly greater financial, technical and marketing resources than we possess. These advantages may enable such competitors to respond more quickly to new or emerging trends and changes in customer preferences. These advantages may also allow them to engage in more extensive market research and development, undertake extensive far-reaching marketing campaigns, adopt more aggressive pricing policies and make more attractive offers to potential customers, employees and strategic partners. We believe that our current and anticipated services are, and will be, extremely competitive with our competition, and we are aware of the highly competitive nature of our industry.

No formal market survey has been conducted.

No independent marketing survey has been performed to determine the potential demand for our services over the longer term. We have conducted no marketing studies regarding whether our business would continue to be marketable. No assurances can be given that upon marketing, sufficient customer markets and business segments can be developed to sustain our operations on a continued basis.

We do not maintain certain insurance, including errors and omissions and indemnification insurance.

We have limited capital and, therefore, does not currently have a policy of insurance against liabilities arising out of the negligence of our officers and directors and/or deficiencies in any of our business operations. Even assuming that we obtained insurance, there is no assurance that such insurance coverage would be adequate to satisfy any potential claims made against us, our officers and directors, or our business operations. Any such liability which might arise could be substantial and may exceed our assets. Our certificate of incorporation and by-laws provide for indemnification of officers and directors to the fullest extent permitted under Nevada law. Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons, it is the opinion of the Securities and Exchange Commission that such indemnification is against public policy, as expressed in the Act, and is therefore, unenforceable.

We are subject to the potential factors of market and customer changes.

Our business is susceptible to rapidly changing preferences of the marketplace and its customers. The needs of customers are subject to constant change. Although we intend to continue to develop and improve our services to meet changing customer needs of the marketplace, there can be no assurance that funds for such expenditures will be available or that our competition will not develop similar or superior capabilities or that we will be successful in our internal efforts. Our
future success will depend in part on our ability to respond effectively to rapidly changing trends, industry standards and customer requirements by adapting and improving the features and functions of its services.

**Nevada law and our Articles of Incorporation may protect our director from certain types of lawsuits.**

Nevada law provides that our officers and directors will not be liable to us or our shareholders for monetary damages for all but certain types of conduct as officers and directors. Our Bylaws permit us broad indemnification powers to all persons against all damages incurred in connection with our business to the fullest extent provided or allowed by law.

The exculpation provisions may have the effect of preventing shareholders from recovering damages against our officers and directors caused by their negligence, poor judgment or other circumstances. The indemnification provisions may require us to use our limited assets to defend our officers and directors against claims, including claims arising out of their negligence, poor judgment, or other circumstances.

**Future sales of our common stock may depress the market price of our common stock and cause shareholders to experience dilution.**

The market price of our shares could decline as a result of sales of substantial amounts of our common stock in the public market, including shares issued to our officers and directors and upon conversion of the Series A Preferred Stock. We may seek additional capital through one or more additional equity transactions in 2018; however, such transactions will be subject to market conditions and there can be no assurance any such transaction will be completed.

Current shareholders may experience dilution of their equity ownership because of the future issuance of additional shares of our common stock issued pursuant to conversion of the Series A Preferred Stock. Each share of the Series A Preferred Stock shall be convertible into 20 fully paid and nonassessable shares of our common stock and has 100 – 1 voting rights.

**SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS**

Information included in this disclosure statement contains forward-looking statements. This information may involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of No Borders, Inc., to be materially different from future results, performance or achievements expressed or implied by any forward-looking statements. Forward-looking statements, which involve assumptions and describe future plans, strategies and expectations of the Company, are generally identifiable by use of the words “may,” “will,” “should,” “expect,” “anticipate,” “estimate,” “believe,” “intend,” or “project” or the negative of these words or other variations on these words or comparable terminology. These forward-looking statements are based on assumptions that may be incorrect, and there can be no assurance that these projections included in these forward-looking statements will come to pass. Our actual results could differ materially from those expressed or implied by the forward-looking statements as a result of various factors.
Except as required by applicable laws, we have no obligation to update publicly any forward-looking statements for any reason, even if new information becomes available or other events occur in the future.

No Borders, Inc., through its wholly owned subsidiary Lannister Holdings, Inc. is a Holding company operating out of Phoenix Arizona.

Lannister’s mission is to operate a decentralized company to develop and acquire revolutionary technologies for both internal use cases as well as client business applications around the globe. Through the trade name Lannister Development, Lannister offers full scope Web 3.0 software development, integration and consulting services to clients in verticals such as Energy, Fintech, Manufacturing, Logistics, Real Estate and more. Lannister operates with a core belief that a consultative, agile company and development structure affords Lannister a unique and powerful value proposition to stakeholders as well as an incredibly unique offering to clients who wish to obtain impactful operational cost savings, risk mitigation and valuable intellectual property within their respective business segments. Lannister Development operates with a remote work, continuous delivery model that allows us to provide ourselves and our clients with not only the valuable results of deploying these technologies but also with a top of mind focus on the pieces and processes that can be filed and secured with intellectual property filings both in the US and globally.

Through the subsidiary Lannister Capital, Inc., an Arizona Corporation, Lannister plans on deploying blockchain, smart contract and security token utilization technologies for the lending, funding and securitization industries within global finance. Lannister Capital intends on deploying initially within the State of Arizona in order to deploy blockchain lending technology under AZ HB2434 “Blockchain Sandbox” legislation. Lannister Capital believes that the expedient way to deploy these goals is through structured partnerships, client relationships and/or acquisition of existing lending and technology organizations and will be diligently working to structure said deals/relationships in the immediate future.

Lannister Holdings, Inc., operates with a remote work “decentralized” ideology and a remote work structure to ensure minimized cost and waste while maximizing the potential for value and margins for all stakeholders. The Executive Team and Advisory Board at Lannister has experience in real estate, lending, finance, risk management, insurance, mergers & acquisitions as well as a deeply experienced, world class technology team. These varied and valuable recourses and experiences allow for Lannister to identify and execute acquisitions in various sectors and verticals that Lannister believes will add overall value to the company, enlarge cashflows and allow for real world deployment of valuable technologies in order to obtain and build a very large portfolio of global intellectual property across multiple business verticals.

**Business Consulting**

Lannister Holdings, Inc, is a publicly-traded full stack Web 3.0 development and consulting company with an internal focus on developing syndicated fintech lending tools and platforms while legally protecting the intellectual property for our proprietary technologies. Lannister Holdings,
Inc., is developing their proprietary blockchain tools to facilitate mortgage lending, bundling, securitizing and transactions more securely, transparently, with reduced cost basis and mitigated risk profiles. Transacting securitized and syndicated financing structures via the blockchain may provide improved transparency, risk mitigation and security at lower costs than traditional methods.

Having our blockchain development and consulting teams available to clients in verticals such as logistics, energy, manufacturing, scientific research, healthcare and more puts Lannister Development in a powerful position as a US based full stack Web 3.0 development and consulting company with experience in hyperledger, solidity, public and private blockchains, smart contract, security auditing and full stack infrastructure and development. Our agile, remote work “decentralized” ideology delivers intuitive solutions to complex problems by allowing our teams to mindfully and creatively solve problems and create solutions to achieve our clients true desired result. These same tools and experiences create a powerful reason to identify, court and execute strategic acquisitions in the technology and impact verticals that can add scale, revenues, technologies and talent to Lannister.

Lannister Development is a division of our Company that will provide world class enterprise solutions in systems infrastructure, scope and mapping of consultative solutions for complex systems and operations, public and private blockchain development, cloud integration and infrastructure development, App and Dapp integrations, internal MVP & MVF development and deployment with a top of mind focus on developing and protecting intellectual property rights globally. Lannister Development can grow into a key revenue stream, that possesses the licensing power and supportive branding message for long term sustained growth. Our goal is to establish Lannister Development as a world class, go to brand, facilitating consultative high-level software development, consulting and integration.

We believe Lannister Holdings, Inc., can create scaled value for our stakeholders by providing a thoroughly consultative approach to our service offerings, executing impactful accretive acquisitions, delivering cutting edge technologies and tools that solve market problems while reducing costs in existing verticals, mitigating risk in transactions and positively impact the world’s problems that can be addressed with the newest technologies.

**Seasonality of Our Business**

We do not anticipate that our business will be affected by seasonal factors.

**Impact of Inflation**

We are affected by inflation along with the rest of the economy.

**Key Personnel of No Borders**

Our future financial success depends to a large degree upon the personal efforts of our key personnel. Joseph Snyder, our Chief Executive Officer, President, and Director, Christopher Brown our Chief Technology Officer and Director, Cynthia Tanabe, our Chief Operating Officer, Secretary and Director, Mr. Handelman, our Chief Financial Officer, will play the major roles in
developing and executing upon our business strategy. While we intend to employ additional executive, development, and technical personnel in order to minimize the critical dependency upon any one person, we may not be successful in attracting and retaining the persons needed.

**Adequacy of Working Capital for No Borders**

We will apply great efforts to raise, through equity or debt offerings, what we feel is sufficient working capital for our intended business plan by various means. If we are not able to raise additional capital, we would not be able to continue operations and our business may fail.

**The Financial Results for No Borders May Be Affected by Factors Outside of Our Control**

Our future operating results may vary significantly from quarter to quarter due to a variety of factors, many of which are outside our control. Our anticipated expense levels are based, in part, on our estimates of future revenues and may vary from projections. We may be unable to adjust spending rapidly enough to compensate for any unexpected revenues shortfall. Accordingly, any significant shortfall in revenues in relation to our planned expenditures would materially and adversely affect our business, operating results, and financial condition. Further, we believe that period-to-period comparisons of our operating results are not necessarily a meaningful indication of future performance.

**Employees**

As of the date of this report, we do not have any employees. All our Officers and Directors are working for us as independent contractors. We anticipate adding additional employees in the next 12 months, as needed. We do not feel that we would have any outsized difficulty in locating needed staff.

From time-to-time, we anticipate that we will use the services of additional independent contractors and consultants to support our business development. We believe our future success depends in large part upon the continued service of our senior management personnel and our ability to attract and retain highly qualified managerial personnel.

**Legal Proceedings**

No Borders is not engaged in any litigation at the present time, and management is unaware of any claims or complaints that could result in future litigation. Management will seek to minimize disputes with our customers but recognizes the inevitability of legal action in today’s business environment as an unfortunate price of conducting business.

**Transfer Agent**

Our transfer agent is Pacific Stock Transfer Co., whose address is 6725 Via Austi Parkway, Suite 300, Las Vegas, Nevada 89119, telephone number (800) 785-7782, and email info@pacificstocktransfer.com.
Off-Balance Sheet Arrangements

We do not have any off-balance sheet arrangements.

Company Contact Information

Our principal executive offices are located at 18716 E. Old Beau Trail, Queen Creek, AC 85142, telephone (760) 582-5115. Our email address is Contact@LannisterHoldings.com. The No Borders, Inc., internet website is located at www.LannisterHoldings.com. The information contained in our website shall not constitute part of this report.

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

No Borders Inc. (the “Company”), was incorporated under the laws of the state of Nevada, on May 28, 1999 as Finders Keepers, Inc. The name No Borders, Inc., was adopted on October 18, 2004.

C. The Issuer’s Primary and Secondary SIC Codes:

8742 – Management Consulting Services

D. The Issuer's Fiscal Year End Date:

The Issuer's fiscal year end is December 31.

E. Principal products or services, and their markets;

Reference is made to Item 6A, above.

Item 7. Describe the Issuer's Facilities

The principal executive offices of No Borders are located at 18716 E. Old Beau Trail, Queen Creek, AZ 85142. We currently do not pay any rent for our office space. We believe that all of our facilities are adequate for at least the next 12 months. We expect that we could locate other suitable facilities at comparable rates, should we need more space.

Item 8. Officers, Directors and Control Persons

A. Officers and 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 August 16, 2018.

<table>
<thead>
<tr>
<th>Name of Beneficial Owner</th>
<th>Amount and Nature of Beneficial Ownership(1)</th>
<th>Percentage of Beneficial Ownership(2)</th>
</tr>
</thead>
</table>

OTC Markets Group Inc.
OTC Pink Basic Disclosure Guidelines (v1.1 April 25, 2013)
No Borders, Inc., Initial Information Disclosure
## Directors and Officers:

<table>
<thead>
<tr>
<th>Name</th>
<th>Shares Owned</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joseph Snyder</td>
<td>2,400,000(5)</td>
<td>19.9%</td>
</tr>
<tr>
<td>Christopher Brown</td>
<td>2,400,000(5)</td>
<td>19.9%</td>
</tr>
<tr>
<td>Cynthia Tanabe</td>
<td>2,400,000(5)</td>
<td>19.9%</td>
</tr>
<tr>
<td>Michael Handelman</td>
<td>0</td>
<td>0%</td>
</tr>
<tr>
<td>BVMH Enterprises, LLC(3)</td>
<td>1,300,000(5)</td>
<td>10.8%</td>
</tr>
<tr>
<td>Glenn Clyde Suydam</td>
<td>750,000(5)</td>
<td>6.3%</td>
</tr>
<tr>
<td>InfoSpan, Inc., (4)</td>
<td>95,945,339</td>
<td>7.5%</td>
</tr>
<tr>
<td>All executive officers and directors as a group (4 persons)</td>
<td>7,950,000</td>
<td>65%</td>
</tr>
<tr>
<td></td>
<td>42,291,360</td>
<td></td>
</tr>
</tbody>
</table>

(1) Under Rule 13d-3, a beneficial owner of a security includes any person who, directly or indirectly, through any contract, arrangement, understanding, relationship, or otherwise has or shares: (i) voting power, which includes the power to vote, or to direct the voting of shares; and (ii) investment power, which includes the power to dispose or direct the disposition of shares. Certain shares may be deemed to be beneficially owned by more than one person (if, for example, persons share the power to vote or the power to dispose of the shares). In addition, shares are deemed to be beneficially owned by a person if the person has the right to acquire the shares (for example, upon exercise of an option) within 60 days of the date as of which the information is provided. In computing the percentage ownership of any person, the amount of shares outstanding is deemed to include the amount of shares beneficially owned by such person (and only such person) by reason of these acquisition rights. As a result, the percentage of outstanding shares of any person as shown in this table does not necessarily reflect the person’s actual ownership or voting power with respect to the number of shares of common stock actually outstanding.

(2) Based upon 1,276,176,200 shares issued and outstanding, when fully converted.

(3) BVMH Enterprises, LLC is managed by Valerie Miller.

(4) Infospan, Inc.’s, chairman of the board is Farooq Bajwa.

(5) Reflects Series A Preferred Stock

(6) Based upon 276,176,200 common shares issued and outstanding, without conversions.

The following sets forth biographical information for Mr. Joseph Snyder, Ms. Cynthia Tanabe, Mr. Michael Handelman, and Mr. Christopher Brown are set forth below:

**Joseph Snyder, Age 36**: Mr. Snyder, our President, CEO and Director, began his career with the learning of sales and team management techniques. Joseph, is currently and has been the CEO of a digital development operations and strategy consulting firm, for the last three years. Prior to that Joseph was the CEO of an insurance agency from 2006 until 2015. Mr. Snyder, now has eighteen years of sales, team management, risk management, financial services, investment, mergers and acquisitions as well as philanthropic experience. He has built multiple private companies from incorporation to millions in revenue and value over his career, he has also acquired national multi-million-dollar businesses and has served as a County Commissioner in Kern County, California. Due to his encompassing knowledge and successes the Board of Directors believes that Mr. Snyder’s vision for the Company combined with his experience and business acumen would be a powerful asset to the success and growth of the Company.

**Cynthia Tanabe, Age 56**: Mrs. Cynthia Tanabe, began her investment career in 1986 and is currently the owner and head broker of Desert View Realty in Arizona, since its incorporation. Cynthia has over thirty years of real estate investment, property management and transaction
management in the real estate industry. She formed the base of her financial and investment knowledge working for various mid and large size companies; wherein, she focused on financial compliance, national payroll management and company asset allocations. Our Board of Directors believes that Mrs. Tanabe’s real estate and accounting knowledge as well as her business acumen would be a valuable strategic asset as a Director, Chief Financial Officer and as our Secretary.

Christopher Brown, Age 32: Mr. Christopher Brown our Director and Chief Operations Officer, began his career serving in the United States Air Force. After completing his service, Mr. Brown earned a dual B.S. degree in Computational Mathematics and Biochemistry from the Arizona State University, in 2013. Since graduating Mr. Brown has been building a developmental operations and digital strategy consulting firm as its Founder and Chief Technology Officer, for the past three years, where he his duties include overseeing the internal and client projects that are primarily focused on AWS cloud services, blockchain technology development and integration, and Dapp development on the Ethereum blockchain platform. Mr. Brown, is well-versed in leading teams for the development and deployment of smart contracts on the Ethereum and other blockchain platforms. Our Board of Directors believes that Mr. Brown’s security based strategic approach to software and company development combined with his experience and education would be great asset and bring strong value to the Company.

Michael D. Handelman, Age 59. In 2015, Mr. Handelman, founded the M Handelman Group, an accounting and business advisory services firm, headquartered in Westlake Village, Ca. Mr. Handelman has previously served as the Chief Financial Officer of Lion Biotechnologies a public company engaged in the research, development and commercialization of autologous cellular immunotherapies optimizing personalized, tumor-directed Tumor Infiltrating Lymphocytes (TIL) from February 2011 until June 2015. Prior to that position Mr. Handelman, served as Chief Financial Officer and as a financial management consultant of Oxis International, Inc., a public company engaged in the research, development and commercialization of nutraceutical products, from August 2009 until October 2011. From November 2004 to July 2009, Mr. Handelman served as Chief Financial Officer and Chief Operating Officer of TechnoConcepts, Inc., formerly a public company engaged in designing, developing, manufacturing and marketing wireless communications semiconductors, or microchips. Prior thereto, Mr. Handelman served from October 2002 to October 2004 as Chief Financial Officer of Interglobal Waste Management, Inc., a manufacturing company, and from July 1996 to July 1999 as Vice President and Chief Financial Officer of Janex International, Inc., a children’s toy manufacturer. Mr. Handelman was also the Chief Financial Officer from 1993 to 1996 of the Los Angeles Kings, a National Hockey League franchise. Mr. Handelman is a certified public accountant and holds a degree in accounting from the City University of New York. The Corporation is excited to be able bring someone with Mr. Handelman’s extensive public financial officer experience to be an Officer of our Corporation.

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);

   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

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.

**Control Person (shareholders holding more than 10% of any class)**

<table>
<thead>
<tr>
<th>Name and Address of Beneficial Owner</th>
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</tr>
<tr>
<td>19797 E. Augustus Ave, Queen Creek, AZ 85142</td>
<td>7,905,940</td>
<td></td>
</tr>
<tr>
<td>InfoSpan, Inc., (4)</td>
<td></td>
<td></td>
</tr>
<tr>
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(3) BVMH Enterprises, LLC is managed by Valerie Miller.
(4) Infospan, Inc.’s chairman of the board is Farooq Bajwa.
(5) Reflects Series A Preferred Stock shares
(6) Based upon 276,176,200 common shares issued and outstanding, without conversions.

Item 9. Third Party Providers

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

Legal Counsel:

Clark Hill PLC
14850 North Scottsdale Road
Suite 500
Scottsdale, AZ 85254

Accountant or Auditor:

Michael Handelman
Ph. (805) 341-2631
mhandelmangroup@gmail.com

Investor Relations Consultant:

None

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

None

Schedule of Exhibits

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Description of Exhibit</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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</table>
Item 10. Issuer Certification

I, Joseph Snyder, CEO of No Borders, Inc., hereby certify that:

1. I have reviewed the Quarterly Information Disclosure Statement of No Borders, Inc., dated August 16, 2018.

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 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, and for, the periods presented in this Quarterly Information Disclosure Statement.

Date: August 16, 2018

/s//Joseph Snyder
Joseph Snyder,
Chief Executive Officer and Director
No Borders, Inc.