

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

**ENZOLYTICS, INC.**

1101 Raintree Circle, Suite 130, Allen, Texas 75013

(972)-292-9414

[www.enzolytics.com](http://www.enzolytics.com)

[info@enzolytics.com](mailto:info@enzolytics.com)

SIC Code 541711

**Annual Report**

**For the Period Ending: December 31, 2022**

(the "Reporting Period")

As of December 31, 2022, the number of shares outstanding of our Common Stock was: 2,830,435,953.

As of September 30, 2022, the number of shares outstanding of our Common Stock was: 2,830,435,953.

As of December 31, 2021, the number of shares outstanding of our Common Stock was: 2,797,935,953.

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:

Yes: ☐ No: ☒

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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

(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 of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities and the dates of the name changes. The exact name of the issuer is: **Enzolytics, Inc.**

Formerly	Date changed
Immunotech Laboratories, Inc	September 11, 2017
Eco-Petroleum Solutions, Inc.	November 16, 2012
Structural Enhancement Technologies Corp.	May 10, 2010
Extreme Mobile Coatings Worldwide Corp.	March 2, 2009
Extreme Mobile Coatings Corp., Ltd.	October 10, 2008
Falcon Media Services, Ltd.	November 24, 2004
T&T Homes Limited	July 28, 2004

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

State / Jurisdiction of Incorporation: United Kingdom  
Domiciled to Delaware February 23, 2009  
Re-Domiciled to Wyoming May 21, 2020  
Re-Domiciled to Delaware November 4, 2020  
(currently Delaware - active)

Date Incorporated: July 28, 2004

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception: None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:  
None

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

Enzolytics, Inc  
1101 Raintree Circle, Suite 130  
Allen, Texas 75013

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: ☐

Enzolytics, Inc.  
Texas A&M University Institute  
for Preclinical Studies  
College Station, TX 77843-4478

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**

## 2) Security Information

Trading symbol:	<u>ENZC PK</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>294112107</u>
Par or stated value:	<u>.0001</u>
Total shares authorized:	<u>3,000,000,000</u> as of date: <u>12/31/2022</u>
Total shares outstanding:	<u>2,830,435,953</u> as of date: <u>12/31/2022</u>

Number of shares in the Public Float <sup>2</sup> :	2,386,646,368	as of date: <u>12/31/2022</u>
Total number of shareholders of record:	<u>258</u>	as of date: <u>12/31/2022</u>

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

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Series A Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>60,000,000</u>	as of date: <u>12/31/2022</u>
Total shares outstanding:	<u>60,000,000</u>	as of date: <u>12/31/2022</u>
Number of shares in the Public Float <sup>3</sup> :	0	as of date: <u>12/31/2022</u>
Total number of shareholders of record:	5	as of date: <u>12/31/2022</u>

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Series B Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>465,000,000</u>	as of date: <u>12/31/2022</u>
Total shares outstanding:	<u>454,180,000</u>	as of date: <u>12/31/2022</u>
Number of shares in the Public Float <sup>4</sup> :	0	as of date: <u>12/31/2022</u>
Total number of shareholders of record:	11	as of date: <u>12/31/2022</u>

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Series C Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>12/31/2022</u>
Total shares outstanding:	<u>941,078</u>	as of date: <u>12/31/2022</u>
Number of shares in the Public Float <sup>5</sup> :	0	as of date: <u>12/31/2022</u>
Total number of shareholders of record:	3	as of date: <u>12/31/2022</u>

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Series D Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>1,000,000</u>	as of date: <u>12/31/2022</u>
Total shares outstanding:	<u>21,259</u>	as of date: <u>12/31/2022</u>
Number of shares in the Public Float <sup>6</sup> :	0	as of date: <u>12/31/2022</u>
Total number of shareholders of record:	67	as of date: <u>12/31/2022</u>
Trading symbol:	<u>N/A</u>	

Exact title and class of securities outstanding:	<u>Series E Preferred</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>12/31/2022</u>
Total shares outstanding:	<u>5,000,000</u>	as of date: <u>12/31/2022</u>
Number of shares in the Public Float <sup>7</sup> :	0	as of date: <u>12/31/2022</u>

<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> "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>4</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>5</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>6</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>7</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>8</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act..

Total number of shareholders of record:

1

as of date: 12/31/2022Transfer Agent

Name: Empire Stock Transfer, Inc.

Address: 1859 Whitney Mesa Dr.  
Henderson NV 89014

Phone: (702) 818-5898

Email: [brian@empirestock.com](mailto:brian@empirestock.com)Is the Transfer Agent registered under the Exchange Act?<sup>8</sup> Yes: ☒ No: ☐**3) 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**

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: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/2020</u> Common: <u>2,797,935,953</u> Preferred A: <u>60,000,000</u> Preferred B: <u>445,180,000</u> Preferred C: <u>941,078</u> Preferred D: <u>0</u> Preferred E: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
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.
<u>June 1, 2021</u>	<u>Issuance</u>	<u>1,250,000</u>	<u>Series E</u>	<u>.0001</u>	<u>no</u>	<u>Valentin Dimitrov</u>	<u>Cash</u>	<u>Restricted</u>	<u>Registration</u>
<u>June 16, 2021</u>	<u>Issuance</u>	<u>1,250,000</u>	<u>Series E</u>	<u>.0001</u>	<u>no</u>	<u>Valentin Dimitrov</u>	<u>Cash</u>	<u>Restricted</u>	<u>Registration</u>
<u>August 16, 2021</u>	<u>Issuance</u>	<u>400,000</u>	<u>Series B</u>	<u>.0001</u>	<u>no</u>	<u>Denitsa Stoilova Sidorova</u>	<u>Stock exchange</u>	<u>Restricted</u>	<u>Registration</u>
<u>August 16, 2021</u>	<u>Issuance</u>	<u>400,000</u>	<u>Series B</u>	<u>.0001</u>	<u>no</u>	<u>Volen Nikolov Sidorova</u>	<u>Stock exchange</u>	<u>Restricted</u>	<u>Registration</u>
<u>August 16, 2021</u>	<u>Issuance</u>	<u>100,000</u>	<u>Series B</u>	<u>.0001</u>	<u>no</u>	<u>Ivan Kostadiv Elandiev</u>	<u>Stock exchange</u>	<u>Restricted</u>	<u>Registration</u>
<u>August 16, 2021</u>	<u>Issuance</u>	<u>400,000</u>	<u>Series B</u>	<u>.0001</u>	<u>no</u>	<u>Desislav Slavov Chukolov</u>	<u>Stock exchange</u>	<u>Restricted</u>	<u>Registration</u>
<u>August 16, 2021</u>	<u>Issuance</u>	<u>700,000</u>	<u>Series B</u>	<u>.0001</u>	<u>no</u>	<u>Luchear Bogomil</u>	<u>Stock exchange</u>	<u>Restricted</u>	<u>Registration</u>
<u>December 31, 2021</u>	<u>Issuance</u>	<u>7,000,000</u>	<u>Series B</u>	<u>.0001</u>	<u>no</u>	<u>IMMB</u>	<u>Purchase</u>	<u>Restricted</u>	<u>Registration</u>
<u>May 9, 2022</u>	<u>Issuance</u>	<u>21,259</u>	<u>Series D</u>	<u>.0001</u>	<u>no</u>	<u>Crowdfunding Conversion</u>	<u>Debt exchange</u>	<u>Restricted</u>	<u>Registration</u>
<u>May 19, 2022</u>	<u>Issuance</u>	<u>2,500,000</u>	<u>Series E</u>	<u>.001</u>	<u>no</u>	<u>Valentin Dimitrov</u>	<u>Cash</u>	<u>Restricted</u>	<u>Registration</u>

Shares Outstanding on Date of This Report:

Date: 12/31/2022      Ending Balance  
Common: 2,830,435,953  
Preferred A: 60,000,000  
Preferred B: 454,180,000  
Preferred C: 941,078  
Preferred D: 21,259  
Preferred E: 5,000,000

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2019, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2017 through September 30, 2019 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above: None

## 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: ☒ X

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.)
11-01-2022	\$283,000.00	\$283,000.00	\$5,660.00	11-01-2023	Converts into 14,000,000 shares	Camelot Nevada Trust Kelli Austin	Loan

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

1. The note carries an interest rate of 10 percent per annum, and may be either repaid, at the election of the note holder in cash plus the issuance of shares of common stock of the Company in the amount of \$30,000 in value, or by the conversion of the principal and interest due into a total of \$45,000 in value of common stock of the Company.
2. As a result of the reorganization, in accordance with Section 251(g) of the DGCL, the remaining previous convertible and non-convertible debt of ENZC is debt of the Predecessor and convertible into shares of the non-public subsidiary or payable by the Predecessor rather than the Parent.
3. On November 16, 2020 the Company entered into debt exchange agreements with Seacor Capital, Inc., and Sky Direct, LLC whereby the balance of their outstanding notes and accrued interest were exchanged for Preferred Series C shares of ENZC extinguishing the debt obligation.

## 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>9</sup>: Name:

Jona Barnes, E. A., Partner  
Title: Partner  
Relationship to Issuer: None

<sup>9</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.

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.
- D. Statement of income.
- E. Statement of cash flows.
- F. Statement of Changes in Shareholders' Equity
- G. Financial notes; and
- H. Audit letter, if audited

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. ("Annual 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 Statements are Incorporated by reference and will be filed and the Financial Statements and Footnote document will be timely filed March 31, 2023.**

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

## **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:

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

Enzolytics, Inc. is a Delaware corporation in the development stage. The Corporation was initially incorporated, under the name of T and T Homes Limited on July 28, 2004, in the United Kingdom. On November 25, 2004, the name of the Corporation was amended to be Falcon Media Services, Ltd. On November 12, 2008, the Company changed its name to Extreme Mobile Coatings Corp., Ltd. On March 2, 2009, the Company changed its name to Extreme Mobile Coatings Worldwide Corp. On May 19, 2010, the Company changed its name to Structural Enhancement Technologies Corp. Lastly, on November 16, 2012, the Company amended its name to Eco-Petroleum Solutions, Inc. to indicate a change in its business plan to expand its operations by entering into the renewable energy sector to conduct the business of blending, bottling, and distributing private label motor oil, transmission fluid, and related products for the automotive aftermarket.

On July 21, 2017, the Company submitted a Corporate Action requesting a name and symbol change, as a required by the merger agreement, to change the name of the Company from Eco-Petroleum Solutions, Inc. to Immunotech Laboratories, Inc. to indicate the Company's entrance into the Drug Development Industry for Immunotherapies. The request was subsequently withdrawn, and the merger agreement terminated.

On October 25, 2017, the Company's subsidiary Immunotech Laboratories, Inc. submitted a request to for the retirement of the Immunotech Laboratories, Inc. symbol IMMB from the OTC Market. The request was subsequently denied, and a deficiency letter issued resulting in the termination of the merger agreement with ECPO. As a result of the merger termination, IMMB is a wholly separate entity from Enzolytics, Inc.

On January 15, 2018, the merger agreement with Immunotech Laboratories, Inc. was terminated except for Section 1.03(d)(i) which relates to the appointment of Harry Zhabilov as Chairman and CEO of ECPO which remained in effect.

On January 30, 2018, a new Corporate action was filed by the Company to change its name from Eco-Petroleum Solutions, Inc. to Enzolytics, Inc. to better represent the new business strategy. The Corporate action was approved on March 22, 2018, and the ticker symbol was changed from ECPO to ENZC. The amendment to the Articles of Incorporation in the state of Delaware were filed on January 17, 2018 changing the name to Enzolytics, Inc.

On March 26, 2018 an asset purchase agreement was entered with Immunotech Laboratories, Inc whereby the Exclusive License Agreement for the Patented Immunotherapy Treatment for the care of HIV/Aids and Hepatitis C patients, the Forty Nine Percent ownership in Immunotech Laboratories BG, all equipment and licensing of intellectual property associated with the Patented treatment in exchange for a secured note receivable, common stock of Enzolytics, Inc. issued to Immunotech Laboratories, Inc. and assumption of certain debt from Immunotech by Enzolytics, Inc.

On June 25, 2018, the Company entered into a settlement agreement and stipulation (“Settlement Agreement”) with Livingston Asset Management LLC (“Livingston”) in connection with the settlement of \$563,000 of bona fide obligations the Company owed to certain of its creditors. The Settlement Agreement was subject to Federal court fairness hearing, and on August 21, 2018, a Federal Court granted approval of the Settlement Agreement. If satisfied in full, pursuant to the Settlement Agreement the Company shall reduce the Company’s debt obligations in exchange for the issuance of 563,000,000 shares of Company’s common stock, in multiple tranches, pursuant to the terms of section 3(a)(10) of the Securities Act of 1933, as amended. At no time was Livingston allowed to beneficially own more than 9.99% of the Company’s outstanding common stock. In connection with the transaction, the Company issued to Livingston a convertible promissory note in the principal amount of \$100,000 bearing interest of 10% per year to cover legal fees and other expenses, The Note was convertible into shares of the Company’s common stock at 50% of the lowest closing bid price for 10 trading days prior to the date of conversion. Under the terms of a separate engagement letter, in connection with the settlement agreement, the Company was to pay a registered placement agent ten percent (10%) of the dollar amount of creditor obligations extinguished pursuant to the settlement agreement. As of March 31, 2020, 447,859,000 shares have been converted.

On April 30, 2020, the Company filed Foreign Profit Corporation Article of Continuance pursuant to Wyoming Statute W.S. 17-16-1810 to redomicile the Company from Delaware to Wyoming and increasing the authorized common shares to three billion. On May 21, 2020, the Company was approved by the State of Wyoming.

On September 15, 2020, Enzolytics, Inc. and BioClonetics Immunotherapy, Inc., a biotech company located in Dallas, TX, announced the execution of a Letter of Intent to merge the two entities together with the intent to combine the two proprietary technologies to evaluate the beneficial and synergistic effect of combining therapeutics of the two entities to treat those infected with the HIV virus.

On October 22, 2020, the Company announced the appointment, by the Board of Directors of the Company, on October 20, 2020, of Charles Cotropia to the position of CEO of Enzolytics. Mr. Cotropia also serves as CEO of the Company’s Merger target BioClonetics Immunotherapeutics, and Harry Zhabilov the former CEO of the Company has taken the position of CSO. Charles Cotropia was appointed to the Company’s Board of Directors on October 1, 2020. Simultaneously, Harry Zhabilov was appointed to the BioClonetics Immunotherapeutics board.

On November 4, 2020, the Company elected to bring the Company back into good standing in Delaware rather than complete the redomicile to Wyoming.

On November 16, 2020, the issuer (having been renamed, immediately prior to this Holding Company Reorganization, from “Enzolytics, Inc.” to “ENZC SUB, Inc.”) completed a corporate reorganization (the “Holding Company Reorganization”) pursuant to which ENZC SUB, Inc., as previously constituted (the “Predecessor”) became a direct, wholly-owned subsidiary of a newly formed Delaware corporation, Enzolytics, Inc. (the “Holding Company”), which became the successor issuer. In other words, the Holding Company is now the public entity. The Holding Company Reorganization was effected by a merger conducted pursuant to Section 251(g) of the Delaware General Corporation Law (the “DGCL”), which provides for the formation of a holding company without a vote of the stockholders of the constituent corporations.

In accordance with Section 251(g) of the DGCL, Enzolytics Merger Corp. (“Merger Sub”), another newly formed Delaware corporation and, prior to the Holding Company Reorganization, was an indirect, wholly owned subsidiary of the Predecessor, merged with and into the Predecessor, with the Predecessor surviving the merger as a direct, wholly owned subsidiary of the Holding Company (the “Merger”). The Merger was completed pursuant to the terms of an Agreement and Plan of Merger among the Predecessor, the Holding Company and Merger Sub, dated November 16, 2020 (the “Merger Agreement”).

As of the effective time of the Merger and in connection with the Holding Company Reorganization, all outstanding shares

of common stock and preferred stock of the Predecessor were automatically converted into identical shares of common stock or preferred stock, as applicable, of the Holding Company on a one-for-one basis, and the Predecessor's existing stockholders and other holders of equity instruments, became stockholders and holders of equity instruments, as applicable, of the Holding Company in the same amounts and percentages as they were in the Predecessor prior to the Holding Company Reorganization.

The executive officers and board of directors of the Holding Company are the same as those of the Predecessor in effect immediately prior to the Holding Company Reorganization.

For purposes of Rule 12g-3(a), the Holding Company is the successor issuer to the Predecessor, now as the sole shareholder of the Predecessor. Accordingly, upon consummation of the Merger, the Holding Company's common stock was deemed to be registered under Section 12(b) of the Securities Exchange Act of 1934, as amended, pursuant to Rule 12g-3(a) promulgated thereunder.

The Holding Company adopted a certificate of incorporation (the "Certificate") and bylaws (the "Bylaws") that are, in all material respects, identical to the certificate of incorporation and bylaws of the Predecessor immediately prior to the Holding Company Reorganization, with the possible exception of certain amendments that are permissible under Section 251(g)(4) of the DGCL. The Holding Company has the same authorized capital stock and the designations, rights, powers and preferences of such capital stock, and the qualifications, limitations and restrictions thereof are the same as that of the Predecessor's capital stock immediately prior to the Holding Company Reorganization.

The common stock of the Holding Company trades on OTC Markets under the symbol "ENZC" under which the common stock of the Predecessor was previously listed and traded. As a result of the Holding Company Reorganization, the common stock of the Predecessor will no longer be publicly trade.

On November 30, 2020, Enzolytics, Inc. (the "Company") entered into a Business Combination Agreement with Bioclonetics Immunotherapeutics, Inc., ("Bioclonetics") a Texas Corporation controlled by Charles S. Cotropia, the Company's current Chief Executive Officer.

As consideration for the Business Combination, and in exchange for 100% of the issued and outstanding stock of BioClonetics, the Company has agreed to issue a total of 204,430,000 newly issued shares of Series B Preferred Stock to Charles S. Cotropia, and other Bioclonetic's Designees and 90,570,000 shares of newly issued Series B Preferred Stock to Harry Zhabilov, the Company's current Chief Financial Officer. These shares were issued on December 7, 2020.

In addition, on November 30, 2020, the Zhabilov Trust, the Company's Controlling Shareholder, entered into a Control Block Transfer Agreement, under which the Zhabilov Trust has agreed to transfer 35,100,000 shares of Series A Preferred Stock (the "Control Block") to Charles S. Cotropia and other Bioclonetic's Designees. This reallocation of shares from Zhabilov Trust was completed on December 31, 2020.

After such share issuances and transfers were completed, Charles S. Cotropia became the Company's new Control Block holder and majority shareholder, in addition to his role as Chief Executive Officer of Enzolytics, Inc., resulting in a Change of Control.

In addition, on November 16, 2020 the Company entered into debt exchange agreements with Seacor Capital, Inc., and Sky Direct, LLC whereby the balance of their outstanding notes and accrued interest were exchanged for Preferred Series C shares of ENZC extinguishing the debt obligation.

As a result of the reorganization, in accordance with Section 251(g) of the DGCL, the remaining convertible and non- convertible debt of ENZC is now debt of the Predecessor and payable by or convertible into shares of the non-public subsidiary.



Pursuant to the terms of the Business Combination Agreement, on November 24, 2020, the Company formed two new Texas corporations as wholly-owned subsidiaries for the purpose of licensing certain patented technologies: Biogenysis, Inc. and Virogenitics, Inc.

On August 15, 2022, the company signed a lease its new physical address and telephone number, 1101 Raintree Circle, Suite 130 Allen, Texas 75013, telephone number, (972) 292-9414.

#### Patent License Agreement

Also on November 30, 2020, Virogenitics, Inc., a wholly-owned subsidiary of Enzolytics, Inc., entered into a Patent License Agreement with the Zhabilov Trust in order to license the U.S. Patent No. 7,479,538, entitled Irreversibly - Inactivated pepsinogen fragment and Pharmaceutical composition the same for detecting preventing and treating HIV; U.S. Patent No. 8,066,982, Irreversibly - Inactivated pepsinogen fragment and Pharmaceutical composition compressing the same for detecting preventing and treating HIV, including all patents issuing therefrom and any foreign counterparts thereof.

#### Provisional Patent for Immunotherapy Treatment of Multiple Sclerosis

On December 9, 2020 the company filed a provisional patent with the U.S. Patent Office for an Immunotherapy treatment of Multiple Sclerosis developed by Harry Zhabilov, titled **NUCLEAR PROTEINS ISOLATED FROM MAMMALIAN SPINAL CORD (SCNP) IMMUNE FACTOR**, Ser. No. 62/123341. The Company received confirmation of filing from the U.S. Patent Office on December 10, 2020. On January 19, 2021 the Company announced the receipt for the Multiple Sclerosis Patent Application.

#### Engagement of BTS Research for Planned Toxicity Test

On December 14, 2020, the Company engaged SAMM SOLUTIONS, INC. (DBA BTS Research), through a Master Service Agreement ("MSA"), to conduct a toxicity study on the Company's Flagship compound ITV-1. The Company has previously tested the compound in successful Clinical Trials in Bulgaria, but FDA regulations require separate Toxicity tests before an Investigational New Drug process may begin in the United States. The Company is still in the planning stages and based on the Mutual Recognition Agreement between the European Medicines Agency and the U. S, Federal Drug Administration may pre-empt the need for additional planned toxicity study. The toxicity started on June 1, 2022.

#### Texas A&M Facilities

Effective December 1, 2020, the Company, through Bioclonetics, entered a lease with Texas A & M University for office and laboratory space on the campus of Texas A&M University in the University's Institute for Preclinical Studies in order to expand the Company's development capabilities for the production of additional monoclonal antibodies.

#### PCAOB AUDITORS

On January 11, 2021, the Company engaged Malone Bailey to perform the Audit for the years ended December 31, 2019 and 2020. The Company completed the client approval process in early February. No unanswered accounting issues arose. It was determined in June of 2021 that the Bioclonetics transaction, which closed in November of 2020, should be accounted for as a reverse merger rather than a business combination and will be reported as such in the audited financials for ENZC. The requested change in accounting method required the books and records of Bioclonetics to be audited for the years ended December 31, 2019 and 2020 in accordance with GAAP standards by a PCAOB auditor. After the hiring of independent Accounting Consultants, it was determined that the Companies did do a business combination not a reverse merger, and as of the time of this filing, the Company has provided all the records and agreements, accounting memos and backup documentation requested by the consultant and the auditor. The Changes in Accounting Method will result in amendments to the quarters ending March 31, 2021, June 30, 2021, and September 30, 2021 immediately upon completion of the audits. In July of 2022, the Company and Malone Bailey terminated their relationship. There were no unresolved accounting or financial issues between the parties. Gries and Associates, LLC was retained on July 18, 2022, and completed the 2020-2021 audit on December 16, 2022. Gries and Associates were engaged in January 2023 to perform the 2022 Audit, which is currently underway.

#### Discovery of Seven Newly Identified Conserved Target Sites of the HIV Virus.

On February 1, 2021, the Company announced the discovery, using Artificial Intelligence, seven new expected immutable sites on the virus.

#### In Vitro Test Results for IPF Against Human Corona Virus 229E Strain (HCoV-229E)

In Vitro test result on the IPF peptide treatment against human corona virus strain 229-E from the Bulgarian National Centre of Infectious and Parasitic Diseases conducted by Petia Genova-Kalou were reported on February 16, 2021. The test results exhibited comparable efficiency but with 20-fold lower toxicity than the widely used anti-influenza medicine, Tamiflu.

#### In Vitro Test Results for IPF Against Herpes Simplex Virus (HSV-1)

- In-Vitro test results from the Bulgarian National Centre of Infectious and Parasitic Diseases conducted by Petia Genova-Kalou were reported on February 16, 2021, on the IPF peptide (IPF). The tests did not show toxicity to cells and effectively inhibited the infectious HSV-1 virus. Furthermore, it was more effective than Acyclovir and had no toxicity effects on Acyclovir.

#### Formation of International Medical Partners (IMBL) a Bulgarian Limited Liability Company

On February 22, 2021, the Company, along with its Bulgarian Partners, executed the Articles of Association to form International Medical Partners. The Company is a 50% owner of IMPL. Clinical Trial under the European Medicines Agency guidelines for the ITV-1 compound are being planned which the Bulgarian Partners are funding. The Company will be providing the necessary vials for testing. On May 7, 2021, the certificate of incumbency with the required apostille was received by IMPL and the final step necessary for the completion of the registration in Bulgaria was completed.

#### Distribution and Operational Agreement with IMBL

On March 16, 2021, the Company finalized the operational agreement with IMBL and a distribution agreement for the territories of the Member Countries of the European Medical Agency and the countries of Russia, Georgia, Ukraine, Moldova, Belarus, Armenia, Azerbaijan, Kazakhstan, Uzbekistan, Turkmenistan, Kyrgyzstan, Tajikistan, Estonia, Latvia, and Lithuania.

#### Issuance of Distributorship for India and multiple Eastern European Countries.

On May 12, 2021, the Company granted a distributorship license to a European pharma entity giving it the right to distribute the Company's anti-HIV-1 therapeutic ITV-1 in the countries of India, Pakistan, UAE, Indonesia, Philippines, Nigeria, Benin and Togo, Kenya, Tanzania, Rwanda, Libya, Uganda, North Sudan, Egypt, Morocco, and Tunisia. The Licensing Entity is the owner of a pharmaceutical plant in Eastern Europe. Pursuant to the Agreement, Enzolytics will receive \$1 Million USD and 50% ownership in the Licensing Entity valued at \$8 Million. The License is granted with a commitment by the Licensee to sale and distribute the ITV-1 therapeutic in the Licensed Territory. In addition, the Licensing Entity has invested \$2 Million USD in the Company in exchange for Company Preferred Series E stock bringing to the Company \$3 Million in cash plus a 50% ownership in the Licensing Entity. This agreement will result in establishing a committed partner for sale and distribution of the Company's ITV-1 therapeutic in the Licensed Territory as well as 50% ownership in Licensee and its profit derived from sales in the Licensed Territory.

#### Enzolytics, Inc. and Intel Corporation White Paper on Use of Artificial Intelligence

On May 17, 2021, Enzolytics Inc. and Intel Corporation published a thought leadership collaboration. The white paper titled, "Optimizing Empathetic A.I. to Cure Deadly Diseases," highlights Intel's Artificial Intelligence Analytic tools and Enzolytic's innovative approach and groundbreaking contributions to create universal, durable, and broadly effective treatment targeting all virus variants.

#### Discovery of Conserved Immutable Target Sites on HTLV-1 Virus

The Company announced on May 26, 2021, that it had identified conserved, expectedly immutable sites on the HTLV-1 virus against which it will produce targeted anti-HTLV-1 monoclonal antibodies (mAbs). There are no effective vaccines against HTLV-1 and no antiviral drugs available for treating infections caused by the virus. Utilizing the Company's proprietary Artificial Intelligence (AI) methodology, conserved target sites have now been identified against which fully human anti- HTLV-1 monoclonal antibodies will be produced in its lab on the campus of Texas A&M University in the University's Institute for Preclinical Studies.

#### Additional Subscription of Preferred Series C

On June 6, 2021, Enzolytics CEO invested an additional \$100,000.00 in a subscription for Series C Preferred shares.

#### Enzolytics, Inc. and International Medical Partners Ltd Engage Pharmalex, Clinic Design, Ltd. and Danhsen Ltd for ITV-1 Clinical Trials and Permitting Process

On June 14, 2021, the Company announced the engagement by International Medical Partners Ltd ("IMPL") of the Contract Research Organization (CRO) Clinic Design, Ltd and PharmaLex to prepare and establish a drug development program for the creation of protocols for human clinical trials that will lead to the licensing of the Company's ITV-1 therapeutic under the European Medicine Agency (EMA). The Company has contracted Danhsen Ltd. to produce the initial quantities of ITV-1 to be used for preclinical and clinical trial purposes.

### VetProm Site Visit

On July 22, 2021, Chief Science Officer, Harry Zhabilov (“Zhabilov”) completed ENZC’s second visit to Sofia, Bulgaria where Zhabilov and ENZC’s Bulgarian and US Consultants toured the manufacturing facility of VetProm, JSC (VetProm”), a wholly owned subsidiary of Danhson, LTD. This facility will be producing the ITV-1 compound for the clinical trials being conducted by Clinical Design Ltd. and all ENZC’s future production needs. ENZC has purchased and shipped specialized equipment for installation at the facility as part of the manufacturing line for the ITV-1 immunotherapy treatment as well as the raw materials needed for the first clinical trial batch.

### Appointment of Steve Sharabura as President of RobustoMed

On July 26, 2021 Steve Sharabura was appointed President of RobustoMed, Inc. RobustoMed received initial funding on November 12, 2021 for the implementation of its business plan to develop international markets for the Company’s products in Central and Latin America.

### Agreement entered with Danhson and Clinic Design for Clinical Trials

Enzolytics, Inc. completed arrangements and agreements with Danhson (<https://danhson.bg/en/>) and Clinic Design (<https://clinicdesign.eu/>) on July 29, 2021 to advance its anti-HIV therapeutic ITV-1 to production and clinical trials. These steps are prefatory to approval by the European Medicines Agency (EMA), leading to patient use authorization.

### Master Service Agreement (“MDSA”) and Product Specific Agreement – Development and Manufacturing Services (“PSA”) entered into between Samsung Biologics Co., LTD. and Enzolytics, Inc.

On October 7, 2021, the Company entered into a MDSA and PSA with Samsung Biologics Co., Ltd to advance the development of the Company’s human clone antibody program and clinical testing.

### Installation of Equipment at VetProm Facility

Enzolytics, Inc. purchased and installed equipment necessary for production of the ITV-1 immunotherapy for the clinical trials being design by Clinic Design. The original equipment had to be returned because of damage to the centrifuge which, along with other issues encountered by IMPL, delayed the scheduled production expected in October. The new expected production date has been rescheduled for January of 2022.

### Initial Funding for RobustoMed, Inc.

On November 12, 2021 RobustoMed, Inc. received the first funding for use in the implementation of its business plan to establish a foothold in Latin and Central America.

### Enzolytics, Inc. Announces Production and Sale in North America of "Enzolytics IPF Immune", a dietary liquid supplement based on U.S. Patent No. 8,309,072

On November 17, 2021, announced planned production and sale in the U.S. and North America of "Enzolytics IPF Immune", a liquid nutritional supplement. Enzolytics IPF Immune (Irreversible Pepsin Fraction) isolated from hydrolyzed pepsin Enzolytics IPF Immune is beneficial for health Enzolytics IPF Immune is a nutritional dietary supplement supporting the immune system thus beneficial for health Product is used to promote health, supports normal immune function used to maintain healthy body IPF Immune could be used as an immune supporter.

Product is natural and tested for safety

Enzolytics IPF Immune is registered under NDI # 1083, Patent # 8,309,072

The active components in the supplement have been registered with the FDA for use in the U.S. under NDI reg. no. 1083. The product will be produced and sold by the Company pursuant to its license under U.S. Patent No. 8,309,072 (the ‘072 Patent).

### Enzolytics Reports Its Engagement of Scendea USA, Inc., a Leading International Product Development and Regulatory Consulting Group, To Guide the Progress Toward Clinical Trials and Market Approval for Its ITV-1 Anti-HIV Therapeutic

On December 29, 2021, Enzolytics, Inc. engaged Scendea USA, Inc. ([www.scendea.com](http://www.scendea.com)), a leading international product development and regulatory consulting group, to advance its anti-HIV therapeutic ITV-1 to production, clinical trials, and market approval under both the European Medicines Act (EMA) and the U.S. FDA regulatory process. Scendea is a leading product

development and regulatory consulting group serving the pharmaceutical and biotechnology industry. Scendea's service will focus on reducing time-to-market and minimizing development costs.

Enzolytics, Inc. Announces Production and Sale in North America of "Enzolytics IPF Immune(TM)", A New Dietary Supplement That Enhances the Immune System

January 4, 2022, the Company announced the production and sale in the U.S. and North America of "Enzolytics IPF Immune™," a science-backed liquid nutritional supplement that acts to strengthen the body's immune system.

Enzolytics Announces Its New Technology For Entry Into The In-Vitro Diagnostics Market

Enzolytics announced its plans for entry into the diagnostics market on February 21, 2022. The Company filed a comprehensive U.S. and foreign Patent Cooperation Treaty (PCT) Patent Application covering its invention of a novel, innovative technology for improved diagnostics. The PCT Application covers the Company's identification of highly conserved antigens and epitopes of SARS-CoV-2 that can be used in vaccines and to produce binding proteins (e.g., antibodies) for treating, preventing, or reducing the risks of infections caused by  $\beta$ -coronaviruses such as SARS-CoV-2. The patent also covers the discovery of using these identified antigens and epitopes as targets for detecting and diagnosing SARS-CoV-2 infection.

Enzolytics, Inc. Announces New Advisory Board Member

On February 28, 2022, Dr. Suraj Kumar Saggar accepted an invitation from the Company to join its Advisory Board. Dr. Saggar brings to the Company his vast experience as a physician and healthcare research professional with an established track record of exceptional performance in healthcare operations, clinical trials, and regulatory compliance.

Enzolytics IPF Immune (TM), a nutritional supplement, Is Introduced into the U.S. Market

On March 10, 2022, the Company announced that Enzolytics IPF Immune™, a nutritional supplement, will be introduced into the U.S. market in late March 2022.

Enzolytics, Inc.'s Wholly Owned Subsidiary Virogenetics, Inc. Reports Progress on the Delivery of its ITV-1 Anti- HIV Therapeutic for Use by Patients in African Regions

On March 14, 2022, the wholly owned subsidiary Virogenetics, Inc. (the "Subsidiary") of Enzolytics announced its progress toward the production and use of its ITV-1, anti-HIV immunotherapy treatment in the Central and Eastern regions of Africa for patients with HIV/AIDS.

The steps necessary for the production and delivery of the Company's anti-HIV therapy in these regions are in progress. Toxicology, pharmacodynamic and pharmacokinetic studies (toxicology studies) of the immunotherapy are planned, a prerequisite to use of the immunotherapy in certain African countries where the therapies will be used.

Enzolytics Announces the Discovery of Conserved Target Sites on the Monkeypox Virus

On June 21, 2022, Enzolytics announced discovery of conserved target sites on the Monkeypox Virus. The company also announced that these discoveries are a part of Enzolytics' continuing efforts to address future healthcare needs in pandemics using its Comprehensive Artificial Intelligence (AI) protocol for producing Monoclonal Antibodies, including implementing AI analysis of existing viruses and any new virus immediately upon its emergence globally.

Enzolytics Highlights Its Comprehensive PCT Patent Applications Covering Discovered Conserved Target Epitopes on the SARS-CoV-2 and HIV Viruses

In the submissions, under the Patent Cooperation Treaty (PCT), Enzolytics, Inc. has pending in its international patent applications, covering the use of any of its discovered numerous conserved Coronavirus epitopes or conserved HIV epitopes in the production of monoclonal antibodies, the production of vaccines or use in diagnostic tests for detecting the viruses in patients the applications allow the Company to prosecute the applications both in the U.S. and in all PCT member countries. The applications identify and claim the conserved, immutable sites on the SARS-CoV-2 virus and HIV virus that have been identified by the Company through its Artificial Intelligence (AI) technology

## Enzolytics Inc. Announces Collaboration with Abveris to Discover Monoclonal Antibodies

On September 16, 2022, Enzolytics, Inc announced a collaborated with Abveris, a division of Twist Bioscience Corporation, to discover fully human monoclonal antibodies against multiple viruses. The collaboration makes possible the combination of the synergistic technologies of the two companies in discovering monoclonal antibodies against numerous pathogenic viruses.

## Enzolytics Reports Successful Completion of an MTD Tolerability Study of Its ITV-1 anti-HIV Therapeutic Leading to the Completion 28- day GLP Toxicology Study

On October 5, 2022 Enzolytics announced the completion of the first phase of the animal toxicology studies on its ITV-1 anti-HIV therapeutic and completed the GLP Compliant 28-day Repeat Dose Toxicity Study which is being used part of the ITV-1 African product.

## New Advisory Board Member

On October 24, 2022, the Company announced appointing Dr. Kirsten Bischof to the Company's advisory Board. Dr. Bischof brings the Company her vast experience as a Surgeon and healthcare research professional with an established track record of exceptional performance in healthcare. Her appointment is a significant step as Enzolytics positions itself to strengthen its Artificial Intelligence (A.I.) platform. She will assist Enzolytics in identifying innovative early biomarkers for critical care monitoring and advanced hemodynamic management. Her skills will be crucial as Enzolytics advances its HIV therapeutic ITV-1 in Africa. In addition, she has been working with the Company's collaborators in Estonia to develop this platform for assessing the effects of nutrition, genetics, and microbiome on diseases.

## **B. Please list any subsidiaries, parents, or affiliated companies.**

The Company is a 49% owner of the Bulgarian entity IMMB BG, which held a sub-license agreement issued by ENZC for the proprietary immunotherapy treatment until it was terminated in the second quarter of 2021 and the investment written off as worthless in the yearend 2021 financials.

The Company is 100% owner of Biogenesis, Inc. The

Company is 100% owner of Virogenetics, Inc. The

Company is 100% owner of RobustoMed, Inc.

The Company is 100% owner of BioClonetics Immunotherapy, Inc.

The Company is 50% owner of International Medical Partners Ltd a Bulgarian entity.

## **C. Describe the issuers' principal products or services, and their markets.**

The Company's products consist of multiple distinct drug development proprietary technologies: Immunotherapy, immune modulators, fully human monoclonal antibodies, and an artificial intelligence (AI) platform health care development.

Enzolytics has proprietary technology for creating human cell lines that produce fully human monoclonal antibodies against numerous infectious diseases, including HIV-1, Hepatitis (A, B, C), rabies, influenza A and B, tetanus and diphtheria. The Company's technology for producing fully human monoclonal antibodies is now being employed to produce anti-SARS- CoV-2 (Coronavirus) monoclonal antibodies for treating COVID-19. The Company plans to employ its technology to subsequently produce fully human monoclonal antibodies for treating HIV-2, anthrax, smallpox, H1N1 influenza, herpes zoster, varicella zoster, Rh (+) auto-immune disease and the Ebola virus.

The Company is in the final development of the recombinant of the parent anti-HIV monoclonal antibody (identified as "Clone 3") which has been shown in *in vitro* tests conducted in 5 international laboratories to fully neutralized over 95% of all strains and viral subtypes of HIV-1 against which it was tested. The basis for its broad-spectrum efficacy is the fact that Clone 3 antibody targets an immutable epitope on the HIV virus. The targeted epitope has remained present in 98% (either directly or by way of conserved substitutions) of the 87,336 HIV isolates now known which have been analyzed by the Company using Artificial Intelligence (AI).

Using AI, the Company has also identified 8 additional conserved sites on the HIV-1 virus, some with over 98% conserved sequences, against which the Company plans to produce anti-HIV monoclonal antibodies. Production of multiple antibodies targeting different conserved and expectedly immutable sites comports with experts' conclusion that an effective treatment for HIV and the Coronavirus will likely require the administration of multiple monoclonal additional antibodies. Effective monoclonal antibodies will be those that target conserved and expectedly immutable virus sites. Producing targeted antibodies will result in the production of a therapeutic that will not be rendered ineffective due to mutation (variants) of the virus. In other words, even a "variant form of the virus" will expectedly contain the immutable targeted sites. Targeting immutable sites avoids the ineffectiveness that is experienced when a therapeutics or vaccine targets a site that mutates.

While the Company's HIV therapeutics may be used as an immunotherapeutic treatment for individuals with HIV/AIDS, they may also be developed for use as a prophylactic and therapeutic vaccine to prevent uninfected populations from contracting the HIV virus. Treatment using the fully human anti-HIV antibody will be far superior to current antiretroviral therapy for several significant reasons: (1) the therapy will be non-toxic (without damage to the kidneys and liver) and will not cause bone density deterioration (osteopenia and osteoporosis) – as does antiretroviral treatments, (2) will not require lifetime treatment and (3) will be far less expensive.

Using its proprietary methodology, the Company is also producing anti-SARS-CoV-2 monoclonal antibodies and has identified 19 conserved, expectedly immutable epitopes on the Coronavirus against which it plans to produce targeted monoclonal antibodies. Using AI, the Company has screened over 2.8 million Coronavirus isolates currently known and has identified conserved sites which expectedly are immutable. The 19 conserved sequences identified on the virus isolates curated have been identified on the basis that they are 98.71% to 99.29% conserved over the entirety of the 50,512 Coronavirus isolates analyzed by the Company using AI.

Comprehensive patent protection covering these discoveries, relating to HIV, the Coronavirus, and use of AI to guide production of antibodies have been filed under the Patent Cooperation Treaty (PCT) to seek coverage in the U.S. and in member countries of the PCT. In these PCT Patent Applications, the Company has claimed its discoveries relating to both HIV and the SARS CoV-2 (Coronavirus) including the use of these identified conserved epitopes for (1) producing a therapeutic monoclonal antibody to treat HIV or the CoronaVirus, (2) producing a vaccine against HIV or the CoronaVirus, or (3) for use in any diagnostics to identify whether a person has HIV or the CoronaVirus. In this way, the patent coverage sought includes patent claims on the discovered epitope/antigens, vaccine claims, antibody claims, and related prophylactic/therapeutic method claims relating to the epitope/antigens.

The Coronavirus treatment drug market is expected to grow from 15.9 billion in 2020 to over \$49.2 billion in 2027. The HIV Drug Market is expected to reach \$36.49 billion by 2027 for a total market size of \$85.69 for the treatments under development. The Company expects, aided by the continued use of AI, further expansion of its pipeline of additional treatments for other life threatening and debilitating viruses both in humans and in animals.

Another therapeutic newly introduced into the U.S. market by the Company is a nutritional supplement sold under the brand IPF Immune™. Enzolytics IPF Immune is a nutritional dietary supplement supporting the immune system thus beneficial Product is used to promote health, supports normal immune function used to maintain healthy body IPF Immune could be used as an immune supporter. The product is natural and tested for safety.

## **.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.

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.

The Company signed a lease for a new lab and business facility at 1101 Raintree Circle, Suite 130, Allen, Texas 75013  
All lease payments are current.

In addition, the Company leases a 695 sq ft office and laboratory facility located at 800 Raymond Stotzer Parkway Building 1904, Suite 2106, College Station, Texas 77843 for \$2,595.00 per month. The lease ends in December 2023. The lease is currently month to month. All lease payments are current.

## **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, regardless of the

number of shares they own. If any 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 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/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Harry Zhabilov</u>	CFO and CSO	<u>Frisco, TX</u>	<u>190,750,000</u>	<u>Series B</u>	<u>42.84%</u>	
<u>Zhabilov Trust</u> <u>Diana Zhabilov</u> <u>Trustee</u>	<u>Shareholder</u>	<u>Frisco, TX</u>	<u>18,900,000</u>	<u>Series A</u>	<u>31.50%</u>	
<u>Charles Cotropia</u>	<u>CEO</u>	<u>Heath, TX</u>	<u>86,882,750</u> <u>14,917,500</u> <u>98,175,000</u>	<u>Series B</u> <u>Series A</u> <u>Common</u>	<u>19.52%</u> <u>24.86%</u> <u>3.51%</u>	
<u>Joseph Cotropia</u>	<u>CSO</u>	<u>College Station, TX</u>	<u>86,882,750</u> <u>14,917,500</u> <u>98,175,000</u>	<u>Series B</u> <u>Series A</u> <u>Common</u>	<u>19.52%</u> <u>24.86%</u> <u>3.51%</u>	
<u>Gaurav Chandra</u>	<u>COO</u>	<u>Cape Town, South Africa</u>	<u>30,664,500</u> <u>5,265,000</u> <u>34,650,000</u>	<u>Series B</u> <u>Series A</u> <u>Common</u>	<u>6.89%</u> <u>8.78%</u> <u>1.24%</u>	
<u>Kirsten Bischof</u>	<u>Advisory Board Member</u>	<u>Cape Town, South Africa</u>	<u>None</u>	<u>None</u>	<u>None</u>	
<u>Suraj Kumar Saggarr</u>	<u>Advisory Board Member</u>	<u>Englewood, NJ</u>	<u>None</u>	<u>None</u>	<u>None</u>	

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons 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; **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. The Company is litigating 3 pending matters in Delaware, 2 In Federal Court and 1 in Chancery Court where there are disputed shares. The Company and its legal representatives believe all claims to be meritless and baseless and are vigorously defending the matters. The Company and its legal representatives believe they will prevail in all cases.

## 9) Third Party Providers

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

### Counsel

Name: Morgan Petitti  
Firm: Morgan E. Petitti, ESQ  
Address 1: 118 W. Streetsboro Rd.  
Address 2: Hudson, Ohio 44236  
Phone: 330-697-5848  
Email: PetittiLaw@gmail.com

### Accountant or Auditor

Name: Jona Barnes, E.A. Partner  
Firm: Mallet & Barnes Tax Service  
Address 1: 6136 Mission Gorge Road Suite 125  
Address 2: San Diego, CA 92120  
Phone: (619) 326-0840  
Email: jonabarnes117@gmail.com

Name: Blaze Gries  
Firm: Gries & Associates, LLC  
Address 1:  
Address 2:  
Phone: (720)464-2895  
Email: blaze@griesandassociates.com

### Investor Relations

Name: NA  
Firm:  
Address 1:  
Address 2:  
Phone:  
Email:

### Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement.** This includes counsel, advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: Steven Heumann

Firm: Eisner & Amper

Nature of Services: Consulting Accountant Address

1: 111 Wood Avenue South

Address 2: Iselin, NJ 08830-2700

Phone: 212-949-8700

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).

The certifications shall follow the format below: I,

Charles Cotropia, certify that:

1. I have reviewed this December 31, 2022 Annual Disclosure Statement of Enzolytics, Inc.
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 16, 2023

/s/ Charles Cotropia, CEO

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

*Principal Financial Officer:*

I, Harry Zhabilov certify that:

1. I have reviewed this this December 31, 2022, Annual Disclosure Statement of Enzolytics, Inc.;
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 16, 2023

/s/ Harry Zhabilov, CFO

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

**ENZOLYTICS, INC. AND SUBSIDIARIES**  
**BALANCE SHEETS**  
**(Unaudited)**

	December 31, 2022	December 31, 2021
<b>ASSETS</b>		
<b>Current assets:</b>		
Cash and cash equivalents	\$ 554,169	\$ 2,282,148
A/R Related party - Patten Energy, Inc., net of allowance for doubtful accounts of \$36,290	-	-
<b>Total current assets</b>	<u>554,169</u>	<u>2,282,148</u>
<b>Property and equipment, net</b>	128,460	150,548
<b>Other assets:</b>		
Deposit	5,555	5,555
Investment in Subsidiaries	1,080,000	800,000
<b>Total other assets</b>	<u>1,085,555</u>	<u>805,555</u>
	<u>\$ 1,768,184</u>	<u>\$ 3,238,251</u>
<b>LIABILITIES AND SHAREHOLDERS' DEFICIT</b>		
<b>Current liabilities:</b>		
Accounts payable	\$ 236,574	\$ 254,022
Accrued expenses and other current liabilities	931,811	678,355
Notes payable to investors, net of discount of \$0 and \$0 at December 31, 2021 and 2020, respectively	600,213	667,300
Crowdfunding convertible notes	544,038	648,581
Due to related parties:		
Promissory note - Former director and officer	35,000	35,000
Officers, Directors and stockholders	343,101	343,201
License fee payable	1,550,000	1,550,000
Current liabilities - Discontinued Operations	485,153	485,153
<b>Total current liabilities</b>	<u>4,725,889</u>	<u>4,661,612</u>
<b>Total long term liabilities</b>	<u>866,452</u>	<u>866,452</u>
<b>Total liabilities</b>	<u>5,592,341</u>	<u>5,528,064</u>
<b>Shareholders' Equity/(Deficit)</b>		
Preferred stock, Series A \$.0001 par value; 100,000,000 shares authorized, 60,000,000 issued and outstanding at December 31, 2021 and 2020, respectively	6,000	6,000
Preferred stock, Series B \$.0001 par value; 465,000,000 shares authorized, 447,180,000 and 445,180,000 issued and outstanding at December 31, 2021 and 2020, respectively	45,418	44,718
Preferred stock, Series C \$.0001 par value; 465,000,000 shares authorized, 941,078 and 941,078 issued and outstanding at December 31, 2021 and 2020, respectively	94	94
Preferred stock, Series D \$.0001 par value; 1,000,000 shares authorized, 0 and 0 issued and outstanding at December 31, 2021 and 2020, respectively	2	-
Preferred stock, Series E \$.0001 par value; 10,000,000,000 shares authorized, 2,500,000 and 0 issued and outstanding at December 31, 2021 and 2020, respectively	500	250
Common stock, \$.0001 par value; 3,000,000,000 shares authorized, 2,797,935,953 and 2,797,935,953 issued and outstanding at December 31, 2021 and 2020, respectively	283,044	279,794
Additional paid-in-capital	26,900,052	25,497,211
Preferred stock subscribed	223	190
Common stock subscribed	12,809	12,809
Additional paid-in-capital subscribed	2,571,809	2,071,843
Subscription receivable	(500,000)	-
Accumulated Deficit	(33,144,108)	(30,202,722)
<b>Total shareholders' equity/(deficit)</b>	<u>(3,824,157)</u>	<u>(2,289,813)</u>
<b>Total liabilities and shareholders' deficit</b>	<u>\$ 1,768,184</u>	<u>\$ 3,238,251</u>

*See accompanying notes to condensed consolidated financial statements.*

**ENZOLYTICS, INC.**  
**CONSOLIDATED**  
**STATEMENTS OF OPERATIONS**  
**(Unaudited)**

	<b>For the Year Ended December 31, 2022</b>	<b>For the Year Ended December 31, 2021</b>
<b>Continuing Operations:</b>		
License Revenues	\$ -	\$ 200,000
<b>Expenses:</b>		
General and administrative	\$ 419,850	\$ 264,477
Salaries, wages and related costs	732,131	560,011
Consulting	387,973	332,072
Research and development expenses	567,874	116,753
Professional fees	774,216	317,061
Depreciation	22,088	20,442
<b>Total expenses</b>	<u>2,904,132</u>	<u>1,610,816</u>
<b>Loss from operations</b>	<u>(2,904,132)</u>	<u>(1,410,816)</u>
<b>Other income (expense):</b>		
Interest income	60	91
Forgiveness of accrued liabilities	-	778,567
Interest expense	<u>(37,315)</u>	<u>(37,330)</u>
<b>Total other income (expense)</b>	<u>(37,255)</u>	<u>741,328</u>
<b>Net income/(loss)</b>	<u>\$ (2,941,386)</u>	<u>\$ (669,488)</u>
<b>Basic and diluted loss per common share</b>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
<b>Weighted average shares outstanding - Basic and Diluted</b>	<u>2,822,689,378</u>	<u>2,797,935,953</u>

*See accompanying notes to condensed consolidated financial statements.*

**Enzolytics, Inc. and Subsidiaries**  
**Statement of Stockholder's Equity (Deficit)**  
**For the Period from December 31, 2020 to December 31, 2022**  
**(Unaudited)**

	Preferred Stock Series A Shares	Preferred Stock Series A Amount	Preferred Stock Series B Shares	Preferred Stock Series B Amount	Preferred Stock Series C Shares	Preferred Stock Series C Amount	Preferred Stock Series D Shares	Preferred Stock Series D Amount	Preferred Stock Series E Shares	Preferred Stock Series E Amount	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Preferred Stock Subscribed	Common Stock Subscribed	Additional Paid-in Capital Subscribed	Earnings (Deficit) Accumulated	Total
<b>Balance, December 31, 2020</b>	<b>60,000,000</b>	<b>\$ 6,000</b>	<b>445,180,000</b>	<b>\$ 44,518</b>	<b>941,078</b>	<b>\$ 94</b>	<b>-</b>	<b>\$ -</b>	<b>-</b>	<b>\$ -</b>	<b>2,797,935,253</b>	<b>\$ 279,794</b>	<b>\$ 22,697,485</b>	<b>\$ 176</b>	<b>\$ 12,809</b>	<b>\$ 1,122,033</b>	<b>\$ (29,533,234)</b>	<b>\$ (5,370,325)</b>
Proceeds received for private placement	-	-	-	-	-	-	-	-	2,500,000	250	-	-	1,999,750	-	-	-	-	2,000,000
Stock subscribed	-	-	-	-	-	-	-	-	-	-	-	-	-	190	-	949,810	-	950,000
Stock issued for investment in IMPL	-	-	2,000,000	200	-	-	-	-	-	-	-	-	799,800	-	-	-	-	800,000
Stock subscribed adjustment	-	-	-	-	-	-	-	-	-	-	-	-	176	(176)	-	-	-	-
Net loss, December 31, 2021																	(669,488)	(669,488)
<b>Balance, December 31, 2021</b>	<b>60,000,000</b>	<b>\$ 6,000</b>	<b>447,180,000</b>	<b>\$ 44,718</b>	<b>941,078</b>	<b>\$ 94</b>	<b>-</b>	<b>\$ -</b>	<b>2,500,000</b>	<b>\$ 250</b>	<b>2,797,935,253</b>	<b>\$ 279,794</b>	<b>\$ 25,497,211</b>	<b>\$ 190</b>	<b>\$ 12,809</b>	<b>\$ 2,071,843</b>	<b>\$ (30,202,722)</b>	<b>\$ (2,289,813)</b>
Proceeds received for private placement	-	-	-	-	-	-	-	-	2,500,000	250	-	-	999,750	-	-	-	-	1,000,000
Stock issued for services	-	-	-	-	-	-	-	-	-	-	32,500,000	3,250	19,500	-	-	-	-	22,750
Stock issued for crowdfunding debt	-	-	-	-	-	-	21,259	2	-	-	-	-	104,291	-	-	-	-	104,293
Stock issued for investment in IMMB	-	-	7,000,000	700	-	-	-	-	-	-	-	-	279,300	-	-	-	-	280,000
Stock subscribed for private placement	-	-	-	-	-	-	-	-	-	-	-	-	-	33	-	499,966	-	500,000
Net loss, December 31, 2022																	(2,941,386)	(2,941,386)
<b>Balance, December 31, 2022</b>	<b>60,000,000</b>	<b>\$ 6,000</b>	<b>454,180,000</b>	<b>\$ 45,418</b>	<b>941,078</b>	<b>\$ 94</b>	<b>21,259</b>	<b>\$ 2</b>	<b>5,000,000</b>	<b>\$ 500</b>	<b>2,830,435,253</b>	<b>\$ 283,044</b>	<b>\$ 26,900,052</b>	<b>\$ 223</b>	<b>\$ 12,809</b>	<b>\$ 2,571,809</b>	<b>\$ (33,144,108)</b>	<b>\$ (3,993,645)</b>

*See accompanying notes to condensed consolidated financial statements*

**ENZOLYTICS, INC. AND SUBSIDIARIES**  
**Statements of Cash Flows**  
**(Unaudited)**

	<b>For the Year Ended December 31, 2022</b>	<b>For the Year Ended December 31, 2021</b>
<b>Cash flows from operating activities</b>		
Net loss	\$ (2,941,386)	\$ (669,488)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Non-cash expenses:		
Depreciation	22,088	20,442
Amortization	-	-
Stock based compensation	22,750	-
Obligations relating to assuming Crowdfunding, Convertible notes	(250)	-
Notes payable issued to investors for services	-	-
Changes in operating assets and liabilities:		
(Increase) decrease in deposits	-	(2,595)
Increase (decrease) in accounts payable	(17,448)	31,439
Increase (decrease) in accrued expenses and other current liabilities	253,456	(686,186)
<b>Net cash provided by operating activities</b>	<u>(2,660,791)</u>	<u>(1,306,388)</u>
<b>Cash flows from investing activities</b>		
Purchases of property and equipment	0	(165,927)
<b>Net cash used by investing activities</b>	<u>0</u>	<u>(165,927)</u>
<b>Cash flows from financing activities</b>		
Payments to convertible notes		(6,026)
Payments to related parties - Directors and stockholders	(250,100)	-
Proceeds received from related parties - Directors and stockholders	-	100
Proceeds received from the issuances of notes payable to investors	182,911	250,000
Proceeds received from sale of Series C Preferred Stock subscribed	-	950,000
Proceeds received from sale of Series E	1,000,000	2,000,000
Proceeds from sale of common stock	-	-
<b>Net cash provided by financing activities</b>	<u>932,811</u>	<u>3,194,074</u>
Increase in cash	(1,727,979)	1,721,759
Cash at beginning of period	2,282,148	560,389
Cash at end of period	<u>\$ 554,169</u>	<u>\$ 2,282,148</u>
<b>Supplemental Cash Flow Information:</b>		
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>
<b>Non-cash investing and financing activities</b>		
Common stock issued for settlement agreement	<u>\$ -</u>	<u>\$ -</u>
Beneficial conversion feature relating to issuance of notes payable to investors	<u>\$ -</u>	<u>\$ -</u>
Conversion of crowdfunding notes into shares of Series D Preferred Stock	<u>\$ 104,293</u>	<u>\$ -</u>
Conversion of notes and accrued interest into shares of common stock	<u>\$ -</u>	<u>\$ -</u>
Series B Preferred Stock for acquisition of subsidiary	<u>\$ 280,000</u>	<u>\$ 800,000</u>

*See accompanying notes to condensed consolidated financial statements.*



## **Note 1. Organization and Business Description**

Enzolytics, Inc. (“Enzolytics” or the “Company”) is a Delaware corporation originally formed in the United Kingdom on July 28, 2004. On November 25, 2004, the Company changed its name to Falcon Media Services, Ltd. On November 12, 2008, the Company changed its name to Extreme Mobile Coatings Corp., Ltd. On March 2, 2009 re-domiciled in Delaware and at the same time the Company changed its name to Extreme Mobile Coatings Worldwide Corp. On May 19, 2010, the Company changed its name to Structural Enhancement Technologies Corp. (“Structural”). On November 16, 2012, the Company changed its name to Eco-Petroleum Solutions, Inc. (“Eco-Petroleum”). On September 11, 2017, the Company changed its name to Immunotech Laboratories, Inc. On March 22, 2018, the Company changed its name to Enzolytics, Inc. (“Enzolytics”). On May 21, 2020, the Company began the process of re-domiciling in Wyoming but on November 4, 2020 the Company decided to remain a Delaware Corporation and filed all the requisite documents to bring it current.

Enzolytics is a biotechnology company, whose products consist of multiple distinct drug development proprietary technologies: Immunotherapy, immune modulators, fully human monoclonal antibodies and an artificial intelligence (AI) platform for health care developments. The Company has clinically tested anti-HIV therapeutics. Additionally, the Company has created a proprietary cell line that produces fully human monoclonal antibodies that target and neutralizes the HIV virus.

### ***Merger Agreement***

On November 16, 2020, the Company (having been renamed, immediately prior to this Holding Company Reorganization, from “Enzolytics, Inc.” to “ENZC SUB, Inc.”) completed a corporate reorganization (the “Holding Company Reorganization”) pursuant to which ENZC SUB, Inc., (the “Predecessor”) became a direct, wholly-owned subsidiary of a newly formed Delaware corporation, Enzolytics, Inc. (the “Holding Company”), which became the successor issuer. In other words, the Holding Company is now the public entity. The Holding Company Reorganization was effected by a merger conducted pursuant to Section 251(g) of the Delaware General Corporation Law (the “DGCL”), which provides for the formation of a holding company without a vote of the stockholders of the constituent corporations.

In accordance with Section 251(g) of the DGCL, Enzolytics Merger Corp. (“Merger Sub”), another newly formed Delaware corporation and, prior to the Holding Company Reorganization, was an indirect, wholly owned subsidiary of the Predecessor, merged with and into the Predecessor, with the Predecessor surviving the merger as a direct, wholly owned subsidiary of the Holding Company (the “Merger”). The Merger was completed pursuant to the terms of an Agreement and Plan of Merger among the Predecessor, the Holding Company and Merger Sub, dated November 16, 2020 (the “Merger Agreement”).

On November 30, 2020, the Company consummated the Merger Agreement which involved the formation of two wholly-owned operating subsidiaries, Biogenysis, Inc., (“Biogenysis”) and Virogenetics, Inc., (“Virogenetics”). Biogenysis was formed to acquire the intellectual property rights of and license owned by certain officers of BioClonetics Immunotherapeutics, Inc., (“BioClonetics”) and Virogenetics which was formed to acquire the intellectual property rights of and licensed owned by a controlling stockholder of Enzolytics. Both of the newly formed subsidiaries are Texas Corporations.

In connection with the Holding Company Reorganization, all outstanding shares of common stock and preferred stock of the Predecessor were automatically converted into identical shares of common stock or preferred stock, as applicable, of the Holding Company on a one-for-one basis, and the Predecessor’s existing stockholders and other holders of equity instruments, became stockholders and holders of equity instruments, as applicable, of the Holding Company in the same amounts and percentages as they were in the Predecessor prior to the Holding Company Reorganization.

The Holding Company adopted a certificate of incorporation (the “Certificate”) and bylaws (the “Bylaws”) that are, in all material respects, identical to the certificate of incorporation and bylaws of the Predecessor immediately prior to the Holding Company Reorganization, with the possible exception of certain amendments that are permissible under Section 251(g)(4) of the DGCL.

As part of the business combination of BioClonetics, Inc. and Enzolytics, Inc., the controlling shareholder of Enzolytics agreed to transfer 35,100,000 shares of its Series A Preferred Stock and 231,000,000 shares of its common stock, which represented Enzolytics control block, to three individuals of BioClonetics, who became officers of the Company. As

a result, the three individuals obtained a majority voting interest in Enzolytics, resulting in change in the majority ownership control in Enzolytics. The business combination was accounted for as a business combination pursuant to Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 805, *Business Combinations*. The Company has elected not to apply pushdown accounting for the change in control. As a result, Enzolytics capital structure will continue to be reported as it was prior to November 30, 2020.

Following the business combination, the Company issued 204,430,000 shares of its Series B Convertible Preferred Stock to officers of BioClonetics who owned the intellectual property rights to the U.S. Provisional Patent Application No. 63/078,482, filed September 15, 2020, relating to NOVEL HIV- BINDING PEPTIDES for treating, preventing and reducing the risks of HIV, including all patents issuing therefrom and any foreign counterparts thereof.

In addition, the Company issued 90,750,000 shares of its Series B Convertible Preferred Stock to the controlling stockholder of Enzolytics who owned the intellectual property rights to U.S. Patent No. 7,479,538, entitled Irreversibly- Inactivated pepsinogen fragment and Pharmaceutical composition the same for detecting preventing and treating HIV and U.S. Patent No. 8,066,982, Irreversibly - Inactivated pepsinogen fragment and Pharmaceutical composition compressing the same for detecting preventing and treating HIV, including all patents issuing therefrom and any foreign counterparts thereof.

### **Business Developments in 2022**

**On January 4, 2022** ENZC announced production and sale in the U.S. and North America of "Enzolytics IPF Immune™," a science-backed liquid nutritional supplement that acts to strengthen the body's immune system.

**On February 21, 2022** Enzolytics, Inc. announced its plans for entry into the diagnostics market. Enzolytics has filed a comprehensive U.S. and foreign Patent Cooperation Treaty (PCT) Patent Application covering its invention of a novel, innovative technology for improved diagnostics.

**On February 28, 2022** Enzolytics, Inc. announced the addition of Dr. Suraj Kumar Saggat to its Advisory Board. Dr. Saggat brings to the Company his vast experience as a physician and healthcare research professional with an established track record of exceptional performance in healthcare operations, clinical trials, and regulatory compliance.

**On March 14, 2022** Enzolytics, Inc. wholly-owned subsidiary Virogenetics, Inc. (the "Subsidiary") announced its progress toward the production and use of its ITV-1, anti-HIV immunotherapy treatment in the Central and Eastern regions of Africa for patients with HIV/AIDS.

**On March 25, 2022** In submissions under the Patent Cooperation Treaty (PCT), Enzolytics, Inc. has pending international patent applications covering the use of any of its discovered numerous conserved Coronavirus epitopes or conserved HIV epitopes in the production of monoclonal antibodies, the production of vaccines or use in diagnostic tests for detecting the viruses in patients.

**On June 21, 2022** Enzolytics, Inc. announced it has identified conserved, immutable sites (epitopes) on the Monkeypox virus. These discoveries are a part of Enzolytics' continuing efforts to address future healthcare needs in pandemics using its Comprehensive Artificial Intelligence (AI) protocol for producing Monoclonal Antibodies, including implementing AI analysis of existing viruses and any new virus immediately upon its emergence globally.

**On June 28, 2022** Enzolytics, Inc. announced the first Official Action on the Company's International Patent Application covering its discovery and exclusive claim to conserved antigens and epitopes of the HIV virus, the PCT International Search Report concluded that inventions claimed therein are novel and inventive and thus will expectedly be issued in final international patents.

**On September 14, 2022** Enzolytics, Inc. announced the successful conclusion, in a Delaware Federal litigation, 21-CV-01163-RGA, brought by Peter Mergenthaler against Enzolytics. Enzolytics' Motion to Dismiss was granted by the Federal District Court terminating the case. In the case, an ENZC shareholder sought to require the Company to replace 10,000,000 ENZC shares that Plaintiff claimed were allegedly stolen by third parties. The Court found "that Plaintiff has not stated a plausible claim to relief" and as a result, the Court granted Enzolytics' Motion to Dismiss. The case is now terminated. "The Judge's decision in this frivolous case is a victory for all our shareholders," said ENZC CEO Charles Cotropia. "This lawsuit was wrongfully brought, making it necessary for the Company to defend against a meritless claim. Taking such action is necessary to protect shareholder value. We must remain diligent and defend against any such attempts that degrade shareholder value."

**On October 3, 2022** Enzolytics, Inc. announced the completion of the first phase of the animal toxicology studies on its ITV-1 anti-HIV therapeutic. The initial toxicology study showed "no adverse effects at maximal dose of the product" and confirmed the product is safe at maximum dose, leading the way for a GLP Compliant 28-day Repeat Dose Toxicity Study.

**On October 24, 2022** Enzolytics, Inc. announced the addition of Dr. Kirsten Bischof to its Advisory Board. Dr. Bischof brings the Company her vast experience as a Surgeon and healthcare research professional with an established track record of exceptional performance in healthcare.

**On December 14, 2022**, The Company announced its dietary supplement that supports the body's self-defense system is now available for sale in the United States ([www.onelavi.com](http://www.onelavi.com)) and will be widely available through national retailers and their internet platforms and websites. The Company is having additional production of IPF Immune to meet demand.

## **Note 2. Basis of Presentation**

### ***Principles of Consolidation***

The accompanying consolidated financial statements of Enzolytics and its subsidiaries have been prepared in accordance with accounting principles generally accepted in the U.S. ("U.S. GAAP"). All intercompany transactions and account balances have been eliminated in consolidation.

### ***Liquidity***

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. The Company has incurred operating loss since inception and as of December 31, 2022, the Company has incurred accumulated deficit of \$33,144,108. The Company has funded its operations through the issuances of notes payable to investors and sales of Series C Convertible Preferred Stock.

The Company evaluated whether there are any conditions and events, considered in the aggregate, that raise substantial doubt about its ability to continue as a going concern within one year beyond the filing of this Annual Report. In 2022, the Company has raised \$1,000,000 in sales of Series F Convertible Preferred Stock and has begun on-line sales of its IPF product.

## **Note 3. Summary of Significant Accounting Policies**

### ***Use of estimates***

The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the reported amounts of revenues and expenses at the date of the consolidated financial statements and during the reporting periods, and to disclose contingent assets and liabilities at the date of the consolidated financial statements. Actual results could differ from those estimates. The most significant estimates relate to the fair value of securities underlying stock-based compensation expense and other equity awards.

### ***Significant risks and uncertainties***

The Company's operations are subject to a number of factors that may affect its operating results and financial condition. Such factors include, but are not limited to: the clinical and regulatory development of its products, the Company's ability to preserve its cash resources, the Company's ability to add product candidates to its pipeline, the Company's intellectual property, competition from products manufactured and sold or being developed by other companies, the price of, and demand for, Company products if approved for sale, the Company's ability to negotiate favorable licensing or other manufacturing and marketing agreements for its products, and the Company's ability to raise capital.

### ***Cash and Cash Equivalents***

The Company considers all highly liquid investments with an original maturity of three months or less at the date of purchase to be cash equivalents.

Financial instruments that potentially subject the Company to concentration of credit risk consist principally of cash deposits. Accounts at each institution are insured by the Federal Deposit Insurance Corporation (“FDIC”) up to \$250,000. At December 31, 2022 and 2021, the Company had \$304,169 and \$2,032,148 in excess of the FDIC insured limit.

### ***Property and Equipment***

Property and equipment are recorded at cost and depreciated using the straight-line method over the estimated useful lives of the assets. Repairs and maintenance costs are charged to expense as incurred.

The estimated useful lives for property and equipment are as follows:

Machinery and equipment	5-10 years
-------------------------	------------

For the years ended December 31, 2022 and 2021, depreciation expense was \$22,088 and \$20,442, respectively.

### ***Impairment of Long-Lived Assets***

The Company regularly reviews the carrying value and estimated lives of its long-lived assets, to determine whether indicators of impairment may exist which warrant adjustments to carrying values or estimated useful lives. Should an impairment exist, the impairment loss would be measured based on the excess over the carrying amount of the asset’s fair value. For the years ended December 31, 2022 and 2021, the Company has not recognized any impairment losses.

### ***Fair Value of Financial Instruments***

The Company has no financial assets or liabilities that are measured at fair value on a recurring basis. FASB ASC Topic 820, *Fair Value Measurement Disclosure*, prioritizes inputs used in measuring fair value into a hierarchy of three levels: Level 1- unadjusted quoted prices for identical assets or liabilities traded in active markets; Level 2- inputs other than quoted prices included within Level 1 that are either directly or indirectly observable; and Level 3- unobservable inputs in which little or no market activity exists, therefore requiring an entity to develop its own assumptions that market participants would use in pricing. The carrying amounts of the Company’s financial instruments, including cash, accounts payable, notes payable to investors and the Crowdfunding convertible notes approximate their fair values due to the short-term nature of these items.

### ***Stock-Based Compensation***

The Company accounts for its stock-based compensation expense in accordance with ASC Topic 718, *Compensation—Stock Compensation* (“ASC 718”). ASC 718 requires all stock-based payments to employees, directors and non-employees to be recognized as expense based on their grant date fair values. For equity-based payment awards, the Company recognizes compensation expense over the service period using the straight-line method.

On January 1, 2019, the Company adopted ASU No. 2018-07, *Improvements to Non-employee Share-Based Payment Accounting*, which expands the scope of ASC 718, *Compensation—Stock Compensation* to include share-based payments issued to non-employees for goods or services. Consequently, the accounting for share-based payments to non-employees and employees are substantially aligned.

### ***Research and Development Costs***

Research and development expenses primarily consist of costs associated with the preclinical and clinical development of the Company’s product candidates. Research and development costs are expensed as incurred.

### ***Convertible Instruments***

The Company evaluates and accounts for conversion options embedded in its convertible instruments as follows:

Stock-settled debt under ASC Topic 480, *Distinguishing Liabilities From Equity* (“ASC 480”). The Company has issued certain convertible notes to investors which provides these investors to convert the notes into a variable number of shares with an aggregate fair value equal to the notes outstanding principal balance.

All other convertible instruments, the Company evaluates embedded conversion features within convertible debt under ASC Topic 815, *Derivatives and Hedging* (“ASC 815”) to determine whether the embedded conversion feature(s)

should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in earnings. If the conversion feature does not require derivative treatment under ASC 815, the instrument is evaluated under ASC 470-20, *Debt with Conversion and Other Options* (“ASC 470-20”). As of December 31, 2022 and 2021, there were no conversion features that met the definition of a derivative.

Under the ASC 470-20, an entity must separately account for the liability and equity components of the convertible debt instruments that may be settled entirely or partially in cash upon conversion in a manner that reflects the issuer's economic interest cost. The effect of ASC 470-20 on the accounting for convertible debt instruments is that the equity component is required to be included in the additional paid-in capital in the consolidated balance sheets and the value of the equity component is treated as a debt discount which is then amortized over the term of the related debt to its earliest date of redemption.

The Company also records deemed dividends for the intrinsic value of conversion options embedded in its Series C Convertible Preferred Stock issuances based on the fair values of the Series C Convertible Preferred Stock and warrants and the differences between the Company's common stock price at the date of the transaction for the effective conversion price.

### ***Warrants***

The Company evaluates and accounts for warrants granted pursuant to ASC 480 and ASC 815 to determine whether the warrants are classified as a liability or equity.

### ***Income Taxes***

The Company account for income taxes pursuant to ASC Topic 740, *Income Taxes*. Under ASC Topic 740, deferred tax assets and liabilities are determined based on temporary differences between the bases of certain assets and liabilities for income tax and financial reporting purposes. The deferred tax assets and liabilities are classified according to the financial statement classification of the assets and liabilities generating the differences.

### ***Loss per Common Share***

Basic and diluted net loss per share is presented in conformity with ASC Topic 260, *Earnings per Share*, (“ASC 260”) for all periods presented. In accordance with this guidance, basic and diluted net loss per common share was determined by dividing net loss applicable to common stockholders by the weighted- average common shares outstanding during the period.

### ***Recent Accounting Pronouncements***

In May 2021, the FASB issued ASU No. 2021-04 (“ASU 2021-04”), *Earnings Per Share* (Topic 260), *Debt—Modifications and Extinguishments* (Subtopic 470-50), *Compensation—Stock Compensation* (Topic 718), and *Derivatives and Hedging—Contracts in Entity's Own Equity* (Subtopic 815-40): Issuer's Accounting for Certain Modifications or Exchanges of Freestanding Equity-Classified Written Call Options (a consensus of the FASB Emerging Issues Task Force). The amendments in this update are effective for all entities for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. The Company is currently evaluating the impact of this new standard.

In August 2020, the FASB issued ASU No. 2020-06, *Accounting for Convertible Instruments and Contracts in an Entity's Own Equity* (“ASU 2020-06”), which simplifies the accounting for certain financial instruments with characteristics of liabilities and equity, including convertible instruments and contracts in an entity's own equity. The standard eliminates the liability and equity separation model for convertible instruments with a cash conversion feature. As a result, after adoption, entities will no longer separately present in equity an embedded conversion feature for such debt. Additionally, the embedded conversion feature will no longer be amortized into income as interest expense over the instrument's life. Instead, entities will account for a convertible debt instrument wholly as debt unless (1) a convertible instrument contains features that require bifurcation as a derivative under ASC Topic 815, *Derivatives and Hedging*, or (2) a convertible debt instrument was issued at a substantial premium. Additionally, the standard requires applying the if-converted method to calculate convertible instruments' impact on diluted earnings per share (“EPS”). The standard is effective for fiscal years beginning after December 15, 2021, with early adoption permitted for fiscal years beginning after December 15, 2020.

### **Note 4. Notes payable to investors**

As of December 31, 2022 and 2021, the balance of the notes payable to investors were as follows

**As of December 31,**

	2022	2021
Convertible promissory notes, due on April 28, 2010, interest at 8.0% per annum, unsecured	\$ 140,000	\$ 140,000
Convertible promissory notes, due on December 24, 2013, interest at 10.0% per annum, unsecured	50,000	50,000
Convertible promissory notes, due on January 16, 2014, interest at 10.0% per annum, unsecured	100,000	100,000
Convertible promissory notes, due on October 31, 2012, interest at 10.0% per annum, unsecured	15,000	15,000
Promissory note, no interest, unsecured	59,800	59,800
Convertible promissory notes, due on March 9, 2018, interest at 12.0% per annum, unsecured	25,000	25,000
Convertible promissory notes, due on June 23, 2018, interest at 12.0% per annum, unsecured	5,000	5,000
Convertible promissory notes, due on September 14, 2018, interest at 12.0% per annum, unsecured	10,000	10,000
Convertible promissory notes, due on April 13, 2019, interest at 12.0% per annum, unsecured	12,500	12,500
RobustoMed convertible note payable, due on November 11, 2022, interest at 12% per annum unsecured	125,000	125,000
RobustoMed convertible notes payable, due on November 11, 2022, interest at 12% per annum, unsecured	125,000	125,000
Total	\$ <u>667,300</u>	\$ <u>667,300</u>

The following is a description of the notes payable to investors:

Short-term notes payable as of December 31, 2022 and 2021, consisted, in part, of two separate notes given to the same holder, one for \$100,000, dated November 3, 2009, and the other for \$50,000, dated January 11, 2010. Both notes had six-month terms and accrued interest at 8% per annum. As of December 31, 2022, and 2021, both notes were in default and, as such, the holder has the right to convert the amounts to shares of restricted common stock at a 25% discount to the thirty-day average closing price prior to the date of conversion. Subsequent to December 31, 2010, the holder agreed not to convert the debt to shares and to settle these obligations for \$150,000, plus accrued interest, in connection with the completion of a merger transaction with Landmark Consulting, Inc. The transaction with Landmark was not completed by the Company. Subsequently, on February 14, 2012, the Company issued 50,000 shares of registered common stock to the holder (post reverse stock split) in satisfaction of \$50,000 in principal on the notes. The balance remaining is \$140,000 and was subject to the 251(g) reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

On April 13, 2012, the Company issued a promissory note, due October 31, 2012, to a stockholder for \$15,000. The note carries an interest rate of 10% per annum, and may be either repaid, at the election of the note holder in cash plus the issuance of shares of common stock of the Company in the amount of \$30,000 in value, or by the conversion of the principal and interest due into a total of \$45,000 in value of common stock of the Company, along with additional warrants to purchase common stock of the Company with an additional value of \$10,000, with such warrants being exercisable within one year from the date of issuance, and shall have an exercise price equal to 50%

of the average closing price of the common stock of the Company on the five trading days prior to exercise. As of December 31, 2022, and 2021, the promissory note was in default. The promissory note is guaranteed by shares of common stock of the Company owned by James W. Zimble, a Director and stockholder of the Company and was subject to the 251g reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

On September 25, 2013, the Company issued an \$50,000 10% unsecured convertible note to an investor due December 24, 2013. Under the terms of the note agreement, the note may be repaid with appropriate interest to the investor by the Company on the earlier of the due date or the date the Company raises in excess of \$500,000 from its current capital formation activities, or all or a portion of the principal and accrued and unpaid interest may be converted, at the election of the investor into shares of common stock of the Company at a price equal to 85% of the market price (meaning the average of the lowest two trading prices for the five-day trading period before the date of conversion) of the Company's common stock. As of December 31, 2022, and 2021, the promissory note was in default, and the Company obtained a written waiver from the investor dated March 26, 2014, and a subsequent verbal waiver, confirming that all terms and conditions contained in the promissory note would remain in effect as the Company was continuing with its capital formation activities. Further, on February 11, 2014, the Company issued 100,000 shares of common stock to the note holder, with a value of \$5,000, as an incentive to continue working with the Company on its capital formation and other merger activities and was subject to the 251(g) reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

On October 18, 2013, the Company issued a \$100,000 10% unsecured convertible note due January 16, 2014 to the same investor as the September 25, 2013 note. Under the terms of the note agreement, the note may be repaid with appropriate interest to the investor by the Company on the earlier of the due date or the date the Company raises in excess of \$750,000 from its current capital formation activities, or all or a portion of the principal and accrued and unpaid interest may be converted, at the election of the investor into shares of common stock of the Company at a price equal to 85% of the market price (meaning the average of the lowest two trading prices for the five day trading period before the date of conversion) of the Company's common stock. As of December 31, 2022, and 2021, the promissory note was in default, and the Company obtained a written waiver from the investor dated March 26, 2014, and a subsequent verbal waiver, confirming that all terms and conditions contained in the promissory note would remain in effect as the Company was continuing with its capital formation and other merger activities. This loan was subject to the 251(g) reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

A debt purchase agreement was entered in on January 29, 2015. On February 10, 2015, the Company issued a total of 10,000,000 shares to Mr. Mergenthaler in settlement of \$190,000 of the amount due him, reducing the total amount owed of the note payable from \$283,500 to the amount of \$71,500. On December 31, 2022 and 2021, the balance was \$59,800 and was subject to the 251(g) reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc.

On March 9, 2017, the Company issued an \$25,000 12% unsecured convertible to an investor due March 9, 2018. Under the terms of the note agreement, the note may be either repaid, at the election of the note investor in cash or the issuance of shares of common stock of the Company at a discount to market equal to 50% discount to the lowest closing bid during the past 10 days. The investor's right to convert the note will be triggered upon the occurrence of one of the following: (i) 6 months from the date of said note, (ii) changed in control of the Company, (iii) the filing of a registration statement or offering, or (iv) election by the investor. Note was subject to the 251G reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

On May 26, 2017, the Company issued an \$5,000 12% unsecured convertible note to an investor due June 23, 2018. Under the terms of the note agreement, the note may be either repaid, at the election of the investor in cash or the issuance of shares of common stock of the Company at a discount to market equal to 50% discount to the lowest closing bid during the past 10 days. The investor's right to convert the note will be triggered upon the occurrence of one of the following: (i) 6 months from the date of said note, (ii) changed in control of the Company, (iii) the filing of a registration statement or offering, or (iv) election by the investor. The note was subject to the 251G reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

On September 14, 2017, the Company issued an \$10,000 12% unsecured convertible note to an investor due September 14, 2018, for \$10,000 in proceeds. Under the terms of the note agreement, the note may be either repaid,

at the election of the investor in cash or the issuance of shares of common stock of the Company at a discount to market equal to 50% discount to the lowest closing bid during the past 10 days. The investor's right to convert the note will be triggered upon the occurrence of one of the following: (i) 6 months from the date of said note, (ii) changed in control of the Company, (iii) the filing of a registration statement or offering, or (iv) election by the investor. The note was subject to the 251G reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

On April 13, 2018, the Company issued an \$12,500 12% unsecured convertible note to an investor due April 13, 2019. Under the terms of the note agreement, the note may be either repaid, at the election of the investor in cash or the issuance of shares of common stock of the Company at a discount to market equal to 50% discount to the lowest closing bid during the past 10 days. The investor's right to convert the note will be triggered upon the occurrence of one of the following: (i) 6 months from the date of said note, (ii) changed in control of the Company, (iii) the filing of a registration statement or offering, or (iv) election by the investor and was subject to the 251G reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity ENZC Sub, Inc. ("Predecessor").

On November 12, 2021 and November 15, 2021, respectively, two investors loaned \$125,000 each to fund Robustomed, Inc.

#### **Note 5. Crowdfunding convertible notes**

On November 30, 2020, the Company assumed the responsibilities of the Crowdfunding convertible notes issued by BioClonetics to various investors as part of its business combination agreement. On November 30, 2020, the outstanding balance of the Crowdfunding convertible notes was \$654,606 consisting various investor notes ("Investor Notes" or "Investor Note"). As a result, the Company recorded an expense of \$654,606 to general and administrative expenses in its consolidated statements of operations for the year ended December 31, 2020, and corresponding amount to Crowdfunding convertible notes on its consolidated balance sheet for the Company's servicing responsibilities for these notes. The Crowdfunding convertible notes are stock-settled debt under ASC 480.

The Crowdfunding convertible notes consisted of the following: (1) the Convertible Crowdfunding Notes Financing Arrangement (the "Convertible Financing Arrangement") and (2) the Simple Agreement for Future Equity Financing arrangement (the "SAFE Financing Arrangement").

#### ***Company's obligations to the investors of both the Convertible Financing Arrangement and SAFE Financing Arrangement of BioClonetics***

Since the underlying obligation to the investors is a BioClonetic obligation as it relates to a sale of the company and capital raises at the Company believes that neither of these scenario's will never happen, the Company offered the following three options to the investors to settle the Crowdfunding convertible notes:

Option 1: The investor may elect to hold its note until a conversion event occurs such as a future Series A financing round or when the Company is acquired.

Option 2: The investor may elect to have the Company repay the notes along with the 2% interest.

Option 3: The investor may elect to exchange its notes for each \$5.00 note investment into 1 shares of Series D Preferred Stock.

As of December 31, 2022 and 2021, 21,259 and 0 shares, respectively, have been converted in the amount of \$104,293.

#### **Note 6. Related Party Transactions**

As of December 31, 2022 and 2021, the Company owed to Directors, officers, and stockholders of the Company \$343,101 and \$343,101, respectively. The amounts are unsecured, noninterest bearing, and have no terms for repayment. The individual amounts owed to Directors, officers and stockholders are presented as follows:

As of December 31,

		2022		2021
James W. Zimmer	\$	142,646	\$	142,646
Harry Zhabilov		200,455		200,455



\$	343,101	\$	343,101
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On May 20, 2010, a Director and former officer of the Company loaned \$35,000 and received a promissory note from the Company with an annual interest rate of 8%. The note has a term of six months, at which time, the principal and accrued interest are due and payable. The note can be prepaid at any time and from time to time at par and accrued interest. The principal and interest of the note are also convertible to 20,000 shares of the Company's common stock (post reverse stock split) at the end of the six-month term at the designation of the holder. As of December 31, 2022 and 2021, the promissory note was in default, and the amount of \$35,000 of principal on the note was due and payable to the note holder plus accrued interest of \$35,307, and \$32,507, respectively. Interest expense related to this loan was \$2,800 and \$2,800 for the twelve months ended December 31, 2022 and 2021, respectively. The balance remaining is \$35,000. and was subject to the 251(g) reorganization and is not convertible into ENZC shares but is now debt recognized as convertible debt of the private entity Enzolytics Merger Corp. ("Merger Sub"), Robustomed, Inc.

#### **Note 7. Discontinued Operations**

Effective September 30, 2014, the Board of Directors of the Company resolved to discontinue the operations of EMC, its wholly owned subsidiary. As such, the assets and accumulated depreciation of EMC's property and equipment were removed from the accounts, and all remaining liabilities were classified as discontinued operations in the accompanying balance sheets. As of December 31, 2022 and 2021 the summaries of liabilities pertaining to discontinued operations were as follows:

	<b>December 31,</b>	
	<b>2022</b>	<b>2021</b>
Bank loan, monthly payments of \$2,736 through 2015, interest at 8.5% per annum, secured	\$ 33,359	\$ 33,359
Accounts payable - Trade	6,000	6,000
Accrued liabilities	36,800	36,800
Payroll and sales taxes payable	8,200	8,200
Due to related party - Stockholder	400,794	400,794
Totals	<u>\$ 485,153</u>	<u>\$ 485,153</u>

#### *SABA Asset Purchase*

As of December 31, 2022 and 2021, EMC owed \$33,359, and \$33,359, respectively, on the loan from Central Bank FSG related to the SABA Asset Purchase Agreement dated March 5, 2007. EMC has not been able to obtain clear title of the construction equipment for the purpose of selling the equipment to recover funds to repay the bank loan.

#### **Note 8. Commitments**

On October 20, 2020, the Company entered into a three-year employment agreement with four of its executive officers. Each executive officer is entitled to a base salary of \$120,000 per year and 5,000,000 stock options. The stock options have a term of three years and vest ratably over a two-year period commencing on October 20, 2020. The stock options have an exercise price \$0.01030. For the year ended December 31, 2022 and 2021, the estimated fair value of the stock option was de minimis.

#### **Note 9. Stock-Based Compensation Expense**

For the years ended December 31, 2022 and 2021, the Company recorded stock-based compensation expense of \$22,750 and \$0, respectively.

Components of stock-based compensation expense are as follows:

***Common Stock Year ended December 31, 2022***

The Company issued 32,500,000 shares valued at \$22,750 of stock-based compensation expense of which was recorded to general and administrative expenses for various services at a price of \$0.0007 per share, which represents the Company's common stock price on the date of grants.

**Note 10. Preferred Stock**

The Company's certificate of designation authorizes the following classes of Preferred Stock: Series A, Series B Series C, Series D and Series E.

***Series A***

*Shares Authorized.* Up to 60,000,000 shares at par value of \$0.0001 per share.

*Designation and Rank.* The Series A Preferred Stock shall rank: (i) senior to any other class or series of outstanding preferred shares or series of capital stock of the Company; (ii) prior to all of the Company's common stock, no par value per share; (iii) prior to any class or series of capital stock of the Company hereafter created not specifically ranking by its terms senior to or on parity with any Series A Preferred Stock of whatever subdivision (collectively, with the common stock and the existing preferred stock, "Junior Securities"); and (iv) on parity with any class or series of capital stock of the Company hereafter created specifically ranking by its terms on parity with the Series A Preferred Stock ("Parity Securities") in each case as to distributions of assets upon liquidation, dissolution or winding up of the Company, whether voluntary or involuntary (all such distributions being referred to collectively as "Distributions").

*Dividends.* The holders of the Series A Preferred Stock are not entitled to receive dividends.

*Super Majority Voting Rights.* The record holders of the Series A Preferred Shares shall have the right to vote on any matter with holders of common stock voting together as one (1) class. The record holders of the Series A Preferred Shares shall have that number of votes (identical in every other respect to the voting rights of the holders of other series of voting preferred shares and the holders of common stock entitled to vote at any regular or special meeting of the shareholders) equal to that number of common shares which is not less than 51% of the vote required to approve any action, which Delaware law provides may or must be approved by vote or consent of the holders of other series of voting preferred shares and the holders of common shares or the holders of other securities entitled to vote, if any. For purposes of determining the number of votes, each one (1) share of the Series A Preferred shall have voting rights equal to (x) 0.019607 multiplied by the total issued and outstanding common stock eligible to vote at the time of the respective vote (the "Numerator"), divided by (y) 0.49, minus (z) the Numerator.

*Redemption Rights.* There are no redemption rights.

*Liquidation Preference.* In the event of any liquidation, dissolution or winding up of the Company, either voluntary or involuntary, the holders of shares of Series A Preferred Stock shall be entitled to receive, immediately after any distributions to senior securities required by the Company's Certificate of Incorporation or any certificate of designation, and prior in preference to any distribution to Junior Securities but in parity with any distribution to Parity Securities, an amount per share equal to \$.01 per share. If upon the occurrence of such event, and after payment in full of the preferential amounts with respect to the Senior Securities, the assets and funds available to be distributed among the holders of the Series A Preferred Stock and Parity Securities shall be insufficient to permit the payment to such holders of the full preferential amounts due to the holders of the Series A Preferred Stock and the Parity Securities, respectively, then the entire assets and funds of the Company legally available for distribution shall be distributed among the holders of the Series A Preferred Stock and the Parity Securities, pro rata, based on the respective liquidation amounts to which each such series of stock is entitled by the Company's Certificate of Incorporation and any certificate(s) of designation relating thereto.

***Series B***

*Shares Authorized.* Up to 465,000,000 shares at par value of \$0.0001 per share.

*Designation and Rank.* The Series B Preferred Stock shall be subordinate to and rank junior to all indebtedness of the Company as well as the Series A Preferred Stock to the extent provided in the Certificate of Designation for the Series A Preferred Stock with the Series B Preferred Stock on the same footing as the Common Stock and Series A Preferred Stock.

*Dividends.* The holders of the Series B Preferred Stock are not entitled to receive dividends.

*Voting Rights.* The holders of Series B Preferred Stock shall have the right to cast 10 votes for each share held of record on all matters submitted to a vote of holders of the Corporation's common stock, including the election of directors, and all other matters as required by law. There is no right to cumulative voting in the election of directors. The holders of Series B Preferred Stock shall vote together with all other classes and series of common stock of the Company as a single class on all actions to be taken by the common stockholders of the Company except to the extent that voting as a separate class or series is required by law.

*Liquidation Preference.* In the event of any dissolution, liquidation or winding up of the Company whether voluntary or involuntary, the holders of Series B Preferred Stock shall be entitled to participate in any distribution out of the assets of the Company on an equal basis per share with the holders of the Common Stock and Series A Preferred Stock.

*Conversion Rights.* The holders of Series B Preferred Stock shall have conversion rights as follows: Each share of Series B Preferred Stock shall be convertible at the option of the holder thereof and without the payment of additional consideration by the holder thereof, at any time, into shares of Common Stock in accordance with the stock designations filed with the office of the Delaware Secretary of State

### **Issuances of Series B Convertible Preferred Stock**

As part of the agreement whereby ENZC became 50% owner of the Bulgarian Entity, International Medical Partners, LLC (IMPL) the Company issued 2,000,000 shares of Series B Preferred Stock relating to the investment in IMPL for \$800,000 and granted a distributorship for ITV-1 in exchange for which IMPL shall fund certain costs for ITV-1 European Medical Agency permitting of ITV-1. The agreement was signed March 16, 2021. The shares of Series B were issued on August 11, 2021. The territories covered by the distribution agreement are Russia, Georgia, Ukraine, Moldova, Belarus, Armenia, Azerbaijan, Kazakhstan, Uzbekistan, Turkmenistan, Kyrgyzstan, Tajikistan, Estonia, Latvia and Lithuania.

During the year ended December 31, 2022, the Company issued 2,000,000 shares of Series B Preferred Stock relating to the investment in IMPL.

### ***Series C***

*Shares Authorized.* Up to 10,000,000 shares at par value of \$0.0001 per share.

*Dividends.* In each calendar year, the holders of the then outstanding shares of Series C Convertible Preferred Stock shall be entitled to receive, when, as and if declared by the Board, out of any funds and assets of the Company legally available therefore, noncumulative dividends in an amount equal to any dividends or other distribution on the Common Stock in such calendar year on an as-converted-to-Common-Stock basis. No dividends shall be paid, and no Distribution shall be made, with respect to the Common Stock unless dividends in such amount shall have been paid or declared and set apart for payment to the holders of the Series C Convertible Preferred Stock simultaneously. Dividends on the Series C Convertible Preferred Stock shall not be mandatory or cumulative, and no rights or interest shall accrue to the holders of the Series C Convertible Preferred Stock.

*Conversion Rights.* Each share of Series C Convertible Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the issuance of such shares, in accordance with the stock designations filed with the office of the Delaware Secretary of State. Notwithstanding the foregoing, in no event shall any holder of shares of Series C Convertible Preferred Stock be entitled to convert any shares of Series C Convertible Preferred Stock, and the Corporation shall not effect any conversion of the Series C Convertible Preferred Stock, to the extent that the number of shares of Common Stock issuable upon the conversion would result in beneficial ownership by the holder, its affiliates and any persons acting as a group together with such holder or its affiliates of more than 4.99% of the outstanding shares of Common Stock immediately after giving effect to the issuance of shares of Common Stock issuable upon conversion of the Series C Convertible Preferred Stock held by the applicable holder.

*Redemption Rights.* There are no redemption rights.

*Voting Rights:* Each share of Series C Convertible Preferred Stock shall be entitled to 100 votes on all matters to come before the Common Stock stockholders.

### **Series C Convertible Preferred Stock Issuances**

The Company issued no shares of series C convertible preferred stock.

### ***Subscription Agreements***

In December 2021, the Company entered into subscription agreements to issue Series C Convertible Preferred Stock to the same two investors who were investors in the Securities Exchange Agreements on November 16, 2020.

Under the terms of the subscription agreements, the investors purchased 1,763,324 shares of Series C Convertible Preferred Stock and warrants to purchase 1,763,324 shares of the Series C Convertible Preferred Stock at a price of \$0.50 per share resulting in a carrying value of \$881,662. Each share of the Series C Convertible Preferred Stock is convertible at price of \$0.005 into shares of common stock anytime at the option of the investors. The warrants have an exercise price of \$0.00750 per share and a term of three years and are exercisable anytime.

On July 12, 2021, the Company entered into subscription agreements to issue Series C Convertible Preferred Stock. Under the terms of the subscription agreements, the investors purchased shares of Series C Convertible Preferred Stock and warrants to purchase shares of the Series C Convertible Preferred Stock at a price of \$0.50 per share. Each share of the Series C Convertible Preferred Stock is convertible at price of \$0.005 into shares of common stock anytime at the option of the investors. The warrants have an exercise price of \$0.00750 per share and a term of three years and are exercisable anytime.

On July 30, 2021, the Company entered into subscription agreements issue Series C Convertible Preferred Stock to the. Under the terms of the subscription agreements, the investors purchased shares of Series C Convertible Preferred Stock and warrants to purchase 95 shares of the Series C Convertible Preferred Stock at a price of \$0.50 per share. Each share of the Series C Convertible Preferred Stock is convertible at price of \$0.005 into shares of common stock anytime at the option of the investors. The warrants have an exercise price of \$0.00750 per share and a term of three years and are exercisable anytime.

### ***Series E***

*Shares Authorized.* Up to 10,000,000,000 shares at par value of \$0.0001 per share.

*Dividends.* The holders of the Series E Preferred Stock are not entitled to receive dividends.

*Voting Rights.* The holders of Series E Preferred Stock shall have the right to cast 10 votes for each share held of record on all matters submitted to a vote of holders of the Corporation's common stock, including the election of directors, and all other matters as required by law. There is no right to cumulative voting in the election of directors. The holders of Series E Preferred Stock shall vote together with all other classes and series of common stock of the Company as a single class on all actions to be taken by the common stockholders of the Company except to the extent that voting as a separate class or series is required by law.

*Liquidation Preference.* In the event of any dissolution, liquidation or winding up of the Company whether voluntary or involuntary, the holders of Series E Preferred Stock shall be entitled to participate in any distribution out of the assets of the Company on an equal basis per share with the holders of the Common Stock and Series A, Series B and Series C Preferred Stock.

*Conversion Rights.* The holders of Series E Preferred Stock shall have conversion rights as follows: Each share of Series E Preferred Stock shall be convertible at the option of the holder thereof and without the payment of additional consideration by the holder thereof, at any time, into shares of Common Stock in accordance with the stock designations filed with the office of the Delaware Secretary of State

### ***Subscription Agreements***

In November 2022, the Company entered into subscription agreements to issue Series F Convertible Preferred Stock to a investor. Under the terms of the subscription agreements, the investors purchased shares of 66,666 Series F Convertible Preferred Stock. Each share of the Series F Convertible Preferred Stock is convertible into shares of common stock anytime at the option of the investors.

### **Issuances of Series E Convertible Preferred Stock**

During the year ended December 31, 2021, the Company issued 2,500,000 shares of Series E Preferred Stock for \$2,000,000.

### ***Series F***

*Shares Authorized.* Up to 3,000,000,000 shares at par value of \$0.0001 per share.

*Dividends.* The holders of the Series F Preferred Stock are not entitled to receive dividends.

*Voting Rights.* The holders of Series F Preferred Stock shall have the right to cast 10 votes for each share held of record on all matters submitted to a vote of holders of the Corporation's common stock, including the election of directors, and all other matters as required by law. There is no right to cumulative voting in the election of directors. The holders of Series E Preferred Stock shall vote together with all other classes and series of common stock of the Company as a single class on all actions to be taken by the common stockholders of the Company except to the extent that voting as a separate class or series is required by law.

*Liquidation Preference.* In the event of any dissolution, liquidation or winding up of the Company whether voluntary or involuntary, the holders of Series F Preferred Stock shall be entitled to participate in any distribution out of the assets of the Company on an equal basis per share with the holders of the Common Stock and Series A, Series B and Series C Preferred Stock.

*Conversion Rights.* The holders of Series F Preferred Stock shall have conversion rights as follows: Each share of Series F Preferred Stock shall be convertible at the option of the holder thereof and without the payment of additional consideration by the holder thereof, at any time, into shares of Common Stock in accordance with the stock designations filed with the office of the Delaware Secretary of State

### **Issuances of Series F Convertible Preferred Stock**

#### ***Year ended December 31, 2021***

The Company issued no shares of Series F Convertible Preferred Stock.

#### ***Year ended December 31, 2022***

During the year ended December 31, 2022, the Company issued 2,500,000 shares of Series F Preferred Stock for \$1,000,000.

### **Common stock**

*Shares Authorized:* Up to 3,000,000,000 shares at par value of \$0.0001 per share.

### **Issuances of Common Stock other than for Stock-Based Compensation:**

#### ***Year ended December 31, 2021***

The Company issued no shares of common stock.

#### ***Year ended December 31, 2022***

The Company issued no shares of common stock.

## **Note 12. Subsequent Events**

On January 3, 2023, the company announced its ongoing efforts to develop fully feline Monoclonal Antibodies. Enzolytics utilizes its proprietary Artificial Intelligence (AI) platform to produce species-specific monoclonal antibodies. Abveris, a Boston-based biotechnology company providing contract research services to biopharmaceutical industry partners, will use feline donor PBMC samples and peptide screening tools provided by Enzolytics to perform a B cell screening-based Ab discovery project to identify antigen-binding antibodies for further characterization by Enzolytics.

On April 8, 2023 Enzolytics, Inc. announced today the preliminary results of Toxicology studies of the Company's ITV-1 anti-HIV therapeutic confirming that the therapy is non-toxic and demonstrating the safety of administration of this patented proprietary immunotherapy. Establishing this result is essential to permitting under the European Medicines

Agency (EMA) and the acceptance for administration of ITV-1 to HIV-infected patients in Africa.

In early April IPF was listed on Walmart's website and became available for ordering online.

On April 11, 2023 Virogenics a wholly owned subsidiary of the company completed the production of the Vials needed for the African project and is ready for use in selected hospitals in Africa.

In accordance with ASC 855, the Company has analyzed its operations subsequent to December 31, 2022 through the date these financial statements were issued, and has determined that it does not have any other material subsequent events to disclose in these financial statements.