

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines



CECORS, INC.

190 Norseman St.,
Etobicoke, ON, M8Z 2R4 Canada

Company Telephone: 888-376-8258
Company Website: www.psykeyworld.com

Company Email – info@psykeyworld.com

SIC: 8099

Quarterly Report
For the Period Ending: June 30, 2022
(the "Reporting Period")

As of June 30, 2022, the number of shares outstanding of our Common Stock was:

344,454,838

As of March 31, 2022, the number of shares outstanding of our Common Stock was:

324,454,838

As of December 31, 2021, our most recent fiscal year end, the number of shares outstanding of our Common Stock was:

499,954,838

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 Control¹ of the company has occurred over this reporting period:

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

Yes: No:

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

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

We were founded on April 16, 2002 as Expert Systems, Inc. in Nevada.

On February 13, 2006, the name of Expert Systems, Inc. was changed to Foldera, Inc., as part of a merger transaction with a privately held corporation, Taskport, Inc.

On August 12, 2008, the Company changed its name of Foldera, Inc. to **CeCors, Inc.**

On August 10, 2021, the Company changed its name from CeCors Inc. to **Psykey, Inc.** with the State of Nevada, The aforementioned action remains subject to approval from the Financial Industry Regulatory Authority ("FINRA") prior to taking effect.

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

The issuer has been incorporated in the State of Nevada since inception.

The issuer's status in the State of Nevada is currently active.

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 July 30, 2021, the Company's board of directors and controlling shareholders approved a resolution to change the name of the Corporation from CeCors, Inc. to PsyKey, Inc. and to increase the authorized capital from 500,000,000 shares, to 511,000,000 shares of which 500,000,000 shares are designated as Common Shares, par value \$0.001 and 11,000,000 shares as Preferred Shares; with such Preferred shares being allocated as follows:

- a. 5,000,000 Series A Preferred Stock; par value \$0.001
- b. 5,000,000 Series B Preferred Stock; par value \$0.001
- c. 1,000,000 Series C Preferred Stock; par value \$0.001

On August 10, 2021, the issuer filed the amendments with the State of Nevada. The name change remains subject to approval from the Financial Industry Regulatory Authority ("FINRA") prior to taking effect.

On January 10, 2022, the Company's board of directors resolved to eliminate in their entirety, the designation, rights, and preferences of the 5,000,000 designated Series B Preferred Stock and the 1,000,000 designated Series C Preferred Stock, and further revised the designation of the Series A Preferred Stock to include conversion terms to common stock on the basis of 10 for 1 and voting rights whereunder, if at least one share of Series A Preferred Stock is issued and outstanding, then the total aggregate number of issued shares of Series A Preferred Stock at any given time, regardless of their number, shall have voting rights equal to 67% of the sum of the total number of shares of common stock which are issued and outstanding at the time of voting.

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

On January 18, 2022, the Board of Directors of the Company approved and completed the following additional transactions:

1. Each of Sukhinder Kalsi, CFO and director and Amar Bhatla, CEO and director shall surrender 87,750,000 shares of common stock to treasury for cancellation;
2. As consideration, each of Mr. Bhatla, CEO and Mr. Kalsi, CFO shall subscribe for 1,275,000 shares of Series A Preferred Stock.

During the quarter ended March 31, 2022, the Company entered into agreements for the acquisition of a 100% equity interest in Nutra-Rox LLC ("NRX"), a company incorporated in Texas, in exchange for 20,000,000 shares of the Company's common stock. NRX is a disruptive thought leader in the dietary supplement industry, specializing in the research, development, manufacturing, and distribution of nutraceutical formulations utilizing a unique, patent-pending carbonated crystal technology. Manufactured using a proprietary process, these "popping crystals" serve as an alternative delivery method for a wide variety of ingredients including vitamins, minerals, nutraceuticals, antioxidants, natural botanicals, and time-tested herbal extracts. Effervescent carbonated crystals activate by dissolving easily in the mouth without chewing or water, while providing a fun, multi-sensory popping experience for consumers. Ideal for anyone who experience pill fatigue from swallowing conventional tablets and capsules or for those preferring an alternative to gummy vitamins. Formulated for amazing taste, Nutra-Rox develops innovative popping crystal product formulations for energy, focus, brain health, general wellness, and immunity. The Nutra-Rox acquisition will provide the Company expanded novel product offerings, sales, and distribution. The Company issued the 20,000,000 shares into escrow on April 13, 2022, and expects to finalize the closing of the acquisition in the quarter ended September 30, 2022.

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

190 Norseman St.,
Etobicoke, ON, M8Z 2R4 Canada

The address(es) of the issuer's principal place of business:

Check box 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?

Yes: No:

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

Trading symbol:	CEOS	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	150043107	
Par or stated value:	\$0.001	
Total shares authorized:	500,000,000	as of date: August 18, 2022
Total shares outstanding:	344,454,838	as of date: August 18, 2022
Number of shares in the Public Float ² :	148,292,180	as of date: August 18, 2022
Total number of shareholders of record:	130	as of date: August 18, 2022

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

N/A

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Transfer Agent:

Name: Pacific Stock Transfer Company
 Phone: 800-785-7782
 Email: info@pacificstocktransfer.com
 Address: 6725 Via Austi Parkway, Suite 300
 Las Vegas, NV 89119
www.pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: No:

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select “Insert” to add rows as needed.						
Opening Balance Date <u>December 31, 2019</u> Common: <u>209,767,672</u> Series A Preferred: <u>N/A</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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
January 1, 2021	Issuance	3,000,000	Common stock	\$0.001	Yes	Epione Ltd. Beneficial Owners Harjot Mehta and Noah Mirza	Acquisition agreement, PsyKey Inc.	Restricted	Reg S
January 1, 2021	Issuance	3,000,000	Common stock	\$0.001	Yes	Jarz Investments Ltd., Beneficial owner: Harvey Panesar	Acquisition agreement, PsyKey Inc.	Restricted	Reg S
January 1, 2021	Issuance	3,000,000	Common stock	\$0.001	Yes	Strategic Relations Consulting Inc. Beneficial Owner: Moin Mirza	Acquisition agreement, PsyKey Inc.	Restricted	Reg S

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

January 1, 2021	Issuance	3,000,000	Common stock	\$0.001	Yes	1923774 Alberta Ltd. Beneficial Owner: Danielle Nanda	Acquisition agreement, PsyKey Inc.	Restricted	Reg S
January 1, 2021	Issuance	138,750,000	Common stock	\$0.001	Yes	Sukhinderpaul Kalsi	Acquisition agreement, PsyKey Inc.	Restricted	Reg S
January 1, 2021	Issuance	138,750,000	Common stock	\$0.001	Yes	Amar Bhatal	Acquisition agreement, PsyKey Inc.	Restricted	Reg S
January 1, 2021	Issuance	500,000	Common stock	\$0.001	Yes	Guy Patrick Ratchford	Acquisition agreement, PsyKey Inc.	Restricted	Reg S
July 13, 2021	Issuance	187,166	Common stock	\$0.001	No	Unknown	True up shares issued by Transfer agent upon review of records from previous transfer agent	Unrestricted	
January 18, 2022	Shares returned and canceled	(87,750,000)	Common Stock	N/A	N/A	Sukhinder Kalsi,	Common shares canceled and exchanged for Series A preferred shares	N/A	N/A
January 18, 2022	Shares returned and canceled	(87,750,000)	Common Stock	N/A	N/A	Amar Bhatal	Common shares canceled and exchanged for Series A preferred shares	N/A	N/A
January 18, 2022	New issuance	1,275,000	Series A Preferred	\$0.001	N/A	Sukhinder Kalsi	Series A Preferred shares issued in exchange for canceled common shares	N/A	Reg S
January 18, 2022	New Issuance	1,275,000	Series A Preferred	\$0.001	N/A	Amar Bhatal	Series A Preferred shares issued in exchange for canceled common shares	N/A	Reg S
April 13, 2022*	New Issuance	10,000,000	Common Stock	\$0.001	Yes	John Frank Georges	Acquisition Agreement	R	Rule 144
April 13, 2022*	New Issuance	10,000,000	Common Stock	\$0.001	Yes	Joseph F. Pavlik	Acquisition Agreement	R	Rule 144
Shares Outstanding on Date of This Report: Ending Balance: Date June 30, 2022 Common: 344,454,838 Series A Preferred: 2,550,000									

*Issued into escrow pending closing of the agreement

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe 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.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
November 30, 2021	102,918	100,000	2,918	November 30, 2023 ⁽¹⁾	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	Aram Capital/ control - Aldo Rotondi	Services
November 30, 2021	102,918	100,000	2,918	November 30, 2023 ⁽¹⁾	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	Munish Nanda	Services
November 30, 2021	102,918	100,000	2,918	November 30, 2023 ⁽¹⁾	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	Robert Oswald	Services
November 30, 2021	205,835	200,000	5,835	November 30, 2023 ⁽¹⁾	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	Ziabs Canada Inc./control- Olesya Barakina and Taranjeet Reehal jointly	Services

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

(1) The notes are renegotiable on the one-year anniversary, November 30, 2022 at the election of both parties.

4) 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)⁴:

Name: Li Shen, CA
Title: Accountant
Relationship to Issuer: N/A

Unaudited condensed consolidated financial statements for the six months ended June 30, 2022 and 2021 are appended hereto include:

- C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity); and,
G. Financial notes.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

PsyKey Inc., the Company's wholly owned subsidiary, is in the business of research, development, and commercialization of entheogenic, adaptogenic, and nootropic ingredients and formulations, for use in its premium quality functional product lines to help improve and optimize everyday life. PsyKey is also engaged in the scientific development of patentable technologies pertaining to the composition, bioavailability, and targeted delivery of entheogen-based therapeutics for the fast-evolving psychedelic market.

During the fiscal year ended December 31, 2021, the Company agreed to pay certain software development consultants a total of \$500,000 for the work product related to currently in-development APP, "PsyKey Live". The App will provide counselling on demand at any time and location with registered psychologists in every area of mental wellness, allowing individuals to take control of their mental health. Offering simple, direct access to caring mental health professionals for all conditions, from daily challenges to more severe treatments, the App will allow users to book an appointment on their phone or desktop to receive immediately counseling. The Company expects the App to be live on the Apple Store and Google in the coming months. Revenue will be generated on a commission basis per appointment booked, and also from in App advertising of health-related products and featured clinics.

Further in May 2021, the Company, through its wholly owned subsidiary, PsyKey, entered into a definitive agreement to form an exclusive strategic partnership with MycoVita Canada Inc. ("MycoVita"), that is expected to accelerate the growth and market share for both companies, in the fast-growing mycology-based markets. The partnership is undertaken through a 51% controlled subsidiary of PsyKey, Fungi Co Ltd., a Canadian federal incorporation, with the purpose of the partnership being the research, development, and commercialization of Mycology based formulations, products, and therapeutics, as well as the development of innovative sustainable food production strategies. Recently the Company has commenced operations in Fungi through the issuance of its first purchase orders to MycoVita for raw materials, which materials arrived in Spring 2022. The Company has also received its first customer purchase order in December 2021 for 1,850 boxes of coffee pods for delivery in Q3 2022. During the six months ended June 30, 2022 the Company received its first 1,340 cases of product across four functional coffee blends for sale in boxes of 24 single serve coffee pods per box, and commenced selling direct to consumer on the Company's website at www.psykeyworld.com/shop/.

During the quarter ended March 31, 2022, the Company entered into agreements for the acquisition of a 100% equity interest in Nutra-Rox LLC ("NRX"), a company incorporated in Texas, in exchange for 20,000,000 shares of the Company's common stock. NRX is a disruptive thought leader in the dietary supplement industry, specializing in the research, development, manufacturing, and distribution of nutraceutical formulations utilizing a unique, patent-pending carbonated crystal technology. Manufactured using a proprietary process, these "popping crystals" serve as an alternative delivery method for a wide variety of ingredients including vitamins, minerals, nutraceuticals, antioxidants, natural botanicals, and time-tested herbal extracts. Effervescent carbonated crystals activate by dissolving easily in the mouth without chewing or water, while providing a fun, multi-sensory popping experience for consumers. Ideal for anyone who experience pill fatigue from swallowing conventional tablets and capsules or for those preferring an alternative to gummy vitamins. Formulated for amazing taste, Nutra-Rox develops innovative popping crystal product formulations for energy, focus, brain health, general wellness, and immunity. The Nutra-Rox acquisition will provide the Company expanded novel product offerings, sales, and distribution. The acquisition is expected to close during the quarter ended September 30, 2022.

B. Please list any subsidiaries, parents, or affiliated companies.

The financial Statements at June 30, 2022 include the accounts of the Issuer, and its wholly owned subsidiaries, PsyKey, Inc., which controls 51% of Fungi Co Ltd.

C. Describe the issuers' principal products or services.

PsyKey Inc produces premium quality functional mushroom-based products. These products and their raw mushroom ingredients are co-developed and sourced by Mycovita and Dr. Oman Isikhuemhen. Dr. Isikhuemhen is a world-renowned Mycologist whose credentials include a Bachelor's of Science with honors, a Master of Science in botany, and a Ph.D. in microbiology.

Mushrooms are a source of protein, fiber, B vitamins, selenium, potassium, copper, vitamin D, and numerous polysaccharides and polysaccharide-protein complexes that are believed to enhance both the innate (short term) and adaptive (longer-term) immune response. The functional mushrooms used to produce PsyKey products contain nutrients with potentially life-changing benefits to the brain, liver, heart, kidneys, and immune system.

The functional medicinal mushrooms offered in PsyKey products include; Cordyceps, Turkey Tail, Reishi Ganoderma, Maitake, Lions Mane, and Chaga.

Our initial product offering includes three proprietary blends of mushrooms developed to offer Cognition and memory support, Immune support, and adaptogenic support.

Our products consist of infused coffee blends and capsule supplements. The infused coffee is offered in single-serve coffee pods for easy brew convenience and 12-ounce resealable and vented ground coffee bags.

Our single serve coffee pods are sealed with foil and served in a box of 24 pods. Each pod contains 500mg of infused functional benefit per serving. The Company's functional mushroom infused coffees are created by combining the highest quality 100% fair trade organic Arabica coffee beans, with amazing functional mushrooms that have been used for their benefits for centuries. PsyKey's functional coffee formulations are developed utilizing dried ground fruiting body, "Actual Mushrooms", intended to provide the full potential of each functional mushroom when brewed.

6) Issuer's Facilities

The issuer currently has no leases and does not own any real property.

On December 31, 2021, the issuer entered into a lease agreement with and as of January 2, 2022, the issuer has moved into offices located at 190 Norseman St Suite 100 Toronto Ontario M8Z 2R4. The lease agreement is with Canadian Union Promotions Inc. to lease office space of 1000 square feet subleased at a rate of \$1,000.00 per annum. The landlord and the issuer have agreed to an annual lease payment of \$1,000 payable on or before December 31, 2022, with the option to renew.

7) Company Insiders (Officers, Directors, and Control Persons)

Data provided as at June 30, 2022 and is based on a total of 344,454,838 shares of common stock issued and outstanding: and 2,550,000 shares of Series A Preferred Stock issued and outstanding

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Amar Bhatal	President, Secretary, Director, Owner of more than 5%	Edmonton, Alberta Canada	50,000,000 1,275,000	Common Series A Preferred	14.5% 50%	
Sukhinder Kalsi	CFO, Treasurer, Director, Owner of more than 5%	Edmonton, Alberta Canada	50,000,000 1,275,000	Common Series A Preferred	14.5% 50%	
Guy Patrick Ratchford	Director	Toronto, Ontario Canada	500,000	Common	0.001%	
Nicole Lasecki	Owner of more than 5%	Bay Harbor Islands, FL	25,000,000	Common	7.3%	
Luca Sartini	Owner of more than 5%	Miami, FL	25,000,000	Common	7.3%	

8) Legal/Disciplinary History

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

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

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.

N/A

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Sharon D. Mitchell
Firm: SD Mitchell & Associates PLC
Address 1: 829 Harcourt Rd
Address 2: Grosse Pointe Park, Michigan 48230
Phone: 248-515-6035
Email: sharondmac2013@gmail.com

Name: Dale Rondeau
Firm: Thomas, Rondeau LLP
Address 1: 625 Howe St., Ste 1120,
Address 2: Vancouver, B.C. V6C 2T6
Phone: (604) 688-6775
Email: drondeau@thomasrondeau.com

Accountant or Auditor

Name: Li Shen, CA
Firm: The Accounting Connection
Address 1: 145-251 Midpark Blvd. SE
Address 2: Calgary, Alberta T2X 1S3, Canada
Phone: 403-693-8004
Email: support@theaccountingconnection.com

Investor Relations

None.

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) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: Jacqueline Danforth
Firm: The Ideal Connection
Nature of Services: Compliance Consulting Services
Address 1: 30 North Gould, Suite 5953
Address 2: Sheridan, WY 82801
Phone: 646-831-6244
Email: jd@theidealconnection.com

10) Issuer Certification

Principal Executive Officer:

I, Amar Bhatla certify that:

1. I have reviewed this Disclosure Statement for the quarter ended June 30, 2022, of CeCors, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 19, 2022

/s/Amar Bhatla
President, Secretary and Director
(Principal Executive Officer)

Principal Financial Officer:

I, Sukhinder Kalsi certify that:

1. I have reviewed this Disclosure Statement for the quarter ended June 30, 2022, of CeCors, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 19, 2022

/s/Sukhinder Kalsi
CFO, Treasurer and Director
(Principal Financial Officer)

CECORS, INC
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

	<u>June 30,</u> <u>2022</u>	<u>December 31,</u> <u>2021</u>
ASSETS		
Current assets		
Cash	\$ 9,499	\$ 71,251
Accounts receivable	805	-
Inventory	10,974	-
Prepaid expenses	62,750	46,454
Other Assets	32,065	9,000
Total current assets	<u>115,616</u>	<u>126,705</u>
Intangible assets	<u>500,000</u>	<u>500,000</u>
TOTAL ASSETS	<u>\$ 615,616</u>	<u>\$ 626,705</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable and accrued expenses	\$ 38,558	\$ 7,661
Customer deposit	38,802	39,438
Debt, related party	541,278	426,754
Liabilities from discontinued operations	<u>4,790</u>	<u>4,790</u>
Total current liabilities	<u>623,428</u>	<u>478,643</u>
Convertible notes	<u>569,337</u>	<u>509,846</u>
Total liabilities	<u>1,192,765</u>	<u>988,489</u>
Stockholders' deficit		
Series A Preferred Stock, par value \$0.001, 5,000,000 shares authorized, 2,550,000 and 0 shares issued and outstanding as of June 30, 2022 and December 31, 2021, respectively	2,550	-
Common stock, par value \$0.001, 500,000,000 shares authorized, 344,454,838 and 499,954,838 shares issued and outstanding as of June 30, 2022 and December 31, 2021, respectively	344,455	499,955
Additional paid-in capital	(130,829)	(303,779)
Accumulated deficit	(791,570)	(558,257)
Accumulated other comprehensive loss	<u>749</u>	<u>297</u>
Total CeCors Inc. stockholders' deficit	<u>(574,645)</u>	<u>(361,784)</u>
Non-controlling interest	<u>(2,504)</u>	<u>-</u>
Total stockholders' deficit	<u>(577,149)</u>	<u>(361,784)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	<u>\$ 605,314</u>	<u>\$ 626,705</u>

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

CECORS, INC
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2022	2021	2022	2021
Net Revenue	\$ 816	\$ -	\$ 816	\$ -
Cost of goods sold	<u>263</u>	<u>-</u>	<u>263</u>	<u>-</u>
Gross profit	552	-	552	-
OPERATING EXPENSES				
Selling and marketing	5,625	-	5,625	-
Management fees	62,500	-	125,000	-
Professional fees	13,150	6,000	22,400	9,200
General and administrative	2,290	8,760	11,456	17,661
Total operating expenses	<u>83,565</u>	<u>14,760</u>	<u>164,481</u>	<u>26,861</u>
Loss from operations	<u>(83,013)</u>	<u>(14,760)</u>	<u>(163,929)</u>	<u>(26,861)</u>
Interest expenses	(36,962)	-	(71,888)	-
Loss	\$ (119,975)	\$ (14,760)	\$ (235,817)	\$ (26,861)
Less: loss attributable to non-controlling interest	(2,504)	-	(2,504)	-
Loss attributable to CeCors, Inc.	<u>\$ (117,471)</u>	<u>\$ (14,760)</u>	<u>\$ (233,313)</u>	<u>\$ (26,861)</u>
Basic and diluted net loss per common share	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)
Weighted average shares, basic and diluted	<u>341,597,695</u>	<u>496,545,450</u>	<u>350,526,661</u>	<u>496,545,450</u>
Other Comprehensive Loss				
Loss	\$ (117,471)	\$ (14,760)	\$ (233,313)	\$ (26,861)
Foreign currency translation adjustment	1,407	1	452	(68)
Comprehensive loss	<u>\$ (116,064)</u>	<u>\$ (14,759)</u>	<u>\$ (232,861)</u>	<u>\$ (26,929)</u>

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

CECORS, INC.
CONDENSED CONSOLIDATED STATEMENT OF STOCKHOLDERS' DEFICIT
(Unaudited)

	Series A Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Income (Loss)	Non- controlling Interest	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount					
Balance, December 31, 2021	-	\$ -	499,954,838	\$ 499,955	\$ (307,779)	\$ (558,257)	\$ 297-	\$ -	\$ (361,784)
Share exchange agreement	2,550,000	2,550	(175,500,000)	(175,500)	172,950	-	-	-	-
Foreign currency translation adjustment	-	-	-	-	-	-	(955)	-	(955)
Loss	-	-	-	-	-	(115,842)	-	-	(115,842)
Balance, March 31, 2022	2,550,000	2,550	324,454,838	324,455	(130,829)	(674,099)	(658)	-	(478,581)
Share exchange agreement	-	-	20,000,000	20,000	-	-	-	-	20,000
Foreign currency translation adjustment	-	-	-	-	-	-	1,407	-	1,407
Loss	-	-	-	-	-	(117,471)	-	(2,504)	(119,975)
Balance, June 30, 2022	2,550,000	\$ 2,550	344,454,838	\$ 344,455	\$ (130,829)	\$ (791,570)	\$ 749	\$ (2,504)	\$ (577,149)

	Common Stock		Additional paid-in capital	Accumulated deficit	Accumulated other comprehensive loss	Total
	Shares	Amount				
Balance as of December 31, 2020	209,767,672	209,767	-	(214,558)	-	(4,790)
Issuance of common stock upon completion of acquisition	290,000,000	290,000	(303,592)	-	(698)	(14,290)
Net Loss	-	-	-	(12,101)	-	(12,101)
Foreign currency translation adjustments	-	-	-	-	(69)	(69)
Balance as of March 31, 2021	499,767,672	499,767	(303,592)	(226,659)	(767)	(31,250)
Net Loss	-	-	-	(14,760)	-	(14,760)
Foreign currency translation adjustments	-	-	-	-	1	1
Balance as of June 30, 2021	499,767,672	\$ 499,767	\$ (303,592)	\$ (241,419)	(766)	(46,009)

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

CECORS, INC
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	For Six Months Ended	
	June 30,	
	2022	2021
Cash flows from operating activities:		
Net loss	\$ (235,817)	\$ (26,861)
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization of debt discount	59,491	-
Management fees	125,000	-
Changes in operating assets and liabilities:		
(Increase) decrease in accounts receivable	(812)	-
(Increase) decrease in inventory	(11,063)	-
(Increase) decrease in prepaid expenses	(16,567)	(7,061)
(Increase) decrease in other receivables	(3,090)	(9,000)
Increase (decrease) in accounts payable and accrued expenses	30,986	326
Net cash provided by (used in) operating activities	(51,872)	(42,596)
Cash Flows from Investing Activities:		
Cash acquired from business combination	-	12,523
Net cash used in investing activities	-	12,523
Cash flows from financing activities:		
Proceeds from debt, related party	-	34,982
Repaid to debt, related party	(8,934)	-
Net cash provided by financing activities	(8,934)	34,982
Effect of exchange rate changes on cash	(946)	264
Cash-beginning of period	71,251	-
Cash-end of period	\$ 9,499	\$ 5,173
SUPPLEMENTAL DISCLOSURES		
Interest paid	\$ -	\$ -
Income taxes paid	\$ -	\$ -
NON-CASH INVESTING AND FINANCING ACTIVITIES		
Net assets assumed under business combination	\$ -	\$ (13,592)
Shares issued into escrow for share exchange agreement	\$ 20,000	\$ -

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

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 1: ORGANIZATION AND DESCRIPTION OF BUSINESS

CeCors, Inc. (“the Company”) was incorporated in the State of Nevada on April 16, 2002.

On December 31, 2020 the Board of Directors and controlling shareholders of the Company approved an increase of the authorized common stock to 500,000,000 common shares, par value \$0.001. Concurrently, the shareholders of the Company appointed new officers and directors and approved the acquisition of PsyKey, Inc., a federally incorporated Canadian corporation, (“PsyKey”). Under the terms of the purchase agreement between the Company and the shareholders of PsyKey, the Company acquired 100% of the outstanding shares of PsyKey in exchange for a total of 290,000,000 shares of the Company’s common stock. At the time of the transaction PsyKey and the Company were under common control by virtue of officers and directors in common.

On July 30, 2021, the Company’s board of directors and controlling shareholders approved a resolution to change the name of the Corporation from CeCors, Inc. to PsyKey, Inc. and to increase the authorized capital from 500,000,000 shares to 511,000,000 shares of which 500,000,000 shares are designated as Common Shares, par value \$0.001 and 11,000,000 shares as Preferred Shares; with such Preferred shares being allocated as follows:

- a. 5,000,000 Series A Preferred Stock; par value \$0.001
- b. 5,000,000 Series B Preferred Stock; par value \$0.001
- c. 1,000,000 Series C Preferred Stock; par value \$0.001

The aforementioned name change remains subject to approval from the Financial Industry Regulatory Authority (“FINRA”) prior to taking effect.

On January 10, 2022, the Company’s board of directors resolved to eliminate in their entirety, the designation, rights, and preferences of the 5,000,000 designated Series B Preferred Stock and the 1,000,000 designated Series C Preferred Stock, and further revised the designation of the Series A Preferred Stock to include conversion terms to common stock on the basis of 10 for 1 and voting rights whereunder, if at least one share of Series A Preferred Stock is issued and outstanding, then the total aggregate number of issued shares of Series A Preferred Stock at any given time, regardless of their number, shall have voting rights equal to 67% of the sum of the total number of shares of common stock which are issued and outstanding at the time of voting.

On January 18, 2022, the Board of Directors of the Company approved and completed the following additional transactions:

1. Each of Sukhinder Kalsi, CFO and director and Amar Bhatl, CEO and director shall surrender 87,750,000 shares of common stock to treasury for cancellation;
2. As consideration, each of Mr. Bhatl, CEO and Mr. Kalsi, CFO shall subscribe for 1,2750,000 shares of Series A Preferred Stock.

PsyKey Inc. is in the business of research, development, and commercialization of entheogenic, adaptogenic, and nootropic ingredients and formulations, for use in its premium quality functional product lines to help improve and optimize everyday life. PsyKey is also engaged in the scientific development of patentable technologies pertaining to the composition, bioavailability, and targeted delivery of entheogen-based therapeutics for the fast-evolving psychedelic market.

Going Concern

These unaudited condensed consolidated financial statements have been prepared on a going concern basis, which implies that the Company will continue to realize its assets and discharge its liabilities in the normal course of business. As of June 30, 2022, the Company had a working capital deficit of \$507,812 with approximately \$9,500 of cash on hand and an accumulated deficit of \$791,570. The Company anticipates a need for a further \$700,000 in fiscal 2022 in order to carry out its research and development plans. The continuation of the Company as a going concern is dependent upon the ability to raise additional equity and/or debt financing and the attainment of profitable operations from the Company's future business. If the Company is unable to obtain adequate capital as needed, the Company may be required to reduce the scope, delay, or eliminate some or all of its

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 1: ORGANIZATION AND DESCRIPTION OF BUSINESS (CONTINUED)

Going Concern (cont'd)

planned operations. These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern.

The financial statements reflect all adjustments consisting of normal recurring adjustments, which, in the opinion of management, are necessary for a fair presentation of the results for the periods shown. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts of and classification of liabilities that might be necessary in the event the Company cannot continue in existence.

Covid-19 Pandemic: The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. As such, it is uncertain as to the full magnitude that the pandemic will have on the Company's financial condition, liquidity, and future results of operations. Management is actively monitoring the impact of the global situation on its financial condition, liquidity, operations, industry, and workforce. Given the daily evolution of the COVID-19 outbreak and the global responses to curb its spread, the Company is not able to estimate the effects of the COVID-19 outbreak on its results of operations, financial condition, or liquidity for fiscal year 2021.

Use of Estimates

The preparation of these consolidated financial statements in conformity with United States generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company regularly evaluates estimates and assumptions related to long-lived assets and deferred income tax asset valuation allowances. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying condensed consolidated financial statements have been prepared by the Company in accordance with accounting principles generally accepted in the United States ("GAAP").

Year end

The Company has selected December 31 as its fiscal year end.

Consolidation

These condensed consolidated financial statements include the accounts of CeCORS, Inc., its 100% controlled subsidiary, PsyKey Inc., and PsyKey's 51% controlled Canadian federal incorporation, Fungi Co Ltd., as of June 30, 2022. All significant intercompany accounting transactions have been eliminated as a result of consolidation.

Cash and Cash Equivalents

For financial accounting purposes, cash and cash equivalents are considered to be all highly liquid investments with a maturity of three (3) months or less at the time of purchase.

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Translation of Foreign Currencies

Assets and liabilities of the Company's foreign subsidiary, PsyKey Inc., whose functional currency is its local currency, Canadian Dollar, are translated into U.S. dollars at the exchange rate in effect at the end of the quarter and the income and expense accounts of PsyKey Inc. have been translated at average rates prevailing during each respective quarter. Resulting translation adjustments are made to a separate component of stockholders' equity within accumulated other comprehensive loss. Foreign exchange transaction gains and losses are included in the accompanying interim, condensed consolidated statement of operations.

Fair Value of Financial Instruments

Statement of financial accounting standard FASB Topic 820, Disclosures about Fair Value of Financial Instruments, requires that the Company disclose estimated fair values of financial instruments. The carrying amounts reported in the statements of financial position for assets and liabilities qualifying as financial instruments are a reasonable estimate of fair value.

Intangibles

Intangible assets represent the development costs of certain software assets agreed to be paid to several consultants on August 3, 2021. The in-development APP, "PsyKey Live" will have a definite life of approximately 10 years from commercial launch and is recorded at cost. The Company reviews intangible assets with a definite life for impairment when events or changes in circumstances indicate the carrying amount may not be recoverable. We measure recoverability of these assets by comparing the carrying amounts to the future undiscounted cash flows that the assets are expected to generate. If the carrying value of the assets are not recoverable, the impairment recognized is measured as the amount by which the carrying value of the asset exceeds its fair value. There were no impairments for the periods presented. The Company expenses costs to maintain or extend intangible assets as incurred.

Research and Development Costs

We charge research and development costs to operations as incurred in accordance with ASC 730-Research and Development, except in those cases in which such costs are reimbursable under customer funded contracts. These amounts are not reflected in the reported research and development expenses in each of the respective periods but are included in net sales with the related costs included in cost of sales in each of the respective periods.

Convertible debt and beneficial conversion features

The Company evaluates embedded conversion features within convertible debt under ASC 815 "Derivatives and Hedging" to determine whether the embedded conversion feature(s) should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in earnings. If the conversion feature does not require derivative treatment under ASC 815, the instrument is evaluated under ASC 470-20 "Debt with Conversion and Other Options" for consideration of any beneficial conversion features.

Stock settled debt

In certain instances, the Company will issue convertible notes which contain a provision in which the price of the conversion feature is priced at a fixed discount to the trading price of the Company's shares of Common Stock as traded in the over-the-counter market. In these instances, the Company records a liability, in addition to the principal amount of the convertible note, as stock-settled debt for the fixed value transferred to the convertible note holder from the fixed discount conversion feature.

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Revenue Recognition

The Company follows ASC 606, *Revenue from Contracts with Customers*, the core principle of which is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled to receive in exchange for those goods or services. To achieve this core principle, five basic criteria must be met before revenue can be recognized: (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 performance obligations in the contract; and (5) recognize revenue when or as the Company satisfies a performance obligation. During the six months ended June 30, 2022, the Company generated modest revenues from selling its functional coffee products infused with functional medicinal mushrooms and packed in boxes of 24 single serve coffee pods, sold and shipped direct to customers using its eCommerce website. The Company considers its performance obligations satisfied upon shipment and/or delivery of the purchased products to the customer. The Company evaluates returns from customers purchasing product using its eCommerce site on a case-by-case basis and generally will issue replacement product in the limited cases of product returns. The Company has a case-by-case policy with respect to cash refunds.

Cost of Sales

Cost of sales includes actual product cost, labor, packaging materials and direct overhead, which is applied on a per unit basis.

Inventory

Inventory consists of ready for sale, finished goods on site at the Company's facility, and totaled \$10,974 and \$0 at June 30, 2022 and December 31, 2021. The Company values inventory at the lower of cost or market value, with cost determined using First-In-First-Out Method.

Income Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. Valuation allowances are established, when necessary, to reduce deferred tax assets to the amounts expected to be realized.

Basic and Diluted Earnings (Loss) Per Share

Basic earnings (loss) per share is based on the weighted average number of common shares outstanding. Diluted earnings (loss) per share is based on the weighted average number of common shares outstanding and dilutive common stock equivalents. Basic earnings (loss) per share is computed by dividing net income/loss available to common stockholders (numerator) by the weighted average number of common shares outstanding (denominator) during the period. Weighted average number of shares used to calculate basic and diluted earnings (loss) per share is considered the same as the effect of dilutive shares is anti-dilutive for all periods presented. At June 30, 2022 there were 33,523,106 anti-dilutive shares of common stock available for issue upon conversion of certain Series A Preferred shares and certain convertible notes payable. There were no potentially dilutive or anti-dilutive shares of common stock at June 30, 2021.

Recently Issued Financial Accounting Standards

Management has considered all recent accounting pronouncements issued. The Company's management believes that these recent pronouncements will not have a material effect on the Company's financial statements.

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 3: MERGER

On January 1, 2021, the Company concluded a purchase agreement with PsyKey, Inc., a federally incorporated Canadian corporation, (“PsyKey”), whereunder, the Company acquired 100% of the ownership PsyKey by way of the issuance a total of 290,000,000 shares of the Company’s common stock.

The acquisition of PsyKey was not accounted for under the acquisition method of accounting in accordance with ASC Topic 805, Business Combinations. Due to the related party and common control relationships held between the Company and PsyKey, the assets and liabilities of PsyKey transferred over to the Company at their historical carrying values. All former operations of the Company were reallocated to discontinued operations concurrent with the acquisition.

The following table sets forth the net assets acquired as of January 1, 2021:

Cash	\$	12,523
Debt, related parties		<u>(26,115)</u>
Net assets		<u>(13,592)</u>
Consideration:		
290,000,000 shares of common stock		<u>290,000</u>
Additional paid in capital	\$	<u>(303,592)</u>

NOTE 4: “PsyKey Live” APP and CONVERTIBLE NOTE

On August 3, 2021, the Company agreed to pay certain software development consultants a total of \$500,000 for the work product related to currently in-development APP, “PsyKey Live”, which amount has been reflected in accounts payable as at September 30, 2021. The App will provide counselling on demand at any time and location with registered psychologists in every area of mental wellness, allowing individuals to take control of their mental health. Offering simple, direct access to caring mental health professionals for all conditions, from daily challenges to more severe treatments, the App will allow users to book an appointment on their phone or desktop to receive immediately counseling. The development costs of the App have been capitalized as an intangible asset and will be amortized over its useful life once the App goes live on the Apple Store and Google. Revenue will be generated on a commission basis per appointment booked, and also from in App advertising of health-related products and featured clinics.

On November 30, 2021, \$500,000 under accounts payable assigned to a convertible note. The convertible note had a maturity date of November 30, 2023 and interest at 5% per annum with fixed conversion price of 20% discount of the closing price as of the date of receipt of Notice conversion. The note has additional terms which provide for renegotiation of the note at the end of the first year, or November 30, 2022 by both parties. The Company recorded \$125,000 as liability on stock settled debt associated with this convertible note.

	June 30, 2022	December 31, 2021
Principal amount	\$ 500,000	\$ 500,000
Liability on stock settled debt	125,000	125,000
Less: unamortized debt discount	<u>(55,663)</u>	<u>(115,154)</u>
Convertible notes payable, net	<u>\$ 569,337</u>	<u>\$ 509,846</u>

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 4: “PsyKey Live” APP and CONVERTIBLE NOTE (Continued)

Interest expenses associated with the convertible notes are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
Interest expense on notes	\$ 6,233	\$ -	\$ 12,397	\$ -
Amortization of debt discount	30,729	-	59,491	-
Total:	<u>\$ 36,962</u>	<u>\$ -</u>	<u>\$ 71,888</u>	<u>\$ -</u>

NOTE 5: PREPAID EXPENSES

The following table summarizes as of June 30, 2022, and December 31, 2021:

	June 30, 2022	December 31, 2021
Research and development ^(a)	\$ 5,000	\$ 5,000
Professional service ^(b)	2,016	2,016
Advances to suppliers ^(c)	50,499	39,438
Others	5,235	-
Grand Total	<u>\$ 62,750</u>	<u>\$ 46,454</u>

(a) During the nine months ended September 30, 2021, the Company engaged the services of a third-party research facility to conduct certain research and development activities on behalf of the Company, including the application of psilocybin to treat trauma-related disorders and depression, and other mental health disorders, as well as the filing of provisional applications for patents at the direction of the Company. The Company remitted an initial payment of \$5,000 towards the scope of work which is expected to commence in 2022.

(b) The Company has engaged the legal firm of Thomas Rondeau LLP in Canada to provide requisite Canadian securities advice.

(c) The Company has advanced \$50,499 Canadian dollars to MycoVita, who manufactures and packages our functional coffee blends for raw materials including coffee, functional ingredients, packaging materials and supplies (See Note 8.)

NOTE 6: RELATED PARTY TRANSACTIONS

	June 30, 2022	December 31, 2021
Payable to management ^(a)	\$ 375,000	\$ 250,000
Advances to the Company ^(b)	166,278	176,754
Total	<u>\$ 541,278</u>	<u>\$ 426,754</u>

(a) During the year ended December 31, 2021 the Company entered into compensation agreements with each of its CEO, Amar Bhatal, and its CFO, Sukhinder Kalsi, whereunder the Board of Directors approved compensation of \$125,000 for each of Mr., Kalsi and Mr. Bhatal for services provided between December 30, 2020 and December 31, 2021. In addition, under the terms of the agreement services for each officer shall be provided on an ongoing basis thereafter and shall be compensated at a rate of \$125,000 per annum.

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 6: RELATED PARTY TRANSACTIONS (Continued)

(b) Amounts advanced by related parties are unsecured, non-interest bearing, and due on demand with no specified repayment schedule.

As of June 30, 2022, and December 31, 2021, amounts owing to related parties including officers, directors and shareholders totaled \$541,278 and \$426,754, respectively.

NOTE 7: STOCKHOLDERS EQUITY

The Company has authorized shares capital of 505,000,000 shares of which 500,000,000 are authorized as Common Stock and 5,000,000 are authorized as Preferred Stock, each par value \$0.001 per share. On January 10, 2022 the Company designated the 5,000,000 shares of Preferred Stock as Series A Preferred Stock. The Series A Preferred Stock is convertible at a ratio of ten shares of common stock for every one share of Series A Preferred Stock, with mandatory conversion after 24 months at the election of the Board of Directors. The holders of Series A Preferred Stock vote as a single holder and are entitled to 67% of the voting power of the Company's stockholders. The Series A Preferred stock shares are entitled to dividends.

On January 18, 2022 the Board of Directors of the Company approved and completed the following transactions:

1. Each of Sukhinder Kalsi, CFO and Amar Bhatl, CEO shall surrender 87,750,000 shares of common stock to treasury for cancellation;
2. As consideration, each of Mr. Bhatl, CEO and Mr. Kalsi, CFO shall subscribe for 1,2750,000 shares of Series A Preferred Stock.

At June 30, 2022 and December 31, 2021 there were 2,550,000 and 0 Series A Preferred Stock issued and outstanding, respectively.

During the six months ended June 30, 2021 the Company issued 290,000,000 shares of common stock for the acquisition of PsyKey Inc. (Note 3).

On April 13, 2022, the Company issued a total of 20,000,000 shares to two shareholders for the acquisition of Nutra-Rox LLC. The acquisition is not yet closed as the Company is awaiting financial statements prepared according to U.S. GAAP in order to conclude the transaction.

At June 30, 2022 and December 31, 2021 there were 344,454,838 and 499,954,838 common shares issued and outstanding, respectively.

NOTE 8. DEFERRED REVENUE

In 2021, the Company, through its wholly owned subsidiary, PsyKey Inc., entered into a definitive agreement to form an exclusive strategic partnership with MycoVita Canada Inc., that is expected to accelerate the growth and market share for both companies, in the fast-growing mycology-based markets. The partnership will be executed via a wholly owned subsidiary of PsyKey Inc. with the purpose of the partnership being the research, development, and commercialization of Mycology based formulations, products, and therapeutics, as well as the development of innovative sustainable food production strategies. On May 6, 2021, the Company's controlled subsidiary PsyKey Inc. incorporated a Canadian federal entity called Fungi Co Ltd., which is 51% controlled by PsyKey and 49% owned by MycoVita Canada Inc. The new incorporation will carry out all operations contemplated by the aforementioned agreement.

Further during the six months ended June 30, 2022, the Company advanced CAD\$26,835 (December 31, 2021 - CAD\$50,000) to MycoVita, respectively, for certain raw ingredients and packing supplies in order to fulfil purchase orders for delivery in 2022, for which it has received a customer deposit of \$50,000 CAD. During the quarter the Company received its first 1,340 cases of finished goods, each case containing 24 single-serve functional coffee pods, and commenced selling its functional coffee blends online.

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)
June 30, 2022

NOTE 9. OTHER EVENTS

On February 22, 2022, the Company filed an application for the registration of the PsyKey trademark with the Canadian Intellectual Property Office (CIPO). Concurrently an application for the registration of the PsyKey trademark has been filed with the U.S. Patent and Trademark Office (USPTO).

During the quarter ended March 31, 2022, the Company entered into agreements for the acquisition of a 100% equity interest in Nutra-Rox LLC (“NRX”), a company incorporated in Texas, in exchange for 20,000,000 shares of the Company’s common stock. NRX is a disruptive thought leader in the dietary supplement industry, specializing in the research, development, manufacturing, and distribution of nutraceutical formulations utilizing a unique, patent-pending carbonated crystal technology. Manufactured using a proprietary process, these “popping crystals” serve as an alternative delivery method for a wide variety of ingredients including vitamins, minerals, nutraceuticals, antioxidants, natural botanicals, and time-tested herbal extracts. Effervescent carbonated crystals activate by dissolving easily in the mouth without chewing or water, while providing a fun, multi-sensory popping experience for consumers. Ideal for anyone who experience pill fatigue from swallowing conventional tablets and capsules or for those preferring an alternative to gummy vitamins. Formulated for amazing taste, Nutra-Rox develops innovative popping crystal product formulations for energy, focus, brain health, general wellness, and immunity. The Nutra-Rox acquisition will provide the Company expanded novel product offerings, sales, and distribution. The Company issued the 20,000,000 shares into escrow on April 13, 2022, and expects to finalize the closing of the acquisition in the period ended September 30, 2022. The shares are reflected as “Other Current Asset”.

NOTE 10. SUBSEQUENT EVENTS

Subsequent to the quarter ended June 30, 2022, the Company shipped 900 units of its functional blended coffee product to a customer that had previously provided a deposit of CAD\$50,000 in respect to a purchase order. A total of 950 units remain to be shipped at a future date.

The Company has evaluated events occurring after the date of these financial statements through the date that these financial statements were issued. There have been no events that would require adjustment to or disclosure in the financial statements.