Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

PSYC Corporation

A Nevada Corporation
2881 S. Valley View Blvd.
Suite 9 Las Vegas, NV 89102
(702) 239-1919
www.psyccorporation.com
SIC Code: 7389

Quarterly Report

For the Period Ending: March 31, 2024
(the "Reporting Period")

PSYC Corporation is referred to herein as the "Issuer" or the "Company".

As of March 31, 2024, the number of shares outstanding of our Common Stock was:

789,143,739 (Current Reporting Period).

As of December 31, 2023, the number of shares outstanding of our Common Stock was:

604,943,739 (Most Recent Completed Fiscal Year End).

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 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: ☒

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

Yes: ☒ No: ☐

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

Current name of issuer: PSYC Corporation

On October 5, 1998, the Issuer was incorporated in the State of Florida as November Resources II, Inc.

On February 13, 2001, November Resources II, Inc. changed its name to Hazek Corp.

On August 21, 2006, Hazek Corp. changed its name to Interactive Digital Multi-Media, Inc.

On March 20, 2008, Interactive Digital Multi-Media, Inc. changed its name to Go Health, Inc.

On May 1, 2008, Go Health, Inc. changed its name to Go Healthy, Inc.

December 9, 2010, Go Healthy, Inc. changed its name to Global Payout, Inc.

On February 11, 2020, Global Payout, Inc. changed its name to Global Trac Solutions, Inc.

On September 3, 2021, Global Trac Solutions, Inc. changed its name to PSYC Corporation, which name change was approved by FINRA on February 28, 2022.

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:

PSYC Corporation currently is an active Nevada corporation and in good standing in Nevada.

Global Payout, Inc., the private company, was incorporated in California on July 24, 2009, and merged with Go Healthy, Inc., a Florida 1998 incorporated entity (the "Florida Company"), and on December 9, 2010, became a publicly traded company.

On March 14, 2011, the Florida Company merged into its wholly owned subsidiary, Global Payout, Inc., the California Corporation.

On July 30, 2019, Global Payout, Inc. was redomiciled to the state of Nevada.

On February 11, 2020, Global Payout, Inc. changed its name to Global Trac Solutions, Inc., and the Issuer's symbol was changed to PSYC.

On September 3, 2021, the Issuer filed a name change with the State of Nevada to change its name to PSYC Corporation; prior thereto, the Issuer's Board of Directors unanimously approved the name change, which was also approved by a majority shareholder consent vote. FINRA approved the name change on February 28, 2022. The Issuer's stock symbol, PSYC, remained the same.

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

None

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

On March 12, 2024, Spotlight Media Creative, LLC (transferred the rights and ownership related to Psychedelic Spotlight to Digital Spore, LLC (”Spore"), including, but not limited to, all affiliated domains (www.psychedelicspotlight.com), social media accounts (Instagram, Twitter/X, LinkedIn, Facebook, YouTube, etc.) Gmail suite, logo rights, rights to all existing content, images, videos, and audio files and intellectual property rights owned by Psychedelic Spotlight, and shall provide Spore with all pertinent software and hosting account login information.

Daniel Jaros, was appointed the Interim Chief Executive Officer and is responsible for driving the Company's strategic initiatives forward and enhancing the Issuer's operational and managerial capabilities. The control shares from the former CEO, David Flores, have not yet been transferred to Daniel Jaros, but is anticipated to occur soon.

On October 10, 2022, the Issuer's Board of Directors approved a recapitalization in the form of a 30-to-1 reverse split. The certificate of amendment was filed and acknowledged by the state of Nevada on October 12, 2022. In March 2023, the assigned FINRA examiner allowed the time limit associated with the review of the Issuer's recapitalization request to expire; as a result, FINRA did not approve the recapitalization.

On August 10, 2023, the Issuer's Board of Director's voted unanimously to resubmit its request to FINRA for a recapitalization via a 30-to-1 reverse split. The FINRA filing was submitted to FINRA on August 15, 2023. As of November 14, 2023, the recapitalization request remains under review by the assigned FINRA examiner.

The address(es) of the issuer's principal executive office: 28 Laura Lane, Kiamesha Lake, NY 12751.

The address(es) of the issuer's principal place of business: Same as above.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years? No

2) Security Information

Transfer Agent
Name: EQ Shareowner Services
Address: 3200 Cherry Creek South Drive, Suite 430 Denver, CO 80209
Phone: 303-282-4800
Email: issuerservices@equiniti.com
Publicly Quoted or Traded Securities:

Trading Symbol: PSYC

Exact title and class of securities outstanding: Common Shares

CUSIP 693770109
Par or Stated Value: .001 Par Value Per Share
Total shares authorized: 900,000,000 as of: March 31. 2024
Total shares outstanding: 789,143,739 as of: March 31, 2024

Total number of shareholders of record: 891 as of date: March 31, 2024

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

None

Other classes of authorized or outstanding equity securities:

Exact title and class of securities outstanding: PSYC Corporation Series A Convertible Preferred
CUSIP: No CUSIP
Par or Stated Value: .001
Total shares authorized: 1,000,000 as of March 31, 2024
Total shares outstanding: 1,000,000 as of March 31, 2024

Exact title and class of securities outstanding: PSYC Corporation Series B Convertible Preferred

CUSIP: No CUSIP
Par or Stated Value: .001
Total shares authorized: 34,000,000 as of: March 31, 2024
Total shares outstanding: 24,000,000 as of March 31, 2024

Exact title and class of securities outstanding: PSYC Corporation Series C Convertible Preferred
CUSIP: No CUSIP
Par or Stated Value: .001
Total shares authorized: 45,000,000 as of: March 31, 2024Total shares outstanding: 28,552,411 as of: March 31, 2024

<u>Security Description:</u>

Series A: Each share of Series A Convertible Preferred Stock votes with the shares of Common Stock and is entitled to 10 votes per share

Series B: Each share of Series B Convertible Preferred Stock is convertible at any time into 1 share of common stock. Each share of Series B Convertible Preferred Stock votes with the shares of Common Stock and is entitled to 100 votes per share.

Series C: Each share of Series C Convertible Preferred Stock votes with the shares of Common Stock and is entitled to 1 vote per share. Each share of Series C is convertible at any time into 10 shares of common stock.

3. Describe any other material rights of common or preferred stockholders.

None.

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None.

3) Issuance History

A. Changes to the Number of Outstanding Shares

A 100-1 Reverse Stock split became effective on July 19, 2019.

All share and per share amounts reported herein prior to the reverse stock split, have been adjusted, on a retroactive basis, to reflect the reverse stock splits adopted by the Issuer as if the reverse had occurred at the beginning of the earliest period presented.

Adjustments in Authorized Common Shares:

On or about March 17, 2021, an increase in the total authorized common shares from four hundred million shares of common stock to nine hundred million shares was approved by a consent majority vote majority of the Issuer's s shareholders and authorized by the Board of Directors. The authorized share increase was filed with the Nevada Secretary of State with an effective date of March 17, 2021.

Reverse Stock Split:

On July 18, 2019, a 100-1 reverse stock split was approved by a consent vote of a majority of the Issuer's shareholders and by unanimous vote by its Board of Directors. The reverse stock split was subsequently approved by FINRA with the ex-dividend date set as July 19, 2019**.** All fractional shares were rounded up and each shareholder received new certificates evidencing their post-reverse split shares if and when they present their certificates to the transfer agent.

Number of Shares outstanding as of <u>January 1, 2021</u>	<u>Opening Balance:</u> Common: <u>475,871,568</u> Preferred: <u>80,000,000</u>	

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 (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
1/18/21	Issuance	15,000,000	Common	$.001	No	Vanessa Luna	Conversion of Series C Preferred	Unrestricted	Rule 144
1/18/21	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
1/18/21	Issuance	5,000,000	Common	$.001	No	Steven Luna	Conversion of Series C Preferred	Unrestricted	Rule 144
1/18/21	Issuance	250,000	Common	$.001	No	Organic Mental Health Center – Kelli Foulkrod	Services	Restricted	N/A
2/2/21	Issuance	2,500,000	Common	$.001	No	Vivian Estrada	Conversion of Series C Preferred	Unrestricted	Rule 144
2/10/21	Issuance	25,000,000	Common	$.001	Yes	Seapoint Capital Partners – Brett Rosen	Note Conversion	Unrestricted	Rule 144
2/11/21	Issuance	5,000,000	Common	$.001	No	Kenneth Haller	Conversion of Series C Preferred	Unrestricted	Rule 144
2/12/21	Issuance	2,703,297	Common	$.0182	Yes	HigherGround Capital, LLC – Brian Brammeier	Exercised Warrant	Restricted	N/A
3/16/21	Issuance	1,000,000	Common	$.001	No	Billie Jo Smith	Conversion of Series C Preferred	Restricted	N/A
3/31/21	Issuance	30,200,000	Common	$.001	Yes	Seapoint Capital Partners – Brett Rosen	Note Conversion	Unrestricted	Rule 144
4/22/21	Issuance	3,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
4/22/21	Issuance	500,000	Common	$.001	No	Hyder A. Khoja	Services	Restricted	N/A
7/12/21	Issuance	30,000,000	Common	$.001	Yes	RB Capital Partners – Brett Rosen	Note Conversion	Unrestricted	Rule 144
7/15/21	Issuance	3,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
7/15/21	Issuance	5,000,000	Common	$.001	No	Sarah Abelsohn	Services	Restricted	N/A
8/30/21	Issuance	25,800,000	Common	$.001	Yes	RB Capital Partners- Brett Rosen	Note Conversion	Unrestricted	Rule 144
10/8/21	Issuance	3,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A

10/8/21	Issuance	1,500,000	Common	$.001	No	Justin Roy	Asset Purchase	Restricted	N/A
11/24/21	Returned to Treasury	(7,626,769)	Common	$.001	No	David Flores	N/A	N/A	
1/3/22	Issuance	1,000,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
1/3/22	Issuance	1,000,000	Series C Preferred	$.001	No	Amit Bukchin	Services	Restricted	N/A
1/3/22	Issuance	1,000,000	Series C Preferred	$.001	No	Sarah Abelsohn	Services	Restricted	N/A
1/3/22	Issuance	250,000	Series C Preferred	$.001	No	Sound Finance Strategies LLC (Craig Schlesinger)	Services – Advisory Board	Restricted	N/A
1/3/22	Issuance	250,000	Series C Preferred	$.001	No	MJS Strategic Marketing & Branding LLC (Mitchell Schlesinger)	Services – Advisory Board	Restricted	N/A
1/3/22	Issuance	250,000	Series C Preferred	$.001	No	Salt Mine LLC (Christopher Bitonti)	Services – Advisory Board	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Alejandro Mora	Services	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Swati Sharma	Services	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Matthew Dunehoo	Services	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Greg Gilman	Services	Restricted	N/A
2/11/22	Returned to Treasury	(96,380)	Common	$.001	No	David Flores	N/A	N/A	N/A
2/11/22	Returned to Treasury	(943,396)	Common	$.001	No	Vanessa Luna	N/A	N/A	N/A
2/11/22	Returned to Treasury	(1,886,792)	Common	$.001	No	Vanessa Luna	N/A	N/A	N/A
2/11/22	Returned to Treasury	(528,846)	Common	$.001	No	David Flores	N/A	N/A	N/A
2/14/22	Issuance	350,000	Series C Preferred	$.001	No	Groupe Buzz LLC (James Hallifax & Maria Holyanova)	Asset Purchase	Restricted	N/A
2/14/22	Issuance	250,000	Series C Preferred	$.001	No	Digital Acorn Ltd. (Madison Ayer)	Services – Advisory Board	Restricted	N/A
2/14/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A

2/14/22	Issuance	2,500,000	Common	$.001	No	Amit Bukchin	Services	Restricted	N/A
4/4/22	Issuance	250,000	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services-Advisory Board	Restricted	N/A
4/4/22	Issuance	333,333	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services-CFO	Restricted	N/A
4/4/22	Issuance	250,000	Series C Preferred	$.001	No	Pacific Research Group, LLC (Brad Schlesinger)	Services-Advisory Board	Restricted	N/A
4/5/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
4/5/22	Issuance	2,500,000	Common	$.001	No	Amit Bukchin	Services	Restricted	N/A
4/5/22	Issuance	1,500,000	Common	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services	Restricted	N/A
4/5/22	Issuance	17,500,000	Common	$0.02	No	Trent Sullivan	Stock Purchase	Restricted	N/A
4/12/22	Returned to Treasury	(4,303,412)	Common	$.001	No	David Flores	N/A	N/A	N/A
4/12/22	Returned to Treasury	(1,321,781)	Common	$.001	No	David Flores	N/A	N/A	N/A
4/12/22	Returned to Treasury	(1,416,667)	Common	$.001	No	David Flores	N/A	N/A	N/A
4/18/22	Issuance	5,000,000	Common	$.001	No	Robin Divine	Services	Restricted	N/A
4/26/22	Issuance	250,000	Series C Preferred	$.001	No	Trent Sullivan	Services-Advisory Board	Restricted	N/A
4/27/22	Issuance	5,000,000	Common	$.001	No	MJS Strategic Marketing & Consulting, LLC (Mitchell Schlesinger)	Services	Restricted	N/A
6/16/22	Returned to Treasury	(6,250,000)	Common	$.001	No	David Flores	N/A	N/A	N/A
6/24/22	Issuance	12,500,000	Common	$.001	No	Blue Ridge Enterprises, LLC (Donald Steinberg)	Settlement of Note	Restricted	N/A
7/5/22	Issuance	500,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
7/5/22	Issuance	1,000,000	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig	Services	Restricted	N/A

						Schlesinger)			
7/5/22	Issuance	1,500,000	Series C Preferred	$.001	No	Luna Consultant Group, LLC (Vanessa Luna)	Services	Restricted	N/A
7/6/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
7/6/22	Issuance	3,500,000	Common	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services	Restricted	N/A
9/9/22	Returned to Treasury	(8,180,555)	Common	$.001	No	David Flores	N/A	N/A	N/A
9/21/22	Issuance	2,500,000	Series C Preferred	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Asset Purchase	Restricted	N/A
10/19/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
10/19/22	Issuance	500,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
10/19/22	Issuance	840,000	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services	Restricted	N/A
10/19/22	Issuance	5,000,000	Series C Preferred	$.003	No	Brandon Robinson	Stock Purchase	Restricted	N/A
10/19/22	Issuance	2,500,000	Series C Preferred	$.001	No	Brandon Robinson	Services (Advisory Board)	Restricted	N/A
10/19/22	Returned to Treasury	(17,500,000)	Common	$.001	No	Trent Sullivan	Stock Swap	N/A	N/A
10/19/22	Issuance	17,500,000	Series C Preferred	$.001	No	Trent Sullivan	Stock Swap	Restricted	N/A
12/20/22	Returned to Treasury	(7,000,000)	Common	$.001	No	David Flores	N/A	N/A	N/A
1/4/23	Issuance	1,500,000	Common	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
1/4/23	Issuance	1,500,000	Common	$.001	No	David Flores	Services	Restricted	N/A
1/4/23	Issuance	1,500,000	Common	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
1/4/23	Issuance	150,000	Series C Preferred	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
1/4/23	Issuance	150,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
1/4/23	Issuance	150,000	Series C Preferred	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A

5/8/23	Issuance	1,500,000	Common	$.001	No	David Flores	Services	Restricted	N/A
5/8/23	Issuance	150,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
5/8/23	Issuance	1,500,000	Common	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
5/8/23	Issuance	150,000	Series C Preferred	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
5/8/23	Issuance	1,500,000	Common	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
5/8/23	Issuance	150,000	Series C Preferred	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
6/12/23	Issuance	45,000,000	Common	$.001	Yes	RB Capital Partners, Inc. (Brett Rosen)	Note Conversion	Unrestricted	Rule 144
8/21/23	Issuance	1,500,000	Common	$.001	No	David Flores	Services	Restricted	N/A
8/21/23	Issuance	1,500,000	Common	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
8/21/23	Issuance	1,500,000	Common	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
8/21/23	Issuance	150,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
8/21/23	Issuance	150,000	Series C Preferred	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
8/21/23	Issuance	150,000	Series C Preferred	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
8/21/23	Issuance	917,039	Series C Preferred	$.001	No	John R. Bowser	Services	Restricted	N/A
8/21/23	Issuance	917,039	Series C Preferred	$.001	No	Paul Burgess	Services	Restricted	N/A
12/12/23	Issuance	50,000,000	Common	$.001	Yes	RB Capital Partners, Inc. (Brett Rosen)	Note Conversion	Unrestricted	Rule 144
1/10/24	Issuance	21,000,000	Common	$.001	Yes	RB Capital Partners, Inc. (Brett Rosen)	Note Conversion	Unrestricted	Rule 144
2/6/24	Issuance	60,000,000	Common	$.001	Yes	RB Capital Partners, Inc. (Brett Rosen)	Note Conversion	Unrestricted	Rule 144
2/12/24	Issuance	2,500,000	Common	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Stock Swap	N/A	N/A

2/27/24	Issuance	50,700,000	Common	$.001	Yes	RB Capital Partners, Inc. (Brett Rosen)	Note Conversion	Unrestricted	Rule 144
3/5/24	Issuance	2,500,000	Common	$.001	No	Trent Sullivan	Stock Swap	N/A	N/A
3/5/24	Issuance	17,500,000	Common	$.001	No	Trent Sullivan	Stock Swap	N/A	N/A
3/11/24	Issuance	15,000,000	Common	$.001	No	Luna Consultant Group, LLC (Vanessa Luna)	Stock Swap	N/A	N/A
3/22/24	Issuance	15,000,000	Common	$.001	No	David Flores	Stock Swap	N/A	N/A
Shares Outstanding on March 31, 2024	Ending Balance: Common: 789,143,739 Preferred: Series A- 1,000,000 Preferred Series B- 24,000,000 Preferred Series C- 28,552,411								

B. Promissory and Convertible Notes

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:**	**Reason for Issuance (e.g. Loan, Services, etc.)**
11/15/11	$148,624.00	$50,000.00	$98,624.00	8/11/12	$2.000	Gary Hansen (Equity Trust Co.)	Loan
1/19/12	$29,419.00	$10,000.00	$19,419.00	10/15/12	$10.000	Bernard Balistreri	Loan
9/10/12	$152,371.00	$50,000.00	$94,871.00	6/7/13	$10.000	Ronald Bratek	Loan
1/7/13	$69,910.00	$25,000.00	$44,910.00	10/4/13	$5.000	Bernard Balistreri	Loan
2/6/13	$139,398.00	$50,000.00	$89,398.00	11/3/13	$2.000	Gary Hansen (Equity Trust Co.)	Loan
2/23/13	$69,427.00	$25,000.00	$44,427.00	11/20/13	$2.000	John &/or Carole Wiseman	Loan
4/24/13	$68,811.00	$25,000.00	$43,811.00	1/19/14	$2.000	John &/or Carole Wiseman	Loan

10/21/13	$26,785.00	$10,000.00	$16,785.00	7/18/14	$2.000	John &/or Carole Wiseman	Loan
10/21/13	$107,138.00	$40,000.00	$67,138.00	7/18/14	$2.000	John &/or Carole Wiseman	Loan
11/22/13	$106,612.00	$40,000.00	$66,612.00	8/19/14	$2.000	Ronald Bratek	Loan
1/30/14	$105,477.00	$40,000.00	$65,471.00	10/27/14	$2.000	Ronald Bratek	Loan
2/10/14	$13,163.00	$5,000.00	$8,163.00	11/7/14	$2.000	Giles Family Trust - Paul Giles	Loan
2/10/14	$44,756.00	$17,000.00	$27,756.00	11/7/14	$2.000	Gordon H Sympson Jr	Loan
2/11/14	$13,161.00	$5,000.00	$8,161.00	11/8/14	$2.000	Gordon H Sympson Jr	Loan
2/18/14	$26,292.00	$10,000.00	$16,292.00	11/15/14	$2.000	Brett Netzer	Loan
2/25/14	$150,050.00	$40,000.00	$65,050.00	11/22/14	$2.000	Ronald Bratek	Loan
2/28/14	$131,251.00	$50,000.00	$81,251.00	11/25/14	$2.000	Gary Hansen - IRA	Loan
6/13/14	$154,913.00	$60,000.00	$94,913.00	3/10/15	$6.000	John Wiseman	Loan
7/14/14	$646,527.00	$250,000.00	$396,527.00	4/10/15	$5.000	John Wiseman	Loan
7/23/14	$12,828.00	$5,000.00	$7,828.00	4/19/15	$5.000	Ronald Bratek	Loan
8/8/14	$12,795.00	$5,000.00	$7,795.00	5/5/15	$5.000	Giles Family Trust - Paul Giles	Loan
10/6/14	$101,384.00	$40,000.00	$61,384.00	7/3/15	$0.500	Howard Kornblue	Loan
10/7/14	$25,338.00	$10,000.00	$15,338.00	7/4/15	$2.000	William Glass	Loan
10/8/14	$76,015.00	$30,000.00	$46,015.00	7/5/15	$0.500	Richard Hamburg	Loan
10/8/14	$25,342.00	$10,000.00	$15,342.00	7/5/15	$0.500	Charlotte Kohler	Loan
11/6/14	$50,438.00	$20,000.00	$30,438.00	8/3/15	$0.500	Howard Kornblue	Loan
11/14/14	$25,186.00	$10,000.00	$15,186.00	8/11/15	$2.000	William Glass	Loan
12/8/14	$62,719.00	$25,000.00	$37,719.00	9/4/15	$2.000	Jack Casey	Loan
12/30/14	$49,994.00	$20,000.00	$,29,994.00	9/26/15	$2.000	Bernard Balistreri	Loan
1/16/15	$11,087.00	$5,000.00	$6,087.00	10/13/15	$2.000	Peter Macmillan	Loan
3/3/15	$24,738.00	$10,000.00	$14,738.00	11/28/15	$1.500	Anthony Lightman	Loan

3/11/15	$24,705.00	$10,000.00	$14,705.00	12/6/15	$1.500	Anthony Lightman	Loan
3/26/15	$61,609.00	$25,000.00	$36,609.00	12/21/15	$1.500	Nancy Coffee	Loan
4/30/15	$24,500.00	$10,000.00	$14,500.00	1/25/16	$2.000	Helen Grim	Loan
4/30/15	$12,250.00	$5,000.00	$7,250.00	1/25/16	$2.000	Jon Patterson	Loan
5/11/15	$24,455.00	$10,000.00	$14,455.00	2/5/16	$2.000	Hara Prasad Misra	Loan
6/15/15	$43,297.00	$20,000.00	$23,297.00	3/11/16	$2.000	Carl Zenz	Loan
6/15/15	$10,825.00	$5,000.00	$5,825.00	3/11/16	$2.000	Michael Novio	Loan
7/2/15	$21,590.00	$10,000.00	$11,590.00	3/28/16	$2.000	Carl Zenz	Loan
7/6/15	$21,576.00	$10,000.00	$11,576.00	4/1/16	$2.000	Eugene Swantz	Loan
7/10/15	$21,563.00	$10,000.00	$11,563.00	4/5/16	$2.000	Helen Grim	Loan
7/13/15	$21,553.00	$10,000.00	$11,553.00	4/8/16	$2.000	Helga Dion	Loan
8/10/15	$21,372.00	$10,000.00	$11,372.00	5/6/16	$2.000	Hara Misra	Loan
9/1/15	$42,784.00	$20,000.00	$22,784.00	5/28/16	$2.000	Eugene Swantz	Loan
9/8/15	$21,366.00	$10,000.00	$11,366.00	6/4/16	$2.000	Carl Zenz	Loan
11/18/15	$118,347.00	$50,000.00	$68,347.00	8/14/16	$2.000	John Wiseman & Betty Wiseman	Loan
11/25/15	$21,110.00	$10,000.00	$11,110.00	8/21/16	$2.000	Steve Crist	Loan
3/17/17	$13,179.00	$7,877.00	$5,302.00	12/11/17	$2.000	Richard Bruggeman	Loan
3/17/17	$70,946.00	$32,897.00	$38,049.00	1/11/18	$1.500	Richard Bruggeman	Loan
5/1/17	$213,811.00	$100,000.00	$113811.00	1/26/18	$1.000	Richard Bruggeman	Loan
5/24/17	$212,866.00	$100,000.00	$112,866.00	2/18/18	$1.000	Richard Bruggeman	Loan
9/25/17	$51,942.00	$25,000.00	$26,942.00	9/20/18	$1.000	Richard Bruggeman	Loan
10/5/17	$51,839.00	$25,000.00	$26,839.00	4/3/18	$1.000	Richard Bruggeman	Loan
10/12/17	$75,065.00	$40,000.00	$35,065.00	4/10/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
10/31/17	$93,513.00	$50,000.00	$43,513.00	4/29/18	$0.100	Seapoint Capital Partners, Inc.- Brett	Loan

						Rosen	
11/17/17	$51,397.00	$25,000.00	$26,397.00	5/16/18	$1.000	Norman Semerjian	Loan
11/21/17	$37,267.00	$20,000.00	$17,267.00	5/20/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
11/29/17	$130,250.00	$70,000.00	$60,250.00	5/28/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
12/15/17	$51,109.00	$25,000.00	$26,109.00	6/13/18	$1.000	Carl Zenz	Loan
12/19/17	$20,427.00	$10,000.00	$10,427.00	6/17/18	$1.000	Barry Breshgold	Loan
1/17/18	$436,164.00	$250,000.00	$186,164.00	7/16/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
2/6/18	$69,526.00	$40,000.00	$29,526.00	8/5/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
2/15/18	$216,894.00	$125,000.00	$91,894.00	8/14/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
3/16/18	$129,417.00	$75,000.00	$54,417.00	9/12/18	$0.100	Seapoint Capital Partners- Brett Rosen	Loan
4/20/18	$102,845.00	$60,000.00	$42,845.00	10/17/18	$0.100	Seapoint Capital Partners- Brett Rosen	Loan
7/29/18	$19,515.00	$10,000.00	$9,515.00	7/24/19	$0.500	Barry Breshgold	Loan
7/30/18	$33,617.00	$20,000.00	$13,617.00	8/24/19	$0.100	RB Capital Partners, Inc.- Brett Rosen	Loan
9/14/18	$24,990.00	$15,000.00	$9,90.00	11/8/19	$0.100	RB Capital Partners, Inc.- Brett Rosen	Loan
12/24/18	$81,625.00	$50,000.00	$31,625.00	4/17/20	$0.060	RB Capital Partners, Inc.- Brett Rosen	Loan
12/28/18	$81,559.00	$50,000.00	$31,559.00	5/21/20	$0.050	RB Capital Partners, Inc.- Brett Rosen	Loan
2/1/20	$218,699.00	$125,000.00	$93,699.00	1/26/21	$0.010	Brandon Robinson	Loan
11/20/20	$26,260.00	$25,000.00	$1,260.00	5/19/21	$0.003	Planet Payment Processing, LLC – Brandon Robinson	Loan
7/15/22	$3,023,630.00	$2,700,000.00	$323,630.00	7/10/23	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan*

2/10/23	$922,427.00	$854,425.00	$68,002.00	2/5/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan**
2/23/24	$50,507.00	$50,000.00	$507.00	2/23/25	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan
2/29/24	$3,743.00	$550,940.00	$3,743.00	2/29/25	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan***
3/29/24	$50,027.00	$50,000.00	$27.00	3/29/25	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan

The above chart represents all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

*Consolidation of 50 previously issued and outstanding Notes with RB Capital Partners, Inc. from January 29, 2019, through December 11, 2021. Each cancelled Note with RB Capital Partners, Inc. from January 29, 2019, through December 11, 2021, is listed in prior filings and the quarterly filing for the period ended June 30, 2022. The number of shares of common stock issuable upon the conversion of the portion of this consolidated Note is contractually limited to beneficial ownership by the Holder and its affiliates of more than 9.99% of the Issuer's outstanding common stock shares.

**Consolidation of 12 previously issued and outstanding Notes with RB Capital Partners, Inc. from January 10, 2022 through December 12, 2022. Each cancelled Note with RB Capital Partners, Inc. from January 10, 2022, through December 12, 2022, is listed in prior filings and the annual filing for the period ended December 31, 2022. The number of shares of common stock issuable upon the conversion of the portion of this consolidated Note is contractually limited to beneficial ownership by Holder and its affiliates of more than 9.99% of the Issuer's outstanding common stock shares. Brett Rosen has sole dispositive power over any shares converted from the RB Capital Partners note.

***Consolidation of 10 previously issued and outstanding Notes with RB Capital Partners, Inc. from January 17, 2023, through October 25, 2023. Each cancelled Note with RB Capital Partners, Inc. from January 17, 2023, through October 25, 2023, is listed in prior filings and, most recently, the annual filing for the period ended December 31, 2023. The number of shares of common stock issuable upon the conversion of the portion of this consolidated Note is contractually limited to beneficial ownership by Holder and its affiliates of more than 9.99% of the Issuer's outstanding common stock shares. Brett Rosen has sole dispositive power over any shares converted from the RB Capital Partners note.

4) Issuer's Business, Products and Services

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

From 2008 to 2019, the Issuer focused its business on state-of-the-art technologies within, initially, the FinTech space and subsequently, software technology, sales and marketing, and business development as a company focused on "high risk" and " high cost" industries by offering a secure and compliant payment processing platform.

Since early 2020, the Issuer has operated exclusively as a multimedia producer and aggregator for new, emerging, or otherwise "niche" market sectors such as medicinal psychedelics, cannabis, holistic health, and mining and precious metals. The Issuer's business is conducted through its owned subsidiary, Spotlight Media Corporation (www.spotlightmediacorp.com, which website and content is expressly not incorporated into this report). The Issuer operates a variety of media-focused platforms that are either 100% owned by the Issuer or are co-owned through various joint venture partnerships.

The structure of the Issuer's media assets is:

1. Information and entertainment-focused, and;
2. Service focused

Psychedelic Spotlight (information and entertainment focused)

Psychedelic Spotlight (www.psychedelicspotlight.com), which website and content is expressly not incorporated into this report, is engaged in the production and publication of news, information, and engaging video and audio content focused on the emerging sector of medicinal psychedelics. Based solely upon metrics acquired from Google Analytics since July 1, 2023 (which highlight metrics associated with daily website visitors, visit duration, and page views amongst other key metrics), Psychedelic Spotlight ranks as a top 5 multimedia platform amongst other multimedia-based psychedelic sector platforms.

Since the fourth quarter of 2021, the Issuer has strategically leveraged the use of Psychedelic Spotlight's metric performance to help develop a revenue model to monetize its platform via paid media campaigns and sponsorships sold to biotech sector companies in the medicinal psychedelics industry and with advertising space sold on the Psychedelic Spotlight website to companies and brands either operating directly in the medicinal psychedelics sector, or adjacent sectors such as health and wellness.

Management believes in the value potential of developing Psychedelic Spotlight into a recognized authority for news, information, and educational resources within the emerging psychedelics market sector. Management references the success that media platforms such as Weedmaps and Leafly have established within the adjacent cannabis market sector as reasonable examples of the possible value they believe they can position Psychedelic Spotlight to achieve over the next several years as the psychedelics market sector continues to develop and expand.

Stock Day, Technical 420, Mushroom Stocks & On the Bids (service focused)

In September 2022, the Issuer's wholly owned subsidiary, Spotlight Media Corporation ("Spotlight"), completed an Asset Purchase Agreement with Technical420, LLC ("T420"), a wholly owned subsidiary of Stonebridge Partners, LLC, providing for the Issuer's acquisition of media-related assets from T420 such as the rights and ownership to www.technical420.com, www.mushroomstocks.com and www.onthebids.com, (which websites and content are expressly not incorporated into this report), related email user lists and media service contracts executed through each of the respective media platforms. In conjunction with this transaction, Michael Berger, Stonebridge's Managing Partner since September 2016 became the Issuer's Chief Operating Officer and Spotlight's Chief Revenue Officer.

Throughout the fourth quarter of 2022, the Issuer focused its activities around the integration of each of the aforementioned platforms into its business model. A key element of this integration was generating revenue from each of these platforms, primarily Technical 420 and On the Bids, which during the fourth quarter 2022 generated combined gross revenue of $60,000 and directly from the public relations and investor awareness-focused services they produced for various companies operating within the legal cannabis and mining and the precious metals sectors.

In September 2023, the Issuer's wholly owned subsidiary, Spotlight, completed an Asset Purchase Agreement with La Jolla Media, LLC whereby the Issuer acquired all rights and ownership to www.stockdaymedia.com (which websites and content are expressly not incorporated into this report), related email user lists, and media service contracts.

Since 2016, Stock Day Media has primarily operated as a media marketing firm focused on servicing US and Canadian microcap companies operating across a variety of market sectors.

The Issuer intends to focus its efforts over the next several months on expanding Stock Day's existing business model and for the platform, in conjunction with its Technical 420 and On the Bids platforms, to collectively operate as the Company's primary revenue source.

Psychedelic Finder

Our co-owned media assets include:

Psychedelic Finder (www.psychedelicfinder.com, which websites and content is expressly not incorporated into this report) is an early-stage joint venture project operated by the Company and Nucleus Holding Inc. The joint venture is owned 60% by the Company as its subsidiary, PSYC Tech, LLC and 40% by Nucleus Holding Inc. Psychedelic Finder will be a full-service, integrated technology platform that will connect the growing community of psychedelics and psychedelic-inspired healing.

Contingent upon raising adequate capital, the Issuer plans to combine the audience and web traffic produced by Psychedelic Spotlight with Neuly, a data-driven platform operated by Nucleus Holding Inc. The partnership goal is to develop and launch a one-of-a-kind platform to inspire the growing community of psychedelics to explore, educate, connect, and even schedule bookings with an expanding list of clinics, therapists, coaches, and retreats across the globe, in addition to the potential of providing the Issuer with an additional future, source of revenue from the listing subscriptions and premium listing services the companies intend to incorporate into the business model for Psychedelic Finder.

As of September 30, 2023, Psychedelic Finder remains on pause as each company continues to focus their resources on existing revenue performing projects and platforms.

PSPACE (f/k/a Bonfire)

PSPACE, https://psychedelicspotlight.com/bonfire-community/ (which website and content is expressly not incorporated into this report) is an early-stage joint venture project operated by the Company and Digital Spore, LLC, an affiliate of Digital Acorn Ltd.

The joint venture is facilitated through Action Gap, LLC, a Limited Liability Company owned 50% by the Issuer and 50% by Digital Acorn Ltd. via a partnership agreement completed in October 2021. PSPACE is a community-focused platform being developed to meet the demands of the growing interest and curiosity across society related to the healing and therapeutic elements of psychedelics and other plant-based resources. PSPACE's goal is to connect everyday individuals seeking guidance from trained and certified professional integration coaches, therapists, and specialists located across the globe and in a safe and encouraging setting that promotes personal growth from within.

The PSPACE platform was launched in September 2022 and is being tested in a limited market environment towards the goal of developing a sustainable revenue model for the platform. The current revenue model represents a monthly subscription charged to verified users 21+ years of age at an estimated recurring monthly price point of $19.99 per month. The subscription entitles users to access to the various community-focused groups available within the platform which are moderated by professional integration coaches, therapists or specialists.

On May 1, 2023, the Issuer officially relaunched Bonfire with its "Psychedelics for Beginners" Free Online Course which is expected to run for a period of 30 days and serve as the basis for additional courses that are expected to be offered at price points ranging between $19.99 and $49.99 per month.

On or around July 25, 2023, the Issuer made the decision to rebrand Bonfire as PSPACE with the intent of avoiding conflict or marketplace confusion with the Fireside Project a separate, non-Company affiliated platform, which also operates within the medicinal psychedelic sector.

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

About Spotlight Media Corporation: Spotlight Media Corporation ("SMC") (wholly owned subsidiary) (www.spotlightmediacorp.com (which website and content is expressly not incorporated into this report) is a Nevada Corporation and is a privately held wholly owned subsidiary of the Issuer that was incorporated on February 8, 2022.

About PSYC Tech, LLC: PSYC Tech, LLC is a privately held Limited Liability Company incorporated in the state of Nevada on September 1, 2022 (60% owned subsidiary).

The LLC is owned 60% by the Issuer and 40% by Nucleus Holding Inc. via an Operating Agreement executed between the companies on September 1, 2022.

About Action Gap, LLC: Action Gap, LLC is a privately held, jointly owned Nevada limited liability company. Pursuant to its Limited Liability Operating Agreement executed on October 18, 2021, Action Gap is owned equally (50/50) between PSYC Corporation and Digital Spore, LLC, an affiliate of Digital Acorn Ltd. (50% owned subsidiary)

About MTrac Tech Corporation: MTrac Tech Corporation ("MTrac") is a Nevada Corporation and is a privately held wholly owned subsidiary of the Issuer.

As of the date of this disclosure statement, and since June 30, 2020, MTrac remains in a dormant state and has had no operations associated with it during the reporting period herein.

C. Describe the issuers' principal products or services, and their markets.

The Company will be producing, selling, and distributing video games and software products for both direct sale and ad revenue based profit.

PSYC CORPORATION - OPERATIONAL AND HOLDING COMPANY

<u>Current Ongoing Operations</u>:

Multimedia producer and aggregator for emerging market sectors:

In June 2020, in order to focus its efforts in the expanding medicinal psychedelic industry the Issuer decided to transition to a new business plan and consequently has abated all operations associated with its wholly owned subsidiary, MTrac Tech.

Recently, the Issuer has focused the majority of its efforts and resources on positioning itself as a media holding company through the collection of media platforms and assets listed below that it either owns and operates outright or is a beneficial owner of.

Ownership (outright or beneficial) of all media platforms is directly through the Company's wholly owned subsidiary, Spotlight Media Corporation.

100% owned and operated platforms	*Beneficially owned platforms*
Psychedelic Spotlight	PSPACE (50% ownership stake)
Stock Day Media	Psychedelic Finder (60% ownership stake)
Technical 420	
On the Bids	

Mushroom Stocks

The Issuer's management believes that the diversification of its media holdings across multiple market sectors may lend to a more stable revenue model since it will not be entirely linked to the success or challenges of only one market sector.

Furthermore, the Issuer's management believes there is value in holding media platforms with uniquely differing monetization capabilities. For example, Psychedelic Spotlight is primarily monetized through the sale of advertisement space on its website in addition to charging clients for the production of media-based content such as editorials or podcast features. Meanwhile, Stock Day Media, Technical 420, On the Bids, and Mushroom Stocks are each generally monetized through the sale of marketing and awareness-focused services provided exclusively to US and Canadian publicly traded companies. Also, PSPACE and Psychedelic Finder are each intended to be consumer-facing platforms that will be focused on monetizing through the sale of specific service offerings made available to consumers in the health and wellness sectors.

For the remainder of 2023, Management plans to continue exploring viable opportunities to effectively expand upon its existing media holdings and with its intent of furthering its presence within "niche" or emerging market sectors

Management's Assessment of the "Emerging Psychedelics Sector":

The legal use of psychedelics to treat severe cases of psychological disorders, including depression, addiction, and PTSD, has increased in popularity among researchers. Unlike medical cannabis, which is still navigating a litany of federal research restrictions, psychedelic substances, including ketamine, psilocybin and ibogaine, have been granted FDA approval for clinical trials. For example, in 2018 and 2019, the FDA designated psilocybin, the psychoactive compound found in mushrooms, as a "Breakthrough Therapy" to treat clinical depression. This coveted classification allows drug developers to conduct clinical trials with more regulatory support and fast-tracks the development and review of final treatments. In 2019, the FDA also approved a ketamine nasal spray to treat depression. The medication has been embraced by some US psychiatrists treating patients with severe cases of depression can now reimburse part of their legal ketamine treatment through some insurance plans, a policy that is currently not available with the use of medical cannabis.

(Source: https://www.forbes.com/sites/forbesagencycouncil/2020/06/09/why-the-future-of-mental-health-care-may-lie-in-psychedelics/#352a2aa25bac , which website and content is expressly not incorporated into this report)

Partnerships:

The Spore Group

On May 24, 2022, the Issuer entered into a Collaboration Partnership Agreement with The Spore Group (www.thesporegroup.com, which website and content is expressly not incorporated into this report), an organization focused on bridging the gap between education, legislation, regulation, and investing in psychedelics, with the intent of producing industry-leading conferences and events for the emerging psychedelic sector.

The purpose of this partnership is to work in a collaborative effort to develop and co-host educational and community-focused events, both virtual and in-person, that may aid in bridging the gap between the public and resources focused on psychedelic-assisted healing.

The companies held their first co-hosted event in June 2022, "Sol Psychedelphia," which was held at the One Art Community Center in Philadelphia, PA. The event drew over 200 guests and featured participation from the Balance Veterans Network and Decriminalize Nature Philly.

Investments:

TCF I LP

On January 21, 2021, the Issuer became a Limited Partner in TCF I LP, a United Kingdom Limited Partnership operating as a private fund limited partnership in England (a.k.a. "The Conscious Fund") (the "Fund") through the Company's investment into the Fund. The Issuer executed its initial investment of $125,000 USD into the Fund on January 19, 2021, and intends to complete a full investment amount into the Fund of $500,000 USD within a four-year period from the date of its initial investment subject to management's ongoing revaluation of the s investment.

In October 2022, the Issuer received a notice of a capital call from requiring it to complete an additional $125,000 USD investment into the Fund by no later than ten (10) days from the notice. The Issuer has successfully requested an extension on its capital call with TCF given its limited financial resources at present time.

5) Issuer's Facilities

Effective April 1, 2022, the Issuer relocated its primary headquarters back to Las Vegas, NV from Lake Oswego, OR, which relocation coincided with the permanent relocation of its Director and CEO, David Flores.

As of August 1, 2022, the Issuer adopted and implemented a hybrid work environment whereby its team members residing outside of the city of Las Vegas, NV, and whom have primarily been contracted with the Issuer prior to the implementation of this hybrid environment, can continue to work remotely until further notice. Meanwhile, team members residing within the city of Las Vegas NV (and surrounding suburbs) will primarily conduct business out of the Issuer's executive headquarters located at 2881 S. Valley View Blvd. Suite 9, Las Vegas, NV 89102.

Effective July 31, 2022, the Issuer terminated its month-to-month office lease agreement with International Workplace Group for the lease of office space located at 6671 S. Las Vegas Blvd. Building D, Suite 210 Las Vegas, NV 89119. Effective August 1, 2022, the Issuer entered into a two-year lease agreement with S5H, LLC for the lease of approximately 1,300 square feet of office space located at 2881 S. Valley View Blvd, Suite 9, Las Vegas, NV 89102 for a monthly lease amount of $1,690. This lease expires in July 2024. The above referenced office address now serves as the primary mailing address for the Issuer and its wholly owned subsidiaries, MTrac Tech Corporation and Spotlight Media Corporation.

Effective March 12, 2024, the Issuer relocated its primary headquarters to Kiamesha Lake, New York.

6) Officers, Directors, and Control Persons

Current Officers:

Daniel Jaros, Director and Chief Executive Officer, PSYC Corporation

Daniel Jaros brings his extensive experience in IT management and leadership to his new role as CEO of PSYC Corp. With over a decade of expertise in driving digital growth and optimizing IT infrastructure, Daniel Jaros is well-equipped to lead the company to new heights in the competitive mobile gaming industry.

As CEO, Daniel Jaros, has the strategic mindset and deep understanding of technology to guide the Issuer's vision and direction. He is committed to fostering a culture of innovation and creativity within the organization, encouraging his team to push boundaries and deliver exceptional gaming experiences to players worldwide.

Daniel Jaros' strong project management skills, honed through his years as an IT manager, enable him to oversee the development and launch of new mobile games efficiently and effectively. He has a keen eye for identifying trends and opportunities in the market.

Under Daniel Jaros' leadership, the Issuer is poised to capitalize on emerging technologies and drive growth through the creation of engaging and immersive mobile gaming experiences. His ability to bridge the gap between technology and business allows him to make informed decisions that align with the Issuer's goals and objectives.

With a passion for leveraging technology to solve complex challenges, Daniel Jaros is dedicated to driving innovation and delivering value to PSYC Corp's players and stakeholders. His expertise in IT management, combined with his visionary approach, positions him as a strong leader capable of guiding the company to success in the dynamic world of mobile gaming.

Name of Officer/Director and Control Person	**Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)**	**Residential Address (City / State Only)**	**Number of shares owned**	**Share type/class**	**Ownership Percentage of Class Issued and Outstanding**
David Flores	Prior Officer Director**	Las Vegas, NV	24,000,000	Series B Preferred	100%
David Flores	Prior Officer Director**	Las Vegas, NV	23,941,419	Common	3.03%
David Flores	Prior Officer Director**	Las Vegas, NV	1,950,000	Series C Preferred	6.83%
Craig Schlesinger	Prior Officer/Director (2)	Seattle, WA	7,500,000	Common	0.95%
Craig Schlesinger	Prior Officer/Director (2)	Seattle, WA	2,423,333	Preferred Series C	8.49%
Michael Berger	Prior Officer Director**	Denver, CO	4,500,000	Common	0.057%
Grey Wolf Capital, Ltd. (3)	Prior Officer Director**	Denver, CO	2,950,000	Preferred Series C	10.33%
Sacha G. Hebbert	Prior Officer Director**	Vancouver, BC	4,500,000	Common	0.57%
Sacha G. Hebbert (5)	Prior Officer Director**	Vancouver, BC	450,000	Preferred Series C	1.58%
Amit Bukchin	Prior Officer Director**	La Jolla, CA	1,000,000	Preferred Series C	3.5%
RB Capital Partners, Inc. (4)	Beneficial Owner of More than 5% of Issued and Outstanding	La Jolla/ California	(1)	Common Shares	9.9%*
Vincent O'Flaherty	Beneficial Owner of More than 5% of Issued and Outstanding	San Diego, CA	1,000,000	Series A Preferred	100%
Everett Jolly	Beneficial Owner of More than 5% of Issued and Outstanding	Summerville, South Carolina	5,000,000	Series C Preferred	17.51%

Brandon Robinson	Beneficial Owner of More than 5% of Issued and Outstanding	Duscon, LA	7,500,000	Series C Preferred	26.27%

(1) The number of shares of common stock issuable upon the conversion of the debt obligations is contractually limited to beneficial ownership by Holder and its affiliates of more than 9.99% of the outstanding shares of common stock of the Issuer.

(2) Prior Officer and Directors: Effective April 7, 2022, the Company acknowledged and approved the resignation of Amit Bukchin as a Director and member of the Company's Board of Directors; and, effective November 29, 2022, Amit Bukchin was relieved from his position with the Company as Director and CFO.

(3) Michael Berger has sole dispositive power over the 2,800,000 Preferred Series C shares of Grey Wolf Capital, Ltd.

(4) Brett Rosen has sole dispositive power over the shares owned by RB Capital Partners, Inc.

(5) Prior Officer and Directors: Effective January 1, 2024, the Issuer acknowledged and approved the resignation of Sacha G. Hebbert as a Director and member of the Issuer's Board of Directors; and, effective January 1, 2024, Sacha G. Hebbert was relieved from his position with the Issuer as Director and CBO.

7 Legal/Disciplinary History

A. Please identify whether any of the persons 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);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action) , the Securities and Exchange Commission, the Commodity Futures Trading Commission , or a state securities regulator of a violation of federal or state securities or commodities law , which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None

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.

Legal Proceedings:

On November 25, 2019, a breach of contract lawsuit was filed in California against the Company in DCSM, Inc.; Indigo River, LLC; Ryan Burns Collective Inc.; and SOAR Collective Inc. v. Global Payout Inc.; MTrac Tech Corporation; Cultivate Technologies LLC; and GreenBox POS, LLC. On November 12, 2020, the Company, and all related parties, executed a Memorandum of Understanding to settle the above referenced lawsuit, outlining agreed upon terms and conditions of a proposed settlement (without any assurances of full acceptability). On November 23, 2020, a Confession of Judgment Settlement was filed in the Superior Court of the State of

California. On December 14, 2020, the Plaintiffs filed a Request for Dismissal with prejudice. The Court has now dismissed the case and, to our knowledge, the judgment settlement has been satisfied.

April 15, 2020: The Good People Farms, LLC v. MTrac Tech Corporation. (Arbitration; AAA Case No. 01- 20-0004-9960) a. Nature of litigation; Breach of contract, Intentional Misrepresentation, Conversion. Plaintiff alleges that the Issuer breached an agreement between the parties by failing to return Plaintiffs' funds promptly and by maintaining the funds in an account outside of the U.S. The Issuer's response is that it acted within the prevailing industry standards for such services and had no control over the funds. The Issuer denies generally all other allegations. Respondent GreenBox POS has agreed to indemnify MTrac.

On July 10, 2023, the Arbitration Panel found in favor of The Good People Farms and granted an award of $579,393. The Panel denied GreenBox's cross claims. The Panel refused TGPF's request for over $5,000,000 for lost profits as those damages were found to be too speculative. Counsel for GreenBox has advised the Issuer's counsel, Lance Rogers, that GreenBox is prepared to pay the award.

The Issuer is subject at times to other legal proceedings and claims, which arise in the ordinary course of its business. Although occasional adverse decisions or settlements may occur, the Issuer believes that the final disposition of such matters should not have a material adverse effect on its financial position, results of operations or liquidity.

8) Third Party Providers

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

Name: Frederick M. Lehrer, Securities Counsel
Firm: Frederick M Lehrer, P. A.
Address: 2108 Emil Jahna Road, Clermont, Florida 34711
Phone: 561 706-7646
Email: flehrer@securitiesattorney1.com

Legal Counsel

Firm name: The Law Offices of Lance Rogers
Attorneys: Lance Rogers
757 Emory Street, #215
Imperial Beach, CA 91932
(619) 333-6882
lance@rogerslaw.com

Finance/Accounting:

Name: Alex McKean
Firm: SGT Enterprises, Inc.
Address: 1822 Frankfort Street, San Diego, CA 92110

Investor Relations Contact:

Name: PSYC Corporation
Address 1: 28 Laura Lane, Kiamesha Lake, NY, 12751
Phone: (702) 239-1919
Email: info@psyccorp.com

All other means of Investor Communication:

Twitter:	@PSYCCorp
Discord:	N/A
LinkedIn	https://www.linkedin.com/company/psyc-media-corp/
Facebook:	N/A
[Other]	N/A

9) Financial Statements

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

☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual):

Name: **SGT Enterprises, Inc. – Alex McKean**
Title: Accountant
Relationship to Issuer: Independent Contractor

Describe the qualifications of the person or persons who prepared the financial statements:

Alex McKean is a C-Level MBA in International Business, with a BA in Business and 40+ years of finance and accounting, including preparation of GAAP financial statements in SEC related filings and corporate financials.

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

Financial Statements for this March 31, 2024, Quarterly Report are attached at the end of this Disclosure.

10. Issuer Certification

Principal Executive Officer

I, Daniel Jaros, certify that:

1. I have reviewed this Quarterly Report for the quarter ended March 31, 2024, of PSYC Corporation

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

/s/ Daniel Jaros

May 24, 2024

Principal Financial Officer

I, Daniel Jaros, certify that:

1. I have reviewed this Quarterly Report for the quarter ended March 31, 2024, of PSYC Corporation

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

/s/ Daniel Jaros

May 24, 2024

PSYC Corporation

Financial Statements

For the Quarter Ended March 31, 2024

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PSYC CORPORATION
Consolidated Balance Sheets
(Unaudited)

	As of March 31, 2024	As of December 31, 2023
ASSETS		
Current Assets		
Cash and cash equivalents	$ 61,513	$ 125,635
Prepaid expenses and other current assets	90,376	376
Total Current Assets	151,889	126,011
Non-Current Assets		
Property and equipment, net of accumulated depreciation of $42,874 and $42,805, respectively	1,926	1,995
Intangibles, net of accumulated amortization of $2,464 and $2,355 respectively	66,001	846,155
Investment	125,005	125,000
TOTAL ASSETS	$ 344,821	$ 1,099,166
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities		
Accounts payable	$ 140,271	$ 140,271
Accrued expenses	798,965	793,966
Notes payable	20,000	20,000
Convertible notes payable net of discount of $0 and $28,000	6,842,101	6,675,661
Loans payable	-	350,000
Accrued Interest	3,435,331	3,339,685
Total Current Liabilities	11,236,668	11,319,583
Long-Term Liabilities		
CARE loans	150,000	150,000
Total Liabilities	11,386,668	11,469,583
Commitments and contingent liabilities	-	-
Stockholders' Deficit:		
Preferred stock, $0.001 par value (shares authorized - 1,000,000) Series A: 1,000,000 shares issued and outstanding at March 31, 2024 and at December 31, 2023	1,000	1,000
Preferred stock, $0.001 par value (shares authorized - 34,000,000) Series B: 24,000,000 shares issued and outstanding at March 31, 2024 and December 31, 2023	24,000	24,000
Preferred stock, $0.001 par value (shares authorized - 45,000,000) Series C: 28,552,411 and 33,802,411 shares issued and outstanding at March 31, 2024 and December 31, 2023	28,552	33,802
Common stock, $0.001 par value (shares authorized - 900,000,000); 789,143,739 and 604,943,739 shares issued and outstanding at March 31, 2024 and December 31, 2023	789,144	604,944
Additional paid-in capital	89,574,281	89,720,591
Treasury Stock, 10,000,000 and 0 outstanding at March 31, 2024 and December 31, 2023	(10,000)	(10,000)
Stock to be issued	-	-
Accumulated deficit	(101,448,824)	(100,744,754)
Total Stockholders’ Deficit	(11,041,847)	(10,370,417)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	$ 344,821	$ 1,099,166

See accompanying notes to the consolidated financial statements

PSYC CORPORATION
Consolidated Statements of Operations
(Unaudited)

	For the Three Months Ended March 31, 2024	For the Three Months Ended March 31, 2023
Revenues	$ 21	$ 51,111
Cost of revenues	-	-
Gross profit	21	51,111
Operating Expenses		
Depreciation expense	69	(129)
Amortization expense	109	109
General and administrative	79,142	284,612
Total Operating Expenses	79,320	284,592
Loss from Operations	(79,299)	(233,481)
Interest expense	(166,192)	(148,535)
Amortization of debt discount	(28,000)	-
Loss on settlement of accrued expenses	-	128
Loss on transition settlement	(430,045)	-
Loss on treasury stock – related party	-	-
Other income (expense)	-	-
Total Other (Income) Expense	(624,771)	(148,407)
Net Loss	$ (704,070)	$ (381,888)
Weighted average number of shares outstanding – basic and diluted	626,099,766	497,504,013
Net income/(loss) per common share – basic and diluted	$ (0.00)	$ (0.00)

See accompanying notes to the consolidated financial statements

PSYC Corporation

Consolidated Statements of Stockholders' Deficit

For the Three Months March 31, 2024

(Unaudited)

	Series A Preferred		Series B Preferred		Series C Preferred		Common Shares		Additional			
	Shares		Shares		Shares		Shares		Paid-In	Treasury	Accumulated	Equity
	Issued	Amount	Issued	Amount	Issued	Amount	Issued	Amount	Capital	Stock	Deficit	(Deficit)
Balance December 31, 2023	**1,000,000**	**$1,000**	**24,000,000**	**$24,000**	**33,802,411**	**$33,802**	**604,943,739**	**$604,944**	**$89,715,591**	**$(10,000)**	**$(100,744,754)**	**$(10,370,417)**
Stock issued for conversion of convertible debt	-	-	-	-	-	-	131,700,000	131,700	99,060	-	-	32,640
Stock issued for conversiomn of preferred C	-	-	-	-	(5,250,000)	5,250	52,250,000	-(52,500)	47,250	-	-	-
Purchase of warrants	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	-	-	-	-	-	-	-	-	-	-	(704,070)	(704,070)
Balance March 31, 2024	**1,000,000**	**$1,000**	**24,000,000**	**$24,000**	**28,552,411**	**$28,552**	**789,143,739**	**$789,144**	**$89,574,281**	**$(10,000)**	**$(101,448,824)**	**$(11,041,847)**

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

Consolidated Statements of Stockholders' Deficit

For the Three Months March 31, 2023

(Unaudited)

Series A Preferred		Series B Preferred		Series C Preferred		Common Shares		Additional			
Shares		Shares		Shares		Shares		Paid-In	Treasury	Accumulated	Equity

	Issued	Amount	Issued	Amount	Issued	Amount	Issued	Amount	Capital	Stock	Deficit	(Deficit)
Balance December 31, 2022	**1,000,000**	**$1,000**	**49,000,000**	**$49,000**	**25,618,333**	**$25,618**	**496,443,739**	**$496,444**	**$89,245,430**	**$-**	**$(99,393,348)**	**$(9,575,856)**
Stock issued for cash	-	-	-	-	-	-	-	-	-	-	-	-
Stock issued for services	-	-	-	-	450,000	450	4,500,000	4,500	16,650	-	-	21,600
Purchase of warrants	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	-	-	-	-	-	-	-	-	-	-	(381,888)	(381,888)
Balance March 31, 2023	**1,000,000**	**$1,000**	**49,000,000**	**$49,000**	**26,068,333**	**$26,068**	**500,943,739**	**$500,944**	**$89,262,080**	**$-**	**$(97,775,236)**	**$(9,936,144)**

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

PSYC CORPORATION
Consolidated Statements of Cash Flows
(Unaudited)

	For the Three Months Ended March 31, 2024	2023
Cash Flows from Operating Activities		
Net Loss attributable to PSYC Corporation	$ (704,070)	$ (381,888)
Non-controlling interest	-	-
Net Income (Loss) for the period	(704,070)	(381,888)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation expense	69	(129)
Amortization expense	109	109
Warrant expense	-	-
Amortization of debt discount	28,000	-
Stock based compensation	-	21,600
Loss on debt conversion	-	-
Loss on treasury stock	-	-
Changes in operating assets and liabilities:		
Loans payable	(350,000)	-
Accounts Payable	-	(601)
Accrued Expenses	-	(500)
Accrued Interest	166,192	148,535
Prepaids	(90,000)	-
Intangibles	780,045	-
Net cash used in operating activities	(164,121)	(213,002)
Cash Flows from Investing Activities		
Investments in other companies	-	(5)
Purchase of property and equipment	-	-
Net cash used in investing activities	-	(5)
Cash Flows from Financing Activities		
Payments on convertible debentures	-	-
Payments on notes payable	-	-
Repurchase of common shares	-	-
Proceeds from sale of warrants	-	-
Proceeds from SBA loan	-	-
Proceeds received on convertible debt	-	195,000
Proceeds received on notes payable	100,000	-
Net cash provided by financing activities	100,000	195,000
Increase (Decrease) in Cash and Cash Equivalents	(64,122)	(18,007)
Cash and Cash Equivalents--Beginning of Period	125,635	167,192
Cash and Cash Equivalents--End of Period	$ 61,513	$ 149,185
Supplemental Disclosures of Cash Flow Information		
Cash paid for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -
Non-Cash Investing and Financing Activities		
Debt Discount on notes	$ -	$ -
Preferred stock converted to common stock	$ 52,500	$ -
Conversion of preferred stock	$ -	$ -
Conversion of debt and accrued	$ 32,640	$ -
Cancellation of treasury stock	$ -	$ -

See accompanying notes to the consolidated financial statements

PSYC Corporation
Notes to the Consolidated Financial Statements
Three Months Ended March 31, 2024 and 2023

Note 1 - Organization and Basis of Operations

PSYC Corporation currently is an active Nevada corporation and in good standing.

Global Payout, Inc., the private company, was incorporated in California on July 24, 2009, and merged with Go Healthy, Inc., a Florida 1998 incorporated entity (the "Florida Company") and a public company, on December 9, 2010.

On March 14, 2011, the Florida Company merged into its wholly owned subsidiary, Global Payout, Inc., the California Corporation.

On March 10, 2015, Global management incorporated MoneyTrac Technology, Inc. ("MTT") as a California corporation. MTT was wholly owned by the Company. The Board of Directors initially considered spinning off MTT and reported as such on the OTC Markets Pink Sheet disclosures. An aggregate of 110,354,996 MTT shares were issued to individual investors and service providers, reducing the Company's equity position. On June 1, 2018, the Company approves the Merger Agreement with MTT to acquire the 110,354,996 non-controlling common stock of MTT.

On June 4, 2018, MTrac Tech Corporation ("MTrac Tech"), a wholly owned subsidiary of the Company, was incorporated under the laws of the State of Nevada.

On July 30, 2019, Global Payout, Inc. was redomiciled to the state of Nevada.

On February 11, 2020, Global Payout, Inc. changed its name to Global Trac Solutions, Inc., and our symbol changed to PSYC.

On September 3, 2021, the Company filed a name change with the State of Nevada to change its name to PSYC Corporation, following a Unanimous Board of Directors consent and majority consent vote of shareholders. FINRA formally acknowledged the name change on February 28, 2022. The stock symbol was unchanged.

On March 12, 2024, Spotlight Media Creative, LLC (transferred the rights and ownership related to Psychedelic Spotlight to Digital Spore, LLC ("Spore"), including, but not limited to, all affiliated domains (www.psychedelicspotlight.com), social media accounts (Instagram, Twitter/X, LinkedIn, Facebook, YouTube, etc.) Gmail suite, logo rights, rights to all existing content, images, videos, and audio files and intellectual property rights owned by Psychedelic Spotlight, and shall provide Spore with all pertinent software and hosting account login information.

The Company's stock is quoted on the OTC Pink Market under the ticker symbol PSYC.

Going Concern

The Company's consolidated financial statements have been prepared assuming that it will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business. As reflected in the consolidated financial statements, the Company had a stockholders' deficit of $11,041,847 at March 31, 2024, and incurred a loss from operations for the three months ended March 31, 2024, of $704,070 and utilized net cash used in operating activities of $164,121. These factors raise substantial doubt about the Company's ability to continue as a going concern within one year from the date that the financial statements are issued. The consolidated financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Management estimates that the current funds on hand and raising capital through proceeds from the notes payable and the sale of common stock subscriptions will be sufficient to continue operations through 2024. The ability of the Company to continue as a going concern is dependent on the Company's ability to execute its strategy and in its ability to raise additional funds. Management is currently seeking additional funds, primarily through the issuance of equity securities for cash to operate its business. No assurance can be given that any future financing will be available or, if available, that it will be on terms that are satisfactory to the Company. Even if the Company is able to obtain additional financing, it may contain undue restrictions on our operations, in the case of debt financing, or cause substantial dilution for our stockholders, in case of equity financing.

COVID-19.

THE FUTURE OUTBREAK OF THE CORONAVIRUS MAY NEGATIVELY IMPACT SOURCING AND MANUFACTURING OF THE PRODUCTS THAT WE SELL AS WELL AS CONSUMER SPENDING, WHICH COULD ADVERSELY AFFECT OUR BUSINESS, RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

The future outbreak of COVID-19 may resulted in another widespread health crisis that could adversely affect the economies and financial markets worldwide, and could adversely affect our business, results of operations and financial condition.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The accompanying consolidated financial statements of the Company and the accompanying notes included in this Quarterly Report are unaudited. In the opinion of management, all adjustments necessary for a fair presentation of the Consolidated Financial Statements have been included. Such adjustments are of a normal, recurring nature. The Consolidated Financial Statements, and the accompanying notes, are prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") and do not contain certain information included in the Company's Annual Report for the fiscal year ended December 31, 2023. The interim Consolidated Financial Statements should be read in conjunction with that Annual Report. Results for the interim period are not necessarily indicative of the results that might be expected for the entire fiscal year.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Those estimates and assumptions include depreciable lives of property and equipment, analysis of impairments of recorded goodwill, accruals for potential liabilities, and assumptions made in valuing stock instruments issued for services.

Fair Value of Financial Instruments

The Company follows the Financial Accounting Standards Board (FASB) Accounting Standards Codification for disclosures about fair value of its financial instruments and to measure the fair value of its financial instruments. The FASB Accounting Standards Codification establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The three levels of the fair value hierarchy are described below:

Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.

Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.

Level 3 Pricing inputs that are generally unobservable inputs and not corroborated by market data.

Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

The carrying amounts of the Company's financial assets and liabilities, such as cash and cash equivalents, prepaid expenses and other current assets, accounts payable and accrued expenses, approximate their fair values because of the short maturity of these instruments. The carrying values of notes payable and convertible notes approximate their fair values due to the fact that the interest rates on these obligations are based on prevailing market interest rates.

Principles of consolidation

The accompanying condensed consolidated financial statements at March 31, 2024 and December 31, 2023, and for the years then ended include the accounts of PSYC Corporation and the following majority-owned subsidiaries.

Subsidiary:	Percentage Owned	
	March 31, 2024	December 31, 2023
MTrac Tech Corporation	100.00%	100.00%
Spotlight Media Corp.	100.00%	100.00%

All Intercompany transactions have been eliminated upon consolidation.

Revenue Recognition

Effective January 1, 2018, and in conjunction with the prior business of the Company, which is reflected in the historical financials presented herein, the Company adopted ASC 606 — Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue from the commercial sales of products, licensing agreements and contracts to perform pilot studies by applying the following steps: (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 each performance obligation in the contract; and (5) recognize revenue when each performance obligation is satisfied. For the comparative periods, revenue has not been adjusted and continues to be reported under ASC 605 — Revenue Recognition. Under ASC 605, revenue is recognized when the following criteria are met: (1) persuasive evidence of an arrangement exists; (2) the performance of service has been rendered to a customer or delivery has occurred; (3) the amount of fee to be paid by a customer is fixed and determinable; and (4) the collectability of the fee is reasonably assured.

There was no impact on the Company's financial statements as a result of adopting Topic 606 for the period ended March 31, 2024 and 2023.

Since Q2 2020, the Company has operated exclusively as a multimedia-focused company through its flagship website, Psychedelic Spotlight, which produces and publishes news, information, and resources specific to the emerging sector of medicinal psychedelics.

The Company focuses on revenue generation through the combination of sales and execution of media service agreements whereby various companies and brands operating within the medicinal psychedelics sector, including publicly traded drug development companies, as well as brands and companies operating in adjacent market sectors such as health and wellness, nutraceuticals, and holistic living, contract with the Company's wholly owned subsidiary, Spotlight Media Corp. ("SMC") for the production and delivery of specific digital multimedia services. Such services are contracted at specific price points ranging between $200 USD to $10,000 USD and include, but are not limited to, the production of editorials and other written content that may be published to Psychedelic Spotlight or on the direct websites of the respective companies and brands, social media-related content, a feature on the Psychedelic Spotlight podcast, and the production of any video content produced with the intent of helping to inform, educate, and promote the companies and brands that contract with SMC. Additionally, SMC generates revenue through the sale of advertisement space (i.e., banner ads) to various companies and brands interested in showcasing their company or brand on Psychedelic Spotlight. Affiliate partnerships are another form of revenue generation for the Company whereby various companies and brands contract with SMC to promote products, services, or events through Psychedelic Spotlight and whereby presenting SMC with the opportunity to earn a commission from any sales it is successful in facilitating.

In September 2022, SMC acquired the media assets belonging to Technical 420 (www.technical420.com), On the Bids (www.onthebids.com), and Mushroom Stocks (www.mushroomstocks.com), (which websites and content is expressly not incorporated into this report). Each of these media platforms generate revenue through the sale and delivery of specific public relations and investor awareness-focused services that various publicly traded companies operating in the sectors of cannabis, mining and precious metals, and medicinal psychedelics contract with these respective platforms to deliver with the intent of developing and/or maximizing their exposure throughout the public market sector. Such services typically include, but are not limited to, the production of editorials and other written content, newsletter inclusions, social media posts, and podcasts, and all provided at established price points typically included in monthly retainer contracts ranging from $500 USD to $15,000 USD per month.

As of March 2024, the Company has shifted its business model to focus on the gaming sector through its new brand, Psyc Gaming, marking a transition from its previous multimedia focus on psychedelics. Psyc Gaming offers a suite of mobile gaming content and advertising solutions designed to provide brands with enhanced visibility and engagement within game environments. The primary revenue streams under this model include:

1. **In-Game Advertising**: Revenue is generated through various ad placements within the Company's mobile games, including:
    - **Banner Ads**: Ads strategically placed to maintain gameplay experience while ensuring visibility.
    - **Interstitial Ads**: Full-screen ads displayed at natural breaks in gameplay to maximize user engagement.
    - **Rewarded Video Ads**: Ads offering in-game rewards to players in exchange for viewership, resulting in higher completion rates and favorable brand associations.
    - **Native Ads**: Ads integrated seamlessly within the game environment to enhance brand exposure.
    - **Playable Ads**: Interactive ad units that allow users to experience a preview of an app or game, driving higher conversion rates.
2. **Digital Billboards**: Psyc Gaming has introduced unique pixel art billboards within key titles such as *Ballot Boxing*, where brands can customize ad content to align with their identity and messaging. These billboards are prominently displayed in the game, allowing for dynamic updates to keep advertising content fresh and relevant.
3. **In-Game Purchases**: The Company's games, including *Ballot Boxing* and *Pool Heroes*, employ a free-to-play model with purchasable items, skins, and upgrades, contributing to an additional revenue stream.

The Company believes that this transition to a gaming-centric model positions it well to capture emerging opportunities within digital advertising and gaming, leveraging interactive and immersive ad formats to drive engagement and revenue. There are no assurances as to future potential profitability or revenues.

There are no assurances as to future potential profitability or revenues.

Cash Equivalents

The Company considers all highly liquid investments with a maturity date of three months or less to be cash equivalents. The fair values of these investments approximate their carrying values.

The Company's cash and cash equivalents are maintained with recognized financial institutions located in the United States. In the normal course of business, the Company may carry balances with certain financial institutions that exceed federally insured limits. The Company has not experienced losses on balances in excess of such limits and management believes the Company is not exposed to significant risks in that regard.

Property and equipment

Property and equipment are stated at cost, less accumulated depreciation. Depreciation is computed using the straight-line method over the estimated useful lives of the related asset, generally three to five years. Fully depreciated assets are retained in property, equipment and accumulated depreciation accounts until they are removed from service. Management performs ongoing evaluations of the estimated useful lives of the property and equipment for depreciation purposes. Maintenance and repairs are expensed as incurred.

Investments at Cost, Less Impairment

The Company's securities investments that are acquired and held principally for the purpose of an investment in the near term are classified as investment in other company's securities. Because the Company doesn't have readily determinable fair values, the Company elected to account for the investment at cost minus impairment, if any. The cost minus impairment election option only applies to equity securities that do not qualify for the practical expedient to estimate fair value under Topic 820, Fair Value Measurement (i.e., the net asset value practical expedient). The company assesses impairment on an annual basis, noting no impairment indicators as of 12/31/2023.

Beneficial Conversion Features on Notes Payable and Convertible Notes Payable

Convertible instruments that are not bifurcated as a derivative pursuant to ASC 815, *Derivatives and Hedging*, and not accounted for as a separate equity component under the cash conversion guidance are evaluated to determine whether their conversion prices create an embedded beneficial conversion feature at inception, or may become beneficial in the future due to potential adjustments.

A beneficial conversion feature is a nondetachable conversion feature that is "in-the-money" at the commitment date. The in-the-money portion, also known as the intrinsic value of the option, is recorded in equity, with an offsetting discount to the carrying amount of convertible debt to which it is attached. The discount is amortized to interest expense over the life of the debt with adjustments to amortization upon full or partial conversions of the debt.

Non-Controlling Interest

Non-controlling interest represents the non-controlling interest holders' proportionate share of the equity of the Company's majority-owned subsidiaries. Non-controlling interest is adjusted for the non-controlling interest holders' proportionate share of the earnings or losses and other comprehensive income (loss) and the non-controlling interest continues to be attributed its share of losses even if that attribution results in a deficit non-controlling interest balance.

Stock-Based Compensation

The Company adopted FASB guidance on stock-based compensation upon inception at November 18, 2013. Under FASB ASC 718-10-30-2, all share-based payments to employees, including grants of employee stock options, to be recognized in the income statement based on their fair values. Pro forma disclosure is no longer an alternative.

Our employee stock-based compensation awards are accounted for under the fair value method of accounting, as such, we record the related expense based on the more reliable measurement of the services provided, or the fair market value of the stock issued multiplied by the number of shares awarded.

We account for our employee stock options under the fair value method of accounting using a Black-Scholes valuation model to measure stock option expense at the date of grant. We do not backdate, re-price, or grant stock-based awards retroactively. As of the date of this report, we have not issued any stock options.

Income (Loss) Per Share

Basic income (loss) per share is computed by dividing net income (loss) available to common stockholders by the weighted average number of common shares outstanding during the period. Diluted income (loss) per share reflects the potential dilution, using the treasury stock method that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that then shared in the income (loss) of the Company. In computing diluted income (loss) per share, the treasury stock method assumes that outstanding options and warrants are exercised and the proceeds are used to purchase common stock at the average market price during the period. Options and warrants may have a dilutive effect under the treasury stock method only when the average market price of the common stock during the period exceeds the exercise price of the options and warrants. All possible conversions would have an antidilutive effect.

Impairment Testing of Long-Lived Assets

The Company evaluates long-lived assets for impairment whenever events or changes in circumstances indicate that their net book value may not be recoverable. When such factors and circumstances exist, the Company compares the projected undiscounted future cash flows associated with the related asset or group of assets over their estimated useful lives against their respective carrying amount. Impairment, if any, is based on the excess of the carrying amount over the fair value, based on market value when available, or discounted expected cash flows, of those assets and is recorded in the period in which the determination is made.

Income Taxes

The Company accounts for income taxes in accordance with ASC 740, *Income Taxes*. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax basis of assets and liabilities, and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the consolidated statements of operations in the period that includes the enactment date.

ASC 740 prescribes a comprehensive model for how companies should recognize, measure, present, and disclose in their financial statements uncertain tax positions taken or expected to be taken on a tax return. The Company did not take any uncertain tax positions and had no adjustments to unrecognized income tax liabilities or benefits for the three months ended March 31, 2024, and 2023.

Recently Issued Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, *Revenue from Contracts with Customers*. ASU 2014-09 is a comprehensive revenue recognition standard that will supersede nearly all existing revenue recognition guidance under current U.S. GAAP and replace it with a principle based approach for determining revenue recognition. ASU 2014-09 will require that companies recognize revenue based on the value of transferred goods or services as they occur in the contract. The ASU also will require additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. ASU 2014-09 is effective for interim and annual periods beginning after December 15, 2017. Early adoption is permitted only in annual reporting periods beginning after December 15, 2016, including interim periods therein. Entities will be able to transition to the standard either retrospectively or as a cumulative-effect adjustment as of the date of adoption. The Company has adopted ASU 2014-09 in the first quarter of 2018. The adoption of ASU 2014-09 did not have a material impact on the Company’s financial statements and related disclosures.

In February 2016, the FASB issued ASU No. 2016-02, *Leases*. ASU 2016-02 requires a lessee to record a right of use asset and a corresponding lease liability on the balance sheet for all leases with terms longer than 12 months. ASU 2016-02 is effective for all interim and annual reporting periods beginning after December 15, 2018. Early adoption is permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Company is in the process of evaluating the impact of ASU 2016-02 on the Company's financial statements and disclosures.

In June 2018, the FASB issued ASU 2018-07, Compensation - Stock Compensation (Topic 718): Improvement to Nonemployee Share-Based Payment Accounting, which is part of the FASB's simplification initiative to maintain or improve the usefulness of the information provided to the users of financial statements while reducing cost and complexity in financial reporting. This update provides consistency in the accounting for share-based payments to nonemployees with that of employees. This update is effective for interim and annual reporting periods beginning after December 15, 2018, and the Company is currently evaluating its financial statement impact.

Other 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 statement presentation or disclosures.

Note 3 – Debt

Convertible Notes Payable

2023 Transactions

On January 4, 2023, the Company issued an aggregate of 4,500,000 shares of common stock valued at $10,800 to various consultants and management for services.

On January 4, 2023, the Company issued an aggregate of 450,000 shares of the Company's Series C preferred stock valued at $10,800 to various consultants and management for services.

From January 17, 2023 to March 20, 2023 the Company entered into a series of convertible promissory notes in an aggregate amount of $195,000, with RB Capital Partners, Inc. The convertible promissory note agreement bears interest at twelve (10%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at conversion prices at $0.05 each.

On February 10, 2023, the Company consolidated various convertible promissory notes in an aggregate amount of $805,000 a 10% interest rate and with conversion rates of $0.05 with RB Capital Partners, Inc. into a new single note. The convertible promissory note agreement bears interest at seven (7%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at a conversion price of $0.05. As part of the consolidation $805,000 of principal and $49,553 of accrued interest was exchanged for the new $854,425 note, resulting in $128 of accrued interest being forgiven.

As of March 31, 2023, the Company has outstanding convertible promissory notes of $6,436,161 (net of unamortized discount of $0).

2024 Transactions

On January 10, 2024, RB Capital Partners, Inc., converted $10,500 of a note into 21,000,000 shares of common stock at $.0005.

On February 5, 2024, RB Capital Partners, Inc., amended a December 7, 2018, convertible promissory note, whereby the conversion price was adjusted to $0.0002.

On February 6, 2024, RB Capital Partners, Inc., converted $10,140 of a note into 50,700,000 shares of common stock at $.0002.

On February 23, 2024, the Company entered into a convertible promissory note in the amount of $50,000, with RB Capital Partners, Inc. The convertible promissory note agreement bears interest at twelve (10%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at conversion prices at $0.05 each.

On February 27, 2024, RB Capital Partners, Inc., converted $10,500 of a note into 21,000,000 shares of common stock valued at $.0005.

On February 29, 2024, the Company consolidated various convertible promissory notes in an aggregate amount of $550,940 a 8% interest rate and with conversion rates of $0.05 with RB Capital Partners, Inc. into a new single note. The convertible promissory note agreement bears interest at seven (8%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at a conversion price of $0.05. As part of the consolidation $510,000 of principal and $30,140 of accrued interest was exchanged for the new $550,940 note.

On March 27, 2023, the Company entered into a convertible promissory note in the amount of $50,000, with RB Capital Partners, Inc. The convertible promissory note agreement bears interest at twelve (10%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at conversion prices at $0.05 each.

As of March 31, 2024, the Company has outstanding convertible promissory notes of $6,842,101 (net of unamortized discount of $0).

Beneficial Conversion Feature

The Company analyzed the conversion option in the notes for derivative accounting treatment under ASC Topic 815, "Derivatives and Hedging," and determined that the instrument does not qualify for derivative accounting. The Company determined that the conversion option was subject to a beneficial conversion feature.

During the three months ended March 31, 2023, the Company recorded a total beneficial conversion feature of $0 and amortized the beneficial conversion feature for $0 as interest expense.

During the three months ended March 31, 2024, the Company recorded a total beneficial conversion feature of $0 and amortized the beneficial conversion feature for $0 as interest expense.

Notes Payable

2023 Transactions

During the three months ended March 31, 2023, the Company did not issue any new notes.

As of March 31, 2023, the Company has an outstanding notes payable balance of $20,000.

2024 Transactions

During the three months ended March 31, 2024, the Company did not issue any new notes.

As of March 31, 2024, the Company has an outstanding notes payable balance of $20,000.

CARE Loan

Economic Injury Disaster Loan

On June 19, 2020, the Company received proceeds from a secured loan with the U.S. Small Business Administration (SBA) under the Economic Injury Disaster Loan program in the amount of $150,000. The loan is secured by all tangible and intangible assets of the Company and payable over 30 years at an interest rate of 3.75% per annum. Installment payments, including principal and interest, will begin June 19, 2021. As part of the loan, the Company also received an advance of $10,000 from the SBA. While the SBA refers to this program as an advance, it was written into law as a grant. This means that the amount given through this program does not need to be repaid and has been recognized as Other Income.

The aggregate scheduled maturities of the Company's total debt outstanding, inclusive of the note payable, convertible promissory notes and CARE loans described within this Note 3 – Debt. Debt Payable, as of March 31, 2024:

2024		6,842,101
2025		150,000
2026		-
2027		-
2028		-
Thereafter		-
Total		6,992,101
Less discounts		-
	$	6,992,101

Note 4 – Acquisitions

On October 18, 2021, the Company finalized a joint venture with a third party, Digital Spore LLC, through a newly established Nevada limited liability company, Action Gap LLC to co-develop the PsycheDev business. The Company retains a 50% Member Interest in the limited liability company. A designee of the Company will be one of two managers of the limited liability company. Pursuant to the Operating Agreement executed between the Company and Digital Spore LLC, the Company intends to primarily contribute to the go-to-market and marketing strategies associated with the PsycheDev concept, and for Digital Spore to primarily focus on its early-stage development. The Company believes that in the time since the formation of this joint venture, progress has been made with the development of the basic framework required to produce a Minimum Viable Product while further defining and refining the concepts most basic fundamentals. On May 1, 2023, the Company, in collaboration with Action Gap LLC, launched Bonfire, the updated and rebranded concept f/k/a "PsycheDev." Bonfire's launch coincided with the launch of a free "Psychedelics for Beginners" course which the Company intends to utilize as an entry point for future courses to be made available through Bonfire within the remainder of the 2023 calendar year.

On January 21, 2021, the Company became a Limited Partner in TCF I LP, a United Kingdom Limited Partnership operating as a private fund limited partnership in England (a.k.a. "The Conscious Fund") (the "Fund") through the Company's investment into the Fund's private placement memorandum. The Company executed its initial investment of $125,000 USD into the Fund on January 19, 2021 and intends to complete a full investment amount into the Fund of $500,000 USD within a four-year period from the date of its initial investment.

On January 5, 2023, the Company's wholly owned subsidiary, Spotlight Media Corporation ("SMC"), entered into a Restricted Stock Purchase Agreement whereby SMC acquired Fifty Thousand (50,000) shares of common stock from Healing Commercial Real Estate, Inc. at a purchase price of $0.0001 per share and for a total price of Five Dollars ($5.00).

Note 5 – Property and Equipment

At March 31, 2024 and December 31, 2023, property and equipment consisted of the following:

	March 31, 2024		December 31, 2023	
Furniture and fixtures	$	22,817	$	22,817
Machinery and equipment		21,984		21,984
		44,801		44,801
Less: accumulated depreciation		(42,874)		(42,806)
Property and equipment, net	$	1,926	$	1,995

Depreciation expense for the three months ended March 31, 2024 and 2023 was approximately $69 and ($129), respectively.

Note 6 - Stockholders' Deficit

The Company is authorized to issue 900,000,000 shares of $0.001 par value common stock. The Company has 789,143,739 and 604,943,739 common shares issued and outstanding as of March 31, 2024 and December 31, 2023, respectively.

Issuance of Common Stock for services

During the three months ended March 31, 2024, the Company did not issue any shares of common stock for services.

During the three months ended March 31, 2023, the Company issued an aggregate of 4,500,000 shares of common stock for an aggregate value of $10,800 to various consultants and management for services. The shares were valued on the date of the agreement using the share price per OTC markets on that date.

Issuance of Common Stock for Settlement of Accrued Expenses

During the three months ended March 31, 2024, the Company did not issue any shares of common stock for accrued expenses.

During the three months ended March 31, 2023, the Company did not issue any shares of common stock for accrued expenses.

Issuance of Common Stock for conversion of notes payable

During the three months ended March 31, 2024, the Company did not issue any common stock for the conversion of notes payable.

During the three months ended March 31, 2023, the Company did not issue any common stock for the conversion of notes payable.

Issuance of Common Stock for Cash

During the three months ended March 31, 2024, the Company did not issue any shares of common stock for cash.

During the year ended December 31, 2023, the Company did not issue any shares of common stock for cash.

Repurchase of Common Stock for Cash

During the three months ended March 31, 2024, the Company did not repurchase any shares of common.

During the three months ended March 31, 2023, the Company did not repurchase any shares of common.

Issuance of Preferred Stock for services

During the three months ended March 31, 2024, the Company did not issue any shares of preferred stock Series C for services.

During the three months ended March 31, 2023, the Company issued an aggregate of 450,000 shares of preferred stock Series C valued at $10,800 to various consultants and management for services. The shares were valued on the date of the agreement using the common share price per OTC markets on that date based on the conversion rate of Series C for common.

Conversion of Preferred Stock

During the three months ended March 31, 2024, there were $5,250,000 shares of preferred C converted into 52,500,000 shares of common stock.

During the year ended December 31, 2023, there were no conversions of preferred stock Series C.

Preferred Stock – Series A

The Company is authorized to issue 1,000,000 shares of $0.001 par value Series A preferred stock. The Series A preferred shares can be converted one for one into the same number of common shares, each Series A preferred share has 10 voting rights to 1 voting right for each common share. The Company has 1,000,000 preferred shares issued and outstanding as of March 31, 2024 and December 31, 2023.

Preferred Stock – Series B

The Company is authorized to issue 69,000,000 shares of $0.001 per value Series B preferred stock. The Series B preferred shares can be converted one for one into the same number of common shares, each Series B preferred share has 100 voting rights to 1 voting right for each common share. The Company has 69,000,000 preferred shares issued and outstanding as of March 31, 2024 and December 31, 2023.

Preferred Stock – Series C

The Company is authorized to issue 10,000,000 shares of $0.001 per value Series C preferred stock. The Series C preferred shares can be converted one into ten shares of common shares, each Series C preferred share has 1 voting right to 1 voting right for each common share. The Company has 28,552,411 and 33,802,411 preferred shares issued and outstanding as of March 31, 2024 and December 31, 2023.

The holders of the Series Voting Preferred Stock shall not be entitled to receive dividends paid on the Company's common stock.

Stock to be Issued

None.

Warrants

During the three months ended March 31, 2024, the Company issued no new warrants.

During the three months ended March 31, 2023, the Company issued no new warrants, but extended the maturity of the 20,000,000 warrants, at an exercise price of $0.02 per share to August 24, 2023.

During the period ended March 31, 2024, no warrants were exercised, 20,000,000 expired and 0 were granted, leaving an outstanding and exercisable warrants balance at March 31, 2024 of 0.

The following table summarizes the Company's warrant transactions during the three months ended March 31, 2024 and year ended December 31, 2023:

	Number of Warrants		Weighted Average Exercise Price
Outstanding at year ended December 31, 2022	20,000,000		0.02
Granted	-		-
Exercised	-		-
Expired	0		-
Outstanding at year ended December 31, 2023	20,000,000	$	.0.02
Granted	-		-
Exercised	-		-
Expired	(20,000,000)		(0.02)
Outstanding at three months ended March 31, 2024	-	$	-

With no warrants granted in the three months ended March 31, 2024, no valuations were made.

Note 7 - Concentrations

Prior Business Plan:

The MTrac System was derived from the desire, in our belief, of High-Risk merchants to offer secure and compliant payment methods other than cash, to its consumers for the purchase of its goods or services. (High Risk merchants are businesses engaged in the adult entertainment, cannabis related, non-regulated nutritional supplements, and other such enterprises which traditional merchant payment processors avoid servicing) The platform upon which our solution existed was built by our technology licensor, GreenBox. GreenBox maintains and supports the technology for all industry verticals that use it, including ours. They serve as the system administrator, and the Blockchain technology serves as the settlement engine on transactions. Utilizing the GreenBox technology via the MTrac System, consumers use their credit or debit card to pay for the transaction to purchase credits on the GreenBox system.

Exclusive Licensing Agreement:

On February 1, 2018, we signed a joint venture agreement with GreenBox POS, LLC (OTCQB: GRBX) ("Greenbox"), ("Greenbox JV 1") by which we acquired exclusive rights to utilize the Green\Box technology for High Risk merchants for one year. On October 2, 2018, the Company entered into an agreement with GreenBox and Cultivate Technologies, LLC ("Cultivate") a Nevada Corporation, by which certain payment terms of the GreenBox 5 Year License were modified. On June 12, 2020, the agreement, as revised, between was terminated by and between MTrac, GreenBox and Cultivate through the mutual agreement of the parties with neither MTrac nor the Company having any residual or current obligations to GreenBox and Cultivate and GreenBox and Cultivate having no residual or current obligations to MTrac. This termination was to part of the ongoing transition from a cannabis-based business to the Company's current business plan related to the medicinal psychedelic market.

Beginning in Q2 2020 to Q1 2024, the Company shifted to focus on the medicinal psychedelics sector through a range of digital media platforms, primarily under its subsidiary, Spotlight Media Corp. Revenue generation under this model was based on the sale of advertisement and sponsorships across platforms including the Psychedelic Spotlight website, newsletters, video series, and podcasts. The Company leveraged media partnerships and affiliate agreements to promote brands in the medicinal psychedelics, health, wellness, and nutraceutical sectors.

Current Business:

Effective March 2024, the Company has transitioned to a gaming-centric business model under its new brand, Psyc Gaming. The Company's primary revenue sources now derive from the sale of in-game advertising and sponsorship opportunities across its mobile gaming portfolio. Key revenue-generating elements include:

1. In-Game Advertising:
    - Banner Ads: Strategically placed ads to capture player attention without disrupting gameplay.
    - Interstitial Ads: Full-screen ads displayed at natural breaks, maximizing visibility and engagement.
    - Rewarded Video Ads: Ads that engage players by offering in-game rewards, enhancing ad completion rates.
    - Native Ads: Seamlessly integrated ads within the game environment for a natural brand experience.
    - Playable Ads: Interactive ad units allowing users to experience a preview of other apps or games, designed to drive conversions.
2. Digital Billboards:
    - Psyc Gaming's titles, including *Ballot Boxing*, feature customizable pixel art billboards that offer high visibility for advertisers within the game environment. These billboards are dynamic, allowing brands to update their messaging regularly to maintain player interest and engagement.
3. In-Game Purchases:
    - Games like *Ballot Boxing* and *Pool Heroes* operate on a free-to-play model, with additional in-game items, skins, and character upgrades available for purchase, contributing to an additional revenue stream.

Psyc Gaming's business model aims provides advertisers with creative, interactive ad formats to engage a highly targeted and active audience. No assurances can be provided as to the profitability or amount of revenue to be derived pursuant to the current business plan.

No assurances can be provided as to the profitability or amount of revenue to be derived pursuant to the current business plan.

Note 8 – Commitments and Contingencies

Leases

Effective April 1, 2022, the Company relocated its primary headquarters back to Las Vegas, NV from Lake Oswego, OR, and coinciding with the permanent relocation of its Director and CEO, David Flores.

As of August 1, 2022, the Company adopted and implemented a hybrid work environment whereby its team members residing outside of the city of Las Vegas, NV, and whom have primarily been contracted with the Company prior to the implementation of this hybrid environment, can continue to work remotely until further notice. Meanwhile, team members residing within the city of Las Vegas NV (and surrounding suburbs) will primarily conduct business out of the Company's executive headquarters located at 2881 S. Valley View Blvd. Suite 9, Las Vegas, NV 89102.

Effective July 31, 2022, the Company terminated its month-to-month office lease agreement with International Workplace Group for the lease of office space located at 6671 S. Las Vegas Blvd. Building D, Suite 210 Las Vegas, NV 89119 and effective August 1, 2022, entered into a two-year lease agreement with S5H, LLC for the lease of approximately 1,300 square feet of office space located at 2881 S. Valley View Blvd, Suite 9, Las Vegas, NV 89102 and for a monthly lease amount of $1,690.00. In connection with this move, the above referenced office address now serves as the primary mailing address for the Company and its wholly owned subsidiaries, MTrac Tech Corporation and Spotlight Media Corporation.

With the transition of the Company to Digital Spore, LLC, the Company also moved its offices and corporate headquarters to Kiamesha Lake, New York.

Litigation

The Company may be involved in certain legal proceedings that arise from time to time in the ordinary course of its business. Except for income tax contingencies, the Company records accruals for contingencies to the extent that management concludes that the occurrence is probable and that the related amounts of loss can be reasonably estimated. Legal expenses associated with the contingency are expensed as incurred.

On October 25, 2019, a breach of contract lawsuit was filed in New Jersey, specifically Barry Lefkowitz, David Spector, Carol Gabel, and Sam Spector v. MTrac Tech Corporation and Global Payout, Inc. During the year ended December 31, 2021, the court has now dismissed the case and, to our knowledge the judgment settlement has been satisfied.

On November 25, 2019, a breach of contract lawsuit was filed in California, specifically DCSM, Inc; Indigo River, LLC; Ryan Burns Collective Inc,; and SOAR Collective Inc. v. Global Payout Inc.; MTrac Tech Corporation; Cultivate Technologies LLC; and GreenBox POS, LLC. During the year ended December 31, 2021, the court dismissed the case and, to our knowledge the judgment settlement has been satisfied.

April 15, 2020: The Good People Farms, LLC v. MTrac Tech Corporation. (Arbitration; AAA Case No. 01- 20-0004-9960) a. Nature of litigation; Breach of contract, Intentional Misrepresentation, Conversion. Plaintiff alleges the company breached an agreement between the parties by failing to return Plaintiffs funds promptly and by maintaining the funds in an account outside of the U.S.. Company's response is that it acted within the prevailing industry standards for such services and had no control over the funds. Company denies generally all other allegations.

The Company is actively litigating Arbitration claims. The Arbitration Hearing was held and completed during the second week of April 2023. Written Closing Briefs were submitted. The Company disputes any liability and will continue to litigate this matter. Respondent GreenBox POS has agreed to indemnify MTrac. Management believes that the Plaintiff is unable to prove its claims against the Company or damages as alleged in the Demand for Arbitration. GreenBox has possible counter claims against Plaintiff for damages.

COVID-19

The Company has been subject to risks and uncertainties as a result of the COVID-19 pandemic. The extent of the impact of the COVID-19 pandemic in the event of a reoccurrence of the pandemic on the Company's business is highly uncertain and difficult to predict, as the responses that the Company, other businesses and governments are taking continue to evolve. Furthermore, capital markets and economies worldwide have also been negatively impacted by the COVID-19 pandemic, and it is possible that it could cause a local and/or global economic recession. Policymakers around the globe have responded with fiscal policy actions to support the healthcare industry and economy as a whole. The magnitude and overall effectiveness of these actions remain uncertain.

The severity of the impact of the possible reoccurrence of the COVID-19 pandemic on the Company's business will depend on a number of factors, including, but not limited to, the duration and severity of the pandemic and the extent and severity of the impact on the Company's customers, service providers and suppliers, all of which are uncertain and cannot be predicted. As of the date of issuance of Company's financial statements, the extent to which the COVID-19 pandemic may in the future materially impact the Company's financial condition, liquidity or results of operations is uncertain.

Note 9 - Income Tax Provision

The Company accounts for income taxes under FASB ASC 740-10, which requires use of the liability method. FASB ASC 740-10-25 provides that deferred tax assets and liabilities are recorded based on the differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, referred to as temporary differences.

For the three months ended March 31, 2024 and the year ended December 31, 2023, the Company incurred a net operating loss and, accordingly, no provision for income taxes has been recorded. In addition, no benefit for income taxes has been recorded due to the uncertainty of the realization of any tax assets. At March 31, 2024, the Company had approximately $20,227,940 of federal net operating losses. The net operating loss carry forwards, if not utilized.

Note 10 - Related Party Transactions

During the three months ended March 31, 2024, there were no related party transactions.

Note 11 - Subsequent Events

None

MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Overview

Business. PSYC Corporation ("PSYC" or the "Company") is a forward-thinking multimedia leader for the rapidly expanding and opportunity-filled industries of psychedelics and cannabis. Led by our flagship media platforms, Psychedelic Spotlight and Technical 420 which are each owned and operated by our wholly owned subsidiary, Spotlight Media Corporation, we are transforming the way multimedia is produced and delivered within the intersection where all things psychedelics, cannabis, and health and wellness converge. Leveraging the strength and authority we are building through our multimedia platforms, PSYC is committed to developing a dynamic multimedia-centered ecosystem that will aim to educate, inform, and connect the growing base of consumers and businesses who make up this generation's evolving marketplace dominated by the pursuit of achieving a happier, healthier, and more inspiring lifestyle through new and rediscovered modalities.

Results of Operations

The following discussion should be read in conjunction with our financial statements and the related notes that appear elsewhere in this Annual Report.

The following table represents our statement of operations for the three months ended March 31, 2024 and 2023:

	For The Three Months Ended March 31,			
	2024	**2023**	**$Change**	**%Change**
Revenue	$ 21	$ 51,111	$ (51,090)	-99.96%
Cost of revenue	-	-	-	-
Gross profit	21	51,111	(51,090)	-99.96%
Operating Expenses:				
Depreciation expense	69	(129)	198	-153.49%
Amortization expense	109	109	-	0.00%
General and administrative	79,142	284,612	(205,470)	-72,19%
Total operating expenses	79,320	284,592	(205,272)	-72.13%
Loss from operations	(79,299)	(233,481)	154,182	-66.04%
Other Income (Expense)				
Interest expense	(166,192)	(148,535)	17,656	-11.89%
Gain / (Loss) on settlement of accrued expenses	-	128	128	100.00%
Loss on transition to new ownership	(430,045)	-	430,045	--100.00%
Amortization of debt discount	(28,000)	-	-	-100.00%
Other income / (expense)	-	-	-	0.00%
Total Other (Income) Expense	(624,771)	(148,407)	476,363	-320.98%

Net Loss (loss)	$ (704,070)	$ (381,888)	630,545	--165.11%

Gross profit

Revenue for three months ended March 31, 2024, was $21, compared to $51,111 of revenue for the same period in 2023. The Company generated a gross profit of $21 for the three months ended March 31, 2023, compared to a gross profit of $51,111 for the same period in 2022 representing a $51,090 of a decrease in gross profit. The key reason for the decrease in gross profit in 2023 was a result of the incorporation of the Technical 420 and On the Bids media platforms that the Company acquired in September 2022 and which derive revenue primarily through the sale of public and investor relations services the platforms solicit and sell to publicly traded companies operating in the sectors of legal cannabis and mining and precious metals.

Operating expenses

Operating expenses decreased by 75% in the amount of $205,272 for the three months ended March 31, 2024, compared to the same period in 2023. Listed below are the major changes to operating expenses:

Stock based compensation decreased by $21,600 or 100% for the three months ended March 31, 2024, compared to the same period in 2022, primarily due to the reduction in issuances of common stock and Series C preferred shares for services.

Professional fees decreased by $140,142 or 78% for the three months ended March 31, 2024, compared to the same period in 2023, primarily due to reductions legal and accounting fees.

Other G&A expenses decreased by $38,284 or 58% for the three months ended March 31, 2024, compared to the same period in 2023, primarily due to a increases in travel, rents and corporate expenses.

Other income (expense)

Other income (expense) increased by $476,363 or 321% for the three months ended March 31, 2024, compared to the same period in 2023, primarily as a result of increases in accrued interest on debt, amortization of debt discount and the resulting non-cash loss from the transition of the Company to new ownership and the forgiveness of loans payable and the release of intangible assets.

Liquidity and Capital Resources

Since inception, the Company has financed its operations through private placements and convertible notes. The following is a summary of the cash and cash equivalents for the three months ended March 31, 2024 and 2023.

As March 31, 2024, we had $61,513 in cash and $376 of other current assets, and $11,236,669 of current liabilities, resulting in a working capital deficit of $11,084,780 compared to $149,185 in cash and $376 of other current assets, and $10,219,559 of other current liabilities, resulting in a working capital deficit of approximately $10,069,998 as of March 31, 2023.

Net cash used in operating activities was $164,121 for the three months ended March 31, 2024 compared to net cash used of $213,002 for the three months ended March 31, 2023. The decrease in net cash used in operating activities was largely attributed to the net change in non-cash items that includes stock-based compensation, changes in amortizations of debt discount and the net change in operating assets and liabilities that includes accounts payable and accrued expenses, including interest expense attributable to debt.

Net cash used in investing activities for the three months ended March 31, 2024 and 2023 was $0 and $5, respectively and consisted of cash investment of $5 for 50,000 shares of common stock in Healing Commercial Real Estate, Inc. in 2023.

Net cash provided by financing activities for the three months ended March 31, 2024 was $100,00 and consisted of proceeds received from convertible debt. Net cash provided by financing activities during the three months ended March 31, 2023 was $195,000 and consisted of received from convertible debt.

In addition to continuing to incur normal operating expenses, we intend to continue our growth and expansion efforts directly associated with our digital media platform through the exploration of specific opportunities that we believe may contribute to our increase in content development with the intent of increasing viewer and subscribership, in addition to efforts focused on developing and producing premium content (digital and otherwise) that we believe will be unique to the burgeoning industry of medicinal psychedelics. We believe each of these aforementioned objectives may, as there can be no assurances of profitability or acceptance, contribute to revenue generating opportunities for the Company through paid advertisements and sponsorships across our digital media platforms. Furthermore, it is our intent to focus on the expansion of our team by adding additional consultants and contractors who we intend to contribute to the aforementioned growth and expansion efforts associated with our digital media platform. It is our intent to identify and select professionals possessing the necessary skills and experiences required to contribute effectively to our growth initiatives. We currently do not have sufficient capital on hand to fully fund our proposed growth initiatives which may negatively affect our future revenues.

As noted above, based on budgeted revenues and expenditures, unless revenues increase significantly, we believe that our existing and projected sources of liquidity may be insufficient to satisfy our cash requirements for the next twelve months. Accordingly, we will need to raise additional funds in 2024. The sale of additional equity securities will result in additional dilution to our existing stockholders. Sale of debt securities could involve substantial operational and financial covenants that might inhibit our ability to follow our business plan. Any additional funding that we obtain in a financing is likely to reduce the percentage ownership of the Company held by our existing security-holders. The amount of this dilution may be substantial based on our current stock price, and could increase if the trading price of our common stock declines at the time of any financing from its current levels. We may also attempt to raise funds through corporate collaboration and joint venture partnership agreements, although there are no guarantees such relationship will transpire or be beneficial. There can be no assurance that financing will be available in amounts or on terms acceptable to us, if at all. If we are unable to obtain the needed additional funding, we may have to further reduce our current level of operations, or, may even have to totally discontinue our operations.

Off-Balance Sheet Arrangements

There are no 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, capital expenditures or capital resources that is material to investors.

Inflation

Inflation and changing prices have had no effect on our net sales and revenues or on our income from continuing operations over our two most recent fiscal years.

Going Concern

The consolidated financial statements have been prepared on a going concern basis which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred net losses of $704,070 and $381,888 for the three months ended March 31, 2024 and 2023, respectively, has incurred losses since inception resulting in an accumulated deficit of $101,448,824 as of March 31, 2024, and has negative working capital of $11,084,780 as of March 31, 2024. A significant part of our negative working capital position at March 31, 2024 consisted of $6,842,101, of amounts due to various accredited investors of the Company for convertible promissory notes and loans, excluding CARE loans and debt discounts. The Company anticipates further losses in the development of its business.

The ability to continue as a going concern is dependent upon the Company generating profitable operations in the future and/or obtaining the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. The Company’s ability to raise additional capital through the future issuances of debt or equity is unknown. The obtainment of additional financing, the successful development of the Company’s contemplated plan of operations, or its attainment of profitable operations are necessary for the Company to continue operations. The ability to successfully resolve these factors raise substantial doubt about the Company’s ability to continue as a going concern. The consolidated financial statements of the Company do not include any adjustments that may result from the outcome of these aforementioned uncertainties.