

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

INSTITUTE OF BIOMEDICAL RESEARCH CORP.

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Quarterly Report

For the period ending 30 September 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

2,371,424,113 as of September 30, 2023

2,092,901,988 as of June 30, 2023

1,454,642,371 as of March 31, 2023

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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:

Change in Control

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

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

Yes: No:

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

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.

INSTITUTE OF BIOMEDICAL RESEARCH CORP.

The Company was formerly Neuro-Biotech Corp until March 2014, formerly M45 Mining Resources Inc. until June 2010, and formerly Quantitative Methods Corp. until April 2007.

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):

NEVADA. ACTIVE and in GOOD STANDING.

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:

1 Masons Press Building, 7 Ravenscraig Road, Woodstock 7925 South Africa

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

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

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

No: Yes: If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: MANHATTAN TRANSFER REGISTRAR CO
Phone: (631) 928 7655
Email: dcarlo@mtrco.com
Address: 38B Sheep Pasture Road, Port Jefferson, New York 11777

_____ 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.

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>MRES</u>
Exact title and class of securities outstanding:	<u>COMMON STOCK CLASS A</u>
CUSIP:	<u>45781A107</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>5,000,000,000</u> as of date: <u>9/30/2023</u>
Total shares outstanding:	<u>2,371,424,113</u> as of date: <u>9/30/2023</u>
Number of shareholders	<u>555</u> as of date: <u>9/30/2023</u>

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

NONE

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of securities outstanding:	<u>PREFERRED STOCK CLASS A</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>50,000,000</u> as of date: <u>9/30/2023</u>
Total shares outstanding:	<u>8,540,000</u> as of date: <u>9/30/2023</u>
Total number of shareholders of record (if applicable):	<u>2</u> as of date: <u>9/30/2023</u>

Exact title and class of securities outstanding:	<u>PREFERRED STOCK CLASS B</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>100,000,000</u> as of date: <u>9/30/2023</u>
Total shares outstanding:	<u>35,800,000</u> as of date: <u>9/30/2023</u>
Total number of shareholders of record (if applicable):	<u>6</u> as of date: <u>9/30/2023</u>

Exact title and class of the security:	Series A Warrants
CUSIP (if applicable):	_____
Par or stated value:	\$0.001
Total warrants authorized:	2,000,000,000 as of date: <u>9/30/2023</u>
Total warrants outstanding (if applicable):	1,347,635,075 as of date: <u>9/30/2023</u>
Total number of shareholders of record (if applicable):	<u>31</u> as of date: <u>9/30/2023</u>

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

The holders of common stock class A stock are entitled to dividends as declared by the Board of Directors. Each share entitles the holder to one vote. There are no preemption rights.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

The Preferred Stock Class A shares are Control Block shares with no dividend or liquidation rights. The shares are NOT convertible into Common Shares, but each Preferred A share has voting rights equal to ten thousand (10,000) shares of Common Stock. The stock may be returned to Treasury for no consideration.

Each Preferred B share is convertible into Fifty (50) Shares of Common Stock at par at the option of the holder. The holders have equal ratable rights to dividends from funds legally available therefore, when, as and if declared by the Board of Directors and are entitled to share ratably in all of the assets of the Company available for distribution to holders of Preferred stock upon the liquidation, dissolution or winding up of the Corporation. Holders of shares of Preferred stock do not have preemptive or subscription rights.

Holders of shares of Preferred Stock Class B are entitled to 100 votes per share on all matters which shareholders are entitled to vote upon at all meetings of shareholders. The holders of shares of Preferred stock do not have cumulative voting rights, which means that the holders of more than 50% of our outstanding voting securities can elect all the directors of the Company.

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

The Series A Warrants entitle the holder to subscribe for one Common share at \$0.005 USD (0.5 cent per share) and shall expire 18 months after issuance. The Company shall have the option to call the warrants by cash exercise provided the Volume Weighted Average Price per share is above \$0.02 USD for a period of ninety days before the Company calls the Warrants. The exercise price shall be payable in cash to the Company at the time of exercise.

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.

The number of Authorized Common shares was reduced from 10,000,000,000 to 5,000,000,000.

The conversion ratio of the Preferred B shares was amended to 50:1.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: Yes: (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
<p style="text-align: center;"><u>Opening Balance</u></p> <p>Date 3/31/2021 Common: <u>915,789,038</u> Preferred A: <u>Nil</u> Preferred B: <u>Nil</u> Series A Warrants: <u>Nil</u></p>									
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. *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>06/08/2022</u>	<u>New Issuance</u>	<u>1,000,000,000</u>	<u>Common</u>	<u>N/A</u>	<u>Yes</u>	<u>Kimberly Sue Halvorson</u>	<u>Control Block</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>06/21/2022</u>	<u>New Issuance</u>	<u>8,540,000</u>	<u>Preferred A</u>	<u>\$0.001</u>	<u>No</u>	<u>Kimberly Sue Halvorson</u>	<u>Control Block</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>06/21/2022</u>	<u>New Issuance</u>	<u>1,851,323</u>	<u>Preferred B</u>	<u>\$0.0843</u>	<u>No</u>	<u>Kimberly Sue Halvorson</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>06/29/2022</u>	<u>New Issuance</u>	<u>45,000,000</u>	<u>Common</u>	<u>N/A</u>	<u>Yes</u>	<u>Ankyro Solutions, Hao Han</u>	<u>Debt Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>09/24/2022</u>	<u>Cancellation</u>	<u>1,000,000,000</u>	<u>Common</u>	<u>N/A</u>	<u>Yes</u>	<u>Kimberly Sue Halvorson</u>	<u>Cancellation</u>	<u>N/A</u>	
<u>08/05/2022</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Preferred B</u>	<u>\$0.20</u>	<u>No</u>	<u>Reza Therani Cohen</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>09/30/2022</u>	<u>New issuance</u>	<u>11,050,000</u>	<u>Preferred B</u>	<u>\$0.0157</u>	<u>Yes</u>	<u>Anna Morera Leralta</u>	<u>Management</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/30/2022</u>	<u>New issuance</u>	<u>11,050,000</u>	<u>Preferred B</u>	<u>\$0.0157</u>	<u>Yes</u>	<u>Jeff Robinson</u>	<u>Management</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/30/2022</u>	<u>New issuance</u>	<u>4,536,177</u>	<u>Preferred B</u>	<u>\$0.0157</u>	<u>Yes</u>	<u>Medigrow Africa Ltd / Mitch Barrett</u>	<u>Service provider</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/30/2022</u>	<u>New issuance</u>	<u>5,812,500</u>	<u>Preferred B</u>	<u>\$0.001</u>	<u>Yes</u>	<u>Miloreo Venture Group, Inc / Jamie Nelson</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/01/2022</u>	<u>Conversion</u>	<u>48,000,000</u>	<u>Common</u>	<u>\$0.001</u>	<u>Yes</u>	<u>TOH Holdings Inc / Sean Hutchinson</u>	<u>Partial conversion of convertible note</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Jason Coles</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>James O'Callaghan</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>

<u>3/31/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Philip Munschauer</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>45,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Gregg Petrakis</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>John Hooper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>25,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Robert Hooper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>70,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Wolters Trust/John Wolters</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>65,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Michael Ware</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>90,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>10,853,333</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Robert Keefe</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>15,000,000</u>	<u>Common</u>	<u>\$0.0003</u>	<u>Yes</u>	<u>Jeff Cobb</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Jason Coles</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>James O'Callaghan</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Philip Munschauer</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>45,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Gregg Petrakis</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>5,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>John Hooper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>25,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Robert Hooper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>70,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Wolters Trust/John Wolters</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>65,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Michael Ware</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>90,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>10,853,333</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Robert Keefe</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>3/31/2023</u>	<u>New issuance</u>	<u>15,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Jeff Cobb</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Ron Sorderline</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>

<u>6/2/2023</u>	<u>New issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Sterlin Collins</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>40,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>John Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>25,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Clark Winkler</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>30,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>John H. Wolters and Tamaara K. Wolters Trust / John Wolters</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>5,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Ron Sorderline</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>20,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Sterlin Collins</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>40,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>20,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>John Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>25,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Clark Winkler</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/2/2023</u>	<u>New issuance</u>	<u>30,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>John H. Wolters and Tamaara K. Wolters Trust / John Wolters</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>49,291,210</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Lee & Lee, Inc / Shannon Stefanik</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>21,968,408</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Chris Broussard</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Olivia Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>John Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Sofia Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>16,666,666</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Paige E Winkler</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>16,666,666</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Regan E Winkler</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Luke Kenny</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>17,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Michael Bean</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>

<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>William Allen Fadaol</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Eugenia Garcia</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>8,333,333</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Justin James Gilbert</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Gregg Petrakis</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>100,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Robert Hooper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>8,333,334</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Dennis Bater</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Michael Ware</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Robert Keefe</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Jeffrey Krueger</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>49,291,210</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Lee & Lee, Inc / Shannon Stefanik</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>21,968,408</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Chris Broussard</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Olivia Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>John Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Sofia Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>16,666,666</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Paige E Winkler</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>16,666,666</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Regan E Winkler</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Luke Kenny</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>17,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Michael Bean</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>William Allen Fadaol</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>20,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Eugenia Garcia</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>8,333,333</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Justin James Gilbert</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>

<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Gregg Petrakis</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>100,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Robert Hooper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>8,333,334</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Dennis Bater</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Michael Ware</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Robert Keefe</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>6/30/2023</u>	<u>New issuance</u>	<u>50,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Jeffrey Krueger</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>7/13/2023</u>	<u>Conversion</u>	<u>15,000,000</u>	<u>Common</u>	<u>0.001</u>	<u>Yes</u>	<u>TOH Holdings Inc / Sean Hutchinson</u>	<u>Partial conversion of convertible note</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Ryan List</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>80,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Sterling Collins</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>John Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Eugenia Garcia</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Larry Topper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>37,767,358</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Jim O'Callagahn</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>754,767</u>	<u>Common</u>	<u>0.0003</u>	<u>Yes</u>	<u>Christopher Charles Broussard</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Ryan List</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>80,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Sterling Collins</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Clyde Bianchi</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>John Demonico</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Ron Hargrove</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>

<u>8/7/2023</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Eugenia Garcia</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Larry Topper</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>37,767,358</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Jim O'Callagahn</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>754,767</u>	<u>Series A Warrant</u>	<u>Nil</u>	<u>Yes</u>	<u>Christopher Charles Broussard</u>	<u>Private Placement</u>	<u>Restricted</u>	<u>506(b)</u>
Shares Outstanding on Date of This Report: Ending Balance: Date <u>9/30/2023</u> Common: <u>2,371,424,113</u> Class A Preferred: <u>8,540,000</u> Class B Preferred: <u>35,800,000</u> Series A Warrants: <u>1,347,635,075</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities :

No: Yes: (If yes, you must complete the table below)

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. <small>*You must disclose the control person(s) for any entities listed.</small>	Reason for Issuance (e.g. Loan, Services, etc.)
<u>09/01/2015</u>	<u>500,050</u>	<u>266,900</u>	<u>233,150</u>	<u>09/01/2017</u>	<u>At par .001</u>	<u>TOH Holdings, Inc Control Person: Sean Hutchinson</u>	<u>Accounts Payable Dues for Services performed. Converted to Debt</u>
<u>4/01/2023</u>	<u>168,100</u>	<u>160,000</u>	<u>8,100</u>	<u>6/30/2023</u>	<u>At par .001</u>	<u>Seed Trust. Control person: Murray Lynton-Edwards</u>	<u>Working capital loan converted to debt</u>

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.

(Please ensure that these descriptions are updated on the Company's Profile on www.otcmarkets.com).

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

Institute of Biomedical Research Corp., trading as M2Bio Sciences, is a bioceutical company focused on alternative plant-based cannabinoids and mental health therapeutic research. M2Bio's mission is to advance botanical-based medicine to the forefront by deploying best-practice science and medicine, clinical research, and emerging technologies.

M2Bio conducts research at the M2Bio Discovery Centre for AI-Driven Phytomedicine Research at the University of Pretoria in South Africa. The research is aimed at providing scientific backing for the Company's expanding product range – including plant-based medicines.

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

M2Bio Sciences Food and Beverage (Pty) Ltd
Neurai Life Sciences (Pty) Ltd
Tsime Pharmaceuticals and Medical Supplies (Pty) Ltd
MJMedTech, Inc.

- C. Describe the issuers' principal products or services.

The company, through its subsidiaries, owns and operates three cannabis consumer goods brands Medspresso™, Dr. AnnaRx™, and Liviana™. The brands span across a wide range of premium CBD- and mushroom-infused consumer goods including bioceuticals, health and wellness, and precision foods and beverages. With operations currently based in Cape Town, South Africa the company and its brands are positioned in the high-value market segment. In order to position itself within the high-value market segment, M2Bio has had to consistently focus on producing and sourcing the highest-quality ingredients available in the market, from pharmaceutical-grade CBD extract to premium coffees and extra virgin olive oils.

In March 2023 the Company signed a distribution agreement with Innovative Holdings Alliance Inc. to distribute the Company's products in the United States of America. The Company's products are well suited to the premium markets in the USA.

5) 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.

Operational Rental: Unit 01, Mason's Press, 7 Ravenscraig Road, Woodstock, 7925, Cape Town, South Africa, measuring 775 square foot.

Operational Rental: Floor 1, 31 Harbour Road, Hout Bay, 7806, Cape Town, South Africa, measuring 3,624 square foot.

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, 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.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Names of All Officers, Directors and Control Persons	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	Names of control person(s) if a corporate entity
<u>Drasko Pekovic</u>	<u>Shareholder</u>	<u>Montreal, Canada</u>	<u>450,000,000</u>	<u>Common Class A</u>	<u>19.0%</u>	_____
<u>Jeff Robinson</u>	<u>President, Director and CEO</u>	<u>Cape Town, South Africa</u>	<u>4,270,000</u>	<u>Preferred A</u>	<u>50.0%</u>	
<u>Anna Morera Leralta</u>	<u>Director and Chief Medical Officer</u>	<u>Barcelona, Spain</u>	<u>4,270,000</u>	<u>Preferred A</u>	<u>50.0%</u>	_____
<u>Kim Halvorson</u>	<u>Shareholder</u>	<u>Marysville WA</u>	<u>1,851,323</u>	<u>Preferred B</u>	<u>5.2%</u>	
<u>Anna Morera Leralta</u>	<u>Director and Chief Medical Officer</u>	<u>Barcelona, Spain</u>	<u>11,050,000</u>	<u>Preferred B</u>	<u>30.9%</u>	_____
<u>Jeff Robinson</u>	<u>President and CEO</u>	<u>Cape Town, South Africa</u>	<u>11,050,000</u>	<u>Preferred B</u>	<u>30.9%</u>	
<u>Medigrow Africa Limited</u>	<u>Shareholder</u>	<u>British Virgin Islands</u>	<u>4,536,177</u>	<u>Preferred B</u>	<u>12.7%</u>	Mitch Barrett
<u>Miloreo Venture Group, Inc</u>	<u>Shareholder</u>	<u>Cayman Islands</u>	<u>5,812,500</u>	<u>Preferred B</u>	<u>16.2%</u>	Jamie Nelson
<u>Willem Jonker</u>	<u>CFO and Director</u>	<u>Cape Town, South Africa</u>	<u>Nil</u>			
<u>Clyde Bianchi</u>	<u>Shareholder</u>	<u>Bergen, NY</u>	<u>240,000,000</u>	<u>Common</u>	<u>10.1%</u>	
<u>Ron Hargrove</u>	<u>Shareholder</u>	<u>Bellmore, NY</u>	<u>150,000,000</u>	<u>Common</u>	<u>6.3%</u>	
<u>John Demonico</u>	<u>Shareholder</u>	<u>Greenville, SC</u>	<u>120,000,000</u>	<u>Common</u>	<u>5.1%</u>	

7) Legal/Disciplinary History

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

* Note: The answers below relate to officers of the Company, as the management of the Company cannot respond in respect of shareholders that are unrelated to them.

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.

Ms. Kim Halvorson (shareholder) is prohibited as a service provider by OTCMarkets.

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

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: McMurdo Law Group, LLC

Address 1: 1185 Avenue of the Americas, 3rd Floor
Address 2: New York, NY 10036
Phone: 917.318.2865
Email: matt@nannaronelaw.com

Accountant or Auditor

Name: NONE
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: NONE
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

Twitter: <https://twitter.com/m2bio>
Discord: _____
LinkedIn: <https://www.linkedin.com/company/m2bio/>
Facebook: <https://www.facebook.com/M2BIO/>
[Other] _____

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), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: NONE
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Financial Statements

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

- IFRS
- U.S. GAAP

B. The following financial statements were prepared by (name of individual)²:

Name: Willem Jonker

Title: Chief Financial Officer

Relationship to Issuer: Chief Financial Officer

Describe the qualifications of the person or persons who prepared the financial statements: Chartered Accountant (South Africa)

Provide the following financial statements 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.

- 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

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, Jeff Robinson certify that:

1. I have reviewed this Disclosure Statement for Institute of Biomedical Research Corp;
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.

November 14, 2023

/s/ Jeff Robinson [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Willem Jonker certify that:

² The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

1. I have reviewed this Disclosure Statement for Institute of Biomedical Research Corp;
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.

November 14, 2023

/s/ Willem Jonker [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

INSTITUTE OF BIOMEDICAL RESEARCH CORP.

CONSOLIDATED BALANCE SHEETS

(Unaudited)

	September 30, 2023	June 30, 2023
<u>ASSETS</u>		
Current assets:		
Cash	\$ 45,123	\$ 52,174
Accounts Receivable	61,093	46,994
Inventories	41,080	10,039
Prepaid expenses	148,538	137,600
Total Current Assets	295,834	246,807
Fixed Assets	11,719	12,457
Prepaid expenses	108,139	155,851
Listed Equities	60,000	101,250
Licence	17,580	18,393
Total Assets	\$ 493,272	\$ 534,758
<u>LIABILITIES AND STOCKHOLDERS'</u>		
<u>DEFICIT</u>		
Current liabilities:		
Current Liabilities	271,642	178,141
Long Term Liabilities	668,150	652,048
Total Liabilities	\$ 939,792	\$ 830,189
Shareholder Equity		
Common Stock, \$0.001 par value; 5,000,000,000 shares authorized, 2,371,424,113 shares issued and outstanding	2,371,424	2,092,902
Preferred A Stock, \$0.001 par value; 50,000,000 shares authorized, 8,540,000 shares issued and outstanding	854	854
Preferred B Stock, \$0.001 par value; 100,000,000 shares authorized, 35,800,000 shares issued and outstanding	35,800	35 800
Additional paid in capital	56,739,283	56,934,249
Accumulated deficit	-59,593,881	-59,359,236
Total Stockholders' deficit	\$ -446,519	\$ -295,431
Total Liabilities and Stockholders' deficit	\$ 493,273	\$ 534,758

See the accompanying notes to these unaudited financial statements.

INSTITUTE OF BIOMEDICAL RESEARCH CORP.
STATEMENTS OF OPERATIONS
(Unaudited)

	For the Quarter Ended	
	September 30,	June 30,
	<u>2023</u>	<u>2023</u>
Sales	\$ 3,799	\$ 11,549
Cost of Sales	2,944	\$ 8,673
Gross Profit	\$ 855	\$ 2,876
Interest income	\$ 1,163	\$ 69
Other income	\$ 9,000	\$ 9,000
Fair Value Adjustment	\$ -41,250	\$ -90,750
Profit/Loss on currency translation	\$ 374	\$ -127,047
	\$ -29,858	\$ (205,852)
Operating expenses:		
Interest Expense	\$ 16,102	\$ 15,871
Research Costs	\$ 2,485	
Sales and advertising	\$ 2,333	\$ 6,896
General and administrative expenses	\$ 180,051	\$ 137,079
Total operating expenses	\$ 200,971	\$ 159,846
Loss from operations	\$ -229,974	\$ -365,699
Provision for income tax	—	—
Net loss	\$ -229,974	\$ -365,699

See the accompanying notes to these unaudited financial statements.

INSTITUTE OF BIOMEDICAL RESEARCH CORP.
STATEMENTS OF STOCKHOLDERS' DEFICIT
FOR THE QUARTER ENDED SEPTEMBER 30, 2023 and JUNE 30+A91, 2022
(Unaudited)

	Common Stock		Preferred A Stock		Preferred B Stock		Additional Paid in Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance on March 31, 2023	1,454,642,371	1,454,642	8,540,000	854	35,800,000	35,800	57,381,220	-58,993,538	-121,292
Net change	638,259,617	638,260	-	-	-	-	-446,971	-365,699	-174,410
Balance on June 30, 2023	2,092,901,988	2,092,902	8,540,000	854	35,800,000	35,800	56,934,249	-59,359,237	-295,431
	Common Stock		Preferred A Stock		Preferred B Stock		Additional Paid in Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance on June 30, 2023	2,092,901,988	2,092,902	8,540,000	854	35,800,000	35,800	56,934,249	-59,359,237	-295,431
Net change	278,522,125	278,522	-	-	-	-	-194,966	-3,815	79,740
Balance on September 30, 2023	2,371,424,113	2,371,424	8,540,000	854	35,800,000	35,800	56,739,283	-59,363,052	-215,691

See the accompanying notes to these unaudited financial statements.

INSTITUTE OF BIOMEDICAL RESEARCH CORP.
STATEMENTS OF CASHFLOWS
(Unaudited)

	For the Quarter Ended			
		September 30,		June 30,
		2023		2023
Cash flows from operating activities:				
Net Profit / (Loss)	\$	-229,974	\$	-365,699
Non-cash items (net)		-4671		-80
Changes in Assets and Liabilities:		144,038	\$	221,198
Net Cash generated by/(used in) Operating Activities		-90,607		-144,581
-				
Net Cash from Financing Activities		83,557	\$	191,559
Net increase / (decrease) in cash		-7,051	\$	46,978
Cash – beginning of period		52,174	\$	5,196
Cash – end of period	\$	45,123	\$	52,174

See the accompanying notes to these unaudited financial statements.

INSTITUTE OF BIOMEDICAL RESEARCH CORP.

Notes to the Unaudited Financial Statements

June 30, 2023

NOTE 1 - BUSINESS

INSTITUTE OF BIOMEDICAL RESEARCH Corp. (the “Company”) was incorporated under the laws of the State of Nevada on July 26, 1990.

The Company is trading as M2Bio Sciences. M2Bio Sciences is a bioceutical company focused on alternative plant-based cannabinoids and mental health therapeutic research. M2Bio’s mission is to advance botanical-based medicine to the forefront by deploying best-practice science and medicine, clinical research, and emerging technologies.

M2Bio conducts research at the M2Bio Discovery Centre for AI-Driven Phytomedicine Research at the University of Pretoria in South Africa. The research is aimed at providing scientific backing for the Company’s expanding product range – including plant-based medicines.

The company, through its subsidiaries, owns and operates three cannabis consumer goods brands Medspresso™, Dr. AnnaRx™, and Liviana™. The brands span across a wide range of premium CBD- and mushroom-infused consumer goods including bioceuticals, health and wellness, and precision foods and beverages. With operations currently based in Cape Town, South Africa the company and its brands are positioned in the high-value market segment. In order to position itself within the high-value market segment, M2Bio has had to consistently focus on producing and sourcing the highest-quality ingredients available in the market, from pharmaceutical-grade CBD extract to premium coffees and extra virgin olive oils.

In March 2023 the Company signed a distribution agreement with Innovative Holdings Alliance Inc. to distribute the Company’s products in the United States of America. The Company’s products are well suited to the premium markets in the USA.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The Company’s unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). These unaudited financial statements should be read in conjunction with the financial statements and related notes in the Company’s financial statements for the quarter ended June 30, 2023.

These Financial Statements are prepared on the basis of information provided by the Management of the Company, and the Management is responsible for the completeness and materiality of these financial statements.

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 disclosure 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.

Cash and cash equivalents

The Company considers all highly liquid investments purchased with original maturities of three months or less to be cash equivalents.

Concentration of Credit Risk

The Company has no significant off-balance-sheet concentrations of credit risk such as foreign exchange contracts, options contracts or other foreign hedging arrangements.

Revenue Recognition

The Company recognizes revenue when there is persuasive evidence of an arrangement, delivery has occurred, the selling price is determinable, collectability is reasonably assured and there are no significant remaining performance obligations.

Employment Agreements

The Group employs 24 staff as at September 30, 2023.

Income Taxes

Income taxes are accounted for under the assets and liability method. Current income taxes are provided in accordance with the laws of the respective taxing authorities. Deferred income taxes are provided for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates in effect for the year in which those temporary differences are expected to be recovered or settled. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will be realized.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the discharge of liabilities in the normal course of business for the foreseeable future. As of September 30, 2023, the Company's revenue is insufficient to cover its operating expenses. The company has \$493,372 in Assets and an accumulated deficit of \$59,593,881. The Company's ability to raise additional capital through the future issuances of common stock and/or debt financing is unknown. The obtainment of additional financing, the successful development of the Company's contemplated plan of operations, and its transition, ultimately, to the attainment of profitable operations are necessary for the Company to continue operations. These conditions and the ability to successfully resolve these factors raise substantial doubt about the Company's ability to continue as a going concern. The financial statements of the Company do not include any adjustments that may result from the outcome of these aforementioned uncertainties.

NOTE 4 – OTHER ITEMS

1. Legal Proceedings - The company is not currently involved in legal proceedings as a defendant.
2. The company has substantial net operating loss carry forwards for federal income tax purposes estimated at about \$59,593,881. Due to the company's issuance of stock, the company's use of its existing loss carry-forwards may be restricted under Section 382 of the Internal Revenue Code.

NOTE 5 – LOANS PAYABLE

As of September 30, 2023, the Company owes \$668,150 (\$652,048 as at June 30, 2023) from the issue of convertible notes with a face value of \$426,900 at 10% interest, convertible into common shares of the Company's common stock at \$0.001.

NOTE 7 – RELATED PARTY TRANSACTIONS

M2Bio Sciences Food and Beverage (Pty) Ltd, a subsidiary, rents premises in Hout Bay, South Africa, at market related rates from a company of which Mr. Willem Jonker (Director and CFO) is a director.

NOTE 8 - SUBSEQUENT EVENTS

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855, from the Balance Sheet date through the date the Financial Statements were issued, and has determined that no material subsequent events exist.