## SECURITIES AND EXCHANGE COMMISSION

## FORM 8-K

Current report filing

Filing Date: **2022-04-14** | Period of Report: **2022-04-11** SEC Accession No. 0001683168-22-002667

(HTML Version on secdatabase.com)

## **FILER**

## **Odyssey Health, Inc.**

CIK:1626644| IRS No.: 471022125 | State of Incorp.:NV | Fiscal Year End: 0731

Type: 8-K | Act: 34 | File No.: 000-56196 | Film No.: 22827424 SIC: 3841 Surgical & medical instruments & apparatus

Mailing Address 2300 WEST SAHARA AVENUE SUITE 800-#4012 LAS VEGAS NV 89102 Business Address 2300 WEST SAHARA AVENUE SUITE 800-#4012 LAS VEGAS NV 89102 702-780-6559

# U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

#### FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 11, 2022

## **ODYSSEY HEALTH, INC.**

(Exact name of small business issuer as specified in its charter)

| <u>000-56196</u>   | <u>47-1022125</u>  |  |  |  |  |  |
|--|--|--|--|--|--|--|
| (Commission File Number)   | (IRS Employer ID No.)  |  |  |  |  |  |
| e., Irvine, CA executive offices)  | 92614<br>(Zip Code)  |  |  |  |  |  |
| (702) 780-6559<br>(Issuer's Telephone Number)  |  |  |  |  |  |  |
| 8-K filing is intended to simultaneously satis   | sfy the filing obligation of the registrant under  |  |  |  |  |  |
| under the Securities Act (17 CFR 230.42 under the Exchange Act (17 CFR 240.14a-1 ant to Rule 14d-2(b) under the Exchange Act ant to Rule 13e-4(c) under the Exchange Act   | 2)<br>t (17 CFR 240.14d-2(b))  |  |  |  |  |  |
| Securities registered pursuant to Section 12(b) of the Act:  |  |  |  |  |  |  |
| Trading Symbol(s)  | Name of each exchange on which registered  |  |  |  |  |  |
| N/A  | N/A  |  |  |  |  |  |
| ies registered pursuant to Section 12(g) of  | the Act:   |  |  |  |  |  |
| Trading Symbol   | Name of Each Exchange on Which<br>Registered   |  |  |  |  |  |
| ODYY   | OTC  |  |  |  |  |  |
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|  | (Commission File Number)  2. Irvine, CA executive offices)  (702) 780-6559 (Issuer's Telephone Number)  8-K filing is intended to simultaneously satisfied the Exchange Act (17 CFR 230.42 under the Exchange Act (17 CFR 240.14a-1ant to Rule 14d-2(b) under the Exchange Act ant to Rule 13e-4(c) under the Exchange Act ties registered pursuant to Section 12(b) of the Trading Symbol N/A  ies registered pursuant to Section 12(g) of Trading Symbol  ODYY  is an emerging growth company as defined as Securities Exchange Act of 1934 (§240.12b) wheek mark if the registrant has elected not to the Securities Exchange Act of 1934 (§240.12b) wheek mark if the registrant has elected not to the Securities Exchange Act of 1934 (§240.12b) |  |  |  |  |  |

On April 11, 2022, Odyssey Health, Inc, f/k/a Group International, Inc. entered into an Amendment to the Convertible Promissory Note (the "Amendment") to the Securities Purchase Agreement dated August 29, 2021, with Tysadco Partners, LLC ("Tysadco") with an effective date of March 31, 2022. Pursuant to the Amendment, the parties have agreed to extend the maturity date of the note to March 1, 2023. As consideration, twenty-five thousand (\$25,000) shall be added to the principal amount outstanding.

The Amendment is attached as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The information set forth above under Item 1.01 is hereby incorporated by reference into this Item 2.03.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Number Exhibit

10.1 <u>Amendment to Convertible Promissory Note</u>

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Odyssey Group International, Inc.

By: /s/ Joseph Michael Redmond

Joseph Michael Redmond Chief Executive Officer

Date: April 14, 2022

### AMENDMENT TO CONVERTIBLE PROMISSORY NOTE

This AMENDMENT (this "Amendment") is entered into by and between Company and Holder (each as defined below), effective as of March 31, 2022 (the "Effective Date"), binding on the undersigned parties as of that date.

#### RECITALS

Odyssey Group International, Inc. ("Company") and Tysadco Partners, LLC ("Holder") entered into that certain Convertible Promissory Note (the "Note") dated August 29, 2021 in the amount of \$250,000.00 (the "Loan Amount"). Capitalized terms not otherwise defined have the meaning set forth in the Note.

WHEREAS, the parties have agreed to extend the maturity date of the Note subject to the conditions contained herein.

#### **AGREEMENT**

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, the parties hereto agree as follows:

- 1. <u>Extension of Maturity Date.</u> The Maturity Date of the Note is amended and extended to March 1, 2023.
- **2.** <u>Compensation for Extension.</u> In exchange for the extension of the Maturity Date, \$25,000.00 shall be added to the principal amount outstanding on the Note between the Company and Holder as of the Effective Date hereof, making the principal owed \$275,000.00
- 3. <u>Conversion Moratorium.</u> Unless an Event of Default (as defined in the Note or under this Amendment) exists between the Effective Date hereof and the Maturity Date, Holder shall not convert any of the amounts due under the Note. However, upon occurrence of any Event of Default under the Note, this section shall be null, void, and of no effect.
- **4.** Effectiveness: Conflict. Except as modified hereby, the Note and terms thereof shall remain in full force and effect. On and after the effectiveness of this Amendment, each reference in the Notes to "this Agreement," "hereunder," "hereof," "herein" or words of like import shall mean and be a reference to the Note, as amended by this Amendment. To the extent the terms of this Amendment conflict with any provision of the Note or any of the documents referenced therein, then the provisions of this Amendment shall control.
  - 5. All Other Terms. All other terms and conditions of the Note remain unchanged and in full force and effect.
- **6. Counterparts.** This Amendment may be executed by facsimile transmission and in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same agreement.

[SIGNATURE PAGE FOLLOWS]

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IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the Effective Date.

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ODYSSEY GROUP INTERNATIONAL, INC.

BY: /s/ J. Michael Redmond
Chief Executive Officer

#### **HOLDER**

Tysadco Partners, LLC

By: /s/ Stephen Hart

Managing Member

[SIGNATURE PAGE TO AMENDMENT NO 1. TO THE CONVERTIBLE PROMISSORY NOTE]

Cover Apr. 11, 2022

**Cover** [Abstract]

**Trading Symbol** 

Document Type 8-K
Amendment Flag false

Document Period End Date Apr. 11, 2022 Entity File Number 000-56196

Entity Registrant Name ODYSSEY HEALTH, INC.

Entity Central Index Key 0001626644 Entity Tax Identification Number 47-1022125

Entity Incorporation, State or Country Code NV

Entity Address, Address Line One 2372 Morse Ave.

Entity Address, City or Town Irvine Entity Address, State or Province CA Entity Address, Postal Zip Code 92614 City Area Code 702 Local Phone Number 780-6559 Written Communications false Soliciting Material false Pre-commencement Tender Offer false Pre-commencement Issuer Tender Offer false

Title of 12(g) Security Common Stock (\$0.001 par value)

**ODYY** 

Entity Emerging Growth Company false

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