

Panacea Life Sciences Holdings, Inc.

5910 South University Blvd, C18-193
Greenwood Village, CO 80121

1 800 985 0515
www.panacealife.com

Quarterly Report

For the period ending June 30, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

20,759,288 as of June 30, 2024

17,645,352 as of December 31, 2023

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: No:

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

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

Panacea Life Sciences Holdings, Inc.

Current State and Date of Incorporation or Registration: Nevada
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
June 2021

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

None

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

None

Address of the issuer's principal executive office:

16194 West 45th Drive, Golden, CO 80403

Address of the issuer's principal place of business:

X Check if principal executive office and principal place of business are the same address:

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

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

2) Security Information

Transfer Agent

Equity Stock Transfer LLC

Nora Marckwordt | Director of Operations

237 W 37th St. Suite 602

New York, NY 10018

Main: 212.575.5757

Direct: 917.746.4595

Publicly Quoted or Traded Securities:

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

Trading symbol: PLSH
Exact title and class of securities outstanding: Panacea Life Sciences Holdings Inc (1-PLSH)
CUSIP: 69810P109
Par or stated value: .01
Total shares authorized: 650,000,000 as of June 30, 2024
Total shares outstanding: 629,240,712 as of June 30, 2024
Total number of shareholders of record: 209 as of date: June 30, 2024

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security: PLSHN7
Par or stated value: .0001
Total shares authorized: 84,548 as of date: June 30, 2024
Total shares outstanding: 37,718 as of date: June 30, 2024
Total number of shareholders of record: 11 as of date: June 30, 2024

Exact title and class of the security: B-1
Par or stated value: .0001
Total shares authorized: 32,000,000 as of date: June 30, 2024
Total shares outstanding: 1,500,000 as of date: June 30, 2024
Total number of shareholders of record: 1 as of date: June 30, 2024

Exact title and class of the security: B-2
Par or stated value: .0001
Total shares authorized: 6,000,000 as of date: June 30, 2024
Total shares outstanding: 6,000,000 as of date: June 30, 2024
Total number of shareholders of record: 1 as of date: June 30, 2024

Exact title and class of the security: C
Par or stated value: .0001
Total shares authorized: 1,000,000 as of date: June 30, 2024
Total shares outstanding: 1,000,000 as of date: June 30, 2024
Total number of shareholders of record: 1 as of date: June 30, 2024

Exact title and class of the security: C-1
Par or stated value: .0001
Total shares authorized: 10,000 as of date: June 30, 2024
Total shares outstanding: 10,000 as of date: June 30, 2024
Total number of shareholders of record: 1 as of date: June 30, 2024

Exact title and class of the security: C-2
Par or stated value: .0001
Total shares authorized: 100 as of date: June 30, 2024
Total shares outstanding: 0 as of date: June 30, 2024
Total number of shareholders of record: 1 as of date: June 30, 2024

Exact title and class of the security: D
Par or stated value: .0001
Total shares authorized: 10,000 as of date: June 30, 2024
Total shares outstanding: 10,000 as of date: June 30, 2024
Total number of shareholders of record: 1 as of date: June 30, 2024

Security Description:

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

1. For common equity, describe any dividend, voting and preemption rights.

None.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

- 1) 6,696 shares of Parent Common Stock may be issued upon conversion of Series B-1 Preferred
- 2) 26,786 shares of Parent Common Stock may be issued upon conversion of Series B-2 Preferred,
- 3) 1,000,000 shares of Series C Convertible Preferred Stock, par value \$0.0001 per share (the "Parent C Stock") J&N Real Estate Company, LLC, a Colorado limited liability company ("J&N") (stated value of \$6,046,000) convertible into shares of Parent Common Stock at current price;
- 4) 10,000 shares of Series C-1 Convertible Preferred Stock, par value \$0.0001 per share (stated value of \$2,812,500) (the "Parent C-1 Stock") to J&N convertible into shares of Parent Common Stock at current price;
- 5) 100 shares of Series C-2 Convertible Preferred Stock (the "Parent C-2 Stock") which are convertible 7,321,429 shares of Parent Common Stock and are entitled to vote on an as-converted basis;
- 6) 10,000 shares of Series D Convertible Preferred Stock, par value \$0.0001 per share (stated value of \$4,300,000) (the "Parent D Stock") to J&N a convertible into shares of Parent Common Stock at current price.
- 7) The exchange of N7 assets for PLSH preferred stock 77,784 shares which are convertible 7,778,400 shares of Parent Common Stock is intended to constitute a reorganization within the meaning of the Internal Revenue Code of 1986, as amended (the "Code"), or such other tax-free reorganization or restructuring provisions as may be available under the Code. These shares are subject to a leak out agreement. Restrictions on Sales; Volume Limitations. The Stockholder's right to effect open market sales of his, her or its, as the case may be, Leak-out Shares shall be limited to an aggregate amount not to exceed the Total Monthly Volume per month, or the Total Weekly Volume per week.

For purposes of this Agreement, "Total Weekly Volume" and "Total Monthly Volume" shall mean one percent (1%) of the total number of shares of the Company's Common Stock that are actually traded (bought and sold) prior to the Stockholder's open market sales, as calculated by adding the daily volume of the Common Stock for the day(s) of that week or month prior to the open market sale. Leak-out Share amounts that may be sold are not cumulative. If the Stockholder waives his, her or its, as the case may be, rights at any time during the Leak-out Period, pursuant to this Section (b) ("Waivable Period"), the calculated Leak-out Share amounts that may be sold for those Waivable Periods shall not accrue and not add to Leak-out Share amounts that may be sold in future period or periods.

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

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

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

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

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

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

Shares Outstanding <u>Opening Balance</u>									
Date <u>12/31/23</u> Common: <u>17,645,352</u>		*Right-click the rows below and select "Insert" to add rows as needed.							
Preferred: <u>12,838,350</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. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
1-Apr-23	New Issuance	540,000	Common	\$0.33	Yes	Firstfire Global Opportunity	Conversion of \$135,000 note from Exactus	Restricted	Exempt
26-Jun-23	New Issuance	50,000	Common	\$0.33	No	Nathan Berman	Compensation	Restricted	Exempt
26-Jun-23	New Issuance	300,000	Common	\$0.33	No	Nick J Cavarra	Compensation	Restricted	Exempt
26-Jun-23	New Issuance	300,000	Common	\$0.33	No	Larry Wert	Compensation	Restricted	Exempt
26-Jun-23	New Issuance	760,000	Common	\$0.33	No	Leslie Buttorff	Compensation	Restricted	Exempt
26-Jun-23	New Issuance	75,490	Common	\$0.30	No	Peter Holzworth	Compensation	Restricted	Exempt
26-Jun-23	New Issuance	151,515	Common	\$0.31	No	John Payne	Shares in exchange for Cash	Restricted	Exempt
26-Jun-23	New Issuance	151,515	Common	\$0.31	No	Justin Fisher	Shares in exchange for Cash	Restricted	Exempt
26-Jun-23	New Issuance	151,515	Common	\$0.31	No	Brandon Fischer	Shares in exchange for Cash	Restricted	Exempt
30-Jun-23	New Issuance	200,000	Common	\$0.04	Yes	Harvey Kesner	Compensation in lieu of services	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	2,857	Preferred N7	\$1.00	No	Thomas Young	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	874	Preferred N7	\$1.00	No	David L Traylor	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	874	Preferred N7	\$1.00	No	Peter Arner	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	437	Preferred N7	\$1.00	No	Pat Christensen	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	2,000	Preferred N7	\$1.00	No	Richard J. Detrio	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	5,000	Preferred N7	\$1.00	No	Golden Trust LLC	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	7,867	Preferred N7	\$1.00	No	Strategic Investment Consortium, Inc.	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	9,042	Preferred N7	\$1.00	No	Themistocles Psomiadis	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	6,644	Preferred N7	\$1.00	No	Alan T. Hawkins	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	2,185	Preferred N7	\$1.00	No	Magic Lotus LLC	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Issued	750	Preferred N7	\$1.00	No	Jesus M. Quintero	APA N7	Unrestricted	Exempt
25-Mar-24	Preferred Shares Cancelled	-812	Preferred N7	\$1.00	No	David L Traylor	Cancelled	Unrestricted	Exempt
28-May-24	New Issuance	200,000	Common	\$0.20	No	Nathan Berman	Compensation in lieu of salary	Restricted	Exempt
28-May-24	New Issuance	700,000	Common	\$0.20	No	Nick J Cavarra	Compensation in lieu of salary	Restricted	Exempt
28-May-24	New Issuance	300,000	Common	\$0.20	No	Larry Wert	Compensation in lieu of salary	Restricted	Exempt
28-May-24	New Issuance	800,000	Common	\$0.20	No	Leslie Buttorff	Compensation in lieu of salary	Restricted	Exempt
28-May-24	New Issuance	109,446	Common	\$0.20	No	Dale Zwick	Compensation in lieu of services	Restricted	Exempt
28-May-24	New Issuance	50,000	Common	\$0.20	No	Christine Distler	Compensation in lieu of salary	Restricted	Exempt
28-May-24	New Issuance	109,430	Common	\$0.20	No	John Payne	Shares in exchange for Cash	Restricted	Exempt
28-May-24	New Issuance	109,430	Common	\$0.20	No	Justin Fischer	Shares in exchange for Cash	Restricted	Exempt
28-May-24	New Issuance	109,430	Common	\$0.20	No	Brandon Fischer	Shares in exchange for services	Unrestricted	Exempt
28-May-24	New Issuance	109,430	Common	\$0.20	No	David Williams	Shares in exchange for services	Restricted	Exempt
23-Jul-24	Conversion	285,700	Common	\$0.20	No	Susan Barnes	Conversion Pref to Common	Unrestricted	Exempt
23-Jul-24	Conversion	212,300	Common	\$0.20	No	James Price	Conversion Pref to Common	Unrestricted	Exempt
23-Jul-24	Conversion	81,200	Common	\$0.20	No	David Traylor	Conversion Pref to Common	Unrestricted	Exempt
Shares Outstanding on Date of This Report:									
Ending Balance: <u>20,759,288</u>									
Date <u>6/30/2024</u> Common: <u>20,759,288</u>									
Preferred: <u>12,837,438</u>									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

Leslie Buttorff is a control person.

B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

***Control persons for any entities in the table above must be disclosed in the table or in a footnote here.

4) Issuer’s Business, Products and Services

The purpose of this section is to provide a clear description of the issuer’s current operations. Ensure that these descriptions are updated on the Company’s Profile on www.OTCMarkets.com.

A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

We are a Nevada corporation organized in 2008. Exactus, Inc. was our former name. We have pursued opportunities in hemp-based businesses, which we refer to as “cannabinoids or CBD”. On June 30, 2021 Panacea Life Sciences, Inc. “Panacea” entered into an Exchange Agreement with Exactus and as a result became a seed-to-sale Cannabinoid company. The former Panacea stockholders have assumed majority control of us and all our operations are now operated through Panacea which because of the share exchange became our wholly owned subsidiary. Leslie Buttorff, became our Chief Executive Officer and a director upon the closing of the share exchange, also became our principal stockholder through common stock and Convertible Preferred Stock issued to her and entities she controls.

Panacea Life Sciences Holdings, Inc. (OTC: PLSH) is a holding company organized as a plant-based natural health ingredient and product company, specializing in the development, manufacturing, research, and distribution of products within the \$134B and rapidly growing natural health and wellness market segment for both humans and animals.

Established in 2017, the company’s first subsidiary, Panacea Life Sciences, Inc. (PLS), is dedicated to the production, distribution, research, and manufacturing of premium-quality nutraceuticals, cannabinoids, mushrooms, kratom, and other natural, plant-based ingredients and products. Operating from a cutting-edge 51,000 square foot cGMP facility located in Golden, Colorado, PLS is committed to delivering high-quality solutions in the field of natural health and well-being. Panacea also offers the purest natural remedies within its branded product lines for every aspect of life: PANA Health™, PANA Beauty®, PANA Sport™, PANA Pet®, PANA Pure® and PANA Life™. If you would like more information, please visit www.panacealife.com.

Panacea Distro, the second subsidiary of Panacea Life Sciences Holdings, Inc., manages five retail locations and a distribution center situated in the Tampa, Florida area. These establishments provide a diverse range of products, including Nitro Kava, Kratom, Hemp, VAPE products, and various beverages, with a primary focus on promoting alternative health and wellness. The Panacea Distro business is segmented into two distinct areas—the retail stores and the cash & carry distribution warehouse. The retail stores are poised to evolve into franchise stores, with the intention of eventually adopting the name “PANA KAVA JAVA.” This strategic move is part of our plan to establish a franchise model based on the success of these existing retail locations.

In the coming months, a third business entity, Pana Kava Java (PKJ), is set to emerge as the franchisor company, with a scheduled launch in Q4 2024. Pana Kava Java is committed to establishing a unique franchise model, drawing inspiration from the European-style

café concept. Patrons will have the opportunity to savor infused coffees and beverages, indulge in vaping, and enjoy an array of infused baked goods in a welcoming atmosphere. Pana Kava Java, as the franchisor, will offer franchise rights to individuals interested in opening stores/cafés, enabling them to sell products or services under the PKJ brand, leveraging our expertise and intellectual property. Currently, active efforts are underway in developing the franchisor plan, encompassing aspects such as business development, flagship store establishment, legal document preparation, marketing and packaging strategies, as well as the recruitment and training of franchisees.

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

Panacea Life Sciences, Inc. and Panacea Distro, Inc. are subsidiaries of PLSH.

C. Describe the issuers' principal products or services.

Panacea offers pure natural remedies within product lines for every aspect of life: PANA Life®, PANA Beauty®, PANA Sport™, PANA Pet® and PANA Health™. Currently Panacea sells over 50 different product SKUs of CBD and CBG products.

In late 2022 we shifted our focus to contract manufacturing for the nutraceutical industry. Its subsidiary, Panacea Life Sciences, Inc. (PLS) is dedicated to manufacturing, research and producing the highest-quality, hemp-derived cannabinoid, functional mushroom, Kratom and nutraceutical products for consumers and pets. From cultivation to finished goods, the company ensures its products with stringent GMP standards and testing protocols employed at every stage of the supply chain.

We are combining human and pet preclinical studies with Good Manufacturing Process manufacturing to generate a panel of products. Our products are formulated with delivery methods for health benefits including an intellectual property portfolio enabling development of topical creams, sublinguals, oral soft gel capsules, patches, and sprays.

Panacea Distro, the second subsidiary of Panacea Life Sciences Holdings, Inc., manages five retail locations and a distribution center situated in the Tampa, Florida area. These establishments provide a diverse range of products, including Nitro Kava, Kratom, Hemp, VAPE and mushroom products, and various beverages, with a primary focus on promoting alternative health and wellness.

5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company leases its two principal places of operation in Golden, CO and Largo, FL, respectively. The Golden lease expires in 2030 and the Largo lease expires in 2026.

The assets consist of manufacturing equipment, extraction equipment and inventory. Inventories are stated at lower of cost or net realizable value. Inventories of purchased materials are valued using a moving average method and managed on a first in first out basis (FIFO). Inventories of internally manufactured materials are valued using a standard costing method and are also managed on a FIFO basis. Production related costs that are capitalized as inventory as part of the standard cost valuation include the direct materials consumed, direct labor used, indirect labor used, and manufacturing overhead. Overhead is calculated based on specific manufacturing process and allocated on an order-by-order basis. Production variances that occur between standard cost valuation and actual costs are expensed as incurred in the income statement as part of cost of goods sold.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Leslie Buttorff</u>	<u>CEO</u>	<u>Belleair Shore, FL</u>	<u>2,159,899</u>	<u>Common</u>	<u>10.40</u>	<u>_____</u>
<u>Larry Wert</u>	<u>Board Member</u>	<u>Chicago, IL</u>	<u>907,868</u>	<u>Common</u>	<u>4.37</u>	<u>_____</u>
<u>Nick Cavarra</u>	<u>President</u>	<u>Littleton CO</u>	<u>1,496,957</u>	<u>Common</u>	<u>7.21</u>	<u>_____</u>
<u>J&N Real Estate</u>	<u>Related Party</u>	<u>Greenwood Village CO</u>	<u>7,297,627</u>	<u>Common</u>	<u>35.15</u>	<u>Leslie Buttorff</u>
<u>Nathan Berman</u>	<u>Controller</u>	<u>Denver, CO</u>	<u>267,749</u>	<u>Common</u>	<u>1.29</u>	
<u>Leslie Buttorff</u>	<u>CEO</u>	<u>Belleair Shore, FL</u>	<u>1,020,100</u>	<u>Preferred</u>	<u>100</u>	<u>_____</u>

The following table sets forth information as of December 31, 2023, regarding the number of shares of our common stock beneficially owned by each director, each named executive officer and by all directors and executive officers as a group. Unless otherwise noted, each shareholder's address is 5910 S. University Blvd, Suite C18-193, Greenwood Village, CO 80121, and each shareholder has sole voting power and investment power with respect to securities shown in the table below.

- (1) Applicable percentages are based on 20,759,288 of common stock outstanding as of the June 30, 2024
- (2) Ms. Buttorff is our Chief Executive Officer, Chief Financial Officer and director.
- (3) Mr. Berman is our Controller.
- (4) Mr. Cavarra is our President.
- (5) Mr. Wert is a director.
- (6) J & N Real Estate Company, LLC Ms. Buttorff is the owner. Address is 5910 South University Suite C18-193, Greenwood Village, CO 80121.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

No

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

No

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

No

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

No

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

No

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

No

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to 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.

None.

8) Third Party Service Providers

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

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: **Alan T. Hawkins**
Partner | Duncan Bergman Mandell
Direct: (352) 353-4048

alan.hawkins@dbmlegalservices.com
www.dbmlegalservices.com

Accountant or Auditor

Name: None—BF Borgers was dismissed
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: panacealife
Facebook: panacealife
[Other] _____

Other Service Providers

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

Name: None
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: **Leslie Buttorff**
Title: CEO
Relationship to Issuer: **Its CEO**

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

IFRS
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: **Nathan Berman**
Title: **Controller**
Relationship to Issuer: **Employee**

Describe the qualifications of the person or persons who prepared the financial statements:⁵ **15 years financial and accounting experience. BS degree University of Colorado.**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Leslie Buttorff certify that:

1. I have reviewed this Disclosure Statement for PLSH;
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.

August 20, 2024

/s/ Leslie Buttorff, CEO

Principal Financial Officer:

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

I, Leslie Buttorff certify that:

1. I have reviewed this Disclosure Statement for PLSH;
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.

August 20, 2024

/s/ Leslie Buttorff, CEO