

Quarterly
Disclosure Statement

(OTC Pink: EMGE) OTC Pink
SIC CODE 5961

Year to Date 2015
September 30, 2015

Dated:
November 16, 2015

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Part. A General Company Information

Item I: Company History

We were incorporated, under the name Rolling Stone Retirement Community, Inc. on April 27, 2006, under the laws of the State of Nevada. Pursuant to an agreement dated January 18, 2007, John V. Cappello and Associates, Inc., (JVC), acting as an agent for its designees purchased 95% of the outstanding shares of the issuer's predecessor, Rolling Stone Retirement Community, Inc., which it then distributed to its designees. Upon purchase, John Cappello became our sole officer and director and our business plan became the development and distribution of nutritional and dietary products developed by Dr. Cappello. On May 20, 2007, we amended our corporate charter to change our name from "Rolling Stone Retirement Community, Inc." to "Emergent Health Corp." Our common shares are quoted by the OTC Markets OTC Link with an OTC Pink Tier under the symbol "EMGE".

Pursuant to an agreement dated January 18, 2007, John V. Cappello and Associates (JVC) acting as an agent for its designees purchased 95% of the outstanding shares of our predecessor, Rolling Stone Retirement Community, Inc., which it then distributed to its designees.

On July 9, 2008, we authorized a 50:1 reverse split of its common shares, effective July 19, 2008. A new CUSIP Number 29100Q 209 was granted by NASDAQ. This action reduced the outstanding common shares of the Issuer from 10,279,216 to 206,101.

On December 31, 2009, an 11-10 forward split became effective increasing our outstanding common shares to 21,786,711.

On November 12, 2013, Emergent President, John V. Cappello (JVC), entered into a Stock Purchase Agreement with Parcae Capital Corporation (Parcae), a Massachusetts company, and Clover Capital Corp (Clover)., a Pennsylvania company controlled by Gregory McCauley. Parcae and Clover agreed to purchase 11,880,000 shares of common stock from JVC for $800,000.

On May 29, 2014, we entered into a consulting agreement with Parcae and Clover. We issued 15,000,000 common shares in total to Parcae and Clover for their services.
On August 27, 2014, the Stock Purchase Agreement closed and Stephen Hussey joined our management team. On September 13, 2014 John Launie was appointed the Company's Chief Financial Officer.
In December 2014, Scott Maguire Chairman, John Launie, Robert S. McCoy Jr., Dr. David P. Jones, and Kevin Harrington were elected to our Board of Directors. In connection therewith, on January 14, 2015, Stephen Hussey resigned as our chief executive officer, and on January 21, 2015 John Launie was appointed as our new President and Chief Executive Officer.

Mr. Launie has subsequently left the company and is no longer a director as of June 2015 and Chris Swenson was appointed as our new Chief Executive Officer and Director.

Item II. COMPANY HEADQUARTERS

Emergent Health Corp.
2424 North Federal Highway
Boca Raton, FL 33431
Phone: 866-427-6143
Website: http://www.emergenthealth.com

ITEM III. State of Incorporation:

Nevada

Part B Share Structure:

ITEM IV: Title and class of securities outstanding:

Common Stock

The Company has 200,000,000 common shares par value $0.001 authorized of which 40,730,000 shares are outstanding with an estimated 4,450,154 in the free trading float. There are 20,000,000 preferred shares authorized with none outstanding.

Trading Symbol: EMGE

Item V. Par Value and Description of Company's securities

Par Value $0.001 per share

Item VI. The number of shares or total amount of the Securities Outstanding

The Company is authorized to issue 200 million shares of common stock of which 40,730,000 shares of our common stock is issued and outstanding.

There are no outstanding preferred shares.

As to our Common Stock:

Holders of the Company's common stock are entitled to one vote for each share of common stock on any matters brought to a vote of the shareholders.

Holders of the Company's common stock are entitled to dividends if declared in the sole and absolute discretion of the Company's Board of Directors. Since Inception, the Company has not made any dividend payments.

There are no provisions in the Company's Bylaws or Certificate of Incorporation or any amendments thereto which would delay, defer or prevent a change in control.

As to our Preferred Shares:

The Company is authorized to issue twenty million shares of preferred stock none of which have been issued. The Board of Directors reserves the right to designate the class and rights and preferences of any class of preferred shares.

Part C Nature of Business

Item VII: The name and address of our transfer agent is:

Olde Monmouth Stock Transfer
200 Memorial Parkway
Atlantic Highlands, NJ 07716

www.oldemonmouth.com

Matt Troster - Transfer Agent
Phone # (732) 872-2727 ext. 101
Email: Matt@oldemonmouth.com

John Christopher Troster - President
Phone: 732-872-2727 ext. 102
Email: Chris@oldemonmouth.com

Item VIII: Nature of Business

COMPANY OVERVIEW

Our Business

We distribute 12 nutritional and dietary products through an exclusive licensing agreements with Dr. John Cappello. Each product we offer is based upon the research of our consultant, Dr. John Cappello. Our products are based upon suggestions from our distributors, customers, and from product and market research he conducts on an ongoing basis. Our products have not been confirmed in any respect by the U.S. Food and Drug Administration or any other governmental agency, and may nor produce the results intended. We have approximately 950 distributors/customers.

On August 27, 2014 we entered a licensing agreement with Dr. Cappello. The License Agreement grants us the exclusive rights to market and sell each of the licensed products in the United States. The License Agreement shall continue up to the expiration of the last to expire of any patent rights granted under the License. We pay Dr. Cappello a royalty based upon the Net Sales of each product. Net Sales is defined as gross revenues excluding taxes and freight.

The following table sets forth the royalty payments due Dr. Cappello.

Gross Sales:	**Royalties:**
Up to $1million	5%
$1 million to $2 million	4%
$2 million to $3million	3%
$3 million to $5million	2%
Greater than $5 million	1%

Royalty payments are due quarterly. The Company is required to provide Dr. Cappello (the "Licensor") with quarterly sales reports. Further, in the event that sales of any licensed product is not 15% greater than the sales from the prior year, the Licensor, in his sole discretion may terminate the license for the underperforming product or convert the license from an exclusive license to a non-exclusive license. The Company may maintain an exclusive license for any underperforming product by paying Licensor all royalties that would otherwise have been due had the underperforming asset achieved a 15% increase over the prior year's sales. We have not made the minimum royalty payments on several products.

Item IX: Nature of Business

Our Products

Our MultiStem contains all the major multi vitamins & minerals including vitamin D. We sell our MultiStem to distributors at the price of $29.95 for a 60 capsule bottle.

Our Hungarest® Diet & Energy Aid contains L-Phenylalanine, Phenylalanine and L-Tryptophan. It is designed to suppress the appetite, improve mood and increase energy. We sell Hungarest® Diet & Energy aid to distributors at the price of $29.95 for a 60 capsule bottle.

Vita-Stim Stem Cell Nutrition contains Anhydrous Trimethylglycine and is designed to stimulate adult stem cells and improve overall health and wellness. We sell our Vita-Stim Stem Cell Nutrition to distributors at the price of $39.95 for a 60 capsule bottle. Distributors receive commissions of between 2.5% and 20% within 30 days after purchase.

NutraCan Nutritional Support is a powder that can be mixed with juice or food and contains our MultiStem product as well as provides ellagitannin support. We sell our NutraCan to distributors at $79.95 for a 370 gram container.

Three In One™ Miracle Serum™ contains methylsuflonylmethane (MSM) and is a serum applied externally with the object to provide pain relief to sore joints and muscles, invigorate scalp and tone the face. We sell our Three In One™ Miracle Serum™ to distributors at the price of $19.95 for a 2 ounce bottle.
Neuvitale™ contains Anhydrous Trimethylglycine and is a faster acting and more advanced form of our Vita-Stim product. We sell our Neuvitale™ to distributors at the price of $69.95 for a 60 capsule bottle.

Cardio Forte™ is a proprietary Arginine complex formulation designed to assist numerous body functions and as an overall health tonic. We sell our Cardio Forte™ to distributors at the price of $44.95 for a 450 gram bottle. Distributors receive commissions of between 2.5% and 20% within 30 days after purchase.

Emergent 0_2™ Water Oxygenator is an oxygen additive to bottled water. The product is designed to hydrate cells and tissues and detoxify the body. We sell our Emergent 0_2™ Water Oxygenator to distributors at the price of $29.95 for a 2 ounce bottle. Distributors receive commissions of between 2.5% and 20% within 30 days after purchase.

NeuStem™ Cell Helper is designed to stimulate adult stem cells, promote the immune system and provide antioxidants and anti-inflammatory ingredients. We sell our NeuStem™ Cell Helper to distributors at the price of $39.95 for a 60 capsule bottle.

Infinity™ Anti-Aging & Body Repair Support contains curcumin, silymarin, resveratrol, astragalus polysaccharides, L-carnosine, trimethylglycine, and vitamin C and is designed to activate SIRT-1 anti-aging genes, fight free radicals, and protect from oxidative stress which can accelerate telomere shortening. We sell our Infinity™ Anti-Aging to distributors at the price of $79.95 for a 60 capsule bottle.

Infinity Plus™ Anti-Aging & Body Repair Support contains curcumin, silymarin, resveratrol, astragalus polysaccharides, L-carnosine, trimethylglycine, and vitamin C and is designed to activate SIRT-1 anti-aging genes, fight free radicals, and protect from oxidative stress which can accelerate telomere shortening. The Infinity Plus™ product adds a proven RNA/DNA source to the formulation. We sell our Infinity Plus™ Anti-Aging to distributors at the price of $79.95 for a 60 capsule bottle.

Veral™ – The Manly Aid contains calcium, zinc, muira puama, maca, nettle, longjack, gingko, chrysin, tribulus-terrestri and black pepper. It is a men's sexual health product designed to help maintain healthy testosterone levels. We sell our Veral™ – The Manly Aid to distributors at the price of $49.95 for a 120 capsule bottle.

Research and Development

All of our research to date has been done by Dr. John Cappello, our Chief Science Advisor. Dr Cappello is a chemist. He earned a bachelor's degree in engineering from Philadelphia University, a Master's Degree in Business Administration from Drexel University and a Doctor of Osteopathic Medicine Degree from Philadelphia College of Osteopathic Medicine.

Suppliers

During the years ended December 31, 2014 and December 31, 2013 one supplier provided more than 80% of our finished products. . We do not believe that the loss of this supplier would have a material adverse effect on our financial condition or results of operations as there are other suppliers in the marketplace that would be a suitable alternative.

We outsource our warehouse and fulfillment costs using the Stephen Gould Corporation, a third-party provider. This arrangement is done under a month to month contract and calls for a payment per order picked plus a monthly pallet storage fee, recorded under warehouse and fulfillment costs.

Sources and Availability of Raw Materials

We receive all of our raw materials from a single supplier We pay for raw materials ordered within 30 days after order.

The raw materials used by us are available from a variety of suppliers. We maintain a good relationship with our supplier and do not anticipate that it will terminate its relationship with us in the near term. In the event, we are unable to obtain any of our raw materials from our supplier, we believe that we could obtain alternative sources of any raw materials from other suppliers. We do not have contracts with our supplier and we order our raw materials on an as-needed basis. We have not experienced any material adverse effect on our business as a result of shortages of raw materials or packaging materials used in of our products. An unexpected interruption or a shortage in supply of raw materials could adversely affect our business derived from these products.

Manufacturing

Raw materials are delivered to Bactolac Pharmaceuticals, Inc. who completes the finished products and delivers the finished product to Stephen Gould Corporation for fulfillment.

We do not have a written agreement with our manufacturer. Bactolac Pharmaceuticals manufacturers our products on an as-needed basis. In the event, that Bactolac Pharmaceuticals ceases to manufacture our products, we believe that we could obtain alternative manufacturers. We pay for product manufactured within thirty days after delivery of our product to Gould.

Multi-Level Marketing Program

Distributor Compensation Plan:

Our multi-level marketing compensation plan is designed to attract, retain and motivate our distributors. . Our plan has been carefully created to award success, encourage growth and development of a distributor's own organization (e.g. wide and deep) and fairly compensate each member. The generation pay provision is an exciting element of the plan that encourages down line training resulting in extended organizations.

Our compensation plan is designed to allow individuals to work at his/her own pace, with great potential for achieving financial goals. Distributors will be surrounded by up-lines and down-lines; they include people with experience, passion and the desire to help others. Financial potential is limited only by the distributor's goals and work ethics.

The objective of our compensation plan is to help distributors stay active far longer than the average two or three months, experienced by most other companies. The incentive is getting money in distributor's "pockets" the first day they join the network, while teaching them how 'People Helping People' can truly change their lives. We believe that our compensation plan will allow distributors to keep customers longer due to a simple weekly and bonus structure, innovative products, proven marketing techniques and effective training. Not only can they learn how to recruit people but training also focuses on a comprehensive understanding of the compensation plan and the financial benefits which promotes the building of a down-line organization.

Our compensation plan will pay out earned commissions that can equal as much as 38% to distributors every month. We offer an auto-ship program for distributors and customers.

Our compensation plan is a uni-level plan. The primary objective for the distributor is to produce volume within his/her organization and not to be concerned about specific numbers of distributors. The types of uni-level potential income include:

i. Retail commissions.
ii. Uni-level pay down through ten levels of your organization.
iii. Generation pay which allows you to earn commission on your organization sales.
iv. Leadership positions that share in a monthly bonus on all commissionable sales.
v. Incentives whereby distributors participate in exotic trips and world-class events.

Marketing and Sales:

The emphasis of our marketing/sales plan will be to disseminate information on a cost effective basis to an ever growing organization. Our model intends to facilitate the process by attaining the skills and organizations of established leaders who have track records in a myriad number of other multi-level marketing organizations.

By immediately entering into a relationship with these leaders, credibility will be established among the targeted community.

The marketing plan includes:

1. Active campaign to targeted leaders and organizations
2. Development of website:
   - Front end design
   - Design for the 'Distributor Only' part of the website

- Shopping cart Implementing a program where first time customers receive free product on their initial order.

3. Weekly conference calls for distributors
4. Creation of a marketing videos.
5. Public Relations events with executives, Board members, product roll-outs, and leaders.
6. Identify key leaders for the field organization and teach how to recruit
7. Prepare various product configurations for purchase
8. Create Training for:
   - Building your business (recruiting) through various vehicles, managing your business while motivating and guiding your organization of Distributors.
   - Seminars that will be combined with business training. These training seminars will be a revenue stream for the company and a requirement for advancement in rank by Distributors.
9. Prepare early recognition rewards/trips.
10. Prepare early brochures/product samples.
11. Establish regular pattern of press release
12. Prepare Press Kit.

Distributor Motivation and Training

We believe that motivation, inspiration and training are key elements in distributor success and that we and our distributor supervisors have established a consistent schedule of events to support these needs. We conduct training sessions to educate and motivate our distributors.

Distributor Development

We believe that the key contributing factors to our long-term growth and success are the recruitment of new distributors and retention of existing distributors. We are active in the development of distributors, including in the areas of recruitment, training, support, motivation and compensation.

We make the needs of our distributor a priority, in accordance with our stated corporate philosophy. We provide a high level of support services tailored to the needs of our distributors, including training meetings, educational and informative conference calls, ordering and distribution system, personalized customer service via telephone, the Internet and e-mail, 24-hour, seven days per week access to certain information through touch-tone phones and a liberal product return policy. Our support system includes a current database of all distributors and their upline and downline distributors. We also provide business development materials that we believe will increase both product sales and recruitment. We believe that enhancing a distributor's efforts through effective support mechanisms has been and will continue to be important to our success.

Management of Distributors

We take an active role in the management of our distributors. We restrict the statements and conduct of distributors by contractually binding distributors to abide by the Distributor Policies and Procedures (the "Policies and Procedures") promulgated by us. Each distributor receives a copy of the Policies and Procedures, which must be followed in order to maintain the distributor's status in the organization. Distributors are expressly forbidden from making any representation as to the possible earnings of any distributor, other than our approved statements indicating the range of actual earnings by all distributors and other required information, prepared in accordance with applicable law. Distributors are also prohibited from creating any marketing literature that has not been approved by us.

Ethical Considerations

We adhere to the code of ethics established by the DSA (Direct Selling Association)

Intellectual Property

We are licensed to use the following patents and trademarks:

Title	Product	Application Number	Filing Date	Patent Number	Issue Date	Status
Dietary Supplements Including Glucan and Fulvic Acid	NeuStem™	14/207,050	3/12/2014	Pending	Pending	Pending
Dietary Supplements Including Ellagitannins and Ellagic Acid	ResoluCan™	13/757,744	2/2/2013	Pending	Pending	Pending
Compositions for Producing Satiety	Hungarest®	12/710,161	2/22/2010	Pending	Pending	Pending
Anti-Aging Formulations	Infinity™ Anti-Aging, Infinity Plus™ Anti-Aging	13/723,503	12/21/2012	8,945,532	2/3/15	Issued
Anti-Aging Formulations	Infinity™ Anti-Aging, Infinity Plus™ Anti-Aging	13/357,280	1/24/2012	8,906,361	12/9/2014	Issued
Formulations for Promoting Stem Cell Nutrition	JDI Multi™, Infinity™ Anti-Aging, Infinity Plus™ Anti-Aging™	13/425,563	3/21/2012	8,334,131	12/18/2012	Issued
Topical and Transdermal Treatments Using Urea Formulation		12/290,744	11/3/2008	7,803,357	9/28/2010	Issued
Blue-Green Algae Composition	Vita Stim, JDI Multi™	11/788,693	4/19/2007	7,473,427	1/6/2009	Issued
Topical and Transdermal Treatments Using Urea Formulation		11/590,037	10/30/2006	7,445,783	11/4/2008	Issued

Item X. Company Facilities

On September 19, 2014, we entered into a lease for approximately 3,882 square feet at 2424 North Federal Highway, Suite 257 Boca Raton, Florida. The term of the lease is for 66 months and runs from October 1, 2014 and expires on March 31, 2020. We are obligated to pay $91,163 for annual rent in 2015. Rents increase by approximately 15% each year during the term.

Part D Management Structure:

Item XI. Directors, Executive Officers and Control Persons

Directors and Executive Officers

The following table sets forth the name, age, and position of our executive officers and directors. Executive officers are elected annually by our Board of Directors. Each executive officer holds his office until he resigns, is removed by the Board, or his successor is elected and qualified. Directors are elected annually by our shareholders at the annual meeting. Each Director holds his office until his successor is elected and qualified or his earlier resignation or removal.

Name	Age	Position
Chris Swenson	51	President, Chief Executive Officer, Director
Kevin Harrington	57	Director
M. Scott Maguire	51	Director

Chris Swenson - Chief Executive Officer

Mr. Swenson brings over 25 years of financial experience to the Company. His areas of concentration include financial analysis, strategic planning, business development and budgeting.

Since 2014 Mr. Swenson has served as the Chief Financial Officer of Neaclear , Inc. From 2009 through 2013 he served as the Chief Financial Officer of CENX, Inc., from 2001 through 2008 he served as the Vice President of Finance at Neutral Tandem (now known as Inteliquent Corp.) Chris earned his BA from the University of New Hampshire and his MBA from Babson College.

Chris is a health and fitness enthusiast with a deep knowledge of the nutraceutical market. His finance background brings a depth of experience to growing companies.

Kevin Harrington – Director

Since December 23, 2014, Kevin Harrington has been our Director. Currently, Mr. Harrington is the CEO of Starshop, the first Mobile Shopping Channel in partnership with Sprint. Previously, Mr. Harrington appeared on the ABC series "Shark Tank" as a panel member and investor. Mr. Harrington is best known as the founder of "As Seen on TV" and as a pioneer in the infomercial industry.Mr. Harrington attended the University of Cincinnati from 1976 to 1978.

M. Scott Maguire – Director

Since October 1, 2014, M. Scott Maguire has been our Director. From April of 2004, he has been the Chief Executive Officer of Xenetic Bioscience, Inc., a publicly traded company.
Mr. Maguire obtained his MBA from Babson Graduate School in 1993.
As our Director, Mr. Maguire brings his experience in public company management.

1nvolvement in Certain Legal Proceedings

No officer, director, or persons nominated for such positions, promoter or significant employee has been involved in the last ten years in any of the following:

- Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;

- Any conviction in a criminal proceeding or being subject to a pending criminal proceeding (excluding traffic violations and other minor offenses);
- Being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities or banking activities;
- Being found by a court of competent jurisdiction (in a civil action), the Commission or the Commodity Futures Trading Commission to have violated a federal or state securities or commodities law, and the judgment has not been reversed, suspended, or vacated;
- Having any government agency, administrative agency, or administrative court impose an administrative finding, order, decree, or sanction against them as a result of their involvement in any type of business, securities, or banking activity;
- Being the subject of a pending administrative proceeding related to their involvement in any type of business, securities, or banking activity; and/or
- Having any administrative proceeding been threatened against you related to their involvement in any type of business, securities, or banking activity.

Key Employees

Dr. John Cappello, Chief Science Advisor

Since August 2014, Dr. John Cappello has been our Chief Science Advisor. For the past five years prior to becoming our Chief Science Advisor, Dr. Cappello served as President and Treasurer of the company.

In 1967, Dr. Cappello received a Bachelor's Degree in Chemistry from Philadelphia University. In 1968, Dr. Cappello obtained a Master's Degree in Business Administration from Drexel University. In 1978, Dr. Cappello received his Doctor of Osteopathic Medicine Degree from Philadelphia College of Osteopathic Medicine.

Item XII: Financial Information for Company's most recent fiscal quarter.

The Financial Statements for the quarter ended September 30, 2015 are included with this report and marked Exhibit A.

Item XIV: Beneficial Owners

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth certain information regarding our shares of common stock beneficially owned as of July 01, 2015, for (i) each stockholder known to be the beneficial owner of 5% or more of our outstanding shares of common stock, (ii) each named executive officer and director, and (iii) all executive officers and directors as a group. A person is considered to beneficially own any shares: (i) over which such person, directly or indirectly, exercises sole or shared voting or investment power, or (ii) of which such person has the right to acquire beneficial ownership at any time within 60 days through an exercise of stock options or Warrants or otherwise. Unless otherwise indicated, voting and investment power relating to the shares shown in the table for our directors and executive officers is exercised solely by the beneficial owner or shared by the owner and the owner's spouse or children.

For purposes of this table, a person or group of persons is deemed to have "beneficial ownership" of any shares of common stock that such person has the right to acquire within 60 days of the date of this Disclosure Statement.

Name and Address of Beneficial Owner	Amount of Beneficial Ownership	Direct Ownership	Indirect Ownership	Percentage of Class
Executive Officers and Directors				
Kevin Harrington, Director	900,000	900,000		2.2%
M. Scott Maguire, Director	100,000	100,000		0.2%
Other 5% Holders				
John Cappello, Chief Science Advisor (4)(8)	7,529,876	5,529,876	2,000,000	18.5%
Gregory McCauley (5)	7,669,550	7,669,550		18.8%
Francis Magliochetti(6)	4,000,000	500,000	3,500,000	9.8%
Emergent Health Management Group, LLC (7) (8)	4,455,000	4,455,000		10.9%
Steven Hussey, Former Chief Executive Officer (2)	5,984,550	5,984,550		14.7%
Total Shares owned by our officers and directors	**1,210.000**			**3%**

(1) Based on 40,730,000 common stock issued and outstanding as of the date of this Quarterly report statement. Beneficial ownership is determined in accordance with the rules of the SEC and generally includes voting or investment power with respect to securities. Except as otherwise indicated, we believe that the beneficial owners of the common stock listed above, based on information furnished by such owners, have sole investment and voting power with respect to such shares, subject to community property laws where applicable.

(2) Stephen Hussey, our former Chief Executive Officer and Director, holds 5,984,550 common shares indirectly held by Stephen Hussey IRA.
(3) David P. Jones, Ph.D. purchased 10,000 common shares in an open market purchase on December 4, 2014, and received 100,000 shares on December 15, 2014 for services rendered.
(4) Dr. John Cappello holds 5,529,876 common shares directly and holds 2,000,000 shares indirectly in the name of Castle Holding Corp., an entity controlled by him and Cappello's, Inc., a South Carolina Corporation he controls. This does include 415,800 shares held in escrow pursuant to a Stock Purchase Agreement dated August 27, 2014 between Parcae Capital Corp. and Clover Capital Corp, John Cappello and Cappello's Inc.
(5) Gregory McCauley, our Corporate Counsel, holds 7,669,550 shares directly.
(6) Francis Magliochetti holds 500,000 shares directly and 3,500,000 shares in the name of the FPM QTIP Trust. The trust has an independent trustee and Mr. Magliochetti is the sole beneficiary.
(7) Kimberly Halvorson, a former employee, holds 2,160,675 shares which represents 48.5% of the shares held by Emergent Health Management Group, LLC.
(8) Does not include any additional shares of common stock that may be issued pursuant to the fully ratchet anti-dilution provisions contained in the Stock Purchase Agreement entered into between Dr. Cappello, Parcae Capital and Clover Capital.

Involvement in Certain Legal Proceedings

None.

Family Relationships

There are no family relationships between or among the directors, executive officers or persons nominated or chosen by us to become directors or executive officers.

Item XV. Company Professionals

Legal Counsel
Jeffrey G. Klein
301 Yamato Road
Suite 1240
Boca Raton, FL 33431
Office: (561)953-1126
Fax: (561)994-6693
Cell: (561)414-1640
jklein@jkleinlegal.com

Accountant
Yoshida & Solkolski, PC
20 Burlington Mall Road
Burlington, MA 01803
781-273-1010
Fax: 781-270-3532
www.yoshcpa.com

Auditor

Anton and Chia, LLP
3501 Jamboree Road
Newport Beach, CA 92660
949-769-8905
infor@ancsecservices.com

Item XVI. Management's Discussion and Analysis or Plan of Operation

Our marketing plan calls for a rebranding strategy with a targeted series of well designed campaigns that have been successfully implemented previously and are being utilized currently by other direct sales companies. We are also currently recruiting senior sales executives to help implement this plan.

We have s a targeted demographic strategy within the Hispanic market. According to recently conducted research, the Hispanic community represents an untapped market. Already the largest minority in the U.S., their numbers continue to grow faster than any other group. Between 2000 and 2010, the Hispanic population grew by 43%, or four times the nation's 9.7% growth rate. We are recruiting seasoned direct selling Hispanic leaders who have expressed discontent with the way that most direct selling companies treat the needs of Hispanic entrepreneurs and customers. This includes, but is not limited to, producing all of the Cellaviv marketing materials and resources in Spanish.

Product Strategies

Cellaviv

This is the company's new direct selling division. We have decided to combine two specific, proven and cost effective strategies inside of this model to optimize growth in 2015. Cellaviv

Our Products

- MultiStem contains all the major multi vitamins & minerals including vitamin D.
- Hungarest® is designed to suppress the appetite, improve mood and increase energy.
- Vita-Stim Stem Cell Nutrition is designed to stimulate adult stem cells and improve overall health and wellness.
- NutraCan Nutritional Support is a powder that can be mixed with juice or food and contains our MultiStem product as well as provides
- Three In One™ Miracle Serum™ is a serum applied externally with the object to provide immediate pain relief to sore joints and muscles, invigorate scalp and tone the face.
- Neuvitale™ is a faster acting and more advanced form of our Vita-Stim product.
- Cardio Forte™ is designed to assist numerous body functions and as an overall health tonic.
- Emergent 0_2™ Water Oxygenator is an oxygen additive to bottled water. The product is designed to hydrate cells and tissues and detoxify the body.
- NeuStem™ Cell Helper is designed to stimulate adult stem cells, promote the immune system and provide antioxidants and anti-inflammatory ingredients.
- Infinity™ Anti-Aging & Body Repair Support, designed to activate SIRT-1 anti-aging genes, fight free radicals, and protect from oxidative stress which can accelerate telomere shortening.
- Infinity Plus™ Anti-Aging & Body Repair Support is designed to activate SIRT-1 anti-aging genes, fight free radicals, and protect from oxidative stress.
- Veral™ is a men's sexual health product designed to help maintain healthy testosterone levels.
- Cellviver Shake is a shake designed to help with weight loss, provide increased energy and improve digestion and regularity

Weight Loss Program

The Company is presenting a simple and effective weight loss program with the following products as part of a package: ***Hungarest, Cellviver,and SomniBurn.***

Sample weight loss menu using our patented and patent pending products:

- **1 Cellviver Shake** at Breakfast in the Morning
  2 Hungarest in morning
- LUNCH 3 ounces of lean protein with unlimited low glycemic vegetables.
- **2 Hungerest** in midafternoon ½ hour before snack
  Snack- at midafternoon- fruit with serving protein
  DINNER 3 ounces of Protein, ½ cup brown rice and or sweet potato unlimited low glycemic vegetables
  1/2 Avacoado and or healthly fats (olive oil, almond oil, coconut oil
  1 **1 SomniBurn** at bedtime at about 8:00 PM
  BEDTIME snack low glycemic vegetables with portion of protein

We will continue to work with Dr. Cappello and others to develop new products.

Sales price for our products generally range from $19.95 to $95.95.

PART E Issuance History

Item XVII . List of securities offerings and shares issued for services in the past two years

On November 12, 2013, Emergent President, John V. Cappello (JVC), experiencing poor health and recognizing the need to attract new management, entered into a Stock Purchase Agreement with Parcae Capital Corporation (Parcae), a Massachusetts company, and Clover Capital Corp (Clover)., a Pennsylvania company controlled by Gregory McCauley. Parcae and Clover agreed to purchase 11,880,000 shares of common stock from JVC for $800,000, restructure the company, install new management, update the Company's books and records, have an audit of the Company's 2012 and 2013 financial statements performed and facilitate the filing of an S-1 Registration Statement with the SEC.

On May 29, 2014, we entered into a consulting agreement with Parcae and Clover. We issued 15,000,000 common shares in total to Parcae and Clover for their services. Their services include assistance with the closing of a May 30, 2014 Amended Stock Purchase Agreement, development of our business plan, accounting services, assisting with regulatory filings and assisting the Company with its capital formation activities.

On August 27, 2014, the Stock Purchase Agreement closed and Stephen Hussey and Kimberly Halvorson joined our management team. On September 13, 2014 John Launie was appointed the Company's Chief Financial Officer.

In November and December 2014, the Company raised $200,000.00 through a subscription agreement. The Company authorized the issuance of 930,000 shares of restricted Rule 144 common stock. The securities were exempt from registration under Section 4(2) of the Securities Act. All investors were accredited investors and were provided with all requested information before investing.

Part F Exhibits
Exhibit A
Financial Statements YTD September 2015

Item XXI CERTIFICATIONS

I, Chris Swenson certify that:

1. I have reviewed this Initial Disclosure Statement of Emergent Health Corp.

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.

_____

Chris Swenson, CEO

Item XXI CERTIFICATIONS

I, Chris Swenson certify that:

1. I have reviewed this Initial Disclosure Statement of Emergent Health Corp.

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.



Chris Swenson, CEO

Emergent Health Corp
Balance Sheet
As of September 30, 2015

	Sep 30, 15
ASSETS	
Current Assets	
Checking/Savings	
10000 · Penn Liberty Checking	11,224.87
10100 · Penn Liberty Savings	10,003.12
10300 · Wells Fargo Checking 2695	9,132.58
10400 · Wells Fargo Saving 0217	500.00
10600 · Wells Fargo Checking 2387	-262.11
10800 · Wells Fargo Savings 4287	13.58
10900 · Cash	-800.00
Total Checking/Savings	29,812.04
Other Current Assets	
11000 · Note Receivable	356,559.00
11200 · Tax Refund Receivable	18,965.16
11400 · Patent	
14120 · Accum. Amort.- Patent	-2,699.00
11400 · Patent - Other	7,978.00
Total 11400 · Patent	5,279.00
14200 · Office Furniture and Equipment	
14100 · Accum. Amort-Dep. & Office Equi	-2,351.00
14200 · Office Furniture and Equipment - Other	3,198.99
Total 14200 · Office Furniture and Equipment	847.99
Total Other Current Assets	381,651.15
Total Current Assets	411,463.19
Other Assets	
11300 · Security Deposit	17,688.00
Total Other Assets	17,688.00
TOTAL ASSETS	**429,151.19**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
21000 · Accounts Payable	29,343.63
Total Accounts Payable	29,343.63
Other Current Liabilities	
23100 · Payroll Liabilities	6,000.00
25000 · Accrued Expenses	-9,230.76
31000 · Additional Paid in Capital	162,500.00
Total Other Current Liabilities	159,269.24
Total Current Liabilities	188,612.87
Long Term Liabilities	
31500 · Subscriptions Receiveable	40,000.00
Total Long Term Liabilities	40,000.00
Total Liabilities	228,612.87

Emergent Health Corp
Balance Sheet
As of September 30, 2015

	Sep 30, 15
Equity	
30000 · Opening Balance Equity	811,951.71
32000 · Retained Earnings	0.01
Net Income	-611,413.40
Total Equity	200,538.32
TOTAL LIABILITIES & EQUITY	**429,151.19**

Emergent Health Corp
Statement of Cash Flows
January through September 2015

	Jan - Sep 15
OPERATING ACTIVITIES	
Net Income	-782,636.56
Adjustments to reconcile Net Income to net cash provided by operations:	
11000 · Note Receivable	34,000.00
11200 · Tax Refund Receivable	29,722.84
14200 · Office Furniture and Equipment	-847.99
21000 · Accounts Payable	200,566.79
23100 · Payroll Liabilities	6,000.00
25000 · Accrued Expenses	-9,230.76
31000 · Additional Paid in Capital	162,500.00
Net cash provided by Operating Activities	-359,925.68
FINANCING ACTIVITIES	
31500 · Subscriptions Receiveable	40,000.00
30000 · Opening Balance Equity	5,000.00
Net cash provided by Financing Activities	45,000.00
Net cash increase for period	-314,925.68
Cash at beginning of period	344,737.72
Cash at end of period	**29,812.04**

Emergent Health Corp
Statement of Cash Flows
July through September 2015

	Jul - Sep 15
OPERATING ACTIVITIES	
Net Income	-281,412.38
Adjustments to reconcile Net Income to net cash provided by operations:	
11200 · Tax Refund Receivable	29,722.84
21000 · Accounts Payable	161,269.27
23100 · Payroll Liabilities	6,000.00
25000 · Accrued Expenses	-9,230.76
31000 · Additional Paid in Capital	-1,500.00
Net cash provided by Operating Activities	-95,151.03
Net cash increase for period	-95,151.03
Cash at beginning of period	124,963.07
Cash at end of period	**29,812.04**

EMERGENT HEALTH CORPORATION NOTES TO CONDENSED UNAUDITED FINANCIAL STATEMENTS
Ending September 30, 2015

1. Nature of Business

Emergent Health Corp, ("EHC" or the "Company") was incorporated in the State of Nevada on April 27, 2006. The Company engages in the development and sale of proprietary regenerative medicine, nutraceuticals and phytonutritionals in the United States and internationally. The current product offerings are rooted in patent and patent pending nutrition formulas that are marketed through a direct to consumer sales model that has been successful in growing a stream of approximately $1 million in revenue annually with more than 800 customers. The Company's current marketing plan calls for a rebranding strategy to the name "Cellaviv" with a targeted series of well-designed campaigns that have been successfully implemented previously and are being utilized currently by other direct sales companies. EHC has licensed patented and patent pending nutritionally designed products such as JDI MultiVitamin Multi Mineral With Stem Cell Nutrition, Hungarest Diet & Energy Aid, Vita-Stim Concentrate, Vita-Stim Stem Cell Nutrition, Neuvitale Life Support, EmergentO2 Water Oxygenator, Miracle Serum, Cardio Forte, Infinity and Infinity Plus Anti Aging, NeuStem Cell Helper and Nutracan.

2. Summary of Significant Accounting Policies

Basis of Presentation

The condensed unaudited financial statements have been prepared in accordance with generally accepted accounting principles ("GAAP").

Reclassification

Certain amounts previously reported have been reclassified to conform to the current period presentation. The reclassifications were made to change the income statement presentation to provide the users of the financial statements additional information related to the operating results of the Company. These reclassifications include reclassifying the Company's warehousing and fulfillment costs to Cost of Sales, as these warehousing and fulfillments related expenditures were previously grouped with Operating expenses. The reclassifications had no effect on net income or assets and liabilities.

Use of Estimates

Preparation of the Company's condensed unaudited financial statements in conformity with United States GAAP requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosures of contingent assets and liabilities as well as the reported amounts of revenue and expenses. Accordingly, actual results could differ from those estimates. There are no estimates used in the preparation of the financial statements.

Cash and Cash Equivalents

Cash and cash equivalents, if any, include all highly liquid instruments with an original maturity of three months or less at the date of purchase. As of September 30, 2015, the Company had no cash equivalents.

Concentration of Risk

Financial instruments that potentially subject the Company to concentration of credit risk consist principally of cash. The Company places its cash with high quality banking institutions and may at times exceed federally insured limits of $250,000.

FairValue of Financial Instruments

The Company accounts for the fair value of financial instruments in accordance with the FASB ASC Topic 820, Fair Value Measurements and Disclosures ("Topic 820"). Topic 820 defines fair value, establishes a three-level valuation hierarchy for disclosures of fair value measurement and enhances disclosure requirements for fair value measures.

EMERGENT HEALTH CORPORATION NOTES TO CONDENSED UNAUDITED FINANCIAL STATEMENTS

The three levels are defined as follows:

- Level 1 inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.
- Level 3 inputs to the valuation methodology are unobservable and significant to the fair measurement.

The fair value of the Company's cash, accounts payable and accrued expenses approximate carrying value because of the short-term nature of these items.

Revenue Recognition

The Company recognizes revenues when delivery of goods or completion of services has occurred provided there is persuasive evidence of an agreement, acceptance has been approved by its customers, the fee is fixed or determinable based on the completion of stated terms and conditions, and collection of any related receivable is probable. The Company records revenue when an order is filled. The Company typically receives payment via credit card at the time the order is made.

Sales Returns and Allowances

The Company's policy is to refund the amount of a purchase within thirty days of the sale if the customer is not satisfied with the product.

Inventories

Inventories consist primarily of finished goods of bottled supplements and raw materials used in their production and are stated at the lower of cost (first-in first-out method) or market value. The Company is a Distributor and outsources the manufacturing of its products. The outsourcing costs are included in finished goods and cost of goods sold. There is no reserve for obsolescence in any of the inventory amounts presented, as the Company considers all goods current and sellable.

The Company records shipping costs in accordance with EITF 00-10 Accounting for Shipping and Handling Fees and Costs. The company offers a money back return policy YTD 2015 the company has returned $1,136.93 in products to the customers.

Intangible Assets

The Company capitalizes costs associated with the acquisition of patents and trademarks. It amortizes these costs over fifteen years using the straight line method. The costs on the Balance Sheet are for trademarks registered in the name of EHC.

Income Taxes

The Company account for income taxes under the asset and liability method. Deferred tax assets and liabilities are recognized for 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 the 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 recorded, when necessary, to reduce deferred tax assets to the amount expected to be realized.

As a result of the implementation of certain provisions of ASC 740, Income Taxes ("ASC 740"), which clarifies the accounting and disclosure for uncertainty in tax positions, as defined, ASC 740 seeks to reduce the diversity in practice associated with certain aspects of the recognition and measurement related to accounting for income taxes. We adopted the provisions of ASC 740 as of January 1, 2007, and have analyzed filing positions in each of the federal and state jurisdictions where we are required to file income tax returns, as well as all open tax years in these jurisdictions. We have identified the U.S. federal and Pennsylvania as our "major" tax jurisdictions. Generally, we remain subject to Internal Revenue Service examination of our 2009 through 2011 U.S. federal income tax returns, and remain subject to Pennsylvania Franchise Tax Board examination of our 2008 through 2011 Pennsylvania Franchise Tax Returns.

We believe that our income tax filing positions and deductions will be sustained on audit and do not anticipate any adjustments that will result in a material change to our financial position. Therefore, no reserves for uncertain income tax positions have been recorded pursuant to ASC 740. In addition, we did not record a cumulative effect

adjustment related to the adoption of ASC 740. Our policy for recording interest and penalties associated with income-based tax audits is to record such items as a component of income taxes.

Commissions

The Company pays commission expense to its distributors under an MLM arrangement down to seven levels at the rates of 20%, 10%, 10%, 2.5%, 2.5%, 2.5% and 2.5%, respectively. Commissions are earned by the distributors at the time of sale. The Company records commission expense in accordance with EITF 01-9 Accounting for Consideration Given by a Vendor to a Customer. Accordingly, the commission expense is shown in the financial statements as a reduction to sales. Commission expense YTD as of September 30, 2015.is $26,553.45.

Basic and Diluted Earnings per Share

The Company computes net income per share in accordance with ASC 260, *Earnings per Share.* ASC 260 requires presentation of both basic and diluted earnings per share ("EPS") on the face of the income statement. Basic EPS is computed by dividing net income available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method. In computing diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options, warrants or debentures. Diluted EPS excludes all dilutive potential shares if their effect is anti-dilutive. A convertible note in the amount of $216,000 was converted into 1,800,000 common shares as of June 1, 2012.

3. Going Concern

For the Company to stay compliant as a public entity, we will have to comply with numerous financial reporting and legal requirements, including those pertaining to audits and internal control. The costs of this compliance could be significant. If our revenues are insufficient, and/or we cannot satisfy many of these costs through the issuance of our shares, we may be unable to satisfy these costs in the normal course of business that would result in our being unable to continue as a going concern.

4. Inventories

The components of inventories are as follows at the respective dates:	**September 30, 2015**	
September 30 2015		
Raw materials	$ 89,100	$ 124,060
Finished goods	64,651	83,573