Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Beyond Commerce Inc

3773 Howard Hughes Parkway
Las Vegas, NV 89169

www.beyondcommerceinc.com
investors@beyondcommerceinc.com
7374

Quarterly Report

For the period ending June 30, 2023 **(the "Reporting Period")**

Outstanding Shares

The number of shares outstanding of our Common Stock was: 16,533,929,830

16,533,929,830 as of October 16, 2022

16,400,026,956 as of December 31, 2022 (end of fiscal year)

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control
Indicate by check mark whether a Change in Control[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

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

The exact name of the Issuer is Beyond Commerce, Inc. We were originally incorporated in Nevada on January 12, 2006, as Reel Estate Services, Inc. with a subsequent name change to BOOMj.com, Inc. on January 14, 2008. On January 5, 2009, we changed our name to Beyond Commerce, Inc.

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

Beyond Commerce is actively incorporated out of Las Vegas, Nevada

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

N/A

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

N/A

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

3773 Howard Hughes Parkway, Suite 500 Las Vegas, Nevada 89169

The address(es) of the issuer's principal place of business:
X *Check if principal executive office and principal place of business are the same address:*

X

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

______

[1] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

2) Security Information

Transfer Agent

Name: Colonial Stock Transfer
Phone: 801-355-5740
Email: info@colonialstock.com
Address: 7840 S 700 E, Sandy, UT 84070

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	BYOC	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	08861P105	
Par or stated value:	$0.001	
Total shares authorized:	30,000,000,000	as of date: 10/17/2023
Total shares outstanding:	16,533,929,830	as of date: 10/16/2023
Total number of shareholders of record:	233	as of date: 10/10/2023

All additional class(es) of publicly quoted or traded securities (if any):

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Series A	
CUSIP:	N/A	
Par or stated value:	$0.001	
Total shares authorized:	250	as of date: 10/17/2023
Total shares outstanding:	250	as of date: 10/17/2023
Total number of shareholders of record:	2	as of date: 10/17/2023

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Series B	
CUSIP:	N/A	
Par or stated value:	$0.001	
Total shares authorized:	51	as of date: 10/17/2023
Total shares outstanding:	51	as of date: 10/17/2023
Total number of shareholders of record:	2	as of date: 10/17/2023

<u>Other classes of authorized or outstanding equity securities:</u>

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Series C	
CUSIP (if applicable):	N/A	
Par or stated value:	$0.001	
Total shares authorized:	50,000,000	as of date: 10/17/2023
Total shares outstanding (if applicable):	608,585	as of date: 10/17/2023
Total number of shareholders of record (if applicable):	1	as of date: 10/17/2023

<u>Security Description:</u>

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

Certain stockholders possess a majority of our voting power, and through this ownership, may control our Company and our corporate actions.

Our controlling stockholder, The 2GP Group, Geordan Pursglove, our President, CEO and Director LLC and Fiona Oakley, together hold a majority of the total voting power of our outstanding capital stock as of March 31, 2022. The 2GP Group, LLC is an entity controlled by Mr. Pursglove, who holds sole voting and dispositive power over these shares. Each share of Series A Preferred Stock is convertible into one million shares of common stock. In addition, each share of Series A Preferred Stock entitles its holder to (i) cumulative, non-participating dividends in preference and priority to any declaration or payment of a dividend on any of the Company's common stock, at a rate of 12% per annum, and (ii) three times (3x) voting preference over common stock. Each one (1) share of the Series B Preferred Stock shall have voting rights equal to (x) 0.019607 multiplied by the total number of votes of issued and outstanding shares of stock of the Company eligible to vote at the time of the respective vote (the "Numerator"), divided by (y) 0.49, minus (z) the Numerator. These shareholders have the ability to control our management and affairs through the election and removal of our entire Board of Directors, the amendment of our articles of incorporation or bylaws, and the adoption of measures that could delay or prevent a change in control or impede a merger, takeover or other business combination involving us. Such concentrated control of the Company may adversely affect the price of our common stock. A stockholder that acquires common stock will not have an effective voice in the management of the Company.

We have no plans to pay dividends on our Common Stock or our Series A Preferred Stock.

We have not previously paid any cash dividends, nor have we determined to pay dividends on any share of Series A Preferred Stock or shares of Common Stock, except as described in the rights and preferences detailed in the "Certificate of Designation of Preferences" for the Series A Preferred Stock filed with the Secretary of State of the State of Nevada. The permissibility to pay dividends on our shares is restricted by Section 78.288 of the Nevada Revised Statutes, which provides that a company may not issue a dividend if the result of such dividend would be to make the company have negative retained earnings. There can be no assurance that our operations will result in sufficient revenues to enable us to operate at profitable levels or to generate positive cash flows. Furthermore, there is no assurance that the Board of Directors will declare dividends even if profitable. Dividend policy is subject to the Nevada Revised Statutes and the discretion of our Board of Directors and will depend on, among other things, our earnings, financial condition, capital requirements and other factors.

If we issue additional shares in the future, it will result in the dilution of our existing stockholders.

We are authorized to issue up to 30,000,000,000 shares of common stock with a par value of $0.001, of which 16,400,026,956 are issued and outstanding as of December 31, 2022. Our board of directors, upon the approval of the stockholders, may seek to increase the number of authorized shares in the future and may choose to issue some or all of such shares to acquire one or more businesses or to provide additional financing in the future. The issuance of any such shares will result in a reduction of the book value and market price of the outstanding shares of our common stock. If we issue any such additional shares, such issuance will cause a reduction in the proportionate ownership and voting power of all current shareholders. Further, such issuance may result in a change of control of our company.

Voting power is highly concentrated in holders of our Preferred Stock.

We are authorized to issue up to 60,000,400 shares of preferred stock, which are designated Series A, B, C and undesignated Preferred Stock of which 249.99 shares of Series A, 51 shares of Series B and 608,585 shares of Series C are currently issued and outstanding.

The Series A Preferred Stock will, with respect to each holder of the Series A Preferred Stock be entitled to three million (3,000,000) votes for each share of Series A Preferred Stock standing in his, her or its name on the books of the corporation. Each share of Series A Preferred Stock is convertible, at the option of the holder, into one million shares of Common Stock. The Series A Preferred Stock is entitled, in the event of any voluntary liquidation, dissolution or winding up of the Corporation, to receive payment or distribution of a preferential amount before any payments or distributions are received by any class or series of common stock. Subject to the prior or equal rights of the holders of all classes of stock at the time outstanding having prior or equal rights as to dividends and ranking ahead of the Common Stock, the holders of the Series A Preferred Stock shall be entitled to receive, when and as declared by the Board of Directors, out of any assets of the Corporation legally available therefor, such dividends as may be declared from time to time by the Board of Directors.

One (1) share of the Series B Preferred Stock shall have voting rights equal to (x) 0.019607 *multiplied by* the total number of votes of the issued and outstanding shares of Common Stock and other Preferred Stock eligible to vote at the time of the respective vote (the "Numerator"), *divided by* (y) 0.49, *minus* (z) the Numerator. For the avoidance of doubt, if the total number of votes of the issued and outstanding shares of Common Stock and other Preferred Stock eligible to vote at the time of the respective vote is 5,000,000, the voting rights of one share of the Series B Preferred Stock shall be equal to 102,036 (e.g., ((0.019607 x 5,000,000) / 0.49) - (0.019607 x 5,000,000) = 102,036).

With respect to all matters upon which stockholders are entitled to vote or to which stockholders are entitled to give consent, the holders of the outstanding shares of Series B Preferred Stock shall vote together with the holders of Common Stock without regard to class, except as to those matters on which separate class voting is required by applicable law or the Corporation's Articles of Incorporation or by-laws. Such concentrated control of the Company may adversely affect the price of our common stock. A stockholder that acquires common stock will not have an effective voice in the management of the Company.

We have designated 50,000,000 shares of Series C Convertible Preferred Stock, par value of $0.001 per share (the "Series C Preferred Stock").

The Series C Preferred Stock will, with respect to dividend rights and rights upon liquidation, winding-up or dissolution, rank: (a) pari passu with the Corporation's Common Stock, $0.001 par value per share ("Common Stock"); (b) junior to all other series of Preferred Stock, as such may be designated as of the date of this Designation, or which may be designated by the Corporation after the date of this Designation (the "Other Preferred"), and (c) junior to all existing and future indebtedness of the Corporation.

Holders of the Series C Preferred Stock shall vote on all matters requiring a vote of the shareholders of the Corporation, together with the holders of shares of Common Stock and other classes of preferred stock entitled to vote, as a single class. Subject to the applicable beneficial ownership limitation, each Holder shall be entitled to the whole number of votes equal to the number of shares of Common Stock into which such holder's Preferred Shares would be convertible using the record date for determining the stockholders of the Corporation eligible to vote on such matters as the date as of which the number of Conversion Shares is calculated. Holders of the Series C Preferred Stock will also be entitled to vote as a separate class with respect to any matter as to which such voting rights are required by applicable law. There are an additional 10,000,099 authorized and undesignated Preferred Shares that are not yet issued or outstanding.

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: X (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date January 8, 2021 Common: 3,410,355,200 Preferred: Series A 249,999,990			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g., new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
1/8/2021	Issuance	85,455,000	Common	$25,636.50	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	_____
1/19/21	Issuance	88,894,600	Common	$26,668.38	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	_____
1/26/21	Issuance	93,546,000	Common	$28,069.20	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	_____
1/27/21	Issuance	96,360,000	Common	$28,908.00	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	

2/3/21	Issuance	100,000,000	Common	$30,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
2/9/21	Issuance	75,000,000	Common	$22,500	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
2/16/21	Issuance	76,771,725	Common	$23,031.52	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
2/19/21	Issuance	166,666,667	Common	$50,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
2/25/21	Issuance	166,666,667	Common	$50,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
3/1/21	Issuance	3	Series B Preferred	$0.00	No	Geordan Pursglove	Employment Agreement Issuance	Restricted	
3/3/21	Issuance	151,958,000	Common	$15,195.80	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
3/11/21	Issuance	145,000,000	Common	$14,500	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
3/17/21	Issuance	147,500,000	Common	$14,750	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
3/26/21	Issuance	147,500,000	Common	$14,750	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	

4/12/21	Issuance	150,000,000	Common	$15,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
4/16/21	Issuance	150,000,000	Common	$15,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
4/27/21	Issuance	150,000,000	Common	$15,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
5/5/21	Issuance	150,000,000	Common	$15,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
5/11/21	Issuance	150,000,000	Common	$15,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
5/25/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
6/10/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
6/23/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
7/7/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
7/23/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	

8/5/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
8/18/21	Issuance	9	Series B Preferred	$0.01	No	Geordan Pursglove	Employment Agreement Issuance	Restricted	
8/18/21	Issuance	6	Series B Preferred	$0.01	No	Peter Stazzone	Employment Agreement Issuance	Restricted	
8/20/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
8/20/21	Issuance	363,185,553	Common	$363,185,55	No	Illiad Research and Trading L.P John Fife	Debt Conversion	Restricted	
9/14/21	Issuance	160,000,000	Common	$16,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
9/23/21	Issuance	290,000,000	Common	$29,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
9/29/23	Issuance	220,000,000	Common	$22,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
10/6/21	Issuance	220,000,000	Common	$22,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
10/8/21	Issuance	220,000,000	Common	$22,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
10/13/21	Issuance	230,000,000	Common	$23,000	No	Discover Growth Fund	Debt Conversion	Restricted	

						John Kirkland			
10/18/21	Issuance	240,000,000	Common	$24,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
10/19/21	Issuance	460,000,000	Common	$46,000	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
10/20/21	Issuance	484,000,000	Common	$48,400	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
10/21/21	Issuance	509,900,000	Common	$50,990	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
10/29/21	Issuance	536,700,000	Common	$53,670	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
11/11/21	Issuance	459,690,000	Common	$45,969	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
11/19/21	Issuance	457,520,000	Common	$45,752	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
12/2/21	Issuance	476,200,000	Common	$47,620	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
12/20/21	Issuance	490,780,000	Common	$49,078	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
12/21/21	Issuance	750,620,000	Common	$75,062	No	Discover Growth Fund	Debt Conversion	Restricted	

						John Kirkland			
2/9/22	Issuance	375,000,000	Common	$150,000	No	Tyscado Partners Robert Delvecchio	Debt Conversion	Restricted	
2/22/22	Issuance	750,620,000	Common	$75,062	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
3/9/22	Issuance	133,902,975	Common	$0.00	No	Peter Stazzone	Issuance Per Employment Agreement	Restricted	
3/16/22	Issuance	791,800,000	Common	$79,180	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
4/11/22	Issuance	166,666,667	Common	$50,000	No	Remo Weber	Purchase Agreement Deposit	Restricted	
7/13/22	Issuance	791,750,000	Common	$79,175	No	Discover Growth Fund John Kirkland	Debt Conversion	Restricted	
6/2/23	Issuance	133,902,874	Common	$0.00	No	Peter Stazzone	Issuance Per Employment Agreement	Restricted	
Shares Outstanding on Date of This Report: Ending Balance Ending Balance: Date October 17, 2023 Common: 16,533,929,830 Preferred: Series A 250									

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

Common Stock

For the twelve months ending December 31, 2022, 233,417 shares of Series C Convertible Preferred Stock were converted to 2,334,170,000 shares of common stock.

For the twelve months ending December 31, 2021, there were 20,000 shares of Series C Preferred Stock issued for $2,000,000 cash. No underwriter participated in any transactions related to our equity, and no underwriting discounts or commissions were paid, nor was any general solicitation or general advertising conducted. The securities bear a restrictive legend and stop transfer instructions are noted on our stock transfer records. These shares were issued in offerings under Regulation D promulgated under Section 4(2) of the Securities Act of 1933. The Company issued 1,566,905 shares of Series C Preferred, valued at $3,837,647 with Discover to redeem the secured redeemable convertible debenture dated August 7, 2018. The valuation was derived from a loss on extinguishment of debt of $3,435,695 that represents the fair value of debt forgiveness, less the issuance of 598,048,320 common stock shares valued at par of $0.001, plus cash proceeds to the Company of $1,000,000 from the SPA that the Company entered into. These issuances were exempt from registration under section 4(1) of the Securities Act as sales by an issuer not involving a public offering.

As of December 31, 2022, our authorized capital stock consisted of 30,000,000,000 shares of common stock, par value $0.001 per share.

During the 12 months ended, December 31, 2022, the Company issued 375,000,000 shares valued at $150,000 at a price per share of $ 0.0004 for the conversion of certain debt and accrued interest into shares of our stock and extinguishment of debt. Additionally, the Company issued 2,334,170,000 shares valued at $ 2,334,170 at a price per share of $ 0.001 for the conversion of Series C Preferred Stock and issued 133,902,874 shares valued at $53,561 at a price per share of $ 0.0004 as part of the Company's employment agreement with the Chief Financial Officer.

On April 8, 2022, the Company executed a binding Letter of Intent ("LOI") with Electric Built, Inc. The Company paid Electric Built an initial payment in the amount of 166,666,667 shares of restricted common stock at a value of $50,000 at a price per share of $0.0003 in connection with the execution of a Definitive Agreement, which is being held in escrow. The Company and Electric Built entered into a Stock Purchase Agreement (the "SPA") dated as of June 27, 2022. Pursuant to the SPA, the SPA is subject to termination if due diligence review and required conditions for closing have not been satisfied by September 20, 2022. On September 14 ,2022, the Company entered into a First Amendment to the SPA, whereby the termination date was extended until October 31, 2022. If the closing has not occurred prior to the termination date in the SPA, Electric Built shall release such shares and return to the Company.

The Company and Electric Built entered into a Stock Purchase Agreement (the "SPA") dated as of June 27, 2022, setting forth the definitive terms and condition for the Transaction, whereby the Company would acquire, for a balance of $950,000 in the form of shares of the Company's common stock, all equity of Electric Built. Pursuant to the SPA, the SPA is subject to termination if due diligence review and required conditions for closing have not been satisfied by September 20, 2022 (the "Termination Date").

On September 14, 2022, the Company and Electric Built entered into a First Amendment to the SPA (the "Amendment"), whereby the Termination Date was extended until October 31, 2022, and then, on October 24, 2022, Electric Built requested that the October 2022 Termination Date be extended (the "Extension"), to accommodate Electric Built's need to relocate its operations, among other reasons. The Company has accepted such request and the SPA, as amended by the Amendment, is subject to the Extension.

Holders of common stock are entitled to one vote per share on all matters submitted to a vote of the stockholders, including the election of directors. Except as otherwise required by law, the holders of our common stock possess all voting power. Generally, all matters to be voted on by stockholders must be approved by a majority (or, in the case of election of directors, by a plurality) of the votes entitled to be cast by all shares of our common stock that are present in person or represented by proxy. A vote by the holders of a majority of our outstanding shares is required to effectuate certain fundamental corporate changes such as liquidation, merger or an amendment to our Articles of Incorporation. Our Articles of Incorporation do not provide for cumulative voting in the election of directors. Holders of our common stock have no pre-emptive rights, no conversion rights and there are no redemption provisions applicable to our common stock.

Preferred Stock

In March 2021, we approved authorization to issue up to 60,000,400 shares of preferred stock, which are designated Series A, B, C and undesignated Preferred Stock of which 249.99 shares of Series A, 51 shares of Series B and 608,585 shares of Series C are currently issued and outstanding.

We have designated 250 shares of Series A Convertible Preferred Stock, par value of $0.001 per share (the "Series A Preferred Stock"). As of December 31, 2022 and 2021, there were 249.9999 shares of Series A Preferred Stock issued and outstanding.

The Series A Preferred Stock will, with respect to each holder of the Series A Preferred Stock, be entitled to three million (3,000,000) votes for each share of Series A Preferred Stock standing in his, her or its name on the books of the corporation. Each share of Series A Preferred Stock is convertible, at the option of the holder, into one million shares of Common Stock. The Series A Preferred Stock is entitled, in the event of any voluntary liquidation, dissolution or winding up of the Corporation, to receive payment or distribution of a preferential amount before any payments or distributions are received by any class or series of common stock. Subject to the prior or equal rights of the holders of all classes of stock at the time outstanding having prior or equal rights as to dividends and ranking ahead of the Common Stock, the holders of the Series A Preferred Stock shall be entitled to therefore receive, when and as declared by the Board of Directors, out of any assets of the Corporation legally available, such dividends as may be declared from time to time by the Board of Directors.

We have designated 51 shares of Series B Convertible Preferred Stock, par value of $0.001 per share (the “Series B Preferred Stock”). One (1) share of the Series B Preferred Stock shall have voting rights equal to (x) 0.019607 *multiplied by* the total number of votes of the issued and outstanding shares of Common Stock and other Preferred Stock eligible to vote at the time of the respective vote (the “Numerator”), *divided by* (y) 0.49, *minus* (z) the Numerator. For the avoidance of doubt, if the total number of votes of the issued and outstanding shares of Common Stock and other Preferred Stock eligible to vote at the time of the respective vote is 5,000,000, the voting rights of one share of the Series B Preferred Stock shall be equal to 102,036 (e.g., ((0.019607 x 5,000,000) / 0.49) – (0.019607 x 5,000,000) = 102,036).

With respect to all matters upon which stockholders are entitled to vote or to which stockholders are entitled to give consent, the holders of the outstanding shares of Series B Preferred Stock shall vote together with the holders of Common Stock without regard to class, except as to those matters on which separate class voting is required by applicable law or the Corporation’s Articles of Incorporation or by-laws. Such concentrated control of the Company may adversely affect the price of our common stock. A stockholder that acquires common stock will not have an effective voice in the management of the Company.

We have designated 50,000,000 shares of Series C Convertible Preferred Stock, par value of $0.001 per share (the “Series C Preferred Stock”).

The Series C Preferred Stock will, with respect to dividend rights and rights upon liquidation, winding-up or dissolution, rank: (a) pari passu with the Corporation’s Common Stock, $0.001 par value per share (“Common Stock”); (b) junior to all other series of Preferred Stock, as such may be designated as of the date of this Designation, or which may be designated by the Corporation after the date of this Designation (the “Other Preferred”), and (c) junior to all existing and future indebtedness of the Corporation.

Holders of the Series C Preferred Stock shall vote on all matters requiring a vote of the shareholders of the Corporation, together with the holders of shares of Common Stock and other classes of Preferred Stock entitled to vote, as a single class. Subject to the applicable beneficial ownership limitation, each Holder shall be entitled to the whole number of votes equal to the number of shares of Common Stock into which such holder’s Preferred Shares would be convertible using the record date for determining the stockholders of the Corporation eligible to vote on such matters as the date as of which the number of Conversion Shares is calculated. Holders of the Series C Preferred Stock will also be entitled to vote as a separate class with respect to any matter as to which such voting rights are required by applicable law.

For the year ended December 31, 2022 there were 233,417 shares of Series C Convertible Preferred Stock that were converted to 2,334,170,000 shares of common stock.

For the twelve months ended December 31, 2021 the Company issued 1,566,905 shares of Series C Preferred, valued at $3,837,647. This was part of a settlement the Company reached with Discover to redeem the secured redeemable convertible debenture dated August 7, 2018. The valuation was derived from a loss on extinguishment of debt of $3,435,695 that represents the fair value of debt forgiveness, less the issuance of 598,048,320 common stock shares valued at par of $0.001, plus cash proceeds to the Company of $1,000,000 from the SPA that the Company entered into.

Warrants

The Company entered into an agreement in 2018 in conjunction with convertible notes payable to issue seven (7) warrants to purchase shares of the Company’s common stock which have an exercise price of $0.15 or 65% of the three lowest trading days within a 20-day market price timeframe, whichever is lower. The warrants also contain certain cashless exercise features. The issuance of these warrants is predicated on the completion of the funding requirements within the terms of the security agreement, however, these funding requirements were never met. The Company is currently negotiating a settlement with respect to any warrants.

Pursuant to the terms of the Discover Growth Fund SPA, we issued to Discover warrant to purchase up to 16,666,667 shares of our common stock upon the subsequent funding of the remaining $2,000,000 which occurred on February 28, 2019, exercisable beginning on the nine (9) month anniversary from the date of issuance for a period of three (3) years at an exercise price of $0.15 per share (the "Warrant"). In determining the appropriate fair value, the Company uses the Black-Scholes option-pricing model and based on the relative fair value of the warrant and cash received, we recorded a debt discount on the note principal of $696,850. Management used the following inputs to value the Discover Warrants by Expected Term - 3 years, Exercise Price - $0.15, Expected Volatility- 388.94%, Expected dividends - None, and Risk-Free Rate - 2.54%. This warrant expired on February 28, 2022.

Dividends

The Company anticipates that all future earnings will be retained to finance future growth. The payment of dividends, if any, in the future to the Company's common stockholders is within the discretion of the Board of Directors of the Company and will depend upon the Company's earnings, its capital requirements and financial condition and other relevant factors. The Company has not paid a dividend on its common stock and does not anticipate paying any dividends on its common stock in the foreseeable future but instead intends to retain all earnings, if any, for use in the Company's business operations**.**
:

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: x (If yes, you must complete the table below)

Date of Note Issuance	**Outstanding Balance ($)**	**Principal Amount at Issuance ($)**	**Interest Accrued ($)**	**Maturity Date**	**Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)**	**Name of Noteholder.** ***You must disclose the control person(s) for any entities listed.**	**Reason for Issuance (e.g. Loan, Services, etc.)**
11/27/2018	112,259	250,000	73,289	8/27/2019	60% of lowest trading price of common stock for 25 trading days prior to conversion	Auctus Fund LLC	Loan
12/31/2019	826,547	900,000	380,330	12/31/2021	All or any portion of the then outstanding balance of the Note into shares of the common stock of the Company at a price per share at the date of conversion.	TCA Special Situations Credit Strategies ICAV	Loan
7/19/2021	1,350,000	1,500,000	53,785	7/19/2022	100% of the average closing price of the Company's common stock for the five trading days immediately preceding the date of such conversion	Geordan Pursglove	Accrued Payroll
4/1/2022	1,200,000	1,200,000	155,524	4/1/2023	All or any portion of the then outstanding balance of the Note into shares of the common stock of the Company at a price per share equal to the closing bid price on March 31, 2022 of $ 0.0003.	Discover Growth Fund	Loan

On November 27, 2018, the Company received funding in conjunction with a convertible promissory note and a security purchase agreement dated November 27, 2018, in the amount of $250,000. The lender was Auctus Fund LLC. The notes have a maturity of August 27, 2019 and interest rate of 12% per annum and are convertible at a price of 60% of the lowest trading price on the primary trading market on which the Company's Common Stock is then listed for the twenty-five (25) trading days immediately prior to conversion. Additionally, if the stock price falls below par value, additional shares will be issued at the lower conversion rate so that stocks continue to be issued at par value. The note may be prepaid but carries a penalty in association with the remittance amount, as there is an accretion component to satisfy the note with cash. The Company is currently negotiating an extension with the noteholder as it is currently past due. As a result of a default provision, the interest rate has increased to 24% and additional principal was added in the amount of $15,000. As of June 30, 2023, the outstanding balance with accrued interest was $185,548.

On December 31, 2019, the Company entered into a securities purchase agreement (the "Securities Purchase Agreement") with TCA Special Situations Credit Strategies ICAV, an Irish collective asset vehicle (the "Buyer" or "TCA ICAV"), and TCA Beyond Commerce, LLC, a Wyoming limited liability company ("TCA Beyond Commerce"), pursuant to which the Buyer purchased from the Company a senior secured redeemable debenture having an initial principal amount of $900,000 and an interest rate of 16% per annum (the "Initial Debenture").

The Initial Debenture, and any future debentures that may be purchased by Buyer pursuant to the Securities Purchase Agreement (the "Additional Debentures"), is secured through an unconditional and continuing security interest in all of the assets and properties, including after acquired assets, of the Company and each of its subsidiaries, which are acting as guarantors with respect to the Company's obligations under the Initial Debenture and any Additional Debentures, pursuant to that certain Security Agreement, dated December 31, 2019, entered into by the Company and TCA Beyond Commerce in favor of the Buyer (the "Security Agreement"). The maturity date on this security is December 31, 2021. During the year ended December 31, 2020 the Company paid $73,453 to reduce the loan balance. The balance of the loan payable on the Company's books as of June 30, 2023 and December 31, 2022 was $826,547.

In May 2020, the SEC appointed a Receiver to close down the TCA Global Master Fund, L.P. over allegations of accounting fraud. The amount recorded by the Company as being owed to TCA was based on TCA's application of prior payments made by the Company. On April 13, 2023, the Company received a Notice of Default and Demand for Payment for $933,687. The Company believes that prior payments of principal and interest may have been applied to unenforceable investment banking and other fees and charges. It is the Company's position that the amount owed to TCA is less than the amount set forth above. Our attorney has contacted counsel for TCA to discuss prompt settlement of this matter.

On July 19, 2021, the Company issued a convertible promissory note (the "Note") in favor of Geordan G. Pursglove, the Company's Chairman and Chief Executive Officer, in the principal amount of $1,500,000, in satisfaction of Mr. Pursglove's accrued salary owing of $1,239,800 and $260,200 for loss on settlement. The Note accrues interest at 2% per annum, with the principal and interest payments due in twelve equal monthly installments. At the holder's election, the Note is convertible into shares of the Company's common stock, at a price per share equal to 100% of the average closing price of the Company's common stock for the five trading days immediately preceding the date of such conversion (the "Conversion Price"). The cash maturity date is July 19, 2022. On February 8, 2022 there was a conversion of $150,000 worth of shares issued.

On April 1, 2022, the Company entered into a promissory note (the "Note") in favor of Discover Growth Fund, LLC (the "Discover"), in the aggregate principal amount of $1,200,000 for which the Company received $1,000,000 in cash, reflecting an original issuance discount of 20%, with repayment to be made not later than April 1, 2023. Pursuant to the Note, at any time and from time to time Discover may, in its sole discretion, subject to certain ownership limitations, convert all or any portion of the then outstanding balance of the Note into shares of the common stock of the Company at a price per share equal to the closing bid price on March 31, 2022 of $ 0.0003. The Company recorded a debt discount of $200,000 for the original issue discount amortizable over the succeeding twelve months in accordance with ASC 835-30-45.

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
(Please ensure that these descriptions are updated on the Company's Profile on www.otcmarkets.com).

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Beyond Commerce, Inc. is a Nevada corporation that operates as a holding company focusing on the acquisition of "big data" companies in the B2B Internet Marketing Technology and Services (IMT&S) space. BCI's objective is to develop, acquire, and deploy disruptive strategic software technology and market-changing business models through acquisitions or organic growth. BCI plans to offer a cohesive global digital product and services platform to provide clients with a single point of contact for all of their IMT&S initiatives. The all-inclusive platform will result in substantial organic growth potential generated through cross-selling opportunities and future expansion possibilities for BCI and its investors. The company was formerly known as BOOMj, Inc. and changed its name to Beyond Commerce, Inc. in December 2008. Beyond Commerce, Inc. is headquartered in Las Vegas, Nevada.

B. List any subsidiaries, parent company, or affiliated companies.

Service 800, Inc.

C. Describe the issuers' principal products or services.

Beyond Commerce, Inc. (the "Company", "we" and "our"), has a planned business objective to develop, acquire, and deploy disruptive strategic software technology and market-changing business models through selling our own products and the acquisitions of existing companies. The Company currently owns and operates a data company and is actively seeking acquisition opportunities in high growth sectors such as psychedelics, cryptocurrency, ESports and Logistics among others.

5) Issuer's Facilities

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

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

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

We currently lease virtual office space at 3773 Howard Hughes Parkway, Suite: 500 Las Vegas, NV 89169. We pay an annual fee of $120 for this lease. There is also a location in Minnesota for Service 800, Inc. On February 20, 2020 the company moved Service 800, Inc. to 110 Cheshire Lane, Minnetonka Minnesota 55305. Service 800 leases 3,210 square feet of office space under an operating lease agreement with Carlson Center East LLC. The lease, which expired June 30, 2023, required base monthly rents of $4,160, plus operating expenses. Lease expense was recognized on a straight-line basis over the term of the lease. There were no options to extend or terminate the lease. The balance of the right of use asset and the operating lease liability were $0 as of June 30, 2023. The Company continues to rent the space on a month-by-month basis.

The public entity guidance in ASU 2016-02, Leases (Topic 842) requires lessees to recognize substantially all leases on their balance sheets as lease liabilities with a corresponding right-of-use asset. Our accounting policy is to keep leases with an initial term of 12 months or less off of the balance sheet.

The Company leases office space under an operating lease. Right-of-use assets represent the Company's right to use an underlying asset for the lease term and lease liabilities represent its obligation to make lease payments under the lease. Operating lease, right-of-use assets, and liabilities are recognized at the lease commencement date based on the present value of lease payments over the reasonably certain lease term. The implicit rates with the Company's operating leases are generally not determinable and the Company uses its incremental borrowing rate at the lease commencement date to determine the present value of its lease payments. The determination of the Company's incremental borrowing rate requires judgement. The company determines its incremental borrowing rate for each lease using its then-current borrowing rate. Certain of the Company's leases may include options to extend or terminate the lease. The Company establishes the number of renewal options periods used in determining the operating lease term based upon its assessment at the inception of the operating lease. The option to renew the lease may be automatic, at the option of the Company, or mutually agreed to between the landlord and the Company. Once the facility lease term has begun, the present value of the aggregate future minimum lease payments is recorded as a right-of-use asset.

6) Officers, Directors, and Control Persons

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

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
The 2GP Group, LLC Geordan Pursglove	CEO CEO	Boca Raton, FL	206.2499 45	Preferred Series A Preferred Series B	82.5% 88.2%	Geordan Pursglove
Peter Stazzone	CFO	Chandler, AZ	267,805,748 6	Common Preferred Series B	2% 11.8%	

Applicable percentage ownership is based on shares of common stock outstanding 249.9999 shares of Series A Preferred Stock, 51 shares of Series B Preferred Stock and 812,692 shares of Series C Preferred Stock issued and outstanding as of June 30, 2023. 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 number 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 as of June 30, 2023.

As of June 30, 2023, we have 249.9999 shares of Series A Preferred Stock issued and outstanding, each entitled to 3,000,000 votes per share, =51 shares of Series B Preferred Stock and 812,692 shares of Series C Preferred Stock issued and outstanding. Each one (1) share of the Series B Preferred Stock shall have voting rights equal to (x) 0.019607 multiplied by the total number of votes of issued and outstanding shares of stock of the Company eligible to vote at the time of the respective vote (the "Numerator"), divided by (y) 0.49, minus (z) the Numerator. Each share of Series C Preferred Stock is convertible into 100,000 shares of common stock and has voting rights on an as-converted basis, provided that the shareholder is prohibited from converting into a number of shares of common stock that exceeds 9.99% of the issued and outstanding common stock.

The shares of Series A Preferred Stock are held by The 2GP Group, LLC, an entity controlled by Mr. Geordan Pursglove, the Chief Executive Officer and Chairman of the Company. Each share of Series A Preferred Stock is convertible into 1,000,000 shares of common stock. Mr. Pursglove, managing member of The 2GP Group, LLC, holds sole voting and dispositive power over these shares. The address for The 2GP Group, LLC is 222 Yamato Road, Suite 260, Boca Raton, FL 33431.

7) Legal/Disciplinary History

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

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

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

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

A complaint against the Company, dated February 5, 2020, has been filed in Hennepin County, Minnesota, by Jean Mork Bredeson, the former President and former owner of Service 800, making certain claims related to the Company's acquisition of Service 800, seeking in excess of $1.6 million in damages. On March 16, 2020, the Company and Service 800 filed an answer, counterclaim and third-party claim against Ms. Bredeson and defendants Allen Bredeson and Jeff Schwedinger, former employees of Service 800. Answers and Affirmative and Additional Defenses to Third Party Claims were filed by Ms. Bredeson on April 7, 2020 and by Mr. Schwedinger on April 9, 2020 and, on April 24, 2020, Ms. Bredeson filed a Motion to Dismiss. The Court denied in full Ms. Bredeson's motion to dismiss or for a more definite statement. Subsequently, using a wholly owned entity she controls, Ms. Bredeson filed another

matter, captioned Green Valley Associates Inc. vs Service 800 Inc., 27-CV-20-13800. Although Ms. Bredeson is seeking to have the matters handled by separate judges, the Company sought consolidation of the two matters before Judge Klein, the judge who denied Ms. Bredeson's motion to dismiss, but the consolidation was denied. Discovery has closed in both cases. Trial commenced on October 3, 2022. After a week of trial, a technical mistrial occurred based on the Court falling under the minimum number of jurors required to maintain the trial. As a result, the trial was scheduled for August 2023 with Mediation scheduled for June 2023.

On May 22, 2023 judge Klein granted Bredeson's motion for partial summary judgment on the purchase price promissory note in the amount of $2,464,496. As a result, Bredeson declined to participate in a June Mediation. On June 20, 2023 Judge Klein issued an amended order finalizing the Summary Judgment order of May 22, 2023. On August 19, 2023, the Company filed an appeal. On September 12, 2023 the Court of Appeals ruled in favor of the Company's appeal and ordered that Judge Klein had abused his discretion in certifying final partial judgment and the partial judgment is not final.

The Financial Accounting Standards Board ("FASB") Statement of Financial Accounting Standards No. 5, states that a firm must distinguish between losses that are probable, reasonably probable or remote. If a contingent liability is deemed probable, it must be directly reported in the financial statements. In July 2010, the FASB issued ASC 450-20 that updated the Standard and uses "probable," "reasonably possible," and "remote" to determine the likelihood of the future event that will confirm a loss, an impairment of an asset, or the incurrence of a liability.

Accrual of a loss contingency is required when (1) it is probable that a loss has been incurred at the date of the financial statements and (2) the amount can be reasonably estimated. No accrual has been made in the above matter as the determination is that a loss is not probable as of June 30, 2023 nor can a loss be reasonably estimated.

In addition to the above, from time to time, we may be involved in litigation in the ordinary course of business. Other than as set forth above, we are not currently involved in any litigation that we believe could have a material adverse effect on our financial condition or results of operations. Other than as set forth above, to our knowledge, there is no action, suit, proceeding, inquiry or investigation before or by any court, public board, government agency, self-regulatory organization or body pending or, to the knowledge of our executive officers or any of our subsidiaries, threatened against or affecting our Company, our common stock, any of our subsidiaries or any of our subsidiaries' officers or directors in their capacities as such, in which an adverse decision could have a material adverse effect

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

<u>Securities Counsel</u>

Name:	<u>Lucosky Brookman LLP</u>
Address 1:	101 S Wood Avenue
Address 2:	Iselin, NJ 08830
Phone:	732-395-4400

<u>Accountant or Auditor</u>

Name:	Katie Watts
Firm:	Haynie and Company
Address 1:	1785 2320 S
Address 2:	Salt Lake City , UT, 84119
Phone:	<u>801-972-4800</u>

All other means of Investor Communication:

Twitter:	N/A
Discord:	N/A
LinkedIn	https://www.linkedin.com/company/beyond-commerce-inc.
Facebook:	<u>N/A</u>
[Other]	<u>N/A</u>

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

Name: N/A
Firm: N/A
Nature of Services: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

9) Financial Statements

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

☐ IFRS
X U.S. GAAP

B. The following financial statements were prepared by (name of individual)[2]:

Name: Peter Stazzone
Title: CFO
Relationship to Issuer: CFO / Board Member
Describe the qualifications of the person or persons who prepared the financial statements: **Peter Stazzone is the CFO of Beyond Commerce and Service 800.**

Name: **Heber Maughan**
Title: **CPA, CGMA**
Relationship to Issuer: **N/A**
Describe the qualifications of the person or persons who prepared the financial statements: **Heber is a CPA, CGMA**

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

a. Audit letter, if audited;
b. Balance Sheet;
c. Statement of Income;
d. Statement of Cash Flows;
e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
f. Financial Notes

Important Notes:
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.

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

- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and
Stockholders of Beyond Commerce, Inc.

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of Beyond Commerce, Inc. (the Company) as of December 31, 2022 and 2021, and the related consolidated statements of operations, stockholders' deficit, and cash flows for each of the years in the two-year period ended December 31, 2022, and the related notes (collectively referred to as the financial statements). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and the results of its operations and its cash flows for each of the years in the two-year period ended December 31, 2022, in conformity with accounting principles generally accepted in the United States of America.

Consideration of the Company's Ability to Continue as a Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As discussed in Note 3 to the consolidated financial statements, the Company has suffered losses from operations, has a working capital deficit, and has negative cash flows from operations. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management's plans regarding these matters are also described in Note 3 to the consolidated financial statements. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matters

The critical audit matters communicated below are matters arising from the current period audit of the financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

Valuation of Derivative Liabilities

Description of the Critical Audit Matter:

As discussed in Note 2 to the consolidated financial statements, the Company has an embedded derivative liability due to convertible note with a variable conversion. The Company accounts for derivative liabilities in accordance with ASC 815. Auditing the Company's derivative valuations is challenging, complex, and requires a degree of auditor judgment.

How We Addressed the Critical Audit Matter in Our Audit:

We performed the following audit procedures to address the critical audit matter, among others:

- We evaluated whether the company's accounting treatment and recognition of a derivative liability remains appropriate.
- We gained an understanding of management's process and methodology to develop the estimates.
- We examined signed contracts and amendments.
- We evaluated the reasonableness of the inputs and assumptions used by management in developing the estimates.
- We evaluated the adequacy of the disclosures related to these fair value measurements.

Goodwill Impairment Assessment

Description of the Critical Audit Matter:

As discussed in Note 2 to the consolidated financial statements, the Company evaluates goodwill for impairment when events or circumstances indicate the carrying amount of this asset may not be recoverable. The recoverability is based on management's estimates of future cash flows to be generated from the goodwill. As further discussed in Note 6 to the consolidated financial statements, no impairment was recognized.

The Company's analysis and calculations involves significant judgments and assumptions in estimating future cash flows weighted average cost of capital. Auditing managements inputs and calculations requires a degree of auditor judgement.

How We Addressed the Critical Audit Matter in Our Audit:

We performed the following audit procedures to address the critical audit matter, among others:

- We gained an understanding of management's process and methodology to develop the valuation.
- We evaluated management's ability to accurately forecast revenues, expenses, and operating profit by (1) comparing actual results to management's historical forecasts, and (2) relevant subsequent customer activity.
- We evaluated the reasonableness of the inputs and assumptions used by management in developing the valuation.

Haynie & Company
Salt Lake City, Utah

March 31, 2023
PCAOB ID: 457

We have served as the Company's auditor since 2018.

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Geordan Pursglove certify that:

1. I have reviewed this Disclosure Statement for Beyond Commerce;

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.

October 17, 2023

/s/ Geordan Pursglove

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

Principal Financial Officer:

I, Peter Stazzone certify that:

1. I have reviewed this Disclosure Statement for Beyond Commerce;

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.

October 17, 2023

/s/ Peter Stazzone

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

Beyond Commerce, Inc.

UNAUDITED CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS
FOR THE THREE- AND SIX-MONTH PERIODS ENDED
June 30, 2023 & 2022

TABLE OF CONTENTS

BEYOND COMMERCE, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	June 30, 2023	December 31, 2022
ASSETS		
Current assets:		
Cash & cash equivalents	$ 158,749	$ 391,970
Accounts receivable, net	901,800	975,107
Other current assets	68,566	13,981
Total current assets	1,129,115	1,381,058
Operating Lease of right use asset	-	16,156
Property, equipment, and software - net	1,083	8,715
Investments	300,000	300,000
Intangible asset - net	1,508,043	1,659,513
Goodwill	1,299,144	1,299,144
Total assets:	$ 4,237,385	4,664,586
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable	$ 518,062	$ 441,757
Operating Lease Liability, current	-	18,690
Accrued Interest	1,936,261	1,569,999
Accrued Payroll & related items	180,176	125,172
Derivative liability	442,624	611,625
Short-term borrowings – net of discount	2,931,428	2,8811,428
Short-term borrowings- related party	1,350,000	1,500,000
Total current liabilities	7,358,551	6,998,671
Long-term borrowings – net of discount	3,076,547	3,076,547
Total liabilities	10,435,098	8,492,290
Commitments and Contingencies	-	-
Stockholders' Deficit:		
Preferred stock series A, $0.001 par value of 250 shares authorized and 249.999 shares issued and outstanding, respectively.	-	-
Preferred stock series B, $0.001 par value of 51 shares authorized and 51 shares issued and outstanding, respectively,	-	-
Preferred Stock series C, $0.001 par value of 50,000,000 shares authorized and 608,590 shares issued and outstanding, respectively,	609	609
Common stock, $0.001 par value, 30,000,000,000 shares authorized, 16,533,929,830 shares issued and outstanding, respectively,	16,533,930	16,400,027
Additional paid in capital	48,196,696	48,317,209
Accumulated deficit	(70,980,156)	(70,188,859)
Deficit attributable to Beyond Commerce, Inc stockholder	(6,248,921)	(5,471,014)

Equity attributable to noncontrolling interest	51,208	60,382
Total stockholders' deficit	(6,197,713)	(5,410,632)
Total liabilities and stockholders' deficit	$ 4,237,385	$ 4,664,586

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

BEYOND COMMERCE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE THREE & SIX-MONTHS ENDED JUNE 30,
(unaudited)

	For the three months ended June 30, 2023	For the three months ended June 30, 2022	For the six months ended June 30, 2023	For the six months ended June 30, 2022
Revenues	$ 911,343	$ 1,038,092	$ 1,822,212	$ 2,047,500
Operating expenses				
Cost of revenue	232,657	318,439	451,488	604,558
Selling, general and administrative	164,735	195,928	290,543	377,745
Payroll expense	594,106	632,972	1,229,205	1,407,199
Professional Fees	159,810	190,739	257,298	413,539
Depreciation and amortization	76,776	82,326	159,102	178,316
Total operating expenses	1,228,084	1,420,404	2,387,636	2,981,357
Loss from operations	(316,741)	(382,312)	(565,424)	(933,857)
Non-operating income (expense)				
Interest expense	(213,913)	(191,350)	(420,690)	(339,012)
Amortization of debt discount		-		-
Derivative related expenses		-		-
Change in derivative liability	(21,492)	(60,727)	169,001	(12,909)
Gain (loss) on extinguishment of debt	-	6,481	-	6,481
Other	305	-	16,642	-
Total non-operating income (expense)	(235,100)	(245,596)	(235,047)	(345,440)
Loss from continuing operations before income tax	(551,841)	(627,908)	(800,471)	(1,279,297)
Provision for income tax	-	-	-	-
Consolidated net loss	$ (551,841)	$ (627,908)	$ (800,471)	$ (1,279,297)
Noncontrolling interest	(4,587)	(4,589)	(9,174)	(9,174)
Net Loss	$ (547,254)	$ (623,321)	$ (791,297)	$ (1,270,123)
Net income (loss) per common share-basic and diluted	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Weighted average shares of capital outstanding (basic and diluted)	16,533,929,830	15,589,961,938	16,533,929,830	14,834,207,405

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

BEYOND COMMERCE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX-MONTH PERIODS ENDED JUNE 30,
(Unaudited)

	2023	2022
Net loss	$ (800,471)	$ (1,279,297)
Cash flows from operating activities:		
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock issued for services	13,390	53,561
Amortization of debt discount	50,000	17,719
Depreciation and amortization	175,258	178,316
Loss on extinguishment of debt	-	-
Gain on forgiveness of PPP loan	-	-
Interest expense – original interest discount	-	50,000
Change in derivative liability	(169,001)	12,909
Changes in assets and liabilities:		
(Increase) decrease in accounts receivable	73,307	(143,276)
(Increase) decrease in other current assets	(54,586)	24,418
Increase (decrease) in accounts payable	76,305	(49,220)
Increase (decrease) in payroll liabilities	(16,997)	51,775
Increase (decrease) in other current liabilities	419,574	248,330
Net cash provided by (used in) in operating activities.	$ (233,221)	$ (834,765)
Cash flows from investing activities:	-	-
Cash flows from financing activities:		
Cash receipts from note payable	-	1,000,000
Net cash provided by financing activities	$ -	1,000,000
Net increase (decrease) in cash and cash equivalents	(232,221)	165,235
Cash and cash equivalents, beginning balance	391,970	570,349
Cash and cash equivalents, ending balance	$ 158,749	$ 735,584
Supplemental Disclosure of Cash Flow Information:		
Cash Paid For:		
Interest	$ -	$ -
Income taxes	$ -	$ -
Summary of Non-Cash Investing and Financing Information:		
Stock issued for conversion of debt	$ -	$ 150,000
Stock issued for conversion of Series C preferred stock	$ -	$ 1,542,420
Stock issued in escrow for Letter of Intent	$ -	$ 50,000

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

BEYOND COMMERCE, INC.
CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT
For the Three and Six Months Ended June 30, 2023
(Unaudited)

	Preferred Stock A		Preferred Stock B		Preferred Stock C		Common Stock		Additional		Non	Total
	Shares	Par Value	Shares	Par Value	Shares	Par Value	Shares	Par Value	Paid in Capital	Accumulated Deficit	Controlling Interest	Stockholders' Deficit
Balance Year December 31, 2022	**249.9999**	**$ -**	**51**	**$ -**	**608,585**	**$ 609**	**16,400,026,956**	**$ 16,400,027**	**$ 48,317,209**	**$ (70,188,859)**	$ **60,382**	**$ (5,410,632)**
Net loss										(244,043)	(4,587)	(248,630)
Balance March 31, 2023	**249.9999**	**$ -**	**51**	**$ -**	**608,585**	$ 609	16,400,026,956	$ 16,400,027	**$ 48,317,209**	**$ (70,432,902)**	**$ 55,795**	**$ (5,659,262)**
Common Stock issued for employment agreement							133,902,874	133,903	(120,513)			13,390
Net Loss										(547,254)	(4,587)	(551,841)
Balance June 30, 2023	**249.9999**	$	**51**	$ -	**608,585**	**$ 609**	**16,533,929,830**	**$ 16,533,930**	**$ 48,196,696**	**$ (70,980,156)**	**$ 51,208**	**$ (6,197,713)**
Balance Year December 31, 2021	**249.9999**	**$ -**	**51**	**$ -**	**842,002**	**$ 842**	**13,390,287,415**	**$ 13,390,287**	**$ 51,073,155**	**$ (67,808,598)**	**$ 78,728**	**$ (3,265,586)**
Common Stock issued for employment agreement							133,902,874	133,903	(80,342)			53,561
Common stock issued for conversion of preferred stock series C					(154,242)	(154)	1,542,420,000	1,542,420	(1,542,266)			-
Common stock issued for debt conversion							375,000,000	375,000	(225,000)			150,000
Net loss										(646,802)	(4,587)	(651,389)
Balance March 31, 2022	**249.9999**	**$ -**	**51**	**$ -**	**687,760**	**$ 688**	**15,441,610,289**	**$ 15,441,610**	**$ 49,225,547**	**$ (68,455,400)**	**$ 74,141**	**$ (3,713,414)**
Common Stock issued for Letter of Intent							166,666,667	166,667	(116,667)			50,000
Net Loss										(623,321)	(4,587)	(627,908)
Balance June 30, 2022	**249.9999**	**$ -**	**51**	**$ -**	**687,760**	**$ 688**	**15,608,276,956**	**$ 15,608,277**	**$ 49,108,880**	**$ (69,078,721)**	**$ 69,554**	**$ (4,291,322)**

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

BEYOND COMMERCE, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
UNAUDITED
June 30, 2023

NOTE 1. DESCRIPTION OF BUSINESS AND BASIS OF PRESENTATION

Corporate History and Background

Beyond Commerce, Inc. was formed as a Nevada corporation on January 12, 2006.

We are focused on business combinations of "big data" companies in global B2B internet marketing analytics, technologies and services. The Company's objective is to develop and deploy disruptive strategic software technology that will build on organic growth potential and to exploit cross-selling opportunities. We plan to offer a cohesive global digital product and services platform to provide clients with a single point of contact for their big data, marketing and related sales initiatives. We believe our business model will ensure that information will remain secure and private, as necessitated by the current market climate.

In addition, we plan to provide solutions which facilitate the exchange of information and data transactions between supply chain participants, such as manufacturers, retailers, distributors and financial institutions. The goal is to automate potential client internal processes thereby increasing productivity and lowering costs. We plan to develop proprietary algorithms which it will embed in the planned software to enable clients to access data and gain insight into their business, through that data, leading to improved internal decision making.

The Company currently owns and operates a data company and is actively seeking acquisition opportunities in high growth sectors such as psychedelics, cryptocurrency, ESports and Logistics among others. The Company's strategy is to identify companies in the early stages of development or growth, acquire them and provide these companies capital in order to accelerate their development and growth with the intention to ultimately sell these companies.

Basis of Presentation

The condensed consolidated financial statements and the notes thereto for the three and six months ended June 30, 2023 and 2022 included herein include the accounts of the Company, its wholly-owned subsidiary Service 800 Inc., and Customer Centered Strategies, LLC ("CCS"), which the Company has an 80% investment interest.

The condensed consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") and pursuant to the rules and regulations of the SEC. All significant intercompany accounts and transactions have been eliminated in consolidation. Any reference in these notes to applicable guidance is meant to refer to the authoritative GAAP as found in the Accounting Standards Codification ("ASC") and Accounting Standards Updates ("ASU") of the Financial Accounting Standards Board ("FASB").

Results of Operations

Through our Service 800 Inc. subsidiary, many of our clients, such as GE Healthcare, Audiology System, Inc., 3M Healthcare, Johnson & Johnson Vision Care, Albany Molecular Research Inc., Sakura Finetek, Abbott Diagnostics, Biosense Webster, a Johnson & Johnson Company and Medtronic to name a few took the time during the pandemic to begin strategic planning with Service 800 to grow their business with the Company through renewals, expansion, and developing better ways to grow our programs with each and every one of them for the future. This select market segment continues to be a major source of revenue for the Company as we expand our services within this business segment. Renewals have been strong during the last nine months, and we anticipate revenue getting back in line with exceeding our expectations as we progress further into the year. All renewals that have taken place are on a minimum of a one to two-year term with an auto renewal taking place when the contract expires. The pandemic helped our customers recognize the value that Service 800 brings to its clients in the form of providing valuable information to not only help their growth within their own companies, but also help them be better providers to their customers as well. We continue to look forward to growth into each division of these companies and expansion to exceed expectations that have been set. We value these customers and seek to achieve positive growth we have set for the remainder of the year and moving onwards for future years to come.

NOTE 2. SELECTED ACCOUNTING POLICIES

Interim Financial Statements

These unaudited condensed consolidated financial statements as of and for the three (3) and six (6) months ended June 30, 2023 and 2022, respectively, reflect all adjustments including normal recurring adjustments, which, in the opinion of management, are necessary to present fairly the financial position, results of operations and cash flows for the periods presented in accordance with the accounting principles generally accepted in the United States of America.

These interim unaudited condensed consolidated financial statements should be read in conjunction with the Company's consolidated financial statements and notes thereto for the years ended December 31, 2022 and 2021, respectively, which are included in the Company's December 31, 2022 Annual Report on Form 10-K filed with the United States Securities and Exchange Commission on March 31, 2023. The Company assumes that the users of the interim financial information herein have read, or have access to, the audited consolidated financial statements for the preceding period, and that the adequacy of additional disclosure needed for a fair presentation may be determined in that context. The results of operations for the three (3) and six (6) months ended June 30, 2023 are not necessarily indicative of results for the entire year ending December 31, 2023.

Use of Estimates

The preparation of consolidated financial statements and accompanying notes in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Estimates are used in the determination of depreciation and amortization and the valuation for non-cash issuances of equity instruments, income taxes, and contingencies, among others. Actual results could differ materially from these estimates

Fair Value Measurements

	June 30, 2023 Fair Value Measurements			
	Level 1	**Level 2**	**Level 3**	**Total Fair Value**
Liabilities				
Derivative Liabilities	$ -	$ -	$ 442,624	$ 442,624
Total	$ -	$ -	$ 442,624	$ 442,624

	December 31, 2022 Fair Value Measurements			
	Level 1	**Level 2**	**Level 3**	**Total Fair Value**
Liabilities				
Derivative Liabilities	$ -	$ -	$ 611,625	$ 611,625
Total	$ -	$ -	$ 611,625	$ 611,625

Derivative liability as of December 31, 2022	$ 611,625
Change in derivative liability during the period	(169,001)
Balance at June 30, 2023	$ 442,624

Management considers all of its derivative liabilities to be Level 3 liabilities.

Revenue Recognition

The Company recognizes revenue in accordance with FASB ASC Subtopic 606-10, Revenue Recognition. We recognize revenue as we transfer control of deliverables (products, solutions and services) to our customers in an amount reflecting the consideration to which we expect to be entitled. To recognize revenue, we apply the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenue when a performance obligation is satisfied. We account for a contract based on the terms and conditions the parties agree to, the contract has commercial substance and collectability of consideration is probable. The Company applies judgment in determining the customer's ability and intention to pay, which is based on a variety of factors including the customer's historical payment experience.

The majority of the Company's revenue is generated by the completion of a survey. Revenue is recognized and customers are billed at the point in time a survey occurs or when a related service is complete. The Company may require a deposit from new customers for set up costs or as down payments. These amounts are not significant to the financial statements.

Valuation of Derivative Instruments

ASC 815 "Derivatives and Hedging" requires that embedded derivative instruments be bifurcated and assessed, along with free-standing derivative instruments such as warrants, on their issuance date and measured at their fair value for accounting purposes. In determining the appropriate fair value, the Company uses the Black-Scholes option pricing formula. Upon conversion of a note where the embedded conversion option has been bifurcated and accounted for as a derivative liability, the Company records the shares at fair value, relieves all related notes, derivatives and debt discounts, and recognizes a net gain or loss on debt extinguishment.

Management used the following inputs to value the Derivative Liabilities for the six months ended June 30, 2023:

	June 30, 2022 Derivative Liability
Expected term	1 year
Exercise price	$ 0.00004
Expected volatility	354%
Expected dividends	None
Risk-free rate	5.40%

Recent Accounting Pronouncements

Recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the Securities and Exchange Commission did not or are not believed by management to have a material impact on the Company's present or future consolidated financial statements.

The Company will continue to monitor these emerging issues to assess any potential future impact on its financial statements. The Company has taken the position that any future standards will not be disclosed to the extent they are not material to our operations.

NOTE 3. GOING CONCERN

The Company's financial statements are prepared using GAAP, which contemplate the realization of assets and liquidation of liabilities in the normal course of business. Because of recent events, the Company cannot state with certainty of its ability to continue as a going concern. The accompanying consolidated financial statements have been prepared assuming that we will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business.

The Company has suffered losses from operations and has a working capital deficit, and negative cash flows from operations which raise substantial doubt about its ability to continue as a going concern. As of June 30, 2023, the accumulated deficit was $70,966,766 and the negative working capital was $6,229,436. Management is taking steps to raise additional funds to address its operating and financial cash requirements to continue operations in the next twelve months. Management has devoted a significant amount of time in attempting to raise capital from additional debt and equity financing. Due to its nominal revenues, the Company's ability to continue as a going concern is dependent upon raising additional funds through debt and equity financing and generating revenue, including through the acquisition of Service 800 and CCS or through a merger transaction with a well-capitalized entity. There are no assurances the Company will receive the necessary funding or generate revenue necessary to fund operations. If we are unable to obtain additional funds, or if the funds cannot be obtained on terms favorable to us, we will be required to delay, scale back or eliminate our plans to continue to develop and expand our operations or in the extreme situation, cease operations altogether

NOTE 4. INVESTMENTS

On November 23, 2021, the Company entered into a simple agreement for future equity (the "SAFE") with Cityfreighter, Inc. ("Cityfreighter"), pursuant to which the Company invested $250,000 (the "Purchase Amount"). Cityfreighter is a California based developer of electric low-floor trucks for the last mile delivery industry. Beyond Commerce received customary representations and warranties from Cityfreighter. The SAFE provides the Company with the right to either (a) future equity in Cityfreighter when it completes an Equity Financing (as defined below), or (b) future equity in Cityfreighter or cash proceeds if there is a liquidity or dissolution event.

On December 2, 2021 the Company executed a binding Letter of Intent ("LOI") with Elettricars (of Italy) to attain the exclusive U.S. rights to its low-speed electric vehicle ("LSEV"). Elettricars is focused on manufacturing and commercializing a low-speed electric vehicle ("LSEV"), a 4-wheeled motor vehicle, not an ATV, with a top speed of 25 mph and weighs less than 3,000 lbs. The Company paid Elettricars an initial payment in the amount of $50,000 in connection with the execution of a Definitive Agreement, which was being held in escrow. During the first quarter ended March 31, 2022, the parties determined not to proceed with the transaction and the $50,000 in escrow was returned to the Company.

On April 8, 2022, the Company executed a binding Letter of Intent ("LOI") with Electric Built, Inc., headquartered in Inglewood, California. The acquisition will provide the Company exclusive access to Electric Built's commercial business know-how, intellectual property, and business relationships and operations in electric vehicle fleet service. The Company paid Electric Built an initial payment in the amount of $50,000 in shares of restricted common stock of Beyond Commerce in connection with the execution of a Definitive Agreement, which shares are being held in escrow. If the closing has not occurred prior to the termination date in the Definitive Agreement, Electric Built shall release such shares and return the shares to the Company.

The Company and Electric Built entered into a Stock Purchase Agreement (the "SPA") dated as of June 27, 2022, setting forth the definitive terms and condition for the Transaction, whereby the Company would acquire, for a balance of $950,000 in the form of shares of the Company's common stock, all equity of Electric Built. Pursuant to the SPA, the SPA is subject to termination if due diligence review and required conditions for closing have not been satisfied by September 20, 2022 (the "Termination Date").

On September 14, 2022, the Company and Electric Built entered into a First Amendment to the SPA (the "Amendment"), whereby the Termination Date was extended until October 31, 2022, and then, on October 24, 2022, Electric Built requested that the October 2022 Termination Date be extended (the "Extension"), to accommodate Electric Built's need to relocate its operations, among other reasons. The Company has accepted such request and the SPA, as amended by the Amendment, is subject to the Extension.

NOTE 5. SHORT- AND LONG-TERM BORROWINGS

Short-term and Long-term borrowings, consist of the following:	June 30, 2023	December 31, 2022
Short term debt;		
Convertible Promissory Notes, bearing an annual interest rate of 24% secured, past due	$ 112,259	$ 112,259
Short-Term Note – Jean Mork Bredeson cash deficit holdback, 15%, past due	210,000	210,000
Short-Term Note – Jean Mork Bredeson purchase allocation, 15%, past due	1,409,169	1,409,169
Note payable – Discover Growth Fund, 20% OID, prime rate, due 04/01/23, past due	1,200,000	1,200,000
Convertible promissory note, related party interest rate 2.0%	1,350,000	1,350,000
Total short-term debt	$ 4,281,428	$ 4,281,428
Long term debt;		
Funding from the SBA Program, annual interest of 3.75%, due 03/30/2051	150,000	150,000
Promissory Note – Jean Mork Bredeson, interest rate 5.5%, due 2/28/2022, past due	2,100,000	2,100,000
Senior Secured Redeemable Debenture, bearing an annual interest rate of 16%, due 12/31/2021, long term, past due	826,547	826,547
Total short-term and long-term borrowings, before debt discount	7,357,975	7,357,975
Less debt discount	-	(50,000
Total short-term and long-term borrowings, net	$ 7,357,975	$ 7,307,975
Short-term and Long-term borrowings, consist of the following:		
Short-term borrowings – net of discount	$ 4,281,428	$ 4,231,428
Long-term borrowings – net of discount	3,076,547	3,076,547
Total Short-Term and long-term borrowings – net of discount	$ 7,357,975	$ 7,307,975

On November 27, 2018, the Company received funding in conjunction with a convertible promissory note and a security purchase agreement dated November 27, 2018, in the amount of $250,000. The lender was Auctus Fund LLC. The notes have a maturity of August 27, 2019 and interest rate of 12% per annum and are convertible at a price of 60% of the lowest trading price on the primary trading market on which the Company's Common Stock is then listed for the twenty-five (25) trading days immediately prior to conversion. Additionally, if the stock price falls below par value, additional shares will be issued at the lower conversion rate so that stocks continue to be issued at par value. The note may be prepaid but carries a penalty in association with the remittance amount, as there is an accretion component to satisfy the note with cash. The Company is currently negotiating an extension with the noteholder as it is currently past due. As a result of a default provision, the interest rate has increased to 24% and additional principal was added in the amount of $15,000. As of June 30, 2023, the outstanding balance with accrued interest was $185,548.

On December 31, 2019, the Company entered into a securities purchase agreement (the “Securities Purchase Agreement”) with TCA Special Situations Credit Strategies ICAV, an Irish collective asset vehicle (the “Buyer” or “TCA ICAV”), and TCA Beyond Commerce, LLC, a Wyoming limited liability company (“TCA Beyond Commerce”), pursuant to which the Buyer purchased from the Company a senior secured redeemable debenture having an initial principal amount of $900,000 and an interest rate of 16% per annum (the “Initial Debenture”).

The Initial Debenture, and any future debentures that may be purchased by Buyer pursuant to the Securities Purchase Agreement (the “Additional Debentures”), is secured through an unconditional and continuing security interest in all of the assets and properties, including after acquired assets, of the Company and each of its subsidiaries, which are acting as guarantors with respect to the Company’s obligations under the Initial Debenture and any Additional Debentures, pursuant to that certain Security Agreement, dated December 31, 2019, entered into by the Company and TCA Beyond Commerce in favor of the Buyer (the “Security Agreement”). The maturity date on this security is December 31, 2021. During the year ended December 31, 2020 the Company paid $73,453 to reduce the loan balance. The balance of the loan payable on the Company’s books as of June 30, 2023 and December 31, 2022 was $826,547.

In May 2020, the SEC appointed a Receiver to close down the TCA Global Master Fund, L.P. over allegations of accounting fraud. The amount recorded by the Company as being owed to TCA was based on TCA’s application of prior payments made by the Company. On April 13, 2023, the Company received a Notice of Default and Demand for Payment for $933,687. The Company believes that prior payments of principal and interest may have been applied to unenforceable investment banking and other fees and charges. It is the Company’s position that the amount owed to TCA is less than the amount set forth above. Our attorney has contacted counsel for TCA to discuss prompt settlement of this matter.

Effective February 28, 2019 as a component of the closing of the business combination between Beyond Commerce, Inc. and Service 800, Jean Mork Bredeson, Founder and President of Service 800, the Company issued a $2,100,000 three-year 5.5% promissory note to Ms. Bredeson. Interest only payments are required during the first year of the note. The $2,100,000 promissory note is personally guaranteed by the estate of George Pursglove whose executor is Geordan Pursglove, the Company’s President and CEO.

NOTE 6. COMMON STOCK AND PREFERRED STOCK

Common Stock

As of June 30, 2023, our authorized capital stock consisted of 30,000,000,000 shares of common stock, par value $0.001 per share.

During the six months ended June 30, 2023, the Company issued 133,902,874 shares valued at $13,390 at a price per share of $ 0.0001 as part of the Company’s employment agreement with the Chief Financial Officer.

There were 16,533,929,830 shares of common stock issued and outstanding as of June 30, 2023 and December 31, 2022.

During the six months ended June 30, 2022, the Company issued 375,000,000 shares valued at $150,000 at a price per share of $ 0.0004 for the conversion of certain debt and accrued interest into shares of our stock and extinguishment of debt. Additionally, the Company issued 1,542,420,000 shares valued at $1,542,420 at a price per share of $ 0.001 for the conversion of Series C Preferred Stock and issued 133,902,874 shares valued at $53,561 at a price per share of $ 0.0004 as part of the Company’s employment agreement with the Chief Financial Officer. The Company issued 166,666,667 shares of common stock at a price per share of $0.0003 for a letter of intent valued at $50,000.

Holders of common stock are entitled to one vote per share on all matters submitted to a vote of the stockholders, including the election of directors. Except as otherwise required by law, the holders of our common stock possess all voting power. Generally, all matters to be voted on by stockholders must be approved by a majority (or, in the case of election of directors, by a plurality) of the votes entitled to be cast by all shares of our common stock that are present in person or represented by proxy. A vote by the holders of a majority of our outstanding shares is required to effectuate certain fundamental corporate changes such as liquidation, merger or an amendment to our Articles of Incorporation. Our Articles of Incorporation do not provide for cumulative voting in the election of directors. Holders of our common stock have no pre-emptive rights, no conversion rights and there are no redemption provisions applicable to our common stock.

Preferred Stock

As of June 30, 2023, the Company is authorized to issue up to 60,000,400 shares of preferred stock, which are designated Series A, B, C and undesignated Preferred Stock.

We have designated 250 shares of Series A Convertible Preferred Stock, par value of $0.001 per share (the "Series A Preferred Stock"). As of June 30, 2023 and December 31, 2022, there were 249.9999 shares of Series A Preferred Stock issued and outstanding.

The Series A Preferred Stock will, with respect to each holder of the Series A Preferred Stock, be entitled to three million (3,000,000) votes for each share of Series A Preferred Stock standing in his, her or its name on the books of the corporation. Each share of Series A Preferred Stock is convertible, at the option of the holder, into one million shares of Common Stock. The Series A Preferred Stock is entitled, in the event of any voluntary liquidation, dissolution or winding up of the Corporation, to receive payment or distribution of a preferential amount before any payments or distributions are received by any class or series of common stock. Subject to the prior or equal rights of the holders of all classes of stock at the time outstanding having prior or equal rights as to dividends and ranking ahead of the Common Stock, the holders of the Series A Preferred Stock shall be entitled to therefore receive, when and as declared by the Board of Directors, out of any assets of the Corporation legally available, such dividends as may be declared from time to time by the Board of Directors.

We have designated 51 shares of Series B Convertible Preferred Stock, par value of $0.001 per share (the "Series B Preferred Stock"). One (1) share of the Series B Preferred Stock shall have voting rights equal to (x) 0.019607 *multiplied by* the total number of votes of the issued and outstanding shares of Common Stock and other Preferred Stock eligible to vote at the time of the respective vote (the "Numerator"), *divided by* (y) 0.49, *minus* (z) the Numerator. For the avoidance of doubt, if the total number of votes of the issued and outstanding shares of Common Stock and other Preferred Stock eligible to vote at the time of the respective vote is 5,000,000, the voting rights of one share of the Series B Preferred Stock shall be equal to 102,036 (e.g., ((0.019607 x 5,000,000) / 0.49) – (0.019607 x 5,000,000) = 102,036).

With respect to all matters upon which stockholders are entitled to vote or to which stockholders are entitled to give consent, the holders of the outstanding shares of Series B Preferred Stock shall vote together with the holders of Common Stock without regard to class, except as to those matters on which separate class voting is required by applicable law or the Corporation's Articles of Incorporation or by-laws. Such concentrated control of the Company may adversely affect the price of our common stock. A stockholder that acquires common stock will not have an effective voice in the management of the Company.

As of June 30, 2023 and December 31, 2022, there were 51 shares of Series B Preferred Stock issued and outstanding.

We have designated 50,000,000 shares of Series C Convertible Preferred Stock, par value of $0.001 per share (the "Series C Preferred Stock").

The Series C Preferred Stock will, with respect to dividend rights and rights upon liquidation, winding-up or dissolution, rank: (a) pari passu with the Corporation's Common Stock, $0.001 par value per share ("Common Stock"); (b) junior to all other series of Preferred Stock, as such may be designated as of the date of this Designation, or which may be designated by the Corporation after the date of this Designation (the "Other Preferred"), and (c) junior to all existing and future indebtedness of the Corporation.

Holders of the Series C Preferred Stock shall vote on all matters requiring a vote of the shareholders of the Corporation, together with the holders of shares of Common Stock and other classes of Preferred Stock entitled to vote, as a single class. Subject to the applicable beneficial ownership limitation, each Holder shall be entitled to the whole number of votes equal to the number of shares of Common Stock into which such holder's Preferred Shares would be convertible using the record date for determining the stockholders of the Corporation eligible to vote on such matters as the date as of which the number of Conversion Shares is calculated. Holders of the Series C Preferred Stock will also be entitled to vote as a separate class with respect to any matter as to which such voting rights are required by applicable law.

At June 30, 2023 and December 31, 2022 there were 608,585 shares of Series C Convertible Preferred Stock issued and outstanding.

NOTE 7. COMMITMENTS AND CONTINGENCIES

Legal Matters

A complaint against the Company, dated February 5, 2020, has been filed in Hennepin County, Minnesota, by Jean Mork Bredeson, the former President and former owner of Service 800, making certain claims related to the Company's acquisition of Service 800, seeking in excess of $1.6 million in damages. On March 16, 2020, the Company and Service 800 filed an answer, counterclaim and third-party claim against Ms. Bredeson and defendants Allen Bredeson and Jeff Schwedinger, former employees of Service 800. Answers and Affirmative and Additional Defenses to Third Party Claims were filed by Ms. Bredeson on April 7, 2020 and by Mr. Schwedinger on April 9, 2020 and, on April 24, 2020, Ms. Bredeson filed a Motion to Dismiss. The Court denied in full Ms. Bredeson's motion to dismiss or for a more definite statement. Subsequently, using a wholly owned entity she controls, Ms. Bredeson filed another

matter, captioned Green Valley Associates Inc. vs Service 800 Inc., 27-CV-20-13800. Although Ms. Bredeson is seeking to have the matters handled by separate judges, the Company sought consolidation of the two matters before Judge Klein, the judge who denied Ms. Bredeson's motion to dismiss, but the consolidation was denied. Discovery has closed in both cases. Trial commenced on October 3, 2022. After a week of trial, a technical mistrial occurred based on the Court falling under the minimum number of jurors required to maintain the trial. As a result, the trial was scheduled for August 2023 with Mediation scheduled for June 2023.

On May 22, 2023 Judge Klein granted Bredeson's motion for partial summary judgment on the purchase price promissory note in the amount of $2,464,496. As a result, Bredeson declined to participate in a June Mediation. On June 20, 2023 Judge Klein issued an amended order finalizing the Summary Judgment order of May 22, 2023. On August 19, 2023, the Company filed an appeal. On September 12, 2023 the Court of Appeals ruled in favor of the Company's appeal and ordered that Judge Klein had abused his discretion in certifying final partial judgment and the partial judgment is not final.

The Financial Accounting Standards Board ("FASB") Statement of Financial Accounting Standards No. 5, states that a firm must distinguish between losses that are probable, reasonably probable or remote. If a contingent liability is deemed probable, it must be directly reported in the financial statements. In July 2010, the FASB issued ASC 450-20 that updated the Standard and uses "probable," "reasonably possible," and "remote" to determine the likelihood of the future event that will confirm a loss, an impairment of an asset, or the incurrence of a liability.

Accrual of a loss contingency is required when (1) it is probable that a loss has been incurred at the date of the financial statements and (2) the amount can be reasonably estimated. No accrual has been made in the above matter as the determination is that a loss is not probable as of June 30, 2023 nor can a loss be reasonably estimated.

In addition to the above, from time to time, we may be involved in litigation in the ordinary course of business. Other than as set forth above, we are not currently involved in any litigation that we believe could have a material adverse effect on our financial condition or results of operations.

Operating Lease

We currently lease virtual office space at 3773 Howard Hughes Parkway, Suite: 500 Las Vegas, NV 89169. We pay an annual fee of $120 for this lease. There is also a location in Minnesota for Service 800, Inc. On February 20, 2020 the company moved Service 800, Inc. to 110 Cheshire Lane, Minnetonka Minnesota 55305. Service 800 leases 3,210 square feet of office space under an operating lease agreement with Carlson Center East LLC. The lease, which expired June 30, 2023, required base monthly rents of $4,160, plus operating expenses. Lease expense was recognized on a straight-line basis over the term of the lease. There were no options to extend or terminate the lease. The balance of the right of use asset and the operating lease liability were $0 as of June 30, 2023. The Company continues to rent the space on a month-by-month basis.

The public entity guidance in ASU 2016-02, Leases (Topic 842) requires lessees to recognize substantially all leases on their balance sheets as lease liabilities with a corresponding right-of-use asset. Our accounting policy is to keep leases with an initial term of 12 months or less off of the balance sheet.

The Company leases office space under an operating lease. Right-of-use assets represent the Company's right to use an underlying asset for the lease term and lease liabilities represent its obligation to make lease payments under the lease. Operating lease, right-of-use assets, and liabilities are recognized at the lease commencement date based on the present value of lease payments over the reasonably certain lease term. The implicit rates with the Company's operating leases are generally not determinable and the Company uses its incremental borrowing rate at the lease commencement date to determine the present value of its lease payments. The determination of the Company's incremental borrowing rate requires judgement. The company determines its incremental borrowing rate for each lease using its then-current borrowing rate. Certain of the Company's leases may include options to extend or terminate the lease. The Company establishes the number of renewal options periods used in determining the operating lease term based upon its assessment at the inception of the operating lease. The option to renew the lease may be automatic, at the option of the Company, or mutually agreed to between the landlord and the Company. Once the facility lease term has begun, the present value of the aggregate future minimum lease payments is recorded as a right-of-use asset.

NOTE 8. RELATED PARTIES

On July 19, 2021, the Company issued a convertible promissory note (the "Note") in favor of Geordan G. Pursglove, the Company's Chairman and Chief Executive Officer, in the principal amount of $1,500,000, in satisfaction of Mr. Pursglove's accrued salary owing of $1,239,800 and $260,200 for loss on settlement. The Note accrues interest at 2% per annum, with the principal and interest payments due in twelve equal monthly installments. At the holder's election, the Note is convertible into shares of the Company's common stock, at a price per share equal to 100% of the average closing price of the Company's common stock for the five trading days immediately preceding the date of such conversion (the "Conversion Price"). The cash maturity date is July 19, 2022. On February 8, 2022 there was a conversion of $150,000 worth of shares issued.

During the first quarter of 2022, the Company issued 133,902,874 shares of common stock valued at $53,561 as part of the Company's employment agreement with the Chief Financial Officer, Peter Stazzone. During the second quarter of 2023, the Company issued 133,902,874 shares of common stock valued at $13,390 as part of the Company's employment agreement with the Chief Financial Officer, Peter Stazzone.

NOTE 9. NET INCOME (LOSS) PER SHARE OF COMMON STOCK

The Company follows ASC 260-10, which requires presentation of basic and diluted Earnings per Share ("EPS") on the face of the income statement for all entities with complex capital structures and requires a reconciliation of the numerator and denominator of the basic EPS computation to the numerator and denominator of the diluted EPS computation. In the accompanying consolidated financial statements, basic net income (loss) per share of common stock is computed by dividing the net income (loss) by the weighted average number of shares of common stock outstanding during the year. Basic net income (loss) per common share is based upon the weighted average number of common shares outstanding during the period. Dilution is computed by applying the treasury stock method. Under this method, options and warrants are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period.

Convertible debt that is convertible into 14,775,058,886 and 8,287,324,136 shares of the Company's common stock are not included in the computation, along with 249,999,900 and 249,999,900 of the Company's preferred stock Series A after conversion, and 6,085,850,000 and 6,085,850,000 of the Company's preferred stock Series C after conversion, as of June 30, 2023 and December 31, 2022, respectively.

The following is a reconciliation of the numerator and denominator of the basic and diluted earnings per share computations as of June 30, 2023 and 2022:

:

	Six-month period ended June 30,		Three-month period ended June 30,	
	2023	2022	2023	2022
Loss from continuing operations	$ (800,471)	$ (1,279,297)	$ (551,841)	$ (627,908)
Consolidated net loss	$ (800,471)	(1,279,297)	$ (551,841)	$ (627,908)
Weighted average shares used for diluted earnings per share	16,533,929,830	15,589,961,838	16,533,929,830	14,834,207,405
Incremental Diluted Shares	-*	-*	-*	-*
Weighted Average shares used for diluted earnings per share	16,533,929,830	15,589,961,938	16,533,929,830	14,834,207,405
Net income (loss) per share:				
Basic and Diluted: continuing operations	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Basic and Diluted: discontinued operations	$	$ -	$	$ -
Total Basic and Diluted loss per share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)

* *The shares associated with convertible debt, preferred stock, stock options and stock warrants are not included because the inclusion would be anti-dilutive (i.e., reduce the net loss per common share).*

NOTE 10. SUBSEQUENT EVENTS

On August 19, 2023, the Company filed an appeal to the June 20, 2023 Amended Order on partial summary judgment. On September 12, 2023 the Court of Appeals ruled in favor of the Company and ordered that Judge Klein abused his discretion in certifying final partial judgment and that the partial judgment is not final.

On August 22, 2023 Robert Honeyman resigned from the Company's Board of Directors.

On September 12, 2023 and September 25, 2023 Mediation on the Bredeson lawsuit occurred with no settlement reached.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Readers are urged to carefully review and consider the various disclosures made by us in this report and in our other reports filed with the Securities and Exchange Commission. Important factors currently known to management could cause actual results to differ materially from those in forward-looking statements. We undertake no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes in the future operating results over time. We believe that our assumptions are based upon reasonable data derived from and known about our business and operations. No assurances are made that actual results of operations or the results of our future activities will not differ materially from our assumptions. Factors that could cause differences include, but are not limited to, expected market demand for our products, fluctuations in pricing for our products, and competition. Readers are cautioned not to place undue reliance on these forward-looking statements, which are only predictions and speak only as of the date hereof. When used in the throughout, the words "may", "will", "anticipate", "believe", "estimate", "expect", "future", "intend", "plan", or the negative of these terms and similar expressions as they relate to the Company or the Company's management are intended to identify forward-looking statements. Such statements reflect the current view of the Company with respect to future events and we caution you that these statements are not guarantees of future performance or events and are subject to risks, assumptions, and other factors.

The following discussion provides information that management believes is relevant to an assessment and understanding of our past financial condition and plan of operations. The discussion below should be read in conjunction with the consolidated financial statements and related notes thereto included elsewhere in this annual report.

About Beyond Commerce

Beyond Commerce, Inc. was formed as a Nevada corporation on January 12, 2006.

We are focused on business combinations of "big data" companies in global B2B internet marketing analytics, technologies and services. The Company's objective is to develop and deploy disruptive strategic software technology that will build on organic growth potential and to exploit cross-selling opportunities. We plan to offer a cohesive global digital product and services platform to provide clients with a single point of contact for their big data, marketing and related sales initiatives. We believe our business model will ensure that information will remain secure and private, as necessitated by the current market climate.

In addition, we plan to provide solutions which facilitate the exchange of information and data transactions between supply chain participants, such as manufacturers, retailers, distributors and financial institutions. The goal is to automate potential client internal processes thereby increasing productivity and lowering costs. We plan to develop proprietary algorithms which it will embed in the planned software to enable clients to access data and gain insight into their business, through that data, leading to improved internal decision making.

The Company currently owns and operates a data company and is actively seeking acquisition opportunities in high growth sectors such as psychedelics, cryptocurrency, ESports and Logistics among others. The Company's strategy is to identify companies in the early stages of development or growth, acquire them and provide these companies capital in order to accelerate their development and growth with the intention to ultimately sell these companies.

RESULTS OF OPERATIONS

Through our Service 800 Inc. subsidiary, many of our clients, such as GE Healthcare, Audiology System, Inc., 3M Healthcare, Johnson & Johnson Vision Care, Albany Molecular Research Inc., Sakura Finetek, Abbott Diagnostics, Biosense Webster, a Johnson & Johnson Company and Medtronic to name a few took the time during the pandemic to begin strategic planning with Service 800 to grow their business with the Company through renewals, expansion, and developing better ways to grow our programs with each and every one of them for the future. This select market segment continues to be a major source of revenue for the Company as we expand our services within this business segment. Renewals have been strong during the last nine months, and we anticipate revenue getting back in line with exceeding our expectations as we progress further into the year. All renewals that have taken place are on a minimum of a one to two-year term with an auto renewal taking place when the contract expires. The pandemic helped our customers recognize the value that Service 800 brings to its clients in the form of providing valuable information to not only help their growth within their own companies, but also help them be better providers to their customers as well. We continue to look forward to growth into each division of these companies and expansion to exceed expectations that have been set. We value these customers and seek to achieve positive growth we have set for the remainder of the year and moving onwards for future years to come.

For the Three Months Ended June 30, 2023 and June 30, 2022

Revenue

Revenue generated for the three months ended June 30, 2023 was $911,343 compared to $1,038,092 from the comparable three-month period in 2022.

Operating Expenses

For three months ended June 30, 2023, operating expenses were $1,228,084, and for the three months ended June 30, 2022, operating expenses were $1,420,404.

Non-Operating Income (Expense)

The Company reported non-operating expense of $235,100 for the three months ended June 30, 2023, as compared to $245,596 for the three months ended June 30, 2022.

Net Income (loss)

Loss from operations for the three months ended June 30, 2023 and 2022 was $551,841 and 627,908, respectively. For three months ended June 30, 2023, the Company incurred a net loss of $547,254 as compared to a net loss of $623,321 for the three months ended June 30, 2022.

For the Six Months Ended June 30, 2023 and June 30, 2022

Revenue

Revenue generated for the six months ended June 30, 2023 was $1,822,212 compared to $2,047,500 from the comparable six-month period in 2022.

Operating Expenses

For six months ended June 30, 2023, operating expenses were $2,387,636 and for the six months ended June 30, 2022, operating expenses were $2,981,357.

Non-Operating Income (Expense)

The Company reported non-operating expense of $235,047 for the six months ended June 30, 2023, as compared to $345,440 for the six months ended June 30, 2022 .

During the six months ended June 30, 2023, the Company incurred interest expense of $420,690, which was offset in part by a change in the fair value of derivative liability of $181,910 and other income of $16,642. During the six months ended June 30, 2022, the Company incurred interest expense of $339,012, recognized an expense in the change of the derivative liability of $12,909 offset in part by a gain on debt forgiveness of $6,481.

Net Income (loss)

Loss from operations for the six months ended June 30, 2023 and 2022 was $800,471 and 1,279,297, respectively, due to the factors detailed above.

Purchase of Significant Equipment

We do not anticipate the purchase or sale of any plant or significant equipment during the next twelve (12) months.

Going Concern

There is substantial doubt about our ability to continue as a going concern.

As of June 30, 2023, we had an accumulated deficit of $70,980,156 and a working capital deficit of $6,229,436. These conditions raise substantial doubt about our ability to continue as a going concern. We intend to continue relying upon the issuance of debt and equity securities to finance our operations. In this regard, we are restricted by the number of shares available for issuance in an equity financing, and we will likely need to increase our authorized capital in order to take advantage of such financing. However, there can be no assurance that we will be successful in obtaining shareholder approval to increase our authorized capital, that we will be successful in raising the funds necessary to maintain operations, or that a self-supporting level of operations will ever be achieved. The likely outcome of these future events is indeterminable. Our financial statements do not include any adjustment to reflect the possible future effect on the recoverability and classification of the assets or the amounts and classification of liabilities that may result should we cease to continue as a going concern.

Liquidity and Capital Resources

Our ability to continue as a going concern is dependent on our ability to raise additional capital and implement our business plan. Since inception, we have been funded by related parties through capital investment and borrowing of funds.

We had total current assets of $1,129,115 and $1,381,058 as of June 30, 2023 and December 31, 2022, respectively. Current assets would consist primarily of cash and accounts receivable. The Company had a $70,980,156 accumulated deficit on its balance sheet as of June 30, 2023.

We had total current liabilities of $7,358,551 and $6,998,671 as of June 30, 2023 and December 31, 2022, respectively. Current liabilities consisted primarily of the derivative liability, accounts payable, accrued payroll and payroll taxes, related party debt, conventional and convertible debt, lease liability, accrued loss contingency, and accrued interest. In the six months ended June 30, 2023 there were approximate increases in accrued interest of $366,000 and in short-term borrowing of $50,000 due to the amortization of debt discount in the period and increases in accounts payable and accrued expenses of $149,000. In the six months ended June 30, 2023 there were approximate decreases in accrued payroll liabilities of $17,000, in the derivative liability of $169,000 and in operating lease liability of $19,000.

We had a working capital deficit of $6,229,436 and $5,617,613 as of June 30, 2023 and December 31, 2022, respectively.

Cash Flow from Operating Activities

For the six months ended June 30, 2023 and 2022, cash used in operating activities was $233,221 and $834,765 respectively.

Cash Flow from Investing Activities

No cash was used in investing activities for the six months ended June 30, 2023 and 2022.

Cash Flow from Financing Activities

For the six months ended June 30, 2023 and 2022, cash provided by financing activities was $0 and $1,000,000, respectively.

Contractual Obligations

As a "smaller reporting company," we are not required to provide tabular disclosure of contractual obligations.

Inflation

Inflation and changing prices have not had a material effect on our business and we do not expect that inflation or changing prices will materially affect our business in the foreseeable future.

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity or capital expenditures or capital resources that is material to an investor in our securities.

Seasonality

In the past, our operating results and operating cash flows historically have not been subject to seasonal variations. This pattern may change, however, in the event that we succeed in bringing our planned products to market.

Critical Accounting Policies and Estimates

Our discussion and analysis of our financial condition and results of operations is based on our unaudited condensed consolidated financial statements, which have been prepared in accordance with U.S. GAAP. The preparation of these unaudited condensed consolidated financial statements requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosure of contingent liabilities. On an on-going basis, we evaluate past judgments and our estimates, including those related to allowance for doubtful accounts, allowance for inventory write-downs and write offs, deferred income taxes, provision for contractual obligations and our ability to continue as a going concern. We base our estimates on historical experience and on various other assumptions that we believe to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

Note 2 to the consolidated financial statements, presented in our Annual Report on Form 10-K for the fiscal year ended December 31, 2022, describes the critical accounting estimates and policies used in preparation of our consolidated financial statements. There were no significant changes in our critical accounting estimates during the three months ended June 30, 2023.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Not applicable to a "smaller reporting company" as defined in Item 10(f)(1) of SEC Regulation S-K.

ITEM 4. CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures

Our management, with the participation of our President ("Certifying Officers"), has evaluated the effectiveness of our disclosure controls and procedures (as defined in Rules 13a-1I) and 15I5(e) under the Exchange Act) as of the end of the fiscal period covered by this Annual Report on Form 10-K. Based upon such evaluation, the Certifying Officers have concluded that, as of the end of such period, December 31, 2021, the Company's disclosure controls and procedures were not effective to ensure that information required to be disclosed by us in the reports we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms and is accumulated and communicated to management, including our Certifying Officers, to allow timely decisions regarding such disclosure.

We have taken and continue to take remedial steps to improve our internal controls over financial reporting, which includes hiring additional personnel, we will continue to assess the weaknesses as these individuals progress through our onboarding process. We also continue to expand the functionality of our internal accounting systems to provide for higher levels of automation and assurance in our financial reporting function.

Changes in internal controls over financial reporting

There was no change in our internal controls over financial reporting that occurred during the period covered by this report, which has materially affected, or is reasonably likely to materially affect, our internal controls over financial reporting.

Limitations on the Effectiveness of Controls

A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the control system's objectives will be met. The Company's management, including its Principal Executive Officer and its Principal Financial Officer, do not expect that the Company's controls will prevent or detect all errors and all fraud. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been detected.

These inherent limitations include the realities that judgments in decision-making can be faulty, and these breakdowns can occur because of simple errors or mistakes. Controls can also be circumvented by the individual acts of some persons, by collusion of two or more people, or by management override of the controls. The design of any system of controls is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Over time, controls may become inadequate because of changes in conditions or deterioration in the degree of compliance with associated policies or procedures. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

PART II – OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

A complaint against the Company, dated February 5, 2020, has been filed in Hennepin County, Minnesota, by Jean Mork Bredeson, the former President and former owner of Service 800, making certain claims related to the Company's acquisition of Service 800, seeking in excess of $1.6 million in damages. On March 16, 2020, the Company and Service 800 filed an answer, counterclaim and third-party claim against Ms. Bredeson and defendants Allen Bredeson and Jeff Schwedinger, former employees of Service 800. Answers and Affirmative and Additional Defenses to Third Party Claims were filed by Ms. Bredeson on April 7, 2020 and by Mr. Schwedinger on April 9, 2020 and, on April 24, 2020, Ms. Bredeson filed a Motion to Dismiss. The Court denied in full Ms. Bredeson's motion to dismiss or for a more definite statement. Subsequently, using a wholly owned entity she controls, Ms. Bredeson filed another

matter, captioned Green Valley Associates Inc. vs Service 800 Inc., 27-CV-20-13800. Although Ms. Bredeson is seeking to have the matters handled by separate judges, the Company sought consolidation of the two matters before Judge Klein, the judge who denied Ms. Bredeson's motion to dismiss, but the consolidation was denied. Discovery has closed in both cases. Trial commenced on October 3, 2022. After a week of trial, a technical mistrial occurred based on the Court falling under the minimum number of jurors required to maintain the trial. As a result, the trial was scheduled for August 2023 with Mediation scheduled for June 2023.

On May 22, 2023 judge Klein granted Bredeson's motion for partial summary judgment on the purchase price promissory note in the amount of $2,464,496. As a result, Bredeson declined to participate in a June Mediation. On June 20, 2023 Judge Klein issued an amended order finalizing the Summary Judgment order of May 22, 2023. On August 19, 2023, the Company filed an appeal. On September 12, 2023 the Court of Appeals ruled in favor of the Company's appeal and ordered that Judge Klein had abused his discretion in certifying final partial judgment and the partial judgment is not final.

The Financial Accounting Standards Board ("FASB") Statement of Financial Accounting Standards No. 5, states that a firm must distinguish between losses that are probable, reasonably probable or remote. If a contingent liability is deemed probable, it must be directly reported in the financial statements. In July 2010, the FASB issued ASC 450-20 that updated the Standard and uses "probable," "reasonably possible," and "remote" to determine the likelihood of the future event that will confirm a loss, an impairment of an asset, or the incurrence of a liability.

Accrual of a loss contingency is required when (1) it is probable that a loss has been incurred at the date of the financial statements and (2) the amount can be reasonably estimated. No accrual has been made in the above matter as the determination is that a loss is not probable as of June 30, 2023 nor can a loss be reasonably estimated.

In addition to the above, from time to time, we may be involved in litigation in the ordinary course of business. Other than as set forth above, we are not currently involved in any litigation that we believe could have a material adverse effect on our financial condition or results of operations. Other than as set forth above, to our knowledge, there is no action, suit, proceeding, inquiry or investigation before or by any court, public board, government agency, self-regulatory organization or body pending or, to the knowledge of our executive officers or any of our subsidiaries, threatened against or affecting our Company, our common stock, any of our subsidiaries or any of our subsidiaries' officers or directors in their capacities as such, in which an adverse decision could have a material adverse effect

ITEM 1A. RISK FACTORS.

We believe there are no changes that constitute material changes from the risk factors previously disclosed in our Annual Report on Form 10-K for the year ended December 31, 2022, filed with the U.S. Securities and Exchange Commission on June 30, 2023.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS.

There were no unregistered sales of equity securities during the period ended June 30, 2022.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

A Convertible Promissory Note, bearing an annual interest rate of 12% secured, due August 27, 2019 remains outstanding and is in default. There has been no default in the payment of principal, interest, sinking or purchase fund installment, or any other material default, with respect to any other indebtedness of the Company.

ITEM 4. MINE SAFETY DISCLOSURES.

Not applicable.

ITEM 5. OTHER INFORMATION

There is no other information required to be disclosed under this item which was not previously disclosed.

Not applicable.

[Table of Contents](#)

ITEM 6. EXHIBITS.

Exhibit Number	Exhibit Description	Form	Exhibit	Filing Date	Herewith
31.1	Rule 13a-14(a) Certification of Principal Executive Officer.				☒
31.2	Rule 13a-14(a) Certification of Principal Financial Officer.				☒
101.INS	XBRL Instance.				☒
101.XSD	XBRL Schema.				☒
101.PRE	XBRL Presentation.				☒
101.CAL	XBRL Calculation.				☒
101.DEF	XBRL Definition.				☒
101.LAB	XBRL Label.				☒

SIGNATURES

In accordance with Section 13 or 15(d) of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Beyond Commerce, Inc.

Dated: October 20, 2023

By: /s/ Geordan Pursglove
Geordan Pursglove,
President / CEO
(Principal Executive Officer)