CeCors, Inc.

Amendment to Annual Report - 2025 Annual Disclosure with Financial Statements for 12/31/2025 originally published through the OTC Disclosure & News Service on 04/15/2026

Explanatory Note:

The initial filing of the Annual disclosure statement includes certain typographical errors in Sections 3(b) and Section 6. This Amendment no. 1 to the original filing corrects those errors.

Alternative Reporting Standard:
Disclosure Guidelines for the OTCID Basic Market

3495 Lakeside Drive
Reno, NV 89509
Company Telephone: +1 833-453-2367
Company Website: www.cecorsinc.ca
Company Email: info@cecorsinc.ca

Annual Report
Amendment No. 1

For the period ending December 31, 2025 (the "Reporting Period")

Outstanding Shares
The number of shares outstanding of our Common Stock was:

313,079,838 as of December 31, 2025 (*Current Reporting Period Date or More Recent Date)*

313,079,838 as of December 31, 2025 *(Most Recent Completed Fiscal Year End)*

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control
Indicate by check mark whether a Change in Control[5] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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

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

We were founded on April 16, 2002, as Expert Systems, Inc. in Nevada.
On February 13, 2006, the name of Expert Systems, Inc. was changed to Foldera, Inc., as part of a merger transaction with a privately held corporation, Taskport, Inc.
On August 12, 2008, the Company changed its name of Foldera, Inc. to CeCors, Inc.
On August 10, 2021, the Company changed its name from CeCors Inc. to Psykey, Inc. with the State of Nevada, The aforementioned action did not receive approval from the Financial Industry Regulatory Authority ("FINRA")
On May 15, 2023, the Company changed its name back to CeCors, Inc.

Current State and Date of Incorporation or Registration: Nevada – April 16, 2002
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

On August 10, 2021, the Company changed its name from CeCors Inc. to Psykey, Inc. with the State of Nevada, The aforementioned action did not receive approval from the Financial Industry Regulatory Authority ("FINRA")
On May 15, 2023, the Company changed its name back to CeCors, Inc.

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

None

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

On September 9, 2025, the Company entered into a Settlement Agreement and Mutual Release with Vetcomm, ROI Ventures, and the Company's former Chief Executive Officer, Kate Monroe (collectively, the "Monroe Parties"), resolving outstanding disputes and providing for the disposition of the Company's ownership interest in Vetcomm.

In connection with the settlement, Kate Monroe returned 20,000,000 shares of the Company's common stock and 637,500 shares of Series A Preferred Stock for cancellation, and certain accrued management fees payable by the Company were waived. The Monroe Parties agreed to pay aggregate consideration of $5,250,000.

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[5] "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.

Subsequent to year-end, the Company received final payments due under the Settlement agreements for cumulative settlement proceeds of approximately $5,143,561, satisfying all obligations under the agreement after application of default interest, fees, and negotiated adjustments.

Following completion of the settlement, the Company has no remaining ownership or economic interest in Vetcomm. Divestiture was effective as of June 30, 2025.

Address of the issuer's principal executive office:

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

Address of the issuer's principal place of business:
☒ *Check if principal executive office and principal place of business are the same address:*

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

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

2) Security Information

Transfer Agent

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

Publicly Quoted or Traded Securities:

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

Trading symbol:	CEOS	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	150043107	
Par or stated value:	$0.001	
Total shares authorized:	500,000,000	as of date: December 31, 2025
Total shares outstanding:	313,079,838	as of date: December 31, 2025
Total number of shareholders of record:	139	as of date: December 31, 2025

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

N/A

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

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

Exact title and class of the security: Preferred Stock of which 5,000,000 are designated as Series A Preferred Stock

Par or stated value:	$0.001	
Total shares authorized:	11,000,000	as of date: December 31, 2025
Total shares outstanding:	1,912,500 Series A Preferred	as of date: December 31, 2025
Total number of shareholders of record:	2	as of date: December 31, 2025

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

N/A

Security Description:

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

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

Subject only to any superior rights designated, the common stock has unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

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

There are 11,000,000 shares of Preferred Stock authorized, of which 5,000,000 are as Series A Preferred Stock. The remaining 6,000,000 shares of preferred stock are not yet designated and until designated have no dividend, voting, conversion or liquidation rights. The Series A Preferred Stock is convertible at a ratio of ten (10) shares of common stock for every (1) one share of Series A Preferred Stock, with mandatory conversion after 24 months at the election of the Board of Directors. The holders of Series A Preferred Stock vote as a single holder and are entitled to 67% of the voting power of the Company's stockholders. The Series A Preferred stock shares are entitled to dividends.

3. Describe any other material rights of common or preferred stockholders.

N/A

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

N/A

3) Issuance History

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

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

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

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

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

Shares Outstanding Opening Balance: Date December 31, 2023 Common: 332,079,838 Preferred: 2,550,000 Series A Preferred			*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.** *****You must disclose the control person(s) for any entities listed.**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
September 26, 2024	New Issuance	1,000,000	Common Stock	$0.0182	No	Richard Kowarick	Services Provided	Restricted	Rule 144
September 9, 2025	Cancellation	(637,500) (20,000,000)	Series A Preferred Common Stock	N/A N/A	N/A N/A	Katy Eatmon (aka Kate Monroe)	Cancellation of Acquisition Agreement via legal settlement agreement	N/A N/A	N/A N/A
Shares Outstanding on Date of This Report: Ending Balance: Date: December 31, 2025 Common: 313,079,838 Preferred: 1,912,500 Series A Preferred									

Any additional material details, including footnotes to the table are below:

N/A

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

[☐] Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance ($)	Outstanding Balance ($) (include accrued interest)(1)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of	# Shares Converted to Date	# of Potential Shares to be	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)

				instrument to shares)		Issued Upon Conversion[6]		
November 30, 2021	100,000	0	November 30, 2026	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	-0-	-0-	Robert Oswald	Services
November 30, 2021	100,000	0	November 30, 2026	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	-0-	-0-	Aram Capital/ control Aldo Rotondi	Services
November 30, 2021	100,000	0	November 30, 2026	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	-0-	-0-	Munish Nanda	Services
November 30, 2021	200,000	0	November 30, 2026	fixed conversion price of 20% discount from the closing price as of the date of receipt of a notice of conversion	-0-	-0-	Ziabs Canada Inc./ Control Olesya Barakina and Taranjeet Reehal jointly	Services
Total Outstanding Balance:		-0-		**Total Shares:**	-0-	-0-		

Any additional material details, including footnotes to the table are below:

(1) On December 31, 2025, the Company settled all outstanding PsyKey Live-related convertible notes. One note, held by Aram Capital, was cancelled in full due to non-performance, as the agreed services and deliverables were not provided. The remaining three notes were settled for $256,000 in total, with all remaining balances and accrued interest waived by the noteholders. No shares were issued under these notes.

4) Issuer's Business, Products and Services

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

[6] The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

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

CeCors, Inc. currently conducts its business primarily through its wholly owned Canadian subsidiary, PsyKey Inc. Following the disposition of its former subsidiary Vetcomm during fiscal 2025, the Company has returned its focus to PsyKey's core operations and is actively evaluating strategic opportunities for benefit of its shareholders.

PsyKey operates in the research and development, production, and commercialization of functional products incorporating entheogenic, adaptogenic, and nootropic ingredients and formulations. The Company's current business focus is on premium functional mushroom-based consumer products, including mushroom-infused coffee products and related formulations intended to support cognition, immune health, and adaptogenic response. PsyKey is also engaged in the scientific development of technologies relating to the composition, bioavailability, and targeted delivery of entheogen-based therapeutics, and continues to evaluate tools and platforms intended to improve access to support services and healthcare-related resources.

Historically, PsyKey developed and marketed functional coffee products incorporating medicinal mushrooms, including formulations utilizing Cordyceps, Turkey Tail, Reishi (Ganoderma), Maitake, Lion's Mane, and Chaga. These products have included single-serve coffee pods and other coffee formats. PsyKey's product development has been supported by expertise in mycology and botany, including prior collaboration with MycoVita Canada Inc. and Dr. Oman Isikhuemhen in connection with mushroom-based product formulation and sourcing.

The Company previously operated through an exclusive strategic partnership with MycoVita Canada Inc. pursuant to which PsyKey, through its 51%-owned subsidiary Fungi Co Ltd., pursued the research, development, and commercialization of mycology-based products and sustainable food production initiatives. During fiscal 2025, following a broader strategic review of the Company's operations, that partnership was terminated and Fungi Co Ltd. is in the process of being wound down. As a result, no further material operating activity is expected under that arrangement.

The Company also previously developed the PSYKEY LIVE telehealth application, which was intended to provide users with digital access to mental health support services. Development of the application was suspended in early 2023 following the acquisition of Vetcomm, and the project was subsequently terminated as part of the Company's fiscal 2025 operational streamlining efforts. The related capitalized development costs had previously been fully impaired.

Since the disposition of Vetcomm, the Company has focused on: (i) resolving obligations and liabilities arising from the Vetcomm litigation and transition period, including legal fees, professional service costs, operating advances, and certain accrued compensation obligations; (ii) streamlining operations by terminating non-core or inactive initiatives; and (iii) repositioning its business around PsyKey's functional product platform and related strategic opportunities.

As part of this repositioning, the Company has entered into a strategic collaboration with a U.S.-based cognitive performance company to develop and commercialize a differentiated functional coffee product. This initiative combines the Company's premium soluble coffee, sourced from Rainforest Alliance Certified Costa Rican Arabica beans, with the counterparty's proprietary crystallized Lion's Mane extract. Management believes this collaboration may provide an opportunity to re-enter the functional beverage category with a differentiated product profile, supported by product development, commercialization preparation, and related investment made during fiscal 2025. As of the date of this report, the parties continue to work toward finalizing the structure of the arrangement.

Operations are presently centered on advancing PsyKey's functional product strategy, managing legacy obligations arising from the former Vetcomm business, and evaluating strategic opportunities that management believes may support future growth and shareholder value.

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

At December 31, 2025, the Company has one wholly owned subsidiary, PsyKey, Inc., which controls 51% of Fungi Co As of December 31, 2025, the Company has one wholly owned subsidiary, PsyKey, Inc., which holds a 51% controlling interest in Fungi Co Ltd., a Canadian federal corporation.

During fiscal 2025, the Company terminated its prior strategic partnership with MycoVita Canada Inc., and Fungi Co Ltd. is currently in the process of being wound down. As a result, no further material operations are expected through this entity.

In addition, the Company is currently engaged in discussions with a U.S.-based strategic partner in connection with the development and commercialization of a functional coffee product. As of the date of this report, the structure of this arrangement has not yet been finalized.

C. Describe the issuers' principal products or services.

PsyKey Inc., the Company's wholly owned subsidiary, develops and commercializes functional products incorporating mushroom-based ingredients and formulations.

The Company's product platform is focused on functional consumer products utilizing a range of established mushroom ingredients, including Cordyceps, Turkey Tail, Reishi (Ganoderma), Maitake, Lion's Mane, and Chaga. These ingredients contain naturally occurring compounds commonly associated with general wellness applications.

PsyKey's product strategy is centered on the development of proprietary formulations designed for consumer use, with an emphasis on quality, consistency, and scalable production. The Company continues to refine its core product offerings and align its product formats with anticipated market demand and commercialization objectives.

Following the disposition of Vetcomm and the termination of non-core initiatives, the Company has refocused its operations on advancing its functional product platform. As part of this strategy, the Company has entered into a collaboration with a U.S.-based cognitive performance company to develop and commercialize a differentiated functional coffee product. This initiative combines the Company's soluble coffee with a proprietary crystallized Lion's Mane extract designed to improve taste, solubility, and formulation performance.

As of the date of this report, the Company's principal activities are focused on product development, production readiness, early-stage commercialization, and the advancement of strategic initiatives related to its functional product portfolio.

5) Issuer's Facilities

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

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

The Company does not own any real property. Its principal place of business is located at 190 Norseman Street, Suite 100, Toronto, Ontario, M8Z 2R4. The Company maintains this location under a rental arrangement with a minimal annual lease cost of approximately $1,000.

In addition, certain executive and administrative functions are currently supported through office space provided by management at no cost to the Company. The Company has an administrative head office location of: 3495 Lakeside Drive, Reno, NV 89509.

The Company does not currently operate manufacturing facilities. Product ingredients and inventory are maintained at third-party manufacturing and fulfillment locations. These arrangements are typical for the Company's stage of operations and allow for flexibility in managing production and distribution.

Following the disposition of Vetcomm and the ongoing strategic repositioning of PsyKey operations, the Company is evaluating its future facility and space requirements to support anticipated business activities.

6) All Officers, Directors, and 5% Beneficial Owners of the Company

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

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

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

Individual Name (First, Last) or **Entity Name** (Include names of control person(s) if a corporate entity)	**Position/Company Affiliation** (ex: CEO, ≥ 5% beneficial owner)	**City and State** (Include Country if outside U.S.)	**Number of Shares Owned** (List common, preferred, warrants and options separately)	**Class of Shares Owned**	**Percentage of Class of Shares Owned** (undiluted)
Amar Bhatal	President, Secretary, Director, Owner of more than 5%	Edmonton, Alberta Canada	40,000,000 956,250	Common Series A Preferred	12.776% 50.0%
Sukhinder Kalsi	CFO, Treasurer Director, Owner of more than 5%	Edmonton, Alberta Canada	40,000,000 956,250	Common Series A Preferred	12.776% 50.0%
Nicole Lasecki	Owner of more than 5%	Bay Harbour Islands, FL	25,000,000	Common	7.985%
Luca Sartini	Owner of more than 5%	Miami, FL	25,000,000	Common	7.985%
Guy Patrick Ratchford	Director	Toronto, Ontario Canada	2,000,000	Common	0.639%

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

7) Legal/Disciplinary History

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

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

In December 2023, Mr. Luca Sartini, a person believed to be a beneficial owner of more than 5% of the Company's common stock, was sentenced in the United States District Court to 10 years of imprisonment, followed by 3 years of supervised release, in connection with his involvement in a Racketeer Influenced and Corrupt Organization ("RICO") conspiracy.

Publicly available information indicates that Mr. Sartini was charged in a 2018 federal indictment alleging participation in the ownership and operation of "pill mill" clinics in Tennessee and Florida between approximately 2009 and 2015. These operations were reported to have involved the unlawful distribution of prescription drugs. The broader prosecution resulted in numerous related convictions.

The Company's current management was not aware of these matters at the time of prior filings and, accordingly, such information was not disclosed in the Legal/Disciplinary History section of the Company's historical Information and Disclosure Statements filed with OTC Markets, including filings up to and including the quarterly report for the period ended June 30, 2024. Upon becoming aware of these matters, the Company has included this disclosure in all subsequent filings made with OTC Markets.

Mr. Sartini acquired his shares in the Company prior to the appointment of current management. Based on available Company records, such shares were issued on November 11, 2016, pursuant to a transaction related to a prior merger involving Independent Living Products, Inc.

Upon the appointment of current management, the Company implemented a stop transfer restriction on the shares issued to Mr. Sartini due to the inability to confirm the underlying consideration supporting the issuance at that time. This restriction remains in effect as of the date of this report.

The Company has no current relationship or affiliation with Mr. Sartini.

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

<u>The disclosure in Item 1 above reflects a criminal proceeding and does not relate to any known order or restriction of the type described in this Item.</u>

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

<u>None</u>

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

<u>None</u>

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

<u>None</u>

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

   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 to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

The Company is subject to certain legal proceedings arising from the prior operations of its former subsidiary, Vetcomm, primarily consisting of employment-related claims in California. The Company is actively defending these matters with the assistance of legal counsel. Certain claims are subject to insurance coverage, with defense provided under a reservation of rights.

At this time, the Company is unable to reasonably estimate the outcome or potential loss, if any, associated with these proceedings.

The Company is not currently aware of any material legal proceedings initiated by governmental authorities.

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.
Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel

Name:	Franklin Ogele, P.A.
Firm:	FRANKLIN OGELE, P.A., Attorney at Law
Address 1:	14 Penn Plaza, 225 West 34th Street, 9th Fl
Address 2:	New York, New York, 10122
Phone:	973 277 4239
Email:	fogele@msn.com

Name:	Paul Bolger
Firm:	Tingle Merrett LLP
Address 1:	1250, 639 – 5 Avenue SW,
Address 2:	Calgary, AB T2P 0M9, Canada
Phone:	403-571-8006
Email:	pbolger@tinglemerrett.com

Accountant or Auditor

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

Investor Relations

Investor relations is currently handed directly by management of the Company.

All other means of Investor Communication:

X (Twitter):	https://x.com/PsyKeyworld
Discord:	N/A
LinkedIn	N/A
Facebook:	N/A
Instagram	@psykeyinc

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

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

9) Disclosure & Financial Information

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

Name:	Jacqueline Danforth
Title:	Compliance Consultant
Relationship to Issuer:	Outside Service Provider

The content of this report was prepared based on information provided by management.

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

☐ IFRS
☒ U.S. GAAP

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

Name:	Li Shen
Title:	CA
Relationship to Issuer:	Independent Accounting firm

Describe the qualifications of the person or persons who prepared the financial statements:[5]

Ms. Shen is a Chartered Professional Accountant in Canada

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

The unaudited financial statements for the fiscal years ended December 31, 2025 and 2024 are appended to this filing and include:

Provide the following qualifying financial statements:

- Condensed Consolidated Balance Sheets;
- Condensed Consolidated Statements of Income;
- Condensed Consolidated Statements of Cash Flows;
- Condensed Consolidated Statement of Retained Earnings (Statement of Changes in Stockholders' Equity) Financial Notes to Condensed Consolidated Financial Statements

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, Amar Bhatal, certify that:

1. I have reviewed this Disclosure Statement for Cecors, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 15, 2026

/s/Amar Bhatal
President, Secretary & Director (Principal Executive Officer)

Principal Financial Officer:

I, Sukhinder Kalsi certify that:

1. I have reviewed this Disclosure Statement for CeCors, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 15, 2026

/s/ Sukhinder Kalsi

CFO (Principal Financial Officer)

CECORS, INC
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

	December 31, 2025	December 31, 2024
ASSETS		
Current assets		
Cash	$ 545,851	$ 10,111
Inventory	-	1,163
Prepaid expenses	104,981	97,236
Settlement receivable	2,500,000	-
Other current assets	632	603
Assets held for sale	-	2,295,180
Total current assets	3,151,464	2,404,293
Deposit on investment	500,782	-
Assets held on sale, noncurrent	-	1,713,518
TOTAL ASSETS	$ 3,652,246	$ 4,117,811
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable and accrued expenses	$ 708,103	$ 153,916
Accounts payable, related parties	985,713	1,125,000
Customer deposits	18,731	17,842
Advances, related parties	62,656	222,549
Liabilities held for sale	-	2,807,956
Liabilities from discontinued operations	4,790	4,790
Total current liabilities	1,779,993	4,332,053
Liabilities held for sale, net of current portion	-	179,383
Convertible notes	-	625,000
Total liabilities	1,779,993	5,136,436
Stockholders' equity (deficit)		
Series A Preferred Stock, par value $0.001, 5,000,000 shares authorized, 1,912,500 and 2,550,000 shares issued and outstanding as of December 31, 2025 and 2024, respectively	1,913	2,550
Common stock, par value $0.001, 500,000,000 shares authorized, 313,079,838 and 333,079,838 shares issued and outstanding as of December 31, 2025 and 2024, respectively	313,080	333,080
Additional paid-in capital	1,163,633	1,369,821
Retained earnings (deficit)	391,938	(2,730,546)
Accumulated other comprehensive income	967	5,076
Total CeCors Inc. stockholders’ equity (deficit)	1,871,531	(1,020,019)
Non-controlling interest	722	1,394
Total stockholders’ equity (deficit)	1,872,253	(1,018,625)
TOTAL LIABILITIES AND STOCKHOLDERS’ DEFICIT	$ 3,652,246	$ 4,117,811

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

CECORS, INC
CONDENSED CONSOLIDATED STATEMENTS O F OPERATIONS
(Unaudited)

	Years Ended December 31, 2025	Years Ended December 31, 2024
Net Revenue	$ -	$ 1,827
Cost of goods sold	-	134
Gross profit	-	1,693
OPERATING EXPENSES		
Management fees	250,000	312,500
Professional fees	917,674	23,000
General and administrative	790,498	52,317
Total operating expenses	1,958,172	387,817
Loss from operations	(1,958,172)	(387,817)
Other income (loss):		
Gain on divestment	3,453,429	-
Gain on debt settlement	471,265	-
Interest expenses	(26,823)	(26,550)
Total other income (loss)	3,897,871	(26,550)
Net income (loss) from continuing operations	1,939,699	(412,674)
Net income (loss) from discontinued operations	1,182,141	62,738
Net income (loss)	3,121,840	(349,936)
Gain (loss) attributable to Non-controlling interest	(672)	642
Net income (loss) attributable to CeCors, Inc.	$ 3,122,512	$ (350,578)
Basic net income (loss) per common share	$ 0.01	$ (0.00)
Weighted average shares, basic	342,122,647	351,467,133
Diluted income (loss) per common share	$ 0.01	$ (0.00)
Weighted average shares, diluted	322,997,647	332,342,133
Other Comprehensive income (loss)		
Net income (loss)	$ 3,122,512	$ (350,578)
Foreign currency translation adjustment	(4,137)	5,647
Comprehensive income (loss)	$ 3,118,375	$ (344,931)

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

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

	Series A Preferred Stock		Common Stock		Additional Paid-in	Deferred	Retained Earnings	Accumulated Other Comprehensive	Non-controlling	Total Stockholders'
	Shares	Amount	Shares	Amount	Capital	Compensation	(Deficit)	Income (Loss)	Interest	Equity/(Deficit)
Balance, December 31, 2023	2,550,000	2,550	332,079,838	332,080	1,352,621	(54,123)	(2,379,968)	(571)	752	(746,659)
Stock based compensation under advisory agreements	-	-	-	-	-	54,123	-	-	-	54,123
Shares issued for services	-	-	1,000,000	1,000	17,200	-	-	-	-	18,200
Foreign currency translation adjustment	-	-	-	-	-	-	-	5,647	-	5,647
(Loss)	-	-	-	-	-	-	(350,578)	-	642	(349,936)
Balance, December 31, 2024	2,550,000	$ 2,550	333,079,838	$ 333,080	$1,369,821	$ -	$ (2,730,546)	$ 5,076	$ 1,394	$ (1,018,625)
Shares cancelled due to divestment	(637,500)	(637)	(20,000,000)	(20,000)	(206,188)	-	-	-	-	(226,825)
Foreign currency translation adjustment	-	-	-	-	-	-	-	(4,137)	-	(4,137)
Net income	-	-	-	-	-	-	3,122,512		(672)	3,121,840
Balance, December 31, 2025	1,912,500	$ 1,913	313,079,838	$ 313,080	$1,163,633	$ -	$ 391,966	$ 939	$ 722	$ 1,872,253

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

CECORS, INC

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited)

	For Years Ended December 31, 2025	2024
Cash flows from operating activities:		
Net income (loss)	$ 3,121,840	$ (349,936)
Net (income) from discontinued operation	(1,182,141)	(62,738)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock-based compensation	-	54,124
Shares issued for services	-	18,200
Gain on debt settlement	(471,265)	-
Gain on divestment	(3,453,429)	-
Impairment of inventory	1,187	-
Changes in operating assets and liabilities:		
Decrease to inventory	11	48
(Increase) in prepaid expenses and other assets	(5,836)	(40,601)
Increase in accounts payable and accrued expenses	427,942	80,888
Decrease in accounts payable, related parties	(14,287)	312,500
Net cash provided by (used in) operating activities	(1,575,978)	12,485
Cash Flows from Investing Activities:		
Deposit for investment	(500,782)	
Funds received due to divestment	2,750,000	-
Funds received (used) from/by Vetcomm	28,703	(5,300)
Net cash provided by (used in) investing activities	2,277,921	(5,300)
Cash flows from financing activities:		
Proceeds from (payments to)related parties	(165,370)	3,961
Net cash provided by (used in) financing activities	(165,370)	3,961
Cash flows from discontinued operation:		
Operating activities	2,624,785	2,115,110
(Increase) in cash	(2,563,111)	(1,884,713)
Investing activities	(32,971)	(78,655)
Financing activities	(28,703)	(151,742)
Net cash provided by (used in) from discontinued operation	-	-
Effect of exchange rate changes on cash	(833)	(2,036)
Net increase (decrease) in cash	535,740	9,110
Cash-beginning of period	10,111	1,001
Cash-end of period	$ 545,851	$ 10,111
SUPPLEMENTAL DISCLOSURES		
Interest paid	$ -	$ -
Income taxes paid	$ -	$ -

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

CECORS, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR YEAR ENDED DECEMBER 31, 2025
(Unaudited)

NOTE 1: ORGANIZATION AND DESCRIPTION OF BUSINESS

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

On December 31, 2020, the Company's Board of Directors and controlling shareholders approved (i) an increase in authorized common stock to 500,000,000 shares, par value $0.001, (ii) the appointment of new officers and directors, and (iii) the acquisition of PsyKey, Inc. ("PsyKey"). The Company acquired 100% of PsyKey in exchange for 290,000,000 shares of common stock. At the time of the transaction, the entities were under common control due to shared officers and directors.

On July 30, 2021, the Company approved (i) a name change to PsyKey, Inc. and (ii) an increase in authorized capital to 511,000,000 shares, consisting of 500,000,000 common shares and 11,000,000 preferred shares (Series A, B, and C). The name change was not approved by Financial Industry Regulatory Authority ("FINRA"), and the Company continues to operate as CeCors, Inc.

On January 10, 2022, the Company eliminated the Series B and Series C Preferred Stock and amended the Series A Preferred Stock to include (i) 10:1 conversion into common stock and (ii) voting rights equal to 67% of total common voting power if any Series A shares are outstanding. On January 18, 2022, Sukhinder Kalsi (CFO and director) and Amar Bhatal (President and director) each surrendered 87,750,000 common shares for cancellation and subscribed for 1,275,000 Series A Preferred shares.

Acquisition and Disposition of Vetcomm

On March 6, 2023, the Company entered into an agreement to acquire 100% of Vetcomm in exchange for 20,000,000 common shares and 637,500 Series A Preferred shares issued to Kate Monroe. To mitigate dilution, officers returned an equivalent number of shares for cancellation. The transaction closed on April 10, 2023, and Ms. Monroe was appointed CEO on May 25, 2023. During 2024, a dispute arose between the Company and its former Chief Executive Officer, Kate Monroe, in connection with the operations of Vetcomm, resulting in litigation among the parties in Nevada and California.

On September 9, 2025, the Company entered into a Settlement Agreement and Mutual Release with Vetcomm, ROI Ventures, and Kate Monroe (collectively, the "Monroe Parties"), resolving the dispute and providing for the disposition of the Company's ownership interest in Vetcomm. In connection with the settlement, Kate Monroe returned 20,000,000 shares of the Company's common stock and 637,500 shares of Series A Preferred Stock for cancellation, and certain accrued management fees payable by the Company were waived. The Monroe Parties agreed to pay aggregate consideration of $5,250,000.

On March 31, 2026, the Company received a final payment of $2,143,561.24, reflecting the remaining balance after default interest, fees, and a negotiated discount. Total proceeds received were approximately $5,143,561.24. All obligations were satisfied, defaults cured, and security interests discharged. The Company has no remaining ownership or economic interest in Vetcomm. The divestiture of Vetcomm was effective as of June 30, 2025.

Ongoing Business Activities and Strategic Direction

Following the disposition of Vetcomm, the Company has focused on resolving legacy obligations and repositioning its business.

Legacy Obligations

The Company has settled obligations arising from the Vetcomm litigation and transition period, including:

- Legal fees exceeding $850,000;
- Operating advances and financing arrangements;
- A portion of accrued management compensation;
- Payments to advisors and consultants; and
- Settlement payments totaling $80,000.

The Company continues to incur legal costs related to ongoing matters.

NOTE 1: ORGANIZATION AND DESCRIPTION OF BUSINESS (CONTINUED)

Core PsyKey Operations

The Company is refocusing on PsyKey's vertically integrated business, which includes the research and development, sourcing, production, and commercialization of functional ingredients and consumer products. PsyKey's activities are currently centered on the formulation, refinement, and preparation for commercialization of its core product offerings, supported by internal mycology and botanical expertise. The Company is focused on optimizing product composition, ingredient quality, and delivery formats, including ongoing work related to bioavailability and overall functional performance of its formulations.

The Company is developing functional mushroom-based products using a range of established ingredients, including Cordyceps, Turkey Tail, Reishi (Ganoderma), Maitake, Lion's Mane, and Chaga, sourced through third-party suppliers and collaborators.

These ingredients contain naturally occurring compounds commonly associated with general wellness applications. The Company's product strategy is focused on delivering functional formulations designed for consumer use, with ongoing efforts directed toward production readiness and future market entry.

The Company is also developing and maintaining its brand portfolio in connection with its product offerings and has initiated efforts to pursue trademark protection for certain brand elements as part of its commercialization strategy.

Strategic Partnership

The Company has entered into a strategic collaboration with a U.S.-based cognitive performance company to develop a functional coffee product combining premium Arabica coffee with a proprietary crystallized Lion's Mane extract designed to improve taste, solubility, and formulation performance.

The Company has committed approximately $500,782 toward development and commercialization as of December 31, 2025. The parties are continuing to finalize the structure of the collaboration.

Operational Streamlining

The Company has discontinued certain initiatives, including the "PsyKey Live" application and a prior partnership with MycoVita Canada Inc. The jointly held subsidiary Fungi Co. Ltd. is being wound down as part of cost reduction and operational focus efforts.

Going Concern

The accompanying condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern. For the year ended December 31, 2025, the Company reported net income of approximately $3.1 million; however, such income was primarily attributable to non-recurring gains, including gains on divestment and debt settlement totaling approximately $3.9 million. The Company incurred a loss from operations of approximately $2.0 million and used approximately $1.6 million of cash in operating activities. As of December 31, 2025, the Company had cash of approximately $545,851 and working capital of approximately $1.37 million, which included a settlement receivable of $2,500,000.

The Company has limited recurring revenues and continues to incur operating and legal costs. These conditions raise substantial doubt about the Company's ability to continue as a going concern within one year after the date the financial statements are issued.

Subsequent to year-end, the Company received full payment of the settlement receivable, improving its liquidity position. In addition, management is pursuing actions to improve operating performance and liquidity, including cost reduction initiatives, strategic repositioning of its core business, and potential access to additional capital.

NOTE 1: ORGANIZATION AND DESCRIPTION OF BUSINESS (CONTINUED)

While these actions are expected to provide additional liquidity, they are not entirely within the Company's control and cannot be assured. Accordingly, substantial doubt about the Company's ability to continue as a going concern has not been alleviated. The accompanying financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Use of Estimates

The preparation of consolidated financial statements in conformity with United States generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the balance sheet date, and the reported amounts of revenues and expenses during the reporting period.

Significant estimates include, but are not limited to, the valuation and collectability of settlement receivables, the recognition and measurement of gains related to divestment and debt settlements, the determination of accrued liabilities and legal obligations, and the assessment of deferred income tax valuation allowances.

These estimates are based on current facts, historical experience, and other factors management believes to be reasonable under the circumstances. Actual results may differ materially from these estimates, and such differences may impact future results of operations.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

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

Year end

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

Consolidation

The accompanying condensed consolidated financial statements include the accounts of CeCors, Inc., its wholly owned subsidiaries, PsyKey, Inc. and Vetcomm, and PsyKey's 51%-owned subsidiary, Fungi Co Ltd.

The results of operations of Vetcomm are included in the consolidated financial statements through June 30, 2025, the date of divestiture. Subsequent to this date, Vetcomm is no longer included in the Company's consolidated results.

All significant intercompany balances and transactions have been eliminated in consolidation.

Reclassification

Certain prior period balances have been reclassified to conform to the current period presentation in the Company's unaudited condensed consolidated financial statements and the accompanying notes.

Cash

Cash consists of amounts held in bank deposit accounts.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The Company considers all highly liquid investments with original maturities of three months or less at the time of purchase to be cash equivalents. The Company did not hold any cash equivalents as of December 31, 2025 or December 31, 2024.

The Company maintains cash balances with financial institutions which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts.

Translation of Foreign Currencies

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

Fair Value of Financial Instruments

The Company measures and discloses fair value in accordance with ASC 820 Fair Value Measurement. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The carrying amounts of financial instruments, including cash, settlement receivables, accounts payable and accrued expenses, and related party balances, approximate fair value due to their short-term nature.

Property and Equipment

Property and equipment are stated at cost, net of accumulated depreciation, and depreciated using the straight-line method over their estimated useful lives as follows:

Asset Category	Estimated Useful Life
Computer and equipment	3–7 years
Office furniture and fixtures	5–7 years
Leasehold improvements	Shorter of lease term or useful life

Expenditures for repairs and maintenance are expensed as incurred. Upon retirement or disposal, the cost and related accumulated depreciation are removed, and any resulting gain or loss is recognized in operations. The Company had no material property or equipment balances recorded as of December 31, 2025 or 2024.

Business Combinations

The Company accounts for business combinations in accordance with ASC 805 Business Combinations using the acquisition method. The purchase price is allocated to identifiable assets acquired and liabilities assumed based on their estimated fair values at the acquisition date.

The Company completed the acquisition of Vetcomm in 2023. As described in Note 1, this investment was fully disposed of during 2025.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Goodwill and Intangible Assets

The Company accounts for goodwill and intangible assets in accordance with ASC 350 Intangibles Goodwill and Other.

Goodwill represents the excess of purchase price over the fair value of net assets acquired and is not amortized but is tested for impairment at least annually or when indicators of impairment exist.

Intangible assets with definite lives are amortized over their estimated useful lives and reviewed for impairment when events or changes in circumstances indicate the carrying amount may not be recoverable.

During the year ended December 31, 2023, the Company fully impaired its previously recorded intangible assets related to the "PsyKey Live" application.

The Company had no goodwill or intangible assets recorded as of December 31, 2025 or 2024.

Long-Lived Assets

The Company evaluates long-lived assets for impairment in accordance with ASC 360 Impairment of Long Lived Assets whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.
No impairment charges were recorded for the years ended December 31, 2025 and 2024.

Research and Development Costs

Research and development costs are expensed as incurred in accordance with ASC 730 Research and Development.

Revenue Recognition

The Company recognizes revenue in accordance with ASC 606 Revenue from Contracts with Customers. Revenue is recognized when control of goods or services is transferred to customers in an amount that reflects the consideration expected to be received.

Functional Product Revenue

Revenue from product sales is recognized upon shipment or delivery, when control transfers to the customer. The Company evaluates returns on a case-by-case basis and generally provides product replacement rather than cash refunds.

Vetcomm Revenue (Discontinued Operations)

Vetcomm generated revenue from subscription-based educational and support services. Revenue was recognized as services were provided, with amounts received in advance recorded as deferred revenue and recognized over the service period.

Vetcomm operations are included only through June 30, 2025. No Vetcomm revenue was recognized subsequent to the date of divestiture.

The Company generated no material revenue from continuing operations during the year ended December 31, 2025.

Cost of Sales

Cost of sales includes direct product costs, packaging, and related overhead associated with product sales.

Costs associated with Vetcomm services were recognized as incurred and are included in discontinued operations for the applicable periods.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Inventory

Inventory consists of finished goods and is stated at the lower of cost or net realizable value, with cost determined using the first-in, first-out (FIFO) method.

Inventory balances were immaterial, totaling $0 and $1,163 as of December 31, 2025 and 2024, respectively.

Sales Commissions

Sales commissions are recognized as selling expenses as incurred. The Company applies practical expedients under ASC 606 and does not capitalize commissions, as contract periods are generally short-term.

Segment Reporting

The Company evaluates its operations and manages its business on the basis of operating segments in accordance with ASC 280, *Segment Reporting*. For the periods presented, the Company's continuing operations are primarily associated with PsyKey and corporate activities. Vetcomm is presented as a discontinued operation, and its results of operations are included only through June 30, 2025.

There were no intersegment revenues for the periods presented. Substantially all assets as of December 31, 2025 relate to PsyKey and corporate activities.

Convertible Debt

Convertible debt is accounted for under ASC 470, *Debt*, as amended by ASU 2020-06, *Debt—Debt with Conversion and Other Options*. Under this guidance, convertible instruments are evaluated as a single instrument unless separate accounting is required for embedded features under ASC 815, *Derivatives and Hedging*.

The Company had no convertible debt outstanding as of December 31, 2025. Convertible debt outstanding as of December 31, 2024 was $625,000.

Stock-Settled Debt

In certain financing arrangements, the Company may issue instruments containing conversion features that may be settled in shares at terms based on a fixed or determinable discount to the market price of the Company's common stock. The accounting for such features is evaluated under ASC 470 and ASC 815 to determine whether separate recognition or derivative accounting is required.

Leases

The Company determines whether an arrangement contains a lease at inception in accordance with ASC 842, *Leases*. Right-of-use assets and lease liabilities are recognized at the commencement date based on the present value of lease payments over the lease term. When the rate implicit in the lease is not readily determinable, the Company uses its incremental borrowing rate. Lease expense for operating leases is recognized on a straight-line basis over the lease term.

The Company had no material lease right-of-use assets or lease liabilities as of December 31, 2025 or December 31, 2024.

Income Taxes

The Company accounts for income taxes under ASC 740, *Income Taxes*. Deferred tax assets and liabilities are recognized for the expected future tax consequences of temporary differences between the financial statement carrying amounts and the tax

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

bases of assets and liabilities, and for operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply in the periods in which those temporary differences are expected to reverse.

A valuation allowance is recorded when it is more likely than not that some or all of the deferred tax assets will not be realized.

Basic and Diluted Earnings (Loss) Per Share

Basic earnings (loss) per share is computed by dividing net income (loss) attributable to common stockholders by the weighted average number of common shares outstanding during the period.

Diluted earnings (loss) per share reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock. The calculation includes the effect of potentially dilutive securities when such inclusion is dilutive.

For the year ended December 31, 2025, diluted earnings per share differs from basic earnings per share as certain potentially dilutive securities were included in the calculation. For the year ended December 31, 2024, diluted earnings (loss) per share was the same as basic earnings (loss) per share, as all potentially dilutive securities were anti-dilutive.

At December 31, 2025, 19,125,000 common shares issuable upon conversion of Series A Preferred Stock were excluded from diluted earnings per share as their effect would have been anti-dilutive.

Recently Issued Accounting Standards

Management considers the applicability and impact of all recently issued accounting standards.

In November 2023, the Financial Accounting Standards Board issued ASU 2023-07, *Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures*, which requires enhanced disclosures regarding significant segment expenses and other segment items. The Company adopted this standard for the year ended December 31, 2025. The adoption did not have a material impact on the Company's consolidated financial statements but may result in expanded disclosures.

In December 2023, the Financial Accounting Standards Board issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures*, which enhances annual income tax disclosure requirements, including additional information related to rate reconciliation and income taxes paid. The Company adopted this standard for the year ended December 31, 2025. The adoption did not have a material impact on the Company's consolidated financial statements but may result in expanded disclosures.

In November 2024, the Financial Accounting Standards Board issued ASU 2024-03, *Disaggregation of Income Statement Expenses*, which requires additional disaggregated disclosures for certain expense captions. The amendments are effective for annual periods beginning after December 15, 2026. The Company does not expect this standard to impact recognition or measurement but may expand future disclosures.

NOTE 3: DIVESTMENT AND ASSETS HELD FOR SALE

On September 9, 2025, the Company entered into a Settlement Agreement and Mutual Release (the "Vetcomm Settlement Agreement") with Vetcomm, ROI Ventures, and the Company's former Chief Executive Officer, Kate Monroe (f/k/a Katy Eatmon) (collectively, the "Monroe Parties").

The Vetcomm Settlement Agreement resolved disputes among the parties and provided for the disposition of the Company's ownership interest in Vetcomm effective June 30, 2025.

NOTE 3: DIVESTMENT AND ASSETS HELD FOR SALE (CONTINUED)

The settlement was entered into in connection with, among other matters:

(i) litigation in the Eighth Judicial District Court, Clark County, Nevada (Case Nos. A-25-909700-B and A-25-910017-C); and (ii) related proceedings in California, including the San Diego County Superior Court (Case No. 25CU014170N).

In connection with the settlement, Kate Monroe returned 20,000,000 shares of the Company's common stock and 637,500 shares of Series A Preferred Stock for cancellation, and certain accrued management fees payable by the Company were waived. As a result of the transaction, the Company deconsolidated Vetcomm and classified its operations as discontinued operations in accordance with applicable accounting guidance. The results of Vetcomm's operations are included in the Company's consolidated financial statements through June 30, 2025.

During the year ended December 31, 2025, the Company recognized a gain on divestment of approximately $3,453,429, which is included within other income (loss) in the consolidated statements of operations.

Pursuant to the Vetcomm Settlement Agreement, the Company was entitled to aggregate settlement consideration of $5,250,000. As of December 31, 2025, the Company recorded a settlement receivable of $2,500,000, representing amounts contractually due under the agreement. Subsequent to year-end, the Company received additional proceeds under the settlement and related forbearance arrangements, resulting in total cash receipts as a result of the Settlement of approximately $5,143,561.24. The final settlement amount was paid on an accelerated basis as of March 31, 2026, for which the Company agreed to a negotiated discount on the remaining balance.

Upon receipt of the final payment, all obligations under the Vetcomm Settlement Agreement were satisfied, all previously asserted defaults were cured and released, and the Company has no remaining ownership or economic interest in Vetcomm.

a) The Results of the Discounted Operations are as follows:

	For Six Months ended June 30, 2025 (divestment)	For Twelve Months ended December 31, 2024
Net Revenue	$ 7,117,114	$ 6,278,213
OPERATING EXPENSES		
Sales commissions	886,287	1,693,030
Selling and marketing	1,594,807	2,099,282
Management fees	180,000	322,500
Professional fees	237,080	84,605
General and administrative	3,036,799	2,012,840
Total operating expenses	5,934,973	6,212,257
Income from operations	1,182,141	65,956
Interest (expenses)	-	(3,218)
Net income from discontinued operation.	$ 1,182,141	$ 62,738

NOTE 3: DIVESTMENT AND ASSETS HELD FOR SALE (CONTINUED)

b) Groups of assets and liabilities on divestment date June 30, 2025, and assets and liabilities held for sale as of December 31, 2024:

	June 30, 2025	December 31, 2024
ASSETS		
Current assets		
Cash	$ 4,822,830	$ 2,259,719
Prepaid expenses	21,191	10,152
Other Assets	25,309	25,309
Total current assets	4,869,330	2,295,180
Property and equipment, net	85,937	70,611
Goodwill	1,285,187	1,285,187
ROU operating lease	257,846	357,720
TOTAL ASSETS	6,498,300	4,008,698
LIABILITIES		
Current liabilities		
Accounts payable and accrued expenses	628,283	958,373
Customer deposits	3,415,102	1,645,351
Other current liability	18,944	11,351
Lease liability, current portion	180,490	192,881
Total current liabilities	4,242,819	2,807,956
Lease liability, net of current portion	102,085	179,383
Total liabilities	4,344,904	2,987,339
Net asset	$ 2,153,396	$ 1,021,359

c) Cash flow of the Discounted Operations are as follows:

	For Six Months ended June 30, 2025 (divestment)	**For Twelve Months ended December 31, 2024**
Cash flows from operating activities:		
Net income (loss)	$ 1,182,141	$ 62,738
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation	17,646	8,044
Non cash operating lease expenses	10,183	14,544
Changes in operating assets and liabilities:		
(Increase) decrease in prepaid expenses	(11,038)	(10,151)
(Increase) decrease in other assets	-	(21,710)
Increase in accounts payable and accrued expenses	(343,898)	809,273
Increase in accounts payable, related parties	-	(44,700)
(Increase) decrease in customer deposits	1,769,751	1,297,072
Net cash provided by (used in) operating activities	2,624,785	2,115,110

NOTE 3: DIVESTMENT AND ASSETS HELD FOR SALE (CONTINUED)

Cash Flows from Investing Activities:		
Purchase equipment	(32,971)	(78,655)
Net cash used in investing activities	(32,971)	(78,655)
Cash flows from financing activities:		
Funds received (provided) from/to parent company	(28,703)	5,300
Repayment to debt	-	(150,000)
Repayments to debt, related party	-	(7,042)
Net cash provided by financing activities	(28,703)	(151,742)
Cash-beginning of period	2,259,719	375,006
Cash-end of period	4,822,830	2,259,719
Net cash provided (used) from discontinued operation	$ -	$ -

d) Property and equipment in discontinued operation:

As of June 30, 2025, and December 31, 2024, property and equipment consisted of the following:

	June 30, 2025	December 31, 2024
Leasehold improvements	$ 19,427	$ 19,427
Furniture, fixtures and other equipment	9,100	9,100
Computer equipment	83,099	50,128
	111,626	78,655
Less accumulated depreciation	(25,689)	(8,044)
Total property and equipment	$ 85,937	$ 70,611

Depreciation expense totaled $17,646 for the six months ended June 30, 2025. Depreciation expense totaled $8,044 for the year ended December 31, 2024.

e) Deferred revenue

Up-front payments received for Vetcomm services are initially attributed to a deferred revenue account and are subsequently recognized as revenue as the required performance obligation is met.

f) Operating lease in discontinued operation

Vetcomm entered into a two-year lease for a new corporate headquarters with a lease commencement date of April 15, 2024, at 1010 S Coast Hwy, Encinitas, CA 92024. The facility is approximately 2,751 square feet with base monthly rent of $10,866.45 and operating costs of approximately $1,850 per month. Vetcomm paid a security deposit, and first month's rent upon entry into the lease totaling approximately $25,000. At inception of the lease, the Company recorded a right of use asset and liability. Vetcomm used an effective borrowing rate of 6.75% within the calculation.

Vetcomm entered into a twenty-seven months lease for a new corporate office with a lease commencement date of November 1, 2024, at 3156 Vista Way Suite 220, Oceanside, CA 92056. The facility is approximately 4,900 square feet with base monthly rent of $9,000 and $9,270 starting on November 1, 2025. Vetcomm paid a security deposit of $9,000. The facility leases requires Vetcomm to pay various operating expenses of the facilities in addition to base monthly lease payments.

NOTE 3: DIVESTMENT AND ASSETS HELD FOR SALE (CONTINUED)

In certain cases, Vetcomm has options available under its leases to renew. At inception of the lease, Vetcomm recorded a right of use asset and liability. Vetcomm used an effective borrowing rate of 6.75% within the calculation.

The following are the expected lease payments as of June 30, 2025. The lease is considered an operating lease.

Year Ending December 31,	Total
2025	$ 119,740
2026	154,706
2027	9,270
Total lease payments	283,716
Less: imputed interest/present value discount	(1,141)
Less: current portion	(180,490)
Total	$ 102,085

Lease expenses paid totaled $101,200 for the six months ended June 30, 2025 under these lease agreements.

g) Debt in discontinued operation

On October 31, 2023, Vetcomm and SDHP IX, LLC ("SDHP") entered into an agreement whereunder SDHP agreed to provide a loan of US$150,000 (the "Debt"), bearing interest at 10% per annum (the "Original Agreement"), including a Promissory Note (the "Note") maturing on October 31, 2024. The debt was retired in full prior to maturity with the cash payment of $155,725 including principal of $150,000, interest and late fees.

h) Gain on divestment

On divestment date: June 30, 2025	Total
Net assets	$ 2,153,396
Consideration:	
Legal settlement	5,250,000
Accounts payable – related party	130,000
Return 637,500 Series A preferred stock and 20,000,000 shares of common stock	226,825
	5,606,825
Total	$ 3,453,429

NOTE 4: "PSYKEY LIVE" APP and CONVERTIBLE NOTE

On August 3, 2021, the Company entered into agreements with certain software development consultants to develop the "PsyKey Live" application ("App"), pursuant to which the Company agreed to pay aggregate consideration of $500,000. These amounts were initially recorded in accounts payable.

The App was intended to provide on-demand access to licensed mental health professionals through a digital platform. Development costs were capitalized as an intangible asset and were to be amortized over the estimated useful life of the App upon commercialization.

Due to delays in commercialization and the suspension of the project, the Company determined that the carrying value of the capitalized development costs was not recoverable and recorded a full impairment of $500,000 as of December 31, 2023.

NOTE 4: "PSYKEY LIVE" APP and CONVERTIBLE NOTE (CONTINUED)

On November 30, 2021, $500,000 of accounts payable related to the App development was assigned to convertible notes payable. The notes bore interest at 5% per annum, matured on November 30, 2023 (subsequently extended to November 30, 2024), and were convertible into common stock at a price equal to a 20% discount to the closing market price of the Company's common stock on the date of a notice of conversion.

The Company recorded $125,000 as a liability related to stock-settled features associated with the convertible notes.

In October 2023, the noteholders agreed to extend the maturity date and amend the terms to provide the Company with the right to cancel the notes in the event of non-performance by the consultants, subject to a 30-day cure period.

On December 31, 2025, the Company settled all outstanding PsyKey Live-related convertible notes and agreed to a cash settlement of $256,000, approximately 50% of the total outstanding open balance including accrued interest. One note, held by Aram Capital, was cancelled in full with interest waived due to non-performance, as the agreed services and deliverables were not provided in accordance with the terms of the original agreements and amendments thereto.

Details of the Notes at December 31, 2025 and December 31, 2024 are below:

	December 31, 2025	December 31, 2024
Principal amount	$ -	$ 500,000
Liability on stock settled debt	-	125,000
Convertible notes payable, net	$ -	$ 625,000
Interest payable under accounts payable	$ -	$ 77,260

Interest expenses associated with the convertible notes are as follows:

	Years Ended December 31, 2025	Years Ended December 31, 2024
Interest expense on notes	$ 25,005	$ 25,068

The Company recorded a gain on debt settlement as below:

Principal amount	$ 500,000
Liability on stock settled debt	125,000
Interest payable	102,265
Total settled amount	727,265
Consideration:	
Settled amount	256,000
Gain on settlement	$ 471,265

NOTE 5: PREPAID EXPENSES

The following table summarizes prepaid expenses as of December 31, 2025, and December 31, 2024:

	December 31, 2025	December 31, 2024
Research and development [a]	$ 5,000	$ 5,000
Advances to suppliers [b]	46,915	44,689
Others	53,066	47,547
Grand Total	$ 104,981	$ 97,236

(a) During the year ended December 31, 2021, the Company engaged the services of a third-party research facility to conduct certain research and development activities on behalf of the Company, including the application of psilocybin to treat trauma-related disorders and depression, and other mental health disorders, as well as the filing of provisional applications for patents at the direction of the Company. The Company remitted an initial payment of $5,000 towards the scope of work which has not yet commenced.

(b) Consists of funds advanced to partner MycoVita, who manufactures and packages our functional coffee blends for raw materials including coffee, functional ingredients, packaging materials and supplies (See Note 7.)

NOTE 6: DEPOSIT IN INVESTMENT

As of December 31, 2025, the Company recorded a deposit on investment of $500,782 related to a strategic collaboration with a U.S.-based cognitive performance company for the development and commercialization of a functional coffee product.

The collaboration is intended to combine the Company's soluble coffee products with the counterparty's proprietary functional mushroom extract technology. The Company has made payments to support product development activities, inventory procurement, and commercialization readiness.

The deposit represents advance funding provided in connection with the proposed transaction. As of December 31, 2025, the parties had not finalized the definitive structure of the arrangement, and accordingly, the amounts advanced have been recorded as a deposit on investment within non-current assets.

The Company has committed $500,782 in aggregate toward this initiative as of December 31, 2025, which is reflected as a deposit on investment on the Company's balance sheets.

The Company continues to evaluate the appropriate accounting treatment for this arrangement upon finalization of the underlying agreements, including whether the investment will be accounted for as an equity method investment, cost method investment, or other applicable model.

NOTE 7: RELATED PARTY TRANSACTIONS

	December 31, 2025	December 31, 2024
Payable to management [a] [b]	$ 250,000	$ 312,500

	Years Ended December 31, 2025	Years Ended December 31, 2024
Amar Bhatal, President [a]	$ 125,000	$ 125,000
Sukhinder Kalsi, CFO [a]	125,000	125,000
Kate Monroe, CEO [b]	-	62,500
Total	$ 250,000	$ 312,500

NOTE 7: RELATED PARTY TRANSACTIONS (CONTINUED)

(a) During the year ended December 31, 2021, the Company entered into compensation agreements with Amar Bhatal, President, and Sukhinder Kalsi, Chief Financial Officer, pursuant to which each individual is entitled to annual compensation of $125,000 for ongoing services. These amounts continue to accrue.

As of December 31, 2025 and 2024, the Company owed $492,857 and $500,000 to Mr. Bhatal, respectively, and $492,856 and $500,000 to Mr. Kalsi, respectively. During the year ended December 31, 2025, the Company made partial payments toward these outstanding balances.

(b) On July 1, 2023, the Company entered into a compensation agreement with Kate Monroe, pursuant to which she was entitled to annual compensation of $125,000. The agreement expired on June 30, 2024 and was not renewed.

As of December 31, 2024, the Company owed $125,000 to Ms. Monroe for accrued and unpaid compensation. This balance, along with any related obligations, was settled in full as part of the settlement agreements described in Note 3. No amounts were outstanding as of December 31, 2025.

Amounts due to officers and related parties are unsecured, non-interest bearing, and due on demand, with no specified repayment terms.

NOTE 8: PARTNERSHIP WITH MYCOVITA

In 2021, the Company, through its wholly owned subsidiary, PsyKey, Inc., entered into a definitive agreement with MycoVita Canada Inc. to form a strategic partnership focused on the research, development, and commercialization of mycology-based formulations, products, and therapeutics, as well as sustainable food production initiatives.

In connection with this arrangement, PsyKey incorporated Fungi Co Ltd. on May 6, 2021, a Canadian federal entity that is 51% owned by PsyKey and 49% owned by MycoVita, to carry out the operations contemplated by the agreement.

During fiscal 2021 and 2022, the Company advanced funds to MycoVita for raw materials, packaging supplies, and production of finished goods to support customer orders. These materials, including raw ingredients and finished goods, were held by MycoVita and recorded by the Company as prepaid expenses.

As disclosed in Note 1, following the Company's strategic realignment, the MycoVita partnership was terminated during fiscal 2025, and Fungi Co Ltd. is in the process of being wound down. Accordingly, no further operational activity is expected under this arrangement.

As of December 31, 2025 and 2024, the Company recorded prepaid balances of $46,915 and $44,689, respectively, related to this partnership, which are included in prepaid expenses on the consolidated balance sheets.

NOTE 9: DEFERRED REVENUE

	As of December 31, 2025	As of December 31, 2024
PsyKey and corporate	$ 18,731	$ 17,842

The Company received a customer deposit of CAD $50,000 related to the purchase of 1,850 units of its functional single-serve coffee products. Revenue is recognized upon shipment or delivery of the products in accordance with ASC 606 Revenue from Contracts with Customers.

As of December 31, 2025, the Company had delivered 900 units, with the remaining 950 units to be fulfilled in a future period. Accordingly, the Company has recorded deferred revenue of $18,731 (CAD $25,673) and $17,842 (CAD $25,673) as of

NOTE 9: DEFERRED REVENUE (CONTINUED)

December 31, 2025 and 2024, respectively, representing consideration received for which performance obligations have not yet been satisfied.

The Company currently intends to refund the remaining customer deposit balance associated with this order during fiscal 2026. Until such time, the balance continues to be reflected as deferred revenue.

NOTE 10: STOCKHOLDERS EQUITY

The Company is authorized to issue 511,000,000 shares of capital stock, consisting of 500,000,000 shares of common stock and 11,000,000 shares of preferred stock, each with a par value of $0.001 per share.

On January 10, 2022, the Company designated 5,000,000 shares of preferred stock as Series A Preferred Stock. Each share of Series A Preferred Stock is convertible into ten shares of common stock. The Series A Preferred Stock is subject to mandatory conversion at the election of the Board of Directors after 24 months from issuance. Holders of Series A Preferred Stock vote as a single class and are entitled to 67% of the total voting power of the Company's outstanding voting stock. Series A Preferred Stock is also entitled to dividends, when and if declared.

On September 26, 2024, the Company issued 1,000,000 shares of common stock for services rendered, with an aggregate fair value of $18,200.

On June 30, 2025, in connection with the divestiture of Vetcomm, the Company cancelled 20,000,000 shares of common stock and 637,500 shares of Series A Preferred Stock that had previously been issued as consideration for the acquisition of Vetcomm. As of December 31, 2025 and 2024, the Company had 313,079,838 and 333,079,838 shares of common stock issued and outstanding, respectively, and 1,912,500 and 2,550,000 shares of Series A Preferred Stock issued and outstanding, respectively.

NOTE 11: COMMITMENTS AND CONTINGENCIES

The Company is subject to various legal proceedings, claims, and contingencies arising in the ordinary course of business, substantially all of which relate to the operations of its former subsidiary, Vetcomm.

Certain matters are covered by insurance policies, and defense has been accepted by insurers under a reservation of rights, with legal counsel appointed.

As of December 31, 2025, the following matters remain outstanding:

- Employment-related litigation matters in California, including claims involving wrongful termination, retaliation, discrimination, harassment, and wage-and-hour disputes;
- Additional employment and contractor claims, including pre-litigation demands from former Vetcomm personnel; and
- Other related claims arising from Vetcomm's historical operations.

The Company is actively defending these matters with the assistance of counsel. At this time, the Company is unable to reasonably estimate the likelihood or amount of potential loss, if any, associated with these matters. Accordingly, no accrual has been recorded in the accompanying consolidated financial statements.

The Company continues to incur legal and related costs in connection with these matters.

In addition, the Company has commitments related to the settlement of prior obligations, including legal fees, professional services, and other liabilities arising from the Vetcomm divestiture and related litigation, as described in Notes 1 and 3.

NOTE 12: OTHER EVENTS

Regulatory Matters:

The Company is subject to ongoing regulatory review and reporting requirements associated with its public company status. As part of this process, the Company has received inquiries from the Alberta Securities Commission regarding potential reporting obligations under National Instrument 51-105 – Issuers Quoted in the U.S. Over-the-Counter Markets.
The Company is evaluating these matters and intends to respond as appropriate. At this time, the Company cannot determine the outcome or potential impact, if any, of these matters.

Corporate Operations:

The Company's operations during the year were primarily focused on subsidiary PsyKey including product development, testing, and supply chain preparation related to its functional product offerings.

As of December 31, 2025, there was no significant commercial revenue activity, and efforts were concentrated on ingredient validation and formulation readiness.

Subsequent to year-end, the Company completed initial production preparation activities, including packaging development and supplier coordination. Deposits were made toward packaging supply, with broader production expected to commence in future periods.

The Company continues to evaluate commercialization strategies and strategic partnerships to support future growth.

NOTE 13: INCOME TAXES

The Company accounts for income taxes in accordance with ASC 740, *Income Taxes*.

For the years ended December 31, 2025 and 2024, the Company did not record a provision for income taxes. The Company's pre-tax income for the year ended December 31, 2025 was primarily attributable to non-recurring gains, including gains on divestment and debt settlement.

Deferred tax assets and liabilities are recognized for temporary differences between the financial statement carrying amounts and the tax bases of assets and liabilities.

As of December 31, 2025 and 2024, the Company has evaluated its deferred tax assets and determined that a valuation allowance is required against a portion or all of such assets based on management's assessment of the realizability of future tax benefits. In making this determination, management considered the Company's historical operating results, the non-recurring nature of current year income, and uncertainty regarding the generation of sufficient future taxable income.

The Company is currently evaluating its tax positions, including the impact of timing differences and the expectation of future operating losses, to determine whether any current or deferred income tax liabilities should be recorded. As of the date of these financial statements, the Company has not recorded an estimate for income taxes payable as such analysis has not yet been finalized.

The effective income tax rate for the years ended December 31, 2025 and 2024 differs from the statutory federal income tax rate primarily due to the impact of valuation allowances and the tax treatment of non-recurring items.

	2025	**2024**
U.S. federal statutory rate	21.0%	21.0%
Change in valuation allowance	(21.0%)	(21.0%)
Effective income tax rate	0.0%	0.0%

NOTE 13: INCOME TAXES (CONTINUED)

The Company is required to file income tax returns in the United States and Canada. The Company is subject to examination by taxing authorities for all years open under applicable statutes of limitations.

NOTE 14: SUBSEQUENT EVENTS

The Company has evaluated subsequent events through April 15, 2026, the date these financial statements were issued.

Settlement Proceeds and Resolution of Vetcomm Obligations

Subsequent to December 31, 2025, the Company received additional proceeds under the Settlement Agreement and related Forbearance Agreement with Vetcomm, ROI Ventures, and related parties.

On March 31, 2026, the Company received a final payment of $2,143,561.24, representing the remaining settlement balance after application of default interest, fees, and negotiated adjustments.

In total, the Company received approximately $5,143,561.24 under the Settlement Agreement and related arrangements.

Upon receipt of the final payment:

- All outstanding indebtedness under the Settlement Agreement was satisfied;
- All previously asserted defaults were cured and released; and
- The Company's security interests in Vetcomm assets were discharged.

The Company has no remaining ownership or economic interest in Vetcomm.

Other Subsequent Developments

Subsequent to year end, the Company entered into a settlement agreement with a former executive to resolve all outstanding compensation and contractual claims arising from prior agreements. The matter was settled for $80K following which all related agreements were terminated, the executive resigned from all positions, and the parties released all claims with no further obligations remaining

The Company continues to address ongoing legal matters and advance its strategic initiatives as described in Note 1. Management is not aware of any additional subsequent events requiring adjustment or disclosure as of the date of issuance of these financial statements.