Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

PSYC Corporation
A Nevada Corporation
2881 S. Valley View Blvd.
Suite 9 Las Vegas, NV 89102
(702) 239-1919
www.psyccorporation.com
SIC Code: 7389

Quarterly Report

For the Period Ending: June 30, 2023
(the "Reporting Period")

As of June 30, 2023, the number of shares outstanding of our Common Stock was:

550,443,739 (Current Reporting Period).

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

496,443,739 (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 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 Control[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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

Current name of issuer: PSYC Corporation

On October 5, 1998, the Company was incorporated in the State of Florida as November Resources II, Inc.

On February 13, 2001, November Resources II, Inc. changed its name to Hazek Corp.

On August 21, 2006, Hazek Corp. changed its name to Interactive Digital Multi-Media, Inc.

On March 20, 2008, Interactive Digital Multi-Media, Inc. changed its name to Go Health, Inc.

On May 1, 2008, Go Health, Inc. changed its name to Go Healthy, Inc.

December 9, 2010, Go Healthy, Inc. changed its name to Global Payout, Inc.

On February 11, 2020, Global Payout, Inc. changed its name to Global Trac Solutions, Inc.

On September 3, 2021, Global Trac Solutions, Inc. changed its name to PSYC Corporation, which name change was approved by FINRA on February 28, 2022.

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:

PSYC Corporation currently is an active Nevada corporation and in good standing.

Global Payout, Inc., the private company, was incorporated in California on July 24, 2009 and merged with Go Healthy, Inc., a Florida 1998 incorporated entity (the "Florida Company") and a public company, on December 9, 2010.

On March 14, 2011, the Florida Company merged into its wholly owned subsidiary, Global Payout, Inc., the California Corporation.

On July 30, 2019, Global Payout, Inc. was redomiciled to the state of Nevada.

On February 11, 2020, Global Payout, Inc. changed its name to Global Trac Solutions, Inc., and our symbol changed to PSYC.

On September 3, 2021, the Company filed a name change with the State of Nevada to change its name to PSYC Corporation, following a Unanimous Board of Directors consent and majority consent vote of shareholders. FINRA approved the name change on February 28, 2022. The symbol was not changed.

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:

On October 10, 2022, the Company's Board of Directors approved a recapitalization in the form of a 30-to-1 reverse split. The certificate of amendment was filed and acknowledged by the state of Nevada on October 12, 2022. In March 2023, the assigned FINRA examiner allowed the time limit associated with the review of the Company's recapitalization request to expire. Therefore, the recapitalization was not approved by FINRA and did not become effective. The Company's Board of Director's elected to not pursue an appeal with FINRA.

The address(es) of the issuer's principal executive office: 2881 S. Valley View Blvd. Suite 9, Las Vegas, NV 89102

The address(es) of the issuer's principal place of business: Same as above.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years? No

2) Security Information

Transfer Agent
Name: EQ Shareowner Services
Address: 3200 Cherry Creek South Drive, Suite 430 Denver, CO 80209
Phone: 303-282-4800
Email: issuerservices@equiniti.com

Publicly Quoted or Traded Securities:

Trading Symbol: PSYC

Exact title and class of securities outstanding: Common Shares

CUSIP 693770109
Par or Stated Value: .001 Par Value Per Share
Total shares authorized: 900,000,000 as of: June 30, 2023
Total shares outstanding: 550,443,739 as of: June 30, 2023

Total number of shareholders of record: 848 as of date: June 30, 2023

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

None

Other classes of authorized or outstanding equity securities:

Exact title and class of securities outstanding: PSYC Corporation Series A Convertible Preferred
CUSIP: No CUSIP
Par or Stated Value: .001
Total shares authorized: 1,000,000 as of June 30, 2023
Total shares outstanding: 1,000,000 as of June 30, 2023

Exact title and class of securities outstanding: PSYC Corporation Series B Convertible Preferred

CUSIP: No CUSIP
Par or Stated Value: .001
Total shares authorized: 49,000,000 as of: June 30, 2023
Total shares outstanding: 24,000,000 as of June 30, 2023

Exact title and class of securities outstanding: PSYC Corporation Series C Convertible Preferred
CUSIP: No CUSIP
Par or Stated Value: .001
Total shares authorized: 30,000,000 as of: June 30, 2023
Total shares outstanding: 26,518,333 as of: June 30, 2023

Security Description:

Series A: Each share of Series A Convertible Preferred Stock votes with the shares of Common Stock and is entitled to 10 votes per share

Series B: Each share of Series B Convertible Preferred Stock is convertible at any time into 1 share of common stock. Each share of Series B Convertible Preferred Stock votes with the shares of Common Stock and is entitled to 100 votes per share.

Series C: Each share of Series C Convertible Preferred Stock votes with the shares of Common Stock and is entitled to 1 vote per share. Each share of Series C is convertible at any time into 10 shares of common stock.

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

None.

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.

None.

3) Issuance History

A. Changes to the Number of Outstanding Shares

A 100-1 Reverse Stock split was effective on July 19, 2019.

All share and per share amounts reported herein prior to the reverse stock split, have been adjusted, on a retroactive basis, to reflect the reverse stock splits adopted by the Company as if the reverse had occurred at the beginning of the earliest period presented.

Adjustments in Authorized Common Shares:

On or about March 17, 2021, an increase in the total authorized common shares from four hundred million shares of common stock to nine hundred million shares was approved by a consent majority vote majority of the Company's shareholders and duly authorized by the Company's Board of Directors. The authorized share increase was filed with the Nevada Secretary of State with an effective date of March 17, 2021.

Reverse Stock Split:

On July 18, 2019, a 100-1 reverse stock split approved by a consent vote of a majority of the Company's shareholders and by unanimous vote by the Company's Board of Directors. The reverse stock split was subsequently approved by FINRA with the ex-dividend date set as July 19, 2019. All fractional shares were rounded up and each shareholder received new certificates evidencing their post-reverse split shares if and when they present their certificates to the transfer agent.

Number of Shares outstanding as of January 1, 2021	Opening Balance: Common: 475,871,568 Preferred: 80,000,000								
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 (if applicable)**	**Restricted or Unrestricted as of this filing?**	**Exemption or Registration Type?**
1/18/21	Issuance	15,000,000	Common	$.001	No	Vanessa Luna	Conversion of Series C Preferred	Unrestricted	Rule 144
1/18/21	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
1/18/21	Issuance	5,000,000	Common	$.001	No	Steven Luna	Conversion of Series C Preferred	Unrestricted	Rule 144
1/18/21	Issuance	250,000	Common	$.001	No	Organic Mental Health Center – Kelli Foulkrod	Services	Restricted	N/A
2/2/21	Issuance	2,500,000	Common	$.001	No	Vivian Estrada	Conversion of Series C Preferred	Unrestricted	Rule 144
2/10/21	Issuance	25,000,000	Common	$.001	Yes	Seapoint Capital Partners – Brett Rosen	Note Conversion	Unrestricted	Rule 144
2/11/21	Issuance	5,000,000	Common	$.001	No	Kenneth Haller	Conversion of Series C Preferred	Unrestricted	Rule 144
2/12/21	Issuance	2,703,297	Common	$.0182	Yes	HigherGround Capital, LLC – Brian Brammeier	Exercised Warrant	Restricted	N/A
3/16/21	Issuance	1,000,000	Common	$.001	No	Billie Jo Smith	Conversion of Series C Preferred	Restricted	N/A
3/31/21	Issuance	30,200,000	Common	$.001	Yes	Seapoint Capital Partners – Brett Rosen	Note Conversion	Unrestricted	Rule 144
4/22/21	Issuance	3,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
4/22/21	Issuance	500,000	Common	$.001	No	Hyder A. Khoja	Services	Restricted	N/A
7/12/21	Issuance	30,000,000	Common	$.001	Yes	RB Capital Partners – Brett Rosen	Note Conversion	Unrestricted	Rule 144
7/15/21	Issuance	3,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
7/15/21	Issuance	5,000,000	Common	$.001	No	Sarah Abelsohn	Services	Restricted	N/A

8/30/21	Issuance	25,800,000	Common	$.001	Yes	RB Capital Partners- Brett Rosen	Note Conversion	Unrestricted	Rule 144
10/8/21	Issuance	3,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
10/8/21	Issuance	1,500,000	Common	$.001	No	Justin Roy	Asset Purchase	Restricted	N/A
11/24/21	Returned to Treasury	(7,626,769)	Common	$.001	No	David Flores	N/A	N/A	
1/3/22	Issuance	1,000,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
1/3/22	Issuance	1,000,000	Series C Preferred	$.001	No	Amit Bukchin	Services	Restricted	N/A
1/3/22	Issuance	1,000,000	Series C Preferred	$.001	No	Sarah Abelsohn	Services	Restricted	N/A
1/3/22	Issuance	250,000	Series C Preferred	$.001	No	Sound Finance Strategies LLC (Craig Schlesinger)	Services – Advisory Board	Restricted	N/A
1/3/22	Issuance	250,000	Series C Preferred	$.001	No	MJS Strategic Marketing & Branding LLC (Mitchell Schlesinger)	Services – Advisory Board	Restricted	N/A
1/3/22	Issuance	250,000	Series C Preferred	$.001	No	Salt Mine LLC (Christopher Bitonti)	Services – Advisory Board	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Alejandro Mora	Services	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Swati Sharma	Services	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Matthew Dunehoo	Services	Restricted	N/A
1/3/22	Issuance	25,000	Series C Preferred	$.001	No	Greg Gilman	Services	Restricted	N/A
2/11/22	Returned to Treasury	(96,380)	Common	$.001	No	David Flores	N/A	N/A	N/A
2/11/22	Returned to Treasury	(943,396)	Common	$.001	No	Vanessa Luna	N/A	N/A	N/A
2/11/22	Returned to Treasury	(1,886,792)	Common	$.001	No	Vanessa Luna	N/A	N/A	N/A
2/11/22	Returned to Treasury	(528,846)	Common	$.001	No	David Flores	N/A	N/A	N/A
2/14/22	Issuance	350,000	Series C Preferred	$.001	No	Groupe Buzz LLC (James Hallifax & Maria Holyanova)	Asset Purchase	Restricted	N/A

2/14/22	Issuance	250,000	Series C Preferred	$.001	No	Digital Acorn Ltd. (Madison Ayer)	Services – Advisory Board	Restricted	N/A
2/14/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
2/14/22	Issuance	2,500,000	Common	$.001	No	Amit Bukchin	Services	Restricted	N/A
4/4/22	Issuance	250,000	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services-Advisory Board	Restricted	N/A
4/4/22	Issuance	333,333	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services-CFO	Restricted	N/A
4/4/22	Issuance	250,000	Series C Preferred	$.001	No	Pacific Research Group, LLC (Brad Schlesinger)	Services-Advisory Board	Restricted	N/A
4/5/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
4/5/22	Issuance	2,500,000	Common	$.001	No	Amit Bukchin	Services	Restricted	N/A
4/5/22	Issuance	1,500,000	Common	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services	Restricted	N/A
4/5/22	Issuance	17,500,000	Common	$0.02	No	Trent Sullivan	Stock Purchase	Restricted	N/A
4/12/22	Returned to Treasury	(4,303,412)	Common	$.001	No	David Flores	N/A	N/A	N/A
4/12/22	Returned to Treasury	(1,321,781)	Common	$.001	No	David Flores	N/A	N/A	N/A
4/12/22	Returned to Treasury	(1,416,667)	Common	$.001	No	David Flores	N/A	N/A	N/A
4/18/22	Issuance	5,000,000	Common	$.001	No	Robin Divine	Services	Restricted	N/A
4/26/22	Issuance	250,000	Series C Preferred	$.001	No	Trent Sullivan	Services-Advisory Board	Restricted	N/A
4/27/22	Issuance	5,000,000	Common	$.001	No	MJS Strategic Marketing & Consulting, LLC (Mitchell Schlesinger)	Services	Restricted	N/A
6/16/22	Returned to Treasury	(6,250,000)	Common	$.001	No	David Flores	N/A	N/A	N/A
6/24/22	Issuance	12,500,000	Common	$.001	No	Blue Ridge Enterprises, LLC (Donald Steinberg)	Settlement of Note	Restricted	N/A

7/5/22	Issuance	500,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
7/5/22	Issuance	1,000,000	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services	Restricted	N/A
7/5/22	Issuance	1,500,000	Series C Preferred	$.001	No	Luna Consultant Group, LLC (Vanessa Luna)	Services	Restricted	N/A
7/6/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
7/6/22	Issuance	3,500,000	Common	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services	Restricted	N/A
9/9/22	Returned to Treasury	(8,180,555)	Common	$.001	No	David Flores	N/A	N/A	N/A
9/21/22	Issuance	2,500,000	Series C Preferred	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Asset Purchase	Restricted	N/A
10/19/22	Issuance	5,000,000	Common	$.001	No	David Flores	Services	Restricted	N/A
10/19/22	Issuance	500,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
10/19/22	Issuance	840,000	Series C Preferred	$.001	No	Sound Finance Strategies, LLC (Craig Schlesinger)	Services	Restricted	N/A
10/19/22	Issuance	5,000,000	Series C Preferred	$.003	No	Brandon Robinson	Stock Purchase	Restricted	N/A
10/19/22	Issuance	2,500,000	Series C Preferred	$.001	No	Brandon Robinson	Services (Advisory Board)	Restricted	N/A
10/19/22	Returned to Treasury	(17,500,000)	Common	$.001	No	Trent Sullivan	Stock Swap	N/A	N/A
10/19/22	Issuance	17,500,000	Series C Preferred	$.001	No	Trent Sullivan	Stock Swap	Restricted	N/A
12/20/22	Returned to Treasury	(7,000,000)	Common	$.001	No	David Flores	N/A	N/A	N/A
1/4/23	Issuance	1,500,000	Common	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
1/4/23	Issuance	1,500,000	Common	$.001	No	David Flores	Services	Restricted	N/A
1/4/23	Issuance	1,500,000	Common	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
1/4/23	Issuance	150,000	Series C Preferred	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A

1/4/23	Issuance	150,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
1/4/23	Issuance	150,000	Series C Preferred	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
5/8/23	Issuance	1,500,000	Common	$.001	No	David Flores	Services	Restricted	N/A
5/8/23	Issuance	150,000	Series C Preferred	$.001	No	David Flores	Services	Restricted	N/A
5/8/23	Issuance	1,500,000	Common	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
5/8/23	Issuance	150,000	Series C Preferred	$.001	No	Grey Wolf Capital Ltd. (Michael Berger)	Services	Restricted	N/A
5/8/23	Issuance	1,500,000	Common	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
5/8/23	Issuance	150,000	Series C Preferred	$.001	No	Sacha G. Hebbert	Services	Restricted	N/A
6/12/23	Issuance	45,000,000	Common	$.001	Yes	RB Capital Partners, Inc. (Brett Rosen)	Note Conversion	Unrestricted	Rule 144
Shares Outstanding on June 30, 2023:	Ending Balance: Common: 550,443,739 Preferred: Series A- 1,000,000 Preferred Series B- 24,000,000 Preferred Series C- 26,518,333								

B. Promissory and Convertible Notes

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:	Reason for Issuance (e.g. Loan, Services, etc.)
11/15/11	$142,974.00	$50,000.00	$92,974.00	8/11/12	$2.000	Gary Hansen (Equity Trust Co.)	Loan
1/19/12	$28,289.00	$10,000.00	$18,289.00	10/15/12	$10.000	Bernard Balistreri	Loan
9/10/12	$146,721.00	$50,000.00	$96,721.00	6/7/13	$10.000	Ronald Bratek	Loan

1/7/13	$67,085.00	$25,000.00	$42,085.00	10/4/13	$5.000	Bernard Balistreri	Loan
2/6/13	$133,748.00	$50,000.00	$83,748.00	11/3/13	$2.000	Gary Hansen (Equity Trust Co.)	Loan
2/23/13	$66,602.00	$25,000.00	$41,602.00	11/20/13	$2.000	John &/or Carole Wiseman	Loan
4/24/13	$65,986.00	$25,000.00	$40,986.00	1/19/14	$2.000	John &/or Carole Wiseman	Loan
10/21/13	$25,655.00	$10,000.00	$15,655.00	7/18/14	$2.000	John &/or Carole Wiseman	Loan
10/21/13	$102,619.00	$40,000.00	$62,619.00	7/18/14	$2.000	John &/or Carole Wiseman	Loan
11/22/13	$102,093.00	$40,000.00	$62,093.00	8/19/14	$2.000	Ronald Bratek	Loan
1/30/14	$100,959.00	$40,000.00	$60,959.00	10/27/14	$2.000	Ronald Bratek	Loan
2/10/14	$12,598.00	$5,000.00	$7,598.00	11/7/14	$2.000	Giles Family Trust - Paul Giles	Loan
2/10/14	$42,831.00	$17,000.00	$25,831.00	11/7/14	$2.000	Gordon H Sympson Jr	Loan
2/11/14	$12,596.00	$5,000.00	$7,596.00	11/8/14	$2.000	Gordon H Sympson Jr	Loan
2/18/14	$25,162.00	$10,000.00	$15,162.00	11/15/14	$2.000	Brett Netzer	Loan
2/25/14	$100,532.00	$40,000.00	$60,532.00	11/22/14	$2.000	Ronald Bratek	Loan
2/28/14	$125,603.00	$50,000.00	$75,603.00	11/25/14	$2.000	Gary Hansen - IRA	Loan
6/13/14	$148,134.00	$60,000.00	$88,134.00	3/10/15	$6.000	John Wiseman	Loan
7/14/14	$618,274.00	$250,000.00	$368,274.00	4/10/15	$5.000	John Wiseman	Loan
7/23/14	$12,263.00	$5,000.00	$7,263.00	4/19/15	$5.000	Ronald Bratek	Loan
8/8/14	$12,230.00	$5,000.00	$7,230.00	5/5/15	$5.000	Giles Family Trust - Paul Giles	Loan
10/6/14	$96,866.00	$40,000.00	$56,866.00	7/3/15	$0.500	Howard Kornblue	Loan
10/8/14	$72,625.00	$30,000.00	$42,625.00	7/5/15	$0.500	Richard Hamburg	Loan
10/8/14	$24,208.00	$10,000.00	$14,208.00	7/5/15	$0.500	Charlotte Kohler	Loan
10/7/14	$24,212.00	$10,000.00	$14,212.00	7/4/15	$2.000	William Glass	Loan
11/6/14	$48,178.00	$20,000.00	$28,178.00	8/3/15	$0.500	Howard Kornblue	Loan

11/14/14	$24,056.00	$10,000.00	$14,056.00	8/11/15	$2.000	William Glass	Loan
12/8/14	$59,893.00	$25,000.00	$34,893.00	9/4/15	$2.000	Jack Casey	Loan
12/30/14	$47,734.00	$20,000.00	$27,734.00	9/26/15	$2.000	Bernard Balistreri	Loan
1/16/15	$10,635.00	$5,000.00	$5,635.00	10/13/15	$2.000	Peter Macmillan	Loan
3/3/15	$23,608.00	$10,000.00	$13,608.00	11/28/15	$1.500	Anthony Lightman	Loan
3/11/15	$23,575.00	$10,000.00	$13,575.00	12/6/15	$1.500	Anthony Lightman	Loan
3/26/15	$58,784.00	$25,000.00	$33,784.00	12/21/15	$1.500	Nancy Coffee	Loan
4/30/15	$23,370.00	$10,000.00	$13,370.00	1/25/16	$2.000	Helen Grim	Loan
4/30/15	$11,685.00	$5,000.00	$6,685.00	1/25/16	$2.000	Jon Patterson	Loan
5/11/15	$23,325.00	$10,000.00	$13,325.00	2/5/16	$2.000	Hara Prasad Misra	Loan
6/15/15	$41,490.00	$20,000.00	$21,490.00	3/11/16	$2.000	Carl Zenz	Loan
6/15/15	$10,372.00	$5,000.00	$5,372.00	3/11/16	$2.000	Michael Novio	Loan
7/2/15	$20,689.00	$10,000.00	$10,689.00	3/28/16	$2.000	Carl Zenz	Loan
7/6/15	$20,676.00	$10,000.00	$10,676.00	4/1/16	$2.000	Eugene Swantz	Loan
7/10/15	$20,663.00	$10,000.00	$10,663.00	4/5/16	$2.000	Helen Grim	Loan
7/13/15	$20,653.00	$10,000.00	$10,653.00	4/8/16	$2.000	Helga Dion	Loan
8/10/15	$20,469.00	$10,000.00	$10,469.00	5/6/16	$2.000	Hara Misra	Loan
9/1/15	$40,977.00	$20,000.00	$20,977.00	5/28/16	$2.000	Eugene Swantz	Loan
9/8/15	$20,465.00	$10,000.00	$10,465.00	6/4/16	$2.000	Carl Zenz	Loan
11/18/15	$112,699.00	$50,000.00	$62,699.00	8/14/16	$2.000	John Wiseman & Betty Wiseman	Loan
11/25/15	$20,209.00	$10,000.00	$10,209.00	8/21/16	$2.000	Steve Crist	Loan
3/17/17	$15,577.00	$7,877.00	$7,700.00	12/11/17	$2.000	Richard Bruggeman	Loan
3/17/17	$63,937.00	$32,897.00	$31,040.00	1/11/18	$1.500	Richard Bruggeman	Loan
5/1/17	$202,507.00	$100,000.00	$102,507.00	1/26/18	$1.000	Richard Bruggeman	Loan
5/24/17	$201,562.00	$100,000.00	$101,562.00	2/18/18	$1.000	Richard Bruggeman	Loan

9/25/17	$49,116.00	$25,000.00	$24,116.00	9/20/18	$1.000	Richard Bruggeman	Loan
10/5/17	$49,014.00	$25,000.00	$24,014.00	4/3/18	$1.000	Richard Bruggeman	Loan
10/12/17	$71,445.00	$40,000.00	$31,445.00	4/10/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
10/31/17	$88,995.00	$50,000.00	$38,995.00	4/29/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
11/17/17	$48,572.00	$25,000.00	$23,572.00	5/16/18	$1.000	Norman Semerjian	Loan
11/21/17	$35,460.00	$20,000.00	$15,460.00	5/20/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
11/29/17	$123,925.00	$70,000.00	$53,925.00	5/28/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
12/15/17	$48,284.00	$25,000.00	$23,284.00	6/13/18	$1.000	Carl Zenz	Loan
12/19/17	$19,297.00	$10,000.00	$9,297.00	6/17/18	$1.000	Barry Breshgold	Loan
1/17/18	$413,562.00	$250,000.00	$163,562.00	7/16/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
2/6/18	$65,907.00	$40,000.00	$25,907.00	8/5/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
2/15/18	$205,589.00	$125,000.00	$80,589.00	8/14/18	$0.100	Seapoint Capital Partners, Inc.- Brett Rosen	Loan
3/16/18	$122,638.00	$75,000.00	$47,638.00	9/12/18	$0.100	Seapoint Capital Partners- Brett Rosen	Loan
4/20/18	$97,420.00	$60,000.00	$37,420.00	10/17/18	$0.100	Seapoint Capital Partners- Brett Rosen	Loan
7/29/18	$18,385.00	$10,000.00	$8,385.00	7/24/19	$0.500	Barry Breshgold	Loan
7/30/18	$31,809.00	$20,000.00	$11,809.00	8/24/19	$0.100	RB Capital Partners, Inc.- Brett Rosen	Loan
9/14/18	$23,630.00	$15,000.00	$8,630.00	11/8/19	$0.100	RB Capital Partners, Inc.- Brett Rosen	Loan
12/7/18	$54,598.00	$27,500.00	$27,098.00	3/1/20	$0.100	RB Capital Partners, Inc.- Brett Rosen	Loan

12/24/18	$77,107.00	$50,000.00	$27,107.00	4/17/20	$0.060	RB Capital Partners, Inc.- Brett Rosen	Loan
12/28/18	$77,041.00	$50,000.00	$27,041.00	5/21/20	$0.050	RB Capital Partners, Inc.- Brett Rosen	Loan
2/1/20	$201,747.00	$125,000.00	$76,747.00	1/26/21	$0.010	Brandon Robinson	Loan
11/20/20	$25,978.00	$25,000.00	$978.00	5/19/21	$0.003	Planet Payment Processing, LLC – Brandon Robinson	Loan
7/15/22	$2,881,233.00	$2,700,000.00	$181,233.00	7/10/23	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan*
1/17/23	$67,921.00	$65,000.00	$2,921.00	1/12/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan
2/10/23	$877,366.00	$854,425.00	$22,941.00	2/5/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan**
2/15/23	$67,404.00	$65,000.00	$2,404.00	2/10/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan
3/20/23	$66,816.00	$65,000.00	$1,816.00	3/14/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan
4/19/23	$66,282.00	$65,000.00	$1,282.00	4/13/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan
5/22/23	$65,695.00	$65,000.00	$695.00	5/16/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan
6/26/23	$50,055.00	$50,000.00	$55.00	6/20/24	$0.05	RB Capital Partners, Inc. – Brett Rosen	Loan

The above chart represents 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.

*Consolidation of 50 previously issued and outstanding Notes with RB Capital Partners, Inc. from January 29, 2019, through December 11, 2021. Each cancelled Notes with RB Capital Partners, Inc. from January 29, 2019, through December 11, 2021 is listed in prior filings and, most recently, the quarterly filing for the period ended June 30, 2022. The number of shares of common stock issuable upon the conversion of the portion of this consolidated Note is contractually limited to beneficial ownership by Holder and its affiliates of more than 9.99% of the outstanding shares of common stock of the Company.

**Consolidation of 12 previously issued and outstanding Notes with RB Capital Partners, Inc. from January 10, 2022, through December 12, 2022. Each cancelled Notes with RB Capital Partners, Inc. from January 10, 2022, through December 12, 2022 is listed in prior filings and, most recently, the annual filing for the period ended December 31, 2022. The number of shares of common stock issuable upon the conversion of the portion of this consolidated Note is contractually limited to beneficial ownership by Holder and its affiliates of more than 9.99% of the outstanding shares of common stock of the Company. Brett Rosen has sole dispositive power over any shares converted from the RB Capital Partners note.

4) Issuer's Business, Products and Services

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

From 2008 to 2019, PSYC focused its business on state-of-the-art technologies within, initially, the FinTech space and subsequently, software technology, sales and marketing, and business development as a company focused on "high risk" and " high cost" industries by offering a secure and compliant payment processing platform.

Since early 2020, the Company has operated exclusively as a multimedia producer and aggregator for new, emerging, or otherwise "niche" market sectors such as medicinal psychedelics, cannabis, holistic health, and mining and precious metals. The Company's business is conducted through its owned subsidiary, Spotlight Media Corporation (www.spotlightmediacorp.com, which website and content is expressly not incorporated into this report). The Company operates a variety of media-focused platforms that are either 100% owned by the Company or are co-owned through various joint venture partnerships.

The structure of the Company's media assets can be broken down into to two separate categories:

1. Information and entertainment-focused, and;
2. Service focused

Psychedelic Spotlight (information and entertainment focused)

Psychedelic Spotlight (www.psychedelicspotlight.com, which website and content is expressly not incorporated into this report), is engaged in the production and publication of news, information, and engaging video and audio content focused on the emerging sector of medicinal psychedelics. Based solely upon metrics acquired from Google Analytics since the fourth quarter of 2022, which highlight metrics associated with daily website visitors, visit duration, and page views amongst other key metrics, Psychedelic Spotlight ranks as a top 5 multimedia platform amongst other multimedia-based psychedelic sector platforms.

Since the fourth quarter of 2021, the Company has strategically leveraged the use of Psychedelic Spotlight's metric performance to help develop a revenue model to monetize its platform via paid media campaigns and sponsorships sold to biotech sector companies in the medicinal psychedelics industry and with advertising space sold on the Psychedelic Spotlight website to companies and brands either operating directly in the medicinal psychedelics sector, or adjacent sectors such as health and wellness. In 2023, the Company intends to focus its efforts on growth and expansion with its multimedia platform specializing in the psychedelics sector.

Management believes in the value potential of developing Psychedelic Spotlight into a recognized authority for news, information, and educational resources within the emerging psychedelics market sector. Management references the success that media platforms such as Weedmaps and Leafly have established within the adjacent cannabis market sector as reasonable examples of the value they believe they can position Psychedelic Spotlight to achieve over the next several years as the psychedelics market sector continues to develop and expand.

Technical 420, Mushroom Stocks & On the Bids (service focused)

In September 2022, the Company's wholly owned subsidiary, Spotlight Media Corporation ("Spotlight"), completed an Asset Purchase Agreement with Technical420, LLC ("T420"), a wholly owned subsidiary of Stonebridge Partners, LLC, providing for the Company's acquisition of media-related assets from T420 such as the rights and ownership to www.technical420.com, www.mushroomstocks.com and www.onthebids.com, (which websites and content are expressly not incorporated into this report), related email user lists and media service contracts executed through each of the respective media platforms. In conjunction with this transaction, Michael Berger, Stonebridge's Managing Partner since September 2016 became the Company's Chief Operating Officer and Spotlight's Chief Revenue Officer.

Throughout the fourth quarter of 2022, the Company focused activities centered around the integration of each of the aforementioned platforms into its business model. A key element of this integration was generating revenue from each of these platforms, primarily Technical 420 and On the Bids, which during the fourth quarter 2022 generated combined gross revenue of $60,000 and directly from the public relations and investor awareness-focused services they produced for various companies operating within the legal cannabis and mining and the precious metals sectors.

In 2023, the Company's focus is on identifying reasonable opportunities to scale the monetization capabilities of each these platforms.

Our co-owned media assets include:

Psychedelic Finder

Psychedelic Finder (www.psychedelicfinder.com, which websites and content is expressly not incorporated into this report) is an early-stage joint venture project operated by the Company and Nucleus Holding Inc. The joint venture is owned 60% by the Company as its subsidiary, PSYC Tech, LLC and 40% by Nucleus Holding Inc. Psychedelic Finder will be a full-service, integrated technology platform that will connect the growing community of psychedelics and psychedelic-inspired healing.

Contingent upon raising adequate capital, the Company plans to combine the audience and web traffic produced by Psychedelic Spotlight with Neuly, a data-driven platform operated by Nucleus Holding Inc. The partnership goal is to develop and launch a one-of-a-kind platform to inspire the growing community of psychedelics to explore, educate, connect, and even schedule bookings with an expanding list of clinics, therapists, coaches, and retreats across the globe, in addition to the potential of providing the Company with an additional, future, source of revenue from the listing subscriptions and premium listing services the companies intend to incorporate into the business model for Psychedelic Finder.

As of June 30, 2023, Psychedelic Finder remains on hiatus.

PSPACE (f/k/a Bonfire)

PSPACE, https://psychedelicspotlight.com/bonfire-community/ (which website and content is expressly not incorporated into this report) is an early-stage joint venture project operated by the Company and Digital Spore, LLC, an affiliate of Digital Acorn Ltd.

The joint venture is facilitated through Action Gap, LLC, a Limited Liability Company owned 50% by the Company and 50% by Digital Acorn Ltd. (collectively "the companies") via a partnership executed between the companies in October 2021. PSPACE is a community-focused platform being developed to meet the demands of the growing interest and curiosity across society related to the healing and therapeutic elements of psychedelics and other plant-based resources. PSPACE's goal is to connect everyday individuals seeking guidance from trained and certified professional integration coaches, therapists, and specialists located across the globe and in a safe and encouraging setting that promotes personal growth from within.

The PSPACE platform was launched in September 2022 and is being tested in a limited market environment towards the goal of developing a sustainable revenue model for the platform. The current revenue model represents a monthly subscription charged to verified users 21+ years of age at an estimated recurring monthly price point of $19.99 per month. The subscription entitles users to access to the various community-focused groups available within the platform which are moderated by professional integration coaches, therapists or specialists. No assurances can be provided as to the success or profitability of the platform.

On May 1, 2023, the Company officially relaunched Bonfire with its "Psychedelics for Beginners" Free Online Course which is expected to run for a period of 30 days and serve as the basis for additional courses that are expected to be offered at price points ranging between $19.99 and $49.99 per month.

On or around July 25, 2023, the Company made the decision to rebrand Bonfire as PSPACE with the intent of avoiding conflict or marketplace confusion with Fireside Project which also operates within the medicinal psychedelic sector.

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

About Spotlight Media Corporation: Spotlight Media Corporation ("SMC") (wholly owned subsidiary) (www.spotlightmediacorp.com (which website and content is expressly not incorporated into this report) is a Nevada Corporation and is a privately held wholly owned subsidiary of the Company that was incorporated on February 8, 2022.

About PSYC Tech, LLC: PSYC Tech, LLC is a privately held Limited Liability Company incorporated in the state of Nevada on September 1, 2022 (60% owned subsidiary) .

The LLC is owned 60% by the Company and 40% by Nucleus Holding Inc. by way of an Operating Agreement executed between the companies on September 1, 2022.

About Action Gap, LLC: Action Gap, LLC is a privately held, jointly owned Nevada limited liability company. Pursuant to its Limited Liability Operating Agreement executed on October 18, 2021, Action Gap is owned equally (50/50) between PSYC Corporation and Digital Spore, LLC, an affiliate of Digital Acorn Ltd. (50% owned subsidiary)

About MTrac Tech Corporation: MTrac Tech Corporation ("MTrac") is a Nevada Corporation and is a privately held wholly owned subsidiary of the Company.

As of the date of this disclosure statement, and since June 30, 2020, MTrac remains in a dormant state and has had no operations associated with it during the reporting period herein.

C. Describe the issuers' principal products or services, and their markets

PSYC CORPORATION - OPERATIONAL AND HOLDING COMPANY

Current Ongoing Operations:

Multimedia producer and aggregator for emerging market sectors:

In June 2020, to diversify and build the Company management strategically focused the Company's growth and expansion initiatives within, what management contends, is the expanding medicinal psychedelic industry in conjunction with adapting to the challenges faced within a changing economic climate. Consequently, the Company management made the decision to transition to a new business plan and, as a consequence, has abated all operations associated with its wholly owned subsidiary, MTrac Tech.

Since early 2020, the Company has operated exclusively as a multimedia producer and aggregator for new, emerging, or otherwise "niche" market sectors such as medicinal psychedelics.

Since February of 2022, the majority of the Company's business and media operations for the Company have been conducted through its wholly owned subsidiary, Spotlight Media Corporation (www.spotlightmediacorp.com (which website and content is expressly not incorporated into this report), which owns and operates the media platforms, Psychedelic Spotlight, Technical 420, and On the Bids.

The Company's flagship media platform, Psychedelic Spotlight, is has been successful with other tested multimedia business models such as BuzzFeed and Leafly using platforms that leverage powerful website metrics with premium pricing for advertisement space on other sites, sponsorship opportunities, and other media-related coverage.

Such website metrics generally include daily weekly, and monthly visitors to the site, page views, and average visit duration. Since launching Psychedelic Spotlight in May of 2020, Management has been focused on fostering the growth of these metrics for the site focused exclusively on modernizing emerging psychedelics market sector.

Management is developing the multimedia ecosystem within the emerging psychedelics market sector through Psychedelic Spotlight and believes that its continued growth as a media authority for the market sector may contribute to the success of the other industry-related projects it is focused on such as Bonfire and Psychedelic Finder.

Finally, throughout the majority of 2023, the Company intends to leverage the use of its service oriented/B2B media platforms such as Technical and On the Bids to maintain a steady revenue stream through the service contracts they intend to execute throughout the year with companies operating within the respective market sectors of cannabis and mining and precious metals.

Management's Assessment of the "Emerging Psychedelics Sector":

The legal use of psychedelics to treat severe cases of psychological disorders, including depression, addiction, and PTSD, has increased in popularity among researchers. Unlike medical cannabis, which is still navigating a litany of federal research restrictions, psychedelic substances, including ketamine, psilocybin and ibogaine, have been granted FDA approval for clinical trials. For example, in 2018 and 2019, the FDA designated psilocybin, the psychoactive compound found in mushrooms, as a "Breakthrough Therapy" to treat clinical depression. This coveted classification allows the developers of the drug to conduct clinical trials with more regulatory support and fast-tracks the development and review of final treatments. In 2019, the FDA also approved a ketamine nasal spray to treat depression. The medication has been embraced by some US psychiatrists treating patients with severe cases of depression can now reimburse part of their legal ketamine treatment through some insurance plans, a policy that is currently not available with the use of medical cannabis.

(Source: https://www.forbes.com/sites/forbesagencycouncil/2020/06/09/why-the-future-of-mental-health-care-may-lie-in-psychedelics/#352a2aa25bac , which website and content is expressly not incorporated into this report)

Partnerships:

The Spore Group

On May 24, 2022, the Company entered into a Collaboration Partnership Agreement with The Spore Group (www.thesporegroup.com, which website and content is expressly not incorporated into this report), an organization focused on bridging the gap between education, legislation, regulation, and investing in psychedelics, with the intent of producing industry-leading conferences and events for the emerging psychedelic sector.

The intended purpose of the partnership with The Spore Group is for the companies to work in a collaborative effort to develop and co-host educational and community-focused events, both virtual and in-person, that may aid in bridging the gap between the public and resources focused on psychedelic-assisted healing.

The companies held their first co-hosted event in June 2022, "Sol Psychedelphia," which was held at the One Art Community Center in Philadelphia, PA. The event drew over 200 guests and featured participation from the Balance Veterans Network and Decriminalize Nature Philly.

Investments:

TCF I LP

On January 21, 2021, the Company became a Limited Partner in TCF I LP, a United Kingdom Limited Partnership operating as a private fund limited partnership in England (a.k.a. "The Conscious Fund") (the "Fund") through the Company's investment into the Fund's private placement memorandum. The Company executed its initial investment of $125,000 USD into the Fund on January 19, 2021 and intends to complete a full investment amount into the Fund of $500,000 USD within a four-year period from the date of its initial investment. Management continues to re-evaluate the benefit of this investment.

In October 2022, the Company received notice of a capital call from requiring the Company to complete an additional $125,000 USD investment into the Fund by no later than ten (10) days from the notice. The Company has successfully requested an extension on its capital call with TCF given its limited financial resources at present time.

5) Issuer's Facilities

Effective April 1, 2022, the Company relocated its primary headquarters back to Las Vegas, NV from Lake Oswego, OR, and coinciding with the permanent relocation of its Director and CEO, David Flores.

As of August 1, 2022, the Company has adopted and implemented a hybrid work environment whereby its team members residing outside of the city of Las Vegas, NV, and whom have primarily been contracted with the Company prior to the implementation of this hybrid environment, can continue to work remotely until further notice. Meanwhile, team members residing within the city of Las Vegas NV (and surrounding suburbs) will primarily conduct business out of the Company's executive headquarters located at 2881 S. Valley View Blvd. Suite 9, Las Vegas, NV 89102.

Effective July 31, 2022, the Company terminated its month-to-month office lease agreement with International Workplace Group for the lease of office space located at 6671 S. Las Vegas Blvd. Building D, Suite 210 Las Vegas, NV 89119. Effective August 1, 2022, the Company entered into a two-year lease agreement with S5H, LLC for the lease of approximately 1,300 square feet of office space located at 2881 S. Valley View Blvd, Suite 9, Las Vegas, NV 89102 for a monthly lease amount of $1,690.00. This lease expires in July 2024. In connection with this move, the above referenced office address now serves as the primary mailing address for the Company and its wholly owned subsidiaries, MTrac Tech Corporation and Spotlight Media Corporation.

6) Officers, Directors, and Control Persons

Current Officers:

David A. Flores, Director and Chief Executive Officer, PSYC Corporation

Effective as of July 1, 2020, David Flores was appointed as our Chief Executive Officer. David Flores has over ten years of corporate-related experience across a variety of industries. Throughout his professional career, David Flores has held finance and accounting-focused positions with law firms such as Greenberg Glusker LLP and Wood Smith Henning & Berman LLP. He was also the Co-Founder and Chief Operating Officer of Luna Consultant Group, LLC for over 4 years and a boutique investor and public relations firm servicing small cap, early-stage ventures within several different new and emerging industries. Prior to being the Company's Chief Executive Officer in July 2020, David Flores served as the Company's President and Chief Operating Officer and its wholly owned subsidiary, MTrac Tech Corporation, for approximately 1 and ¾ years.

Michael Berger, Director and Chief Operating Officer, PSYC Corporation

Effective September 16, 2022, Michael Berger became the Company's Chief Operating Officer/ Chief Revenue Officer/ Director . Michael Berger is a founding partner of StoneBridge Partners, LLC, which owned and operated

Technical420.com, MushroomStocks.com, and OntheBids.com. Each of these media platforms have been dedicated to providing information and analysis on public and private companies operating in the cannabis, psychedelics and mining and precious metals sectors and are now platforms included under the Spotlight Media umbrella.

Michael Berger brings over 15 years of professional experience in developing and deploying effective public and investor relations strategies for companies operating in forward thinking or otherwise "niche" markets sectors such as cannabis, cryptocurrency, and blockchain.

Prior to founding Technical420 and StoneBridge Partners, Michael Berger was an equity research analyst at Raymond James Financial.

Sacha G. Hebbert, Director and Chief Branding Officer, PSYC Corporation

Effective August 1, 2022, the Company appointed Ms. Sacha G. Hebbert as Chief Operating Officer of its wholly owned subsidiary, Spotlight Media Corp.

Effective January 1, 2023, Sacha Hebbert was appointed as the Company's Chief Brand Officer and as a Director. Additionally, Sacha Hebbert will continue her role and position as Chief Operating Officer of Spotlight Media Corp.

Sacha Hebbert has worked for 3 years in psychedelic life sciences and biotechnology sectors, specializing in branding. She brings industry knowledge and operational expertise to Spotlight Media Corp and to the Company. Sacha Hebbert has successfully launched several brands in the functional mushroom and consumer brands space over the last decade and currently owns one of Canada's Sup brands, Quoth. Sacha Hebbert brings to the Company experience in product-market fit, brand promotion, , and production, combined with her passion for mental wellness and future healing modalities.

Craig Schlesinger (former Director and Chief Financial Officer)

Effective April 1, 2022, the Company appointed Craig Schlesinger as its Chief Financial Officer. .

Craig Schlesinger is a C-Suite consultant with 20 years' experience in public finance and corporate financial management. In 2003, he graduated from the University of Florida and has worked at companies such as Viacom, Smile Direct Club, MGM Mandalay Bay, MedHost, AMG PhyMed, My Office Products, and Consolidated Resorts.

Effective October 1, 2022, Craig Schlesinger was appointed as the Company's director.

Effective November 29, 2022, the Board voted in favor of relieving Mr. Schlesinger from his duties as CFO and as a Director. This vote was not in connection with any disagreements with management or the Company's operations.

The following table sets forth certain information as of June 30, 2023, with respect to the securities beneficially owned by any person or entity owning 5% of 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 securities they own.

Name of Officer/Director and Control Person	**Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)**	**Residential Address (City / State Only)**	**Number of shares owned**	**Share type/class**	**Ownership Percentage of Class Issued and Outstanding**
David Flores	Officer Director	Las Vegas, NV	24,000,000	Series B Preferred	100%
David Flores	Officer Director	Las Vegas, NV	7,441,419	Common	1.4%

David Flores	Officer/Director	Las Vegas, NV	3,300,000	Series C Preferred	12%
Craig Schlesinger	Prior Officer/Director (2)	Seattle, WA	5,000,000	Common	1.0%
Craig Schlesinger	Prior Officer/Director (2)	Seattle, WA	2,673,333	Preferred Series C	10.1%
Michael Berger	Officer/Director	Denver, CO	3,000,000	Common	0.5%
Grey Wolf Capital, Ltd. (3)	Officer/Director	Denver, CO	2,800,000	Preferred Series C	11%
Sacha G. Hebbert	Director	Vancouver, BC	3,000,000	Common	0.5%
Sacha G. Hebbert	Director	Vancouver, BC	300,000	Preferred Series C	0.6%
Amit Bukchin	Prior Officer Director**	La Jolla, CA	1,000,000	Preferred Series C	3.8%
RB Capital Partners, Inc. (4)	Beneficial Owner of More than 5% of Issued and Outstanding	La Jolla/ California	(1)	Common Shares	9.9%*
Vincent O'Flaherty	Beneficial Owner of More than 5% of Issued and Outstanding	San Diego, CA	1,000,000	Series A Preferred	100%
Luna Consultant Group, LLC (5)	Beneficial Owner of More than 5% of Issued and Outstanding	San Diego, CA	1,500,000	Series C Preferred	5.7%
Trent Sullivan	Beneficial Owner of More than 5% of Issued and Outstanding	Nashville, TN	2,000,000	Series C Preferred	7.5%

(1) The number of shares of common stock issuable upon the conversion of the debt obligations is contractually limited to beneficial ownership by Holder and its affiliates of more than 9.99% of the outstanding shares of common stock of the Company.

(2) Prior Officer and Directors: Effective April 7, 2022, the Company acknowledged and approved the resignation of Amit Bukchin as a Director and member of the Company's Board of Directors; and, effective November 29, 2022, Amit Bukchin was relieved from his position with the Company as Director and CFO.

(3) Michael Berger has sole dispositive power over the 2,800,000 Preferred Series C shares of Grey Wolf Capital, Ltd.

(4) Brett Rosen has sole dispositive power over the shares owned by RB Capital Partners, Inc.

(5) Vanessa Luna has sole dispositive power over the 1,500,000 Preferred Series C shares of Luna Consultant Group, LLC

7 Legal/Disciplinary History

A. Please identify whether any of the persons 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.

Legal Proceedings:

On November 25, 2019, a breach of contract lawsuit was filed in California against the Company in DCSM, Inc.; Indigo River, LLC; Ryan Burns Collective Inc.; and SOAR Collective Inc. v. Global Payout Inc.; MTrac Tech Corporation; Cultivate Technologies LLC; and GreenBox POS, LLC. On November 12, 2020, the Company, and all related parties, executed a Memorandum of Understanding ("MOU") for the purpose of settling the above referenced lawsuit and outlining agreed upon terms and conditions of a proposed settlement (without any assurances of full acceptability). On November 23, 2020, a Confession of Judgment Settlement was filed in the Superior Court of the State of California. On December 14, 2020, the Plaintiffs filed a Request for Dismissal with prejudice. The Court has now dismissed the case and, to our knowledge, the judgment settlement has been satisfied.

April 15, 2020: The Good People Farms, LLC v. MTrac Tech Corporation. (Arbitration; AAA Case No. 01- 20-0004-9960) a. Nature of litigation; Breach of contract, Intentional Misrepresentation, Conversion. Plaintiff alleges the Company breached an agreement between the parties by failing to return Plaintiffs' funds promptly and by maintaining the funds in an account outside of the U.S. The Company's response is that it acted within the prevailing industry standards for such services and had no control over the funds. The Company denies generally all other allegations. Respondent GreenBox POS has agreed to indemnify MTrac.

On July 10, 2023, the Arbitration Panel found in favor of The Good People Farms and granted an award of $579,393. The Panel denied GreenBox's cross claims. The Panel refused TGPF's request for over $5,000,000 for lost profits as those damages were found to be too speculative. Counsel for GreenBox has advised the Company's counsel, Lance Rogers, that GreenBox is prepared to pay the award.

The Company is subject at times to other legal proceedings and claims, which arise in the ordinary course of its business. Although occasional adverse decisions or settlements may occur, the Company believes that the final disposition of such matters should not have a material adverse effect on its financial position, results of operations or liquidity.

8) 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:

Name: Frederick M. Lehrer, Securities Counsel
Firm: Frederick M Lehrer, P. A.
Address: 2108 Emil Jahna Road, Clermont, Florida 34711
Phone: 561 706-7646
Email: flehrer@securitiesattorney1.com

Legal Counsel

Firm name: The Law Offices of Lance Rogers
Attorneys: Lance Rogers
757 Emory Street, #215
Imperial Beach, CA 91932
(619) 333-6882
lance@rogerslaw.com

Finance/Accounting:

Name: Alex McKean
Firm: SGT Enterprises, Inc.
Address: 1822 Frankfort Street, San Diego, CA 92110

Investor Relations Contact:

Name: PSYC Corporation
Address 1: 2881 South Valley View Blvd. Suite 9 Las Vegas, NV 89102
Phone: (702) 239-1919
Email: info@psyccorp.com

All other means of Investor Communication:

Twitter:	@PSYCCorp
Discord:	N/A
LinkedIn	https://www.linkedin.com/company/psyc-media-corp/
Facebook:	N/A
[Other]	N/A

9) 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):

Name: **SGT Enterprises, Inc. – Alex McKean**

Title: Accountant
Relationship to Issuer: Independent Contractor

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

Alex McKean is a C-Level MBA in International Business, with a BA in Business and 40+ years of finance and accounting, including preparation of GAAP financial statements, including SEC related filings and corporate financials.

a. Audit letter, if audited;

b. Balance sheet;

c. Statement of Income;

d. Statement of Cash Flows;

e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)

f. Financial Notes

Financial Statements for this June 30, 2023, Quarterly Report are attached at the end of this Disclosure.

10. Issuer Certification

Principal Executive Officer

I, David Flores, certify that:

1. I have reviewed this Quarterly Report for the quarter ended June 30, 2023, of PSYC Corporation

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

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

/s/ David Flores

August 13, 2023

Principal Financial Officer

I, David Flores, certify that:

1. I have reviewed this Quarterly Report for the quarter ended June 30, 2023, of PSYC Corporation

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

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

/s/ David Flores

August 13, 2023

PSYC Corporation

Financial Statements

For the Six Months Ended June 30, 2023 and 2022

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PSYC CORPORATION
Consolidated Balance Sheets
(Unaudited)

	As of June 30, 2023	As of December 31, 2022
ASSETS		
Current Assets		
Cash and cash equivalents	$ 153,963	$ 167,192
Advance – related party	-	-
Prepaid expenses and other current assets	376	376
Total Current Assets	154,339	167,568
Non-Current Assets		
Property and equipment, net of accumulated depreciation of $38,368 and $38,446, respectively	6,432	6,355
Intangibles, net of accumulated amortization of $2,138 and $1,920 respectively	152,257	152,475
Investment	125,005	125,000
TOTAL ASSETS	$ 438,033	$ 451,398
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities		
Accounts payable	$ 140,536	$ 142,995
Accrued expenses	773,965	774,465
Notes payable	20,000	20,000
Convertible notes payable net of discount of $0 and $0	6,593,661	6,191,736
Accrued interest	3,006,322	2,748,058
Deferred revenue	-	-
Total Current Liabilities	10,534,484	9,877,254
Long-Term Liabilities		
CARE loans	150,000	150,000
Total Liabilities	10,684,484	10,027,254
Stockholders' Deficit:		
Preferred stock, $0.001 par value (shares authorized-1,000,000) Series A: 1,000,000 shares issued and outstanding at June 30, 20232 and at December 31, 2022	1,000	1,000
Preferred stock, $0.001 par value (shares authorized-69,000,000) Series B: 69,000,000 shares issued and outstanding at June 30, 2023 and December 31, 2022	69,000	69,000
Preferred stock, $0.001 par value (shares authorized-10,000,000) Series C: 26,518,333 and 25,618,333 shares issued and outstanding at June 30, 2023 and December 31, 2022	26,518	25,618
Common stock, $0.001 par value (shares authorized-900,000,000); 550,443,739 and 496,443,739 shares issued and outstanding at June 30, 2023 and December 31, 2022	550,444	496,444
Additional paid-in capital	89,268,630	89,225,430
Treasury Stock, 0 and 0 outstanding at June 30, 2023 and December 31, 2022	-	-
Stock to be issued	-	-
Accumulated deficit	(100,162,043)	(99,393,348)
Total Stockholders' Deficit	(10,246,451)	(-9,575,856)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	$ 438,033	$ 451,398

See accompanying notes to the consolidated financial statements

PSYC CORPORATION
Consolidated Statements of Operations
(Unaudited)

	For the Three Months Ended June 30, 2023	For the Three Months Ended June 30, 2022	For the Six Months Ended June 30, 2023	For the Six Months Ended June 30, 2022
Revenues	$ 65,133	$ 33,625	$ 116,244	$ 34,963
Cost of revenues	-	-	-	-
Gross profit	65,133	33,625	116,244	34,963
Operating Expenses				
Depreciation expense	52	168	(77)	(25)
Amortization expense	108	108	217	217
General and administrative	292,498	431,643	577,110	1,019,321
Total Operating Expenses	292,658	441,919	577,250	1,019,513
Loss from Operations	(227,525)	(408,294)	(461,006)	(984,550)
Interest expense	(159,282)	(206,078)	(307,817)	(406,929)
Gain / (loss) on forgiveness of interest	-	-	128	-
Gain / (loss) on debt conversion	-	12,686	-	12,686
Other income (expense)	-	(19)	-	(115,605)
Total Other (Income) Expense	(159,282)	(193,411)	(307,689)	(509,848)
Net Loss	$ (386,807)	$ (601,705)	$ (768,695)	$ (1,494,398)
Net income attributable to non-controlling interest	-	-	-	-
Net loss attributable to PSYC Corporation	(386,807)	490,041,845	(768,695)	(1,494,398)
Weighted average number of shares outstanding – basic and diluted	506,405,383	490,041,845	504,087,575	485,398,010
Net income/(loss) per common share – basic and diluted	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)

See accompanying notes to the consolidated financial statements

PSYC Corporation

Consolidated Statements of Stockholders' Deficit

For the Six Months June 30, 2023

(Unaudited)

	Series A Preferred		Series B Preferred		Series C Preferred		Common Shares		Additional				Non-	
	Shares		Shares		Shares		Shares		Paid-In	Treasury	To Be	Accumulated	Controlling	Equity
	Issued	Amount	Issued	Amount	Issued	Amount	Issued	Amount	Capital	Stock	Issued	Deficit	Interest	(Deficit)
Balance December 31, 2022	**1,000,000**	**$1,000**	**69,000,000**	**$69,000**	**25,618,333**	**$25,618**	**496,443,739**	**$496,444**	**$89,225,430**	**$ -**	**$ -**	**$(99,393,348)**	**$ -**	**$(9,575,856)**
Stock issued for cash	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Stock issued for services	-	-	-	-	900,000	900	9,000,000	9,000	65,700	-	-	-	-	75,600
Stock issued for conversion of convertible debt	-	-	-	-	-	-	45,000,000	45,000	(22,500)	-	-	-	-	22,500
Stock issued for settlement of debt	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Warrants and common stock issued for cash	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Prior period adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	-	-	-	-	-	-	-	-	-	-	-	(768,695)	-	(768,695)
Balance June 30, 2023	**1,000,000**	**$1,000**	**69,000,000**	**$69,000**	**26,518,333**	**$26,518**	**550,443,739**	**$550,444**	**$89,268,630**	**$-**	**$ -**	**$(100,162,043)**	**$ -**	**$(10,246,451)**

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

PSYC Corporation

Consolidated Statements of Stockholders' Deficit

For the Three Months June 30, 2023

(Unaudited)

	Series A Preferred		**Series B Preferred**		**Series C Preferred**		**Common Shares**		**Additional**					
	Shares Issued	**Amount**	**Shares Issued**	**Amount**	**Shares Issued**	**Amount**	**Shares Issued**	**Amount**	**Paid-In Capital**	**Treasury Stock**	**To Be Issued**	**Accumulated Deficit**	**Non-Controlling Interest**	**Equity (Deficit)**
Balance March 31, 2023	**1,000,000**	**$1,000**	**69,000,000**	**$69,000**	**26,068,333**	**$26,068**	**500,943,739**	**$500,944**	**$89,242,080**	**$-**	**$ -**	**$(99,775,237)**	**$ -**	**$(9,936,145)**
Warrants and Stock issued for cash	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Stock issued for services	-	-	-	-	450,000	450	4,500,000	4,500	49,050	-	-	-	-	54,000
Stock issued for conversion of convertible debt	-	-	-	-	-	-	45,000,000	45,000	(22,500)	-	-	-	-	22,500
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Net income (loss)	-	-	-	-	-	-	-	-	-	-	-	(386,806)	-	(386,806)
Balance June 30, 2023	**1,000,000**	**$1,000**	**69,000,000**	**$69,000**	**26,518,333**	**$26,518**	**550,443,739**	**$ 550,444**	**$89,268,630**	**$-**	**$ -**	**$(100,162,043)**	**$ -**	**$(10,246,451)**

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

PSYC Corporation

Consolidated Statements of Stockholders' Deficit

For the Six Months Ended June 30, 2022

(Unaudited)

	Series A Preferred		Series B Preferred		Series C Preferred		Common Shares		Additional					
	Shares Issued	Amount	Shares Issued	Amount	Shares Issued	Amount	Shares Issued	Amount	Paid-In Capital	Treasury Stock	To Be Issued	Accumulated Deficit	Non-Controlling Interest	Equity (Deficit)
Balance December 31, 2021	**1,000,000**	**$1,000**	**69,000,000**	**$69,000**	**3,995,000**	**$3,995**	**475,871,568**	**$475,872**	**$87,777,076**	**$ -**	**$ -**	**$(96,565,862)**	**$ -**	**$(8,238,918)**
Stock issued for cash	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Stock issued for services	-	-	-	-	5,333,333	5,333	26,500,000	26,500	499,983	-	-	-	-	532,017
Stock issued for conversion of convertible debt	-	-	-	-	-	-	12,500,000	12,500	35,000	-	-	-	-	47,500
Stock issued for settlement of debt	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	(13,291,860)	(13,292)	(56,122)	(14,500)	-	-	-	(83,913)
Conversion of preferred shares for common shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Warrants and common stock issued for cash	-	-	-	-	-	-	17,500,000	17,500	400,426	-	-	-	-	417,926
Prior period adjustments	-	-	-	-	-	-	-	-		-	-	(47,680)	-	(47,680)
Net income (loss)	-	-	-	-	-	-	-	-	-	-	-	(1,446,718)	-	(1,446,718)
Balance June 30, 2022	**1,000,000**	**$1,000**	**69,000,000**	**$69,000**	**9,528,333**	**$9,528**	**519,079,708**	**$519,080**	**$88,656,364**	**$(14,500)**	**$ -**	**$(98,060,260)**	**$ -**	**$(8,819,787)**

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

PSYC Corporation

Consolidated Statements of Stockholders' Deficit

For the Three Months June 30, 2022

(Unaudited)

	Series A Preferred		Series B Preferred		Series C Preferred		Common Shares		Additional					
	Shares Issued	Amount	Shares Issued	Amount	Shares Issued	Amount	Shares Issued	Amount	Paid-In Capital	Treasury Stock	To Be Issued	Accumulated Deficit	Non-Controlling Interest	Equity (Deficit)
Balance March 31, 2022	**1,000,000**	**$ 1,000**	**69,000,000**	**$ 69,000**	**8,445,000**	**$ 8,445**	**483,371,568**	**$ 483,372**	**$88,603,452**	**$(44,413)**	**$ -**	**$(97,458,574)**	**$ -**	**$(8,386,919)**
Warrants and Stock issued for cash	-	-	-	-	-	-	17,500,000	17,500	(17,500)	-	-	-	-	-
Stock issued for services	-	-	-	-	1,083,333	1,083	19,000,000	19,000	140,733	-	-	-	-	160,817
Stock issued for conversion of convertible debt	-	-	-	-	-	-	12,500,000	12,500	35,000	-	-	-	-	47,500
Repurchase of common stock	-	-	-	-	-	-	(13,291,860)	(13,292)	(56,122)	29,913	-	-	-	(39,500)
Net income (loss)	-	-	-	-	-	-	-	-	-	-	-	(601,705)	-	(601,705)
Balance June 31, 2021	**1,000,000**	**$ 1,000**	**69,000,000**	**$ 69,000**	**9,528,333**	**$ 9,528**	**519,079,708**	**$ 519,080**	**$88,420,114**	**$(14,500)**	**$ -**	**$(98,060,259)**	**$ -**	**$(8,819,787)**

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

PSYC CORPORATION
Consolidated Statements of Cash Flows
(Unaudited)

	For the Six Months Ended June 30, 2023	For the Six Months Ended June 30, 2022
Cash Flows from Operating Activities		
Net Loss attributable to PSYC Corporation	$ (768,695)	$ (1,494,398)
Non-controlling interest	-	-
Net Income (Loss) for the period	(768,695)	(1,494,398)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation expense	(77)	(25)
Amortization expense	217	217
Amortization of debt discount	-	86,781
Stock based compensation	75,600	532,016
Warrant expense	-	67,926
(Gain) / loss on debt conversion	(128)	(24,436)
Changes in operating assets and liabilities:		
Deferred revenue	-	(16,390)
Accounts Payable	(2,458)	50,074
Accrued Expenses	(500)	(23,090)
Accrued Interest	307,817	320,148
Net cash used in operating activities	(388,224)	(501,177)
Cash Flows from Investing Activities		
Investments in other companies	-	-
Purchase of property and equipment	-	-
Net cash used in investing activities	-	-
Cash Flows from Financing Activities		
Payments on convertible debentures	(10,000)	(10,000)
Payments on notes payable	-	-
Repurchase of common shares	(78,913)	(78,913)
Proceeds from the sale of warrants and common stock	350,000	350,000
Proceeds received on convertible debt	390,000	390,000
Net cash provided by financing activities	651,087	651,087
Increase (Decrease) in Cash and Cash Equivalents	149,909	149,909
Cash and Cash Equivalents--Beginning of Period	70,414	70,414
Cash and Cash Equivalents--End of Period	$ 223,323	$ 223,323
Supplemental Disclosures of Cash Flow Information		
Cash paid for interest	$ 18,722	$ 18,722
Cash paid for income taxes	$ 15,000	$ 15,000
Non-Cash Investing and Financing Activities		
Conversion of warrants	$ -	$ -
Conversion of preferred stock	$ -	$ -
Conversion of debt and accrued interest to equity	$ 22,500	$ 47,500

See accompanying notes to the consolidated financial statements

PSYC Corporation
Notes to the Consolidated Financial Statements
Three and Six Months Ended June 30, 2023 and 2022

Note 1 - Organization and Basis of Operations

PSYC Corporation currently is an active Nevada corporation and in good standing.

Global Payout, Inc., the private company, was incorporated in California on July 24, 2009 and merged with Go Healthy, Inc., a Florida 1998 incorporated entity (the "Florida Company") and a public company, on December 9, 2010.

On March 14, 2011, the Florida Company merged into its wholly owned subsidiary, Global Payout, Inc., the California Corporation.

On March 10, 2015 Global management incorporated MoneyTrac Technology, Inc. ("MTT"), under the laws of the State of California. MTT was wholly owned by the Company. The Board of Directors initially considered spinning off MTT and reported as such on the OTC Markets Pink Sheet disclosures. An aggregate of 110,354,996 MTT shares were issued to individual investors and service providers, reducing the Company's equity position. On June 1, 2018, the Company approves the Merger Agreement with MTT to acquire the 110,354,996 non-controlling common stock of MTT.

On June 4, 2018, MTrac Tech Corporation ("MTrac Tech"), wholly owned subsidiary of the Company, was incorporated under the laws of the State of Nevada.

On July 30, 2019, Global Payout, Inc. was redomiciled to the state of Nevada.

On February 11, 2020, Global Payout, Inc. changed its name to Global Trac Solutions, Inc., and our symbol changed to PSYC.

On September 3, 2021, the Company filed a name change with the State of Nevada to change its name to PSYC Corporation, following a Unanimous Board of Directors consent and majority consent vote of shareholders. FINRA formally acknowledged the name change on February 28, 2022. The symbol was not changed.

The Company's stock is quoted on the OTC Pink Market under the ticker symbol PSYC.

Going Concern

The Company's consolidated financial statements have been prepared assuming that it will continue as a going concern, which contemplates continuity of operations, realization of assets, and liquidation of liabilities in the normal course of business. As reflected in the consolidated financial statements, the Company had a stockholders' deficit of $10,380,145 at June 30, 2023 and incurred a loss from operations for the six months ended June 30, 2023 of $768,695 and utilized net cash used in operating activities of $388,224. These factors raise substantial doubt about the Company's ability to continue as a going concern within one year from the date that the financial statements are issued. In addition, the Company's independent public accounting firm in its audit report to the financial statements expressed substantial doubt about the Company's ability to continue as a going concern. The consolidated financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Management estimates that the current funds on hand and raising capital through proceeds from the notes payable and the sale of common stock subscriptions will be sufficient to continue operations through 2023. The ability of the Company to continue as a going concern is dependent on the Company's ability to execute its strategy and in its ability to raise additional funds. Management is currently seeking additional funds, primarily through the issuance of equity securities for cash to operate its business. No assurance can be given that any future financing will be available or, if available, that it will be on terms that are satisfactory to the Company. Even if the Company is able to obtain additional financing, it may contain undue restrictions on our operations, in the case of debt financing or cause substantial dilution for our stockholders, in case of equity financing.

COVID-19.

THE OUTBREAK OF THE CORONAVIRUS MAY NEGATIVELY IMPACT SOURCING AND MANUFACTURING OF THE PRODUCTS THAT WE SELL AS WELL AS CONSUMER SPENDING, WHICH COULD ADVERSELY AFFECT OUR BUSINESS, RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

The significant outbreak of COVID-19 has resulted in a widespread health crisis that could adversely affect the economies and financial markets worldwide, and could adversely affect our business, results of operations and financial condition. We cannot, at this point, determine the extent to which the COVID-19 outbreak may reappear to a material level and impact the Company's business or the economy.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The accompanying consolidated financial statements of the Company and the accompanying notes included in this Quarterly Report are unaudited. In the opinion of management, all adjustments necessary for a fair presentation of the Consolidated Financial Statements have been included. Such adjustments are of a normal, recurring nature. The Consolidated Financial Statements, and the accompanying notes, are prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") and do not contain certain information included in the Company's Annual Report for the fiscal year ended December 31, 2022. The interim Consolidated Financial Statements should be read in conjunction with that Annual Report. Results for the interim period are not necessarily indicative of the results that might be expected for the entire fiscal year.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Those estimates and assumptions include depreciable lives of property and equipment, analysis of impairments of recorded goodwill, accruals for potential liabilities, and assumptions made in valuing stock instruments issued for services.

Fair Value of Financial Instruments

The Company follows the Financial Accounting Standards Board (FASB) Accounting Standards Codification for disclosures about fair value of its financial instruments and to measure the fair value of its financial instruments. The FASB Accounting Standards Codification establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The three levels of the fair value hierarchy are described below:

Level 1 Quoted market prices available in active markets for identical assets or liabilities as of the reporting date.

Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.

Level 3 Pricing inputs that are generally unobservable inputs and not corroborated by market data.

Financial assets are considered Level 3 when their fair values are determined using pricing models, discounted cash flow methodologies or similar techniques and at least one significant model assumption or input is unobservable.

The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. If the inputs used to measure the financial assets and liabilities fall within more than one level described above, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

The carrying amounts of the Company's financial assets and liabilities, such as cash and cash equivalents, prepaid expenses and other current assets, accounts payable and accrued expenses, approximate their fair values because of the short maturity of these instruments. The carrying values of notes payable and convertible notes approximate their fair values due to the fact that the interest rates on these obligations are based on prevailing market interest rates.

Principles of consolidation

The accompanying condensed consolidated financial statements at June 30, 2023 and December 31, 2022 and for the years then ended include the accounts of PSYC Corporation and the following majority-owned subsidiaries.

Subsidiary:	Percentage Owned	
	June 30, 2023	December 31, 2022
MTrac Tech Corporation	100.00%	100.00%
Spotlight Media Corp.	100.00%	0 %

All Intercompany transactions have been eliminated upon consolidation.

Revenue Recognition

Effective January 1, 2018, and in conjunction with the prior business of the Company which is reflected in the historical financials presented herein, the Company adopted ASC 606 — Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue from the commercial sales of products, licensing agreements and contracts to perform pilot studies by applying the following steps: (1) identify the contract with a customer; (2) identify the performance obligations in the contract; (3) determine the transaction price; (4) allocate the transaction price to each performance obligation in the contract; and (5) recognize revenue when each performance obligation is satisfied. For the comparative periods, revenue has not been adjusted and continues to be reported under ASC 605 — Revenue Recognition. Under ASC 605, revenue is recognized when the following criteria are met: (1) persuasive evidence of an arrangement exists; (2) the performance of service has been rendered to a customer or delivery has occurred; (3) the amount of fee to be paid by a customer is fixed and determinable; and (4) the collectability of the fee is reasonably assured.

There was no impact on the Company's financial statements as a result of adopting Topic 606 for the period ended June 30, 2023 and 2022.

Since Q2 2020, the Company has operated exclusively as a multimedia-focused company through its flagship website, Psychedelic Spotlight, which produces and publishes news, information, and resources specific to the emerging sector of medicinal psychedelics.

The Company focuses on revenue generation through the combination of sales and execution of media service agreements whereby various companies and brands operating within the medicinal psychedelics sector, including publicly traded drug development companies, as well as brands and companies operating in adjacent market sectors such as health and wellness, nutraceuticals, and holistic living, contract with the Company's wholly owned subsidiary, Spotlight Media Corp. ("SMC") for the production and delivery of specific digital multimedia services. Such services are contracted at specific price points ranging between $200 USD to $10,000 USD and include, but are not limited to, the production of editorials and other written content that may be published to Psychedelic Spotlight or on the direct websites of the respective companies and brands, social media-related content, a feature on the Psychedelic Spotlight podcast, and the production of any video content produced with the intent of helping to inform, educate, and promote the companies and brands that contract with SMC. Additionally, SMC generates revenue through the sale of advertisement space (i.e., banner ads) to various companies and brands interested in showcasing their company or brand on Psychedelic Spotlight. Affiliate partnerships are another form of revenue generation for the Company whereby various companies and brands contract with SMC to promote products, services, or events through Psychedelic Spotlight and whereby presenting SMC with the opportunity to earn a commission from any sales it is successful in facilitating.

In September 2022, SMC acquired the media assets belonging to Technical 420 (www.technical420.com), On the Bids (www.onthebids.com), and Mushroom Stocks (www.mushroomstocks.com), (which websites and content is expressly not incorporated into this report). Each of these media platforms generate revenue through the sale and delivery of specific public relations and investor awareness-focused services that various publicly traded companies operating in the sectors of cannabis, mining and precious metals, and medicinal psychedelics contract with these respective platforms to deliver with the intent of developing and/or maximizing their exposure throughout the public market sector. Such services typically include, but are not limited to, the production of editorials and other written content, newsletter inclusions, social media posts, and podcasts, and all provided at established price points typically included in monthly retainer contracts ranging from $500 USD to $15,000 USD per month.

Within the 2nd quarter of 2023 and continuing into the early part of the 3rd quarter of 2023, the Company has been engaged in testing its revenue model associated with its PSPACE platform.

PSPACE is intended to be a consumer-facing platform which focuses on monetizing through the sale of education-focused courses to consumers seeking information and best practices related to personal psychedelic integration.

There are no assurances as to future potential profitability or revenues.

Cash Equivalents

The Company considers all highly liquid investments with a maturity date of three months or less to be cash equivalents. The fair values of these investments approximate their carrying values.

The Company’s cash and cash equivalents are maintained with recognized financial institutions located in the United States. In the normal course of business, the Company may carry balances with certain financial institutions that exceed federally insured limits. The Company has not experienced losses on balances in excess of such limits and management believes the Company is not exposed to significant risks in that regard.

Property and equipment

Property and equipment are stated at cost, less accumulated depreciation. Depreciation is computed using the straight-line method over the estimated useful lives of the related asset, generally three to five years. Fully depreciated assets are retained in property, equipment and accumulated depreciation accounts until they are removed from service. Management performs ongoing evaluations of the estimated useful lives of the property and equipment for depreciation purposes. Maintenance and repairs are expensed as incurred.

Investments at Cost, Less Impairment

The Company’s securities investments that are acquired and held principally for the purpose of an investment in the near term are classified as investment in other company’s securities. Because the Company doesn’t have readily determinable fair values, the Company elected to account for the investment at cost minus impairment, if any. The cost minus impairment election option only applies to equity securities that do not qualify for the practical expedient to estimate fair value under Topic 820, Fair Value Measurement (i.e., the net asset value practical expedient). The company assesses impairment on an annual basis, noting no impairment indicators as of December 31, 2022.

Beneficial Conversion Features on Notes Payable and Convertible Notes Payable

Convertible instruments that are not bifurcated as a derivative pursuant to ASC 815, *Derivatives and Hedging*, and not accounted for as a separate equity component under the cash conversion guidance are evaluated to determine whether their conversion prices create an embedded beneficial conversion feature at inception or may become beneficial in the future due to potential adjustments.

A beneficial conversion feature is a nondetachable conversion feature that is "in-the-money" at the commitment date. The in-the-money portion, also known as the intrinsic value of the option, is recorded in equity, with an offsetting discount to the carrying amount of convertible debt to which it is attached. The discount is amortized to interest expense over the life of the debt with adjustments to amortization upon full or partial conversions of the debt.

Non-Controlling Interest

Non-controlling interest represents the non-controlling interest holders' proportionate share of the equity of the Company's majority-owned subsidiaries. Non-controlling interest is adjusted for the non-controlling interest holders' proportionate share of the earnings or losses and other comprehensive income (loss) and the non-controlling interest continues to be attributed its share of losses even if that attribution results in a deficit non-controlling interest balance.

Stock-Based Compensation

The Company adopted FASB guidance on stock-based compensation upon inception at November 18, 2013. Under FASB ASC 718-10-30-2, all share-based payments to employees, including grants of employee stock options, to be recognized in the income statement based on their fair values. Pro forma disclosure is no longer an alternative.

Our employee stock-based compensation awards are accounted for under the fair value method of accounting, as such, we record the related expense based on the more reliable measurement of the services provided, or the fair market value of the stock issued multiplied by the number of shares awarded.

We account for our employee stock options under the fair value method of accounting using a Black-Scholes valuation model to measure stock option expense at the date of grant. We do not backdate, re-price, or grant stock-based awards retroactively. As of the date of this report, we have not issued any stock options.

Income (Loss) Per Share

Basic income (loss) per share is computed by dividing net income (loss) available to common stockholders by the weighted average number of common shares outstanding during the period. Diluted income (loss) per share reflects the potential dilution, using the treasury stock method that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that then shared in the income (loss) of the Company. In computing diluted income (loss) per share, the treasury stock method assumes that outstanding options and warrants are exercised and the proceeds are used to purchase common stock at the average market price during the period. Options and warrants may have a dilutive effect under the treasury stock method only when the average market price of the common stock during the period exceeds the exercise price of the options and warrants. All possible conversions would have an antidilutive effect.

Impairment Testing of Long-Lived Assets

The Company evaluates long-lived assets for impairment whenever events or changes in circumstances indicate that their net book value may not be recoverable. When such factors and circumstances exist, the Company compares the projected undiscounted future cash flows associated with the related asset or group of assets over their estimated useful lives against their respective carrying amount. Impairment, if any, is based on the excess of the carrying amount over the fair value, based on market value when available, or discounted expected cash flows, of those assets and is recorded in the period in which the determination is made.

Income Taxes

The Company accounts for income taxes in accordance with ASC 740, *Income Taxes*. Deferred income tax assets and liabilities are determined based upon differences between the financial reporting and tax basis of assets and liabilities, and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the consolidated statements of operations in the period that includes the enactment date.

ASC 740 prescribes a comprehensive model for how companies should recognize, measure, present, and disclose in their financial statements uncertain tax positions taken or expected to be taken on a tax return. The Company did not take any uncertain tax positions and had no adjustments to unrecognized income tax liabilities or benefits for the six months ended June 30, 2023 and 2022.

Recently Issued Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, *Revenue from Contracts with Customers*. ASU 2014-09 is a comprehensive revenue recognition standard that will supersede nearly all existing revenue recognition guidance under current U.S. GAAP and replace it with a principle based approach for determining revenue recognition. ASU 2014-09 will require that companies recognize revenue based on the value of transferred goods or services as they occur in the contract. The ASU also will require additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. ASU 2014-09 is effective for interim and annual periods beginning after December 15, 2017. Early adoption is permitted only in annual reporting periods beginning after December 15, 2016, including interim periods therein. Entities will be able to transition to the standard either retrospectively or as a cumulative-effect adjustment as of the date of adoption. The Company has adopted ASU 2014-09 in the first quarter of 2018. The adoption of ASU 2014-09 did not have a material impact on the Company's financial statements and related disclosures.

In February 2016, the FASB issued ASU No. 2016-02*, Leases*. ASU 2016-02 requires a lessee to record a right of use asset and a corresponding lease liability on the balance sheet for all leases with terms longer than 12 months. ASU 2016-02 is effective for all interim and annual reporting periods beginning after December 15, 2018. Early adoption is permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Company is in the process of evaluating the impact of ASU 2016-02 on the Company's financial statements and disclosures.

In June 2018, the FASB issued ASU 2018-07, Compensation - Stock Compensation (Topic 718): Improvement to Nonemployee Share-Based Payment Accounting, which is part of the FASB's simplification initiative to maintain or improve the usefulness of the information provided to the users of financial statements while reducing cost and complexity in financial reporting. This update provides consistency in the accounting for share-based payments to nonemployees with that of employees. This update is effective for interim and annual reporting periods beginning after December 15, 2018, and the Company is currently evaluating its financial statement impact.

Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the Securities and Exchange Commission did not or are not believed by management to have a material impact on the Company's present or future consolidated financial statement presentation or disclosures.

Note 3 – Debt

Convertible Notes Payable

2022 Transactions

From January 10, 2022 to June 10, 2022 the Company entered into a series of convertible promissory notes in an aggregate amount of $390,000, with RB Capital Partners, Inc. The convertible promissory note agreement bears interest at twelve (10%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at conversion prices at $0.05 each.

On February 11, 2022, the Company issued an aggregate of 7,500,000 shares of common stock valued at $45,250 to various shareholders for services.

From January 3, 2022 to February 11, 2022, the Company issued an aggregate of 4,450,000 shares of the Company's Series C preferred stock valued at $325,950 to various shareholders.

As of March 31, 2022, the Company has outstanding convertible promissory notes (the "Convertible Notes") of $5,316,736 (net of unamortized discount of $88,219).

On April 4, 2022, the Company issued an aggregate of 9,000,000 shares of common stock valued at $50,400 to various consultants for services.

On April 4, 2022, the Company issued an aggregate of 17,500,000 shares of common stock valued at $98,000 to an investor for cash.

On April 15, 2022, the Company issued an aggregate of 5,000,000 shares of common stock valued at $23,500 to various consultants for services.

On April 26, 2022, the Company issued an aggregate of 5,000,000 shares of common stock valued at $23,500 to various consultants for services.

On June 23, 2022, the Company issued an aggregate of 12,500,000 shares of common stock valued at $47,500 to various consultants for services.

As of June 30, 2022, the Company has outstanding convertible promissory notes (the "Convertible Notes") of $5,395,572 (net of unamortized discount of $66,164).

2023 Transaction

On January 4, 2023, the Company issued an aggregate of 4,500,000 shares of common stock valued at $10,800 to various consultants and management for services.

On January 4, 2023, the Company issued an aggregate of 450,000 shares of the Company's Series C preferred stock valued at $10,800 to various consultants and management for services.

From January 17, 2023 to March 20, 2023 the Company entered into a series of convertible promissory notes in an aggregate amount of $195,000, with RB Capital Partners, Inc. The convertible promissory note agreement bears interest at twelve (10%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at conversion prices at $0.05 each.

On February 10, 2023 the Company consolidated various convertible promissory notes in an aggregate amount of $805,000 a 10% interest rate and with conversion rates of $0.05 with RB Capital Partners, Inc. into a new single note. The convertible promissory note agreement bears interest at seven (7%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at a conversion price of $0.05. As part of the consolidation $805,000 of principal and $49,553 of accrued interest was exchanged for the new $854,425 note, resulting in $128 of accrued interest being forgiven.

From April 19, 2023 to June 26, 2023, the Company entered into a convertible promissory note in the amount of $180,000, with RB Capital Partners, Inc. The convertible promissory note agreement bears interest at twelve (10%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at conversion prices at $0.05 each.

On May 12, 2023, the Company issued 4,500,000 shares of common stock to various board members and executives.

On May 12, 2023, the Company issued 450,000 shares of preferred C shares to various board members and executives.

As of June 30, 2023, the Company has outstanding convertible promissory notes of $6,593,661 (net of unamortized discount of $0).

Beneficial Conversion Feature

The Company analyzed the conversion option in the notes for derivative accounting treatment under ASC Topic 815, “Derivatives and Hedging,” and determined that the instrument does not qualify for derivative accounting. The Company determined that the conversion option was subject to a beneficial conversion feature.

During the six months ended June 30, 2022 the Company recorded a total beneficial conversion feature of $0 and amortized the beneficial conversion feature for $37,320 as interest expense.

During the six months ended June 30, 2023 the company recorded a total beneficial conversion feature of $0 and amortized the beneficial conversion feature for $0 as interest expense.

Notes Payable

2022 Transactions

During the six months ended June 30, 2022 the Company did not issue any new Notes Payable.

As of June 30, 2022, the Company has outstanding notes payable balance (the “Notes Payable”) of $20,000.

2023 Transactions

During the six months ended June 30, 2023 the Company did not issue any new Notes Payable.

As of June 30, 2023, the Company has outstanding notes payable balance (the “Notes Payable”) of $20,000.

CARE Loan

Economic Injury Disaster Loan

On June 19, 2020, the Company received proceeds from a secured loan with the U.S. Small Business Administration (SBA) under the Economic Injury Disaster Loan program in the amount of $150,000. The loan is secured by all tangible and intangible assets of the Company and payable over 30 years at an interest rate of 3.75% per annum. Installment payments, including principal and interest, will begin June 19, 2021. As part of the loan, the Company also received an advance of $10,000 from the SBA. While the SBA refers to this program as an advance, it was written into law as a grant. This means that the amount given through this program does not need to be repaid and has been recognized as Other Income.

The aggregate scheduled maturities of the Company’s total debt outstanding, inclusive of the note payable, convertible promissory notes and CARE loans described within this Note 3 – Debt. Debt Payable, as of June 30, 2023:

2023	$	6,593,661
2024		150,000
2025		-
2026		-

2027		-
Thereafter		-
Total		6,743,661
Less discounts		-
	$	6,743,661

Note 4 – Acquisitions

On October 18, 2021, the Company finalized a joint venture with a third party, Digital Spore LLC, through a newly established Nevada limited liability company, Action Gap LLC to co-develop the PsycheDev business. The Company retains a 50% Member Interest in the limited liability company. A designee of the Company will be one of two managers of the limited liability company. Pursuant to the Operating Agreement executed between the Company and Digital Spore LLC, the Company intends to primarily contribute to the go-to-market and marketing strategies associated with the PsycheDev concept, and for Digital Spore to primarily focus on its early-stage development. The Company believes that in the time since the formation of this joint venture, progress has been made with the development of the basic framework required to produce a Minimum Viable Product while further defining and refining the concepts most basic fundamentals. On May 1, 2023, the Company, in collaboration with Action Gap LLC, launched Bonfire, the updated and rebranded concept f/k/a “PsycheDev.” Bonfire’s launch coincided with the launch of a free “Psychedelics for Beginners” course which the Company intends to utilize as an entry point for future courses to be made available through Bonfire within the remainder of the 2023 calendar year.

On January 21, 2021, the Company became a Limited Partner in TCF I LP, a United Kingdom Limited Partnership operating as a private fund limited partnership in England (a.k.a. “The Conscious Fund”) (the “Fund”) through the Company’s investment into the Fund’s private placement memorandum. The Company executed its initial investment of $125,000 USD into the Fund on January 19, 2021 and intends to complete a full investment amount into the Fund of $500,000 USD within a four-year period from the date of its initial investment.

On January 5, 2023, the Company’s wholly owned subsidiary, Spotlight Media Corporation (“SMC”), entered into a Restricted Stock Purchase Agreement whereby SMC acquired Fifty Thousand (50,000) shares of common stock from Healing Commercial Real Estate, Inc. at a purchase price of $0.0001 per share and for a total price of Five Dollars ($5.00).

Note 5 – Property and equipment

At June 30, 2023 and December 31, 2022, property and equipment consisted of the following:

	June 30, 2023		December 31, 2022	
Furniture and fixtures	$	22,817	$	22,817
Machinery and equipment		21,984		21,984
		44,801		44,801
Less: accumulated depreciation		(38,369)		(38,446)
Property and equipment, net	$	6,432	$	6,355

Depreciation expense for the six months ended June 30, 2023 and 2022 was approximately $(77) and $(193), respectively.

Note 6 - Stockholders’ Deficit

The Company is authorized to issue 900,000,000 shares of $0.001 par value common stock. The Company has 550,443,739 and 496,443,739 common shares issued and outstanding as of June 30, 2023 and December 31, 2022, respectively.

Issuance of Common Stock for services

During the six months ended June 30, 2023, the Company issued an aggregate of 26,500,000 shares of common stock valued at $142,650 to various shareholders for services. The shares were valued on the date of the agreement using the share price per OTC markets on that date.

During the year ended December 31, 2022, the Company issued an aggregate of 40,000,000 shares of common stock valued at $191,450 to various shareholders for services. The shares were valued on the date of the agreement using the share price per OTC markets on that date.

Issuance of Common Stock for Settlement of Accrued Expenses

During the six months ended June 30, 2023, the Company did not issue any shares of common stock for accrued expenses.

During the year ended December 31, 2022, the Company did not issue any common or preferred stock to settle any accrued expenses.

Issuance of Common Stock for conversion of notes payable

During the six months ended June 30, 2023, the Company issued an aggregate of 45,000,000 shares of common stock valued at $22,500 to a noteholder for conversion of convertible, notes payable and accrued interest.

During the year ended December 31, 2022, the Company issued 12,500,000 common stock for the conversion of $40,000 of principal and $7,500 in interest for notes that were outside of their terms, resulting in a gain on the forgiveness of interest of $24,436.

Issuance of Common Stock for Cash

During the six months ended June 30, 2023, the Company did not issue any shares of common stock for cash.

During the year ended December 31, 2022, the Company issued an aggregate of 17,500,000 shares of common stock valued at $113,750 to an investor for cash. During the fourth quarter of 2022, these were cancelled and exchanges for the common stock equivalent in Series C preferred stock.

Repurchase of Common Stock for Cash

During the six months ended June 30, 2023, the Company did no repurchased any shares of common.

During the year ended December 31, 2022, the Company repurchased 28,472,415 shares of common stock valued at $141,413 from a shareholder for cash, recorded as treasury stock. The shares were valued on the date of the repurchase agreement using the share price per OTC markets on that date. Of these shares, all 28,472,415 were cancelled by the transfer agent, as well as 3,455,414 shares of common stock from 2020, for a total of 31,927,829.

Issuance of Preferred Stock for services

During the six months ended June 30, 2023, the Company issued an aggregate of 900,000 shares of preferred stock Series C valued at $37,800 to various consultants and management for services. The shares were valued on the date of the agreement using the common share price per OTC markets on that date based on the conversion rate of Series C for common.

During the year ended December 31, 2022, the Company issued 14,873,333 shares of preferred stock Series C for services for a value of $760,087. Such shares, when issued, are valued on the date of the agreement using the common share price per OTC markets on that date based on the conversion rate of Series C for common.

Conversion of Preferred Stock

During the six months ended June 30, 2023, there were no conversions of preferred stock Series C.

During the year ended December 31, 2022, there were no conversions of preferred stock Series C.

Preferred Stock – Series A

The Company is authorized to issue 1,000,000 shares of $0.001 par value Series A preferred stock. The Series A preferred shares can be converted one for one into the same number of common shares, each Series A preferred share has 10 voting rights to 1 voting right for each common share. The Company has 1,000,000 preferred shares issued and outstanding as of June 30, 2023 and December 31, 2022.

Preferred Stock – Series B

The Company is authorized to issue 49,000,000 shares of $0.001 per value Series B preferred stock. The Series B preferred shares can be converted one for one into the same number of common shares, each Series B preferred share has 100 voting rights to 1 voting right for each common share. The Company has 24,000,000 preferred shares issued and outstanding as of June 30, 2023 and December 31, 2022. All 24,000,000 issued and outstanding preferred shares of Series B are held by David Flores.

Preferred Stock – Series C

The Company is authorized to issue 10,000,000 shares of $0.001 per value Series C preferred stock. The Series C preferred shares can be converted one into ten shares of common shares, each Series C preferred share has 1 voting right to 1 voting right for each common share. The Company has 26,518,333 and 25,618,333 preferred shares issued and outstanding as of June 30, 2023 and December 31, 2022.

The holders of the Series Voting Preferred Stock shall not be entitled to receive dividends paid on the Company's common stock.

Stock to be Issued

None.

Warrants

During the six months ended June 30, 2023, the Company issued no new warrants, but extended the maturity of the 20,000,000 warrants, at an exercise price of $0.02 per share to August 24, 2023.

During the six months ended June 30, 2022, the Company issued warrants to purchase 20,000,000 shares of common stock, at an exercise price of $0.02 per share as part of an equity purchase. These warrants expire on February 27, 2025 and were determined to have a fair value of approximately $67,926, which was expensed.

During the six months ended June 30, 2023, no warrants were exercised, 0 expired and 0 were granted, leaving an outstanding and exercisable warrants balance at March 31, 2022 of 20,000,000.

The following table summarizes the Company's warrant transactions during the six months ended June 30, 2023 and year ended December 2022:

	Number of Warrants		Weighted Average Exercise Price
Outstanding at year ended December 31, 2021	20,000,000		0.02
Granted	-		-
Exercised	-		-
Expired	0		-
Outstanding at year ended December 31, 2022	20,000,000	$	.0.02
Granted	-		-
Exercised	-		-
Expired	-		-
Outstanding at three months ended June 30, 2023	20,000,000	$	0.02

With no warrants granted in the three months ended March 31, 2023, no valuations were made.

Warrants granted in the six months ended June 30, 2022 were valued using the Black Scholes Model with the risk-free interest rate of 1.43%, expected life ranging 4 months, expected dividend rate of 0% and expected volatility ranging of 119.88%.

Note 7 - Concentrations

Prior Business Plan:

The MTrac System was derived from the desire, in our belief, of High-Risk merchants to offer secure and compliant payment methods other than cash, to its consumers for the purchase of its goods or services. (High Risk merchants are businesses engaged in the adult entertainment, cannabis related, non-regulated nutritional supplements, and other such enterprises which traditional merchant payment processors avoid servicing) The platform upon which our solution existed was built by our technology licensor, GreenBox. GreenBox maintains and supports the technology for all industry verticals that use it, including ours. They serve as the system administrator, and the Blockchain technology serves as the settlement engine on transactions. Utilizing the GreenBox technology via the MTrac System, consumers use their credit or debit card to pay for the transaction, and in so doing, purchase credits on the GreenBox system.

Exclusive Licensing Agreement:

On February 1, 2018 we signed a joint venture agreement with GreenBox POS, LLC (OTCQB: GRBX) ("Greenbox"), ("Greenbox JV 1") by which we acquired exclusive rights to utilize the Green\Box technology for High Risk merchants for one year. On October 2, 2018 the Company entered into an agreement with GreenBox and Cultivate Technologies, LLC ("Cultivate") a Nevada Corporation, by which certain payment terms of the GreenBox 5 Year License were modified. On June 12, 2020, the agreement, as revised, between was terminated by and between MTrac, GreenBox and Cultivate through the mutual agreement of the parties with neither MTrac nor the Company having any residual or current obligations to GreenBox and Cultivate and GreenBox and Cultivate having no residual or current obligations to MTrac. This termination was to part of the ongoing transition from a cannabis-based business to the Company's current business plan related to the medicinal psychedelic market.

Current Business:

The Company considers itself a forward-thinking media leader for the rapidly expanding and opportunity-filled industries of psychedelics and cannabis. Led by our flagship media platforms, Psychedelic Spotlight and Technical 420 which are each owned and operated by our wholly owned subsidiary, Spotlight Media Corporation, we are transforming the way multimedia is produced and delivered within the intersection where all things psychedelics, cannabis, and health and wellness converge. Leveraging the strength and authority we are building through our multimedia platforms, PSYC is committed to developing a dynamic multimedia-centered ecosystem that will aim to educate, inform, and connect the growing base of consumers and businesses who make up this generation's evolving marketplace dominated by the pursuit of achieving a happier, healthier, and more inspiring lifestyle through new and rediscovered modalities. (See Note 2). No assurances can be provided as to the profitability or amount of revenue to be derived pursuant to the current business plan.

Note 8 – Commitments and Contingencies

Leases

Effective April 1, 2022, the Company relocated its primary headquarters back to Las Vegas, NV from Lake Oswego, OR, and coinciding with the permanent relocation of its Director and CEO, David Flores.

As of August 1, 2022, the Company has adopted and implemented a hybrid work environment whereby its team members residing outside of the city of Las Vegas, NV, and whom have primarily been contracted with the Company prior to the implementation of this hybrid environment, can continue to work remotely until further notice. Meanwhile, team members residing within the city of Las Vegas NV (and surrounding suburbs) will primarily conduct business out of the Company's executive headquarters located at 2881 S. Valley View Blvd. Suite 9, Las Vegas, NV 89102.

Effective July 31, 2022, the Company terminated its month-to-month office lease agreement with International Workplace Group for the lease of office space located at 6671 S. Las Vegas Blvd. Building D, Suite 210 Las Vegas, NV 89119 and effective August 1, 2022, entered into a two-year lease agreement with S5H, LLC for the lease of approximately 1,300 square feet of office space located at 2881 S. Valley View Blvd, Suite 9, Las Vegas, NV 89102 and for a monthly lease amount of $1,690.00. In connection with this move, the above referenced office address now serves as the primary mailing address for the Company and its wholly owned subsidiaries, MTrac Tech Corporation and Spotlight Media Corporation.

Litigation

The Company may be involved in certain legal proceedings that arise from time to time in the ordinary course of its business. Except for income tax contingencies, the Company records accruals for contingencies to the extent that management concludes that the occurrence is probable and that the related amounts of loss can be reasonably estimated. Legal expenses associated with the contingency are expensed as incurred.

On October 25, 2019, a breach of contract lawsuit was filed in New Jersey, specifically Barry Lefkowitz, David Spector, Carol Gabel, and Sam Spector v. MTrac Tech Corporation and Global Payout, Inc. During the year ended December 31, 2021, the court has now dismissed the case and, to our knowledge the judgment settlement has been satisfied.

On November 25, 2019, a breach of contract lawsuit was filed in California, specifically DCSM, Inc; Indigo River, LLC; Ryan Burns Collective Inc,; and SOAR Collective Inc. v. Global Payout Inc.; MTrac Tech Corporation; Cultivate Technologies LLC; and GreenBox POS, LLC. During the year ended December 31, 2021, the court has now dismissed the case and, to our knowledge the judgment settlement has been satisfied.

April 15, 2020: The Good People Farms, LLC v. MTrac Tech Corporation. (Arbitration; AAA Case No. 01- 20-0004-9960) a. Nature of litigation; Breach of contract, Intentional Misrepresentation, Conversion. Plaintiff alleges the company breached an agreement between the parties by failing to return Plaintiffs funds promptly and by maintaining the funds in an account outside of the U.S.. Company's response is that it acted within the prevailing industry standards for such services and had no control over the funds. Company denies generally all other allegations.

On July 10, 2023, the Arbitration Panel found in favor of The Good People Farms and granted an award of $579,393. The Panel denied GreenBox's cross claims. The Panel refused TGPF's request for over $5,000,000 for lost profits as those damages were found to be too speculative. Counsel for GreenBox has advised the Company's counsel, Lance Rogers, that GreenBox is prepared to pay the award.

COVID-19

The Company is subject to risks and uncertainties as a result of the COVID-19 pandemic. The extent of the impact of the COVID-19 pandemic on the Company's business is highly uncertain and difficult to predict, as the responses that the Company, other businesses and governments are taking continue to evolve. Furthermore, capital markets and economies worldwide have also been negatively impacted by the COVID-19 pandemic, and it is possible that it could cause a local and/or global economic recession. Policymakers around the globe have responded with fiscal policy actions to support the healthcare industry and economy as a whole. The magnitude and overall effectiveness of these actions remain uncertain.

The severity of the impact of the COVID-19 pandemic on the Company's business will depend on a number of factors, including, but not limited to, the duration and severity of the pandemic and the extent and severity of the impact on the Company's customers, service providers and suppliers, all of which are uncertain and cannot be predicted. As of the date of issuance of Company's financial statements, the extent to which the COVID-19 pandemic may in the future materially impact the Company's financial condition, liquidity or results of operations is uncertain.

Note 9 - Income Tax Provision

The Company accounts for income taxes under FASB ASC 740-10, which requires use of the liability method. FASB ASC 740-10-25 provides that deferred tax assets and liabilities are recorded based on the differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, referred to as temporary differences.

For the six months ended June 30, 2023 and the year ended December 31, 2022, the Company incurred a net operating loss and, accordingly, no provision for income taxes has been recorded. In addition, no benefit for income taxes has been recorded due to the uncertainty of the realization of any tax assets. On June 30, 2023, the Company had approximately $18,855,443 of federal net operating losses. The net operating loss carry forwards, if not utilized,

Note 10 - Related Party Transactions

During the six months ended June 30, 2023, there were no related party transactions.

During the six months ended June 30, 2022, the Company issued 10,000,000 shares of common stock valued at $59,000 to a board member per a Consulting and Advisory Board Agreement.

During the six months ended June 30, 2022, the Company repurchased an aggregate of 16,916,860 shares of common stock valued at $83,913 from related parties for cash and the forgiveness of a $5,000 cash advance from the prior year.

Note 11 - Subsequent Events

On July 18, 2023 the Company issued a convertible promissory note in an aggregate amount of $40,000, with RB Capital Partners, Inc. The convertible promissory note agreement bears interest at ten (10%) percent, has a one (1) year maturity date. The note may be repaid in whole or in part any time prior to maturity. The promissory note is convertible at the investor's sole discretion, into common shares at conversion price of $0.05.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Overview

Business. PSYC Corporation (the "Company") is a digital media leader operating within the emerging sector of medicinal psychedelics. Through the Company's Psychedelic Spotlight website (www.psychedelicspotlight.com, which website and content is expressly not incorporated into this report), and its Psychedelic Spotlight and PSYC Stock Report newsletter's (which newsletter and content is expressly not incorporated into this report) and Spotlight Roundup bi-monthly video series (which content is expressly not incorporated into this report), the Company is currently developing its business plan and operations to coincide with what management believes will be a network made up of the industry's most influential leaders within the medical, scientific, investment, and philanthropic communities in addition to positioning itself in the medicinal psychedelics industry. Furthermore, it is the Company's intent to identify strategic collaboration and partnership opportunities with other likeminded companies within this space to aid in the expansion of the Company's network and effectively position the Company as a diverse holding company within the sectors of medicinal psychedelic and health and wellness in addition to continuing to expand the informational and educational platform it is developing. While there can be no assurances of attainment or profitability, it is management's business plan to develop all-encompassing platform that connects all sectors within this emerging industry.

Results of Operations

The following discussion should be read in conjunction with our financial statements and the related notes that appear elsewhere in this Annual Report.

The following table represents our statement of operations for the six months ended June 30, 2023 and 2022:

	For The Six Months Ended June 30,			
	2023	**2022**	**$Change**	**%Change**
Revenue	$ 116,244	$ 34,963	$ 81,281	232.48%
Cost of revenue	-	-	-	-
Gross profit	116,244	34,963	81,281	232.48%
Operating Expenses:				
Depreciation expense	(77)	(25)	(52)	206.77%
Amortization expense	217	217	-	0%
General and administrative	577,110	1,019,321	(442,211)	-43.38%
Total operating expenses	577,250	1,019,513	(442,263)	-43.38%
Loss from operations	(461,006)	(984,550)	523,544	-53.18%
Other Income (Expense)				
Interest expense	(307,817)	(406,929)	99,112	-24.36%
Gain on forgiveness of interest	128	12,686	(12,686)	-100.00%

Other income /(expense)	-	(115,605)	115,605	100.00%
Total Other (Income) Expense	(307,689)	(509,848)	(509,848)	-39.63%
Net Loss (loss)	$ (768,695)	$ (1,494,398)	(1,494,398)	-48.55%

Gross profit

Revenue for six months ended June 30, 2023 was $116,244, compared to 34,963 ($18,573 current period income and $16,390 of deferred income from the prior year that was fulfilled in 2022). The company generated a gross profit of $116,244 for the six months ended June 30, 2023 compared to a gross profit of $34,963 for the same period in 2022. The key reason for the increase in gross profit was a result of the incorporation of the Technical 420 and On the Bids media platforms that the Company acquired in September 2022 and which derive revenue primarily through the sale of public and investor relations services the platforms solicit and sell to publicly traded companies operating in the sectors of legal cannabis and mining and precious metals.

Operating expenses

Operating expenses decreased by 43% in the amount of $442,263 for the six months ended June 30, 2023, compared to the same period in 2022. Listed below are the major changes to operating expenses:

Stock based compensation decreased by $453,167 or 86% for the six months ended June 30, 2023, compared to the same period in 2022, primarily due to less shares issued for outside services.

Marketing expenses decreased by $66,976 or 78% for the six months ended June 30, 2023, compared to the same period in 2022, primarily due reductions in new paid media service.

Professional fees decreased by $42,395 or 13% for the six months ended June 30, 2023, compared to the same period in 2022, primarily due to lower legal and accounting fees.

Other G&A expenses increased by $32,979 or 44% for the six months ended June 30 2023, compared to the same period in 2022, primarily due increased computer, internet and computer software expenses.

Other income (expense)

Other income (expense) decreased by $202,031 or 40% for the six months ended June 30, 2023, compared to the same period in 2022, primarily as a result of decreases in interest expense, warrant expense and other expenses.

The following table represents our statement of operations for the three months ended June 30, 2023 and 2022:

	For The Three Months Ended June 30,			
	2023	**2022**	**$Change**	**%Change**
Revenue	$ 65,133	$ 33,625	$ 31,508	93.70%
Cost of revenue	-	-	-	0.00%
Gross profit	65,133	33,625	31,508	93.70%
Operating Expenses:				
Depreciation expense	52	168	(116)	-69,03%

Amortization expense	108	108	-	-0.35%
General and administrative	292,498	441,643	(149,145)	-33.77%
Total operating expenses	292,658	441,919	(149,261	-33.78%
Loss from operations	(227,525)	(408,294)	180,769	-44.27%
Other Income (Expense)				
Interest expense	(159,282)	(206,078)	46,796	-22.71%
Gain on debt conversion	-	12,686	(12,868)	100.00%
Loss on treasury stock	-	-	-	0.00%
Other income	-	(19)	19	-100.00%
Total Other (Income) Expense	(159,282)	(193,411)	(34,129)	-17.65%
Net Loss (loss)	$ (386,807)	$ (601,705)	(214,899)	-35.71%

Gross profit

Revenue for three months ended June 30, 2023 was $65,133, compared to $33,625 of revenue for the same period in 2022. The Company generated a gross profit of $65,133 for the three months ended June 30, 2023 compared to a gross profit of $33,6257 for the same period in 2022 representing a $31,508 gain in gross profit. The key reason for the increase in gross profit was a result of the incorporation of the Technical 420 and On the Bids media platforms that the Company acquired in September 2022 and which derive revenue primarily through the sale of public and investor relations services the platforms solicit and sell to publicly traded companies operating in the sectors of legal cannabis and mining and precious metals.

Operating expenses

Operating expenses decreased by 44% in the amount of $180,769 for the three months ended June 30, 2023, compared to the same period in 2022. Listed below are the major changes to operating expenses:

Stock based compensation decreased by $103,567 or 66% for the three months ended June 30, 2023, compared to the same period in 2022, primarily due to the reduction in issuances of common stock and Series C preferred shares for services.

Marketing expenses decreased by $36,314 or 77% for the three months ended June 30, 2023, compared to the same period in 2022, primarily due reductions in new paid media service.

Professional fees decreased by $84,553or 45% for the three months ended June 30, 2023, compared to the same period in 2022, primarily due to lower legal and accounting fees.

Other G&A expenses decreased by $2,720 or 6% for the three months ended June 30, 2023, compared to the same period in 2022, primarily due to decreases in corporate expenses.

Other income (expense)

Other income (expense) decreased by $34,129 or 18% for the three months ended June 30, 2023, compared to the same period in 2022, primarily as a result of decreases in accrued interest on debt and no losses on conversions of debt or interest.

Liquidity and Capital Resources

Since inception, the Company has financed its operations through private placements and convertible notes. The following is a summary of the cash and cash equivalents for the six months ended June 30, 2022 and 2021.

As of June 30, 2023, we had $153,963 in cash and $376 of other current assets, and $10,534,484 of current liabilities, resulting in a working capital deficit of $10,380,145 compared to $220,323 in cash and a working capital deficit of approximately $8,804,125 as of June 30, 2022.

Net cash used in operating activities was $388,224 for the six months ended June 30, 2023 compared to net cash used of $501,177 for the six months ended June 30, 2022. The decrease in net cash used in operating activities was largely attributed to the net change in non-cash items that includes stock-based compensation, warrant expense, decreased in amortizations of debt discount and the net change in operating assets and liabilities that includes accounts payable and accrued expenses, including interest expense attributable to debt.

Net cash used in investing activities for the six months ended June 30, 2023 and 2022 was $5 and $0, respectively and consisted of cash investment in 2023 of $5 for 50,000 shares of common stock in Healing Commercial Real Estate, Inc..

Net cash provided by financing activities for the six months ended June 30, 2023 was $375,000 and consisted of proceeds totaling $375,000 received from convertible debt. Net cash provided by financing activities for the six months ended June 30, 2022 was $651,087 and consisted of proceeds totaling $390,000 received from convertible debt, $350,000 for the sale of warrants and common stock for cash, with payments on debt of $10,000 and $78,913 of payments for the repurchase of common stock.

In addition to continuing to incur normal operating expenses, we intend to continue our growth and expansion efforts directly associated with our digital media platform through the exploration of specific opportunities that we believe may contribute to our increase in content development with the intent of increasing viewer and subscribership, in addition to efforts focused on developing and producing premium content (digital and otherwise) that we believe will be unique to the burgeoning industry of medicinal psychedelics. We believe each of these aforementioned objectives may, as there can be no assurances of profitability or acceptance, contribute to revenue generating opportunities for the Company through paid advertisements and sponsorships across our digital media platforms. Furthermore, it is our intent to focus on the expansion of our team by adding additional consultants and contractors who we intend to contribute to the aforementioned growth and expansion efforts associated with our digital media platform. It is our intent to identify and select professionals possessing the necessary skills and experiences required to contribute effectively to our growth initiatives. We currently do not have sufficient capital on hand to fully fund our proposed growth initiatives which may negatively affect our future revenues.

As noted above, based on budgeted revenues and expenditures, unless revenues increase significantly, we believe that our existing and projected sources of liquidity may not be sufficient to satisfy our cash requirements for the next twelve months. Accordingly, we will need to raise additional funds in 2023. The sale of additional equity securities will result in additional dilution to our existing stockholders. Sale of debt securities could involve substantial operational and financial covenants that might inhibit our ability to follow our business plan. Any additional funding that we obtain in a financing is likely to reduce the percentage ownership of the Company held by our existing security-holders. The amount of this dilution may be substantial based on our current stock price, and could increase if the trading price of our common stock declines at the time of any financing from its current levels. We may also attempt to raise funds through corporate collaboration and joint venture partnership agreements, although there are no guarantees such relationship will transpire or be beneficial. There can be no assurance that financing will be available in amounts or on terms acceptable to us, if at all. If we are unable to obtain the needed additional funding, we may have to further reduce our current level of operations, or, may even have to totally discontinue our operations.

We are subject to many risks associated with early-stage businesses, including the above discussed risks associated with the ability to raise capital. Please see the section entitled "Risk Factors" for more information regarding risks associated with our business.

Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors.

Inflation

Inflation and changing prices have had no effect on our net sales and revenues or on our income from continuing operations over our two most recent fiscal years.

Going Concern

The consolidated financial statements have been prepared on a going concern basis which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred net losses of $768,695 and $1,494,398 for the six months ended June 30, 2023 and 2022, respectively, has incurred losses since inception resulting in an accumulated deficit of $100,162,043 as of June 30, 2023, and has negative working capital of $10,380,145 as of June 30, 2023. A significant part of our negative working capital position at June 30, 2023 consisted of $6,763,661 of amounts due to various accredited investors of the Company for convertible promissory notes and loans, excluding CARE loans, net of discounts. The Company anticipates further losses in the development of its business.

The ability to continue as a going concern is dependent upon the Company generating profitable operations in the future and/or obtaining the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. The Company's ability to raise additional capital through the future issuances of debt or equity is unknown. The obtainment of additional financing, the successful development of the Company's contemplated plan of operations, or its attainment of profitable operations are necessary for the Company to continue operations. The ability to successfully resolve these factors raise substantial doubt about the Company's ability to continue as a going concern. The consolidated financial statements of the Company do not include any adjustments that may result from the outcome of these aforementioned uncertainties.