

OTCQB Certification

I, Richard T Schumacher, President & CEO of Pressure BioSciences, Inc. ("the Company"), certify that:

- The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (mark the box below that applies with an "X"):

REGISTERED or REPORTING WITH THE SEC:

- ☐ Company is registered under Section 12(g) of the Exchange Act
☒ Company is reporting under Section 15(d) of the Exchange Act.
☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
☐ Company is reporting under Regulation A (Tier 2)
☐ Other (describe) _____

EXEMPT FROM SEC REGISTRATION/NO SEC REPORTING OBLIGATIONS:

- ☐ Company is exempt from registration under Exchange Act Rule 12g3-2(b)
☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
☐ Company is reporting under the Alternative Reporting Company Disclosure Guidelines and is otherwise exempt from registration and not required to file periodic reporting

- The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.
- The company is duly organized, validly existing and in good standing under the laws of Massachusetts, Bristol County in which the Company is organized or does business.
- The share information below is for the primary OTCQB traded security as of the latest practicable date:

US Trading Symbol		PBIO	As of (date):
Shares Authorized	(A)	<u>100,000,000</u>	<u>March 31, 2023</u>
Total Shares Outstanding	(B)	<u>15,975,211</u>	<u>March 31, 2023</u>
Number of Restricted Shares ¹	(C)	<u>6,197,123</u>	<u>March 31, 2023</u>
Unrestricted Shares Held by Officers, Directors, 10% Control Persons & Affiliates	(D)	<u>0</u>	<u>March 31, 2023</u>
Public Float: <i>Subtract Lines C and D from Line B</i>	(E)	<u>9,778,088</u>	<u>March 31, 2023</u>
% Public Float: <i>Line E Divided by Line B (as a %)</i> ²	(F)	<u>61</u>	<u>March 31, 2023</u>
Number of Beneficial Shareholders of at least 100 shares ³	(G)	<u>1,147</u>	<u>April 11, 2023</u>

¹ Restricted Shares means securities that are subject to resale restrictions for any reason. Your transfer agent should be able to provide the total number of restricted securities.

² Public Float means the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "10 percent Control Person"), or any Affiliates thereof, or any Family Members of officers, directors, and control persons. Family Member shall mean a Person's spouse, parents, children, and siblings, whether by blood, marriage or adoption, or anyone residing in such Person's home. OTCQB traded securities are required to have a freely traded public float of at least 10% of the shares outstanding unless an exemption applies.

³ Beneficial Shareholder means any person who, directly or indirectly has or shares voting power of such security or investment power, which includes the power to dispose, or to direct the disposition of, such security. OTCQB traded securities are required to have at least 50 beneficial shareholders unless an exemption applies.

5. Convertible Debt:

The following is a complete list of all promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities that were issued or outstanding at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification. **(If the note is no longer outstanding as of the current date, but was outstanding during the previously described timeframe, the note must still be disclosed in the table below.):**

☐ Check this box if there were no promissory notes, convertible notes, or other convertible debt arrangements issued or outstanding at any point during this time period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) ⁴	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed). ⁶	Reason for Issuance (e.g., Loan, Services, etc.)
Total Outstanding Balance:			Total Shares:					

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

See attached

6. The following is a complete list of any law firm(s) and attorney(s) that acted as the Company's primary legal counsel in preparing its most recent annual report. **Include the firm and attorney(s) name if outside counsel, or name and title if internal counsel.** (If no attorney assisted in putting together the disclosure, identify the person(s) who prepared the disclosure and their relationship to the company.) Please also identify any other attorney, if different than the primary legal counsel, that assisted the company during the prior fiscal year on any matter including but not limited to, preparation of disclosure, press releases, consulting services, corporate action or merger assistance, etc.

Lucosky Brookman LLP

⁴ The Outstanding Balance is to include accrued interest.

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

⁶ International Reporting Companies may elect not to disclose the names of noteholders who are non-affiliates of the company. "Affiliate" is a Person that directly, or indirectly through one or more intermediaries, controls or is controlled by, or is under common control with, an officer, a director, or a shareholder beneficially owning 10 percent or more of the Company's outstanding shares.

Footnote	Issue Date	Conversion Price	12/31/2022 Loan Principal	# of Shares Converted to Date	# of Potential shares to be Converted	Reason for Issuance	Conversion Terms
Convertible Notes							
AJB Capital	(6)	6/28/2021	(6) \$ 700,000	-	280,000	Loan	See Footnote
Auctus Private Equity	(1)(2)	6/4/2019	\$ 2.50 \$ 302,484	-	120,994	Loan	See Footnote
Clay 1/2/2020 Loan	(1)	1/2/2020	\$ 2.50 \$ 330,000	-	132,000	Loan	See Footnote
Clay 1/24/2020 Loan	(1)	1/24/2020	\$ 2.50 \$ 247,500	-	99,000	Loan	See Footnote
Clay 1/29/2020 Loan	(1)	1/29/2020	\$ 2.50 \$ 363,000	-	145,200	Loan	See Footnote
Clay 11/15/2020 Loan 1 (1)	(1)	11/15/2019	\$ 2.50 \$ 165,000	-	66,000	Loan	See Footnote
Clay 11/21/2020 Loan 1 (1)	(1)	11/21/2019	\$ 2.50 \$ 155,000	-	62,000	Loan	See Footnote
Clay 2/12/2020 Loan	(1)	2/12/2020	\$ 2.50 \$ 275,000	-	110,000	Loan	See Footnote
Clay 2/21/2020 Loan	(1)	2/21/2020	\$ 2.50 \$ 165,000	-	66,000	Loan	See Footnote
Clay 3/11/2020	(1)	3/11/2020	\$ 2.50 \$ 330,000	-	132,000	Loan	See Footnote
Clay 3/13/2020	(1)	3/13/2020	\$ 2.50 \$ 165,000	-	66,000	Loan	See Footnote
Clay 3/26/2020 Loan	(1)	3/26/2020	\$ 2.50 \$ 111,100	-	44,440	Loan	See Footnote
Clay 4/8/2020 Loan	(1)	4/8/2020	\$ 2.50 \$ 276,100	-	110,440	Loan	See Footnote
Clay 4/17/2020 Loan	(1)	4/17/2020	\$ 2.50 \$ 143,750	-	57,500	Loan	See Footnote
Clay 4/22/2020 Loan	(1)(5)	4/22/2020	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
Clay 4/27/2020 Loan	(1)	4/27/2020	\$ 2.50 \$ 258,750	-	103,500	Loan	See Footnote
Clay 4/30/2020 Loan	(1)	4/30/2020	\$ 2.50 \$ 172,500	-	69,000	Loan	See Footnote
Clay 5/4/2020 Loan	(1)	5/4/2020	\$ 2.50 \$ 287,500	-	115,000	Loan	See Footnote
Clay 5/6/2020 Loan	(1)	5/6/2020	\$ 2.50 \$ 172,500	-	69,000	Loan	See Footnote
Clay 5/11/2020 Loan	(1)	5/11/2020	\$ 2.50 \$ 120,750	-	48,300	Loan	See Footnote
Clay 5/14/2020 Loan	(1)	5/14/2020	\$ 2.50 \$ 100,500	-	40,200	Loan	See Footnote
Clay 5/20/2020 Loan	(1)	5/20/2020	\$ 2.50 \$ 172,500	-	69,000	Loan	See Footnote
Clay 5/22/2020 Loan	(1)	5/22/2020	\$ 2.50 \$ 230,000	-	92,000	Loan	See Footnote
Clay 6/2/2020 Loan	(1)	6/2/2020	\$ 2.50 \$ 250,250	-	100,100	Loan	See Footnote
Clay 6/12/2020 Loan	(1)	6/12/2020	\$ 2.50 \$ 57,500	-	23,000	Loan	See Footnote
Clay 6/22/2020 Loan	(1)	6/22/2020	\$ 2.50 \$ 138,000	-	55,200	Loan	See Footnote
Clay 7/1/2020 Loan	(1)	7/1/2020	\$ 2.50 \$ 184,000	-	73,600	Loan	See Footnote
Clay 7/8/2020 Loan	(1)	7/8/2020	\$ 2.50 \$ 402,500	-	161,000	Loan	See Footnote
Clay 7/15/2020 Loan	(1)	7/15/2020	\$ 2.50 \$ 97,750	-	39,100	Loan	See Footnote
Clay 7/17/2020 Loan	(1)	7/17/2020	\$ 2.50 \$ 264,500	-	105,800	Loan	See Footnote
Clay 7/29/2020 Loan	(1)	7/29/2020	\$ 2.50 \$ 345,000	-	138,000	Loan	See Footnote
Clay 8/12/2020 Loan	(1)	8/12/2020	\$ 2.50 \$ 172,500	-	69,000	Loan	See Footnote
Clay 8/14/2020 Loan	(1)	8/14/2020	\$ 2.50 \$ 289,950	-	115,980	Loan	See Footnote
Clay 8/27/2020 Loan	(1)	8/27/2020	\$ 2.50 \$ 138,000	-	55,200	Loan	See Footnote
Clay 9/4/2020 Loan	(1)	9/4/2020	\$ 2.50 \$ 80,500	-	32,200	Loan	See Footnote
Clay 9/9/2020 Loan	(1)	9/9/2020	\$ 2.50 \$ 172,500	-	69,000	Loan	See Footnote
Clay 10/7/2020 Loan	(1)	10/7/2020	\$ 2.50 \$ 126,500	-	50,600	Loan	See Footnote
Clay 12/3/2020 Loan	(1)	12/3/2020	\$ 2.50 \$ 172,500	-	69,000	Loan	See Footnote
Clay 1/27/21 Loan	(1)	1/27/2021	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
Clay 2/17/21 Loan	(1)	2/17/2021	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
Clay 5/6/21 Loan	(1)	5/6/2021	\$ 2.50 \$ 402,500	-	161,000	Loan	See Footnote
Clay 6/17/21 Loan	(1)	6/17/2021	\$ 2.50 \$ 230,000	-	92,000	Loan	See Footnote
Clay 6/25/21 Loan	(1)	6/25/2021	\$ 2.50 \$ 977,500	-	391,000	Loan	See Footnote
Clay - 7/1/21 Loan	(1)	7/3/2021	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
Clay 8/31/21 Loan	(1)	8/31/2021	(9) \$ 189,750	-	75,900	Loan	See Footnote
James Lederer	(13)	7/1/2021	\$ 2.50 \$ 185,000	-	74,000	Loan	See Footnote
Brandon Williams	(1)(13)	7/6/2021	\$ 2.50 \$ 500,000	-	200,000	Loan	See Footnote
Patrick Gruhn		7/6/2021	\$ 2.50 \$ 500,000	-	200,000	Loan	See Footnote
Kimberly Stewart		7/16/2021	\$ 2.50 \$ 52,000	-	20,800	Loan	See Footnote
622 Capital	(3)(13)	7/19/2021	(8) \$ 352,188	-	140,875	Loan	See Footnote
John Hollister		9/8/2021	(7) \$ 65,000	-	26,000	Loan	See Footnote
KBIA	(1)	9/13/2021	(7) \$ 100,000	-	40,000	Loan	See Footnote
Patrick Gruhn	(1)	9/15/2021	(7) \$ 250,000	-	100,000	Loan	See Footnote
Brandon Williams	(1)	9/16/2021	(7) \$ 250,000	-	100,000	Loan	See Footnote
James Downey	(1)	9/24/2021	(7) \$ 80,000	-	32,000	Loan	See Footnote
Harlon Holdings	(1)	9/21/2021	(7) \$ 250,000	-	100,000	Loan	See Footnote
Hackett 9/21/20 Loan		9/21/2020	\$ 2.50 \$ 345,000	-	138,000	Loan	See Footnote
Mark Herskowitz 7/29/20 Loan	(1)(5)	7/29/2020	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
Chese Herskowitz 10/22/20 Loan	(1)(5)	10/22/2020	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
Mark Herskowitz	(1)(5)	10/22/2021	\$ 2.50 \$ 189,750	-	75,900	Loan	See Footnote
Mark Herskowitz	(1)(5)	11/1/2021	\$ 2.50 \$ 189,750	-	75,900	Loan	See Footnote
Wayne Harding		6/4/2021	\$ 2.50 \$ 50,000	-	20,000	Loan	See Footnote
Jim Gathard	(1)(4)	1/3/2019	\$ 2.50 \$ 50,000	-	20,000	Loan	See Footnote
LG Capital	(1)(2)	7/19/2019	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
LG Capital	(1)(2)	9/27/2019	\$ 2.50 \$ 78,750	-	31,500	Loan	See Footnote
LG Capital	(1)(2)	10/24/2019	\$ 2.50 \$ 78,750	-	31,500	Loan	See Footnote
Rosa Blum-Heir 678 Trust		3/2/2021	\$ 2.50 \$ 55,000	-	22,000	Loan	See Footnote
William Heisinger		3/11/2022	\$ 2.50 \$ 100,000	-	40,000	Loan	See Footnote
GS Capital		4/19/2022	(12) \$ 95,000	-	38,000	Loan	See Footnote
David Miller	(13)(14)	5/24/2022	\$ 2.50 \$ 950,000	-	380,000	Loan	See Footnote
Pietro Sorrentino		7/15/2022	\$ 2.50 \$ 22,000	-	8,800	Loan	See Footnote
David Vitak		8/2/2022	(10) \$ 25,000	-	10,000	Loan	See Footnote
Diagonal Lending		8/10/2022	(12) \$ 116,504	-	46,602	Loan	See Footnote
Nicholas Halsey		8/1/2022	(16) \$ 50,000	-	20,000	Loan	See Footnote
Nicholas Halsey		8/17/2022	(15) \$ 50,000	-	20,000	Loan	See Footnote
James Downey		8/24/2022	(15) \$ 200,000	-	80,000	Loan	See Footnote
Kimberly Stewart		9/7/2022	(14) \$ 50,000	-	20,000	Loan	See Footnote
MBS GLOEQ		9/7/2022	(12) \$ 65,625	-	26,250	Loan	See Footnote
BHP Capital		9/16/2022	(17) \$ 113,000	-	45,200	Loan	See Footnote
Quick Capital		9/12/2022	(12) \$ 120,250	-	48,100	Loan	See Footnote
John Hollister		9/29/2022	(14) \$ 52,000	-	20,800	Loan	See Footnote
Fig Funding		9/30/2022	(18) \$ 262,500	-	105,000	Loan	See Footnote
Arlene Lubbock		10/17/2022	\$ 2.50 \$ 150,000	-	60,000	Loan	See Footnote
Todd Hackett		10/21/2022	\$ 2.50 \$ 230,000	-	92,000	Loan	See Footnote
Pietro Sorrentino		10/24/2022	\$ 2.50 \$ 50,000	-	20,000	Loan	See Footnote
John Hollister		10/31/2022	\$ 2.50 \$ 52,000	-	20,800	Loan	See Footnote
Sanguine Group		11/3/2022	\$ 2.50 \$ 460,000	-	184,000	Loan	See Footnote
Diagonal Lending - 11/17/22		11/17/2022	\$ 89,964	-	35,986	Loan	See Footnote
Wayne Harding		12/1/2022	\$ 2.50 \$ 26,000	-	10,400	Loan	See Footnote
Chase Financing (Robbie Herskowitz)		12/14/2022	\$ 2.50 \$ 115,000	-	46,000	Loan	See Footnote
Cove Funding		12/1/2022	\$ 2.50 \$ 261,019	-	104,408	Loan	See Footnote
Mark Herskowitz		12/16/2022	\$ 2.50 \$ 172,500	-	69,000	Loan	See Footnote
			\$ 18,240,184	-	7,296,079		

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7. The following is a complete list of third-party providers, engaged by the Company, its officers, directors or controlling shareholders, at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification, to provide investor relations services, public relations services, marketing, brand awareness, consulting, stock promotion, or any other related services to the Company. **Please include the following items in this list: firm name, firm address, primary contact name and description of services provided.** If none, please state "None".

Computershare	Transfer Agent
Malone Bailey	Auditors
Plum Tree	Investor Relations
SAFLink, LLC	Investor Relations
J. Charles	Investor Relations

8. Officers, Directors and 5% Control Persons:

The following is a complete list of Officers, Directors and 5% Control Persons (control persons are beneficial owners of five percent (5%) or more of any class of the issuer's equity securities), including name, address, and number of shares owned. Preferred shares, options, warrants that can be converted into common shares within the next 60 days should be included in the shareholdings listed below. **If any of the beneficial shareholders are corporate entities, provide the name and address of the person(s) owning or controlling such corporate entities. If the corporate entity owning 5% or more does not have a person(s) owning or controlling it, provide a note explaining why. For nominee accounts owning 5% or more, provide the name of the 5% beneficial shareholder for this account. If there are no beneficial shareholders of 5% or more behind a nominee account, add a note confirming this.**

Name (First, Last)	Position/company affiliation (ex: CEO, 5% control person)	City and State (and Country if outside US)	Number of Shares Owned (list common, preferred, warrants and options separately)	Class of shares owned	Percentage of Class of Shares Owned (undiluted)
Richard T Schumacher	President & CEO	Taunton, MA	43,261	Common	4.0
Jeffrey N Peterson	Chairman of Board	Sunnyvale, CA	38,560	Common	3.6
Kevin A Pollack	Board Member	South Easton, MA	26,020	Common	1.8
Vito J Mangiardi	Board Member	San Rafael, CA	13,795	Common	1.4
Michael S Urdea	Board Member	Alamo, CA	22,548	Common	1.6
Edmund Y Ting	Sr VP of Engineering	Renton, WA	815	Common	.9
Alexander V Lazarev	Chief Science Officer	Woburn, MA	4,613	Common	1.2
Richard T Schumacher	President & CEO	Taunton, MA	32,091	Preferred	0.0035
Jeffrey N Peterson	Chairman of Board	Sunnyvale, CA	65,200	Preferred	0.0071
Kevin A Pollack	Board Member	South Easton, MA	20,534	Preferred	0.0022
Vito J Mangiardi	Board Member	San Rafael, CA	4,400	Preferred	0.0022
Michael S Urdea	Board Member	Alamo, CA	20,200	Preferred	0.0005
Edmund Y Ting	Sr VP of Engineering	Renton, WA	0	Preferred	0
Alexander V Lazarev	Chief Science Officer	Woburn, MA	26,460	Preferred	0.0029

Name (First, Last)	Position/company affiliation (ex: CEO, 5% control person)	City and State (and Country if outside US)	Number of Shares Owned (list common, preferred, warrants and options separately)	Class of shares owned	Percentage of Class of Shares Owned (undiluted)
Richard T Schumacher	President & CEO	Taunton, MA	32,091	Warrants	0.0020
Jeffrey N Peterson	Chairman of Board	Sunnyvale, CA	65,200	Warrants	0.0040
Kevin A Pollack	Board Member	South Easton, MA	20,534	Warrants	0.0013
Vito J Mangiardi	Board Member	San Rafael, CA	4,400	Warrants	0.0012
Michael S Urdea	Board Member	Alamo, CA	20,200	Warrants	0.0003
Edmund Y Ting	Sr VP of Engineering	Renton, WA	0	Warrants	0
Alexander V Lazarev	Chief Science Officer	Woburn, MA	26,460	Warrants	0.0016
Richard T Schumacher	President & CEO	Taunton, MA	432,668	Options	0.33
Jeffrey N Peterson	Chairman of Board	Sunnyvale, CA	120,312	Options	0.09
Kevin A Pollack	Board Member	South Easton, MA	70,408	Options	0.05
Vito J Mangiardi	Board Member	San Rafael, CA	70,408	Options	0.04
Michael S Urdea	Board Member	Alamo, CA	52,072	Options	0.05
Edmund Y Ting	Sr VP of Engineering	Renton, WA	106,740	Options	0.08
Alexander V Lazarev	Chief Science Officer	Woburn, MA	91,340	Options	0.07

Use the space below to provide any additional details, including conversion terms of any class of the issuer's equity securities:

9. Certification:

Date: May 14, 2023

Name of Certifying CEO or CFO: Richard T Schumacher

Title: President & CEO

Signature:

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