Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

TRUCEPT Inc.

A Nevada Corporation

600 La Terraza, Second Floor
Escondido, CA 92025
(858) 798-1644

Website: www.truceptservices.com
Email: info@trucept.com
SIC Code: 7363

Quarter Report
For the Quarter Ending: March 31, 2022
(the "Reporting Period")

As of March 31, 2022, the number of shares outstanding of our Common Stock was:
52,912,123 shares

As of December 31, 2021, the number of shares outstanding of our Common Stock was:
52,912,123 shares

As of December 31, 2020, the number of shares outstanding of our Common Stock was:
52,762,123

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: ☒ (Double-click and select "Default Value" to check)

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

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

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

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

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

Current Name: TRUCEPT, Inc. since January 3, 2013.
Smart-Tek Solutions Inc. - since September 8, 2005
Royce Biomedical Inc. - March 22, 1995

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

TRUCEPT, Inc.

State of Incorporation: Nevada, March 22, 1995. Active

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception: None

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

On February 19, 2020, TREP purchased one hundred percent (100%) of the issued and outstanding common equity shares of Afinida Inc., a California Corporation ("Afinida") from its sole shareholder Synergy.O Inc.

On February 19, 2020, TREP purchased one hundred percent (100%) of the issued and outstanding common equity shares of Afinida Insurance Services, Inc. (formerly UWS Insurance Services Inc., a California Corporation ("AIS") from its sole shareholder Synergy.

The address of the issuer's principle executive office:

600 La Terraza, Second Floor
Escondido, CA 92025

The address of the issuer's principal place of business: Same

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below: None

2) Security Information

Trading symbol:	TREP	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	89778T 109	
Par or stated value:	$.001	
Total shares authorized:	500,000,000	as of date: 03/31/2022
Total shares outstanding:	52,912,123	as of date: 03/31/2022

Number of shares in the Public Float: 33,061,000 as of date: 03/31/2022
Total number of shareholders of record: 261 as of date: 03/31/2022

Transfer Agent

EQ (Formerly Corporate Stock Transfer Inc.)
3200 Cherry Creek Drive South, Suite 4300
Denver, CO 80209
Office: 303-282-4800

Is the Transfer Agent registered under the Exchange Act?[2] Yes: ☒ No: ☐

3) Issuance History

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

A. Changes to the Number of Outstanding Shares

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

Shares outstanding as of Second Most Recent Fiscal Year End.	Opening Balance:								
12/31/2019	Common: 52,762,123								
	Preferred: 0								
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?**
2/19/2020	New Issuance	100,000	Common	0.0380	no	Afinida Inc. - Andrew Jones	Afinida Acquisition	Restricted	Exempt
2/19/2020	New Issuance	50,000	Common	0.0448	no	UWS Insurance, Inc. - Andrew Jones	UWS Insurance, Inc. Acquisition	Restricted	Exempt
Balance 03/31/20:	**Common**	52,912,123							
	New Issuance	0							
Balance 06/30/20:	**Common**	52,912,123							
	New Issuance	0							
Balance 09/30/20:	**Common**	52,912,123							
	New Issuance	0							
Balance 12/31/20:	**Common**	52,912,123							
	New Issuance	0							
Balance 3/31/21	**Common**	52,912,123							
	New Issuance	0							
Balance 6/30/21	**Common**	52,912,123							
	New Issuance	0							
Balance 9/30/21	**Common**	52,912,123							
	New issuance	0							
Balance 12/31/21	**Common**	52,912,123							
	New Issuance	0							
Balance 3/31/22	**Common**	52,912,123							
Balance 03/31/22:	**Preferred**	0							

Share Outstanding on Date of this Report		
	Ending Balance	
Ending Balance		
Date: 03-31-2022	Common:	52,912,123
	Preferred	0

B. Debt Securities, Including Promissory and Convertible Notes

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

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

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

4) Financial Statements,

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

☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)[3]:

Name:	Eric Sherb
Title:	CPA
Relationship to Issuer:	Consultant

Financial Statements included by reference

5) Issuer's Business, Products and Services

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

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

Trucept Inc. provides marketing, accounting and human resource services to a variety of industries including staffing, professional employment organizations and hospitality. Two recent acquisitions are the following:

Afinida Inc.: On February 19, 2020, TREP purchased one hundred percent (100%) of the issued and outstanding common equity shares of Afinida Inc., a California Corporation ("Afinida") from its sole shareholder Synergy.O Inc. The purchase was made by means of a Stock Purchase Agreement ("SPA"). The consideration for the share purchase was one hundred thousand (100,000) common equity shares of TREP at a fair value of $2,050. Afinida offers a full suite of valuable benefits designed to help them grow their businesses and increase their operating efficiency. Services include:

i) Payroll Services, which includes, Payroll processing, Cloud based software, Direct deposits, new hire reporting, and others.

ii) Payroll Tax Services, which includes, Payroll tax payments, filings and compliance services.

Afinida Insurance Services, Inc. (formerly UWS Insurance Services, Inc.): On February 19, 2020, TREP purchased one hundred percent (100%) of the issued and outstanding common equity shares of Afinida Insurance Services, Inc. (formerly UWS Insurance Services, Inc.), a California Corporation ("AIS") from its sole shareholder Synergy.O Inc. The purchase was made by means of a Stock Purchase Agreement ("SPA"). The consideration for the share purchase was fifty thousand (50,000) common equity shares of TREP at a fair value of $1,025. AIS is an insurance agency currently licensed in 25 states with plans to become licensed in all 50. Through AIS-licensed brokers, it is projected approximately $500,000 in additional revenue from the acquisition will result. Coverages include:

(i) Employee Benefits - Medical/Dental/Vision Plans, Supplemental Insurance, Life Insurance & Cafeteria Plans.

(ii) Commercial Lines - Workers Compensation, Business Owners Policies, Property Insurance, General Liability Insurance & Employment Practices Liability Insurance.

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

(iii) Individual Policies - Medical, Dental, & Vision Plans, Supplemental Insurance, Life Insurance & Home Owners/Condo/Renters Insurance.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

See Section A above. Contact information would be the same as the company's.

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

See Section A above.

6) Issuer's Facilities

On November 1, 2016, the Company executed a three-year lease of an office building located at 600 La Terraza Blvd., Second Floor, Escondido, CA 92025.

On September 19, 2017 the November 1, 2016 lease was amended to extend the lease to November 3, 2023.

On August 14, 2019, the September 19, 2017 was amended to increase the square feet occupied, and to increase the monthly rent to $10,551 with 3% annual increases.

On May 1, 2020, the August 14, 2019 Amended lease was Amended to increase the square footage used as a result of the acquisition of Afinida Inc. and UWS Insurance Inc. The new monthly lease payment is $34,567.

7) Officers, Directors, and Control Persons

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

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Brian Bonar	Director	600 La Terraza Blvd., Escondido, CA 92025	5,897,999	common	11.10%	
Norman Tipton	Director	600 La Terraza Blvd., Escondido, CA 92025	5,000,000	common	9.47%	
Colin Niven Bonar	Director	600 La Terraza Blvd., Escondido, CA 92025	0			
Andrew Jones	Director	600 La Terraza Blvd., Escondido, CA 92025	0			
Julie Neill	Director	600 La Terraza Blvd., Escondido, CA 92025	0			
Sandra DiCicco	over 5% owner	600 La Terraza Blvd., Escondido, CA 92025	5,000,000	common	9.47%	

8) 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.

9) Third Party Providers

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

Securities Counsel: Fletcher Robbe
468 Camden Dr., 2nd Floor
Beverly Hills, CA 90210

Accountant or Auditor: Eric Sherb
Eric Sherb Consulting Services
145 West 67th St., Apt 26J, New York, NY 10023

Investor Relations Consultant: none

Other Service Providers: none

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Norman Tipton certify that:

1. I have reviewed this quarterly disclosure statement of TRUCEPT, Inc. dated March 31, 2022;

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.

May 19, 2022

/s/ Norman Tipton

Principal Financial Officer:

I, Brendan McMenamy certify that:

1. I have reviewed this Quarterly disclosure statement of TRUCEPT, Inc. dated March 31, 2022;

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.

May 19, 2022

/s/ Brendan McMenamy