

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

SYNRGY CORP.

108 Western Maryland Parkway - Hagerstown, MD 21740

(240) 288-1500

www.synrgycorp.com

info@synrgycorp.com

SIC Code: 7371

Quarterly Report

For the Period Ending: June 30, 2021

(the "Reporting Period")

As of September 14, 2021, the number of shares outstanding of our Common Stock was:

107,478,436

As of June 30, 2021, the number of shares outstanding of our Common Stock was:

107,478,000

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

107,478,000

As of December 31, 2019, the number of shares outstanding of our Common Stock was:

107,478,000

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

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

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

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 any names used by predecessor entities, along with the dates of the name changes.

The company was originally incorporated as Yaboo, Inc., under the laws of Nevada on August 11, 2008, with registered address at 375 Stephanie St., Suite 1411 Henderson, NV 89014. Yaboo, Inc., operates its business in the U.S. and a wholly owned branch located at 300 Lake Cook Rd., Suite 350, Deerfield, IL 60015.

On March 4, 2019 Yaboo, Inc., by the written consent of the majority stockholders, in lieu of a meeting approved to change the name of the Corporation to Synrgy Corp., and therefore filed the Charter Amendment with the Nevada Secretary of State.

On June 25, 2020, the Company acquired control on Acembly, Inc., becoming a company's subsidiary.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The State of Incorporation and of each of its predecessors was the State of Nevada and the company is currently active.

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

None

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

None

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

108 Western Maryland Parkway - Hagerstown, MD 21740

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: ☒

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

Yes: ☒ No: ☐

(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.

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

Trading symbol:	<u>SNGY</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>984264101</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>06/30/2021</u>
Total shares outstanding:	<u>107,478,000</u>	as of date: <u>06/30/2021</u>
Number of shares in the Public Float ² :	<u>20,224</u>	as of date: <u>06/30/2021</u>
Total number of shareholders of record:	<u>76</u>	as of date: <u>06/30/2021</u>

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

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>N/A</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>N/A</u>	
Total shares authorized:	<u>N/A</u>	as of date: _____
Total shares outstanding:	<u>N/A</u>	as of date: _____

Transfer Agent

Name: Southern Stock Transfer Co.
Phone: (404) 590-5678
Email: brandon@southernstocktransfer.com
Address: 350 Florence Rd., Building A Suite 2, Powder Springs, GA 30127
Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☒

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date: December 31, 2019 104,478,000 Common:			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

Shares Outstanding on Date of This Report: <u>Ending Balance</u> <u>Ending Balance:</u> Date: 06/30/2021 Common: 107,478,000 Preferred: 10,000,000									
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Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018, through September 30, 2020, pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

None

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

None

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4) Financial Statements

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

☒ U.S. GAAP

☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Jorge Schcolnik
Consultia, LLC
210 174th St., Suite 1809, Sunny Isles Beach, FL 33160
Phone: (305) 401-7366
Email: jorge@consultiausa.com
Title: Non-certified accountant
Relationship to Issuer: Non-certified accountant

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

- C. Balance sheet.
- D. Statement of income.
- E. Statement of cash flows.
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

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

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

N/A

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

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

SYNRGY, Corp
Condensed Balance Sheets
(Unaudited)

	June 30, 2021 (Unaudited)	December 31, 2020 (Unaudited)
ASSETS		
Current assets		
Cash and cash equivalents	\$ -	\$ 14
Accounts Receivable	-	-
Inventory	-	-
Other Assets - Goodwill	-	5,079,000
Total current assets	-	5,079,014
PROPERTY & EQUIPMENT, NET	-	
Other Assets		
Security Deposits	-	-
Total Other Assets	-	-
Total assets	<u>\$ -</u>	<u>\$ 5,079,014</u>
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)		
Current liabilities:		
Accounts payable	-	200,000
Related party loans	25,105	462,483
Other accounts payable	-	-
Deferred Revenue	-	-
Convertible Notes Payable	-	-
Accrued Interest	-	-
Total current liabilities	25,105	662,483
Long Term Liabilities	-	-
SBA Loan	-	7,927
Total Long-Term Liabilities	-	7,927
Total liabilities	25,105	670,410
Commitments and Contingencies		
Shareholder loan	-	-
Subscriptions, shares pending	-	4,950,000
Preferred Stock		
Preferred Stock 100,000,000 authorized at par value \$0,001, no preferred stock issued and outstanding shares	-	-

Common Stock

Common Stock 500,000,000 authorized at par value \$0.001, issued and outstanding 107,478,000 and 107,478,000 as of June 30, 2021, and December 31, 2020, respectively	107,478	107,478
Additional Paid-in-Capital	419,122	419,122
Retained Earnings (loss)	(551,705)	(1,067,996)
Total shareholders' equity (deficit)	<u>(25,105)</u>	<u>4,408,604</u>
Total liabilities and shareholders' equity (deficit)	<u><u>\$ -</u></u>	<u><u>\$ 5,079,014</u></u>

See accompanying notes to the condensed unaudited financial statements.

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SYNRGY, Corp
Condensed Statement of Operations
(Unaudited)

	For the Three Months Ended		For the Six Months Ended	
	June 30, 2021	June 30,	June 30, 2021	June 30,
	(Unaudited)	2020	(Unaudited)	2020
		(Unaudited)		(Unaudited)
REVENUES	\$ -	-	-	-
COST OF SALES	-	-	-	-
GROSS PROFIT	-	-	-	-
General and Administrative expenses	15,105	-	25,105	-
Board Member fees	-	-	-	-
Depreciation Expenses	-	-	-	-
Total operating expense	15,105	-	25,105	-
Profit (Loss) from operations	(15,105)	-	(25,105)	-
OTHER INCOME (EXPENSES)				
Interest Expense	-	-	-	-
Interest Income	-	-	-	-
Other Operational Income	-	-	-	-
Total other income (expense)	-	-	-	-
Income (Loss) from continuing operations	(15,105)	-	(25,105)	-
NET INCOME (LOSS)	(15,105)	-	(25,105)	-
Net income (loss) per share applicable to common stockholders - basic	\$ (0.00)	\$ -	\$ (0.00)	\$ -
Net income (loss) per share applicable to common stockholders - diluted	\$ (0.00)	\$ -	\$ (0.00)	\$ -
Weighted average number of common shares outstanding - basic	107,478,000	107,478,000	107,478,000	107,478,000
Weighted average number of common shares outstanding - diluted	107,478,000	107,478,000	107,478,000	107,478,000

See accompanying notes to the condensed unaudited financial statements.

SYNRGY, Corp

Consolidated Statements of Shareholders' Equity (Deficit) for the Periods Ended on December 31, 2019, 2020, March 31 and June 30, 2021

(Unaudited)

	<u>Common Shares</u>	<u>Common Stock</u>	<u>Additional Paid in Capital</u>	<u>Other Interest</u>	<u>Accumulated Deficit</u>	<u>Total Shareholders' Deficit</u>
BALANCE, December 31, 2019	107,478,000	\$ 107,478	\$ 419,122	\$ -	\$ (526,600)	\$ -
Shares due to conversion						-
Shares subscriptions						-
Subscription, shares pending				4,950,000		4,950,000
Acembly acquisition					(216,518)	(216,518)
Shareholders Loans						-
Net Income (loss)					(324,878)	(324,878)
BALANCE, December 31, 2020	107,478,000	\$ 107,478	\$ 419,122	\$4,950,000	\$ (1,067,996)	\$ 4,408,604
Shares due to conversion						-
Subscription, shares pending				(4,950,000)		(4,950,000)
Acembly acquisition on hold					541,396	541,396
Shareholders Loans						-
Net Income (loss)					(10,000)	(10,000)
BALANCE, March 31, 2021	107,478,000	\$ 107,478	\$ 419,122	\$ -	\$ (536,600)	\$ (10,000)
Shares due to conversion						-
Shares subscriptions						-
Acembly acquisition on hold						-
Shareholders Loans						-
Net Income (loss)					(15,105)	(15,105)
BALANCE, June 30, 2021	107,478,000	\$ 107,478	\$ 419,122	\$ -	\$ (551,705)	\$ (25,105)

See accompanying notes to the condensed unaudited financial statements.

SYNRGY, Corp
Condensed Statements of Cash-Flows
(Unaudited)

	For the Six months Ended on	
	June 30, 2021	June 30, 2020
	(Unaudited)	(Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Income (Loss)	\$ (25,105)	\$ -
Adjustment to reconcile net income (loss) to net cash provided operating activities:		
Acembly acquisition	-	-
Change in operating assets and liabilities:		
Accounts receivable	-	-
Inventory	-	-
Assets write off	-	-
Other assets write off	-	-
Notes Receivable	-	-
Other current assets	4,950,000	-
Security Deposits	-	-
Accounts payable and accrued expenses	-	-
Accrued interest	-	-
Adjustment	-	-
Payroll liability	-	-
Notes Payable	-	-
Contingencies	(4,950,000)	-
Other payables	-	-
Deferred revenue	-	-
Net cash provided by operating activities	<u>(25,105)</u>	<u>-</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Cash paid for assets acquisition	-	-
Net cash used in investing activities	<u>-</u>	<u>-</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Related party loans	25,105	-
Bank Overdraft	-	-
Proceeds from notes payable	-	-
Proceeds from common stock issuance	-	-
Financial Loans Payable	-	-
Net Cash provided by financing activities	<u>25,105</u>	<u>-</u>
NET CHANGE IN CASH	-	-
CASH, beginning of period	-	-

CASH, end of period	\$	<u> </u>	\$	<u> </u>
		-		-

NON-CASH INVESTING AND FINANCING ACTIVITIES

Issuance of shares of common stock for convertible debt	\$	<u> </u>	\$	<u> </u>
		-		-
Issuance of shares of common stock for conversion of preferred stock	\$	<u> </u>	\$	<u> </u>
		-		-
Cancellation of shares	\$	<u> </u>	\$	<u> </u>
		-		-
Loans issued to acquire fixed assets	\$	<u> </u>	\$	<u> </u>
		-		-
Loan payable paid by related party	\$	<u> </u>	\$	<u> </u>
		-		-
		-		-

SUPPLEMENTAL DISCLOSURES:

Cash paid for income taxes	\$	<u> </u>	\$	<u> </u>
		-		-
Cash paid for interest	\$	<u> </u>	\$	<u> </u>
		-		-

See accompanying notes to the condensed unaudited financial statements.

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SYNRGY, Inc
Notes to de Condensed Financial Statements
for the period ended on June 30, 2021

NOTE 1: NATURE OF ORGANIZATION

Synrgy, Inc., (“SNGY” or the “Company”) was originally chartered as Yaboo, Inc., with the State of Nevada on August 11, 2008, with registered address at 375 Stephanie St., Suite 1411 Henderson, NV 89014. Yaboo, Inc., operates its business in the U.S. and a wholly owned branch located at 300 Lake Cook Rd., Suite 350, Deerfield, IL 60015.

On March 4, 2019, Yaboo, Inc., by the written consent of the majority stockholders, in lieu of a meeting approved to change the name of the Corporation to Synrgy Corp., and therefore filed the Charter Amendment with the Nevada Secretary of State.

On November 4, 2019, the Company by a Board of Directors’ meeting issued an Amended and Restated Articles of Incorporation, where among others, but not limited to, the Company designated Mr. Jeffrey Bearden as President and Secretary.

Accordingly, the Amended and Restated Articles of Incorporation (“ARAI”) of Synrgy Corp., Inc.,

Section II literally stated: The total number of shares of all classes which the Corporation has authority to issue is 600,000,000 of which 500,000,000 shares shall be designated as "Common Stock" with a par value of \$0.001 per share, and 100,000,000 shares shall be designated as "Preferred Stock" with a par value of \$0.001 per share.

Section II.A of the above-mentioned ARAI of the Company, defined terms and conditions on the Preferred Stock.

Section II.B of the above-mentioned ARAI of the Company defined the characteristics of the Series A Preferred Stock, which literally said: 1. Designations and Amount. Thirty Million (30,000,000) shares of the Preferred Stock of the Corporation, \$0.001 par value per share, shall constitute a class of Preferred Stock designated as “Series A Preferred Stock” (the “Series A Preferred Stock”) with a face value of \$0.001 per share (the “Face Amount”).

The Series A Preferred Shares shall have the following rights, preferences, powers, privileges, restrictions, qualifications and limitations:

Section 1: Designation, Amount and Par Value.: This series of preferred stock shall be designated as this Corporation’s Series A Preferred Stock (the “Series A Stock”) and the number of shares so designated shall be up to 30,000,000. Each share of Series A Preferred Stock shall have a par value of \$.001 per share and a stated value equal to \$.001.

Section 2: Dividends: The Holders of outstanding Series A Preferred Stock shall be entitled to receive 20 times the dividends per share for Series A Stock as are paid for each share of the Corporation’s common stock.

Section 3: Voting Rights: In addition to voting as a class as to all matters that require class voting under the Nevada Revised Statutes, the holders of the Series A Stock shall vote on all matters with the holders of the Common Stock (and not as a separate class) on twenty votes per share of Series A Stock (20:1) basis. The holders

of the Series A Stock shall be entitled to receive all notices relating to voting as are required to be given to the holders of the Common Stock.

Section 4: Rank: The Series A Stock shall, with respect to the rights on liquidation be entitled to receive 20 for 1 share of liquidation proceeds as compared to each share of common stock, \$.001 par value per share.

Section 5: Redemption: Shares of Series A Preferred Stock may not be redeemed by the Corporation absent the consent of the holder thereof.

Section 6: Conversion: (a) Each share of Series A Stock shall be convertible at any time at a price of \$.25 per share, and at the option of the holder thereof, at any time after the Series A Issue Date at the conversion ratio of one (1) share of Series A Stock for twenty (20) shares of Common Stock. (b) The Conversion Ratio shall be subject to adjustment in accordance with the following:

- (i) In case the Corporation shall have at any time or from time to time after the Series A Issue Date, paid a dividend, or made a distribution, on the outstanding shares of Common Stock in shares of Common Stock, subdivided the outstanding shares of Common Stock, combined the outstanding shares of Common Stock into a smaller number of shares of issued by reclassification of the shares of Common Stock any shares of capital stock of the Corporation, then, and with respect to each such case, the Conversion Ratio shall be adjusted so that the holder of any shares of Series A Stock shall be entitled to receive upon conversion the number of shares of Common Stock or other securities of the Corporation which such holder would have owned or have been entitled to receive immediately prior to such events or the record date therefor, whichever is earlier, assuming the Series A Stock had been converted into Common Stock, it being the intention of the foregoing, to provide the holders of Series A Stock with the same benefits as such holders would have received as holders of Common Stock if the Series A Stock had been converted into Common Stock at the Conversion Ratio on the Series A Issue Date and such holders had continued to hold such Common Stock.
- (ii) In case the Corporation shall at any time or from time to time after the Series A Issue Date declare, order, pay or make a dividend or other distribution (including, without limitation, any distribution of stock or other securities or property or rights or warrants to subscribe for securities of the Corporation or any of its subsidiaries by way of dividend or spin-off), on its Common Stock, other than dividends or distributions of shares of Common Stock which are referred to in clause (i) of this section (b), then the holders of the Series A Stock shall be entitled to receive upon conversion their pro rata share of any such dividend or other distribution on an as converted basis; provided, however, that any plan or declaration of a dividend or distribution shall not have been abandoned or rescinded.
- (iii) If the Corporation shall be a party to any transaction including without limitation, a merger, consolidation, sale of all or substantially all of the Corporation's assets or a reorganization, reclassification or recapitalization of the capital stock, (such actions being referred to as a "Transaction), in each case, as a result of which shares of Common Stock are converted into the right to receive stock securities or other property (including cash or any combination thereof), each share of Series A Stock shall thereafter be convertible into the number of shares of stock or securities or property to which a holder of the twenty (20) times the number of shares of Common Stock of the Corporation deliverable upon conversion of such Series A Stock would have been entitled upon such

Transaction; and, in any such case, appropriate adjustment (as determined by the Board) shall be made in the application of the provisions set forth in this Subsection, with respect to the rights and interest thereafter of the holders of the Series A Preferred Stock, to the end that the provisions set forth in this Subsection shall thereafter be applicable, as nearly as reasonably may be, in relation to any shares of stock or other property thereafter deliverable upon the conversion of the Series A Stock. The Corporation shall not effect any Transaction (other than a consolidation or merger in which the Corporation is the continuing corporation) unless prior to or simultaneously with the consummation thereof the Corporation, or the successor corporation or purchaser, as the case may be, shall provide in its charter document that each share of Series A Stock shall be converted into such shares of stock, securities or property as, in accordance with the foregoing provisions, each such holder is entitled to receive. The provisions of this paragraph shall similarly apply to successive Transactions.

(c) The Corporation will not, by amendment of its Certificate of Incorporation or through any reorganization, recapitalization, consolidation, merger, dissolution, issue or sell securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions of this Section (c) and in taking of all such action as may be necessary or appropriate in order to protect the conversion rights of the holders of the Series A Stock against impairment.

(d) In the event of any taking by the Corporation of a record of the holders of any class of securities for the purpose of determining the holders thereof who are entitled to receive any dividend or other distribution, the Corporation shall mail to each holder of Series A Stock a notice specifying the date on which any such record is to be taken for the purpose of such dividend or distribution at least ten (10) day prior to such record date.

(e) The Corporation shall, at or prior to the time of any conversion, take any and all action necessary to increase its authorized, but unissued Common Stock and to reserve and keep available out of its authorized, but unissued Common Stock, such number of shares of Common Stock as shall, from time to time, be sufficient to effect conversion of the Series A Stock.

Section II.C. Common Stock.

Subject to all of the rights of the Shares as expressly provide herein, by law or by the Board of Directors pursuant to this Article II, the Common Stock of the Corporation shall possess all such rights and privileges as are afforded to capital stock by applicable law in the absence of any express grant of rights or privileges in the Corporation's Articles of Incorporation, including, but not limited to, the following rights and privileges:

1. Dividends may be declared and paid or set apart for payment upon the Common Stock out of any assets or funds of the Corporation legally available for the payment of dividends.
2. The holders of Common Stock shall have the unlimited right to vote for the election of directors and on all other matters requiring stockholder action, each share being entitled to one vote; and
3. Upon the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation the net assets of the Corporation available for distribution to the Common Stock shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests.

NOTE 2: GOING CONCERN

Based on FASB's guidance for this topic ASC 205-40 and PCAOB AS 2415, management understands that despite of no liquidity exists, no liabilities exist too. As of June 30, 2021, and December 31, 2020, the Company has accumulated losses of \$551,705 and \$ 1,067,996, respectively, since inception. This raises substantial doubt about the Company's ability to continue as a going concern.

The extent of the impact of the coronavirus ("COVID-19") outbreak on the financial performance of the Company will depend on future developments, including the duration and spread of the outbreak and related advisories and restrictions, and the impact of COVID-19 on the overall economy, all of which are highly uncertain and cannot be predicted. If the overall economy is impacted for an extended period, the Company's future operating results may be materially adversely affected.

Management's plans include raising capital through the equity markets to fund operations and eventually generate revenue through its business; however, there can be no assurance that the Company will be successful in such activities. These consolidated financial statements do not include any adjustments relating to the recovery of the recorded assets or the classifications of the liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 3: SUMMARY OF SIGNIFICANT ACCOUNT POLICIES

Principles of Consolidation

The accompanying financial statements of Synrgy Corp. does not include any wholly owned subsidiary, when that happened, all significant intercompany accounts and transactions would be eliminated in consolidation.

The Company's financial statements does not include the accounts of its subsidiary Acembly Inc., a Delaware based company, which are controlled and owned by Synrgy Corp, due to the events described in the next Section: Basis of Presentation, Legal Actions and Subsequent Events after June 30, 2021.

Management understood that despite not including the accounts of its subsidiary Acembly, Inc., such event is not considered Discontinued Operations, in terms of ASC 205-20, because it is not a disposal of assets or liabilities, just a situation pending of the final court decision regarding all the facts brought to the hereto described lawsuits, and does not represent represents a strategic shift, on the Company's operations (ASC 205-20-45-1B)

Certain prior year amounts have been reclassified for consistency with the current period presentation. These reclassifications had no effect on the reported results of operations. This change in classification does not materially affect previously reported cash flows from operations or from financing activities in the Statement of Cash Flows and had no effect on the previously reported Statement of Operations for any period.

Basis of Presentation

The accompanying financial statements have been prepared by the Company in accordance with Generally Accepted Accounting Principles ("GAAP") in the United States of America. Certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. generally accepted accounting principles. The Company as elsewhere stated in this Notes had no activity since the year 2012 to the period ended on December 31, 2018.

Due to certain information gathered from calls and others, management understand that the Acembly Inc., transaction is affected by several facts, requiring further investigation, reason to which the Company eliminated assets and liabilities related to Acembly Inc., from the financials, until all the observed and doubtful statements are properly clarified, either in Patrick Kennedy, Michael Asadoorian and Exirsoft Thechnology filed a lawsuit against Synrgy Corp. and Acembly, Inc., among others, in the United States District Court for the Central District of California, styled Patrick Kennedy, et.al. v. Jeff Bearden, et al., Case No. 2:20-cv-11483-SVW-MAA (the “Litigation”), or Synrgy, Inc. and Acembly, Inc. filed for Chapter 11 bankruptcy protection in the bankruptcy court for the Central District of California, in the matters of In re: Acembly, Inc., Central District of California Case No.: 2:21-bk-16465-WB and In re: Synrgy Corp. Central District of California Case No.: 2:21-bk-16469-WB. Both bankruptcy filings will be jointly administered with Case No.: 2:21-bk-16465-WB as the lead case. With regard to Synrgy and Acembly’s possible exposure to liability as a result of the Litigation, it is expected that the issues will be resolved in the pending bankruptcy proceedings. It has also come to light that Synrgy and/or Acembly may have causes of action to assert against certain of the Plaintiffs in the District Court Litigation for unauthorized expenditure of company funds, among other things. Neither the Company nor its officers had and even currently are not allowed to access Acembly, Inc., banking account. Based on the foregoing the Company left on hold until further resolution Acembly’s assets and liabilities, as follows:

Acembly write-off and hold	
Account	Amount
Cash and cash equivalents	\$ 14
Goodwill	5,079,000
Vendors	(200,000)
Related parties’ loan	(462,483)
SBA Loan	(7,927)
Subscriptions shares pending	(4,950,000)
Retained earnings	541,396
Total:	\$ -

Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to adopt accounting policies and make estimates and assumptions that affect amounts reported in the financial statements. The following discussion contain statements that are not historical facts and are considered forward-looking within the meaning of Section 27A of the Securities Act of 1933, as amended (the “Securities Act”), and Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). These forward-looking statements contain projections of our future results of operations or of our financial position or state other forward-looking information. In some cases, you can identify these statements by forward-looking words such as “anticipate,” “believe,” “could,” “continue,” “estimate,” “expect,” “intend,” “may,” “should,” “will,” “would,” “plan,” “projected” or the negative of such words or other similar words or phrases. We believe that it is important to communicate our future expectations to our investors. However, there may be events in the future that we are not able to accurately predict or control and that may cause our actual results to differ materially from the expectations we describe in our forward-looking statements. Investors are cautioned not to unduly rely on forward-looking

statements because they involve risks and uncertainties, and actual results may differ materially from those discussed as a result of various factors, including, but not limited to:

- The risk that we continue to incur losses and might never achieve or maintain profitability.
- The risk that we will need to raise additional capital to fund our operations and such capital may not be available to us.
- The risk of dilution to our stockholders and/or stock price should we need to raise additional capital.
- The risk that our lack of extensive experience in manufacturing and marketing products and services may impact our ability to manufacture and market products on a profitable and large-scale commercial basis.
- The risk that unit orders may not ship, be installed and/or converted to revenue, in whole or in part.
- The risk that a loss of one or more of our major customers, or if one of our major customers delays payment of or is unable to pay its receivables, a material adverse effect could result on our financial condition.
- The risk that a sale of a significant number of shares of stock could depress the market price of our common stock.
- The risk that negatives publicity related to our business or stock could result in a negative impact on our stock value and profitability.
- The risk of potential losses related to any product liability claims or contract disputes.
- The risk of loss related to an inability to remediate the material weakness identified in internal control over financial reporting as of December 31, 2020, or inability to otherwise maintain an effective system of internal control.
- The risk that the determination to restate the Prior Period Financial Statements could negatively affect investor confidence and raise reputational issues.
- The risk of loss related to an inability to maintain an effective system of internal controls.
- Our ability to attract and maintain key personnel.
- The risk that pending orders may not convert to purchase orders, in whole or in part.
- The cost and timing of developing, marketing, and selling our products and services.
- The risks of delays in or not completing our product development goals.
- The risks involved with participating in joint ventures.
- Our ability to obtain financing arrangements to support the sale or leasing of our products and services to customers.
- Our ability to successfully pursue new business ventures.
- Our ability to achieve the forecasted gross margin on the sale of our products and/or services.
- The risks, liabilities, and costs related to environmental, health and safety matters.
- Market acceptance of our products and services,
- Our ability to establish and maintain relationships with third parties with respect to product development, manufacturing, distribution and servicing, and the supply of key product components.

- The cost and availability of components and parts for our products.
- The risk that possible new tariffs could have a material adverse effect on our business.
- Our ability to develop commercially viable products.
- Our ability to reduce product and manufacturing costs.
- Our ability to successfully market, distribute and service our products and services internationally.
- Our ability to improve system reliability for our products.
- Competitive factors, such as price competition and competition from other traditional companies.
- Our ability to protect our intellectual property.
- The risk of dependency on information technology on our operations and the failure of such technology.
- The cost of complying with current and future federal, state, and international governmental regulations.
- Our subjectivity to legal proceedings and legal compliance.
- The risks associated with past and potential future acquisitions; and
- The volatility of our stock price.

The risks included here are not exhaustive, and additional factors could adversely affect our business and financial performance, including factors and risks included in other sections of this Annual Report on the disclosure form these financials are part of.

Carrying Value, Recoverability, and Impairment of Long-Lived Assets

The Company has no fixed assets, including property, equipment, and intangible assets. When available they will be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

Cash and Cash Equivalents

The Company considers all investments with a maturity date of three months or less when purchased to be cash equivalents. The Company had cash balance of \$0 and \$14 as June 30, 2021, and December 31, 2020, respectively.

Accounts Receivable and Allowance for Doubtful Accounts

The Company has no Account receivables. When available they will be recorded at the invoiced amount, net of an allowance for doubtful accounts. The Company will perform on-going credit evaluations of its customers and adjusts credit limits based upon payment history and the customers at such time credit worthiness, as determined by the review of their current credit information; and determines the allowance for doubtful accounts based on historical write-off experience, customer specific facts and general economic conditions that may affect a client's ability to pay.

Other Assets

The Company has Goodwill in the amount of \$0 and \$5,079,000 as of June 30, 2021, and December 31, 2020, respectively. This intangible is referred to the software including source codes and other related development already existing in the acquired company Acemby, Inc., which are currently under discussion about the real

existence of such software.

Property and Equipment

The Company has no Property and equipment as of June 30, 2021, and December 31, 2020. When available they will be recorded at cost. Expenditures for major additions and betterments are capitalized.

Maintenance and repairs will be charged to operations as incurred. Depreciation of property and equipment will be computed by the straight-line method (after considering their respective estimated residual values shown in the table below) over the estimated useful lives of the respective assets. Upon sale or retirement of property and equipment, the related cost and accumulated depreciation will be removed from the accounts and any gain or loss will be reflected in statements of operations.

Beneficial Conversion Feature

The Company has neither asset nor liabilities subject to conversion feature. When available the conversion features of conventional convertible debt provide for a rate of conversion that is below market value at issuance, this feature is characterized as a beneficial conversion feature ("BCF"). A BCF will be recorded by the Company as a debt discount pursuant to Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 470-20 *Debt with Conversion and Other Options*. In those circumstances, the convertible debt will be recorded net of the discount related to the BCF, and the Company will amortize the discount to interest expense over the life of the debt using the effective interest method.

Embedded Conversion Features

The Company has no embedded conversion features. When available the Company will evaluate embedded conversion features within convertible debt under ASC 815 "Derivatives and Hedging" to determine whether the embedded conversion feature(s) should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in earnings. If the conversion feature does not require derivative treatment under ASC 815, the instrument will be evaluated under ASC 470-20 "Debt with Conversion and Other Options" for consideration of any beneficial conversion features.

Derivative Financial Instruments

The Company has no derivative financial instruments. When available fair value accounting requires bifurcation of embedded derivative instruments such as conversion features in convertible debt or equity instruments, and measurement of their fair value for accounting purposes. In determining the appropriate fair value, the Company will use the Black-Scholes option-pricing model in assessing the convertible debt instruments, and management will determine if the convertible debt host instrument is conventional convertible debt and further if there is a beneficial conversion feature requiring measurement. If the instrument is not considered conventional convertible debt, the Company will continue its evaluation process of these instruments as derivative financial instruments.

Once determined, derivative liabilities will be adjusted to reflect fair value at each reporting period end, with any increase or decrease in the fair value being recorded in results of operations as an adjustment to fair value of derivatives. In addition, the fair value of freestanding derivative instruments such as warrants, will be also valued using the Black Scholes option-pricing model.

Fair Value of Financial Instruments

The Company has not financial instruments, however, when available will adopt the following criteria. 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, based on our principal or, in the absence of a principal, most advantageous market for the specific asset or liability.

U.S. generally accepted accounting principles provide for a three-level hierarchy of inputs to valuation techniques used to measure fair value, defined as follows:

Level 1: Inputs that are quoted prices (unadjusted) for identical assets or liabilities in active markets that the entity can access.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the asset or liability, including:

- quoted prices for similar assets or liabilities in active markets.
- quoted prices for identical or similar assets or liabilities in markets that are not active.
- inputs other than quoted prices that are observable for the asset or liability; and
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3: Inputs that are unobservable and reflect management's own assumptions about the inputs market participants would use in pricing the asset or liability based on the best information available in the circumstances (e.g., internally derived assumptions surrounding the timing and amount of expected cash flows).

Financing Activities

The Company had no financing activities for the period ended on June 30, 2021, and December 31, 2020.

Accounts Payable

The Company had accounts payable of \$0 and \$200,000 for the period ended on June 30, 2021, and December 31, 2020, the following chart reflects the accounts payable breakdown:

Vendor	Supporting Document	Concept	Debt		Interest	Principal	
			Inception	Due		June 30, 2021	December 31, 2020
Patrick Kennedy	Consulting	Retention	07/01/20	06/30/21	N/A	\$ -	\$ 75,000
	Agreement	payment	07/01/20	06/30/22	N/A	-	75,000
Michael Asadoorian	Employment	Retention	07/01/20	06/30/21	N/A	-	25,000
	Agreement	payment	07/01/20	06/30/22	N/A	-	25,000
						\$ -	\$ 200,000

Related Parties Loans:

The Company had Related Parties Loans payable of \$ 10,000 and \$462,483 for the period ended on March 31, 2021, and December 31, 2020, the following chart reflects the accounts payable breakdown:

Related Party	Supporting Document	Concept	Debt Inception	Due	Interest	Principal	
						June 30, 2021	December 31, 2020
Jeff Bearden	Deposit Acembly	Loan	06/25/20	Extended	N/A	\$ -	\$ 388,833
B&D Consulting	Deposit Acembly	Loan	07/31/20	Extended	N/A	-	42,650
			08/31/20	Extended	N/A	-	31,000
Synrgy Corp	Payment c/o	Loan	01/08/21	Extended	N/A	25,105	
						\$ 25,105	\$ 462,483

Revenue Recognition

The Company had \$ 0 and \$108,996 revenues for the periods ended on June 30, 2021, and December 31, 2020. The Company adopted the rules as follows.

Effective January 1, 2018, the Company adopted the Financial Accounting Standards Board (“FASB”) standard update ASU 2014-09, “Revenue from Contracts with Customers” (“Topic 606”), which provides a principles-based, five-step approach to measure and recognize revenue from contracts with customers. Revenue is recognized when the following criteria are met:

- Identification of the contract, or contracts, with a customer;
- Identification of the performance obligations in the contract;
- Determination of the transaction price;
- Allocation of the transaction price to the performance obligations in the contract; and
- Recognition of revenue when, or as, we satisfy performance obligation.

The adoption of this guidance did not have a material impact on the Company’s statement of operations, cash flows, and balance sheet as of the adoption date or for the period ended June 30, 2021.

For the period in the future the Company will meet the above criteria, thereby allowing for the recognition of revenue for the revenue on such transactions upon receipt.

The Company will periodically review for any expected period of substantial involvement under the agreements that provide for non-refundable up-front payments and fees. If ever applicable, we will adjust the amortization periods when appropriate to reflect changes in assumptions relating to the duration of our expected involvement.

The Company will recognize revenue on arrangements in accordance with ASC 606 *Revenue Recognition*. Revenue is recognized in the month the service (mostly hosting) is provided.

Income Taxes

The Company had no activity since 2012 then no taxes accrued. When available the Company will adopt the following procedure, to the period ended on Deferred tax assets and liabilities will be are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Additionally, the recognition of future tax benefits, such as net

operating loss carryforwards, is required to the extent that realization of such benefits is more likely than not. Deferred tax assets and liabilities are determined using enacted tax rates expected to apply to taxable income in the years in which the assets and liabilities are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period that includes the enactment date.

In the event the future tax consequences of differences between the financial reporting bases and the tax bases of the Company's assets and liabilities result in deferred tax assets, an evaluation of the probability of being able to realize the future benefits indicated by such asset is required. A valuation allowance is provided for the portion of the deferred tax asset when it is more likely than not that some or all of the deferred tax asset will not be realized. In assessing the realizability of the deferred tax assets, management considers the scheduled reversals of deferred tax liabilities, projected future taxable income, and tax planning strategies.

The Company files income tax returns in the United States, which are subject to examination by the tax authorities in these jurisdictions. Generally, the statute of limitations related to the Company's federal and state income tax return is three years. The state impact of any federal changes for prior years remains subject to examination for a period up to five years after formal notification to the states.

Management will evaluate tax positions in accordance with ASC 740, *Income Taxes*. The Company is in the process to file tax returns for the years ended in 2018, 2019 and 2020 as soon as all financial statements are properly filed, therefore all the Company's tax years since inception remain subject to examination by Federal and State jurisdictions.

Earnings Per Share

Basic net income per common share ("*Basic EPS*") excludes dilution and is computed by dividing net income by the weighted average number of common shares outstanding during the period. Diluted net income per common share ("*Diluted EPS*") reflects the potential dilution that could occur if stock options or other contracts to issue shares of common stock were exercised or converted into common stock. The computation of Diluted EPS does not assume exercise or conversion of securities that would have an anti-dilutive effect on net income per common share.

	For the Six Months Ended on June 30	
	2021	2020
Numerator		
Net income (loss) applicable to common shareholders	(25,105)	-
Denominator		
Weighted average common shares outstanding, basic	107,478,000	107,478,000
Convertible preferred stock		
Convertible promissory notes		
Weighted average common shares outstanding, diluted	107,478,000	107,478,000
Net Income per share - Basic	\$ (0.00)	\$ -
Income per shares - Diluted	\$ (0.00)	\$ -

NOTE 4: EQUITY

The Company had as of the period ended on December 31, 2017, 47,474,000 shares of common stock issued and outstanding.

On March 1, 2018, the Company issued 20 shares of common stock to Goldman Sachs Execution.

On March 2, 2018, the Company issued 2,980 to TD Ameritrade Clearing, Inc.

On March 13, 2018, the Company issued 10 shares of common stock to Merrill Lynch Pierce Fenner.

On March 16, 2018, the Company issued 990 shares of common stock to Merrill Lynch Pierce Fenner.

On March 27, 2019, the Company issued 60,000,000 shares to Jeffrey Bearden due to the Common Stock Purchase Agreement between Jeffrey Bearden and Tourmeline Ventures, LLC., executed on December 26, 2018 (last signature dated in the agreement)

On November 4, 2019, the Company had a Directors Consent in Lieu of Meeting for the Board of Director of Synrgy Corp., where Mr. Jeffrey Bearden acquired 19,000,000 shares of common stock at a par value of \$0.001 and 10,000,000 shares Class A Preferred Stock at par value of \$0.001. None of both shares were recorded as issued and outstanding, based on the Transfer Agent delivered records.

NOTE 5: COMMITMENTS AND CONTINGENCIES.

During the normal course of business, the Company may be exposed to litigation. When the Company becomes aware of potential litigation, it evaluates the merits of the case in accordance with ASC 450-20-50, *Contingencies*. The Company evaluates its exposure to the matter, possible legal or settlement strategies and the likelihood of an unfavorable outcome. If the Company determines that an unfavorable outcome is probable and can be reasonably estimated, it establishes the necessary accruals. As of January 8, 2021, the Company was notified that Patrick Kennedy, Michael Asadoorian and Exirsoft Thechnology filed a lawsuit against Synrgy Corp. and Acembly, Inc., among others, in the United States District Court for the Central District of California, notwithstanding the foregoing and due to the sum of ongoing facts, the Company was not able to accurately define any additional contingent liabilities that should be reflected in the accompanying consolidated financial statements.

NOTE 6: SUBSEQUENT EVENTS AFTER JUNE 30, 2021

For this purpose, management required to Mr. Michael Wilson, Esq., and Mr.M.Douglas Flahaut, legal counselors for the Company an opinion letter, which was rendered in the following terms literally copied hereto:

Synrgy Corp. purchased all of the shares of Acembly, Inc., a California corporation, via a Stock Purchase Agreement dated June 25, 2020 (the “SPA”). Concurrently with the execution of the SPA, Acembly entered into various other agreements to retain and employ and consult with certain essential Acembly, Inc. personnel. Of specific importance are: (1) an employment agreement with Michael Asadoorian; (2) an employment agreement with Patrick Kennedy; and (3) a consulting agreement with Exirsoft Thechnology, Inc.

On December 18, 2020, Patrick Kennedy, Michael Asadoorian and Exirsoft Thechnology filed a lawsuit against Synrgy Corp. and Acembly, Inc., among others, in the United States District Court for the Central District of California, styled Patrick Kennedy, etal. v. Jeff Bearden, et al., Case No. 2:20-cv-11483-SVW-MAA (the

“Litigation”). In the Litigation, Kennedy, et al. stated multiple causes of action for Breach of Contract, Breach of the Implied Covenant of Good Faith and Fair Dealing, Intentional Misrepresentation, Unfair Competition and common counts, all premised on the alleged breach of the June 2020 SPA and employment and consulting agreements.

Trial in the Litigation was initially set to commence August 17, 2020. On or about August 13, 2020 Synrgy, Inc. and Acembly, Inc. filed for Chapter 11 bankruptcy protection in the bankruptcy court for the Central District of California, in the matters of In re: Acembly, Inc., Central District of California Case No.: 2:21-bk-16465-WB and In re: Synrgy Corp. Central District of California Case No.: 2:21-bk-16469-WB. Both bankruptcy filings will be jointly administered with Case No.: 2:21-bk-16465-WB as the lead case.

Trial for the non-debtor Defendants has been rescheduled to commence November 9, 2021. With regard to Synrgy and Acembly’s possible exposure to liability as a result of the Litigation, it is expected that the issues will be resolved in the pending bankruptcy proceedings. It has also come to light that Synrgy and/or Acembly may have causes of action to assert against certain of the Plaintiffs in the District Court Litigation for unauthorized expenditure of company funds, among other things.

On or about August 13, 2021 Synrgy, Inc. and its wholly-owned subsidiary Acembly, Inc. sought bankruptcy protection by filing voluntary petitions under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Central District of California thereby commencing the following Chapter 11 cases – 2:21-bk-16465-WB (Acembly, Inc.) and 2:21-bk-16469-WB (Synrgy, Inc.). In connection with the bankruptcy filing, Acembly has demanded turnover of certain books and records and bank account information related to Acembly. Based on the information Acembly has received from counsel for Patrick Kennedy, it appears that Acembly’s former CEO, Patrick Kennedy (and or others) may have continued to operate Acembly from the date Acembly was acquired by Synrgy through at least August 13, 2021 without informing Synrgy or Acembly’s new CEO Mr. Bearden. Such operations appear to include receipts and payments that were heretofore unknown to Acembly’s CEO Mr. Bearden and Synrgy. Acembly is currently investigating the extent and nature of these ongoing operations, receipts, and payments and the effect of same on Acembly and its parent Synrgy.

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5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

SYNRGY Corp. is a software technology and innovation company that is built around the primary tenant that technology evolution is the new norm and innovation is how companies and people are able to adapt.

Cloud is currently moving legacy environments to a shared and automated state and will become a commodity for global information commoditized storage and rapid technology innovation development will become the core technologies that fuels many facets of both business and personal interactions but needs business enable (i.e. Internet and www) for global adoption

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

None

- C. Describe the issuers' principal products or services.

SYNRGY Corp. is leveraging systems development/integration capabilities into to providing the foundation for SYNRGY products and solutions that enable the use innovative technologies and global market adoption at an increased velocity and scale. SYNRGY Corp use of open source reduces cost and increases adoption / scalability. SYNRGY Corp. focuses on the unique system problems, integration of the open source "building blocks", and development/implementation of the architecture "glue" to meet the system requirements/objectives. Lower overall cost, effectiveness, and future adaptability to meet the market needs

6) Issuer's Facilities

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

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

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

N/A

7) Company Insiders (Officers, Directors, and Control Persons)

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

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

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Jeffrey Bearden</u>	<u>Director</u>	<u>Hagerstown - MD</u>	<u>60,000,000</u>	<u>Common</u>	<u>55.83%</u>	<u>Restricted</u>

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

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

None

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

None

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

None

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

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

For this purpose, management required to Mr. Michael Wilson, Esq., and Mr.M.Douglas Flahaut, legal counselors for the Company an opinion letter, which was rendered in the following terms literally copied hereto:

Synrgy Corp. purchased all of the shares of Acembly, Inc., a California corporation, via a Stock Purchase Agreement dated June 25, 2020 (the "SPA"). Concurrently with the execution of the SPA, Acembly entered into various other agreements to retain and employ and consult with certain essential Acembly, Inc. personnel. Of specific importance are: (1) an employment agreement with Michael Asadoorian; (2) an employment agreement with Patrick Kennedy; and (3) a consulting agreement with Exirsoft Thechnology, Inc.

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Trial in the Litigation was initially set to commence August 17, 2020. On or about August 13, 2020 Synrgy, Inc. and Acembly, Inc. filed for Chapter 11 bankruptcy protection in the bankruptcy court for the Central District of California, in the matters of In re: Acembly, Inc., Central District of California Case No.: 2:21-bk-16465-WB and In re: Synrgy Corp. Central District of California Case No.: 2:21-bk-16469-WB. Both bankruptcy filings will be jointly administered with Case No.: 2:21-bk-16465-WB as the lead case.

Trial for the non-debtor Defendants has been rescheduled to commence November 9, 2021. With regard to Synrgy and Acembly's possible exposure to liability as a result of the Litigation, it is expected that the issues will be resolved in the pending bankruptcy proceedings. It has also come to light that Synrgy and/or Acembly may have causes of action to assert against certain of the Plaintiffs in the District Court Litigation for unauthorized expenditure of company funds, among other things.

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– 2:21-bk-16465-WB (Acembly, Inc.) and 2:21-bk-16469-WB (Synrgy, Inc.). In connection with the bankruptcy filing, Acembly has demanded turnover of certain books and records and bank account information related to Acembly. Based on the information Acembly has received from counsel for Patrick Kennedy, it appears that Acembly’s former CEO, Patrick Kennedy (and or others) may have continued to operate Acembly from the date Acembly was acquired by Synrgy through at least August 13, 2021 without informing Synrgy or Acembly’s new CEO Mr. Bearden. Such operations appear to include receipts and payments that were heretofore unknown to Acembly’s CEO Mr. Bearden and Synrgy. Acembly is currently investigating the extent and nature of these ongoing operations, receipts, and payments and the effect of same on Acembly and its parent Synrgy.

9) Third Party Providers

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

Securities Counsel

Name: Donald Keer
Firm: Donald R Keer, P.E., Esq
Address 1: 3663 Greenwood Circle
Address 2: Chalfont, PA 18914
Phone: (215) 962-9378
Email: keeresq@gmail.com

Accountant or Auditor

Name: Jorge L Schcolnik
Firm: Consultia, LLC
Address 1: 210 174th St
Address 2: Suite 1809, Sunny Isles Beach, FL 33160
Phone: (305) 401-7366
Email: jorge@consultiausa.com

Investor Relations

Name: N/A
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

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

Name: N/A
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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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, Jeffrey Bearden certify that:

1. I have reviewed this Quarterly Report for the period ended on June 30, 2021 of SINRGY Corp;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

September 24, 2021 [Date]

/s/ Jeffrey Bearden [CEO's Signature]

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

[space intentionally left in blank]

Principal Financial Officer:

I, Jeffrey Bearden certify that:

1. I have reviewed this Quarterly Report for the period ended on June 30, 2021 of SYNRGY, Corp;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

September 24, 2021 [Date]

/s/ Jeffrey Bearden [CFO's Signature]

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