

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Bionoid, Inc.

5480 Glen Erin Drive
Unit 105
Mississauga, Ontario
L5M 5R3 CANADA

(905) 505-0770

www.bionoidinc.com

wayne@bionoidinc.com

SIC Code: 5099

Quarterly Report

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

As of March 31, 2022, the number of shares outstanding of our Common Stock was: 55,494,610

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 53,994,610

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 53,994,610

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

Yes: No:

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

Yes: No:

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

Yes: No:

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

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.

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Impact Medical Solutions, Inc. June 27, 2006 – May 22, 2009
iTech Medical, Inc. May 22, 2009 – January 8, 2020
Kavtek Software, Corp. January 8, 2020 – July 22, 2020
Bionoid Pharma, Inc. July 22, 2020 – February 22, 2022
Bionoid, Inc. February 22, 2022 - present

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

Delaware

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

None

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

None

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

5480 Glen Erin Drive
Unit 105
Mississauga, Ontario
L5M 5R3 CANADA

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

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

5970 SW 32nd Terrace
Ft. Lauderdale, Florida 33312

Has the issuer or any of its predecessors 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: BINP
Exact title and class of securities outstanding: Class A Common Shares
CUSIP: 09076D101
Par or stated value: 0.0001

Total shares authorized: 260,000,000 as of date: March 31, 2022
Total shares outstanding: 55,494,610 as of date: March 31, 2022
Number of shares in the Public Float²: 5,600 as of date: March 31, 2022
Total number of shareholders of record: 119 as of date: March 31, 2022

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

Trading symbol: _____
Exact title and class of securities outstanding: _____
CUSIP: _____
Par or stated value: _____
Total shares authorized: _____ as of date: _____
Total shares outstanding: _____ as of date: _____

Transfer Agent

Name: Securities Transfer Corp.
Phone: 469-633-0101, ext. 106
Email: johnson@stctransfer.com
Address: 2591 Dallas Parkway, Suite 102, Frisco, Texas 75034

Is the Transfer Agent registered under the Exchange Act?³ Yes: No:

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

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

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u>			*Right-click the rows below and select “Insert” to add rows as needed.						
Date <u>Dec. 31, 2020</u>	Common: 36,358 Preferred: <u>0</u>								
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per	Were the shares issued at a discount to market	Individual/ Entity Shares were issued to (entities must have individual	Reason for share issuance (e.g. for cash or debt conversion) -OR-	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

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

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

	returned to treasury)			share) at Issuance	price at the time of issuance? (Yes/No)	with voting / investment control disclosed).	Nature of Services Provided		
<u>Jan. 8, 2020</u>	<u>Consolidation (see Note 1 below)</u>	<u>nil</u>	<u>Common</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>
<u>Feb. 4, 2021</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Preferred</u>	<u>\$0.001</u>	<u>No</u>	<u>Wayne Cockburn</u>	<u>Services provided (CEO)</u>	<u>Restricted</u>	<u>Insider</u>
<u>Feb. 10, 2021</u>	<u>New Issuance</u>	<u>1,970,206</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Wayne Cockburn</u>	<u>Services provided (CEO)</u>	<u>Restricted</u>	<u>Insider</u>
<u>Feb. 10, 2021</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Dennis Reich</u>	<u>Services provided (CMO)</u>	<u>Restricted</u>	<u>Insider</u>
<u>Mar. 2, 2021</u>	<u>New Issuance</u>	<u>1,970,206</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Wayne Cockburn</u>	<u>Services provided (CEO)</u>	<u>Restricted</u>	<u>Insider</u>
<u>Mar. 4, 2021</u>	<u>New Issuance</u>	<u>37,544,273</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Pharmhouse LLC ¹</u>	<u>Distribution Agreement</u>	<u>Restricted</u>	<u>Control</u>
<u>Mar. 4, 2021</u>	<u>New Issuance</u>	<u>1,321,679</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Paul Vassilakos</u>	<u>Distribution Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>Mar. 4, 2021</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Fresh Factory Services ²</u>	<u>Distribution Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>Mar. 4, 2021</u>	<u>New Issuance</u>	<u>700,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Ooiment Consulting ³</u>	<u>Distribution Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>Mar. 4, 2021</u>	<u>New Issuance</u>	<u>620,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Kelly Morel</u>	<u>Distribution Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>Mar. 4, 2021</u>	<u>New Issuance</u>	<u>1,117,174</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Michael Baron</u>	<u>Distribution Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>Apr. 21, 2021</u>	<u>New Issuance</u>	<u>302,370</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Ian Nuttall</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>Control</u>
<u>May 11, 2021</u>	<u>New Issuance</u>	<u>1,100,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>SBC Investments ⁴</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>May 14, 2021</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Walter Reich</u>	<u>Services provided</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>May 14, 2021</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Dennis Reich</u>	<u>Services provided (CMO)</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>June 2, 2021</u>	<u>New Issuance</u>	<u>2,155,172</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>SBC Investments ⁴</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>June 16, 2021</u>	<u>New Issuance</u>	<u>2,155,172</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Gora Consulting ⁵</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>Sept. 2, 2021</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>Charles Zablotsky</u>	<u>Services Agreement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>Jan. 10, 2022</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>\$0.0046</u>	<u>No</u>	<u>1293716 BC Ltd. ⁶</u>	<u>Consulting Agreement (CEO)</u>	<u>Restricted</u>	<u>Rule 144</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance</u>									
<u>Ending Balance:</u>									
Date <u>Mar. 31, 2022</u> Common: <u>55,494,610</u>									
Preferred: <u>10,000,000</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through September 30, 2021 pursuant to the tabular format above.

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

- 1 The controlling shareholder is Jenna Sherman
- 2 The controlling shareholder is Christopher Lindmeier
- 3 The controlling shareholder is Justin Ouimet
- 4 The controlling shareholder is Kathryn Fell
- 5 The controlling shareholder is Peter Strang
- 6 The controlling shareholder is Jeffrey Meyers

B. Debt Securities, Including Promissory and Convertible Notes

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

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

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder (entities must have individual with voting / investment control disclosed).</u>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
<u>02/13/13</u>	<u>42,500</u>	<u>45,000</u>	<u>0</u>	<u>08/3/14</u>	<u>none</u>	<u>David Muehsam</u>	<u>Payment for patent</u>
<u>10/31/15</u>	<u>35,000</u>	<u>50,000</u>	<u>0</u>	<u>10/31/16</u>	<u>none</u>	<u>Willy Moses</u>	<u>loan</u>
<u>10/31/16</u>	<u>6,152</u>	<u>18,000</u>	<u>0</u>	<u>10/31/17</u>	<u>none</u>	<u>Wayne Cockburn</u>	<u>loan</u>
<u>08/5/20</u>	<u>50,000</u>	<u>50,000</u>	<u>0</u>	<u>08/05/21</u>	<u>none</u>	<u>Harvest Farm Group ¹</u>	<u>loan</u>

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

- 1 The controlling person is Mark Anderson

4) Financial Statements

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

- U.S. GAAP
- IFRS

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

Name: Wayne Cockburn
Title: Chairman
Relationship to Issuer: Director

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

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

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

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

[Interim Financial Report – Interim Financial Statements for period ending Mar 31, 2022, filed May 19, 2022](#)

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

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")

[The Company is engaged in the production and sale of pain management and healthcare products.](#)

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

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

Subsidiary: BIOflex Medical Magnetics, Inc.

C. Describe the issuers' principal products or services.

Pain management and healthcare products.

6) Issuer's Facilities

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

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

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

None

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

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

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

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Wayne Cockburn</u>	<u>Officer, Director</u>	<u>Toronto, Ontario</u>	<u>3,945,622</u>	<u>Common</u>	<u>7.1%</u>	n/a
<u>Pharmhouse LLC</u> 1	<u>>5%</u>	<u>Denver, CO</u>	<u>37,544,273</u>	<u>Common</u>	<u>67.7%</u>	n/a
<u>Dennis Reich</u>	<u>Officer, Director</u>	<u>Sudbury, Ontario</u>	<u>500,000</u>	<u>Common</u>	<u>0.9%</u>	n/a
<u>1293716 BC Ltd.</u> 2	<u>Officer, Director</u>	<u>Kelowna, BC</u>	<u>1,500,000</u>	<u>Common</u>	<u>2.7%</u>	n/a

1 The controlling shareholder is Jenna Sherman.

2 The controlling shareholder is Jeffrey Meyers

8) Legal/Disciplinary History

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

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

No

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;

No

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

No

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.

No

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.

None

9) Third Party Providers

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

Securities Counsel

Name: Andy Farber
Firm: Farber Law Group
Address 1: 20283 State Road 7
Address 2: Boca Raton, Florida 33498
Phone: 954-304-3983
Email: aefarber@gmail.com

Accountant or Auditor

Name: Barry Wasserstom
Firm: Infeld Barr Reiskind CPAs

Address 1: 5011 South State Road 7 – Suite 107
Address 2: Davie, Florida 33314
Phone: 954-616-1389
Email: barry@infelbarrcpa.com

Investor Relations

Name: None

Other Service Providers

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

Name: George Johnson
Firm: Securities Transfer Corp.
Nature of Services: Transfer Agent
Address 1: 2591 Dallas Parkway – Suite 102
Address 2: Frisco, Texas 75034
Phone: 469-633-0101
Email: johnson@stctransfer.com

10) Issuer Certification

Principal Executive Officer:

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

The certifications shall follow the format below:

I, Wayne Douglas Cockburn certify that:

1. I have reviewed this quarterly disclosure statement of Bionoid, Inc.;
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.

March 31, 2022

"/s/ Wayne Cockburn

Wayne Cockburn, Chairman

Principal Financial Officer:

I, Wayne Douglas Cockburn certify that:

1. I have reviewed this quarterly disclosure statement of Bionoid, Inc. (formerly Bionoid Pharma, Inc.);
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.

March 31, 2022

"/s/Wayne Cockburn

Wayne Cockburn, Chief Financial Officer