OTC Pink Basic Disclosure Guidelines

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Scrypt, Inc. – Name Changed to Scrypt, Inc. from SecureCare Technologies, Inc. on January 27, 2014

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 9050 N. Capital of Texas Hwy.
Address 2: Suite III-250
Address 3: Austin, Texas 78759
Phone: 512-538-1400
Email: nburley@scrypt.com
Website(s): www.scrypt.com

IR Contact
Address 1: 9050 N. Capital of Texas Hwy.
Address 2: Suite III-250
Address 3: Austin, Texas 78759
Phone: 512-538-1400
Email: nburley@scrypt.com
Website(s): www.scrypt.com

3) Security Information

Trading Symbol: SYPT
Exact title and class of securities outstanding: Common Stock
CUSIP: 81111J104
Par or Stated Value: $.001
Total shares authorized: 55,000,000 as of: 03/31/2015
Total shares outstanding: 46,049,614 as of: 03/31/2015

Additional class of securities (if necessary): n/a
Trading Symbol: _____
Exact title and class of securities outstanding: _____
CUSIP: _____
Par or Stated Value: _____
Total shares authorized: _____ as of: _____
Total shares outstanding: _____ as of: _____

Transfer Agent
Name: Fidelity Transfer Company
Address 1: 8915 S. 700 E.
Address 2: Suite 102
Address 3: Sandy, UT 84070
Phone: 801-562-1300
Is the Transfer Agent registered under the Exchange Act?* Yes: X No: ☐

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

List any restrictions on the transfer of security:

All of the outstanding shares of common stock of Scrypt, Inc. bear a restrictive legend as follows: "The shares of stock represented by this certificate have not been registered under the Securities Act of 1933, as amended, and may not be sold or otherwise transferred unless a compliance with the registration provisions of such Act has been made or unless availability of an exemption from such registration provisions has been established, or unless sold pursuant to Rule 144 under the Securities Act of 1933".

Describe any trading suspension orders issued by the SEC in the past 12 months.

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:

Effective December 31, 2014, Scrypt, Inc. merged with California-based Axacore, Inc.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

2014 Private Placement of Common Stock – January 1, 2014 through September 30, 2014

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

   2014 - Private Placement Sale of Common stock

B. Any jurisdictions where the offering was registered or qualified;

   2014 - Europe

C. The number of shares originally offered;

   2014 - 2,500,000

D. The number of shares sold;

   880,000

E. The price at which the shares were offered, and the amount actually paid to the issuer;

   $0.30 per share offering price; $264,000 actually paid to Scrypt, Inc.

F. The trading status of the shares; Restricted

   All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

   Yes all of the common stock certificates bear a restrictive legend as indicated above.

Issuance of Restricted Stock Award Shares of Common Stock (RSA shares)

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

September 22, 2014 – A total of 5,515,748 Restricted Stock Award shares of common stock (RSA shares) were granted by the Board of Directors to certain employees of Scrypt, Inc. A total of 1,502,359 RSA shares vested immediately and the balance of 4,013,389 RSA shares vested on November 19, 2014.

B. Any jurisdictions where the offering was registered or qualified;

n/a

C. The number of shares offered;

n/a

D. The number of shares sold;

n/a

E. The price at which the shares were offered, and the amount actually paid to the issuer;

n/a

F. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

Issuance of Common Stock Shares Associated with the Merger of Scrypt, Inc. with Axacore, Inc. on December 31, 2014

H. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

December 31, 2014 – A total of 10,900,000 shares of common stock were issued by Scrypt, Inc. to the principal owners of Axacore, Inc. as purchase consideration for its merger with Axacore, Inc. effective December 31, 2014.

I. Any jurisdictions where the offering was registered or qualified;

n/a

J. The number of shares offered;

n/a

K. The number of shares sold;

n/a

L. The price at which the shares were offered, and the amount actually paid to the issuer;

n/a

M. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

N. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

2014 Common Stock Shares Issued in Conjunction with the Termination of the Technology License Agreement with SecureCare Technologies, Inc. UK LTD. – Shares Issued on February 13, 2014

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

February 13, 2014 – A total of 700,000 common stock shares were issued by the Board of Directors in conjunction with the termination of the Technology License Agreement with SecureCare Technologies, Inc. UK Ltd.

B. Any jurisdictions where the offering was registered or qualified;

n/a

C. The number of shares offered;

n/a

D. The number of shares sold;

n/a

E. The price at which the shares were offered, and the amount actually paid to the issuer;

n/a

F. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

2013 Private Placement Sale of Common Stock

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

2013 - Private Placement Sale of Common stock

B. Any jurisdictions where the offering was registered or qualified;

2013 - Europe

C. The number of shares offered;

2013 - 2,500,000

D. The number of shares sold;

1,854,320

E. The price at which the shares were offered, and the amount actually paid to the issuer;

$0.30 per share offering price; $554,056 actually paid to Scrypt, Inc.

F. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

2013 Voluntary Conversion of Overdraft Advances, Notes Payable and Accrued Interest to Common Stock

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

2013 – Voluntary Conversion of Overdraft Advances, Notes Payable and Accrued Interest to Common Stock

B. Any jurisdictions where the offering was registered or qualified;

n/a

C. The number of shares offered;

n/a

D. The number of shares issued in the conversions:

634,158

E. The price at which the notes payable and accrued interest were converted;

For every $0.30 in principal amount of notes payable and accrued interest and overdraft advances converted, one share of common stock was issued; a total of $130,426 in principal amount of notes payable and accrued interest and $60,000 in overdraft advances were converted

F. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

2013 Bonus Shares Issued

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

2013 – A total of 72,115 bonus shares were issued by the Board of Directors to various investors

B. Any jurisdictions where the offering was registered or qualified;

n/a

C. The number of shares offered;

n/a

D. The number of shares sold;

n/a

E. The price at which the shares were offered, and the amount actually paid to the issuer;

n/a

F. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

2012 Private Placement Sale of Common Stock (2011 Offering and 2012 Offering)

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

2011 Offering – Private Placement Sale of Common Stock
2012 Offering – Private Placement Sale of Common Stock

B. Any jurisdictions where the offering was registered or qualified;

2011/2012 - Europe

C. The number of shares offered;
2011 Offering – 1,111,111
2012 Offering – 3,333,333

D. The number of shares sold;
2011 Offering – 500,000
2012 Offering - 1,187,950

E. The price at which the shares were offered, and the amount actually paid to the issuer;
2011 Offering - $0.27 per share offering price; $135,000 actually paid to Scrypt, Inc.
2012 Offering - $0.30 per share offering price; $356,380 actually paid to Scrypt, Inc.

F. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

2012 Voluntary Conversion of Notes Payable and Accrued Interest to Common Stock

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

2012 - Voluntary Conversion of Notes Payable and Accrued Interest to Common Stock

B. Any jurisdictions where the offering was registered or qualified;

n/a

C. The number of shares offered;

n/a

D. The number of shares issued in the conversions:

925,300

E. The price at which the notes payable and accrued interest were converted;

For every $0.30 in principal amount of notes payable and accrued interest converted, one share of common stock was issued; a total of $277,592 in principal amount of notes payable and accrued interest were converted

F. The trading status of the shares; Restricted

All of the common stock shares reported above have not been registered and are restricted shares.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes all of the common stock certificates bear a restrictive legend as indicated above.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

Scrypt, Inc. Unaudited Financial Statements for the Three Months Ended March 31, 2015; posted to otciq.com on June 18,2015

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Scrypt, Inc., formerly known as SecureCare Technologies, Inc. (the "Company"), is a provider of internet-based document exchange and electronic storage solutions.

Effective February 27, 2014, the Company changed its name from SecureCare Technologies, Inc. to Scrypt, Inc.

The company merged with Axacore, Inc. on December 31, 2014.

The Company focuses on helping healthcare and lending customers streamline paper-intensive processes and protect sensitive and business-critical information. The Company is dedicated to eliminating manual processes and paper using its proprietary technology.

The Company's four main product brands are Sfax™, Scrypt™, XDOC™, and FaxAgent™.

The Company's internet-based Sfax™ with digital signature and annotation features is a secure electronic fax record. The product is a HIPAA-ready (Health Insurance Portability and Accountability Act) work flow solution that maintains the essential benefits that keep faxing relevant but removes the pain associated with manual faxing and fax servers by bringing the fax to the cloud. Sfax™ is for industries and organizations that continue to rely on fax for business-critical documents – enabling faster, more efficient and easier workflow management for teams to get their job done.

Scrypt™ is a document platform built for healthcare. Scrypt™ lets users transform their workflow by storing, exchanging and enhancing documents in a cloud-based HIPAA compliant environment. Scrypt™ can be universally adopted by a single physician to enterprise-level hospital groups, where thousands of users can collaborate across multiple locations. The Company plans to launch Scrypt™ into the market in the third quarter of 2015.

XDOC™ is an electronic document management (EDM) platform to help simplify the mortgage lending process.

FaxAgent™ provides business-class Fax Over Internet Protocol (FoIP) technology for small and medium-sized telecommunication carriers or service providers that wish to incorporate reliable, high performance and scalable faxing technology into their offering.

The Company markets its services to customers throughout the United States; currently operating from its Austin, Texas-based corporate headquarters. Effective December 31, 2014 in its merger with Axacore, Inc. the company now operates out of two additional locations, including San Diego, California and Plymouth Meeting, Pennsylvania.

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

June 1998; State of Nevada

C. the issuer's primary and secondary SIC Codes;

SIC Code: 5734 and NAICS Code: 443120

D. the issuer's fiscal year end date;

December 31st

E. principal products or services, and their markets;

The Company focuses on helping healthcare and lending customers streamline paper-intensive processes and protect sensitive and business-critical information. The Company is dedicated to eliminating manual processes and paper using its proprietary technology.

The Company's four main product brands are Sfax™, Scrypt™, XDOC™, and FaxAgent™.

The Company's internet-based Sfax™ with digital signature and annotation features is a secure electronic fax record. The product is a HIPAA-ready (Health Insurance Portability and Accountability Act) work flow solution that maintains the essential benefits that keep faxing relevant but removes the pain associated with manual faxing and fax servers by bringing the fax to the cloud. Sfax™ is for industries and organizations that continue to rely on fax for business-critical documents – enabling faster, more efficient and easier workflow management for teams to get their job done.

Scrypt™ is a document platform built for healthcare. Scrypt™ lets users transform their workflow by storing, exchanging and enhancing documents in a cloud-based HIPAA compliant environment. Scrypt™ can be universally adopted by a single physician to enterprise-level hospital groups, where thousands of users can collaborate across multiple locations. The Company plans to launch Scrypt™ into the market in the third quarter of 2015.

XDOC™ is an electronic document management (EDM) platform to help simplify the mortgage lending process.

FaxAgent™ provides business-class Fax Over Internet Protocol (FoIP) technology for small and medium-sized telecommunication carriers or service providers that wish to incorporate reliable, high performance and scalable faxing technology into their offering.

The Company markets its services to customers throughout the United States; currently operating from its Austin, Texas-based corporate headquarters. Effective December 31, 2014 in its merger with Axacore, Inc. the company now operates out of two additional locations, including San Diego, California and Plymouth Meeting, Pennsylvania.

7) Describe the Issuer's Facilities

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

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

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

The Company's principal executive office is in Austin, Texas. The Company has a non-cancelable operating lease agreement there for 5,805 rentable square feet, which expires on August 31, 2017. Effective December 31, 2014 in its merger with Axacore, Inc. the company operates out of two additional locations. An office is maintained in San Diego, California. This office has a non-cancelable operating lease agreement for 3,593 rentable square feet, which expires on

January 15, 2017. Another office is maintained in Plymouth Meeting, Pennsylvania. This office has a non-cancelable operating lease agreement for approximately 1,000 square feet, which expires on July 1, 2016.

8) Officers, Directors, and Control Persons

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

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Aleksander Szymanski, Chief Executive Officer, Director and Control Person

Neil Burley, Chief Financial Officer

Nicholas Basil, Chief Technology Officer and Control Person

Joseph Larter, Director and Control Person

Richard Corlin, Director and Chief Medical Officer

David McCall, Control Person

Traci Basil, Control Person

Andrew Basil, Control Person

Kevin Slinde, Control Person

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

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

   None

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

   None

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

   None

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

   None

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

None.

9) Third Party Providers

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

Legal Counsel
Name: Frank J. Hariton, Esquire
Firm: _____
Address 1: 1065 Dobbs Ferry Road
Address 2: White Plains, NY 10607
Phone: 914-674-4373
Email: hariton@sprynet.com

Accountant or Auditor
Name: Chris Bauer, Managing Partner
Firm: Bauer & Company
Address 1: 5000 Plaza on the Lake, Suite 130
Address 2: Austin, TX 78746
Phone: 512-731-3518
Email: chris@teambauer.com

Investor Relations Consultant
Name: n/a
Firm: n/a
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: n/a
Firm: n/a
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification – Chief Executive Officer

I, Aleksander Szymanski, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Scrypt, 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.

06/18/2015

/S/ Aleksander Szymanski

Chief Executive Officer and Member of the Board of Directors

10a.) Issuer Certification – Chief Financial Officer

I, Neil Burley, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Scrypt, 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.

06/18/2015

/S/ Neil Burley

Chief Financial Officer