

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

CURATIVE BIOTECHNOLOGY, INC.

1825 NW Corporate Blvd., #110
Boca Raton, FL 33431

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SIC – 8731/8733

Quarterly Report

For the period ending September 30, 2023 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

628,922,947.00 as of 09/30/2023

579,271,135 as of 12/31/2022

Shell Status

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 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

¹ “Change in Control” shall mean any events resulting in:

(i) Any “person” (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the “beneficial owner” (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

Curative Biotechnology, Inc., herein referred to as "CUBT" or the "Company."

The company was formerly known as:

Connectyx Technologies Holdings Group, Inc., until April 2021

Storage Innovation Technologies, Inc. until 10-2007

National Boston Medical, Inc. until 5-2004

Fragrance Express, Inc. until 10-1998

Growth Industries, Inc. until 7-1998

Frozen Assets, Inc. until 3-1998

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

The Company was originally incorporated on June 29, 1995, in the State of Nevada; the Company, as of October 31, 2007, was reincorporated in the State of Florida and is active in Florida.

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:

On October 8, 2021, the shareholders of the Corporation approved a written resolution, authorizing the Board, until April 8, 2023, to effect a reverse stock split of not less than 1-for-2 and not more than 1- for-10,000 of the Corporation's Common Stock at the discretion of the Board. On September 26, 2022, the company filed an amendment to our amended and restated articles of incorporation with the Secretary of State of the State of Florida to effect a reverse stock split at a ratio of 1-for-400. While the amendment was approved by the Secretary of State, our Common Stock has not yet begun trading on a reverse stock split basis. Within the next twelve months, the company anticipates the Board to effect a reverse split in conjunction with a completed offering and registration statement filed with the SEC.

The address of the issuer's principal executive office:

1825 NW Corporate Blvd., Suite 110
Boca Raton, FL 33431

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

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

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Issuer Direct Corporation
Phone: +1 (919) 481-4000
Email: info@issuerdirect.com
Address: One Glenwood Avenue, Suite 1001, Raleigh, NC 27603

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>CUBT</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>23128N108</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>1,100,000,000</u> as of date: <u>09/30/2023</u>
Total shares outstanding:	<u>628,922,947.00</u> as of date: <u>09/30/2023</u>
Total number of shareholders of record:	<u>238</u> as of date: <u>09/30/2023</u>

All additional class(es) of publicly quoted or traded securities (if any): N/A

Trading symbol:	_____
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____ as of date: _____
Total shares outstanding:	_____ as of date: _____
Total number of shareholders of record:	_____ as of date: _____

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>Series A Preferred</u>
CUSIP (if applicable):	<u>N/A</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>134,109,750</u> as of date: <u>09/30/2023</u>
Total shares outstanding (if applicable):	<u>0</u> as of date: <u>09/30/2023</u>
Total number of shareholders of record (if applicable):	<u>0</u> as of date: <u>09/30/2023</u>

Exact title and class of the security:	<u>Series B Preferred</u>
CUSIP (if applicable):	<u>N/A</u>
Par or stated value:	<u>\$0.001</u>

Total shares authorized:	<u>1,000,000</u>	<u>as of date: 09/30/2023</u>
Total shares outstanding (if applicable):	<u>525,750</u>	<u>as of date: 09/30/2023</u>
Total number of shareholders of record (if applicable):	<u>19</u>	<u>as of date: 09/30/2023</u>

Exact title and class of the security:	<u>Series C Preferred</u>	
CUSIP (if applicable):	N/A	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>30,000,000</u>	<u>as of date: 09/30/2023</u>
Total shares outstanding (if applicable):	<u>24,000,000</u>	<u>as of date: 09/30/2023</u>
Total number of shareholders of record (if applicable):	<u>4</u>	<u>as of date: 09/30/2023</u>

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Each holder of record of Common Stock shall have the right to one vote for each share of Common Stock registered in their name on the books of the Corporation on all matters submitted to a vote of shareholders except as the right to exercise such vote may be limited by the provisions of this Third Restated Articles or of any class or series of Preferred Stock established hereunder. The holders of Common Stock shall be entitled to such dividends as may be declared by the Board of Directors from time to time, provided that required dividends, if any, on the Preferred Stock have been paid or provided for. In the event of the liquidation, dissolution, or winding up, whether voluntary or involuntary of the Corporation, the assets and funds of the Corporation available for distribution to shareholders and remaining after the payment to holders of Preferred Stock of the amounts (if any) to which they are entitled, shall be divided and paid to the holders of the Common Stock according to their respective shares.

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

Series A Preferred Stock

There are no dividend rights payable on Series A Preferred Stock.

Conversion of Series A Preferred Stock. The Series A Preferred Stock, in the aggregate, shall be convertible into shares of Common Stock as follows:

- (a) Conversion Rate. All of the issued and outstanding shares of Series A Preferred Stock (the "Total Series A Shares") shall collectively be convertible into thirty-five percent (35%) of the total issued and outstanding shares of Common Stock at the time of such conversion (the "Conversion Rate") without any additional consideration by the holders to effectuate the conversion. For the avoidance of doubt, and as an example, in the event of a conversion of Series A Preferred Stock, Series A Preferred Shareholders will own no more than 35% of all Common Stock post conversion, and the remaining 65% of Common Stock will be held by Common Stock shareholders.
- (b) Voluntary Conversion. The holders of at least 50.1% of the Total Series A Shares shall have the right, at any time and at the Conversion Rate, to elect to convert the Total Series A Shares, in whole but not in part, into shares of Common Stock (the "Series A Conversion Right"). The Series A Conversion Right shall be exercised by the holders of a majority of the Total Series A Shares submitting written notice to the

Corporation informing the Corporation of the exercise of the Series A Conversion Right (the "Series A Conversion Notice"). In order to convert the shares of Series A Preferred Stock into Common Stock pursuant to the Series A Conversion Notice, the holders shall be required to surrender at the office of any transfer agent for the Corporation (or to the office of the Corporation if there is no transfer agent), all certificates representing the Total Series A Shares, duly endorsed to the Corporation or in blank or marked for cancellation within thirty (30) days of the date of the Series A Conversion Notice (such date, the "Series A Conversion Date"); provided that in the event any holder of Series A Preferred Stock fails to surrender his/her/its certificate(s) representing the shares of Series A Preferred Stock to be converted, the Corporation shall be authorized in all respect to cancel such shares on the books of the Corporation and the transfer agent and to effectuate the conversion of such shares of Series A Preferred Stock into Common Stock; provided, farther, that the Corporation shall not be required to deliver the stock certificates representing such shares of Common Stock to their respective holder(s) until such time as the stock certificates representing the Series A Preferred Stock so converted are received by the Corporation or its transfer agent duly endorsed to the Corporation or in blank or marked for cancellation. Shares of the Series A Preferred Stock shall be deemed to have been converted as of the close of business on the Series A Conversion Date, and the person(s) entitled to receive shares of Common Stock issuable upon such conversion shall be treated, for all purposes, as the record holder(s) of such shares of Common Stock at such time.

(c) Mandatory Conversion.

- i. Fundamental Change. Each of the following events shall be considered a "Fundamental Change" unless the holders of a majority in interest of the outstanding shares of Series A Preferred Stock elect otherwise by written notice sent to the Corporation at least three (3) days prior to the effective date of any such event:
 1. a merger, consolidation or share exchange in which:
 - A. the Corporation is a constituent party or
 - B. a subsidiary of the Corporation is a constituent party and the Corporation issues shares of its capital stock pursuant to such merger or consolidation, except any such merger or consolidation involving the Corporation or a subsidiary in which the shares of capital stock of the Corporation outstanding immediately prior to such merger or consolidation continue to represent, or are converted into or exchanged for shares of capital stock that represent, immediately following such merger or consolidation, at least a majority, by voting power, of the capital stock of (1) the surviving or resulting corporation; or
 2. if the surviving or resulting corporation is a wholly owned subsidiary of another corporation immediately following such merger or consolidation, the parent corporation of such surviving or resulting corporation; or 2 the sale, lease, transfer, exclusive license or other disposition, in a single transaction or series of related transactions, by the Corporation or any subsidiary of the Corporation of all or substantially all the assets of the Corporation and its subsidiaries taken as a whole, or the sale or disposition (whether by merger or otherwise) of one or more subsidiaries of the Corporation if substantially all of the assets of the Corporation and its subsidiaries taken as a whole are held by such subsidiary or subsidiaries, except where such sale, lease, transfer, exclusive license or other disposition is to a wholly owned subsidiary of the Corporation.
- ii. In the event of a Fundamental Change as described in Section 5.4(c)(i)1, a Mandatory Conversion shall occur such that any holder of Series A Preferred Stock may thereafter receive in lieu of the Common Stock otherwise issuable to him/her/it upon such Mandatory Conversion of his/her/its Series A Preferred Stock, the same kind and amount of securities as may be distributable upon such consolidation or merger with respect to the Common Stock such holder would have otherwise received.

- iii. In the event of a Fundamental Change as described in Section 5.4(c)(i)2, the Total Series A Shares will automatically convert into shares of Common Stock at the Conversion Rate.

Redemption of Series A Preferred Stock. Subject at all times to the Series A Conversion Right set forth in **Section 5.3(b)**, the issued and outstanding shares of Series A Preferred Stock shall be redeemable, in whole or in part, at the option of the Corporation by resolution of the Board of Directors, from time to time and at any time, commencing any time after the date of issuance of the Series A Preferred Stock as follows:

(a) Redemption Price. The redemption price for the Total Series A Shares shall be equal to the greater of: (i) forty five percent (45%) of the total market value of the Corporation (measured based on the total issued and outstanding Common Stock multiplied by the five day (5) average closing price), (ii) the book value as determined by a independent auditing firm or (iii) Five Million Dollars (\$5,000,000) in the aggregate (the "**Series A Redemption Price**"). In the event of a partial redemption of the Series A Preferred Stock, the Series A Redemption Price shall be paid on a pro rata basis to each of the holders of the Total Series A Shares, based on his/her/its percentage of the Total Series A Shares so redeemed.

(b) Notice of Redemption. The Corporation shall give notice of redemption (the "**Series A Redemption Notice**") not less than twenty (20) nor more than sixty (60) calendar days prior to the date fixed for redemption of the Series A Preferred Stock or any part thereof (the "**Series A Redemption Date**"). Such Series A Redemption Notice shall specify the Series A Redemption Date along with the time and place for redemption, and shall be given by mail to each holder of record of shares of Series A Preferred Stock chosen for redemption at the address last shown on the records of the Corporation for such holder or given by such holder to the Corporation for the purpose of notice or, if no such address appears or is given, at the place where the principal executive office of the Corporation is located. Any Series A Redemption Notice which was mailed in the manner herein provided shall be conclusively presumed to have been duly given whether or not the holder received the Series A Redemption Notice.

(c) Termination of Rights. Upon the Series A Redemption Date, or upon such earlier date as the Board of Directors shall designate for payment of the Series A Redemption Price (unless the Corporation shall default in the payment of the Series A Redemption Price as set forth in the Series A Redemption Notice), the holders of shares of Series A Preferred Stock selected for redemption to whom notice has been duly given and that have not converted as provided in **Section 5.3(b)**, shall cease to be shareholders with respect to such shares and shall have no interest in or claim against the Corporation by virtue thereof and shall have no other rights with respect to such shares except the right to receive the moneys payable upon such redemption from, the Corporation or otherwise, without interest thereon, upon surrender (and endorsement, if required by the Corporation) of the certificates, and the shares represented thereby shall no longer be deemed to be outstanding.

(d) General Voting Rights of Series A Preferred Stock. Except as otherwise required by law, each holder of record of the Series A Preferred Stock shall be entitled to notice of any and all meetings of the shareholders of the Corporation and shall be entitled to ten (10) votes for each full share of Common Stock into which each share of Series A Preferred Stock registered in his/her/its name on the books of the Corporation would be convertible on the record date for any matter submitted to the shareholders of the Corporation for a vote, or, if no such record date is established, at the date such vote is taken or any written consent of shareholders is solicited.

Series B Preferred

The holders of the Series B Preferred shall not be entitled to receive dividends.

Liquidation Preference of Series B Preferred Stock. In the event of any liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or otherwise, after payment or provision for payment of the debts and other liabilities of the Corporation, the holders of the Series B Preferred Stock shall be entitled to receive, prior to the holders of any Series B Junior Stock (defined below) and/or Series B Parity Stock (defined below) and prior and in preference to any distribution of the assets or surplus funds of the Corporation to the holders of any other shares of stock of the Corporation by reason of their ownership of such stock, an amount equal to \$1.00 per share with respect to each share of Series B Preferred Stock.

Conversion of Series B Preferred Stock. The Series B Preferred Stock shall be convertible into shares of Common Stock as follows:

(a) **Conversion Price.** The Conversion price for the Series B Preferred Stock shall be equal to \$0.0075 per share (the "**Conversion Price**").

(b) **Voluntary Conversion.** Each share of Series B Preferred Stock shall be convertible in whole but not in part, at the option of the holder thereof at anytime after the first (1st) anniversary of the date of its issuance, into that number of fully paid and non-assessable shares of Common Stock as may be purchased for the Conversion Price based on the aggregate purchase price paid for the shares of Series B Preferred Stock (the "**Series B Conversion Right**"). The Series B Conversion Right shall be exercised by a holder submitting written notice to the Corporation informing the Corporation of his/her/its intent to exercise its Series B Conversion Right, specifying the date for such conversion (the "**Series B Conversion Date**") and identifying which shares of Series B Preferred Stock such holder has elected to be converted into Common Stock in accordance with the Series B Conversion Right (the "Series B Conversion Notice"). Within ten (10) days of the Corporation's receipt of the Series B Conversion Notice, the Corporation shall be required to provide the respective Series B Preferred Stock holder with written notice setting forth the applicable Series B Conversion Price calculated as of the Series B Conversion Date, including back up calculations therefor, and the number of shares of Common Stock into which the shares of Series B Preferred Stock are being converted. In order to convert the shares of Series B Preferred Stock identified in the Series B Conversion Notice into shares of Common Stock, a holder of Series B Preferred Stock shall be required to surrender at the office of any transfer agent for the Corporation (or to the office of the Corporation if there is no transfer agent), all certificates representing the shares of Series B Preferred Stock elected to be converted, duly endorsed to the Corporation or in blank or marked for cancellation within thirty (30) days of the Series B Conversion Date; *provided that* in the event any holder of Series B Preferred Stock fails to surrender his/her/its certificate(s) representing the shares of Series B Preferred Stock to be converted, the Corporation shall be authorized in all respect to cancel such shares on the books of the Corporation and the transfer agent and to effectuate the conversion of such shares of Series B Preferred Stock into Common Stock; *provided, further,* that the Corporation shall not be required to deliver the stock certificates representing such shares of Common Stock to their respective holder(s) until such time as the stock certificates representing the Series B Preferred Stock so converted are received by the Corporation or its transfer agent duly endorsed to the Corporation or in blank or marked for cancellation. Shares of the Series B Preferred Stock shall be deemed to have been converted as of the close of business on the Series B Conversion Date, and the person(s) entitled to receive shares of Common Stock issuable upon such conversion shall be treated, for all purposes, as the record holder(s) of such shares of Common Stock at such time.

Mandatory Conversion. In the event that the Corporation shall be consolidated with or merged into any other corporation, the Series B Preferred Stock will automatically convert into that number of shares of Common Stock as may be purchased for the Conversion Price, calculated as of the close of business the day immediately prior to the consummation of such consolidation or merger, based on the aggregate purchase price paid for the shares of Series B Preferred Stock; *provided* that such mandatory conversion shall occur as part of the terms of such consolidation or merger so that any holder of Series B Preferred Stock may thereafter receive in lieu of the Common Stock otherwise issuable to him/her/it upon such mandatory conversion of his/her/its Series B Preferred Stock, the same kind and amount of securities as may be distributable upon such consolidation or merger with respect to the Common Stock such holder would have otherwise received.

Redemption of Series B Preferred Stock. Subject at all times to the Series B Conversation Right set forth in **Section 6.4(b)**, the issued and outstanding shares of Series B Preferred Stock shall be redeemable, in whole or in part, at the option of the Corporation by resolution of the Board of Directors, from time to time and at any time, commencing any time after the date of issuance of the Series B Preferred Stock as follows:

(a) **Redemption Price.** The redemption price per share of Series B Preferred Stock shall be equal to the greater of: (i) one hundred and twenty five percent (125%) of the purchase price paid for such share or (ii) the book value for such share as determined by an independent auditing firm (the "**Series B Redemption Price**").

(b) **Notice of Redemption.** The Corporation shall give notice of redemption (the "**Series B Redemption Notice**") not less than twenty (20) nor more than sixty (60) calendar days prior to the date fixed for redemption of the Series B Preferred Stock or any part thereof (the "**Series B Redemption Date**"). Such Series B Redemption Notice shall specify the Series B Redemption Date along with the time and place for redemption, and shall be given by mail to each holder of record of shares of Series B Preferred Stock chosen for redemption at the address last shown on the records of the Corporation for such holder or given by such holder to the Corporation for the purpose of notice or, if no such address appears or is given, at the place where the principal executive office of the Corporation is located. Any Series B Redemption Notice which was mailed in the manner herein provided shall be conclusively presumed to have been duly given whether or not the holder received the Series B Redemption Notice.

Termination of Rights. Upon the Series B Redemption Date, or upon such earlier date as the Board of Directors shall designate for payment of the Series B Redemption Price (unless the Corporation shall default in the payment of the Series B Redemption Price as set forth in the Series B Redemption Notice), the holders of shares of Series B Preferred Stock selected for redemption to whom notice has been duly given and that have not converted as provided in **Section 6.3(b)** shall cease to be shareholders with respect to such shares and shall have no interest in or claim against the Corporation by virtue thereof and shall have no other rights with respect to such shares except the right to receive the moneys payable upon such redemption from, the Corporation or otherwise, without interest thereon, upon surrender (and endorsement, if required by the Corporation) of the certificates, and the shares represented thereby shall no longer be deemed to be outstanding.

General Voting Rights of Series B Preferred Stock. Except as otherwise required by law, each holder of record of the Series B Preferred Stock shall be entitled to notice of any and all meetings of the shareholders of the Corporation and shall be entitled to one (1) vote for each full share of Common Stock into which each share of Series B Preferred Stock registered in his/her/its name on the books of the Corporation would be convertible on the record date for any matter submitted to the shareholders of the Corporation for a vote, or, if no such record date is established, at the date such vote is taken or any written consent of shareholders is solicited.

Series C Preferred Stock

The holders of the Series C Preferred shall not be entitled to receive dividends.

Liquidation Preference of Series C Preferred Stock. In the event of any liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or otherwise, after payment or provision for payment of the debts and other liabilities of the Corporation, the holders of the Series C Preferred Stock shall be entitled to receive, prior to the holders of any Series C Junior Stock (defined below) and/or Series C Parity Stock (defined below) and prior and in preference to any distribution of the assets or surplus funds of the Corporation to the holders of any other shares of stock of the Corporation by reason of their ownership of such stock, an amount per share equal to the Conversion Rate in Section 7.04(a) below with respect to each share of Series C Preferred Stock.

Conversion of Series C Preferred Stock. The Series C Preferred Stock shall be convertible into shares of Common Stock, as follows:

(e) Conversion Rate. All of the issued and outstanding shares of Series C Preferred Stock (the "**Total Series C Shares**") shall collectively be convertible into thirty percent (30%) of the total issued and outstanding shares of Common Stock at the time of such conversion (the "**Conversion Rate**") without any additional consideration by the holders to effectuate the conversion. For the avoidance of doubt, and as an example, in the event of a conversion of Series C Preferred Stock, Series C Preferred Shareholders whose shares have vested will own no more than 30% of all Common Stock post conversion, and the remaining 70% of Common Stock will be held by Common Stock shareholders.

(f) Voluntary Conversion. Each share of Series C Preferred Stock that has fully vested shall be convertible in whole but not in part, at the option of the holder thereof at any time after the first (1st) anniversary of the date of its vesting, into that number of fully paid and non-assessable shares of Common Stock as may be purchased for the Conversion Price based on the aggregate purchase price paid for the shares of Series C Preferred Stock (the "**Series C Conversion Right**"). The Series C Conversion Right shall be exercised by a holder submitting written notice to the Corporation informing the Corporation of his/her/its intent to exercise its Series C Conversion Right, specifying the date for such conversion (the "**Series C Conversion Date**") and identifying which shares of Series C Preferred Stock such holder has elected to be converted into Common Stock in accordance with the Series C Conversion Right (the "**Series C Conversion Notice**"). Within ten (10) days of the Corporation's receipt of the Series C Conversion Notice, the Corporation shall be required to provide the respective Series C Preferred Stock holder with written notice setting forth the applicable Series C Conversion Price calculated as of the Series C Conversion Date, including back up calculations therefor, and the number of shares of Common Stock into which the shares of Series C Preferred Stock are being converted. In order to convert the shares of Series C Preferred Stock identified in the Series C Conversion Notice into shares of Common Stock, a holder of Series C Preferred Stock shall be required to surrender at the office of any transfer agent for the Corporation (or to the office of the Corporation if there is no transfer agent), all certificates representing the shares of Series C Preferred Stock elected to be converted, duly endorsed to the Corporation or in blank or marked for cancellation within thirty (30) days of the Series C Conversion Date; *provided that* in the event any holder of Series C Preferred Stock fails to surrender his/her/its certificate(s) representing the shares of Series C Preferred Stock to be converted, the Corporation shall be authorized in all respect to cancel such shares on the books of the Corporation and the transfer agent and to effectuate the conversion of such shares of Series C Preferred Stock into Common Stock; *provided, further,* that the Corporation shall not be required to deliver the stock certificates representing such shares of Common Stock to their respective holder(s) until such time as the stock certificates representing the Series C Preferred Stock so converted are received by the Corporation or its transfer agent duly endorsed to the Corporation or in blank or marked for cancellation. Shares of the Series C Preferred Stock shall be deemed to have been converted as of the close of business on the Series C Conversion Date, and the

person(s) entitled to receive shares of Common Stock issuable upon such conversion shall be treated, for all purposes, as the record holder(s) of such shares of Common Stock at such time.

Mandatory Conversion. In the event that the Corporation shall be consolidated with or merged into any other corporation, all Series C Preferred Stock shall automatically vest, regardless of any longer vesting schedule set forth in an award document, and will, upon acceleration of vesting, automatically convert into that number of shares of Common Stock as may be issued at the Conversion Rate; *provided* that such mandatory conversion shall occur as part of the terms of such consolidation or merger so that any holder of Series C Preferred Stock may thereafter receive in lieu of the Common Stock otherwise issuable to him/her/it upon such mandatory conversion of his/her/its Series C Preferred Stock, the same kind and amount of securities as may be distributable upon such consolidation or merger with respect to the Common Stock such holder would have otherwise received.

General Voting Rights of Series C Preferred Stock. Except as otherwise required by law, each holder of Series C Preferred Stock, whether vested or unvested, shall be entitled to notice of any and all meetings of the shareholders of the Corporation and shall be entitled to one (1) vote for each full share of Common Stock on an as converted basis on the record date for any matter submitted to the shareholders of the Corporation for a vote, or, if no such record date is established, at the date such vote is taken or any written consent of shareholders is solicited.

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

None

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None

3) **Issuance History**

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

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

A. Changes to the Number of Outstanding Shares

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/19</u> Common: <u>322,800,327</u> Series A Preferred: <u>34,109,750</u> Series B Preferred: <u>293,000</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. *You must disclose the control person(s) for any entities listed.	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>3/5/20</u>	<u>New Issuance</u>	<u>1,500,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	David Alfred Karram and Sarah Margaret Karram	<u>Web Design and Hosting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/28/20</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>.0016</u>	<u>No</u>	Pamela Bisikirski and John Bisikirski	<u>Marketing</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/8/20</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	Ronald W. Bordens, Ph.D.	<u>Scientific Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/8/20</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	Michael J. Grace, Ph.D.	<u>Scientific Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>5/18/20</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>.01</u>	<u>No</u>	I Richard Garr, JD	<u>Scientific Advisory Board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>10/8/20</u>	<u>New Issuance</u>	<u>7,000,000</u>	<u>Common</u>	<u>.013</u>	<u>No</u>	Mid Atlantic BioTherapeutics / David Horn, MD	<u>License Execution</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/8/20</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	Michael K. Fish	<u>Board Fee</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/11/20</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Series A Preferred</u>	<u>\$.0001</u>	<u>N/A</u>	Dr. Barry A. Ginsberg	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/11/20</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Series A Preferred</u>	<u>\$.0001</u>	<u>N/A</u>	Paul M. Michaels	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/11/20</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Series C Preferred</u>	<u>\$.0001</u>	<u>N/A</u>	Ronald W. Bordens, Ph.D.	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/11/20</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Series C Preferred</u>	<u>\$.0001</u>	<u>N/A</u>	Michael J. Grace, Ph.D.	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/11/20</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Series C Preferred</u>	<u>\$.0001</u>	<u>N/A</u>	I Richard Garr, JD	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/11/20</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Series C Preferred</u>	<u>\$.0001</u>	<u>N/A</u>	Dr. Barry A. Ginsberg	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/11/20</u>	<u>New Issuance</u>	<u>6,000,000</u>	<u>Series C Preferred</u>	<u>\$.0001</u>	<u>N/A</u>	Paul M. Michaels	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>12/3/20</u>	<u>New Issuance</u>	<u>250.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	Ivel Realty Associates Corp / Marc Lewis	<u>Consulting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/9/20</u>	<u>New Issuance</u>	<u>40.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	Zabrina Langer	<u>Consulting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/9/20</u>	<u>New Issuance</u>	<u>30.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	Theodore Langer	<u>Consulting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/9/20</u>	<u>New Issuance</u>	<u>30.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	Samuel Langer	<u>Consulting</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>01/29/21</u>	<u>New Issuance</u>	<u>27,066.666</u>	<u>Common</u>	<u>.0075</u>	<u>No</u>	Green Life, Inc. (Barry A. Ginsberg)	<u>Conversion of Series B Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>1/29/201</u>	<u>Cancellation</u>	<u>203.000</u>	<u>Series B Preferred</u>	<u>N/A</u>	<u>N/A</u>	Green Life, Inc. (Barry A. Ginsberg)			
<u>02/17/21</u>	<u>New Issuance</u>	<u>5.000.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Rochelle Langer	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>500.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Rochelle Langer	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>500.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Rochelle Langer	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>40.000</u>	<u>Common</u>	<u>.044</u>	<u>No</u>	Zabrina Langer	<u>Consulting</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>500.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Theodore Langer	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>30.000</u>	<u>Common</u>	<u>.044</u>	<u>No</u>	Theodore Langer	<u>Consulting</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>200.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Samuel Langer	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>30.000</u>	<u>Common</u>	<u>.044</u>	<u>No</u>	Samuel Langer	<u>Consulting</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>300.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Aaron Charapp	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>02/17/21</u>	<u>New Issuance</u>	<u>250.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Ivel Realty Associates (Marc Lewis)	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>6.500.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Rochelle Langer	<u>Warrant Exchange Agreement</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>1.000.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Peter and Gail Capuano	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>250.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Charles K McHenry	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>250.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Josh York	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>250.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Joseph Gantz	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>

<u>03/12/21</u>	<u>New Issuance</u>	<u>100.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	John Acito	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>300.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Timothy Sellew	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>100.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	SJ Stile Associates, Ltd(Milton Heid)	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>1,041.667</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Rochelle Langer	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>1,041.667</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Rochelle Langer	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>1,041.667</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Theodore Langer	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>2,083.333</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Peter and Gail Capuano	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>520.833</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	GG Capital, LLC (Joseph Gantz)	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>416.667</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Samuel Langer	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>208.333</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	John Acito	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>625.000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Aaron Charapp	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>625.000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Timothy Sellew	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>208.333</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Stile Associates Ltd (Milton Heid)	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>520.833</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Josh York	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/12/21</u>	<u>New Issuance</u>	<u>520.833</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Charles McHenry	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/17/21</u>	<u>New Issuance</u>	<u>400.000</u>	<u>Common</u>	<u>.03</u>	<u>No</u>	Max McKenna	<u>Website Development</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/25/21</u>	<u>New Issuance</u>	<u>1,000.000</u>	<u>Common</u>	<u>.05</u>	<u>No</u>	Jose Bardelas	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/26/21</u>	<u>New Issuance</u>	<u>2,083.333</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Jose Bardelas	<u>Note Conversion</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>2,921.844</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Jeff Frankel	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>3,565.437</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	William Carlson	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>50,643.813</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Barry A. Ginsberg	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>

<u>03/30/21</u>	<u>New Issuance</u>	<u>50,643,813</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Paul Michaels	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>21,931,765</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	SunMed Advisors, LLC (Barry A. Ginsberg) (Paul Michaels)	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>3,646,396</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Al Forcella	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>645,767</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Amanda Schuman	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>293,734</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	David Evrard	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>391,983</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Gary Kabinoff	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>645,709</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Steven Landau	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>253,219</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	MDM Management Corp II (Michael McMeans)	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>New Issuance</u>	<u>253,219</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	Andrew L Phinney	<u>Conversion of Series A Preferred</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>03/30/21</u>	<u>Cancellation</u>	<u>134,109,750</u>	<u>Series A Preferred</u>	<u>N/A</u>	<u>N/A</u>	All Series A Holders	<u>Conversion to Common</u>	<u>N/A</u>	<u>N/A</u>
<u>05/12/2021</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	Dimiter Dimitrov	<u>Scientific Advisory Board fee</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/10/2021</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.06</u>	<u>No</u>	Rochelle Langer	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/30/2021</u>	<u>New Issuance</u>	<u>840,000</u>	<u>Common</u>	<u>.10</u>	<u>No</u>	Margaret McElroy	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/30/2021</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>.01</u>	<u>Yes</u>	Adam Drimer	<u>Services</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/9/2021</u>	<u>New Issuance</u>	<u>1,200,000</u>	<u>Common</u>	<u>.0075</u>	<u>Yes</u>	Christian Leomporra	<u>Conversion of Series B Shares</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/9/21</u>	<u>Cancellation</u>	<u>9,000</u>	<u>Series B Preferred</u>	<u>N/A</u>	<u>N/A</u>	Christian Leomporra			
<u>7/13/21</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>.10</u>	<u>No</u>	Josh York	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/10/21</u>	<u>New Issuance</u>	<u>1,700,000</u>	<u>Common</u>	<u>.085</u>	<u>No</u>	Fortified Management, LLC (Thomas Scipione)	<u>Settlement Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/10/21</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>.085</u>	<u>No</u>	Jody Samuels	<u>Settlement Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>08/18/2021</u>	New Issuance	<u>1,500,000</u>	<u>Common</u>	<u>.10</u>	<u>No</u>	Dan Broudy	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/18/2021</u>	New Issuance	<u>1,500,000</u>	<u>Common</u>	<u>.10</u>	<u>No</u>	Arnold Broudy	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/19/2021</u>	New Issuance	<u>1,111,111</u>	<u>Common</u>	<u>.09</u>	<u>No</u>	Da Costa	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/01/2021</u>	New Issuance	<u>300,000</u>	<u>Common</u>	<u>.10</u>	<u>No</u>	Michael K Fish	<u>Board Fee</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/17/2021</u>	New Issuance	<u>250,000</u>	<u>Common</u>	<u>.10</u>	<u>No</u>	Nicholas Boulis	<u>Scientific Advisory Board Fee</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/27/2021</u>	New Issuance	<u>250,000</u>	<u>Common</u>	<u>.11</u>	<u>No</u>	Catherine Sohn	<u>Advisor Fee</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>10/12/2021</u> -	New Issuance	12,500,000	<u>Common</u>	<u>.114</u>	<u>NA</u>	Mid Atlantic BioTherapeutics/ (David Horn, M.D.)	<u>License Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>11/12/2021</u>	New Issuance	403,225	<u>Common</u>	<u>.062</u>	<u>NA</u>	Keller Family Trust/ (Adam Keller)	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/10/2021</u>	New Issuance	2,439,025	<u>Common</u>	<u>.041</u>	<u>NA</u>	Rochelle Langer	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/10/2021</u>	New Issuance	609,757	<u>Common</u>	<u>.041</u>	<u>NA</u>	Zabrina Langer	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/13/2021</u>	New Issuance	609,757	<u>Common</u>	<u>.041</u>	<u>NA</u>	Charles McHenry	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/13/2021</u>	New Issuance	1,000,000	<u>Common</u>	<u>.041</u>	<u>NA</u>	Arnold Broudy	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/13/2021</u>	New Issuance	1,000,000	<u>Common</u>	<u>.041</u>	<u>NA</u>	Dan Broudy	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/13/2021</u>	New Issuance	1,219,513	<u>Common</u>	<u>.041</u>	<u>NA</u>	GG Capital, LLC (Joseph Gantz)	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/13/2021</u>	New Issuance	609,757	<u>Common</u>	<u>.041</u>	<u>NA</u>	Rita Michaelson	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/2021</u>	New Issuance	200,000	<u>Common</u>	<u>.106</u>	<u>Na</u>	Max McKenna	<u>Website Maintenance</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/15/2021</u>	New Issuance	1,000,000	<u>Common</u>	<u>.041</u>	<u>NA</u>	Justin DaCosta	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/15/2021</u>	New Issuance	609,757	<u>Common</u>	<u>.041</u>	<u>NA</u>	IPG Investments, LLC / (Bruce Combe)	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/15/2021</u>	New Issuance	609,757	<u>Common</u>	<u>.041</u>	<u>NA</u>	Hancock Western Investments, LLC / (David Hancock)	<u>Subscription Agreement</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>12/15/2021</u>	New Issuance	609,757	<u>Common</u>	.041	<u>NA</u>	Steven Nelson	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/15/2021</u>	New Issuance	1,219,513	<u>Common</u>	.041	<u>NA</u>	Stanley Silver	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/15/2021</u>	New Issuance	1,219,513	<u>Common</u>	.041	<u>NA</u>	Harry Silver	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>01/10/2022</u>	New Issuance	1,000,000	<u>Common</u>	.05175	<u>No</u>	Paul Michaels	Officer Bonus	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/12/2022</u>	New Issuance	2,439,026	<u>Common</u>	.02	<u>No</u>	GG Capital, LLC (Joseph Gantz)	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>12/12/2022</u>	New Issuance	2,439,026	<u>Common</u>	.02	<u>No</u>	Stanley Silver	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>12/12/2022</u>	New Issuance	1,219,514	<u>Common</u>	.02	<u>No</u>	Zabrina Langer	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>12/12/2022</u>	New Issuance	302,419	<u>Common</u>	.02	<u>No</u>	Keller Family Trust/ (Adam Keller)	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>12/12/2022</u>	New Issuance	1,219,514	<u>Common</u>	.02	<u>No</u>	Rita Michaelson	<u>Warrant Exercise</u>	<u>Restricted</u>	<u>3(a)(9)</u>
<u>12/15/2022</u>	New Issuance	35,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	Girish Navare	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/15/2022</u>	New Issuance	35,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	Glenn A. Turner	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/16/2022</u>	New Issuance	15,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	Irnest Spiegel	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/19/2022</u>	New Issuance	5,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	Anthony Silva	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/19/2022</u>	New Issuance	5,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	James Bonavita	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/19/2022</u>	New Issuance	5,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	Samuel Langer	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/21/2022</u>	New Issuance	5,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	John Skeadas	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/21/2022</u>	New Issuance	5,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	John P. Narciso	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/29/2022</u>	New Issuance	6,000	<u>Series B Preferred</u>	1.00	<u>NA</u>	Elanna Spiegel	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>01/10/2023</u>	New Issuance	20,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Todd Berman	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>01/10/2023</u>	New Issuance	10,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Dustin Allen	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>03/28/2023</u>	New Issuance	50,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	GG Capital, LLC (Joseph Gantz)	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>03/29/2023</u>	New Issuance	50,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Arthur and Marina Turovets	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>

<u>03/30/2023</u>	New Issuance	22,500	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Steven Nelson	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>03/30/2023</u>	<u>Cancellation</u>	6,000,000	<u>Series C Preferred</u>	N/A	<u>N/A</u>	I Richard Garr	N/A	<u>N/A</u>	<u>N/A</u>
<u>03/30/2023</u>	New Issuance	49,651,812	<u>Common</u>	N/A	<u>N/A</u>	I Richard Garr	<u>Conversion of Series C Shares</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>03/31/2023</u>	New Issuance	11,250	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Domenico Cammarota	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>07/24/2023</u>	New Issuance	20,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Luis Mariano Garcia	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>07/24/2023</u>	New Issuance	10,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Charles McHenry	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/22/2023</u>	New Issuance	50,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Adam Stern	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/29/2023</u>	New Issuance	25,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Barbara Bergen Michaels	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>08/30/2023</u>	New Issuance	10,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Rita Michaelson	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/01/2023</u>	New Issuance	50,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Terry F. King	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/01/2023</u>	New Issuance	20,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Inga and Tom Community Investments LLC (Tom Poss)	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
<u>09/19/2023</u>	New Issuance	25,000	<u>Series B Preferred</u>	1.00	<u>N/A</u>	Daureen Castonguay	Subscription Agreement	<u>Restricted</u>	<u>4(a)(2)</u>
Shares Outstanding on Date of This Report: Ending Balance Date <u>09/30/2023</u> Ending Balance Common: <u>628,922,947</u> Series A Preferred: 0.00 Series B Preferred: 525,750 Series C Preferred: 24,000,000									

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>3/3/2022</u>	<u>1,178,572</u>	<u>1,142,857</u>	<u>35,715</u>	<u>12/02/2023</u>	<u>Upon event of default, 70% of lowest closing price for prior 20 trading days.</u>	<u>Puritan Partners, LLC (Richard Smithline)</u>	<u>Loan</u>
<u>5/27/2022</u>	<u>224,000</u>	<u>200,000</u>	<u>24,000</u>	<u>11/27/2023</u>	<u>None</u>	<u>UC ASSET LP (Greg Bankston)</u>	<u>Loan</u>
<u>03/14/2023</u>	<u>36,442</u>	<u>35,000</u>	<u>1,442</u>	<u>12/15/2023</u>	<u>None</u>	<u>SunMed Advisors, LLC (Barry Ginsberg & Paul Michaels)</u>	<u>Loan</u>

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

N/A

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
(Please ensure that these descriptions are updated on the Company's Profile on www.otcmarkets.com).

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

Curative Biotechnology, Inc. (Curative Biotech) is a development stage biomedical company focused on novel therapies for rare diseases. The Company is identifying, acquiring, and developing disease modifying therapeutic drug candidates with a concentration on rare disease indications. Curative Biotech currently has ongoing programs in three (3) different therapeutic areas: degenerative eye disease, infectious disease, and neuro oncology. The Company is now concentrating its energy and resources on its degenerative eye disease platform, based on a worldwide exclusive license from the National Eye Institute (NEI) at the National Institutes of Health (NIH). The first therapeutic to be developed on this platform is a Metformin Reformulation targeting the treatment of intermediate and late-stage Age-Related Macular Degeneration (AMD) disease with the goal of being in the clinic in Q1 2024 for a first in human trial of its metformin-based eye drop. The trial will be conducted under a Cooperative Research and Development Agreement (CRADA) with the NEI.

B. List any subsidiaries, parents, or affiliated companies.

N/A

C. Describe the issuers' principal products or services.

The Company is focused on developing therapies with potentially accelerated development paths as a result of either the disease, the nature of the therapeutic itself, or the stage of clinical development. The Company operates on an outsource model, where it's core management group oversees a network of subject matter experts, clinical advisors, manufacturing vendors and regulatory consultants.

5) Issuer's Facilities

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

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

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.
The Company utilizes virtual office space at a cost of \$99 per month.

6) Officers, Directors, and Control Persons

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

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide 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.

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Paul M. Michaels	Officer and Director	Boca Raton, FL	11,139,695 6,000,000	Common Series C Preferred	1.78% 25%	
Barry A. Ginsberg, O.D.	Consultant Owner of more than 5%	Boca Raton, FL	71,576,362 6,000,000	Common Series C Preferred	11.38% 25%	
I Richard Garr, J.D.	Officer	Delray Beach, FL	16,735,146	Common	2.66%	
Ronald W. Bordens, Ph.D.	Officer	Boynton Beach, FL	250,000 6,000,000	Common Series C Preferred	<1% 25%	
Michael J. Grace, Ph.D.	Advisor	Hamilton, NJ	250,000 6,000,000	Common Series C Preferred	<1% 25%	
Cary Sucoff, J.D.	Director	Cold Spring Harbor, NY	-0-	N/A	N/A	
Lawrence Zaslow	Director	Chappaqua, NY	-0-	N/A	N/A	
Thomas C. Poss	Director	Guilford, CT	20,000	Series B Preferred	3.8%	
Rochelle Langer	Owner of more than 5%	Yonkers, NY	52,852,359	Common	8.40%	

7) Legal/Disciplinary History

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

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

N/A

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;

N/A

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

N/A

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.

N/A

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

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name:	<u>Amit Hazan</u>
Firm:	<u>Lucosky Brookman, LLP</u>
Nature of Services:	<u>Securities Counsel</u>
Address 1:	<u>101 S. Wood Avenue</u>
Address 2:	<u>Woodbridge, N.J. 08830</u>
Phone:	<u>732-395-4400</u>
Email:	<u>ahazan@lucbro.com</u>

Accountant or Auditor

Name: Michael K. Fish
Firm: Michael K. Fish, CPA PA
Address 1: 7700 N Kendall Dr. #405
Address 2: Miami, FL 33156
Phone: 305-279-8484

Investor Relations

N/A

All other means of Investor Communication:

Twitter: <https://twitter.com/CurativeBiotech>
Discord: N/A
LinkedIn: <https://www.linkedin.com/company/curative-biotech/>
Facebook: N/A

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, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: Jonathan Leinwand
Firm: Jonathan D. Leinwand, P.A.
Address 1: 18305 Biscayne Blvd., Suite 200
Address 2: Aventura, FL 33180
Phone: 954-903-7856
Email: jonathan@jdlpa.com

9) Financial Statements

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

- ☐ IFRS
☒ U.S. GAAP

B. The financial statements for this reporting period were prepared by (name of individual)²:

Name: **Michael K. Fish**
Title: **Certified Public Accountant**
Relationship to Issuer: **Former Director**

Describe the qualifications of the person or persons who prepared the financial statements:

Mr. Fish has over five years of business experience in the financial sector and had provided accounting and financial consulting services to private companies.

Provide the following financial statements 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.

² The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, I Richard Garr, certify that:

1. I have reviewed this Disclosure Statement for Curative Biotechnology 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.

November 14, 2023 [Date]

/s/ I Richard Garr [CEO's Signature]

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

Principal Financial Officer:

I, I Richard Garr, certify that:

1. I have reviewed this Disclosure Statement for Curative Biotechnology 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.

November 14, 2023 [Date]

/s/ I Richard Garr [CFO's Signature]

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

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Curative Biotechnology, Inc
Condensed Balance Sheets

	September 30, 2023 (unaudited)	December 31, 2022
ASSETS		
CURRENT ASSETS		
Cash	\$ 35,583	\$ 58,668
Prepaid expenses	117,213	9,838
Total current assets	<u>152,796</u>	<u>68,506</u>
FIXED ASSETS		
Property and equipment	6,834	6,834
Accumulated depreciation	<u>(911)</u>	<u>(570)</u>
Total Fixed Assets	<u>5,923</u>	<u>6,264</u>
OTHER ASSETS		
Deferred offering costs	415,556	397,056
Intangible assets, net of amortization	<u>1,632,572</u>	<u>1,624,155</u>
Total other assets	<u>2,048,128</u>	<u>2,021,211</u>
Total Assets	<u><u>\$ 2,206,847</u></u>	<u><u>\$ 2,095,981</u></u>
LIABILITIES AND DEFICIENCY IN STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	\$ 4,622,381	\$ 3,350,821
Liability to issue common shares	62,274	47,145
Short term convertible note payable net of discounts - third party	1,178,572	870,648
Short term note payable including accrued interest - third party	224,000	200,000
Short term loan including accrued interest - related party	<u>36,442</u>	<u>-</u>
Total current liabilities	<u>6,123,669</u>	<u>4,468,614</u>
Total Liabilities	<u>6,123,669</u>	<u>4,468,614</u>
Commitments and Contingencies		
Preferred Stock, Series C, 24,000,000 shares issued and outstanding	15,124,689	18,131,825
DEFICIENCY IN STOCKHOLDERS' EQUITY		
Preferred stock, \$0.0001 par value, authorized 200,000,000 shares, no Series A; Series B, 360,750 and 197,000 shares issued and outstanding	57	20
Common stock, \$0.0001 par value, authorized 1,100,000,000 shares; 628,922,947 and 579,271,135 shares issued and outstanding	62,892	57,927
Additional paid-in capital	16,017,627	12,022,514
Accumulated deficit	<u>(35,122,087)</u>	<u>(32,584,919)</u>
Total deficiency in stockholders' equity	<u>(19,041,511)</u>	<u>(20,504,458)</u>
Total Liabilities and Deficiency in Stockholders' Equity	<u><u>\$ 2,206,847</u></u>	<u><u>\$ 2,095,981</u></u>

The accompanying notes are an integral part of the unaudited condensed financial statements

Curative Biotechnology, Inc
Condensed Statements of Operations
(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2023	2022	2023	2022
REVENUES, net	\$ -	\$ -	\$ -	\$ -
COST OF REVENUES	-	-	-	-
GROSS MARGIN	-	-	-	-
OPERATING EXPENSES:				
General and administrative expenses	646,491	618,192	1,119,244	1,773,536
Research and development	18,696	456,377	260,043	1,548,830
Depreciation and amortization	1,989	1,988	5,967	5,967
Total operating expenses	667,176	1,076,557	1,385,254	3,328,333
OTHER EXPENSE				
Interest expense	152,952	341,873	532,685	773,801
Total other expense	152,952	341,873	532,685	773,801
Net loss before income taxes	\$ (820,128)	\$ (1,418,430)	\$ (1,917,939)	\$ (4,102,134)
Income taxes	-	-	-	-
Net loss	<u>\$ (820,128)</u>	<u>\$ (1,418,430)</u>	<u>\$ (1,917,939)</u>	<u>\$ (4,102,134)</u>
Loss per weighted average common share, basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Number of weighted average common shares outstanding, basic and diluted	<u>628,922,947</u>	<u>571,651,636</u>	<u>612,736,093</u>	<u>571,600,354</u>

The accompanying notes are an integral part of the unaudited condensed financial statements

Curative Biotechnology, Inc
Condensed Statement of Deficiency in Stockholders' Equity
(Unaudited)

Nine months ended September 30, 2023

	Number of Shares		Par Value		Additional	Accumulated	Total Deficiency in
	Common	Preferred	Common	Preferred	Paid-in	Deficit	Stockholders' Equity
					Capital		
BALANCE , January 1, 2023	579,271,135	30,197,000	\$ 57,927	\$20	\$12,022,514	\$(32,584,919)	\$ (20,504,458)
Series C preferred converted to common	49,651,812	(6,000,000)	4,965	“*	3,621,400	-	3,626,365
Series B preferred issued for cash	-	373,750	-	37	373,713	-	373,750
Deemed dividend	-	-	-	-	-	(619,229)	(619,229)
Net income	-	-	-	-	-	(1,917,939)	(1,917,939)
BALANCE , September 30, 2023	628,922,947	24,570,750	\$ 62,892	\$57	\$16,017,627	\$(35,122,087)	\$ (19,041,511)

* Series A and Series C Preferred Stock amounts reflected in mezzanine equity

Curative Biotechnology, Inc
Condensed Statement of Deficiency in Stockholders' Equity
(Unaudited)

Nine months ended September 30, 2022

	Number of Shares		Par Value		Additional	Accumulated	Total
	Common	Preferred	Common	Preferred	Paid-in	Deficit	Stockholders' Deficit
					Capital		
BALANCE , January 1, 2022	570,651,636	30,081,000	\$ 57,065	\$8	\$10,498,221	\$(26,917,036)	\$ (16,361,742)
Common shares issued for services	1,000,000	-	100	-	51,650	-	51,750
Options issued for services	-	-	-	-	373,704	-	373,704
Warrants issued in connection with debt	-	-	-	-	928,857	-	928,857
Warrants issued for services	-	-	-	-	12,976	-	12,976
Deemed dividend	-	-	-	-	-	(22,178)	(22,178)
Net loss	-	-	-	-	-	(4,102,134)	(4,102,134)
BALANCE , September 30, 2022	571,651,636	30,081,000	\$ 57,165	\$ 8	\$ 11,865,408	\$(31,041,348)	\$ (19,118,767)

* Series C Preferred Stock amounts reflected in mezzanine equity

The accompanying notes are an integral part of the unaudited condensed financial statements

Curative Biotechnology, Inc
Condensed Statements of Cash Flows
(Unaudited)
Nine months ended September 30,

	<u>2023</u>	<u>2022</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	(\$1,917,939)	(\$4,102,134)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	5,967	5,967
Share based compensation	15,129	491,641
Amortization of Original Issue Discount	23,810	83,333
Amortization of debt discount	248,399	596,922
Changes in operating assets and liabilities		
Decrease in other receivable	-	25,000
Increase in prepaid expenses	(107,375)	(18,285)
Increase in accounts payable and accrued liabilities	1,314,226	1,246,806
Net cash used in operating activities	<u>(417,783)</u>	<u>(1,670,750)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of intangible assets	<u>(14,052)</u>	<u>(76,905)</u>
Net cash used in investing activities	<u>(14,052)</u>	<u>(76,905)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Cash received for issuance of Series B preferred stock	373,750	-
Cash received from related party notes payable	35,000	-
Repayments of note payable	-	(86,700)
Cash paid for deferred offering costs	-	(16,485)
Cash received from convertible note payable	-	869,972
Cash received from third party notes payable	<u>-</u>	<u>311,877</u>
Net cash provided by financing activities	<u>408,750</u>	<u>1,078,664</u>
Net (decrease) increase in cash	<u>(23,085)</u>	<u>(668,991)</u>
CASH, beginning of period	<u>58,668</u>	<u>670,263</u>
CASH, end of period	<u>\$ 35,583</u>	<u>\$ 1,272</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Interest paid in cash	<u>\$ 89,087</u>	<u>\$ 50,977</u>
Income taxes paid in cash	<u>\$ -</u>	<u>\$ -</u>
Non-cash financing activities:		
Series C preferred stock deemed dividend	<u>\$ 619,229</u>	<u>\$ 22,179</u>
Warrants issued in conjunction with debt	<u>\$ -</u>	<u>\$ 928,857</u>

The accompanying notes are an integral part of the unaudited condensed financial statements

Curative Biotechnology, Inc
Notes to Condensed Financial Statements
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS

Curative Biotechnology Inc. (f/k/a Connectyx Technologies Holdings Group, Inc.), (CUBT), is a Florida corporation, formed as a Nevada corporation on June 29, 1995, reincorporated in Florida on October 30, 2007, with a name change November 30, 2020, which conducts business from its headquarters in Boca Raton, Florida. Curative Biotechnology, Inc. is a development stage biomedical company that seeks to develop, in-license, sub-license and bring to market products in both the Pharmaceutical and Medical Device space. The Company focuses on products that are targeted at FDA-defined "Orphan Diseases" with patient populations under 200,000 in the United States. The company leverages management's experience and business relationships with Life Science research institutions as well as Life Science industry members to acquire Life Science candidates that fit within the company's business model. The company has established a scientific advisory board with a successful track record of bringing pharmaceuticals to market.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Presentation The accompanying condensed interim financial statements have been prepared without audit in accordance with Generally Accepted Accounting Principles ("GAAP") in the United States of America ("U.S.") as promulgated by the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC"). In our opinion, the accompanying unaudited interim financial statements contain all adjustments (which are of a normal recurring nature) necessary for a fair presentation. Operating results for the nine months ended September 30, 2023 are not necessarily indicative of the results that may be expected for the year ending December 31, 2023. Certain comparative period items have been reclassified to conform with the current period presentation.

(b) Use of Estimates The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

(c) Cash and equivalents For purposes of the statement of cash flows, the Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents. The Company had no cash equivalents at September 30, 2023 and December 31, 2022.

(d) Prepaid expenses From time to time, the Company may prepay expenses either through the transfer of cash, assets or the issuance of securities. Prepaid expenses are amortized over the period of benefit.

(e) Property and equipment All property and equipment are recorded at cost and depreciated over their estimated useful lives, using the straight-line method. Upon sale or retirement, the cost and related accumulated depreciation are eliminated from their respective accounts, and the resulting gain or loss is included in the results of operations. Repairs and maintenance charges, which do not increase the useful lives of the assets, are charged to operations as incurred.

(f) Intangible Assets The useful life of intangible assets is assessed as either finite or indefinite. Following the initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any. Intangible assets with finite useful lives are carried at cost less accumulated amortization. Amortization is calculated using the straight line method over the estimated useful lives.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. If impairment indicators are present, these assets are subject to an impairment review. Any loss resulting from impairment of intangible assets is expensed in the period the impairment is identified.

Curative Biotechnology, Inc
Notes to Condensed Financial Statements
(Unaudited)

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES, continued

(g) Impairment of Long-Lived Assets A long-lived asset is tested for impairment whenever events or changes in circumstances indicate that its carrying value amount may not be recoverable. An impairment loss is recognized when the carrying amount of the asset exceeds the sum of the undiscounted cash flows resulting from its use and eventual disposition. The impairment loss is measured as the amount by which the carrying amount of the long-lived assets exceeds its fair value.

(h) Financial Instruments and Fair Value Measurements ASC 825-10 “Financial Instruments”, allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value (fair value option). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable, unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. The Company did not elect to apply the fair value option to any outstanding instruments.

ASC 825 also requires disclosures of the fair value of financial instruments. The carrying value of the Company’s current financial instruments, which include cash and cash equivalents, accounts payable and accrued liabilities approximates their fair values because of the short-term maturities of these instruments.

FASB ASC 820 “Fair Value Measurement” clarifies that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. It also requires disclosure about how fair value is determined for assets and liabilities and establishes a hierarchy for which these assets and liabilities must be grouped, based on significant levels of inputs as follows:

Level 1: Quoted prices in active markets for identical assets or liabilities.

Level 2: Quoted prices in active markets for similar assets and liabilities and inputs that are observable for the asset or liability.

Level 3: Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The determination of where assets and liabilities fall within this hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

(i) Related Party Transactions All transactions with related parties are in the normal course of operations and are measured at the exchange amount.

(j) Revenue Recognition The Company adopted Accounting Standards Codification, (“ASC”), 606, “Revenue from Contracts with Customer” on January 1, 2018. This revenue recognition standard has a five step process: a) Determine whether a contract exists; b) Identify the performance obligations; c) Determine the transaction price; d) Allocate the transaction price; e) Recognize revenue when (or as) performance obligations are satisfied. The Company’s financial statements are prepared under the accrual method of accounting. Revenues will be recognized when pervasive evidence of an arrangement exists, services have been rendered (product delivered), the sales price is fixed or determinable, and collectability is reasonably assured. This occurs only when the product(s) is ordered and subsequently delivered.

(k) Stock based compensation Stock-based compensation is accounted for based on the requirements of the Share-Based Payment Topic of ASC 718 which requires recognition in the financial statements of the cost of employee and director services received in exchange for an award of equity instruments over the period the employee or director is required to perform the services in exchange for the award. The ASC also requires measurement of the cost of employee and director services received in exchange for an award based on the grant-date fair value of the award. Pursuant to ASC 505-50, for share-based payments to non-employees, compensation expense is determined at the “measurement date.” The expense is recognized over the service period of the award. Until the measurement date is reached, the total amount of compensation expense remains uncertain. The Company initially records compensation expense based on the fair value of the award at the measurement date.

Curative Biotechnology, Inc
Notes to Condensed Financial Statements
(Unaudited)

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES, continued

(l) Income Taxes Provisions for income taxes are based on taxes payable or refundable for the current year and deferred taxes on temporary differences between the amount of taxable income and pretax financial income, and between the tax bases of assets and liabilities and their reported amounts in the financial statements. Deferred tax assets and liabilities are included in the consolidated financial statements at currently enacted income tax rates applicable to the period in which the deferred tax assets and liabilities are expected to be realized or settled as prescribed in FASB ASC 740. As changes in tax laws or rates are enacted, deferred tax assets and liabilities are adjusted through the provision for income taxes. Tax positions initially need to be recognized in the financial statements when it is more-likely-than-not the positions will be sustained upon examination by the tax authorities.

(m) Net loss per share Basic loss per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period. Diluted loss per share reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that shared in the earnings of the Company. Diluted loss per share is computed by dividing the loss available to stockholders by the weighted average number of shares outstanding for the period and dilutive potential shares outstanding unless consideration of such dilutive potential shares would result in anti-dilution. There were no dilutive common stock equivalents for the periods ended September 30, 2023 and 2022.

NOTE 3 - LIQUIDITY AND GOING CONCERN CONSIDERATIONS

The accompanying interim condensed financial statements have been prepared assuming that the Company will continue as a going concern. The Company's financial position and operating results raise substantial doubt about the Company's ability to continue as a going concern, as reflected by the net loss of approximately \$1.9 million, accumulated deficit of approximately \$35.1 million through September 30, 2023 and a deficiency in working capital of approximately \$6.0 million at September 30, 2023. The ability of the Company to continue as a going concern is dependent upon commencing operations, developing sales and obtaining additional capital and financing. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern. The Company is currently seeking additional capital to allow it to grow its operations

NOTE 4 - INTANGIBLE ASSETS

During the 4th quarter 2021, the Company acquired the following intangible asset:

(a) MABT Covid-19 license The Company entered into a licensing agreement with Mid-Atlantic BioTherapeutics, Inc., (MABT), to license MABT's COVID-19 vaccine which is composed of a recombinant S1 and S2 protein from SARS-CoV-2 plus an IMT504 adjuvant. The Company issued 12,500,000 shares of common stock valued at \$1,425,000 to acquire this license.

During the 4th quarter 2020, the Company acquired the following intangible assets:

(b) Website In December 2020, the Company contracted with a third party to develop and produce a new website for the Company for a contract price of \$22,500, one-half in cash and one-half in common stock of the Company. The Company is amortizing this cost over 3 years. This website was placed into service in March 2021. Amortization expense for the six months ended June 30, 2022 was \$3,750.

(c) IMT504 Patent license In October 2020, the Company entered into a license agreement with MidAtlantic BioTherapeutics, Inc., (MABT), to license the development of a pharmaceutical compound known as IMT504, as immunotherapy for late stage symptomatic rabies. The license is for worldwide use. There are certain conditions to the license, principally that the A.

Curative Biotechnology, Inc
Notes to Condensed Financial Statements
(Unaudited)

NOTE 4 - INTANGIBLE ASSETS, continued

(c) IMT504 Patent license, continued Company raise \$6.5 million to fund the development. There is not a time limit on raising these funds unless the Company utilizes a public offering process, such as Regulation A.

The total cost for this license is 20 million shares of the Company's common stock, issuable in three tranches - (1) 7 million shares upon execution of the license (which have been issued, valued at \$91,000), (2) 6.5 million shares upon the submission of an Investigational New Drug (IND) to the FDA and (3) 6.5 million shares upon the successful completion of the first rabies clinical trial of this IND. This license calls for royalties of 50% of the net profit, after reimbursement for development costs, of successfully marketed products utilizing IMT504.

A principal goal of this license is to obtain a Priority Review Voucher (PRV) issued by the US FDA, and subsequently sell the PRV to a major pharmaceutical company. The Company and MABT will split the proceeds from the sale of such PRV equally.

(d) National Institute of Health (NIH) Patent license #1 In October 2020, the Company entered into an exclusive 24 month evaluation license of Provisional Patent Application No. 62/199,707, filed July 31, 2015; PCT Application No. PCT/US2016/044777 filed July 29, 2016 and Patent No. 10,548,987 issued February 4, 2020. This license is for the evaluation of and development of an anti-CD56 antibody drug conjugate for the treatment of glioblastoma. Should the Company develop a marketable product, the Company is then required to negotiate a new license with market based royalties.

This license calls for the payment of a non-creditable non-refundable license issue royalty of \$10,000, paid ½ at issuance and ½ on the one year anniversary.

(e) National Institute of Health (NIH) Patent license #2 In January 2021 the Company entered into an NIH exclusive 36 month worldwide license of Provisional Patent Application No. 62/899,899, filed September 13, 2019 and PCT Application No. PCT/US2020/050540 filed September 11, 2020. This license is for the development of ocular metformin formulation for the treatment of retinal degenerative diseases.

This license requires two separate royalty streams of payments.

First is a royalty equal to the unreimbursed patent expenses paid by NIH, with an initial amount of \$8,500 due within 30 days of execution of the license. At the first anniversary of the license NIH will supply a statement of additional unreimbursed patent expenses paid by NIH during the year, of which the Company is required to pay 50%, with the remaining balance due on the third anniversary.

Second is an ongoing royalty schedule: an initial royalty of \$5,000 upon execution of the license, and annually thereafter as the minimum royalty amount. The license can be extended on the third anniversary to the remaining life of the licensed patent by the payment of a one-time non-refundable non-creditable royalty of \$45,000. There are three benchmark royalties - \$75,000 upon the initiation of the first Phase 2 Clinical Study; \$300,000 upon the completion of Phase 3 Clinical Study and \$600,000 upon the FDA approval of the first Licensed Product. Upon first commercial sale there is a royalty of \$100,000 each for the United States, Canada, European Union and Asian region. Last is a 3.5% of net sales royalty.

Curative Biotechnology, Inc
Notes to Condensed Financial Statements
(Unaudited)

NOTE 5 - RELATED PARTY TRANSACTIONS

From time to time the Company may enter into non-arms length transactions with related parties, however the Company exercises its best efforts to ensure that such transactions are valued on a basis comparable to a true arms length transaction.

During the second quarter of 2023, a related party owned by two officers of the Company, extended a loan of \$15,000, which carries an 8% rate of interest and matures on September 2, 2023. In September the maturity date was extended to December 15, 2023. Through September 30, 2023, interest of \$565 has been accrued.

During the first quarter of 2023, a related party owned by two officers of the Company, extended a loan of \$20,000, which carries an 8% rate of interest and matured on June 14, 2023. In June 2023, the maturity of this note was extended to September 14, 2023. In September the maturity date was extended to December 15, 2023. Through September 30, 2023, interest of \$877 has been accrued.

NOTE 6 - NOTES PAYABLE TO THIRD PARTIES

During the second quarter of 2022, the Company issued a promissory note in exchange for \$200,000 in cash. This note carries a 12% interest rate, interest payable monthly, and a six month maturity. At maturity, the maturity was extended for an additional six months and the interest rate was increased to 18%, interest payable monthly. Through September 30, 2023, interest of \$24,000 has been accrued.

During the quarter ended June 30, 2023, the Company entered into a financing for the purchase of a Directors and Officers (D&O) Liability Insurance policy. This financing carries a 5.65% interest rate and is payable monthly for 10 months. At September 30, 2023, the outstanding balance on this note was \$66,152.

NOTE 7 - NOTES PAYABLE TO RELATED PARTIES

During the second quarter of 2023, a related party entity owned by two officers of the Company, extended a loan of \$15,000, which carries an 8% rate of interest and matures on September 2, 2023. In September the maturity date was extended to December 15, 2023. Through September 30, 2023, interest of \$565 has been accrued.

During the first quarter of 2023, a related party entity owned by two officers of the Company, extended a loan of \$20,000, which carries an 8% rate of interest and matured on June 14, 2023. In June 2023, the maturity of this note was extended to September 14, 2023. In June 2023, the maturity of this note was extended to September 14, 2023. In September the maturity date was extended to December 15, 2023. Through September 30, 2023, interest of \$877 has been accrued.

NOTE 8 - CONVERTIBLE SENIOR SECURED NOTE PAYABLE

In March 2022, the Company issued a 12-month Senior Secured Note with a face amount of \$1,142,857, with a stated 12.5% original issue discount (OID). The Note carries a 12.5% interest rate with interest-only payable monthly from April through August 2022. The Company received \$869,972 in cash, net of the OID of \$142,857 and legal and other fees in the amount of \$125,714.

Beginning in September 2022, the Company was required to make monthly redemptions at the rate of 110% of one seventh of the original principal amount, (\$179,592), plus interest. It also carries a mandatory prepayment at 125% of the original principal amount, or \$1,428,571, less any redemptions made, upon the completion of a Qualified Offering, as defined.

The Note is convertible into common stock of the Company upon an event of default, as defined.

Curative Biotechnology, Inc
Notes to Condensed Financial Statements
(Unaudited)

NOTE 8 - CONVERTIBLE SENIOR SECURED NOTE PAYABLE, continued

The lender received five year warrants to purchase 22,857,143 shares of common stock of the Company, with an exercise price of \$0.0001 per share. These warrants were recorded as debt discount in the amount of \$0.9 million which is being amortized over the term of the Note. The warrants can be exercised on a cash-less basis if a registration statement for the common shares underlying the warrants is not declared effective by September 2022.

The Note is secured by all the tangible and intangible assets of the Company.

In August 2022, the Company and the lender agreed to the first modification of the Note. In exchange for a one-month extension to begin the principal payments under this Note, the parties agreed to reduce the qualified offering amount from \$10 million to \$7.2 million; modify the payment schedule from seven (7) months to six (6) months. In addition, the lender received 1,904,762 additional warrants having a fair value of \$58,884, which were recorded as an additional debt discount and amortized over the remaining life of the Note.

In October 2022, the Company and the lender agreed to the second modification of the Note. The first payment due was delayed from October 2 to October 17.

In October 2022, the Company and the lender agreed to the third modification of the Note. The first payment due was delayed from October 17 to November 2. The lender received 1,904,762 additional warrants having a fair value of \$36,053, which were recorded as an additional debt discount and amortized over the remaining life of the Note.

In November 2022, the Company and the lender agreed to the fourth modification of the Note. The first payment due was delayed from November 2 to November 17.

In November 2022, the Company and the lender agreed to the fifth modification of the Note. The first payment due was delayed from November 17 to December 17. The lender received 1,904,762 additional warrants having a fair value of \$37,955, which were recorded as an additional debt discount and amortized over the remaining life of the Note.

In December 2022, the Company and the lender agreed to the sixth modification of the Note. The first payment due was delayed from December 17 to January 17. The lender received 1,904,762 additional warrants having a fair value of \$33,936, which were recorded as an additional debt discount and amortized over the remaining life of the Note.

In the first quarter 2023, the Company and the lender agreed to the seventh through eleventh modifications of the Note. The maturity was reset to April 19, 2023; the default and optional redemption rates were reset to 137.5% and the qualified offering, as described, was reset to \$3 million.

In the second quarter 2023, the Company and the lender agreed to the twelfth modification of the Note. The maturity was reset to July 2, 2023; the default and optional redemption rates were reset to 142.5% and the qualified offering, as described, was reset to \$3 million in one continuous offering of a single security.

In August 2023, The Company and the lender agreed the 13th modification of the Note. In exchange for the right to convert to common stock at 1.5 times the original principal balance should there be an event of default, the lender agreed to a five month extension of the maturity of this Note to December 2, 2023, and accrual of the monthly interest from July 2, 2023, to be paid at maturity.

Curative Biotechnology, Inc.
Notes to Condensed Financial Statements
(Unaudited)

NOTE 9 – DEFICIENCY IN STOCKHOLDERS EQUITY

At September 30, 2023 and December 31, 2022, the Company has 1,100,000,000 shares of par value \$0.0001 common stock authorized and 628,922,947 and 579,271,135 issued and outstanding, respectively. At September 30, 2023 and December 31, 2022, the Company has 200,000,000 shares of \$0.0001 par value preferred stock authorized.

The Series A and Series C preferred stock has been accounted for in accordance with FASB Accounting Standards Codification (ASC) 480, as mezzanine equity due to Series A having a redemption provision by the holder and Series C being convertible into a variable number of common shares.

	Series A		Series B		Series C		Total	
	No. Shares	Par	No. Shares	Par	No. Shares	Par	No. Shares	Par
January 1, 2023	-	\$ -	197,000	\$ 20	30,000,000	\$ 3,000	30,197,000	\$ 3,020
Conversion to common shares	-	-	-	-	(6,000,000)	(600)	(6,000,000)	(600)
Sale of new shares	-	-	373,750	37	-	-	373,750	37
September 30, 2023	-	\$ -	570,750	\$ 57	24,000,000	\$ 2,400	24,570,750	\$ 2,457

The preferred shares have the following respective rights and privileges:

Series A Preferred carry 10 votes for each share of common stock that each Series A shares are convertible into at the record date; is convertible into common stock aggregating 35% of the total issued and outstanding common shares at conversion date post conversion; are redeemable for the greater of 45% of the total market value of the common share or the calculation of the book value of the Company made by an independent audit firm or \$5,000,000. During the first quarter of 2021, all of the Series A was converted into 135,836,702 shares of common stock.

Series B Preferred are convertible in common shares of common stock at a conversion price of \$0.0075 per share; are redeemable at a price of 125% of the purchase price paid for the shares; carry one vote for each common share that the Series B is convertible into at the record date; are senior to all other securities in the event of a liquidation. During the first quarter of 2021, 203,000 shares of the Series B was converted into 27,066,666 shares of common stock.

Series C Preferred are convertible into at the record date; is convertible into common stock aggregating 30% of the total issued and outstanding common shares at conversion date post conversion; carry one vote for each common share that the Series C is convertible into at the record date.

Quarter ended September 30, 2023:

The Company issued 210,000 shares of Series B preferred stock in exchange for \$210,000 in cash.

Quarter ended March 31, 2023:

The Company issued 49,651,812 shares of common stock for the conversion of 6,000,000 Series C preferred stock.

The Company issued 163,750 shares of Series B preferred stock in exchange for \$163,750 in cash.

Curative Biotechnology, Inc.
Notes to Condensed Financial Statements
(Unaudited)

NOTE 9 – DEFICIENCY IN STOCKHOLDERS EQUITY, continued

Quarter ended December 31, 2022:

The Company issued 7,619,499 shares of common stock and 7,619,499 warrants for the purchase of common stock with an exercise price of \$0.02 per share in exchange for \$152,390 in cash. These shares resulted from the exercise of 7,619,499 warrants that previously had exercise prices of \$0.09, \$0.11 and \$0.15 per share. The Company agreed to modify the exercise price to \$0.02 per share.

The Company issued 116,000 shares of Series B preferred stock in exchange for \$116,000 in cash.

Quarter ended March 31, 2022: The Company issued 1,000,000 shares of common stock to one employee for past services valued at \$51,750.

NOTE 10 - WARRANTS

During the fourth quarter 2022, the Company issued 7,619,499 warrants for the purchase of common stock with an exercise price of \$0.02 per share in conjunction with the exercise of 7,619,499 warrants for \$152,390.

During the fourth quarter 2022, The Company and the lender agreed to five modifications of the Note. In exchange for ultimately a three and a half-month extension of the first payment date, the lender received 1,904,762 additional warrants three times having a fair value of \$36,054, \$37,955 and \$33,936, which was recorded as an additional debt discount and amortized over the remaining life of the Note.

During the third quarter 2022, The Company and the lender agreed to a modification of the Note. In exchange for a one-month extension to begin the principal payments under this Note, the parties agreed to reduce the qualified offering amount from \$10 million to \$7.2 million; modify the payment schedule from seven (7) months to six (6) months. In addition, the lender received 1,904,762 additional warrants having a fair value of \$58,884, which will be recorded as an additional debt discount and amortized over the remaining life of the Note.

Quarter ended March 31, 2022: The lender of the Convertible Senior Secured Note received five year warrants to purchase 22,857,143 shares of common stock of the Company, with an exercise price of \$0.0001 per share. These warrants were recorded as debt discount in the amount of \$1.0 million which will be amortized over the term of the Note. The warrants can be exercised on a cash-less basis if a registration statement for the common shares underlying the warrants is not declared effective by September 2022.

The method utilized to value the warrants was the Black-Scholes model with the following assumption ranges: Expected life - three or five years; stock price between \$0.0179 and \$0.31; volatility between 38.46 and 113.1; exercise price between \$0.02 and \$0.0001 and bond equivalent yield rate between 3.02% and 4.25%.

NOTE 11 - OPTIONS

Quarter ended March 31, 2022: The Company issued 7,456,500 options to purchase shares of common stock equally to three employees for past services, valued at \$155,250. These options have an exercise price of \$0.05175 and a five year life.

The method utilized to value the options was the Black-Scholes model with the following assumption ranges: Expected life - ten years; stock price \$0.114; volatility 35.13; exercise price \$0.11 and bond equivalent yield rate 1.47%.

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NOTE 12 - EQUITY INCENTIVE PLAN

On August 26, 2021, the Company adopted a equity incentive plan providing for the issuance of shares of common stock, options or SARs with a rolling maximum number equal to 10% of the issued and outstanding Common Shares set at the beginning of each fiscal year. The Company may grant incentives to its directors, officers, employees and service providers. The options are exercisable for a maximum of up to ten years from the date of grant and may be subject to vesting provisions as set by the Plan Administrator.

During the quarter ended March 31, 2022, a total of 1,000,000 shares of common stock and 7,456,500 options at a weighted-average exercise price of \$0.0518 per share were granted to employees exercisable for a period of five years with immediate vesting. The weighted-average fair value attributable to options granted in 2022 was \$0.0208.

The fair value of the stock options recognized in the period has been estimated using the Black-Scholes option pricing model

Assumptions used in the pricing model are as provided below.

Risk-free interest rate		1.55%
Exercise price	\$	0.0518
Expected life		5 years
Expected volatility		44.12%
Expected dividends		-

The Company recognized a equity incentive expense of \$207,000 for the six months ended June 30, 2023.

As of June 30, 2023, there were 7,456,500 fully vested options outstanding with a weighted average exercise price of \$0.0518per share. There were no non-vested options outstanding.

A summary of the Company's stock option plan and changes during the six months ended June 30, 2022 is as follows:

	Number of options	Weighted average exercise price
Balance - beginning of the year	-	\$ -
Granted	7,456,500	0.0518
Exercised	-	-
Cancelled	-	-
Balance - end of period	7,456,500	\$ 0.0518

The aggregate intrinsic value of vested share options (the market value less the exercise price) at June 30, 2023 was zero.

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NOTE 13 - FINANCIAL INSTRUMENTS

(a) Liquidity Risk Liquidity risk is the risk that the Company will not be able to meet its obligations associated with financial liabilities. The Company relies on cash flows generated from operations, as well as injections of capital through the issuance of the Company's capital stock to settle its liabilities when they become due.

(b) Interest Rate Risk The Company is not exposed to significant interest rate risk due to the short-term maturity of its monetary assets and liabilities.

NOTE 14 -GENERAL AND ADMINISTRATIVE EXPENSES

	Nine months ended September 30,	
	2023	2022
Salaries	\$ 792,833	\$ 828,000
Share based compensation	15,129	491,641
Professional fees	50,465	190,571
Other	260,817	263,324
Total general and administrative expenses	<u>\$ 1,119,244</u>	<u>\$ 1,773,536</u>

NOTE 15 - COMMITMENTS AND CONTINGENCIES

(a) Other The Company is subject to asserted claims and liabilities that arise in the ordinary course of business. The Company maintains insurance policies to mitigate potential losses from these actions. In the opinion of management, the amount of the ultimate liability with respect to those actions will not materially affect the Company's financial position or results of operations.

NOTE 16 - CONCENTRATIONS OF CREDIT RISK

(a) Cash The Company maintains its cash in bank deposit accounts, which may, at times, may exceed federally insured limits. The Company had zero and zero cash balance in excess of FDIC insured limits at September 30, 2023 and December 31, 2022, respectively.

NOTE 17 - COVID-19 PANDEMIC AND VARIANTS

The full extent to which the COVID-19 pandemic may directly or indirectly impact our business, results of operations and financial condition, will depend on future developments that are uncertain, including as a result of new information that may emerge concerning COVID-19 and the actions taken to contain it or treat COVID-19, as well as the economic impact on local, regional, national and international customers and markets. We have made estimates of the impact of COVID-19 within our financial statements, and although there is currently no major impact, there may be changes to those estimates in future periods.

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NOTE 18 - SUBSEQUENT EVENTS

(a) Deficit in Stockholder's Equity In October the Company extended an extension to the employment agreement to an officer of the Company. To induce agreement with the extension, the Company agreed to issue 35,000,000 shares of common stock to this officer. The Company also agreed to issue 15,000,000 shares to another officer in conjunction with the termination of their employment agreement.

(b) Options In October the Company agreed to grant 55,000,000 options for shares of common stock to 3 members of the Board of Directors and 2,500,000 shares of common stock to a fourth member of the Board of Directors. The options carry an exercise price of \$0.0001 per share with a vesting schedule of 25% per quarter for one year.