# QUARTERLY REPORT

Pursuant to Rule 15c2-(11)(a)(5)

For

# INOLIFE TECHNOLOGIES, INC.

# FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2017

Dated: November 24, 2017

# INOLIFE TECHNOLOGIES, INC.

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# INOLIFE TECHNOLOGIES INC. **QUARTERLY REPORT**

All information contained in this Quarterly Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuers Quarterly Report.

# ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the Issuer is:

INOLIFE TECHNOLOGIES Inc. (hereinafter referred to as "INOLIFE TECHNOLOGIES", "INOL", "Issuer" or "Company").

Predecessor entities since inception and dates of name changes:

InoLife Technologies, Inc. since 1-2010
Formerly=NexxNow, Inc. until 1-2010
Formerly=Centale, Inc. until 6-2008

Acquired=4-25-08 the outstanding capital stock of NexxNow China, Inc. (DE) for 43 million common shares

of the company

# ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

Company Headquarters:

Address: 300 Spectrum Center Drive, Suite 400, Irvine, CA 92618

Website: www.inolifetech.com Phone: 1-866-834-3777

Email: info@inolife.net

Investor Relations Firm: None

# ITEM 3. SECURITY INFORMATION

Trading symbol

The Company's trading symbol is INOL.

The Company's CUSIP

The Company's CUSIP is 45776Y 409

Par or Stated Value:

The Company's Common Stock has \$0.00001 par value.

Shares Authorized and Outstanding

As of the date of this Report, the Issuer has two classes of securities; one class of Common Stock and one class of Preferred Stock.

The Company is authorized is one hundred and fifty million (150,000,000) shares of Common Stock at a par value of \$0.00001 with 61,546,069 issued and outstanding as of September 30, 2017.

The Company is authorized ten thousand (10,000) shares of Preferred Class F stock at a par value of \$0.00001 with ten thousand (10,000) issued and outstanding as of September 30, 2017.

Transfer Agent:

John Ahearn Manhattan Transfer Registrar Company 531 Cardens Court Erie, Co 80516

Phone: (631) 928-7655 Fax: (631) 209-8143 Fax Toll Free: (877) 645-8691 Email: jahearn@mtrco.com

Web: www.mtrco.com<a href="http://www.mtrco.com/">http://www.mtrco.com/>

\*The Company's transfer agent is registered under the Exchange Act.

Restrictions on the transfer of any security:

None

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

None

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

None

The Company is in the process of completing a business combination with a company who manufactures and distributes needless injectors. Pursuant to the terms of the combination, the Company has completed a thirty thousand (30,000) to one (1) stock reverse, along with other conditions as defined in the agreement. The reverse was approved by the board of directors and majority of shareholders and the change was effectuated by the Financial Industry Regulatory Authority, Inc. ("FINRA") on October 7, 2016.

# ITEM 4. ISSUANCE HISTORY

During the quarter ended September 30, 2017 the Company issued an aggregate of 4,050,000 shares of restricted common stock to its shareholders.

# ITEM 5. FINANCIAL STATEMENTS

Unaudited financial statements for the quarter-ended September 30, 2017, are included herein. The numbers contained in this filing are exclusively the accounting numbers for Inolife Technologies, Inc. The financial statements requested pursuant to this item have been prepared in accordance with US GAAP by management and persons with sufficient financial skills.

# CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

# INOLIFE TECHNOLOGIES, INC. Consolidated Balance Sheets September 30, 2017

		September 30,	September 30,
		2017	2017
		(unaudited)	(unaudited)
ASSETS			
Current Assets			
Cash and cash equivalents	\$	45	3,028
Other Current Assets		776,975	-
Total Current Assets		777,020	3,028
TOTAL ASSETS	\$	777,020	3,028
LIABILITIES AND STOCKHOLDERS' DEFICIT			
Current Liabilities			
Accounts payable	\$	198,428	96,443
Accrued interest		50,213	17,250
Notes payable, related party		500,000	500,000
Total Current Liabilities		748,640	613,693
Convertible Notes Payable		976,522	64,874
TOTAL LIABILITIES		1,725,162	178,566
Commitments and Contingencies			
Stockholders' Deficit			
Preferred stock: 10,000 authorized; \$0.00001 par value			
10,000 and 10,000 issued and outstanding, respectively		-	-
Common stock: 5,000,000,000 authorized; \$0.00001 par value			
73,537,176 and 73,537,176 issued and outstanding, respectively		14,211	13,596
Treasury Stock		603	603
Additional paid in capital		8,033,091	7,827,166
Accumulated deficit		(8,996,047)	(8,016,903)
Total Stockholders' Deficit		(948,142)	(175,538)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$	777,020	3,028
TOTAL BADDLITED AND STOCKHOLDERS DETICIT	Ψ	777,020	3,028

The accompanying notes are an integral part of these condensed consolidated financial statements.

# INOLIFE TECHNOLOGIES, INC. Consolidated Statements of Operations

		Six months ended			
		September 30, 2017		September 30, 2016	
		(Unaudited)		(Unaudited)	
Revenues	\$	-	\$	-	
Operating Expenses					
Professional fees		80,977		67,630	
Management expenses		-		14,380	
Selling, general and administrative expense		330		10,472	
Total operating expenses		81,307		92,482	
Net loss from operations		(81,307)		(92,482)	
Other income (expense)					
Interest expense		(13,365)		(5,750)	
Gain on extinguishment of debt		-		4,016,651	
Net Income/(loss) from Operations	\$	(94,672)	\$	3,918,420	

The accompanying notes are an integral part of these condensed consolidated financial statements.

# INOLIFE TECHNOLOGIES, INC. Consolidated Statements of Cash Flows

	Septem	Six months ended September 30, 2017 (unaudited)		Six months ended September 30, 2016 (unaudited)	
CASH FLOWS FROM OPERATING ACTIVITIES:					
Net Income/(Loss)	\$	(94,672)	\$	(48,149)	
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:					
Changes in assets and liabilities.					
Changes in assets and liabilities:					
(Increase) Decrease in prepaid expense		75.002		-	
Increase (Decrease) in accounts payable		75,902		- 42.620	
Increase(Decrease) in accrued liabilities		-		43,630	
Increase(Decrease) in Management fees		-		-	
Increase(Decrease) in note payable to related parties		-		-	
Increase(Decrease) in accrued interest included in Notes Payable		13,365		2,875	
Net Cash Generated in Operating Activities	\$	(5,405)	\$	(46,505)	
CASH FLOWS PROVIDED BY (USED FOR) INVESTING ACTIVITIES:					
Net Cash Used in Investing Activities		-		-	
CASH FLOWS PROVIDED BY (USED FOR) FINANCING ACTIVITIES:					
Net Cash Provided by (Used for) Financing Activities					
Net Cash Flovided by (Osed 101) Financing Activities		-			
NET INCREASE (DECREASE) IN CASH		(5,405)		(1,644)	
CASH AT BEGINNING OF PERIOD		5,450		2,396	
CASH AT END OF PERIOD	\$	45	\$	752	
SUPPLEMENTAL CASH FLOW INFORMATION:					
Cash Paid for interest		-		-	
Cash Paid for taxes		-		-	
Common Stock issued for services		_			
		-		-	
Common Stock issued upon conversion		-		-	

# INOLIFE TECHNOLOGIES, INC. NOTES TO CONSOLIDATED FINANCIAL STATEMENTS September 30, 2017 (UNAUDITED)

## **NOTE 1 – THE COMPANY**

## **HISTORY**

InoLife Technologies, Inc. (the "Company") was incorporated under the laws of the State of New York on November 12, 1998 as Safe Harbour Health Care Properties, Ltd. During 1999, the Company ceased its operations. The Company remained dormant until 2004, when one of the Company's shareholders purchased a controlling interest. In February 2004, the Company began its development stage as an internet based marketing company. The Company, as of December 2007 discontinued its internet marketing due to difficulties with service providers and subsequent cancellations by customers.

Effective September 17, 2009, the Board of Directors of the Company authorized the execution of a share exchange agreement (the "Share Exchange Agreement") with InoVet, Ltd., a Delaware corporation ("InoVet") and the shareholders of InoVet (the "InoVet Shareholders"). In accordance with the terms and provisions of the Share Exchange Agreement, the Company agreed to: (i) acquire all of the issued and outstanding shares of common stock of InoVet from the InoVet Shareholders; and (ii) issue an aggregate of 10,000,000 shares of its restricted common stock to the InoVet Shareholders.

On July 7, 2011, the Company acquired 100% of the issued and outstanding shares of Stemtide Inc. in exchange for 50,000,000 shares of common stock of the Company, the assumption of certain outstanding liabilities, and contingent residual payments of 10% of the gross profits derived from the sale of Stemtide Inc.'s Age-Reversing Products. The principal asset of Stemtide Inc. that was acquired was the manufacturing and marketing rights to the Stemtide Age-Reversing Products, throughout the United States, licensed from an affiliate of the principal shareholders of InoLife.

On February 1, 2016, InoLife Technologies, Inc., a New York corporation (the "Registrant" or "Company"), entered into a Definitive Merger Agreement ("Agreement") with 8687544 Canada, Inc. ("8687544"), pursuant to which the Registrant has agreed to issue 8687544 thirty million shares of common stock, after a thirty thousand to one (30,000 to 1) reverse split of the Registrant's existing issued and outstanding shares, in consideration for 8687544's rights title and interest to a needle free injector system. Including the following rights and assets:

- A. Design, Specifications and Intellectual Properties of the Needle Free Injector System 505 (for injection of 0.5ml, both reusable and disposable), and One30 (a disposable injection of 0.3).
- B. Regulatory Approvals for the Needle Free Injector (FDA, Health Canada and European). FDA Version Number M GBA EN FR R01 1209SFR
- C. Any and all marketing materials, presentation, clinical trials, research. Including brand name use.
- D. Any and All Global Rights and Ownership to the Needle Free Injector System and technology referred to as Inojex and or its equivalent Generic IP, including but not limited to its designs, its technical know-how, and trade secrets.

On September 20, 2017, the Company was notified by Hugues Benoit, President of 8687544 Canada Inc. that the above-mentioned agreement entered into on February 1, 2016 between Inolife Technologies, Inc. and 8687544 Canada Inc. was terminated effective immediately. The parties agreed to terminate the Merger Agreement without litigation against the Company upon the condition that Inolife Technologies, Inc. return any and all assets acquired, including but not limited to regulatory filings, trademarks, patents, proprietary technologies, and enter into a global non-exclusive distribution agreement to distribute 8687544 Canada Inc. products. The Plan of Separation and distribution agreement were included in a press release on September 20, 2017.

# NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

# Unaudited Interim Consolidated Financial Statements:

The accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q and Rule 10-01 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States ("GAAP") for complete consolidated financial statements. In the opinion of management, all adjustments (consisting only of normal recurring accruals, unless otherwise indicated) considered necessary for a fair presentation of the interim financial data have been included. Operating results for the three months ended September 30, 2017 are not necessarily indicative of the results that may be expected for the fiscal year ending March 31, 2018. Events occurring subsequent to September 30, 2017 have been evaluated for potential recognition or disclosure in the unaudited consolidated financial statements for the six months ended September 30, 2017.

The accompanying unaudited consolidated financial statements should be read in conjunction with the consolidated financial statements and related notes included in the Company's Annual Report on OTC Markets for the fiscal year ended March 31, 2017, which were filed on July 14, 2017.

The unaudited condensed consolidated balance sheet at September 30, 2017 has been derived from the unaudited financial statements at that date, and does not include all information and footnotes required by generally accepted accounting principles in the U.S. for complete financial statements.

The preparation of condensed consolidated financial statements in conformity with U.S. GAAP requires the Company 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 those estimates.

Management believes that all adjustments necessary for a fair statement of the results of the six months ended September 30, 2017 and 2016 have been made.

# Significant Accounting Policies:

# Basis of Presentation:

The Company prepares its consolidated financial statements on the accrual basis of accounting. All intercompany balances and transactions are eliminated.

# Cash and Cash Equivalents

All highly liquid investments with original maturities of six months or less are included in cash and cash equivalents. All deposits are maintained in FDIC insured depository accounts in local financial institutions and balances are insured up to \$250,000.

# Earnings Per Share:

Basic earnings (loss) per share are computed by dividing net income (loss) by the weighted average number of common shares outstanding for the period. Diluted earnings (loss) per share include the effects of any outstanding options, warrants and other potentially dilutive securities. For the periods presented, there were no potentially dilutive securities outstanding, therefore basic earnings per share equals diluted earnings per share. Basic and diluted earnings per share ("EPS") are based on weighted-average common shares and exclude shares that would have an anti-dilutive effect. In accordance with ASC 260-10-45-19, the Company did not consider any potential common shares in the computation of diluted EPS as of September 30, 2017 and 2016, due to the loss from continuing operations, as they would have an anti-dilutive effect on EPS.

# **Share Based Payments:**

The Company accounts for share based payments using a fair value based method whereby compensation cost is measured at the grant date based on the value of the services received and is recognized over the service period. The Company uses the Black-Scholes pricing model to calculate the fair value of options and warrants issued. In calculating this fair value, there are certain assumptions used such as the expected life of the option, risk-free interest rate, dividend yield, volatility and forfeiture rate. The use of a different estimate for any one of these components could have a material impact on the amount of calculated compensation expense.

# Segment Reporting:

The Company has determined it has only one operating segment as of the periods presented.

# **Income Taxes:**

The Company accounts for income taxes under ASC 740 *Income Taxes*. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. The Company has had significant operating losses and a valuation allowance is recorded for the entire amount of the deferred tax assets, resulting in no deferred tax assets or liabilities recognized as of September 30, 2017 or September 30, 2016.

The Company accounts for uncertain tax positions according to the provisions of ASC 740. ASC 740 contains a two-step approach for recognizing and measuring uncertain tax positions. Tax positions are evaluated for recognition by determining if the weight of available evidence indicates that it is probable that the position will be sustained on audit, including resolution of related appeals or litigation. Tax

benefits are then measured as the largest amount which is more than 50% likely of being realized upon ultimate settlement. The Company considers many factors when evaluating and estimating tax positions and tax benefits, which may require periodic adjustments and which may not accurately anticipate actual outcomes.

The Company's open tax periods are 2009 through 2017.

# Recently Issued Accounting Pronouncements:

On December 31, 2014 the FASB issued ASU No. 2014-10, Development Stage Entities (Topic 915): Elimination of Certain Financial Reporting Requirements, Including an Amendment to Variable Interest Entities Guidance in Topic 810, Consolidation. The amendments in this ASU remove all incremental financial reporting requirements from U.S. GAAP for development stage entities. The Company has elected to early adopt this guidance, and therefore is no longer presenting the financial statements in accordance with ASU 915, with inception to date disclosures.

The Company is evaluating how to apply ASU 605, *Revenues from Contracts with Customers*, before its effective date, however, as the Company does not yet have revenue to recognize, it will not have an impact on current results of operations, financial position or cash flow.

# **NOTE 3 – CONVERTIBLE NOTES PAYABLE**

On October 26, 2016, InoLife Technologies, Inc. obtained financing in the amount of \$500,000.00 from the F. Bertucci Family Trust. Per the terms of the agreement, InoLife has issued a convertible debenture in the amount of \$500,000.00 and said debenture converts at any time during the term at a price of \$1.00 per share. The convertible debenture is repayable on October 20, 2020 or before at the option of the Company and shall pay interest of 8% per annum to the holder. On April 7, 2017 the Company announced that the F. Bertucci Trust was in default of the secured convertible loan agreement by refusing to disburse funds which were pre-approved. As a result, all other agreements related to the loan agreement including but not limited to voting, share ownership and or board of directors are therefore null and void. The Company will no longer accept any further disbursement from the F. Bertucci Family Trust, and the principal amount owed of 216,975.94 will be repaid according to the terms of the original agreement dated October 26, 2016. Per the terms of the original secured convertible loan with the F. Bertucci Family Trust caused the nomination of William Cleman, Joe Bertucci, Mark Hart, and Phillip Cortese. Because of the default, William Cleman, Joe Bertucci, Mark Hart, and Phillip Cortese nominations, respectively, ceased effective March 24, 2017.

On December 1, 2016, InoLife Technologies, Inc. obtained financing in the amount of \$500,000.00 from N3GU Capital, Ltd. Per the terms of the agreement, InoLife has issued a convertible debenture in the amount of \$500,000.00 and said debenture converts at any time during the term at a price of \$1.00 per share. The convertible debenture is repayable on December 1, 2020 or before at the option of the Company and shall pay interest of 8% per annum to the holder. The interest is payable in common shares of the company at a price of \$1.00 per share. The closing date of the transaction is December 1, 2016.

The Company has recently been contacted by three parties concerning the existence of convertible notes payable and a default judgement obtained against the company relating to convertible notes payable.

The first claim is from Mr. Robert Marino of Beaufort Capital, LLC requesting a total of \$118,950.46, not including applicable interest. This was the result of 6 transactions entered into by Gary Berthold between May 8, 2014 and September 23, 2014. These convertible notes were not reported in the financial statements of Inolife Technologies, Inc. by prior management, nor were the convertible notes disclosed by prior management in February 2016 at the time the controlling interest of the Company was sold. On July 27, 2017 the Securities and Exchange Commission filed a civil action against Mr. Marino and Beaufort Capital. Mr. Marino and Beaufort Capital, LLC are also defendants in the recently-filed litigation by Randall Lanham, 8687544 Canada Inc., Inolife Technologies, Inc, and Hughes Benoit (See Note 7 below). The Company is currently investigating the validity of the claim.

The second claim is from Ibrahim Almagarby of Microcap Equity Group for a convertible note in the amount of \$20,000, resulting from the sale of a note payable. The sale of the note payable was not reported in the financial statements of Inolife Technologies, Inc. by prior management, nor was the convertible note disclosed in February 2016 at the time the controlling interest of the Company was sold. On November 7, 2017 the Securities and Exchange Commission filed a civil action against Mr. Almagarby and Microcap Equity Group. Mr. Almagarby and Microcap Equity Group are also defendants in the recently-filed litigation by Randall Lanham, 8687544 Canada Inc., Inolife Technologies, Inc, and Hughes Benoit (See Note 7 below). The Company is currently investigating the validity of the claim.

The third claim is from Longside Ventures in the amount of approximately \$550,000.00. This was the result of several convertible notes payable entered into by Gary Berthold in past years. Longside Ventures obtained a default judgment against the Company, Gary Berthold, and Sharon Berthold. The default judgement was not reported in the financial statements of Inolife Technologies, Inc. by prior management, nor was the default judgement disclosed by prior management in February 2016 at the time the controlling interest of the Company was sold. The Company is currently investigating the validity of the claim.

#### NOTE 4 – RELATED PARTY TRANSACTIONS

Please see Note 5 for a discussion of common and Preferred Stock issued to related parties. As of September 30, 2017, all Preferred Stock of the Company is held by Lanham & Lanham.

# NOTE 5 - COMMON AND PREFERRED STOCK

There are no warrants or options issued or outstanding to acquire any additional shares of common stock of the Company during the quarters ended September 30, 2017 and 2016.

Effective October 7, 2016 the Company has completed a thirty thousand (30,000) to one (1) stock reverse, along with other conditions as defined in the agreement. The reverse was approved by the board of directors and majority of shareholders and the change was effectuated by the Financial Industry Regulatory Authority, Inc. ("FINRA") on October 7, 2016.

# NOTE 6 - FINANCIAL CONDITION AND GOING CONCERN

On February 1, 2016, InoLife Technologies, Inc., a New York corporation (the "Registrant" or "Company"), entered into a Definitive Merger Agreement ("Agreement") with 8687544 Canada, Inc. ("8687544"), pursuant to which the Registrant has agreed to issue 8687544 thirty million shares of common stock, after a thirty thousand to one (30,000 to 1) reverse split of the Registrant's existing issued and outstanding shares, in consideration for 8687544's rights title and interest to a needle free injector system. Including the following rights and assets:

- A. Design, Specifications and Intellectual Properties of the Needle Free Injector System 505 (for injection of 0.5ml, both reusable and disposable), and One30 (a disposable injection of 0.3).
- B. Regulatory Approvals for the Needle Free Injector (FDA, Health Canada and European). FDA Version Number M GBA EN FR R01 1209SFR
- C. Any and all marketing materials, presentation, clinical trials, research. Including brand name use.
- D. Any and All Global Rights and Ownership to the Needle Free Injector System and technology referred to as Inojex and or its equivalent Generic IP, including but not limited to its designs, its technical know-how, and trade secrets.

On September 20, 2017, the Company was notified by Hugues Benoit, President of 8687544 Canada Inc. that the above-mentioned agreement entered into on February 1, 2016 between Inolife Technologies, Inc. and 8687544 Canada Inc. was terminated effective immediately. The parties agreed to terminate the Merger Agreement without litigation against the Company upon the condition that Inolife Technologies, Inc. return any and all assets acquired, including but not limited to regulatory filings, trademarks, patents, proprietary technologies, and enter into a global non-exclusive distribution agreement to distribute 8687544 Canada Inc. products. The Plan of Separation and distribution agreement were included in a press release on September 20, 2017.

# **NOTE 7 – LITIGATION**

On October 26, 2017, Randall Lanham, 8687544 Canada Inc., Inolife Technologies, Inc, and Hughes Benoit as plaintiffs filed case number 30-2017-00952005-CU-BC-CJC against defendants Gary Berthold, Noah Clark, Norman Sloan, Candice Trumbull, Robert Marino, Ibrahim Almagarby, Microcap Equity Group, Bizrobe Trust, Beaufort Capital Partners LLC, Darling Capital, LLC and Does 1 to 100 as inclusive defendants. The complaint alleges breach of written contract, fraud & deceit: intentional representation, fraud & deceit: false promise, negligent misrepresentation, unfair business practices, securities fraud, and conspiracy.

On April 24, 2017, Inolife Technologies, Inc. was served with a complaint in the State of California by John Oda alleging retaliation in violation of labor code section 1102.5, breach of contract, promissory estoppel, violation of business and professions code section 16600, unlawfully forcing employee to agree in writing to illegal terms and conditions of employment in violation of labor code section 432.5, failure to pay earned wages as required by labor code sections 200 and 204, and failure to pay minimum wages in violations of labor code sections 1182.12, 1194, 1194.2, 1197; IWC Wage Order No. 4-2001, Section 4. The Company engaged the Law Office of Stephen A. Madoni to represent InoLife Technologies in this matter. On August 7, 2017, the Company filed an Answer to Complaint including the following twenty-nine defenses: Failure to state a claim, offset for sums over-paid to the plaintiff during his employment, satisfaction of all obligations to plaintiff, failure to mitigate damages, failure to exhaust administrative remedies, business reasons, estoppel, laches, frivolous action, reservation, consent, failure of performance by plaintiff, mistake, wage order defense, unconstitutionality of punitive damages, after-acquired evidence doctrine, binding contractual obligation, no valid execution, dismissal for cause, mistake of fact, contributory fault of plaintiff, comparative fault of plaintiff, excuse of performance, statute of frauds, failure of performance by plaintiff, prior breach of contract, fraud, and condition precedent. As of the date of this report, the case is still in the discovery phase.

On January 17, 2017, Civil Action No. 17 CvS 306 Norman, L. Sloan, John T.Root, Candace A. Trumbull, Nick Plessas, Candace

Wernick, and Woneeya Thundering Hawk, Plaintiffs, v. InoLife Technologies, Inc., Manhattan Transfer Registrar Company, MRTCO, and John Charles Ahearn III, Defendants, was filed in the North Carolina Superior Court Division, Forsyth County. The plaintiffs are claiming ownership of Series B and Series D Preferred Stock and are seeking to declare Series B and Series D Preferred Stock to be issued and provided to the Plaintiffs. The Plaintiffs have requested that the Court uphold a Temporary Restraining Order and grant a motion for preliminary injunction. On February 3, 2017, a preliminary hearing was held in the North Carolina Business Court in Winston-Salem. The requested Temporary Restraining Order was dissolved. On February 9, 2017, the judge denied the order on the Plaintiffs' motion for Preliminary Injunction because the Plaintiffs failed to satisfy their burden to show that they are likely to succeed on the merits of their declaratory judgement action and that they will likely suffer irreparable harm if an injunction is not issued. On March 7, 2017, the plaintiffs filed an amended Claim for Declaratory Judgement Action. On March 14, 2017, Plaintiff Nick Plessas was dismissed without prejudice. On July 21, 2017 the law firm of Parker Poe withdrew as defendant's counsel. On September 28, 2017 the Company engaged the firm of Higgins Benjamin, PLLC as legal counsel. InoLife Technologies, Inc. continues to vigorously defend itself in this lawsuit. In light of the early stage of the case and the inherent uncertainty of litigation, the Company is unable to estimate a reasonably possible range of loss in this matter. The court docket is public record and may be accessed at https://ncbc.nccourts.org/public/.

# **NOTE 8 – SUBSEQUENT EVENTS**

Management has evaluated all activity of the Company through November 20, 2017 and concluded that no additional subsequent events have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.

## ITEM 6. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following Management's Discussion and Analysis of Financial Condition and Results of Operations contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors, including those set forth under "Risk Factors" and elsewhere in this report. The management's discussion, analysis of financial condition, and results of operations should be read in conjunction with our financial statements and notes thereto contained elsewhere in this prospectus.

# Forward-Looking Statements: No Assurances Intended

In addition to historical information, this report contains forward-looking statements, which are generally identifiable by use of the words" believes," "expects," "intends," "anticipates," "plans to," "estimates," "projects," or similar expressions. These forward-looking statements represent Management's belief as to the future of the Company. Whether those beliefs become reality will depend on many factors that are not under management's control. Many risks and uncertainties exist that could cause actual results to differ materially from those reflected in these forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements. We undertake no obligation to revise or publicly release the results of any revision to these forward-looking statements.

# **Critical Accounting Policies**

We prepare our financial statements in conformity with GAAP, which requires management to make certain estimates and assumptions and apply judgments. We base our estimates and judgments on historical experience, current trends and other factors that management believes to be important at the time the financial statements are prepared and actual results could differ from our estimates and such differences could be material. We have identified below the critical accounting policies which are assumptions made by management about matters that are highly uncertain and that are of critical importance in the presentation of our financial position, results of operations and cash flows. On a regular basis, we review our accounting policies and how they are applied and disclosed in our financial statements.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 those estimates.

# Results of Operations for the quarters ended September 30, 2017 and September 30, 2016

InoLife Technologies, Inc. (The Company) was organized as of June 17, 2009. Because of changes in management and operations, the results of operations for the quarter ended September 30, 2017 and 2016 are not comparable.

# Revenues

As a result of our limited operations and development stage, we have not yet begun to realize revenue during the quarters ended September 30, 2017 and 2016.

# **Operating Expenses**

*Total Operating Expenses.* Substantially all our operating expense have been for professional services to various consultants. Such consulting services include, but are not limited to accounting, legal, business development, SEC reporting, investor relations and mergers and acquisitions. Our executive officers received no shares of common stock for their services during the quarter ended September 30, 2017.

# **Financial Condition**

*Total Assets.* Total assets at September 30, 2017 were substantially \$777,020.

Total Liabilities. Total liabilities at September 30, 2017 were \$1,725,162.

The Company is currently investigating operational and financial actions taken by previous management prior to and after the acquisition dated February 1, 2016. Refer to Item 8 and Note 3 of this report.

# **Liquidity and Capital Resources**

At September 30, 2017, our cash position was \$45. Since the initiation of business operations, our operations have been funded primarily by the private sale of equity and debt to investors and issuance of shares in exchange for services.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern which contemplates, among other things, the realization of assets and satisfaction of liabilities in the ordinary course of business.

The Company sustained an operating loss of approximately \$94,672. Because of the absence of positive cash flows from operations, the Company will require additional funding for continuing the development and marketing of products. These factors raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Net cash (used in)/provided by operating activities was insignificant for the three months ended September 30, 2017.

There was not any net cash provided by investing activities for the three months ended September 30, 2017.

We anticipate that our future liquidity requirements will arise from the need to fund our growth from operations, pay current obligations and future capital expenditures. The primary sources of funding for such requirements are expected to be cash generated from operations and raising additional funds from the private sources and/or debt financing. However, we can provide no assurances that we will be able to generate sufficient cash flow from operations and/or obtain additional financing on terms satisfactory to us, if at all, to remain a going concern. Our continuation as a going concern is dependent upon our ability to generate sufficient cash flow to meet our obligations on a timely basis and ultimately to attain profitability. Our Plan of Operation for the next twelve months is to raise capital to continue to expand our operations. Although we are not presently engaged in any capital raising activities, we anticipate that we may engage in one or more private offering of our company's securities after the completion of this offering. We would most likely rely upon the transaction exemptions from registration provided by Regulation D, Rule 506 or conduct another private offering under Section 4(2) of the Securities Act of 1933. See "Note 2 – Going Concern" in our financial statements for additional information as to the possibility that we may not be able to continue as a "going concern."

We are not aware of any demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in material changes to our liquidity.

# **Capital Resources**

We have no material commitments for capital expenditures as of September 30, 2017

# **Plan of Operation**

The plan of operation of the Company for the next twelve months is centered on the marketing and sale of the Inojex 30 needle-free injector system. The Company currently is identifying and marketing towards both potential professional medical and retail customers. The Company has already offering pre-orders of the Inojex 30 injector on their website at http://inojex.com. The preorders are expected to be shipped beginning in the first fiscal quarter of 2018.

The Company is continuing to raise working capital through equity and/or debt offerings and future profitable operations. Please see Note 7 for a discussion of equity and debt offerings. We may encounter unanticipated problems, expenses and delays in marketing our products and services and securing additional customers.

We require additional financing and our inability to raise additional capital on acceptable terms in the future may have a material adverse effect on our business and financial condition.

Because we have a limited operating history to evaluate our company and are implementing a new business model, the likelihood of our success must be considered in light of the problems, expenses, difficulties, complications and delay frequently encountered by a new company.

Since we have a limited operating history we cannot assure you that our business will generate revenues or be profitable. Early stage companies often are unsuccessful and encounter unanticipated expenses and difficulties, investors should consider this risk in determining whether to purchase or sell our common stock.

Our current management holds significant control over our common stock and they may be able to control our Company indefinitely.

Our management has significant control over our voting stock that may make it difficult to complete some corporate transactions without their support and may prevent a change in control. Management will have considerable influence over the outcome of all matters submitted to our stockholders for approval, including the election of directors. In addition, this ownership could discourage the acquisition of our common stock by potential investors and could have an anti-takeover effect, possibly depressing the trading price of our common stock.

# ITEM 7. CONTROLS AND PROCEDURES

(a) Management's Report on Internal Control over Financial Reporting

The management of the Company is responsible for establishing and maintaining adequate internal control over financial reporting. The Company's internal control over financial reporting is a process designed under the supervision of the Company's Chief Executive Officer and Chief Financial Officer to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's financial statements for external purposes in accordance with the U.S. generally accepted accounting principles.

As of September 30, 2017, through the use of external consultants and the review process, management believes that the financial statements and other information presented herewith are materially correct.

The management including its Chief Executive Officer and Chief Financial Officer does not expect that its disclosure controls and procedures, or its internal controls will prevent all error and all fraud. A control system no matter how well conceived and operated, can provide only reasonable not absolute assurance that the objectives of the control system are met. Further, the design of control system must reflect the fact that there are resource constraints, and the benefit of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been detected.

Material weaknesses identified by management included: accounting personnel who did not possess adequate understanding of GAAP, which lead to restatements of prior years; inadequate segregation of duties consistent with control objectives and affecting the functions of authorization, recordkeeping, custody of assets, and reconciliation; and, management dominated by a single individual without adequate compensating controls. Additional material weaknesses were: lack of an audit committee and audit committee financial expert; lack of a majority of outside directors on our board of directors, resulting in ineffective oversight in the establishment and monitoring of required internal controls and procedures.

# **Management's Remediation Initiatives**

In an effort to remediate the identified material weaknesses and other deficiencies and enhance our internal controls, we have initiated, or plan to initiate, the following series of measures:

We will create a position to segregate duties consistent with control objectives and will increase our personnel resources and technical accounting expertise within the accounting function when funds are available to us. And, we plan to appoint one or more outside directors to our board of directors who shall be appointed to an audit committee resulting in a fully functioning audit committee who will undertake the oversight in the establishment and monitoring of required internal controls and procedures such as reviewing and approving estimates and assumptions made by management when funds are available to us.

Management believes that the appointment of one or more outside directors, who shall be appointed to a fully functioning audit committee, will remedy the lack of a functioning audit committee and a lack of a majority of outside directors on our Board.

We will work as quickly as possible to implement these initiatives; however, the lack of adequate working capital and positive cash flow from operations will likely slow this implementation.

We have not made any significant changes to our internal controls subsequent to the Evaluation Date. We have not identified any significant deficiencies or material weaknesses or other factors other than those specified above that could significantly affect these controls, and therefore, no corrective action was taken.

# ITEM 8. LEGAL PROCEEDINGS

We may be involved from time to time in ordinary litigation, negotiation and settlement matters that will not have a material effect on our operations or finances. We are not aware of any pending or threatened litigation against us or our officers and directors in their capacity as such that could have a material impact on our operations or finances except as discussed as below.

On October 26, 2017, Randall Lanham, 8687544 Canada Inc., Inolife Technologies, Inc, and Hughes Benoit as plaintiffs filed case number 30-2017-00952005-CU-BC-CJC against defendants Gary Berthold, Noah Clark, Norman Sloan, Candice Trumbull, Robert Marino, Ibrahim Almagarby, Microcap Equity Group, Bizrobe Trust, Beaufort Capital Partners LLC, Darling Capital, LLC and Does 1 to 100 as inclusive defendants. The complaint alleges breach of written contract, fraud & deceit: intentional representation, fraud & deceit: false promise, negligent misrepresentation, unfair business practices, securities fraud, and conspiracy.

On April 24, 2017, Inolife Technologies, Inc. was served with a complaint in the State of California by John Oda alleging retaliation in violation of labor code section 1102.5, breach of contract, promissory estoppel, violation of business and professions code section 16600, unlawfully forcing employee to agree in writing to illegal terms and conditions of employment in violation of labor code section 432.5, failure to pay earned wages as required by labor code sections 200 and 204, and failure to pay minimum wages in violations of labor code sections 1182.12, 1194, 1194.2, 1197; IWC Wage Order No. 4-2001, Section 4. The Company engaged the Law Office of Stephen A. Madoni to represent InoLife Technologies in this matter. On August 7, 2017, the Company filed an Answer to Complaint including the following twenty-nine defenses: Failure to state a claim, offset for sums over-paid to the plaintiff during his employment, satisfaction of all obligations to plaintiff, failure to mitigate damages, failure to exhaust administrative remedies, business reasons, estoppel, laches, frivolous action, reservation, consent, failure of performance by plaintiff, mistake, wage order defense, unconstitutionality of punitive damages, after-acquired evidence doctrine, binding contractual obligation, no valid execution, dismissal for cause, mistake of fact, contributory fault of plaintiff, comparative fault of plaintiff, excuse of performance, statute of frauds, failure of performance by plaintiff, prior breach of contract, fraud, and condition precedent. As of the date of this report, the case is still in the discovery phase.

On January 17, 2017, Civil Action No. 17 CvS 306 Norman, L. Sloan, John T.Root, Candace A. Trumbull, Nick Plessas, Candace Wernick, and Woneeya Thundering Hawk, Plaintiffs, v. InoLife Technologies, Inc., Manhattan Transfer Registrar Company, MRTCO, and John Charles Ahearn III, Defendants, was filed in the North Carolina Superior Court Division, Forsyth County. The plaintiffs are claiming ownership of Series B and Series D Preferred Stock and are seeking to declare Series B and Series D Preferred Stock to be issued and provided to the Plaintiffs. The Plaintiffs have requested that the Court uphold a Temporary Restraining Order and grant a motion for preliminary injunction. On February 3, 2017, a preliminary hearing was held in the North Carolina Business Court in Winston-Salem. The requested Temporary Restraining Order was dissolved. On February 9, 2017, the judge denied the order on the Plaintiffs' motion for Preliminary Injunction because the Plaintiffs failed to satisfy their burden to show that they are likely to succeed on the merits of their declaratory judgement action and that they will likely suffer irreparable harm if an injunction is not issued. On March 7, 2017, the plaintiffs filed an amended Claim for Declaratory Judgement Action. On March 14, 2017, Plaintiff Nick Plessas was dismissed without prejudice. On July 21, 2017 the law firm of Parker Poe withdrew as defendant's counsel. On September 28, 2017 the Company engaged the firm of Higgins Benjamin, PLLC as legal counsel. InoLife Technologies, Inc. continues to vigorously defend itself in this lawsuit. In light of the early stage of the case and the inherent uncertainty of litigation, the Company is unable to estimate a reasonably possible range of loss in this matter. The court docket is public record and may be accessed at https://ncbc.nccourts.org/public/.

ITEM 9. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

# Market Information

Our common stock is quoted on the OTCBB under the symbol "INOL." The closing price of our common stock on Friday, September 29, 2017 was \$0.30.

As of September 30, 2017, we had approximately 139 holders of our common stock.

#### Dividends

Since inception we have not paid any dividends on our common stock. We currently do not anticipate paying any cash dividends in the foreseeable future. Although we intend to retain our earnings, if any, to finance the exploration and growth of our business, our Board of Directors will have the discretion to declare and pay dividends in the future. Payment of dividends in the future will depend upon our earnings, capital requirements, and other factors, that our Board of Directors may deem relevant.

# Recent Sales of Unregistered Securities

**NONE** 

ITEM 10. MINE SAFETY DISCLOSURES

Not Applicable

ITEM 11. OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Officers, Directors, and Control Persons as of the date of this Quarterly Report's publication with OTC Markets

Name	Title
Michael G. Wright 300 Spectrum Center Drive, Suite 400 Irvine, California 92618	Chief Executive Officer Director, President, and Secretary
Kenneth J. Beam 300 Spectrum Center Drive, Suite 400 Irvine, California 92618	Chief Financial Officer Treasurer

Effective September 21, 2017, Joseph McClendon, III has resigned as a member of the Board of Directors.

# B. <u>Involvement in Certain Legal Proceedings</u>

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

- (1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);
- (2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank activities;
- (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
- (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.

# ITEM 12. THIRD PARTY PROVIDERS

Counsel

Randall J. Lanham, Esq. Lanham & Lanham, LLC 28562 Oso Parkway, Unit D Rancho Santa Margarita, CA 92688 Steven A. Madoni Law Office of Stephen A. Madoni 3700 Newport Boulevard, Suite 206 Newport Beach, CA 92663

Gilbert Andia Higgins Benjamin PLLC 301 N Elm Street, Suite 800 Greensboro, NC 27401

## Accountant or Auditor

None. These financials were prepared internally by Management and have not been audited.

## ITEM 13. SUBSEQUENT EVENTS

Management has evaluated all activity of the Company through November 20, 2017 and concluded that no additional subsequent events have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.

The Company is still investigating operational and financial actions taken by previous management prior to and after the acquisition dated February 1, 2016. Refer to Item 8 and Note 3 of this report.

On October 26, 2017, Randall Lanham, 8687544 Canada Inc., Inolife Technologies, Inc, and Hughes Benoit as plaintiffs filed case number 30-2017-00952005-CU-BC-CJC against defendants Gary Berthold, Noah Clark, Norman Sloan, Candice Trumbull, Robert Marino, Ibrahim Almagarby, Microcap Equity Group, Bizrobe Trust, Beaufort Capital Partners LLC, Darling Capital, LLC and Does 1 to 100 as inclusive defendants. The complaint alleges breach of written contract, fraud & deceit: intentional representation, fraud & deceit: false promise, negligent misrepresentation, unfair business practices, securities fraud, and conspiracy.

## ITEM 14. ISSUER CERTIFICATION

- I, Michael G. Wright, Chief Executive Officer certify that:
  - 1. I have reviewed this quarterly disclosure statement of INOLIFE TECHNOLOGIES, INC.;
  - 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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 the disclosure statement.

Date: November 24, 2017 Signature: /s/ Michael G. Wright Title: Chief Executive Officer

# I, Kenneth J. Beam, Chief Financial Officer certify that:

- 1. I have reviewed this quarterly disclosure statement of INOLIFE TECHNOLOGIES, INC.;
- Based on my knowledge, this disclosure statement does not contain any untrue statement of 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 the disclosure statement.

Date: November 24, 2017 Signature: /s/ Kenneth J. Beam Title: Chief Financial Officer