

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

CYIOS Corporation

258 South Military Trail
Deerfield Beach, FL 33442

617-504-3635
www.cyioscorporation.com
info@choicewellnessbrands.com
SIC 7389

Quarterly Report **For the Period Ending: 3/31/2022** (the "Reporting Period")

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

133,444,215

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

124,069,624

As of December 31, 2020, the number of shares outstanding of our Common Stock was:

91,995,193

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:

Yes: No:

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

(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.

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.

CYIOS Corp.
Formerly=China Printing, Inc. until 11-05
Formerly=WorldTeq Group International, Inc. until 4-05
Formerly=A1 Internet.com, Inc. until 12-01
Formerly=Halo Holdings of Nevada, Inc. until 5-99

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):

CYIOS was incorporated under the laws of the state of Nevada on October 13, 1997 as Halo Holdings of Nevada, Inc. The Company is "active" with the state of Nevada

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:

None

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

258 South Military Trail
Deerfield Beach, FL 33442

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:	<u>CYIO</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>23256Y108</u>	
Par or stated value:	<u>\$.001</u>	
Total shares authorized:	<u>285,000,000</u>	as of date: <u>March 31, 2022</u>
Total shares outstanding:	<u>133,444,215</u>	as of date: <u>March 31, 2022</u>
Number of shares in the Public Float ² :	<u>105,036,692</u>	as of date: <u>March 31, 2022</u>
Total number of shareholders of record:	<u>108</u>	as of date: <u>March 31, 2022</u>

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

Trading symbol: _____
Exact title and class of securities outstanding: _____
CUSIP: _____
Par or stated value: _____
Total shares authorized: _____ as of date: _____
Total shares outstanding: _____ as of date: _____

Transfer Agent

Name: Equiniti (formerly Corporate Stock Transfer)
Phone: 303-282-4800
Email: shari.humphries@equiniti.com
Address: 3200 Cherry Creek South Drive, Suite 430, Denver, CO 80209

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:

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.

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

Shares Outstanding as of Second Most Recent Fiscal Year End:
Opening Balance
 Date 12/31/2019 Common: 36,311,640
 Preferred: 10,000,000

*Right-click the rows below and select "Insert" to add rows as needed.

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.
1/7/20	<u>New</u>	3,631,164	<u>Common</u>	<u>.001</u>	<u>Yes</u>	J-RICKS LLC <u>Christopher Balmford</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)(1)</u>
1/14/20	<u>New</u>	3,571,428	<u>Common</u>	<u>.07</u>	<u>No</u>	CICERO TRANSACT GROUP INC. <u>Michael Woloshin</u>	<u>Goods and Services Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
1/15/20	<u>New</u>	1,100,000	<u>Common</u>	<u>.001</u>	<u>Yes</u>	J-RICKS LLC <u>Christopher Balmford</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)(1)</u>
3/13/20	<u>Cancellation</u>	-10,000,000	<u>Series A Preferred</u>		<u>N/A</u>	Timothy Carnahan	<u>Separation Agreement</u>	<u>N/A</u>	<u>N/A</u>
3/19/20	<u>New</u>	4,400,000	<u>Common</u>	<u>.001</u>	<u>Yes</u>	J-RICKS LLC <u>Christopher Balmford</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)(1)</u>
3/25/20	<u>New</u>	4,450,961	<u>Common</u>	<u>.001</u>	<u>Yes</u>	J-RICKS LLC <u>Christopher Balmford</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)(1)</u>
4/20/2020	<u>New</u>	5,340,000	<u>Common</u>	<u>.001</u>	<u>Yes</u>	J-RICKS LLC <u>Christopher Balmford</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>4(a)(1)</u>
5/6/2020	<u>New</u>	20,000	<u>Series D Preferred</u>	<u>N/A</u>	<u>N/A</u>	Choice Wellness LLC David Lewis	<u>Acquisition Consideration</u>	<u>Restricted</u>	<u>4(a)(2)</u>
5/7/2020	<u>New</u>	10,000	<u>Series B Preferred</u>	<u>N/A</u>	<u>N/A</u>	John O'Shea	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
5/7/2020	<u>New</u>	15,000	<u>Series C Preferred</u>	<u>N/A</u>	<u>N/A</u>	John O'Shea	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>

5/8/2020	New	2,500	<u>Series D Preferred</u>	N/A	N/A	John O'Shea	<u>Director Fee</u>	Restricted	4(a)(2)
5/8/2020	New	5,800,000	<u>Common</u>	.001	Yes	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
5/8/2020	New	7,500	<u>Series D Preferred</u>	N/A	N/A	David Lewis	<u>CEO Compensation</u>	Restricted	4(a)(2)
5/8/2020	New	2,500	<u>Series D Preferred</u>	N/A	N/A	David Lewis	<u>Director Fee</u>	Restricted	4(a)(2)
6/26/2020	New	6,400,000	<u>Common</u>	.001	Yes	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
07/27/20	<u>New</u>	7,000,000	<u>Common</u>	.001	Yes	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
09/21/20	<u>New</u>	7,700,000	<u>Common</u>	.001	Yes	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
10/29/20	<u>New</u>	6,290,000	<u>Common</u>	.001	Yes	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
1/11/21	New	9,000,000	Common	.001	N/A	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
1/28/21	New	2,250,000	Common	.001	N/A	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
2/9/21	New	2,000,000	Common	.001	N/A	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
2/10/21	New	3,500,000	Common	.022	No	David Lewis	<u>Employment Agreement – Pursuant to grant of October 1, 2020</u>	Restricted	4(a)(2)
2/10/21	New	3,500,000	Common	.022	No	John O'Shea	<u>Employment Agreement - Pursuant to grant of October 1, 2020</u>	Restricted	4(a)(2)
2/18/21	New	333,333	Common	.15	N/A	Michael Johnson	<u>Debt Conversion</u>	Restricted	4(a)(1)
2/23/21	New	333,333	Common	.15	N/A	David Ditman	<u>Debt Conversion</u>	Restricted	4(a)(2)
3/3/21	New	11,000,000	Common	.001	N/A	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)
3/15/21	New	333,333	Common	.15		Derek Werner	<u>Debt Conversion</u>	Restricted	4(a)(2)
3/16/21	Cancel	(15,226,294)	Common	N/A	N/A	Timothy Carnahan	<u>Agreement</u>	N/A	N/A
4/6/21	New	333,333	Common	.075	N/A	Derek Werner	<u>Debt Conversion</u>	Restricted	4(a)(2)
5/11/21	New	600,000	Common	\$.17 Cost per share	N/A	Marko Radisic	<u>Advisory Agreement</u>	Restricted	4(a)(2)
5/14/21	New	100,000	Common	\$.17 Cost per share	N/A	Ally Medina	<u>Advisory Agreement</u>	Restricted	4(a)(2)
5/14/21	New	100,000	Common	\$.17 Cost per share	N/A	Ryan Luther	<u>Advisory Agreement</u>	Restricted	4(a)(2)
5/14/21	New	100,000	Common	\$.17 Cost per share	N/A	Nassar Azimi	<u>Advisory Agreement</u>	Restricted	4(a)(2)
6/1/2021	New	500,000	Common	\$.025 Cost per share	NA	Leigh Smith	<u>Advisory Agreement</u>	Restricted	4(a)(2)
7/15/21	New	10,000,000	Common	\$0.001 cost per share	NA	J-RICKS LLC Christopher Balmford	<u>Debt Conversion</u>	<u>Unrestricted</u>	4(a)(1)

- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ 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 statements in a separate report as described 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 in the field below. Financial Statements must be compiled in one document.

The unaudited financial statements for the quarter ended March 31, 2022 are attached hereto

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

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")

CYIOS Corporation (the Company) is incorporated in the State of Nevada. The Company focuses on developing and marketing specialty branded products in the Health and Wellness markets. The Company is currently headquartered in Florida. At this time, the Company is revenue producing and is selling product under its own private label and other branded products in the Health and Wellness market segment. On May 7, 2020, the Company acquired Choice Wellness Inc, a health and wellness company that has developed a specialty brand of CBD products and sanitizers. In May 2021, the Company acquired Helio Lending in an all stock transaction with 50% of the shares escrowed until certain milestones are met. Helio is a CeFi (Centralized Finance) aggregator providing customers with a wide array of loan structures and deposit options available to cryptocurrency owners with competitive rates on a global basis, from a variety of loan vendors.

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

Choice Wellness Inc., a Wyoming corporation, wholly owned subsidiary (as of May 7, 2020)

Helio Lending, PTY., an Australian corporation, wholly owned subsidiary (as of May 2021)

- C. Describe the issuer's principal products or services.

CYIOS Corporation has two wholly owned subsidiaries. Choice Wellness, Inc. is focused on developing and marketing specialty branded products in the Health and Wellness markets, including the "DR's CHOICE" and "24" brand of products. Helio Lending PTY, is a CeFi aggregator providing customers with a wide array of loan structures and deposit options available to cryptocurrency owners with competitive rates on a global basis, from a variety of loan vendors.

6) 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 and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, 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 leases space for \$500 per month on a month-to-month basis.

7) Company Insiders (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 or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

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
<u>David Lewis</u>	<u>CEO/Director</u>	<u>Boca Raton, FL</u>	<u>14,260</u>	<u>Series D Preferred (2)</u>	<u>43.9%</u>	On May 8, 2020 Mr. Lewis assigned 4,990 Series D Preferred shares to DBL Group LLC, a non-affiliate. On October 1, 2020 the Board of Directors issued David Lewis 3,500,000 shares of the Company's common stock that were not issued until the first quarter of 2021
<u>John O'Shea</u>	<u>Director/Chairman of the Board</u>	<u>Melbourne, Australia</u>	<u>10,000</u> <u>15,000</u> <u>2,500</u>	<u>Series B Preferred</u> <u>Series C Preferred (1)</u> <u>Series D Preferred (2)</u>	<u>100%</u> <u>100%</u> <u>7.7%</u>	On October 1, 2020 the Board of Directors issued John O'Shea 3,500,000 shares of the Company's common stock that were not issued until the first quarter of 2021

(1) Each share of Series C Preferred Stock shall be convertible, at the option of the holder thereof, at any time and from time to time, and without the payment of additional consideration by the holder thereof, into that number of fully paid and nonassessable shares of Common Stock (whether whole or fractional) equal to 0.001% of the total number of shares of Common Stock outstanding at the Conversion Time

(2) Each share of Series D Preferred Stock shall be convertible, at the option of the holder thereof, at any time and from time to time, and without the payment of additional consideration by the holder thereof, into that number of fully paid and nonassessable shares of Common Stock (whether whole or fractional) equal to 0.001% of the total number of shares of Common Stock outstanding at the Conversion Time

(3) David Greene resigned as an officer of the Company on October 1, 2020. He had no disputes or disagreements with the Company.

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.

In the Matter of Traci J. Anderson, CPA, Timothy W. Carnahan, and CYIOS Corporation (File No. 3-16386). On February 3, 2020 the Company filed its Petition for Review of the Initial Decision in this matter. The Petition is pending, and the Company intends to vigorously pursue the Petition and any additional appeals, if necessary

On February 13, 2015, the Securities and Exchange Commission entered an "Order Instituting Administrative And Cease- And-Desist Proceedings" The SEC alleged that the Company, its then CEO Timothy Carnahan and its accountant Traci J. Anderson violated certain provisions of the Sarbanes-Oxley Act of 2002, the Securities Exchange Act of 1934 and certain rules promulgated thereunder including the failure to properly assess the Company's internal controls. Ms. Anderson was dismissed from the action on December 21, 2015.

On June 21, 2018, "[i]n light of the Supreme Court's decision in Lucia v. SEC," 138 S. Ct. 2044 (2018), the Commission stayed all pending administrative proceedings, including this one; the stay was operative through August 22, 2018. On August 22, 2018, the Commission ended the stay and ordered a new hearing in each affected proceeding before an administrative law judge who had not previously participated in the proceeding.

On January 10, 2020, the Administrative Law Judge entered an initial decision seeking a cease and desist against the Company and Carnahan and seeking to impose monetary penalties against the Company in excess of \$500,000. On February 3, 2020, the Company filed its Petition for Review of the Initial Decision. On January 25, 2021 the Administrative Law Judge granted the Company's Petition for Review and set a briefing schedule. The Company has filed its initial and reply briefs in the matter. Former CEO Carnahan has filed a separate brief on his own behalf. There can be no certainty regarding the outcome of the appeal or the timeframe in which there may be a decision.

CYIOS Corp. v Carnahan, CASE NO. CACE-21-007984, Circuit Court of the 17th Judicial District in and For Broward County, Florida. On April 20, 2021 the Company filed a lawsuit against Timothy W. Carnahan, the former CEO of the

Company. The Complaint contains six causes of action including breach of fiduciary duty, Gross Negligence, Unjust enrichment, Disgorgement pursuant to Section 304 of the Sarbanes Oxley Act of 2002, Declaratory Relief, and a Temporary Restraining Order. The Company alleges that Mr. Carnahan acted outside the scope of his authority in issuing to himself 5,000,000 shares of common stock as a performance bonus. The Company believes that the shares should be returned to the Company and canceled.

9) Third Party Providers

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

Securities Counsel

Name: Jonathan Leinwand, Esq.
Firm: Jonathan D. Leinwand, P.A.
Address 1: 18305 Biscayne Blvd., Suite 200
Address 2: Aventura, FL 33160
Phone: 954-903-7856
Email: jonathan@jdlpa.com

Accountant or Auditor

Name: J.D. Patterson
Firm: Patterson CPAs, LLC
Address 1: 722 West Shepard Lane, Suite 101
Address 2: Farmington, UT 84025
Phone: 801-451-8886
Email: john@gapcpas.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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: Jonathan Leinwand, Esq.
Firm: Jonathan D. Leinwand, P.A.
Nature of Service: Legal
Address 1: 18305 Biscayne Blvd., Suite 200
Address 2: Aventura, FL 33160
Phone: 954-903-7856
Email: jonathan@jdlpa.com

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, David Lewis certify that:

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

5/20/22 [Date]

/s/ David Lewis [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, John O'Shea certify that:

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

5/20/22 [Date]

/s/ John O'Shea [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

CYIOS Corporation

**Consolidated Financial Statements
Unaudited**

**For the period Ended
March 31, 2022**

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CYIOS CORPORATION
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	As of March 31, 2022	As of December 31, 2021
	<u> </u>	<u> </u>
ASSETS		
Cash	\$ 179,765	\$ 338,264
Accounts Receivable	65,000	776
Inventory	8,189	8,189
Prepaid and Other Current Assets	98,499	111,624
Total Current Assets	<u>351,453</u>	<u>458,853</u>
Investments	54,591	54,591
License Agreement	300,000	300,000
Goodwill	925,000	675,000
Other Assets	235,114	80,350
TOTAL ASSETS	<u><u>1,866,158</u></u>	<u><u>1,568,794</u></u>
 LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts Payable and Accrued Expenses	\$ 159,390	\$ 70,745
Current Portion of Convertible Notes	1,769,142	1,514,309
Related Party Convertible Note	80,955	80,955
Related Party Payable	10,238	10,238
Total Current Liabilities	<u>2,019,725</u>	<u>1,676,248</u>
 SHAREHOLDERS' EQUITY		
Common Stock, \$.001 par value, 285,000,000 shares authorized, 133,444,215 and 124,069,624 shares issued and outstanding, respectively	133,445	124,070
Preferred Stock	10,058	10,058
Additional Paid-in Capital	28,044,451	27,324,825
Common Stock Issuable	710,222	910,222
Retained Deficit	<u>(29,051,743)</u>	<u>(28,476,628)</u>
Total Shareholder's Equity	<u>(153,567)</u>	<u>(107,453)</u>
 LIABILITIES AND SHAREHOLDERS' EQUITY	 <u><u>\$ 1,866,158</u></u>	 <u><u>\$ 1,568,794</u></u>

The Accompanying Notes are an Integral Part of These Consolidated Financial Statements

CYIOS CORPORATION
CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	For the Three Months Ended March 31, 2022	
	2021	
INCOME		
Revenues	\$ 134,997	\$ 8,861
Less:		
Cost of Revenues	(156)	(11,832)
Gross Profit	134,842	(2,971)
EXPENSES		
Advertising and Promotion	16,437	-
Consulting	460,625	-
Legal and Professional Fees	16,775	-
General and Administrative	117,073	189,503
Total Expenses	610,910	189,503
Income from Operations	(476,068)	(192,474)
Other Income and Expense		
Interest Expense	(99,047)	(7,538)
NET LOSS	\$ (575,115)	\$ (200,012)

The Accompanying Notes are an Integral Part of These Consolidated Financial Statements

CYIOS CORPORATION
CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY
(Unaudited)

	Common Stock		Preferred Stock		Additional Paid-In Capital	Common Stock Issuable	Retained Earnings	Total
	Shares	Amount	Shares	Amount				
Balance as of December 31, 2020	91,995,193	91,995	10,057,500	10,058	24,787,683	185,222	(25,602,159)	(527,201)
Sale of common stock	1,333,332	1,333	-	-	173,667	-	-	175,000
Common stock cancelled	(15,226,294)	(15,226)	-	-	-	-	15,226	-
Stock issued on debt conversion	36,567,393	36,567	-	-	1,758,376	-	-	1,794,943
Stock issued for services	9,400,000	9,400	-	-	605,099	(150,000)	-	464,499
Acquisition of Helios Lending Stan Lee License Agreement	-	-	-	-	-	675,000	-	675,000
						200,000		200,000
Net loss for the period	-	-	-	-	-	-	(2,889,695)	(2,889,695)
Balance as of December 31, 2021	124,069,624	\$ 124,070	10,057,500	\$ 10,058	\$ 27,324,825	\$ 910,222	\$ (28,476,628)	\$ (107,453)
Net loss for the period	-	-	-	-	-	-	(575,115)	(575,115)
Issuance of shares owed	2,268,209	2,268	-	-	197,732	(200,000)	-	-
Stock issued for services	2,000,000	2,000	-	-	138,000	-	-	140,000
Stock issued on debt conversion	3,333,333	3,333	-	-	135,667	-	-	139,000
Stock issued on acquisition	1,773,049	1,773	-	-	248,227	-	-	250,000
Balance as of March 31, 2022	133,444,215	\$ 133,445	10,057,500	\$ 10,058	\$ 28,044,451	\$ 710,222	\$ (29,051,743)	\$ (153,568)

The Accompanying Notes are an Integral Part of These Consolidated Financial Statements

CYIOS CORPORATION
CONSOLIDATED STATEMENT OF CASH FLOWS
(Unaudited)

	For the Three Months Ended	
	March 31,	
	2022	2021
CASH FROM OPERATING ACTIVITIES		
Net Loss	\$ (575,115)	\$ (200,012)
Adjustments to reconciled net loss to net cash flow from operating activities:		
Loss on conversion of debt	99,002	
Stock issued for services	140,000	-
Change in operating accounts:		
Increase in accounts receivable	(64,224)	
Increase in prepaid expenses	13,125	
Increase in accounts payable and accrued interest	88,644	18,711
Net Cash Used in Operating Activities	(298,568)	(181,301)
CASH FROM INVESTING ACTIVITIES		
Acquisition of NFTs	(154,765)	-
Net Cash Used in Investing Activities	(154,765)	-
CASH FROM FINANCING ACTIVITIES		
Sale of stock for cash	-	150,000
Net proceeds from issuance of convertible notes	294,833	355,000
Net proceeds from related party borrowing	-	(53,527)
Net Cash Used in Financing Activities	294,833	451,473
Net increase in cash and cash equivalents	(158,499)	270,172
Cash at beginning of period	338,264	38,488
Cash at the end of period	\$ 179,765	\$ 308,660
SUPPLEMENTAL CASH FLOW INFORMATION		
Cash Paid During the Period for:		
Taxes	\$ -	\$ -
Interest	\$ -	\$ -
Non-Cash Activities		
Stock issued to retire debt and interest	\$ 139,000	\$ 29,106
Common stock cancelled	\$ -	\$ 15,226
Stock issued to acquire assets	\$ 250,000	\$ -

The Accompanying Notes are an Integral Part of These Consolidated Financial Statements

CYIOS CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
For the Period Ended March 31, 2022

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

The Company's accounting policies conform to U.S. generally accepted accounting principles. The following policies are considered to be significant:

Business Organization

CYIOS Corporation (the Company) is incorporated in the State of Nevada. The Company was reorganized to engage in the business of developing and marketing specialty branded products in the Health and Wellness markets. The Company is currently headquartered in Florida. At this time, the Company is revenue producing and is selling products under its own private label and other branded products in the Health and Wellness market segment. On May 7, 2020, the Company acquired Choice Wellness Inc. In May, 2021, the Company acquired the assets of Helio Lending for a total of 15,000,000 shares of common stock and an a commitment to issue an additional 15,000,000 common stock pending the realization of achieving certain revenue targets. The Company has recorded a stock payable for \$675,000 to reflect this obligation which has been offset to Goodwill as the assets are intangible in nature.

The Company activities are subject to significant risks and uncertainties, including failing to secure the necessary funding to operationalize it plans.

The Company wholly owns Choice Wellness, Inc, a health and wellness company, incorporated in WY., that has developed a specialty brand of CBD products and Sanitizers. The Company is currently headquartered in Florida and is focused on developing and marketing specialty branded products in the Health and Wellness markets, including the "DR's CHOICE" and the "24" brand of products.

The Company wholly owns Helio Lending, a CeFi aggregator providing customers with a wide array of loan structures and deposit options, available to owners of crypto currency, with competitive rates on a global basis, from a variety of loan vendors. The Company also acquired a 100% interest in Randombly, LLC, an NFT trading platform, for 1,773,049 shares of common stock. The shares were valued at issuance at \$250,000.

Principles of Consolidation

The consolidated financial statements include the Company's wholly owned subsidiaries, Choice Wellness, Inc. and Randombly, LLC. All significant intercompany transactions are eliminated. There was no income or expense recorded between the companies during the quarter ended March 31, 2022.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and revenues and expenses during the reporting period. In these financial statements, assets, liabilities, and earnings involve reliance on management's estimates. Actual results could differ from those estimates.

NOTE 2 - CONVERTIBLE NOTES PAYABLE

During January of 2016, the Company entered into a \$225,000 Convertible Loan Agreement with Azure Associates in exchange for non-assessable shares of the Company's Common Stock based upon a conversion price of \$.0003 per share with interest accruing at 0%. To comply with U.S. Generally Accepted Accounting Principles, (US GAAP), Company has applied an interest rate of 2.65% based upon the long-term federal funds rate when the convertible bond was issued. As of August 31, 2019, the Company agreed to restructure

the convertible debt from a conversion price of \$.0003 per share to \$.001 per share. During the year ended December 31, 2021, the Company converted \$39,106, including interest, of this debt leaving a balance due of \$158,750 including accrued interest of \$188 as of March 31, 2022. No conversion shares were issued prior to calendar year 2020.

During the year ended December 31, 2020, the Company issued three convertible notes for \$20,000 each with due dates in May, September and October 2021, respectively, and each with a stated interest rate of 10%. During the year ended December 31, 2021, one of these notes together with interest of \$3,161 was converted into 511,393 shares of common stock. During the three months ended March 31, 2022, the Company converted the remaining \$40,000 and accrued interest into 3,333,333 shares of common stock.

During the year ended December 31, 2021, the Company issued a \$255,000 a 6% per annum redeemable note. The note is due on February 10, 2022 and is convertible into common stock at a fixed price of .25 cents per share. As of March 31, 2022, the balance due was \$266,780.

During the year ended December 31, 2021, the Company issued a \$240,000 6% per annum convertible bond. The note is convertible into common stock at a fixed price of 12.5 cent per share. As of March 31, 2022, the balance due on the note was \$237,500.

During the year ended December 31, 2021, the Company issue a \$130,000 6% annum convertible bond due on May 4, 2022. The note is convertible into common stock at a fixed price of 12.5 cents per share. As of December 31, 2021, the balance due on the note was \$130,000.

During the year ended December 31, 2020, the Company entered into agreement with BB Winks LLC for a convertible grid promissory note for up to \$500,000. The initial terms required \$60,000 in initial funding prior to December 31, 2020. The note accrues interest annually at 8% per annum and any loans provided require payment within one year in cash or for common stock with a fixed price of \$.012 per share. At no time will the Company issue common shares that would result in the lender owning more that 9.99% of the common stock outstanding at the time of conversion. A total of \$500,000 has been drawn down against this note as of March 31, 2022. During the year ended December 31, 2021, the Company converted \$21,682 of principal into 1,806,000 shares of common stock.

Combined, the Company has convertible notes outstanding, together with accrued interest, of \$1,769,142 as of March 31, 2022.

NOTE 3 - RELATED PARTY PAYABLE

The Company entered into a loan agreement with OFBP Proprietary Limited (OFBP Pty Ltd) in the fourth quarter of 2018, for up to \$250,000 to pay for operational expenses. As of December 31, 2020, the balance under this loan was \$71,839. Interest accrued at 15% per annum on the outstanding balance. On January 2nd 2020, in exchange of this loan, the Company issued a one-year Convertible Promissory Note to OFBP Pty, Ltd in the amount of \$71,839 for payments made by the investor on behalf of the Company to various third-party vendors, at the direction of the Company, during 2019. General terms of the Note are 6% annual interest and conversion terms of 25% discount into common shares. As of March 31, 2022, the balance of the Convertible Note Payable was \$80,955, including interest.

Beginning January 2, 2020, any new funds provided by OFBP will be a loan payable at 8% annual interest. During the year ended September 30, 2020, \$7,048 in payments made by the investor on behalf of the Company to various third-party vendors, at the direction of the Company. The Company closed out the agreement with OFBP during the 2nd quarter of 2020. As of March 31, 2022, the balance of the note payable was \$10,238, including interest.

NOTE 4 - COMMON STOCK ACTIVITY

The Company is authorized to issue 285,000,000 shares of common stock at \$.001 per share, of which 124,069,624 shares were issued and outstanding as of December 31, 2021.

On January 10, 2020 the Company signed an agreement with Cicero Transact, an exclusive online network of members from around the world who are dedicated to forging strategic business alliances. The material terms of the agreement are that the Company will receive 2,500,000 records for 6 months in exchange for 3,571,428 shares of common stock at \$0.07 per share.

During the year ended December 31, 2021, the Company had the following common stock activity:

- 9,400,000 shares were issued for services valued at \$464,499 on the date of issuance.
- 36,567,393 shares were issued on the conversion of \$1,794,943 in notes payable and associated interest.
- 1,333,332 shares were issued for cash proceeds of \$175,000.
- The Company received and opted to cancel 15,226,294 common shares that were returned by a former CEO.

During the three months ended March 31, 2022, the Company had the following common stock activity:

- 2,268,209 shares valued at \$200,000 which had previously been recorded as Stock Issuance Payable were issued to Stan Lee Enterprises.
- 2,000,000 shares valued at \$140,000 were issued to two individuals for consulting services previously rendered.
- 3,333,333 shares valued at \$139,000 were issued on the conversion of \$40,000 in convertible debt.
- 1,773,049 shares valued at \$250,000 were issued to acquired 100% interest in Randombly, LLC.

NOTE 5 - COMMON STOCK ISSUABLE

During 2020, the Company converted 10,000 shares of Preferred Series B into 2,348,103 shares valued at \$35,222. Additionally, the Board of Directors (Board) authorized the issuance of 3,500,000 shares of common stock to the chairman of the board and the chief executive officer for professional services rendered effective October 1, 2020. The closing price per share on that date was \$.02 placing the value for both issuances at \$140,000. Those shares were issued in the 1st Quarter of 2021. Additionally, the Board authorized the issuance of 500,000 shares at the same \$.02 closing price to be issued to a vendor in exchanges for consulting services provided to the Company. In April 2021, the Company acquired the assets of Helio Lending, which amounted to software and other intangible assets in exchange for the future issuance of 15 million shares of common stock, which were valued at \$675,000 on the date of the agreement.

In November 2021, the Company entered into a licensing agreement with Stan Lee Holdings, LLC, pursuant to which the Company was obligated to pay \$100,000 in cash and issue common stock valued at \$200,000 on the date of issuance. Subsequent to December 31, 2022, the Company issued 2,368,209 shares of common stock in satisfaction of this obligation. The value of the shares, \$200,000, was recorded as common stock issuable as of December 31, 2021. These shares were subsequently issued in the three months ended March 31, 2022

As of March 31, 2022, the Company has a stock subscription payable of \$710,222.

NOTE 6 - PREFERRED STOCK

As of March 31, 2022, the Company is authorized 15,000,000 of which 4,942,000 remains undesignated. The 10,057,500 designated shares are allocated to the following 4 series:

<u>Preferred Stock</u>	<u>Par Value</u>	<u>Shares Authorized</u>	<u>Issued & Outstanding</u>	<u>Preferred Stock</u>	<u>Additional Paid-in Capital</u>	<u>Total by Series</u>
Series A	\$0.001	10,000,000	-	\$ 10,000	\$ -	\$ 10,000
Series B	\$0.001	10,000	10,000	10	-	10
Series C	\$0.001	15,000	15,000	15	-	15
Series D	\$0.001	32,500	32,500	33	11,320	11,353
Preferred Stock Totals		<u>10,057,500</u>	<u>\$ 57,500</u>	<u>\$ 10,058</u>	<u>\$ 11,320</u>	<u>\$ 21,378</u>

Series A

As of March 31, 2022, the Company is authorized the issue of up to 10,000,000 shares of \$.001 par value Series A preferred stock. The preferred stock carries a voting right of 20 votes per share and each share is convertible to 20 shares of common stock. During the year ended December 31, 2021, the Company had previously issued 10,000,000 shares of preferred stock which were returned as part of the settlement with a former CEO.

Series B

As of March 31, 2022, the Company is authorized the issue of up to 10,000 shares of \$.001 par value Series B preferred stock. In the quarter ended March 31, 2021, the Company had previously issued 10,000 shares of preferred stock to David Green for his service as CEO. Those shares were later converted to 2,348,103 common shares at \$.015 per share. Subsequently, the 10,000 shares of Series B we issued to Mr. John O'Shea at par value for services to the Company.

Series C

As of March 31, 2022, the Company is authorized the issue of up to 15,000 shares of \$.001 par value Series C preferred stock. During the year ended December 31, 2020, the Company issued 15,000 shares of Series C to Mr. John O'Shea at par value for services to the Company. Each share of Series C Preferred Stock is convertible into a number of common shares equal to .001% of the number of common shares issued and outstanding on the date of conversion.

Series D

As of March 31, 2022, the Company is authorized the issue of up to 32,500 shares of \$.001 par value Series D preferred stock. As of September 30, 2020, the Company had issued 20,000 shares of preferred stock to acquire Choice Wellness, Inc. Additionally, 2,500 and 10,000 shares of Series D were issued at par value to Mr. John O'Shea and Mr. David Lewis, respectively, for services provided (2,500 to each for services provided to the Board of Directors and the other 7,500 to Mr. Lewis for service as the Chief Executive Officer (CEO). Each share of Series D Preferred Stock is convertible into a number of common shares equal to .001% of the number of common shares issued and outstanding on the date of conversion.

NOTE 7 - LITIGATION SETTLED

On March 16, 2020, the Company settled certain claims alleged by its former CEO Timothy Carnahan. As part of settlement, Mr. Carnahan provided written notification to the State of Nevada, the company's Transfer Agent and all relevant governing agencies including the US Securities and Exchange Commission that recent statements and actions undertaken by Mr. Carnahan have been withdrawn. Additionally, Mr. Carnahan agreed to return 15,226,294 shares of restricted common stock which had been issued to him when he was CEO as well as 10,000,000 shares of Series A Preferred Stock.

NOTE 8 - PURCHASE OF SUBSIDIARIES

On May 7, 2020 CYIOS Corp completed the acquisition of privately held Choice Wellness, Inc. (CW). Terms of the transaction were CYIOS acquired 100% of CW in exchange for 20,000 shares of a newly issued class of Series D preferred stock that converts into 20% of CYIOS.

In May 2021, CYIOS completed the acquisition of privately-held Helio Lending PTY. The acquisition was accounted for as an asset purchase. Terms of the transaction were CYIOS acquired 100% of Helio in exchange of 30,000,000 shares of the Company's restricted common stock, of which 15,000,000 shares are only issuable upon certain milestones being achieved.

In January 2022, the company completed the acquisition of privately-held Randombly, LLC pursuant to a share exchange agreement. Under the terms of the agreement, 1,773,049 shares of common stock valued at issuance at \$250,000 were issued for 100% interest in Randombly.

NOTE 9 - SUBSEQUENT EVENTS

Management noted that there have been no material transactions from the period ended March 31, 2022 through the date of this report.