

TANKE BIOSCIENCES CORP

1333 North Buffalo Drive. Suite 210

Las Vegas, NV 89128

929-320-5655

Quarterly Report

For the Period Ending: June 30, 2024

Outstanding Shares

The number of shares outstanding of our Common Stock was:

21,839,279 as of June 30, 2024

21,112,614 as of December 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 Control⁴ of the company has occurred during this reporting period:

Yes: No:

⁴ "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 and address(es) of the issuer and its predecessors (if any)

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

Tanke Biosciences Corp – effective February 2011
f./k./a. Greyhound Commissary Inc

Current State and Date of Incorporation or Registration: Nevada, October 2007

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

None

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

None

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

On March 23, 2023, Best Energy Monitoring, LLC, a wholly owned subsidiary of TNBI, acquired the assets related to energy monitoring and the energy monitoring operations from Kalimah Unipessoal LDA, a Portuguese Company. The assets acquired are utilized in the monitoring of energy consumption through the use of internet of things (IoT), big data and artificial intelligence for commercial buildings such as food retail, quick service, multi-site commercial, education, manufacturing, and hotels.

The Energy Monitoring Technology and partnership with Best.Energy™ allows TNBI the right to offer their technology to provide a solution that is more energy-efficient and more sustainable. The product offerings which we will provide will harness the power of the Internet of Things (IoT), Big Data and Artificial Intelligence(AI).

The assets acquired are utilized in the monitoring of energy consumption through the use of internet of things (IoT), big data and artificial intelligence for commercial buildings such as food retail, quick service, multi-site commercial, education, manufacturing, and hotels. The assets acquired include equipment, vehicles, fixtures, furniture, computer software and hardware, ongoing contracts, leases and license agreements, books and records (including vendor and customer lists and information), marketing materials, intellectual property, the Business name, domain names and web sites and goodwill, free and clear of all liens, claims and encumbrances.

The assets acquired are located in Nashville, Tennessee and Portugal as well as an operational assignment of the Energy Monitoring Agreement in force in Portugal allowing Best Energy Monitoring to install the IOT and to utilize the information obtained from the monitoring in marketing the equipment to potential customers. leases and license agreements, books, and records (including vendor and customer lists and information), marketing materials, intellectual property including those that can be accessed through the BEST portals, the Business name of Kalimah Unipessoal LDA, domain names and web sites.

On January 20, 2021, the Custodian designated one share of preferred stock as Special 2021 Series A Preferred Stock at par value of \$0.001. The 2021 Series A Preferred has 60% voting rights over all classes of stock and is convertible into 30,000,000 shares of the Company's common stock.

On January 20, 2021, the Custodian granted to itself, one share of preferred stock, Special 2021 Series A Preferred Stock at par value of \$0.001.

On October 6, 2021, in a private transaction, the Custodian entered into a Securities Purchase Agreement (the "SPA") with EROP Enterprises LLC, a company located in Georgia, to sell the 2021 Series A Preferred. Upon closing of the SPA on October 6, 2021, EROP Enterprises LLC acquired 60% voting control of the Company. On January 6, 2022, the District Court of Clark County, Nevada approved the Order of Final Discharge.

On April 26, 2022, the Company increased its authorized common stock from 50,000,000 to 300,000,000.

On July 1, 2022, the Company designated 300 shares of preferred stock as Special 2021 Series B Preferred Stock at a par value of \$0.001. The Series B Preferred has 60% voting rights over all classes of stock and is convertible into 15,000,000 common shares.

Address of the issuer's principal executive office:

Tanke Biosciences Corp.

1333 North Buffalo Drive, Suite 210 Las Vegas, NV 89128

Address of the issuer's principal place of business:

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

5645 Coral Ridge Dr Suite #153, Coral Springs, FL 33067

The address of the Best Energy Management, LLC subsidiary:

5645 Coral Ridge Dr Suite #153,

Coral Springs, FL 33067

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:

On January 20, 2021, the District Court of Clark County, Nevada, case number A20-826434-C, entered an Order Granting Application for Appointment (the "Order") of SSM Monopoly Corporation as Custodian of the Company. Pursuant to the Order, SSM Monopoly Corporation (the "Custodian") has the authority to take any actions on behalf of the Company, which are reasonable, prudent or for the benefit of the Company, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering into contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter. On December 7, 2021, the Custodian filed a Supplement to the Motion to discharge Custodianship and enter final order. In this Supplement, the Custodian petitioned the court to (i) approve the acts taken by the Custodian, including the appointment of management, cancellation of 9,011,469 shares and the conducting of a shareholder meeting, (ii) discharge SSM Monopoly as Custodian of the Company and (iii) returning control to the Board of Directors. On January 6, 2022, the District Court of Clark County, Nevada approved the Order of Final Discharge

On October 6, 2021, in a private transaction, the Custodian entered into a Securities Purchase Agreement (the "SPA") with EROP Enterprises LLC, a company located in Georgia, to sell the 2021 Series A Preferred. Upon closing of the SPA on October 6, 2001, EROP Enterprises LLC acquired 60% voting control of the Company.

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer
Phone: 702-361-3033
Email: luke@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy., Ste 300
Las Vegas, NV 89119

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:	TNBI	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	87583Y107	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	300,000,000	<u>as of date: June 30, 2024</u>
Total shares outstanding:	21,839,279	<u>as of date: June 30, 2024</u>
Total number of shareholders of record:	173	<u>as of date: June 30, 2024</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

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 that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Trading symbol:	_____	
Exact title and class of securities outstanding:	Special 2021 Series A Preferred Stock	
CUSIP:	N/A	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	1	<u>as of date: June 30, 2024</u>
Total shares outstanding:	0	<u>as of date: June 30, 2024</u>
Total number of shareholders of record:	0	<u>as of date: June 30, 2024</u>

Trading symbol:		_____
Exact title and class of securities outstanding:		Special 2021 Series B Preferred Stock
CUSIP:		N/A
Par or stated value:		<u>\$0.001</u>
Total shares authorized:	1,000	<u>as of date: June 30, 2024</u>
Total shares outstanding:	300	<u>as of date: June 30, 2024</u>
Total number of shareholders of record:	2	<u>as of date: June 30, 2024</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

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 Common equity has one voting right for each common stock owned.

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

The Series B Preferred has 60% voting rights over all classes of stock and is convertible into 15,000,000 common shares

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

N/A

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.

N/A

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 for the two most recently completed fiscal years and any subsequent period.

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:									
<p style="text-align: right;"><u>Opening Balance</u></p> <p>Date <u>12/31/2021</u> Common: 4,912,614</p> <p>Preferred: <u>1</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 (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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
01/20/2021	New Issuance See (*) Below.	1 See (*) Below.	Special 2021 Series A Preferred	\$0.001 See (*) Below.	N/A See (*) Below	SSM Monopoly Corporation Kareem Mansour	Custodian Services See (*) Below.	Restricted	Exempt
12/1/2021	New Issuance	300,000	Common stock	\$1.09	No	Stephen Mills	Employment contract	Restricted	Exempt
12/15/2021	New Issuance	300,000	Common stock	\$1.12	No	Fourth Street Fund, LP (Lisa Mannion)	Consulting Agreement	Restricted	Exempt
12/20/2021	Cancellation	(9,011,469)	Common stock	\$0.001	No	Golden Genesis LTD Wong Kwai Ho	Cancellation of shares	Restricted	Exempt
7/1/2022	Cancellation	(1)	Special 2021 Series A Preferred	\$0.001	N/A	EROP Enterprises, LLC (Vince Sbarra)	Cancellation	Restricted	Exempt
7/1/2022	New Issuance	30,000,000	Common stock	\$0.001	No	EROP Enterprises, LLC (Vince Sbarra)	Conversion	Restricted	Exempt
7/1/2022	Cancellation	(15,000,000)	Common stock	\$0.001	No	EROP Enterprises, LLC (Vince Sbarra)	Cancellation	Restricted	Exempt
7/1/2022	New Issuance	300	Special 2021 Series B Preferred	\$0.001	N/A	EROP Enterprises, LLC (Vince Sbarra)	Conversion	Restricted	Exempt
12/31/2022	New Issuance	700,000	Common stock	\$0.10	No	Stephen Mills	Compensation	Restricted	Exempt
3/24/2023	New Issuance	500,000	Common stock	\$0.015	No	Kalimah Unipessol LDA (Anthony Demetroulakos)	Acquisition	Restricted	Exempt
1/12/2024**	New Issuance	66,666	Common stock	\$0.075	No	Angela Kay	Stock Purchase	Restricted	Exempt
1/12/2024**	New Issuance	133,333	Common stock	\$0.075	No	Michael Mussebeau	Stock Purchase	Restricted	Exempt
1/18/2024**	New Issuance	26,666	Common stock	\$0.075	No	Adam Ernest	Stock Purchase	Restricted	Exempt
1/22/2024**	New Issuance	500,000	Common stock	\$0.01	No	Trinity Sponsor Group LLC (Hortencia Torres)	Stock Purchase	Restricted	Exempt

Shares Outstanding on Date of This Report:

Ending Balance Date 06/31/2024

Common: 21,839,279

Special 2021 Series A Preferred 0

Special 2021 Series B Preferred 300

Example: A company with a fiscal year end of December 31st 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

*Note: On October 6, 2021, in a private transaction, the custodian entered into a Securities Purchase Agreement with EROP Enterprises LLC, a company controlled by Vince Sbarra, to sell the Special 2021 Series A Preferred Stock for \$150,000 to be paid in cash or any marketable security held by the borrower.

On July 1, 2022, the Company accepted the offer of EROP Enterprises, the owner of the 1 Share of Special 2021 Preferred Series A, to convert the 1 Share of Special 2021 Series A Preferred into 30,000,000 shares of common stock as outlined in the Bylaws and to exchange 15,000,000 shares of the common shares for 300 Shares of the newly designated Special 2021 Series B Preferred Stock.

**These notes were entered into on the dates above, but shares are still yet to be issued with the Transfer Agent. These will be processed in Q2 2024.

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance
<u>12/2/2021</u>	<u>\$23,164</u>	<u>\$20,000</u>	<u>3,164.20</u>	<u>12/31/2023</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>12/28/2021</u>	<u>\$28,877</u>	<u>\$25,000</u>	<u>3,876.75</u>	<u>12/31/2023</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>8/9/2022</u>	<u>\$22,067</u>	<u>\$20,000</u>	<u>2,067.20</u>	<u>12/31/2023</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>12/21/2022</u>	<u>\$5,460</u>	<u>\$5,000</u>	<u>459.80</u>	<u>12/21/2023</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>2/13/2023</u>	<u>\$10,620</u>	<u>\$10,000</u>	<u>620.00</u>	<u>2/13/2024</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>3/21/2023</u>	<u>\$10,466</u>	<u>\$10,000</u>	<u>466.00</u>	<u>3/21/2024</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>3/30/2023</u>	<u>\$10,447</u>	<u>\$10,000</u>	<u>447.00</u>	<u>3/30/2024</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>6/14/2023</u>	<u>\$26,238</u>	<u>\$25,000</u>	<u>1,237.50</u>	<u>6/14/2024</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>
<u>12/20/23</u>	<u>15,037</u>	<u>15,000</u>	<u>36.67</u>	<u>12/20/2024</u>	<u>The Note and all accrued interest convert at \$0.10</u>	<u>EROP Enterprises, LLC (Vince Sbarra)</u>	<u>Loan</u>

4) Issuer's Business, Products and Services

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

Tanke Biosciences Corp (OTC: TNBI) is engaged in the business of energy monitoring. In the first quarter of 2023, Best Energy Monitoring, a TNBI subsidiary, acquired the assets related to energy monitoring and the energy monitoring operations from Kalimah Unipessol LDA, a Portuguese Company. The assets acquired are utilized in the monitoring of energy consumption through the use of internet of things (IoT), big data and artificial intelligence for commercial buildings such as food retail, quick service, multi-site commercial, education, manufacturing, and hotels.

The Energy Monitoring Technology and partnership with Best.Energy™ allows TNBI the right to offer their technology to provide a solution that is more energy-efficient and more sustainable. Best.Energy is a global leader in the monitoring and analysis of accurate, itemized, real-time energy data. In 2021, Best Energy launched a brand new IoT product suite - Eniscope Air. Consisting of a unique combination of six different devices, Eniscope Air is the culmination of well over a decade in the industry and our R&D department's greatest achievement. Together, these products form a formidable solution to monitoring energy, saving energy and delivering a raft of smart building benefits that we can deliver to our clients. The product offerings which we will provide will harness the power of the Internet of Things (IoT), Big Data and Artificial Intelligence(AI). The IoT (Internet of Things) market is forecast to grow by 10.5% every year between now and 2025.

As part of the acquisition, the Company will lease office space from Kalimah LDA for \$ 1,000 per month. The European energy division housing the employees, monitoring equipment and inventory will be housed at this location.

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

Best Energy Monitoring, LLC

C. Describe the issuers' principal products or services.

On March 23, 2023, Best Energy Monitoring, LLC, a wholly owned subsidiary of TNBI, acquired the assets related to energy monitoring and the energy monitoring operations from Kalimah Unipessol LDA, a Portuguese Company. The assets acquired are utilized in the monitoring of energy consumption through the use of internet of things (IoT), big data and artificial intelligence for commercial buildings such as food retail, quick service, multi-site commercial, education, manufacturing, and hotels.

Best Energy Monitoring purchased certain of the assets owned and/or used by Seller in the operation of Seller's energy monitoring business (the "Business"). The assets acquired include equipment, vehicles, fixtures, furniture, computer software and hardware, ongoing contracts, leases and license agreements, books and records (including vendor and customer lists and information), marketing materials, intellectual property, the Business name, domain names and web sites and goodwill, free and clear of all liens, claims and encumbrances. The assets acquired are located in Nashville, Tennessee and Portugal as well as an operational assignment of the Energy Monitoring Agreement in force in Portugal allowing Best Energy Monitoring to install the IOT and to utilize the information obtained from the monitoring in marketing the equipment to potential customers.

A client list and list of potential customers who have already agreed to purchase the equipment including contact information for customers in Kentucky, Honduras, and the United States.

A business agreement with subcontractors and electricians in Portugal and Pennsylvania who are BEST approved who have agreed to install the equipment.

The "white label rights" that allows TNBI access to all BEST equipment and services and allowing TNBI to rebrand the equipment as "TNBI" equipment with an original cost of \$25,000.00.

All equipment associated with the monitoring business, ongoing contracts, leases and license agreements, books, and records (including vendor and customer lists and information), marketing materials and intellectual property.

In 2022, global technology giant Siemens recently identified Energy Monitoring & Targeting' as the #1 solution to business energy saving, in their landmark report; 'Top Ten Energy Saving Options – Technology To Deliver The Fastest Returns'. Every kWh of energy saved is a kWh available for use elsewhere. The effect is exactly the same as producing more energy, but cleaner and more sustainable.

Energy efficiency is the number one solution to the Climate Change crisis we all face. This is the cheapest, fastest and most cost effective method of reducing energy consumption. Every kWh of energy saved is a kWh available for use elsewhere. The effect is exactly the same as producing more energy, but cleaner and more sustainable.

The Best Energy Solution

Best.Energy is a global leader in the monitoring and analysis of accurate, itemised, real-time energy data.

In 2021, Best Energy launched a brand new IoT product suite - Eniscope Air. Consisting of a unique combination of six different devices, Eniscope Air is the culmination of well over a decade in the industry and our R&D department's greatest achievement.

Together, these products form a formidable solution to monitoring energy, saving energy and delivering a raft of smart building benefits that we can deliver to our clients.

Best Energy Monitoring – A TNBI subsidiary

In the first quarter of 2023, Best Energy Monitoring, a TNBI subsidiary, acquired the assets related to energy monitoring and the energy monitoring operations from Kalimah Unipessol LDA, a Portuguese Company. The assets acquired are utilized in the monitoring of energy consumption through the use of internet of things (IoT), big data and artificial intelligence for commercial buildings such as food retail, quick service, multi-site commercial, education, manufacturing, and hotels.

The Energy Monitoring Technology and partnership with Best.Energy™ allows TNBI the right to offer their technology to provide a solution that is more energy-efficient and more sustainable. The product offerings which we will provide will harness the power of the Internet of Things (IoT), Big Data and Artificial Intelligence(AI). The IoT (Internet of Things) market is forecast to grow by 10.5% every year between now and 2025.

The assets acquired are utilized in the monitoring of energy consumption through the use of internet of things (IoT), big data and artificial intelligence for commercial buildings such as food retail, quick service, multi-site commercial, education, manufacturing, and hotels. The assets acquired include equipment, vehicles, fixtures, furniture, computer software and hardware, ongoing contracts, leases and license agreements, books and records (including vendor and customer lists and information), marketing materials, intellectual property, the Business name, domain names and web sites and goodwill, free and clear of all liens, claims and encumbrances.

The assets acquired are located in Nashville, Tennessee and in Porto, Portugal. In Porto, the Company acquired an operational assignment of the Energy Monitoring Agreement in force in Portugal allowing Best Energy Monitoring to install the IOT and to utilize the information obtained from the monitoring in marketing the equipment to potential customers.

Product Overview

In 2021, Best Energy launched a brand new IoT product suite – Eniscope Air. The suite consists of a unique combination of six different devices Eniscope Air is the culmination of well over a decade in the industry and our R&D department's greatest achievement. Current clients of Best Energy include: KFC, Shell Oil, Secret Recipe, WATES, 7eleven, IBM, Texaco and McDonalds.

Eniscope is the beating heart of our IoT system. A hugely powerful energy monitoring device in its own right, it's also the central 'hub' through which all of the other products covered in this document operate. Each Eniscope provides eight, three-phase 'channels' of monitoring - meaning that you can track energy use at the building level and the asset level. That's unparalleled convenience and power in one small, easy to install box.

The suite of equipment provides us with a solution that will full energy visibility across even large sites for our clients. Together, these products form a formidable solution to monitoring energy, saving energy and delivering a raft of smart building benefits for our clients.



Air-Conditioning Energy Saving

Maintaining a comfortable ambient room temperature may account for the largest portion of a building's energy bill. And what's more, it's very often the greatest source of waste and inefficient behavior. Air conditioning units are too often worked harder than the conditions demand, or for far longer periods of time. Optimizing air conditioner use can bring about huge energy saving results.

Air Ambient's solution is simple and two-fold - make sure that when the AirCon is operating it's meeting the real temperature and ensure that when it shouldn't be operating, it isn't.

Both are achievable because of Ambient's connection to the IoT network on site. Working hand-in-hand with its sister product - Air Sense - and the Eniscope, Ambient directly controls the AirCon units for maximum optimization. Sense feeds in the exact temperature at occupant height, and the Eniscope delivers the schedule and control from the Cloud.

Intelligent Asset Energy Solutions

Fryers, food warmers, drinks machines, ovens. All of the machines that make business tick - each one of them uses energy all day, every day. If we can control them, we can greatly reduce the overall consumption.

Air Switch & Air Digital

Through two products, Air Switch and Air Digital, we can provide Cloud- based control for all assets. Switch controls single-phase machines (anything connected to a plug socket) and Digital controls three-phase assets (those connected straight to the mains supply).

Each allows for intelligent control of the assets, based on pre-set schedules or on intelligent inputs from Air Sense of other sensors - including temperature, humidity, occupancy, light levels and more. Nobody in the room? The asset,

perhaps an entertainment unit, turns off. Light levels dipping too low? The asset, perhaps a lighting system, comes on.

- ◆Key Features
- ◆Asset-Level Energy Monitoring Asset-Level Cloud Control (On / Off)
- ◆Simple, Rapid Installation
- ◆No Wi-Fi Required

Environmental Sensing & Smart Inputs

A system like Eniscope Air can't function without the right inputs. That's where Air Sense comes in.

A multi-functional sensing device capable of feeding temperature, humidity, occupancy, and light (lumen) data at five-minute resolution, with capacity for up to four additional input types. It's easily mounted on the wall or ceiling, with a battery variant meaning no mains power is required.

The Air Sense product provides data that is invaluable to the energy optimization process. Temperature data helps optimize air conditioning. Occupancy helps optimize asset use. Lumen helps optimize lighting efficiency. In addition, clients greatly value the data in and of itself. To know what the environmental conditions that your staff and your customers are experiencing every day, in real-time, is a powerful thing. All this information is accessible via the Eniscope Analytics dashboard

Key Features

- ◆Temperature Sensing
- ◆Humidity Sensing
- ◆Occupancy Sensing
- ◆Light Sensing

Refrigeration Energy Saving

The problem with refrigerators has been exactly the same for 100 years or more - they use air temperature as the signal to control the cycle (i.e., when the fridge starts and stops).

But we buy refrigeration units to cool food, not air! A focus on the cooling process can make a huge difference to the consumption, because air changes temperature much more than food. The air in a unit may have warmed and need cooling, however it might still be at the perfect temperature.

What are CUES?

CUES (Chilled Unit Energy Saver) is an NSF approved tech that changes the way refrigerators work. Using a non-toxic wax in a protective enclosure to mimic food temperature, it sends signals to control the refrigeration cycle in a far more efficient way. Typically, that means the average cycle lasts longer, but is 80% less frequent. With no compromise to food temperature or safety, the savings can be up to 33% in energy savings.

Voltage Optimization

The concept of voltage optimization is simple. There is a difference between the voltage of the electricity supply and the voltage required for the assets (like fryers) to do their jobs.

Any voltage over and above what's needed is wasted. So, if we can step that voltage down before we pay for it, we can save a lot of energy spend. That's where voltage optimization (VO) comes in.

Site-Wide Energy Savings

The beauty of VO is that unlike most products that target a single asset (e.g., air conditioning), the effect of VO is site wide. That's a massive potential impact - up to 18% energy savings overall. It's achieved by the use of a 'transformer' (static or electronic) with the ratio of primary to secondary windings set to achieve the desired reduction. VO continues to make a big impact on energy saving projects the world over.

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Issuer utilizes office space provided by the COO at no cost.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. 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. 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 investors 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 owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company	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>Tom Stein</u>	<u>COO, Board Member</u>	<u>Boca Raton, FL</u>	<u>0</u>	<u>-</u>	<u>-</u>	<u>-</u>
Ken Marks	Board Member	New York, NY				-
Hortencia Torres	Board Member	Washington DC	500,000	common		<u>Hortencia Torres</u>
Caren Currier	Interim CFO	Denton, TX				
EROP Enterprises, LLC	5% Owner	Alpharetta, GA	1,920,000	common	8.8%	Vince Sbarra
Aquamen, LLC	5% Owner	New York, New York	2,400,000	Common	10.9%	<u>Joe Stevens, Dan Boutcher</u>
Aquamen, LLC	5% Owner	New York, New York	79	Preferred	26.33%	<u>Joe Stevens, Dan Boutcher</u>
BrandCraft Holdings LLC	5% Owner	Delray Beach FL	221	Preferred	63,67%	Tom Stein, Dan Boutcher

BrandCraft Holdings LLC	5% Owner	Delray Beach, FL	4,100,000	Common	18.77%	Tom Stein, Dan Boutcher
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Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

No

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

NO

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

NO

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

NO

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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 to 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.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Donald Keer, Esq
Address 1: 3663 GREENWOOD CIR
Address 2: CHALFONT, PA 18914 US
Phone: 2159629378
Email: don@keeresq.com

Accountant

Name:
Address:
Address2:
Phone:
Email:

Auditor:

Firm:
Address:
Address:
Website:
Phone:

Investor Relations

Name: N/A

Other Service Providers:

Name: N/A

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Caren Currier
Title: Interim CFO
Relationship to Issuer: Consultant

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

- IFRS
 U.S. GAAP

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

Name: Caren Currier
Title: Interim CFO
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements:⁵ **25 years of accounting experience.**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

⁵ 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.

TANKE BIOSCIENCES CORP.
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TANKE BIOSCIENCES CORP.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

ASSETS	June 30, 2024	June 30, 2023
Current Assets:		
Cash	\$ 524	\$ 16,558
Total current assets	524	16,558
Goodwill	24,000	29,000
Property, net	42,304	50,804
Total Assets	<u>\$ 66,828</u>	<u>\$ 91,362</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
(DEFICIT)		
Current Liabilities:		
Accounts Payable	\$ 35,376	
Accrued interest	\$ 13,286	\$ 5,995
Derivative liability	—	71,083
Due to related parties	1,870	525
Convertible notes payable, net of discount	150,000	60,753
Total current liabilities	<u>201,532</u>	<u>138,356</u>
Total Liabilities	<u>201,532</u>	<u>138,356</u>
Stockholders' Deficit:		
Series A Preferred stock, \$0.001 par value, 1 share authorized, no shares issued and outstanding	—	—
Series B Preferred stock, \$0.001 par value, 1,000 shares authorized, 300 shares issued and outstanding	—	—
Common stock, \$0.001 par value, 300,000,000 shares authorized; 21,839,279 and 20,612,614 shares issued and outstanding, respectively	21,839	21,113
Additional paid-in capital	13,020,392	13,020,392
Accumulated deficit	(13,176,935)	(13,116,027)
Total stockholders' deficit	<u>(134,703)</u>	<u>(74,522)</u>
Total liabilities and stockholders' deficit	<u>\$ 66,828</u>	<u>\$ 91,362</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements.

	For the Quarter Ended June 30,	
	2024	2023
Operating expenses:		
General and administrative	\$ 1,867	\$ 7,904
Contract labor	-	—
Officer compensation	-	11,000
Total operating expenses	1,867	18,904
Loss from operations	(1,867)	(18,904)
Other (income) expense:		
Sale of Common Stock		
Interest expense		2,528
Depreciation	196	
Change in fair value of derivative		
Accretion Expense		
Debt discount amortization		
Total other income (expense)	(196)	(2,528)
Net Income (Loss)	\$ (2,063)	\$ (39,956)
Income (loss) per share, basic & diluted	\$ (0.00)	\$ 0.01
Weighted average shares outstanding, basic & diluted	21,839,279	21,112,614

The accompanying notes are an integral part of these unaudited consolidated financial statements.

TANKE BIOSCIENCES CORP.
STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT
For the Three and Nine Months Ended June 30, 2024 and 2023
(Unaudited)

	Series B Preferred Stock		Common Stock		Paid in	Accumulated	Total
	Shares	Amount	Shares	Amount	Capital	Deficit	Stockholders' Deficit
Balance, December 31, 2022	300	\$ —	20,612,614	\$ 20,613	\$ 12,945,892	\$ 13,054,639	\$ -88,134
Stock issued for acquisition	—	—	500,000	500	74,500	—	75,000
Net loss	—	—	—	—	—	-39,955	-39,955
Balance, March 31, 2023	300	—	21,112,614	21,113	13,020,392	13,094,594	-53,089
Net loss	—	—	—	—	—	-21,432	-21,432
Balance, June 30, 2023	300	—	21,112,614	21,113	13,020,392	13,116,026	-74,521
Net income	—	—	—	—	—	9,289	9,289
Balance, September 30, 2023	300	\$ —	21,112,614	\$ 21,113	\$ 13,020,392	\$ 13,106,737	\$ -65,232
Net income/(loss)	—	—	—	—	—	-30,423	-30,423
Balance, December 31, 2023	300	\$ —	21,112,614	\$ 21,113	\$ 13,020,392	\$ 13,137,160	\$ -95,655
Shares Issued	—	—	726,665	726	—	—	726
Net income/(loss)	—	—	—	—	—	-37,712	-37,172
Balance, March 31 2024	—	—	21,839,279	21,839	13,020,392	13,174,872	-
Net income/(loss)	—	—	—	—	—	-2,063	-2,063
Balance, June 30 2024	—	—	21,839,279	21,839	13,020,392	13,176,935	-

The accompanying notes are an integral part of these unaudited consolidated financial statements.

TANKE BIOSCIENCES CORP.
STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Quarter Ended June 30,	
	2024	2023
Cash flows from operating activities:		
Net Loss	\$ (2,063)	\$ (21,432)
Adjustments to reconcile net loss to net cash used in operating activities:		
Change in Accounts Payable	-	-
Debt discount amortization		
Change in fair value of a derivative		25,000
Depreciation expense	196	
Changes in Operating Assets and Liabilities:		
Accrued interest		2,528
Net cash used in operating activities	<u>(1,867)</u>	<u>6,096</u>
Cash flows from investing activities:		
Cash flows from financing activities:		
Cash advance – related party	2,345	
Proceeds from convertible debt		
Additional Paid in Capital		
Common Stock	-	
Net cash provided by financing activities:	2,345	
Net change in cash	478	6,096
Cash, beginning of period	<u>46</u>	<u>10,462</u>
Cash, end of period	<u>\$ 524</u>	<u>\$ 16,558</u>
Supplemental disclosure of cash flow information:		
Cash paid for taxes	<u>\$ —</u>	<u>\$ —</u>
Cash paid for interest	<u>\$ —</u>	<u>\$ —</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements.

TANKE BIOSCIENCES CORP.
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2024

NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS

Tanke Bioscience Corp. (the “Company”, “TNBI” “we”, “us” or “our”), a Nevada corporation, has a fiscal year end of December 31 and is listed on the OTC Pink Markets under the trading symbol TNBI. Tanke Biosciences Corp is an emerging diversified investment vehicle currently engaged in the business of energy monitoring. The Company continues to review additional investments that are leading edge in their respective market niches, and that have expectations of enhancing shareholder values. The Company has offices in Boca Raton, Florida

On March 23, 2023, Best Energy Monitoring, LLC, a wholly owned subsidiary of TNBI, acquired the assets related to energy monitoring and the energy monitoring operations from Kalimah Unipessol LDA, a Portuguese Company. The assets acquired are utilized in the monitoring of energy consumption through the use of internet of things (IoT), big data and artificial intelligence for commercial buildings such as food retail, quick service, multi-site commercial, education, manufacturing, and hotels.

The Energy Monitoring Technology and partnership with Best.Energy™ allows TNBI the right to offer their technology to provide a solution that is more energy-efficient and more sustainable. The product offerings which we will provide will harness the power of the Internet of Things (IoT), Big Data and Artificial Intelligence (AI).

Best Energy Monitoring purchased certain of the assets owned and/or used by Seller in the operation of Seller’s energy monitoring business (the “Business”). The assets acquired include equipment, vehicles, fixtures, furniture, computer software and hardware, ongoing contracts, leases and license agreements, books and records (including vendor and customer lists and information), marketing materials, intellectual property, the Business name, domain names and web sites and goodwill, free and clear of all liens, claims and encumbrances. The assets acquired are located in Nashville, Tennessee and Portugal as well as an operational assignment of the Energy Monitoring Agreement in force in Portugal allowing Best Energy Monitoring to install the IOT and to utilize the information obtained from the monitoring in marketing the equipment to potential customers.

A client list and list of potential customers who have already agreed to purchase the equipment including contact information for customers in Kentucky, Honduras, and the United States.

A business agreement with subcontractors and electricians in Portugal and Pennsylvania who are BEST approved who have agreed to install the equipment.

The “white label rights” that allows TNBI access to all BEST equipment and services and allowing TNBI to rebrand the equipment as “TNBI” equipment with an original cost of \$25,000.

All equipment associated with the monitoring business, ongoing contracts, leases and license agreements, books, and records (including vendor and customer lists and information), marketing materials and intellectual property.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company’s unaudited financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America (“U.S. GAAP”), and pursuant to the rules and regulations of the Securities and Exchange Commission (the “SEC”) and reflect all adjustments, consisting of normal recurring adjustments, which management believes are necessary to fairly present the financial position, results of operations and cash flows of the Company as of and for the nine month period ending June 30, 2024 and not necessarily indicative of the results to be expected for the full year ending March 31, 2024.

Use of Estimates

The preparation of financial statements in conformity with U.S. 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 consolidated 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 with a maturity of three months or less when purchased to be cash equivalents. There were no cash equivalents as of June 30, 2024 and December 31, 2023.

Fair Value of Financial Instruments

The FASB issued ASC 820-10, *Fair Value Measurements and Disclosures*, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.
- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

	Fair Value at June 30, 2024	(Level 1)	(Level 2)	(Level 3)
Derivative liabilities	\$ —	\$ —	\$ —	\$ —

	Fair Value at December 31, 2023	(Level 1)	(Level 2)	(Level 3)
Derivative liabilities	\$ —	\$ —	\$ —	\$ —

Earnings Per Share

Under ASC 260 “Earnings Per Share,” the Company presents basic and diluted earnings (loss) per-share (“EPS”) amounts on the face of the statements of operations. Basic EPS is computed by dividing income (loss) available to common stockholders (the numerator) by the weighted-average number of common shares outstanding (the denominator) during the period. Shares issued during the period and shares reacquired during the period are weighted for the portion of the period that they were outstanding. The computation of diluted EPS is similar to the computation of basic EPS except that the denominator is increased to include the number of additional common shares that would have been outstanding if the dilutive potential common shares had been issued. As of June 30, 2024, there are 1,250,000 potentially dilutive shares of common stock from convertible notes payable. Potentially diluted shares are not presented when the effect of the computations are anti-dilutive due to the losses incurred. Accordingly, there is no difference in the amounts presented for basic and diluted loss per share.

NOTE 3 – GOING CONCERN

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has no operations with an accumulated deficit of \$13,176,903 as of June 30, 2024. The Company intends to commence operations as set out below and raise the necessary funds to carry out the aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding.

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 4 – ACQUISITION

On March 24, 2023, the Company acquired Kalimah Unipessol LDA (“Kalimah”), a Portugal Limited Liability Company engaged in energy monitoring for \$5,000 in cash and the issuance of 500,000 shares of its common stock. The Company acquired \$51,000 in equipment and \$24,000 in goodwill.

NOTE 5 – CONVERTIBLE NOTE PAYABLE AND DERIVATIVE LIABILITIES

During the quarter ended June 30, 2023, the Company accepted an offer from its largest debt holder to revise certain provisions of its existing Convertible Notes in Tanke Biosciences Corp. Specifically, EROP has agreed to lower the redemption premium on all notes to 12.5% and eliminate the variable conversion feature. In exchange for the elimination of the variable conversion feature, both parties agreed to lowering the fixed conversion price on certain notes to \$0.10.

On December 3, 2021, the Company and EROP Enterprises, LLC (“EROP”), entered into a secured convertible notes payable for \$20,000 with a conversion price of the lesser of (i) \$0.50 or 70% of the lowest trade over the 5 days prior to conversion. During the June 2023 Quarter, the maturity on the Note was extended to March 31, 2024, the fixed conversion price was lowered to \$0.10, and the variable conversion price was eliminated.

On December 28, 2021, the Company and EROP entered into a second Note in the amount of \$25,000 under similar terms. During the June 2023 Quarter, the maturity on the Note was extended to March 31, 2024, the fixed conversion price was lowered to \$0.10, and the variable conversion price was eliminated.

On August 8, 2022, the Company and EROP entered into a third Note in the amount of \$20,000 with a conversion price of the lesser of (i) \$0.40 or 80% of the lowest trade over the 5 days prior to conversion. During the June 2023 Quarter, the maturity on the Note was extended to March 31, 2024, the fixed conversion price was lowered to \$0.10, and the variable conversion price was eliminated.

On December 21, 2022, the Company issued a \$ 5,000 convertible Note to EROP Enterprises with a conversion price of the lesser of (i) \$0.40 or 80% of the lowest trade over the 5 days prior to conversion. During the June 2023 Quarter, the fixed conversion price was lowered to \$0.10, and the variable conversion price was eliminated.

On February 13, 2023, the Company and EROP entered into a third Note in the amount of \$10,000 with a conversion price of the lesser of (i) \$0.20 or 80% of the lowest trade over the 5 days prior to conversion. During the June 2023 Quarter, the fixed conversion price was lowered to \$0.10, and the variable conversion price was eliminated.

On March 21, 2023, the Company and EROP entered into a third Note in the amount of \$10,000 with a conversion price of the lesser of (i) \$0.15 or 80% of the lowest trade over the 5 days prior to conversion. During the June 2023 Quarter, the fixed conversion price was lowered to \$0.10, and the variable conversion price was eliminated.

On March 30, 2023, the Company and EROP entered into a third Note in the amount of \$10,000 with a conversion price of the lesser of (i) \$0.15 or 80% of the lowest trade over the 5 days prior to conversion. During the June 2023 Quarter, the fixed conversion price was lowered to \$0.10, and the variable conversion price was eliminated.

On June 14, 2023, the Company issued a \$ 25,000 convertible Note to EROP Enterprises with a conversion price of \$0.10.

On December 20, 2023, the Company issued a \$ 15,000 Convertible Note to EROP Enterprises with a conversion price of \$0.10

A summary of the Convertible Notes Payable as of June 30, 2024:

<u>Date of Note</u>	<u>December 31, 2022</u>	<u>Additions</u>	<u>June 30, 2024</u>
December 2, 2021	\$ 20,000	\$ —	\$ 20,000
December 28, 2021	\$ 25,000	\$ —	\$ 25,000
August 9, 2022	\$ 20,000	\$ —	\$ 20,000
December 21, 2022	\$ 5,000	\$ —	\$ 5,000
February 13, 2023	\$ —	\$ 10,000	\$ 10,000
March 21, 2023	\$ —	\$ 10,000	\$ 10,000
March 30, 2023	\$ —	\$ 10,000	\$ 10,000
June 14, 2023	\$ —	\$ 25,000	\$ 25,000
December 20, 2023	\$ —	\$ 15,000	\$ 15,000
Subtotal	\$ 70,000	\$ 70,000	\$ 140,000
Less Debt Discount	\$ (16,973)	\$ —	\$ —
Total	\$ (53,027)	\$ 70,000	\$ 140,000

NOTE 6 – RELATED PARTY TRANSACTIONS

Mr. Mills left the company in mid-march and was paid his salary through February 2024. Ms. Currier is entitled to a monthly salary of \$ 1,000 and has not been paid since December 2023.

In January 2024, the company entered into a services agreement with Tom Stein and BrandCraft Holdings for day to day management services for a retainer of \$7500 and a monthly service fee of \$5000

In April 2024, Caren Currier has resigned as CEO and accepted an interim role as Interim CFO and the company will be paid \$500, per month and will be issued 250,000 shares of its common stock as compensation.

NOTE 7 - EQUITY

Preferred Stock

On January 20, 2021, the Custodian authorized one share as preferred stock and designated one share of preferred stock as Special 2021 Series A Preferred Stock at par value of \$0.001. The 2021 Series A Preferred has 60% voting rights over all classes of stock and are convertible into 30 million shares of common stock.

On January 20, 2021, the Custodian granted to itself, one share of preferred stock, Special 2021 Series A Preferred Stock at par value of \$0.001. On October 6, 2021, the Custodian entered into a Securities Purchase Agreement with EROP Enterprises LLC for the sale and transfer of the Special 2021 Series A Preferred stock.

On July 1, 2022, the Company authorized 1,000 shares as preferred stock with a par value of \$0.001 and designated 300 shares of preferred stock as Special 2021 Series B Preferred Stock at a par value of \$0.001. The Special 2021 Series B Preferred has 60% voting rights over all classes of stock and is convertible into 15,000,000 common shares.

On July 1, 2022, the Company accepted the offer of EROP Enterprises, the owner of the 1 Share of Special 2021 Preferred Series A, to convert the 1 Share of Special 2021 Series A Preferred into 30,000,000 shares of common stock as outlined in the Bylaws and to exchange 15,000,000 shares of the common shares for 300 Shares of the newly designated Special 2021 Series B Preferred Stock.

The Company has 300 and 0 shares of its Special 2021 Series B Preferred Stock issued and outstanding as of June 30, 2024 and December 31, 2022, respectively.

The Company had no shares of its Special 2021 Series A Preferred Stock issued and outstanding as of June 30, 2024 and December 31, 2022.

Common Stock

The Company is authorized to issue 300,000,000 shares of \$0.001 par value common stock. The Company has 21,839,279 and

21,112,614 issued and outstanding as of June 30, 2024 and December 31, 2023, respectively.

On July 1, 2022, the Company accepted the offer of EROP Enterprises, the owner of the 1 Share of Special 2021 Preferred Series A, to convert the 1 Share of Special 2021 Series A Preferred into 30,000,000 shares of common stock as outlined in the Bylaws and to exchange 15,000,000 shares of the common shares for 300 Shares of the newly designated Special 2021 Series B Preferred Stock.

On April 26, 2022, the Company increased its authorized common stock from 50,000,000 to 300,000,000.

On December 31, 2022, the Company issued 700,000 shares of its common stock to its Chief Executive Officer as stock compensation valued at \$70,000 recognized upon issuance.

On March 24, 2023, the Company issued 500,000 shares of its common stock to Kalimah Unipessol LDA for an acquisition at a valuation of \$75,000.

In January 2024, the company entered into stock purchase agreements for 726,665 shares..

In December, 2023, through a series of Stock Purchase Agreements (the "Purchase Agreements"), EROP Enterprises, LLC (the Seller), the majority shareholder of registrant, Tanke Biosciences Corp, ("TNBI"), sold a total of 12,900,000 shares of TNBI's common stock and 300 Shares of Series B Preferred for a total purchase price of Three Hundred Fifty Five Thousand Dollars (\$355,000). There were two purchasers of over 10% of the issued and outstanding shares of TNBI's capital stock following these sales, Brand Craft Holdings, LCC which owns 21.55% of the issued and outstanding shares of TNBI's common stock and Aquaman LLC which owns 11.36% of the issued and outstanding shares of TNBI's common stock and 100% of the issued and outstanding shares of preferred stock.

The Company received notice of breach from the failure to pay rent from Kalimah Unipessol LDA. The company hopes to have this resolved shortly. The claim is for \$6000 and is in negotiation.

NOTE 8 - SUBSEQUENT EVENTS

The following will be issued shares in Q3:

Learner Labs - 500,000

Sareesi Holdings - 500,000

Footprint Strategy Holdings - 500,000

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, Tom Stein, COO certify that:

1. I have reviewed this Disclosure Statement for Tanke Biosciences 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.

August 14, 2024

/s/Tom Stein

Principal Financial Officer:

I, Caren Currier certify that:

1. I have reviewed this Disclosure Statement for Tanke Biosciences 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.

August 14, 2024

/s/Caren Currier