

OTC Pink Basic Disclosure Guidelines

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

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

Therapy Cells, Inc - name effective from 05/20/2011

Diamond Information Institute, Inc

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 1712 Pioneer Ave., Ste 101

Address 2: Cheyenne

Address 3: Wyoming

Phone: 001 877 861 0207

Email: info@therapycells.com

Website(s): _____

IR Contact

Address 1: None

Address 2: _____

Address 3: _____

Phone: _____

Email: _____

Website(s): _____

3) Security Information

Trading Symbol: TCEL

Exact title and class of securities outstanding: Common shares and Preferred shares

CUSIP: 88337C102

Par or Stated Value: Common shares par is \$0.0001 and Preferred shares par is \$0.0001

Total shares authorized: Common shares 500,000,000; Preferred shares 100,000,000

as of:

12/31/2013

Total shares outstanding: Common shares 110,547,359; Preferred shares 2,803,757

as of:

12/31/2013

Transfer Agent

Name: Action Stock Transfer Corp

Address 1: 7069 S. Highland Dr, Ste 300

Address 2: Salt Lake City

Address 3: Utah 84121

Phone: 801-274-1088

Is the Transfer Agent registered under the Exchange Act?*

Yes: ☒

No: ☐

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

List any restrictions on the transfer of security:

None

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

None

4) Issuance History

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

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

All offerings over the last two years have been private and related to Preference Stock conversions, redemption of Convertible Loan notes or were issued for services supplied to the Company, under Section 3(a)(9) and Section 4(1) of the Securities Act of 1933, as amended, and Rule 144.

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

None

C. The number of shares offered;

See Note D

D. The number of shares sold;

Date	Offered	Sold/Redeemed	Price	Paid	Description of transactions
01-Jan-12	1,037,359	1,037,359	\$0.0000	\$0	Brought forward
28-Mar-12	76,260,000	76,260,000	\$0.0001	\$7,626	Conversion of 76,260 Series E Preferred stock
28-Feb-13	12,300,000	12,300,000	\$0.0010	\$12,300	Redemption of \$12,300 of Convertible Notes
20-Jun-13	2,000,000	2,000,000	\$0.0010	\$2,000	Redemption of \$2,000 of Convertible Notes
25-Jun-13	2,000,000	2,000,000	\$0.0010	\$2,000	Redemption of \$2,000 of Convertible Notes
09-Aug-13	2,200,000	2,200,000	\$0.0010	\$2,200	Redemption of \$2,200 of Convertible Notes
13-Aug-13	750,000	750,000	\$0.0010	\$750	Payment of \$750 for services
16-Aug-13	750,000	750,000	\$0.0010	\$750	Payment of \$750 for services
03-Sep-13	8,250,000	8,250,000	\$0.0010	\$8,250	Redemption of \$8,250 of Convertible Notes
10-Sep-13	5,000,000	5,000,000	\$0.0010	\$5,000	Redemption of \$5,000 of Convertible Notes
	110,547,359				

Private offering stockholder information:

Date	Holding	Current %	Stockholder	Beneficial owner or Controller
28-Mar-12	10,000,000	8%	Nejo Ltd	R Nicholson of Turner Little Ltd, York UK
	10,000,000	8%	P Casey	
	10,000,000	8%	G Green	
	1,000,000		I Shaw	
	6,900,000		Anchor Financial	
	6,200,000		Tiffany Asset Group	
	4,900,000		Alpha Brilliant	
	5,000,000		Kars Capital	
	5,960,000		E Sexsmith	
	5,500,000		Macau Consultants	
	5,000,000		Convergent Capital	
	5,800,000		Tower Financial	
01-Mar-13	4,100,000		Freeport Securities	

	4,200,000	Windsong Investments
07-Mar-13	250,000	Macca Holdings
	1,250,000	M Bergman
	1,250,000	Kafman Associates
25-Apr-13	500,000	Macca Holdings
	750,000	Greenwich Financial
20-Jun-13	2,000,000	Macca Holdings
25-Jun-13	2,000,000	iNet Holdings
09-Aug-13	1,000,000	Greenwich Financial
	1,200,000	Joseph Fragala
13-Aug-13	750,000	iNet Holdigns LLC
16-Aug-13	750,000	Macca Holdings LLC
03-Sep-13	8,250,000	iNet Holdigns LLC
10-Sep-13	5,000,000	Appinero LLC
04-Oct-13	8,500,000	R Currier
20-Feb-14	(8,500,000)	R Currier
	109,510,000	

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

See Note D

F. The trading status of the shares; and

All shares are fully tradeable and unencumbered

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

All shares were issued without restriction or legend

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided, however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than ten percent (10%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

5) Financial Statements

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

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

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

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

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

Annual Report to 31 December 2013

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

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

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

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

The Company's business operations consist of doing business in the cell repair and cell replacement for Equine stock at present, but we are pursuing FDA approval for existing and modified products to be used for the repair of the Human Body. Its products have been successfully utilised for the repair of horses tendons and have the added bonus of being patented in the name of the Company. In October 2013 we had to cease trialing the process due to lack of available and sustainable funds. The new initiative to generate investment into the company will allow us to recommence these trials and move towards selling the product on the open market. As a result, the Company is still in development and approval stage.

In February 2014 we appointed an IR company who are looking to raise the estimated \$2million required to obtain FDA approval of the patented process to make the product available to our targeted markets.

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

05/20/2011 domiciled to the State of Wyoming

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

Primary SIC Code: 5094; Secondary SIC Code: None

D. the issuer's fiscal year end date;

31st December

E. principal products or services, and their markets;

The Company's principal product relates to existing patents held for cell repair and cell replacement of Equine stock. The main markets for the current product are working and sporting horse stock.

7) Describe the Issuer's Facilities

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

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

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

None

8) Officers, Directors, and Control Persons

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

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

Susan Allwork - Director

John Meredith - President, CEO, CFO/Treasurer

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

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

None

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

None

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

None

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

None

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

Patrick Casey of 522 SH16, Kumeu, New Zealand 95616 10,000,000 Common stock = 11%

Garry Green of 95 Moontide Road, Kumeu, New Zealand 0892 10,000,000 Common Stock = 11%

Nejo Ltd of Brooklands, St Marks Road, Tunbridge Wells, Kent UK TN2 5LU 10,000,000 Common stock = 11%

9) Third Party Providers

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

Legal Counsel

Name: Lorin A Rosen

Firm: LARLaw Group PC

Address 1: 6 Butler Court, Centereach

Address 2: New York 11720

Phone: 877-570-2620

Email: _____

Accountant or Auditor

Name: None

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

Investor Relations Consultant

Name: None

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: None

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

10) Issuer Certification

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).

The certifications shall follow the format below:

I, I Susan Allwork certify that:

1. I have reviewed this Annual di4D on OTclosure statement of Therapy Cells, 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.

March 31, 2014 [Date]

/s/Susan Allwork [Signature]

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

Director [Title]