

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Balance Labs, Inc.

(Last)(First)(Middle)

350 LINCOLN ROAD, 4TH FLOOR

(Street)

MIAMI BEACH, FL 33139

(City)(State)(Zip)

2. Issuer Name and Ticker or Trading Symbol  
Descrypto Holdings, Inc. [WTCG]

3. Date of Earliest Transaction (Month/Day/Year)  
11/18/2021

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  

Director

Officer (give title below)

☒ 10% Owner

Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  

☒ Form filed by One Reporting Person

Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			CodeV	Amount(A or D)Price			
Common Stock	11/18/2021		S		83,709,315D(1)	35,875,421	D
Common Stock	02/18/2022		S		28,700,337D(2)	7,175,084	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				CodeV	(A)(D)	Date ExercisableExpiration Date	TitleAmount or Number of Shares				

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Balance Labs, Inc. 350 LINCOLN ROAD, 4TH FLOOR MIAMI BEACH, FL 33139		X		

# Signatures

/s/ Michael D. Farkas, Chief Executive Officer

\*\*Signature of Reporting Person

02/25/2022

Date

# Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) On November 18, 2021, the Reporting Person entered into a redemption agreement pursuant to which it agreed to sell, and the Issuer agreed to purchase, an aggregate of 83,709,315 shares of the Issuer's common stock owned by the Reporting Person at a purchase price of \$0.000001 per share, for a resulting total consideration of \$83.71.
- (2) On February 18, 2022, the Reporting Person entered into a redemption agreement pursuant to which it agreed to sell, and the Issuer agreed to purchase, an aggregate of 28,700,337 shares of the Issuer's common stock owned by the Reporting Person at a purchase price of \$0.00001 per share, for a resulting total consideration of \$287.00.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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