BIOELECTRONICS CORPORATION

OTC PINK

BASIC DISCLOSURE

STATEMENT

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

BioElectronics Corporation

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 4539 Metropolitan Court
Address 2: Frederick, MD 21704
Address 3: _____
Phone: 301-874-4890 / 1-866-757-2284
Email: _____
Website(s): www.bielcorp.com

IR Contact
Address 1: 4539 Metropolitan Court
Address 2: Frederick, MD 21704
Address 3: _____
Phone: 949-707-5365
Email: pknopick@eandecommunications.com
Website(s): www.bielcorp.com

3) Security Information

Trading Symbol: BIEL
Exact title and class of securities outstanding: common stock
CUSIP: 09062H108
Par or Stated Value: .001
Total shares authorized: 15,000,000,000 as of: 3/31/2016
Total shares outstanding: 11,695,824,474 as of: 6/30/2016

Additional class of securities (if necessary):
Trading Symbol: _____
Exact title and class of securities outstanding: _____
CUSIP: _____
Par or Stated Value: _____
Total shares authorized: _____ as of: _____
Total shares outstanding: _____ as of: _____

Transfer Agent
Name: Action Stock Transfer
Address 1: 2469 E. Fort Union Blvd., Suite 214
Address 2: Salt Lake City, UT 84121
Address 3: _____
Phone: 801 274 1088
Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

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

List any restrictions on the transfer of security:

none

Describe any trading suspension orders issued by the SEC in the past 12 months.

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

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

Common Stock Issuances 2014
January 2014 Investor Redwood Management Conversion of Promissory Note Into 400 Million Shares of Common Stock Stock
February 2014 Investor Redwood Management Conversion of Promissory Note Into 430 million Shares of Common Stock Stock
February 2014 Investor AGS Capital Conversion of Promissory Note Into 328 Million Shares of Common Stock Stock
February 2014 Investor Integrative Business AllianceConversion of Promissory Note Into 50 Million Shares of Common Stock Stock
March 2014 Investor Redwood Management Conversion of Promissory Note Into 207 Million Shares of Common Stock Stock
March 2014 Investor Deer Park Management Conversion of Promissory Note Into 13 Million Shares of Common Stock Stock
March 2014 Issued 3 million shares to Simon Jacobson and Samuel Schlessinger for investor relations support.
April 2014 Investor Redwood Management Conversion of Promissory Note Into 180 Million Shares of Common Stock Stock
April 2014 Investor Deer Park Management Conversion of Promissory Note Into 13 Million Shares of Common Stock Stock
May 2014 Investor Redwood Management Conversion of Promissory Note Into 193 Million Shares of Common Stock Stock
June 2014 Investor Redwood Management Conversion of Promissory Note Into 160 Million Shares of Common Stock Stock
June 2014 Investor Tangiers Investment Group Conversion of Promissory Note Into 43 Million Shares of Common Stock Stock
July 2014 Investor Redwood Management Conversion of Promissory Note Into 45 Million Shares of Common Stock Stock
July 2014 Investor Integrative Business AllianceConversion of Promissory Note Into 25 Million Shares of Common Stock Stock
August 2014 Investor Redwood Management Conversion of Promissory Note Into 167 Million Shares of Common Stock Stock
September 2014 Investor Tangiers Investment Group Conversion of Promissory Note Into 58 Million Shares of Common Stock Stock
September 2014 Investor Redwood Management Conversion of Promissory Note Into 42 Million Shares of Common Stock Stock
November 2014 Investor Tangiers Investment Group Conversion of Promissory Note Into 42 Million Shares of Common Stock Stock
December 2014 Investor Tangiers Investment Group Conversion of Promissory Note Into 150 Million Shares of Common Stock Stock

4) Issuance History (Continued)

Common Stock Issuances 2015
January 2015 Issued 10 million shares to Simon Jacobson investor relations support.
January 2015 Investor Gotham Capital Partner Conversion of Promissory Note Into 90 Million Shares of Common Stock Stock
February 2015 Issued 48 million shares to Robert McGuire investor relations support.
February 2015 Investor Redwood Management Conversion of Promissory Note Into 100 Million Shares of Common Stock Stock
February 2015 Investor Tangiers Investment Group Conversion of Promissory Note Into 98 Million Shares of Common Stock Stock
February 2015 Investor RDW Capital Conversion of Promissory Note Into 100 Million Shares of Common Stock Stock
March 2015 Investor Tangiers Investment Group Conversion of Promissory Note Into 200 Million Shares of Common Stock Stock
April 2015 Investor Michael Sobeck Conversion of Promissory Note Into 299 Million Shares of Common Stock
April 2015 Issued 72 million shares to Robert McGuire investor relations support.
May 2015 Investor Michael Sobeck Conversion of Promissory Note Into 453 Million Shares of Common Stock
May 2015 Issued 10 million shares to Simon Jacobson investor relations support.
June 2015 Investor Michael Sobeck Conversion of Promissory Note Into 110 Million Shares of Common Stock
July 2015 Investor Tangiers Investment Group Conversion of Promissory Note Into 52 Million Shares of Common Stock
July 2015 Investor Michael Sobeck Conversion of Promissory Note Into 107 Million Shares of Common Stock
July 2015 Issued 11 million shares to Simon Jacobson investor relations support.
August 2015 Investor Michael Sobeck Conversion of Promissory Note Into 536 Million Shares of Common Stock
August 2015 Investor Asten Wyman Conversion of Promissory Note Into 71 Million Shares of Common Stock
August 2015 Investor Atlas Conversion of Promissory Note Into 70 Million Shares of Common Stock
September 2015 Investor Beaufort Capital PartnersConversion of Promissory Note Into 154 Million Shares of Common Stock
Septemeber 2015 Investor Tangiers Investment Group Conversion of Promissory Note Into 108 Million Shares of Common Stock
August 2015 Investor Michael Sobeck Conversion of Promissory Note Into 165 Million Shares of Common Stock
October 2015 Issued 10 million shares to Simon Jacobson investor relations support.
October 2015 Investor Michael Sobeck Conversion of Promissory Note Into 710 Million Shares of Common Stock
October 2015 Investor Donna Murtaugh Conversion of Promissory Note Into 27 Million Shares of Common Stock
November 2015 Investor Tangiers Investment Group Conversion of Promissory Note Into 52 Million Shares of Common Stock
November 2015 Investor Michael Sobeck Conversion of Promissory Note Into 241 Million Shares of Common Stock
November 2015 Investor Donna Murtaugh Conversion of Promissory Note Into 20 Million Shares of Common Stock
November 2015 Issued 58 million shares to Robert McGuire investor relations support.
November 2015 Investor RDW Capital Conversion of Promissory Note Into 83 Million Shares of Common Stock
December 2015 Investor Tangiers Investment Group Conversion of Promissory Note Into 45 Million Shares of Common Stock
December 2015 Investor Blackbridge Capital Conversion of Promissory Note Into 194 Million Shares of Common Stock
Common Stock Issuances Jan-Jun 2016
February 2016 Issued 63 million shares to Robert McGuire for consulting services.
March 2016 St. John's Conversion of Promissory Note into 332 Million Shares of Common Stock
April 2016 issued 184 Million Shares of Commons Stock to Lauren Jarman for Conversion of Promissory Note.
April 2016 Investor Michael Sobeck Conversion of Prmissory Note into 221.6 Million Shares of Common Stock.
May 2016 issued 181.3 Million Shares of Commons Stock to Lauren Jarman for Conversion of Promissory Note.
Stock Option Issuances
March 2014 Issued 210 million shares to Dee Kotak Employee Services.
March 2014 Issued 20 million shares to Ben Fichter Employee Services.
March 2014 Issued 20 million shares to Sariah Glosenger Employee Services.
March 2014 Issued 20 million shares to Tara Hilton Employee Services.
March 2014 Issued 35 million shares to John Martinez Employee Services.
March 2014 Issued 15 million shares to Ken McLeod Employee Services.
March 2014 Issued 10 million shares to Lawrence Michaelis Employee Services.
March 2014 Issued 20 million shares to William Monn Employee Services.
March 2014 Issued 35 million shares to Ian Rawe Employee Services.
March 2014 Issued 10 million shares to Erin Ritter Employee Services.
March 2014 Issued 20 million shares to Richard Staelin Employee Services.
March 2014 Issued 20 million shares to Mary K. Whelan Employee Services.
March 2014 Issued 10 million shares to William Van der Veis Employee Services.
March 2014 Issued 15 million shares to Ed Whelan Employee Services.

5) Financial Statements

Financial Statements are attached

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

BioElectronics Corporation is the leading commercial stage company in the field of non-invasive electroceutical medical devices. The devices are small, lightweight, and wearable that produces a pulsating electromagnetic field that affects cells and nerves to treat acute and chronic pain. The leading product ActiPatch Therapy is a drug-free, safe, and effective chronic pain therapy that reduces inflammation and pain by 57% and medication use by 50%. 48% of the UK users take opioids for chronic pain and 76% have experienced a moderate to complete elimination of the opioids.

ActiPatch therapy is the leading analgesic in Walgreens/Boots in the UK. The Company is aggressively pursuing US FDA over-the-counter market clearance to access the United States market.

Chronic Pain 20% of adults globally suffers from chronic pain. The chronic pain market is larger than diabetes, heart disease, and cancer combined. ActiPatch is an over-the-counter $30.00 medical device, which addresses the unmet need for 1.5 billion worldwide chronic pain sufferers. Chronic pain modifies the way the central nervous system works. The modification results in an increase in pain perception from less provocation. The technology of the ActiPatch modulates the body's nerve activity to dampen the pain perception, which reduces drug use. Ken McLeod, PhD. Director of Clinical Science and Engineering Research, Binghamton University Sate University of New York short video explains how the technology and ActiPatch work at http://actipatch.com/why-actipatch/. The technology has the potential to become the standard of care to be used throughout the healthcare continuum across the OTC and healthcare markets. BioElectronics technology offers significant opportunities in menstrual pain, heel pain, migraine headaches, diabetic neuropathy, postoperative surgery, chronic wounds, bone growth stimulation, and other applications.

US FDA OTC Market Clearance: BioElectronics and its consulting regulatory attorneys are confident that US market clearance can be achieved based on the filed data. The devices have recently been reclassified from Class III risk down to a Class II. The devices are approved for home use in the EU, Canada, and Australia and the Company has sold 1 million devices. Statistically significant and clinically meaningful pain reduction has been demonstrated in the three submitted ActiPatch random clinical trials, two in chronic and one acute musculoskeletal pain. Additionally we have included in the application the medical journal Pain Management published our 5,000+ survey results A UK registry study of the effectiveness of a new over-the-counter chronic pain therapy, Pain Manag. 2015 Nov; 5(6): 413-23, http://www.futuremedicine.com/doi/full/10.2217/PMT.15.35 reported an average baseline Visual Analogue Scale (VAS) score of 8.02 (scale is 0-10) and 2/3 of participants had more than 57% pain relief and the following long-term results:

- *2/3 (including opioid users) reported moderate to complete elimination of pain medications;*
- *2/3 reported improved sleep;*
- *3/4 reported increased physical activity; and,*
- *4/5 a substantial improvement in overall quality of life*

The consumer data demonstrates a consistent clinically meaningful effect in chronic musculoskeletal pain from a variety of etiologies (osteoarthritis, rheumatoid arthritis, fibromyalgia, post-surgical, neuropathic) affecting different regions of the body (back, hip, knee, wrist, elbow, and shoulder).

Demonstrates Marketability to Consumers the Company has Try and Tell sales and marketing campaign has won the OTC Bulletin "Best OTC Marketing Campaign on a Small Budget" award. Current chronic pain therapies do not meet the need for chronic pain relief and sufferers are skeptical. To overcome the skepticism and accelerate product acceptance, we promote a discounted 7-Day Trial device without an on/off switch. 65% of testers averaged a 57% reduction in pain and said they "intended" to or would "maybe" purchase and 80% did purchase an average of 1.75 devices within 90-days. After one year, the users purchased an average of 2.7 devices.

A. Date and State (or Jurisdiction) of Incorporation:
April 10, 2000 in the State of Maryland

B. the issuer's primary and secondary SIC Codes;
Primary – 3846 Electromedical Equipment Industry

C. the issuer's fiscal year end date;
12/31
D. principal products or services, and their markets;

7) Describe the Issuer's Facilities

The Company is headquartered, manages and operates its business at 4539 Metropolitan Court, Frederick, MD 21704 USA. The Company presently leases 4,100 sq. ft of space. The lease commenced on November 1, 2008 to October 31, 2011. The Company is currently on a month-to-month lease.

The main office consists of seven (7) offices, a conference room and reception area to accommodate staff and complete business activities. A separate area of space is dedicated to product, storage, packaging, machines, tables, and shipping supplies. It is well equipped with desks, computers, furniture, chairs, telephones, printers, copier, fax machine, cabinets and office supplies. The Company owns all furniture and fixtures.

8) Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons

Richard Staelin, PhD	Chairman of the Board
Andrew J. Whelan	President & Director
Mary K. Whelan	Director

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

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

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.

None

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

None

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel
Name: Sonfield & Sonfield
Address 1: 2500 Wilcrest, 3rd Floor
Address 2: Houston, TX 77042
Phone: 713-877-8333
Email: robert@sonfield.com

Accountant
Name: Brian P. Flood
Firm: Consult Your CFO
Address 1: 1680 Nickerson Way
Address 2: Arnold, MD 21012
Phone: 443-838-6352
Email: bflood@cfochesapeake.com

Investor Relations Consultant
Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

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).

The certifications shall follow the format below:

I, Andrew J. Whelan certify that:

1. I have reviewed this Quarterly Basic Disclosure Statement of BioElectronics Corporation;

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.

Dated this 15st day of August 2016 [Date]

Certified by: /s/ Andrew J. Whelan
Andrew J. Whelan, Chief Executive Officer

Certified by: /s/ Andrew J. Whelan
Andrew J. Whelan, President