

## **Statement Pursuant to the Pink Basic Disclosure Guidelines**

**Premier Biomedical, Inc. (the publicly traded company now Premier Holding Corp., following the holding company reorganization the announcement of which to be pursued with FINRA)**

A Colorado Corporation

20750 Civic Center Drive, Suite 418, Southfield MI 48076

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248 763 3203

<https://www.premierbiomedical.com>

[support@premierbiomedical.com](mailto:support@premierbiomedical.com)

SIC Code: 2836

**Annual Report**  
**For the Period Ending: December 31, 2021**  
(the "Reporting Period")

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 999,980,958

As of September 30, 2021, the number of shares outstanding of our Common Stock was: 999,980,958

As of September 30, 2021, the number of shares outstanding of our Common Stock was: 999,980,958

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

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<sup>1</sup> "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

Yes: ☐ No: ☒

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

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

Premier Biomedical, Inc. was incorporated in the State of Nevada on May 10, 2010 ("Inception"). The Company was formed to develop and market medications and procedures that address a significant number of the most highly visible health issues currently affecting mankind. Our current focus is primarily on the development and distribution of our pain products. Pursuant to a holding company reorganization of August 2020, the publicly traded company became Premier Holding Corp. ("the Company").

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

Premier Biomedical, Inc., was incorporated in 2010. Premier Holding Corp., the successor issuer, was incorporated August 14, 2020.

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

OTC Markets has issued a 'Stop' sign on our trading, as we filed a Form 15-12G with the Securities & Exchange Commission on June 15, 2021

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

None

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

20750 Civic Center Drive, Suite 418, Southfield MI 48076

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

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

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

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(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.

## 2) Security Information

Trading symbol:	<u>BIEI</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>74048K203</u>
Par or stated value:	<u>\$0.00001</u>
Total shares authorized:	<u>1,000,000,000</u> as of date: <u>December 31, 2021</u>
Total shares outstanding:	<u>999,980,958</u> as of date: <u>December 31, 2021</u>
Number of shares in the Public Float <sup>2</sup> :	<u>999,980,958</u> as of date: <u>December 31, 2021</u>
Total number of shareholders of record:	<u>122</u> as of date: <u>December 31, 2021</u>

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

Trading symbol:	<u>BIEI</u>
Exact title and class of securities outstanding:	<u>Series A Convertible Preferred</u>
CUSIP:	<u>N/A</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>10,000,000</u> as of date: <u>December 31, 2021</u>
Total shares outstanding:	<u>2,000,000</u> as of date: <u>December 31, 2021</u>

Trading symbol:	<u>BIEI</u>
Exact title and class of securities outstanding:	<u>Series B Convertible Preferred</u>
CUSIP:	<u>N/A</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>1,000,000</u> as of date: <u>December 31, 2021</u>
Total shares outstanding:	<u>133,780</u> as of date: <u>December 31, 2021</u>

### Transfer Agent

Name: Issuer Direct  
Phone: (919) 481-4000  
Email: [info@issuerdirect.com](mailto:info@issuerdirect.com)  
Address: One Glenwood Ave., Suite 1001, Raleigh, NC 27603

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

## 1) Issuance History

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

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

### **A. Changes to the Number of Outstanding Shares**

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

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

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

Opening Balance 12/31/18 5,652,410 Common shares

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.
01/01/19	New Issuance	276,960	Common	\$ 5,345	Yes	DiamondRockCap Gregg Garnick	Debt Conversion	Unrestricted	Exempt
01/02/19	New Issuance	281,385	Common	\$ 6,500	Yes	SEGStevenAxman	Debt Conversion	Unrestricted	Exempt
01/11/19	New Issuance	280,000	Common	\$ 5,597	Yes	DiamondRockCap Gregg Garnick	Debt Conversion	Unrestricted	Exempt
01/23/19	New Issuance	260,000	Common	\$ 6,513	Yes	DiamondRockCap Gregg Garnick	Debt Conversion	Unrestricted	Exempt
02/01/19	New Issuance	315,000	Common	\$ 7,875	Yes	DiamondRockCap Gregg Garnick	Debt Conversion	Unrestricted	Exempt
02/12/19	New Issuance	346,200	Common	\$ 6,924	Yes	DiamondRockCap Gregg Garnick	Debt Conversion	Unrestricted	Exempt
02/26/19	New Issuance	340,000	Common	\$ 5,273	Yes	DiamondRockCaG regg Garnick	Debt Conversion	Unrestricted	Exempt
03/06/19	New Issuance	370,000	Common	\$ 5,739	Yes	DiamondRockCap Gregg Garnick	Debt Conversion	Unrestricted	Exempt
03/22/19	New Issuance	386,000	Common	\$ 6,369	Yes	DiamondRockCap Gregg Garnick	Debt Conversion	Unrestricted	Exempt
04/26/19	New Issuance	400,000	Common	\$ 4,520	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
05/07/19	New Issuance	460,000	Common	\$ 5,106	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
05/10/19	New Issuance	349,463	Common	\$ -	Yes	SEG-RedaShex StevenAxman	Pref Stock Conversion	Unrestricted	Exempt
05/16/19	New Issuance	480,000	Common	\$ 4,992	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
05/22/19	New Issuance	497,512	Common	\$ 6,000	Yes	SEGStevenAxman	Debt Conversion	Unrestricted	Exempt
05/28/19	New Issuance	505,000	Common	\$ 4,596	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
06/07/19	New Issuance	530,000	Common	\$ 2,703	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
06/17/19	New Issuance	550,000	Common	\$ 2,530	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
06/21/19	New Issuance	612,500	Common	\$ 2,818	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt

06/27/19	New Issuance	640,000	Common	\$ 2,944	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
07/08/19	New Issuance	666,667	Common	\$ -	Yes	RedDiamond Part Ners/AlanUrynia	Pref Stock Conversion	Unrestricted	Exempt
07/11/19	New Issuance	634,057	Common	\$ 3,500	Yes	SEG-RedaShex StevenAxman	Debt Conversion	Unrestricted	Exempt
07/16/19	New Issuance	707,071	Common	\$ -	Yes	RedDiamond Part Ners/AlanUrynia	Pref Stock Conversion	Unrestricted	Exempt
07/23/19	New Issuance	741,741	Common	\$ -	Yes	RedDiamond Part Ners/AlanUrynia	Pref Stock Conversion	Unrestricted	Exempt
07/29/19	New Issuance	796,297	Common	\$ -	Yes	RedDiamond Part Ners/AlanUrynia	Pref Stock Conversion	Unrestricted	Exempt
08/01/19	New Issuance	833,333	Common	\$ 2,500	Yes	SEGStevenAxman	Debt Conversion	Unrestricted	Exempt
08/02/19	New Issuance	851,853	Common	\$ -	Yes	RedDiamond Part Ners/AlanUrynia	Pref Stock Conversion	Unrestricted	Exempt
08/08/19	New Issuance	925,927	Common	\$ -	Yes	RedDiamond Part Ners/AlanUrynia	Pref Stock Conversion	Unrestricted	Exempt
08/12/19	New Issuance	982,400	Common	\$ 2,456	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
08/12/19	New Issuance	833,333	Common	\$ 2,500	Yes	SEG-RedaShex Steven Axman	Debt Conversion	Unrestricted	Exempt
08/13/19	New Issuance	1,030,000	Common	\$ 2,575	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
08/14/19	New Issuance	1,080,000	Common	\$ 2,700	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
08/15/19	New Issuance	1,124,000	Common	\$ 2,810	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
08/15/19	New Issuance	833,333	Common	\$ 2,500	Yes	SEG-RedaShex StevenAxman	Debt Conversion	Unrestricted	Exempt
08/19/19	New Issuance	1,230,000	Common	\$ 3,936	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
08/20/19	New Issuance	1,295,000	Common	\$ 4,533	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
08/22/19	New Issuance	1,360,000	Common	\$ 4,216	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
08/28/19	New Issuance	1,469,000	Common	\$ 4,554	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/03/19	New Issuance	1,540,000	Common	\$ 4,774	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/06/19	New Issuance	1,600,000	Common	\$ 4,960	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/10/19	New Issuance	1,590,000	Common	\$ 5,724	Yes	SEG-RedaShex StevenAxman	Debt Conversion	Unrestricted	Exempt

09/12/19	New Issuance	1,680,000	Common	\$ 5,040	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/16/19	New Issuance	1,863,000	Common	\$ 5,589	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/17/19	New Issuance	1,920,000	Common	\$ 6,912	Yes	SEG-RedaShex StevenAxman	Debt Conversion	Unrestricted	Exempt
09/18/19	New Issuance	1,950,000	Common	\$ 5,850	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/23/19	New Issuance	2,050,000	Common	\$ 6,150	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/26/19	New Issuance	2,150,000	Common	\$ 6,450	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
09/30/19	New Issuance	1,947,368	Common	\$ 7,400	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/02/19	New Issuance	1,947,368	Common	\$ 7,400	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/03/19	New Issuance	2,351,351	Common	\$ 8,700	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/03/19	New Issuance	2,324,324	Common	\$ 8,600	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/04/19	New Issuance	2,550,000	Common	\$ 6,375	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
10/07/19	New Issuance	2,333,333	Common	\$ 7,000	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/09/19	New Issuance	3,000,000	Common	\$ 5,700	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
10/10/19	New Issuance	3,000,000	Common	\$ 7,200	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/11/19	New Issuance	3,000,000	Common	\$ 6,600	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/11/19	New Issuance	3,170,000	Common	\$ 4,438	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
10/14/19	New Issuance	3,000,000	Common	\$ 5,700	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/17/19	New Issuance	3,750,000	Common	\$ 4,125	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
10/17/19	New Issuance	3,785,714	Common	\$ 5,300	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/18/19	New Issuance	3,714,286	Common	\$ 5,200	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/18/19	New Issuance	4,300,000	Common	\$ 3,784	Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
10/21/19	New Issuance	1,769,231	Common	\$ 2,300	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt

10/21/19	New Issuance	4,300,000	Common	\$ 4,300	Yes	RedDiamond Part Ners/AlanUryniaa	Debt Conversion	Unrestricted	Exempt
10/24/19	New Issuance	4,800,000	Common	\$ 3,456	Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
10/28/19	New Issuance	3,727,273	Common	\$ 4,100	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/28/19	New Issuance	5,100,000	Common	\$ 4,080	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
10/30/19	New Issuance	3,727,273	Common	\$ 4,100	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/31/19	New Issuance	5,510,204	Common	\$ 5,400	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
10/31/19	New Issuance	5,540,000	Common	\$ 4,432	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
11/05/19	New Issuance	5,454,545	Common	\$ 4,800	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
11/06/19	New Issuance	6,500,000	Common	\$ 3,120	Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
11/06/19	New Issuance	5,487,805	Common	\$ 4,500	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
11/06/19	New Issuance	6,280,000	Common	\$ 3,768	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
11/08/19	New Issuance	5,975,610	Common	\$ 4,900	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
11/08/19	New Issuance	7,140,000	Common	\$ 4,284	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
11/11/19	New Issuance	5,949,367	Common	\$ 4,700	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
11/11/19	New Issuance	8,120,000	Common	\$ 4,872	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
11/12/19	New Issuance	5,890,411	Common	\$ 4,300	Yes	Power Up Lending /Curt Kramer.	Debt Conversion	Unrestricted	Exempt
11/12/19	New Issuance	4,246,575	Common	\$ 3,100	Yes	Power Up Lending /Curt Kramer.	Debt Conversion	Unrestricted	Exempt
11/12/19	New Issuance	9,100,000	Common	\$ 4,095	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
11/27/19	New Issuance	9,780,000	Common	\$ 1,956	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
12/05/19	New Issuance	10,000,000	Common	\$ 2,000	Yes	RedDiamond Part Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
12/10/19	New Issuance	10,770,000	Common	\$ 2,154	Yes	RedDiamondPart Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
12/16/19	New Issuance	11,300,000	Common	\$ 1,695	Yes	RedDiamondPart Ners/AlanUrynia	Debt Conversion	Unrestricted	Exempt

12/19/19	New Issuance	11,800,000	Common	\$ 1,770	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
12/26/19	New Issuance	12,400,000	Common	\$ 1,860	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
Shares Outstanding Fiscal Year End: as of Second Most Recent Opening Balance									
Date 12/31/19 Common: 262,111,480									
Preferred: 2,133,780									

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.
01/02/20	New Issuance	12,450,000	Common	\$ 1,868	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
01/06/20	New Issuance	13,000,000	Common	\$ 1,950	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
01/08/20	New Issuance	14,300,000	Common	\$ 2,145	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
01/08/20	New Issuance	11,111,111	Common	\$ 2,000	Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
01/14/20	New Issuance	15,600,000	Common	\$ 1,560	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
01/16/20	New Issuance	16,300,000	Common	\$ 1,630	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
01/22/20	New Issuance	17,200,000	Common	\$ 1,720	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
01/28/20	New Issuance	18,000,000	Common	\$ 1,800	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
01/30/20	New Issuance	18,900,000	Common	\$ 1,890	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
02/04/20	New Issuance	19,900,000	Common	\$ 1,990	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
02/04/20	New Issuance	19,900,000	Common	\$ 1,592	Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
02/06/20	New Issuance	21,800,000	Common	\$ 2,180	Yes	RedDiamond Partners/AlanUrynia	Debt Conversion	Unrestricted	Exempt
02/06/20	New Issuance	22,900,000	Common	\$ 1,832	Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
03/24/20	New Issuance	2,540,001	Common	\$ 254	Yes	RedDiamond Partners/AlanUryniak	Debt Conversion	Unrestricted	Exempt



	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
03/24/20		23,333,333		\$ 2,800					
	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
03/24/20		23,333,333		\$ 2,800					
	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
03/25/20		25,000,000		\$ 3,000					
	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
03/26/20		25,000,000		\$ 3,000					
	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Restricted	Exempt
03/27/20		25,000,000		\$ 3,000					
	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
03/30/20		25,000,000		\$ 3,000					
	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
03/30/20		30,000,000		\$ 3,600					
	New Issuance		Common		Yes	Power Up Lending /Curt Kramer	Debt Conversion	Unrestricted	Exempt
04/01/20		8,700,000		\$ 1,044					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/07/20		35,100,000		\$ 2,808					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/08/20		35,200,000		\$ 2,816					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/09/20		37,000,000		\$ 2,960					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/14/20		38,800,000		\$ 3,104					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/15/20		40,700,000		\$ 3,256					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/16/20		42,800,000		\$ 4,280					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/17/20		44,900,000		\$ 5,388					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/20/20		44,000,000		\$ 7,040					
	New Issuance		Common		Yes	Crown Bridge/Soheil Ahdoot	Debt Conversion	Unrestricted	Exempt
04/21/20		10,101,700		\$ 2,020					
Opening Balance									
Date 12/31/21	Common: 999,980,958								
Preferred: 2,133,780									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

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

## B. Debt Securities, Including Promissory and Convertible Notes

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

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

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 (e.g. Loan, Services, etc.)
08/08/17	\$2,209	\$50,000	\$13,244	11/30/17	Convertible into our common stock at the greater of (i) 60% of the lowest traded price over the 15 days prior to conversion or (ii) a fixed \$0.00005 per share - Liquidated damages of \$1K per day for failure to provide certs, and compensation for Buy-In on failure to timely deliver certs. - Principal & interest due upon default at 50% of the lowest traded price over the previous 15 days, and an additional interest rate equal to the lesser of 2% per month (24% per annum) or the maximum rate per applicable law.	DiamondRockCap Gregg Garnick	Loan
04/24/18	\$17,364	\$30,000	\$2,936	07/31/18	Convertible into our common stock at 60% of the lowest traded price over the 15 days prior to conversion.	SEG-RedaShex, StevenAxman	Loan
07/11/18	\$3,182	\$120,000	\$3,177	10/31/18	Convertible into our common stock at 60% of the lowest traded price over the 15 days prior to conversion.	RedDiamond Partners LLC/ Alan Uryniak	Loan
07/11/18	\$60,000	\$60,000	\$6,182	10/31/18	Convertible into our common stock at 60% of the lowest traded price over the 15 days prior to conversion.	SEG-RedaShex, StevenAxma	Loan
04/17/19	\$11,044	\$51,500	\$7,540	04/17/20	Convertible into our common stock at 60% of the lowest traded price over the 20 days prior to conversion.	Crown Bridge/Soheil Ahdoot	Loan
06/07/19	\$13,756	\$38,000	\$5,098	06/07/20	VIII Convertible into our common stock at 61% of the avg of the two lowest closing bid prices over the 20 days prior to conversion.	Power Up Lending / Curt Kramer	Loan
07/02/19	\$36,050	\$36,050	\$9,731	06/27/20	Convertible into our common stock at 60% of the lowest traded price over the 20 days prior to conversion.	Crown Bridge/Soheil Ahdoot	Loan

08/02/19	\$38,000	\$38,000	\$8,224	08/02/20	VIII Convertible into our common stock at 61% of the avg of the two lowest closing bid prices over the 20 days prior to conversion.	Power Up Lending/ Curt Kramer	Loan
08/15/19	\$43,000	\$43,000	\$9,154	08/15/20	VIII Convertible into our common stock at 61% of the avg of the two lowest closing bid prices over the 20 days prior to conversion.	Power Up Lending/ Curt Kramer	Loan
09/12/19	\$25,750	\$25,750	\$6,340	09/12/20	Convertible into our common stock at 60% of the lowest traded price over the 20 days prior to conversion.	Crown Bridge/Soheil Ahdoot	Loan
10/03/19	\$150,000	\$150,000	\$35,902	10/03/20	Convertible into our common stock at 60% of the lowest traded price over the 15 days prior to conversion, less \$1,000 deduction from each conversion to cover holder's deposit fees.	Green Coast Cap. Int'l. SA /Kevin Bobryk	Loan

1 8/20/20 /./ \$17,834. /./ \$ 17,834././ \$ 2,140. / 8/20/21. Convertible into common at 75%. /./ Ronnie Godeaux. /./ Loan /./  
1 8/20/20. /./ \$35,639 /./ \$35,639././ \$ 4,276. / 8/20/22. Convertible into common at 75%. /./ Ronnie Godeaux. /./ Loan /./

#### 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

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

Name: Liam Tynan  
Title: Accountant  
Relationship to Issuer: Consultant

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

- C. Balance sheet;  
A. Statement of income;  
B. Statement of cash flows;  
C. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)  
D. Financial notes; and  
E. Audit letter, if audited

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

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

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

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above).

**The Annual Financial Statements dated 12/31/21 are incorporated by reference as they are posted on [www.otcmarkets.com](http://www.otcmarkets.com)**

## **5) Issuer's Business, Products and Services**

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

B. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations") The Company is a holding company and acquisition vehicle for established businesses.

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

Premier Biomedical Pain Relief, Inc. a dissolved wholly-owned subsidiary of Premier Biomedical, Inc.

D. Describe the issuers' principal products or services.

research of medical solutions.

## **6) Issuer's Facilities**

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

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

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases. None

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

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

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

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
John Maddox	CEO	20750 Civic Center Drive, Suite 418, Southfield MI 48076	None	N/A	N/A	

### 1) Legal/Disciplinary History

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

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

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

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

## 9) Third Party Providers

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

### Securities Counsel

Name: John Dolkart  
Firm: Dolkart Law  
Address 1: 100 Pine St., Suite 1250  
Address 2: San Francisco, CA 94111  
Phone: (619) 501-1083  
Email: [John@dolkartlaw.com](mailto:John@dolkartlaw.com)

Name: Gary L. Blum Esq.  
Firm: Law Offices of Gary L. Blum  
Address 1: 3278 Wiltshire Blvd., Suite 603  
Address 2: Los Angeles, CA 90010  
Phone: (213) 381-7450  
Email: [gblum@gblumlaw.com](mailto:gblum@gblumlaw.com)

### Accountant or Auditor

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

## 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, John Maddox certify that:

1. I have reviewed this Annual disclosure statement for the Period Ending December 31., 2021 of the Company;

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.

April 15, 2022

/s/ John Maddox

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

*Principal Financial Officer:*

I, John Maddox certify that:

4. I have reviewed this Annual disclosure statement for the Period Ending December 31, 2021 of the Company;

5. 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

6. 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.

April 15, 2022

/s/ John Maddox

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