Fill in this information to identify the case:

United States Bankruptcy Court for the:

__________ District of Delaware
(State)

Case number (*If known*): __________ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1.	**Debtor's name**	Recombinetics, Inc.
2.	**All other names debtor used in the last 8 years** Include any assumed names, trade names, and *doing business as* names	
3.	**Debtor's federal Employer Identification Number** (EIN)	26-3121470
4.	**Debtor's address**	**Principal place of business** 3388 Mike Collins Drive Number Street Eagan, MN 55121 City State ZIP Code Dakota County
		Mailing address, if different from principal place of business Number Street P.O. Box City State ZIP Code **Location of principal assets, if different from principal place of business** Number Street City State ZIP Code
5.	**Debtor's website** (URL)	https://www.recombinetics.com/

Debtor Recombinetics, Inc.
Name

Case number (if known)

6. **Type of debtor**	☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) ☐ Partnership (excluding LLP) ☐ Other. Specify:
7. **Describe debtor's business**	A. *Check one:* ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A)) ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B)) ☐ Railroad (as defined in 11 U.S.C. § 101(44)) ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A)) ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6)) ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3)) ☑ None of the above B. *Check all that apply:* ☐ Tax-exempt entity (as described in 26 U.S.C. § 501) ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3) ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11)) C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes . 5417
8. **Under which chapter of the Bankruptcy Code is the debtor filing?**	*Check one:* ☐ Chapter 7 ☐ Chapter 9 ☑ Chapter 11. *Check **all** that apply*: ☑ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that). ☑ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). ☑ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11. ☐ A plan is being filed with this petition. ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form. ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2. ☐ Chapter 12
9. **Were prior bankruptcy cases filed by or against the debtor within the last 8 years?** If more than 2 cases, attach a separate list.	☑ No ☐ Yes. District ______ When ______ (MM / DD / YYYY) Case number ______ District ______ When ______ (MM / DD / YYYY) Case number ______

Debtor Recombinetics, Inc.
Name

Case number (if known) ____________

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship Affiliates
District Delaware When 11/11/2024
MM / DD / YYYY
Case number, if known ____________

11. Why is the case filed in *this district*?

Check all that apply:

☑ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? ____________

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other ____________

Where is the property? ____________
Number Street

____

____________ ____ ____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency ____________

Contact name ____________

Phone ____________

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors
(on a consolidated basis)

☐ 1-49
☐ 50-99
☐ 100-199
☑ 200-999
☐ 1,000-5,000
☐ 5,001-10,000
☐ 10,001-25,000
☐ 25,001-50,000
☐ 50,001-100,000
☐ More than 100,000

15. Estimated assets
(on a consolidated basis)

☐ $0-$50,000
☐ $50,001-$100,000
☐ $100,001-$500,000
☐ $500,001-$1 million
☑ $1,000,001-$10 million
☐ $10,000,001-$50 million
☐ $50,000,001-$100 million
☐ $100,000,001-$500 million
☐ $500,000,001-$1 billion
☐ $1,000,000,001-$10 billion
☐ $10,000,000,001-$50 billion
☐ More than $50 billion

16. Estimated liabilities
(on a consolidated basis)

☐ $0-$50,000
☐ $50,001-$100,000
☐ $100,001-$500,000
☐ $500,001-$1 million
☑ $1,000,001-$10 million
☐ $10,000,001-$50 million
☐ $50,000,001-$100 million
☐ $100,000,001-$500 million
☐ $500,000,001-$1 billion
☐ $1,000,000,001-$10 billion
☐ $10,000,000,001-$50 billion
☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/11/2024
MM / DD / YYYY

✘ /s/ Rocco Morelli
Signature of authorized representative of debtor

Rocco Morelli
Printed name

Title Chief Executive Officer

18. Signature of attorney

✘ /s/ Ian J. Bambrick
Signature of attorney for debtor

Date 11/11/2024
MM / DD / YYYY

Ian J. Bambrick
Printed name
Faegre Drinker Biddle & Reath LLP
Firm name
222 Delaware Avenue, Suite 1410
Number Street
Wilmington
City
DE
State
19801
ZIP Code

(302) 467-4200
Contact phone
ian.bambrick@faegredrinker.com
Email address

5455
Bar number
DE
State

RIDER 1

On the date hereof, each of the entities listed below (collectively, the "Debtors") filed a voluntary petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532. The Debtors will move for joint administration of their cases for procedural purposes only pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure under the case number assigned to the chapter 11 case of Recombinetics, Inc.

- Acceligen, Inc.
- Recombinetics, Inc.
- Regenevida, Inc.
- Surrogen, Inc.
- Therillume, Inc.

Fill in this information to identify the case:

Debtor name Recombinetics, Inc.

United States Bankruptcy Court for the: ____________ District of Delaware (State)

Case number (If known): ____________

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders **(On a Consolidated Basis)**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider,* as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	**Name, telephone number, and email address of creditor contact**	**Nature of the claim** (for example, trade debts, bank loans, professional services, and government contracts)	**Indicate if claim is contingent, unliquidated, or disputed**	**Amount of unsecured claim** If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	**Deduction for value of collateral or setoff**	**Unsecured claim**
1	Wilson Sonsini Goodrich & Rosati 650 Page Mill Road Palo Alto, CA 94304-1050	Maya Skubatch 650-849-3330 mskubatch@wsgr.com	Professional Services				$312,834.23
2	College of Veterinary Medicine Department of Veterinary Population Medicine 1365 Gortner Ave St. Paul, MN 55108	Brenda Schmitz 612-801-6386 schmi020@umn.edu	Trade Debt				$268,286.00
3	Trans Ova Genetics, L.C. 2938 380th St. Sioux Center, IA 51250	Diane Broek 800-999-3586 x3104 Diane.broek@transova.com	Trade Debt				$264,585.95
4	Gilbert Family Foundation 1074 Woodward Ave Detroit, MI 48226	Laura Grannemann lauragrannemann@gilbertfamilyfoundation.org	Trade Debt				$154,438.77
5	Baker Tilly US, LLP 225 South Sixth Street Minneapolis, MN 55402	John Dauwalter 952-994-8873 john.dauwalter@bakertilly.com	Professional Services				$47,565.00
6	University of Florida Suite 1250 East Campus Office Bldg PO Box 113201 Gainesville, FL 32611-3201	Patrick Koroma-Tommy 202-836-9953 pkoroma-tommy@foundationfar.org	Trade Debt				$44,501.65
7	Eagan Properties, LLC 1224 West 96th Street Bloomington, MN 55431	Jay Mutschler 612-701-8088 jaym@jgmproperties.com	Trade Debt				$39,757.97
8	P-Tech LLC 42353 170th Street Glencoe, MN 55336		Trade Debt				$26,871.59

Debtor Recombinetics, Inc.
Name

Case number *(if known)*

	Name of creditor and complete mailing address, including zip code	**Name, telephone number, and email address of creditor contact**	**Nature of the claim** (for example, trade debts, bank loans, professional services, and government contracts)	**Indicate if claim is contingent, unliquidated, or disputed**	**Amount of unsecured claim** If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	**Deduction for value of collateral or setoff**	**Unsecured claim**
9	Minnesota Department of Employment and Economic Development 180 E 5th St, Suite 1200 Saint Paul, MN 55101	651-259-7114 DEED.CustomerService@state.mn.us	Trade Debt				$24,166.66
10	University of Guelph 50 Stone Rd East Guelph, Onterio CA N1G 2W1	Gregor Lawson lawsong@uoguelph.ca	Trade Debt				$17,065.00
11	Brian Milbrand, LLC 42353 170th Street Glencoe, MN 55336	Brian Milbrand Brian.Milbrand@recombinetics.com	Trade Debt				$14,587.38
12	Regents of the University of Minnesota Suite 450 McNamara Alumni Center 200 Oak St SE Minneapolis, MN 55455	Nicole Pilman 612-624-1617 npilman@umn.edu	Trade Debt				$13,605.72
13	Hawkeye Breeders Inc & Gold Label 32642 Old Portland Road Adel, IA 50003	515-993-4711 billing@hawkeyebreeders.com	Trade Debt				$10,004.61
14	University College Dublin Room 107 Tierney Building UCD Dublin 4 IR D04 V1W8	Stephen Manuel stephen.manuel@ucd.ie	Trade Debt				$9,295.75
15	Northern Balance & Scale, Inc. 9150 Isanti Street NE Blaine, MN 55449	Jessica Schwan 952-881-7716 jessicas@nbscalibrations.com	Trade Debt				$7,890.50
16	Scientific Solutions, LLC 5155 E. River Road Suite 413 Fridley, MN 55421	612-910-3390 jthorsten@scientificsolutionscorp.com	Trade Debt				$7,715.00
17	Integrated Breeders Service Plus, LLC PO Box 93 Wheelock, TX 77882	Paige Phillips 979-828-5531 paige@integratedbreeders.com	Trade Debt				$7,227.48
18	Tech Bridge Inc. 1325 Garland Lane N Plymouth, MN 55447	Mark Stahl 612-360-1050 emtstahl@gmail.com	Trade Debt				$7,000.00
19	TNT Cleaning and Consulting, Inc. 13950 Radium S NW #300 Ramsey, MN 55303	Jody Salzbrunn 763-421-9597 JSalzbrunn@mh-inc.com	Trade Debt				$6,055.00
20	Adrienne Biggar PhD	Adrienne Watson wats0189@gmail.com	Trade Debt				$6,000.00

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11 (Subchapter V)
Recombinetics, Inc., *et al.*,	Case No. 24-______ (___)
Debtors.[1]	(Joint Administration Requested)

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT

1. Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtors (the "Debtors") hereby certify as follows.

2. Based on the books and records of the Debtors, no corporation owns 10% or more of the stock of Debtor Recombinetics, Inc.

3. Debtor Recombinetics, Inc. owns 100% of the equity interests of Debtors Acceligen, Inc.; Regenevida, Inc.; Surrogen, Inc.; and Therillume, Inc.

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[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Recombinetics, Inc. (1470), Acceligen, Inc. (N/A), Regenevida, Inc. (N/A), Surrogen, Inc. (N/A), and Therillume, Inc. (4995). The mailing address for each of the Debtors is 3388 Mike Collins Drive, Eagan, Minnesota 55121.

OMNIBUS WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
OF
RECOMBINETICS, INC,
ACCELIGEN, INC.,
REGENEVIDA, INC.,
SURROGEN, INC., AND
THERILLUME, INC.

November 8, 2024

The undersigned, being all of the members of the respective board of directors (collectively, the "***Boards***" and each, individually, a "***Board***") of Recombinetics, Inc. ("***RCI***"), Acceligen, Inc., Regenevida, Inc. Surrogen, Inc., and Therillume, Inc. (collectively, the "***Companies***" and each, individually, a "***Company***"), hereby take the following actions and adopt the following resolutions by unanimous written consent, pursuant to and in accordance with the applicable Company's bylaws, articles of incorporation, operating agreement, or equivalent governing documents, and the laws of the jurisdiction where such Company is organized.

WHEREAS, each Board has reviewed and considered the financial and operational conditions of the Company and the Company's business on the date hereof, including the historical performance of the Company, the assets of the Company, the current and long-term liabilities of the Company, the market for the Company's assets, and credit market conditions.

WHEREAS, the Boards have surveyed potential restructuring options for the Companies and have considered presentations by management, as well as financial and legal advisors to the Companies (such advisors in such applicable capacities, collectively, the "***Advisors***"), regarding the assets, liabilities and liquidity situation of each Company, the strategic alternatives available to the Companies and the impact of the foregoing on the Companies' business, prospects, and enterprise value.

WHEREAS, the Companies have negotiated with TOG Technologies, LLC ("***TOG Technologies***")—as the secured lender under the existing Loan and Security Agreement, dated as of October 3, 2024, as amended October 28, 2024, by and between TOG Technologies, as lender (the "***Prepetition Lender***"), and Recombinetics, Inc. and Acceligen, Inc., each as borrowers—to provide a superpriority debtor in possession credit facility (the "***DIP Facility***") to fund the Companies' operations and the administration of the Chapter 11 Cases (as defined below), and to pay the claims of certain vendors, employees, and other stakeholders in the ordinary course of business during the Chapter 11 Cases.

WHEREAS, each Board has been advised of and is familiar with the material terms of the proposed Superpriority Debtor in Possession Loan and Security Agreement, by and between TOG Technologies, as lender, and each of the Companies, as borrowers (with such changes, additions, deletions, amendments, or other modifications thereto as any Authorized Person (as defined below) may in their reasonable business judgment approve (together with all exhibits, schedules, and annexes thereto, the "***DIP Credit Agreement***")).

WHEREAS, the Companies will obtain substantial benefits from the DIP Facility and each of the Boards deem it advisable and in the best interests of the applicable Company to enter into the DIP Credit Agreement and each other Loan Document (as defined in the DIP Credit Agreement, together with the DIP Credit Agreement, the "***DIP Financing Documents***") and to perform their obligations thereunder.

WHEREAS, the Companies have negotiated the terms of an Asset Purchase Agreement (with such changes, additions, deletions, amendments, or other modifications thereto as any Authorized Persons of the Companies may in their reasonable business judgment approve (together with all exhibits, schedules, and annexes thereto, the "***Stalking Horse APA***") with TOG Technologies and its affiliates (the "***Stalking Horse Bidder***"), pursuant to which the Companies will sell substantially all of their assets (the "***Assets***") to the Stalking Horse Bidder, subject to the receipt of a higher or otherwise better offer.

WHEREAS, the Boards of the Companies have been advised of and are familiar with the material terms of the Stalking Horse APA (together with each of the other certificates, documents, agreements, and schedules contemplated under the APA, the "***Stalking Horse APA Documents***"), and after due consideration and deliberation, determined that the transactions contemplated by the Stalking Horse APA Documents (the "***Stalking Horse Transactions***") are advisable, fair to, and in the best interests of the Companies and their creditors and stakeholders.

WHEREAS, the consummation of the Stalking Horse Transaction is subject to the filing of a motion (the "***Sale Motion***") with the Bankruptcy Court (as defined below), seeking, among other things, approval of (i) an auction process (the "***Auction***") that will govern the marketing and sale of the Assets through certain bidding procedures (the "***Bidding Procedures***") to the Stalking Horse Bidder or another bidder with the highest or otherwise best offer (such bidder, the "***Winning Bidder***") and (ii) certain bid protections in favor of the Stalking Horse Bidder.

WHEREAS, the Boards have been briefed on the proposed voluntary bankruptcy petitions to be filed by each Company, and have received, reviewed, and considered the recommendations of, and the materials presented by, the management and Advisors of the Companies regarding the relative risks and benefits of pursuing a bankruptcy proceeding under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "***Bankruptcy Code***").

NOW, THEREFORE, BE IT:

I. Chapter 11 Filing.

RESOLVED, that in the business judgment of each Board, it is desirable and in the best interest of each Company, and its stakeholders, creditors, and other parties in interest, that such Company file (or cause to be filed) a voluntary petition (a "***Petition***") for relief under the provisions of chapter 11 of the United States Code, commencing a case (each a "***Chapter 11 Case***" and, collectively, the "***Chapter 11 Cases***") in the United States Bankruptcy Court for the District of Delaware (the "***Bankruptcy Court***"), and any other petition for relief or recognition or other order that may be desirable under applicable laws in the United States.

RESOLVED, that any director or any duly appointed officer of each Company (collectively, the "***Authorized Persons***") be, and hereby is, authorized, empowered, and directed, for and on behalf of each Company, to (i) execute and file the Petitions, and any affidavits, declarations, first day motions, schedules, statements of financial affairs, lists and other motions, applications, pleadings, papers, or documents; (ii) take and perform any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operations of each Company or any of its subsidiaries; (iii) appear as necessary at all bankruptcy proceedings on behalf of each Company; and (iv) pay all such expenses where necessary or appropriate in order to carry out fully the intent, and accomplish the purposes of, the resolutions adopted herein.

RESOLVED, that the actions of any Authorized Person taken pursuant to the preceding resolution, including the execution, acknowledgment, delivery, and verification of the Petitions and all ancillary documents and all other agreements, petitions, certificates, instruments, guaranties, notices, and other documents, shall be conclusive evidence of such Authorized Person's approval and the necessity or desirability thereof.

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Person to seek relief on behalf of any of the Companies under chapter 11 of the Bankruptcy Code, or in connection with the ordinary course operations of such Company during the Chapter 11 Cases, or any matter related thereto, in connection with such Company's ordinary course operations be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company as fully as if such actions had been presented to the Board for its prior approval.

RESOLVED, that all acts and deeds previously performed by any of the Authorized Persons of any of the Companies before the adoption of the foregoing recitals and resolutions that are within the authority conferred by the foregoing recitals and resolutions, are hereby ratified, confirmed, and approved in all respects as the authorized acts and deeds of the Companies.

II. Retention of Professionals.

RESOLVED, that the Authorized Persons of each Company be, and hereby are, authorized, empowered, and directed to employ on behalf of each Company: (i) the law firm Faegre Drinker Biddle & Reath LLP as bankruptcy counsel; (ii) Teneo Capital LLC as financial advisor; (iii) Reliable Companies as claims and noticing agent; and (iv) any other legal counsel, accountants, financial advisors, restructuring advisors, or other professionals the Authorized Persons deem necessary, appropriate, or advisable; each to represent and assist each Company in carrying out their duties and responsibilities and exercising their rights under the Bankruptcy Code and any applicable law (including, but not limited to, the law firms filing any pleadings or responses); and in connection therewith, the Authorized Persons of each Company be, and hereby are, authorized, empowered and directed, in accordance with the terms and conditions hereof, to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain such services.

RESOLVED, that the Authorized Persons of each Company be, and hereby are, authorized, empowered, and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and to perform such further actions and execute such further documentation that the Authorized Persons in their reasonable business judgment deem necessary, appropriate, or desirable in accordance with these resolutions.

III. Debtor-in-Possession Financing

RESOLVED, that the transactions contemplated by the DIP Financing Documents, including, without limitation, the borrowings thereunder, the liabilities, obligations, and security interests and liens granted in connection therewith, be, and hereby are, authorized, adopted, and approved on such terms substantially consistent with those presented to the Boards, including as modified or amended with the approval of any one or more of the Authorized Persons.

RESOLVED, that, in the judgment of each Board, it is desirable and in the best interests of each Company, and its stakeholders, creditors, and other parties in interest, to finalize, execute, and deliver the DIP Financing Documents, subject to appropriate modifications and final negotiations, and to cause each Company to perform its obligations thereunder.

RESOLVED, that each Company's execution and delivery of, and the performance of its obligations under, the DIP Financing Documents are hereby authorized and approved; each Authorized Person of each Company, acting alone or with one or more Authorized Persons, is hereby authorized, empowered, and directed to negotiate the terms of, execute and deliver, and to cause the Companies to perform their obligations under the DIP Financing Documents, and any and all other documents, certificates, instruments, and agreements, with such changes therein and modifications and amendments thereto, as any of the Authorized Persons may in their reasonable business judgment approve, which approval shall be conclusively evidenced by their execution thereof.

RESOLVED, that the Authorized Persons of each Company be, and hereby are, authorized and directed, in the name of and on behalf of each Company, to seek authorization to enter into the DIP Financing Documents and to obtain the benefits of the use of prepetition collateral (including cash collateral), and as a condition thereof, to grant adequate protection to the Prepetition Lender pursuant to interim and final orders (the "***DIP Orders***") of the Bankruptcy Court; and the forms, terms, and provisions of the DIP Orders to which each Company is or will be subject, and the actions and transactions contemplated thereby, are hereby authorized, adopted, and approved, and the Authorized Persons of each Company be, and hereby are, authorized and empowered, in the name of and on behalf of each such Company, to negotiate, or cause to be prepared and negotiated, and to take such actions necessary to deliver, perform, and cause the performance of, each DIP Order and such other agreements, certificates, instruments, receipts, petitions, motions, or other papers or documents relating to the transactions contemplated thereby to which each such Company is or will be a party.

RESOLVED, that the form, terms, and provisions of the DIP Financing Documents, and the grant of the security interest in and liens on the collateral described in the DIP Financing Documents, be and hereby are, authorized, adopted, and approved; and the Authorized Persons of each Company are hereby authorized, empowered, and directed, in the name of and on behalf of such Company, to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of, each of the transactions contemplated by the DIP Financing Documents, substantially in the form provided to the Boards, and such other agreements, certificates, instruments, or other papers or documents to which each Company is or will be a party or any order entered into in connection with the DIP Financing Documents, incur and pay or cause to be paid all related fees and expenses, with such changes, additions and modifications thereto as an Authorized Person executing the same shall approve.

RESOLVED, that the Companies, as debtors and debtors in possession under the Bankruptcy Code, be, and hereby are, authorized, empowered, and directed to incur any and all obligations and to undertake any and all related transactions on substantially the same terms as contemplated under the DIP Financing Documents, including granting liens on its assets to secure such obligations.

RESOLVED, that the Authorized Persons of each Company be, and hereby are, authorized, directed, and empowered, in the name of and on behalf of each Company, to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of each of the transactions contemplated by the DIP Financing Documents, and such other agreements, certificates, instruments, receipts, petitions, motions, or other papers or required documents to which each Company is or will be party or any order entered into in connection with the Chapter 11 Cases, and to incur and pay or cause to be paid all related fees and expenses, with such changes, additions, and modifications thereto as an Authorized Person executing the same shall approve.

IV. Entry into Stalking Horse APA.

RESOLVED, that the Companies, as applicable, are authorized to enter into the Stalking Horse APA Documents with the Stalking Horse Bidder for the sale of the Assets and to undertake any and all related transactions contemplated thereby, including the Stalking Horse Transactions, the Auction, and the Bidding Procedures, on the terms contained therein or on such other terms and conditions as the Authorized Persons of the Companies, or any of them, in their reasonable business judgment, determine to be necessary, appropriate or desirable to carry out the intent of these resolutions.

RESOLVED, that the Authorized Persons of the applicable Companies be, and hereby are, authorized and empowered, in the name of and on behalf of the applicable Companies, to execute, the Stalking Horse APA Documents, and to cause to be filed on behalf of the Companies, the Sale Motion (including the Bidding Procedures) with the Bankruptcy Court.

RESOLVED, that the Authorized Persons of each Company be, and hereby are, authorized and empowered, in the name of and on behalf of the Companies, to conduct the Auction as approved by the Bankruptcy Court pursuant to the Sale Motion and Bidding Procedures and to negotiate, in the name of and on behalf of the applicable Companies, such agreements, documents, assignments and instruments as may be necessary, appropriate, or desirable in connection with the sale of the Assets to the Winning Bidder.

V. Entry into D&O Tail.

RESOLVED, that RCI is authorized to enter into an endorsement of its current D&O policy providing for a "tail" discovery period providing a claims period of six (6) years (the "***D&O Tail Endorsement***") and to undertake any and all related transactions contemplated thereby on such terms and conditions as the Authorized Persons in their reasonable business judgment, determine to be necessary, appropriate or desirable to carry out the intent of these resolutions.

RESOLVED, that the Authorized Persons of RCI be, and hereby are, authorized and empowered, in the name of and on behalf of RCI, to execute the D&O Tail Endorsement.

VI. Generally.

RESOLVED, that the Boards received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of each Company, as applicable, or hereby waive any right to have received such notice.

RESOLVED, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of each Company are hereby in all respects approved and ratified as the true acts and deeds of each Company with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Boards.

RESOLVED, that the Authorized Persons of each Company (and their designees and delegates) be, and hereby are, authorized and empowered to take all actions or to not take any action in the name and on behalf of each Company with respect to the transactions contemplated by these resolutions, as such Authorized Person shall deem necessary or desirable in such Authorized Person's reasonable business judgment to effectuate the purposes of the transactions contemplated herein.

[*Signature Pages Follow*]

IN WITNESS WHEREOF, the undersigned Board of Directors of Recombinetics, Inc. have executed this written consent as of the date first written above and this written consent shall be filed with the minutes and proceedings of Recombinetics, Inc..

Timothy Clarkson
box SIGN 4KQZKZPR-4WPQ5X36

Tim Clarkson

box SIGN 4ZQVPR2V-4WPQ5X36

Shane Dore

box SIGN 1R7PWQJX-4WPQ5X36

David Gilbertson

box SIGN 18LYP7KP-4WPQ5X36

Peter Hajas

box SIGN 13KW2JQ9-4WPQ5X36

Ken Jarvis

David Largaespada
box SIGN 4YW6LY2R-4WPQ5X36

David Largaespada

Marylinn Munson
box SIGN 4YW96YXL-4WPQ5X36

Marylinn Munson

[*Signature Page to Omnibus Written Consent for Recombinetics, Inc.*]

IN WITNESS WHEREOF, the undersigned as Sole Director of Acceligen, Inc., Regenevida, Inc., Surrogen, Inc. and Therillume, Inc. has executed this written consent as of the date first written above and this written consent shall be filed with the minutes and proceedings of RCI and the Companies.

Rocco Morelli
box SIGN 4L26XR5J-4YP25KVL

ROCCO MORELLI, SOLE DIRECTOR OF ACCELIGEN, INC., REGENEVIDA, INC., SURROGEN, INC., AND THERILLUME, INC.

[*Signature Page to Omnibus Written Consent for Acceligen, Inc., Regenevida, Inc., Surrogen, Inc. and Therillume, Inc.*]

RECOMBINETICS, INC

Balance Sheet

As of August 31, 2024

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	$353,695.95
Accounts Receivable	$376,811.07
Other Current Assets	$80,498.36
Total Current Assets	**$811,005.38**
Fixed Assets	
11950 Deposit on Equipment	0.00
12000 Capitalized Assets	2,673,823.59
12500 Accumulated Depreciation	-2,637,405.90
13000 Intellectual Property- Patents	0.00
Total Fixed Assets	**$36,417.69**
Other Assets	$864,768.83
TOTAL ASSETS	**$1,712,191.90**
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	$823,117.61
Credit Cards	$45,974.69
Other Current Liabilities	$5,802,873.94
Total Current Liabilities	**$6,671,966.24**
Long-Term Liabilities	$993,659.49
Total Liabilities	**$7,665,625.73**
Equity	$ -5,953,433.83
TOTAL LIABILITIES AND EQUITY	**$1,712,191.90**

RECOMBINETICS, INC

Profit and Loss

January - August, 2024

	TOTAL
Income	
40000 Sales	2,119,251.16
Services	6,000.00
Total Income	**$2,125,251.16**
Cost of Goods Sold	$0.00
GROSS PROFIT	$2,125,251.16
Expenses	
60000 Research & Development	1,041,518.09
61000 Facilities	445,790.47
62000 Staffing	2,017,640.18
63000 Travel & Entertainment	71,855.87
64000 General and Admin	986,834.15
Total Expenses	**$4,563,638.76**
NET OPERATING INCOME	$ -2,438,387.60
Other Income	$107,141.84
Other Expenses	$286,871.15
NET OTHER INCOME	$ -179,729.31
NET INCOME	$ -2,618,116.91

RECOMBINETICS, INC

Statement of Cash Flows

January - August, 2024

	TOTAL
OPERATING ACTIVITIES	
Net Income	-2,618,116.91
Adjustments to reconcile Net Income to Net Cash provided by operations:	**238,825.09**
Net cash provided by operating activities	**$ -2,379,291.82**
INVESTING ACTIVITIES	**$312,186.73**
FINANCING ACTIVITIES	**$5,619.96**
NET CASH INCREASE FOR PERIOD	**$ -2,061,485.13**
Cash at beginning of period	2,415,181.08
CASH AT END OF PERIOD	**$353,695.95**

Form **1120**
Department of the Treasury
Internal Revenue Service

U.S. Corporation Income Tax Return

For calendar year 2022 or tax year beginning ______________, ending ______________

Go to www.irs.gov/Form1120 for instructions and the latest information.

OMB No. 1545-0123

2022

A Check if:
- 1a Consolidated return (attach Form 851) ☐
- b Life/nonlife consolidated return ☐
- 2 Personal holding co. (attach Sch. PH) ☐
- 3 Personal service corp. (see instructions) ☐
- 4 Schedule M-3 attached ☐

TYPE OR PRINT

Name
RECOMBINETICS INC

Number, street, and room or suite no. If a P.O. box, see instructions.
3388 MIKE COLLINS DR #1

City or town, state or province, country, and ZIP or foreign postal code
EAGAN, MN 55121

B Employer identification number
26-3121470

C Date incorporated
08/05/2008

D Total assets (see instructions)
$ 2,219,815.

E Check if: (1) ☐ Initial return (2) ☐ Final return (3) ☐ Name change (4) ☐ Address change

Income	1a	Gross receipts or sales	1a	4,292,920.		
	b	Returns and allowances	1b			
	c	Balance. Subtract line 1b from line 1a			1c	4,292,920.
	2	Cost of goods sold (attach Form 1125-A)			2	
	3	Gross profit. Subtract line 2 from line 1c			3	4,292,920.
	4	Dividends and inclusions (Schedule C, line 23)			4	
	5	Interest SEE STATEMENT 1			5	773,549.
	6	Gross rents			6	
	7	Gross royalties			7	
	8	Capital gain net income (attach Schedule D (Form 1120))			8	
	9	Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)			9	
	10	Other income (attach statement)			10	
	11	**Total income.** Add lines 3 through 10			11	5,066,469.
Deductions (See instructions for limitations on deductions.)	12	Compensation of officers (attach Form 1125-E)			12	1,313,057.
	13	Salaries and wages (less employment credits)			13	947,472.
	14	Repairs and maintenance			14	45,430.
	15	Bad debts			15	
	16	Rents			16	508,243.
	17	Taxes and licenses SEE STATEMENT 2			17	275,567.
	18	Interest (see instructions)			18	597,005.
	19	Charitable contributions			19	
	20	Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)			20	46,072.
	21	Depletion			21	
	22	Advertising			22	
	23	Pension, profit-sharing, etc., plans			23	
	24	Employee benefit programs			24	509,561.
	25	Reserved for future use			25	
	26	Other deductions (attach statement) SEE STATEMENT 3			26	1,164,522.
	27	**Total deductions.** Add lines 12 through 26			27	5,406,929.
	28	Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11			28	-340,460.
	29a	Net operating loss deduction (see instructions) STATEMENT 4	29a	0.		
	b	Special deductions (Schedule C, line 24)	29b			
	c	Add lines 29a and 29b			29c	
Tax, Refundable Credits, and Payments	30	**Taxable income.** Subtract line 29c from line 28. See instructions			30	-340,460.
	31	Total tax (Schedule J, Part I, line 11)			31	0.
	32	Reserved for future use			32	
	33	Total payments and credits (Schedule J, Part III, line 23)			33	
	34	Estimated tax penalty. See instructions. Check if Form 2220 is attached ☐			34	
	35	**Amount owed.** If line 33 is smaller than the total of lines 31 and 34, enter amount owed			35	0.
	36	**Overpayment.** If line 33 is larger than the total of lines 31 and 34, enter amount overpaid			36	
	37	Enter amount from line 36 you want: **Credited to 2023 estimated tax**		**Refunded**	37	

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer ______ Date ______ Title CFO

May the IRS discuss this return with the preparer shown below? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name JACQUELINE LEE, CPA	Preparer's signature JACQUELINE LEE, CP	Date 10/15/23	Check ☐ if self-employed	PTIN P00239585
Firm's name	BAKER TILLY US, LLP		Firm's EIN	39-0859910
Firm's address	225 S 6TH ST #2300 MINNEAPOLIS, MN 55402		Phone no.	612.876.4500

Form 1120 (2022) RECOMBINETICS INC 26-3121470 Page 2

Schedule C Dividends, Inclusions, and Special Deductions

(see instructions)

		(a) Dividends and inclusions	(b) %	(c) Special deductions (a) x (b)
1	Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock)		50	
2	Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock)		65	
3	Dividends on certain debt-financed stock of domestic and foreign corporations		See Instructions	
4	Dividends on certain preferred stock of less-than-20%-owned public utilities		23.3	
5	Dividends on certain preferred stock of 20%-or-more-owned public utilities		26.7	
6	Dividends from less-than-20%-owned foreign corporations and certain FSCs		50	
7	Dividends from 20%-or-more-owned foreign corporations and certain FSCs		65	
8	Dividends from wholly owned foreign subsidiaries		100	
9	**Subtotal.** Add lines 1 through 8		See Instructions	
10	Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958		100	
11	Dividends from affiliated group members		100	
12	Dividends from certain FSCs		100	
13	Foreign-source portion of dividends received from a specified 10%-owned foreign corporation (excluding hybrid dividends) (see instructions)		100	
14	Dividends from foreign corporations not included on line 3, 6, 7, 8, 11, 12, or 13 (including any hybrid dividends)			
15	Reserved for future use			
16a	Subpart F inclusions derived from the sale by a controlled foreign corporation (CFC) of the stock of a lower-tier foreign corporation treated as a dividend (attach Form(s) 5471) (see instructions)		100	
b	Subpart F inclusions derived from hybrid dividends of tiered corporations (attach Form(s) 5471) (see instructions)			
c	Other inclusions from CFCs under subpart F not included on line 16a, 16b, or 17 (attach Form(s) 5471) (see instructions)			
17	Global Intangible Low-Taxed Income (GILTI) (attach Form(s) 5471 and Form 8992)			
18	Gross-up for foreign taxes deemed paid			
19	IC -DISC and former DISC dividends not included on line 1, 2, or 3			
20	Other dividends			
21	Deduction for dividends paid on certain preferred stock of public utilities			
22	Section 250 deduction (attach Form 8993)			
23	**Total dividends and inclusions.** Add column (a), lines 9 through 20. Enter here and on page 1, line 4			
24	**Total special deductions.** Add column (c), lines 9 through 22. Enter here and on page 1, line 29b			

Form **1120** (2022)

211611
12-15-22

Schedule J Tax Computation and Payment (see instructions)

Part I - Tax Computation

1	Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120)) ☐				
2	Income tax. See instructions			2	0.
3	Base erosion minimum tax amount (attach Form 8991)			3	
4	Add lines 2 and 3			4	0.
5a	Foreign tax credit (attach Form 1118)	5a			
b	Credit from Form 8834 (see instructions)	5b			
c	General business credit (attach Form 3800)	5c			
d	Credit for prior year minimum tax (attach Form 8827)	5d			
e	Bond credits from Form 8912	5e			
6	**Total credits.** Add lines 5a through 5e			6	
7	Subtract line 6 from line 4			7	0.
8	Personal holding company tax (attach Schedule PH (Form 1120))			8	
9a	Recapture of investment credit (attach Form 4255)	9a			
b	Recapture of low-income housing credit (attach Form 8611)	9b			
c	Interest due under the look-back method-completed long-term contracts (attach Form 8697)	9c			
d	Interest due under the look-back method-income forecast method (attach Form 8866)	9d			
e	Alternative tax on qualifying shipping activities (attach Form 8902)	9e			
f	Interest/tax due under Section 453A(c) and/or Section 453(l)	9f			
g	Other (see instructions - attach statement)	9g			
10	**Total.** Add lines 9a through 9g			10	
11	**Total tax.** Add lines 7, 8, and 10. Enter here and on page 1, line 31			11	0.

Part II - Reserved For Future Use

12	Reserved for future use	12	

Part III - Payments and Refundable Credits

13	2021 overpayment credited to 2022			13	
14	2022 estimated tax payments			14	
15	2022 refund applied for on Form 4466			15	( )
16	Combine lines 13, 14, and 15			16	
17	Tax deposited with Form 7004			17	
18	Withholding (see instructions)			18	
19	**Total payments.** Add lines 16, 17, and 18			19	
20	Refundable credits from:				
a	Form 2439	20a			
b	Form 4136	20b			
c	Reserved for future use	20c			
d	Other (attach statement - see instructions)	20d			
21	**Total credits.** Add lines 20a through 20d			21	
22	Reserved for future use			22	
23	**Total payments and credits.** Add lines 19 and 21. Enter here and on page 1, line 33			23	

Form **1120** (2022)

211621
12-15-22

Form 1120 (2022) RECOMBINETICS INC 26-3121470 Page **4**

Schedule K Other Information (see instructions)

		Yes	No
1	Check accounting method: **a** ☐ Cash **b** ☒ Accrual **c** ☐ Other (specify)		
2	See the instructions and enter the:		
a	Business activity code no. 112900		
b	Business activity RESEARCH		
c	Product or service RESEARCH		
3	Is the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? If "Yes," enter name and EIN of the parent corporation		X
4	At the end of the tax year:		
a	Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part I of Schedule G (Form 1120) (attach Schedule G)		X
b	Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part II of Schedule G (Form 1120) (attach Schedule G)		X
5	At the end of the tax year, did the corporation:		
a	Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on **Form 851,** Affiliations Schedule? For rules of constructive ownership, see instructions If "Yes," complete (i) through (iv) below.	X	

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock
MAKANA THERAPUETICS, INC.	84-2904179	UNITED STATES	50.50%

		Yes	No
b	Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions If "Yes," complete (i) through (iv) below.		X

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Country of Organization	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

		Yes	No
6	During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? See sections 301 and 316 If "Yes," file **Form 5452,** Corporate Report of Nondividend Distributions. See the instructions for Form 5452. If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary.		X
7	At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of the total voting power of all classes of the corporation's stock entitled to vote or at least 25% of the total value of all classes of the corporation's stock? For rules of attribution, see section 318. If "Yes," enter: **(a)** Percentage owned ______ and **(b)** Owner's country ______ **(c)** The corporation may have to file **Form 5472,** Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached ______		X
8	Check this box if the corporation issued publicly offered debt instruments with original issue discount ☐ If checked, the corporation may have to file **Form 8281,** Information Return for Publicly Offered Original Issue Discount Instruments.		
9	Enter the amount of tax-exempt interest received or accrued during the tax year $ ______		
10	Enter the number of shareholders at the end of the tax year (if 100 or fewer) ______		
11	If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here ☐ If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election will not be valid.		
12	Enter the available NOL carryover from prior tax years (do not reduce it by any deduction reported on page 1, line 29a.) $ 62,618,774.		

Form **1120** (2022)

211632
12-15-22

Schedule K **Other Information** *(continued from page 4)*

		Yes	No
13	Are the corporation's total receipts (page 1, line 1a, plus lines 4 through 10) for the tax year **and** its total assets at the end of the tax year less than $250,000?		X
	If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during the tax year $		
14	Is the corporation required to file Schedule UTP (Form 1120), Uncertain Tax Position Statement? See instructions		X
	If "Yes," complete and attach Schedule UTP.		
15a	Did the corporation make any payments in 2022 that would require it to file Form(s) 1099?	X	
b	If "Yes," did or will the corporation file required Form(s) 1099?	X	
16	During this tax year, did the corporation have an 80%-or-more change in ownership, including a change due to redemption of its own stock?		X
17	During or subsequent to this tax year, but before the filing of this return, did the corporation dispose of more than 65% (by value) of its assets in a taxable, non-taxable, or tax deferred transaction?		X
18	Did the corporation receive assets in a section 351 transfer in which any of the transferred assets had a fair market basis or fair market value of more than $1 million?		X
19	During the corporation's tax year, did the corporation make any payments that would require it to file Forms 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474) of the Code?		X
20	Is the corporation operating on a cooperative basis?		X
21	During the tax year, did the corporation pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions		X
	If "Yes," enter the total amount of the disallowed deductions $		
22	Does the corporation have gross receipts of at least $500 million in any of the 3 preceding tax years? (See sections 59A(e)(2) and (3))		X
	If "Yes," complete and attach Form 8991.		
23	Did the corporation have an election under section 163(j) for any real property trade or business or any farming business in effect during the tax year? See instructions		X
24	Does the corporation satisfy one or more of the following? See instructions		X
a	The corporation owns a pass-through entity with current, or prior year carryover, excess business interest expense.		
b	The corporation's aggregate average annual gross receipts (determined under section 448(c)) for the 3 tax years preceding the current tax year are more than $27 million and the corporation has business interest expense.		
c	The corporation is a tax shelter and the corporation has business interest expense. If "Yes," complete and attach Form 8990.		
25	Is the corporation attaching Form 8996 to certify as a Qualified Opportunity Fund?		X
	If "Yes," enter amount from Form 8996, line 15 $		
26	Since December 22, 2017, did a foreign corporation directly or indirectly acquire substantially all of the properties held directly or indirectly by the corporation, and was the ownership percentage (by vote or value) for purposes of section 7874 greater than 50% (for example, the shareholders held more than 50% of the stock of the foreign corporation)? If "Yes," list the ownership percentage by vote and by value. See instructions		X
	Percentage: By Vote By Value		

Form **1120** (2022)

211633
12-15-22

Schedule L Balance Sheets per Books

Assets	Beginning of tax year (a)	(b)	End of tax year (c)	(d)
1 Cash		2,257,884.		348,768.
2a Trade notes and accounts receivable	605,841.		126,561.	
b Less allowance for bad debts	( )	605,841.	( )	126,561.
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (att. stmt.) STMT 5		85,690.		87,924.
7 Loans to shareholders				
8 Mortgage and real estate loans				
9 Other investments (att. stmt.)				
10a Buildings and other depreciable assets	2,658,337.		2,673,824.	
b Less accumulated depreciation	(2,428,931.)	229,406.	(2,548,661.)	125,163.
11a Depletable assets				
b Less accumulated depletion	( )		( )	
12 Land (net of any amortization)				
13a Intangible assets (amortizable only)	250,000.		250,000.	
b Less accumulated amortization	(41,728.)	208,272.	(58,394.)	191,606.
14 Other assets (att. stmt.) STMT 6		15,772.		1,339,793.
15 Total assets		3,402,865.		2,219,815.
Liabilities and Shareholders' Equity				
16 Accounts payable		835,875.		912,728.
17 Mortgages, notes, bonds payable in less than 1 year				
18 Other current liabilities (att. stmt.) STMT 7		4,576,008.		15,440,073.
19 Loans from shareholders				
20 Mortgages, notes, bonds payable in 1 year or more		6,234,835.		
21 Other liabilities (att. stmt.) STMT 8		766,200.		1,324,021.
22 Capital stock: a Preferred stock	609.		609.	
b Common stock	1,531.	2,140.	20.	629.
23 Additional paid-in capital		114,466,013.		115,015,279.
24 Retained earnings - Appropriated (attach statement)				
25 Retained earnings - Unappropriated		-123478206.		-130472915.
26 Adjustments to shareholders' equity (attach statement)				
27 Less cost of treasury stock		( )		( )
28 Total liabilities and shareholders' equity		3,402,865.		2,219,815.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

Note: The corporation may be required to file Schedule M-3. See instructions.

1 Net income (loss) per books	-6,994,709.	7 Income recorded on books this year not included on this return (itemize):	
2 Federal income tax per books		Tax-exempt interest $	
3 Excess of capital losses over capital gains		STMT 10 66,011.	
4 Income subject to tax not recorded on books this year (itemize):			66,011.
5 Expenses recorded on books this year not deducted on this return (itemize):		8 Deductions on this return not charged against book income this year (itemize):	
a Depreciation $ 73,658.		a Depreciation $	
b Charitable contributions $		b Charitable contributions $	
c Travel and entertainment $		STMT 11 270,152.	270,152.
STMT 9 6,916,754.	6,990,412.	9 Add lines 7 and 8	336,163.
6 Add lines 1 through 5	-4,297.	10 Income (page 1, line 28) - line 6 less line 9	-340,460.

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Schedule L, Line 25)

1 Balance at beginning of year	-123478206.	5 Distributions: a Cash	
2 Net income (loss) per books	-6,994,709.	b Stock	
3 Other increases (itemize):		c Property	
		6 Other decreases (itemize) :	
		7 Add lines 5 and 6	
4 Add lines 1, 2, and 3	-130472915.	8 Balance at end of year (line 4 less line 7)	-130472915.

211631
12-15-22

Form 1120 (2022)

Form **1125-A**

(Rev. November 2018)

Department of the Treasury
Internal Revenue Service

Cost of Goods Sold

▶ **Attach to Form 1120, 1120-C, 1120-F, 1120S, or 1065.**

▶ **Go to www.irs.gov/Form1125A for the latest information.**

OMB No. 1545-0123

Name	Employer Identification number
RECOMBINETICS INC	26-3121470

1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	
4	Additional section 263A costs (attach schedule)	4	
5	Other costs (attach schedule)	5	
6	**Total.** Add lines 1 through 5	6	
7	Inventory at end of year	7	
8	**Cost of goods sold.** Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return. See instructions	8	

9 a Check all methods used for valuing closing inventory:

(i) ☐ Cost

(ii) ☒ Lower of cost or market

(iii) ☐ Other (Specify method used and attach explanation) ▶

b Check if there was a writedown of subnormal goods ▶ ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐

d If the LIFO inventory method was used for this tax year, enter amount of closing inventory computed under LIFO **9d**

e If property is produced or acquired for resale, do the rules of Section 263A apply to the entity? See instructions ☐ Yes ☐ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? ☐ Yes ☐ No
If "Yes," attach explanation.

For Paperwork Reduction Act Notice, see separate instructions. Form **1125-A** (Rev. 11-2018)

224441
04-01-22 LHA

Form **3800**

Department of the Treasury
Internal Revenue Service

General Business Credit

Go to www.irs.gov/Form3800 for instructions and the latest information.
You must attach all pages of Form 3800, pages 1, 2, and 3, to your tax return.

OMB No. 1545-0895

2022

Attachment Sequence No. **22**

Name(s) shown on return: RECOMBINETICS INC

Identifying number: 26-3121470

Part I Current Year Credit for Credits Not Allowed Against Tentative Minimum Tax (TMT)
(See instructions and complete Part(s) III before Parts I and II.)

1	General business credit from line 2 of all Parts III with box A checked	1	408,761.
2	Passive activity credits from line 2 of all Parts III with box B checked — 2		
3	Enter the applicable passive activity credits allowed for 2022. See instructions	3	
4	Carryforward of general business credit to 2022. Enter the amount from line 2 of Part III with box C checked. See instructions for statement to attach	4	4,586,251.
	Check this box if the carryforward was changed or revised from the original reported amount ☐		
5	Carryback of general business credit from 2023. Enter the amount from line 2 of Part III with box D checked	5	
6	Add lines 1, 3, 4, and 5	6	4,995,012.

Part II Allowable Credit

7	Regular tax before credits: ● Individuals. Enter the sum of the amounts from Form 1040, 1040-SR, or 1040-NR, line 16, and Schedule 2 (Form 1040), line 2 ● Corporations. Enter the amount from Form 1120, Schedule J, Part I, line 2; or the applicable line of your return ● Estates and trusts. Enter the sum of the amounts from Form 1041, Schedule G, lines 1a and 1b, plus any Form 8978 amount included on line 1d; or the amount from the applicable line of your return			7	0.
8	Alternative minimum tax: ● Individuals. Enter the amount from Form 6251, line 11 ● Corporations. Enter -0- ● Estates and trusts. Enter the amount from Schedule I (Form 1041), line 54			8	0.
9	Add lines 7 and 8			9	0.
10a	Foreign tax credit	10a			
b	Certain allowable credits (see instructions)	10b			
c	Add lines 10a and 10b			10c	
11	**Net income tax.** Subtract line 10c from line 9. If zero, skip lines 12 through 15 and enter -0- on line 16			11	0.
12	**Net regular tax.** Subtract line 10c from line 7. If zero or less, enter -0-	12	0.		
13	Enter 25% (0.25) of the excess, if any, of line 12 over $25,000. See instructions	13			
14	Tentative minimum tax: ● Individuals. Enter the amount from Form 6251, line 9 ● Corporations. Enter -0- ● Estates and trusts. Enter the amount from Schedule I (Form 1041), line 52	14			
15	Enter the greater of line 13 or line 14			15	
16	Subtract line 15 from line 11. If zero or less, enter -0-			16	
17	Enter the **smaller** of line 6 or line 16 **C corporations:** See the line 17 instructions if there has been an ownership change, acquisition, or reorganization.			17	

LHA **For Paperwork Reduction Act Notice, see separate instructions.**

Form **3800** (2022)

214401 01-25-23

Part II **Allowable Credit** *(continued)*

Note: If you are not required to report any amounts on line 22 or 24 below, skip lines 18 through 25 and enter -0- on line 26.

18	Multiply line 14 by 75% (0.75). See instructions	18	
19	Enter the greater of line 13 or line 18	19	
20	Subtract line 19 from line 11. If zero or less, enter -0-	20	
21	Subtract line 17 from line 20. If zero or less, enter -0-	21	
22	Combine the amounts from line 3 of all Parts III with box A, C, or D checked	22	
23	Passive activity credit from line 3 of all Parts III with box B checked 23		
24	Enter the applicable passive activity credit allowed for 2022. See instructions	24	
25	Add lines 22 and 24	25	
26	Empowerment zone and renewal community employment credit allowed. Enter the smaller of line 21 or line 25	26	
27	Subtract line 13 from line 11. If zero or less, enter -0-	27	0.
28	Add lines 17 and 26	28	
29	Subtract line 28 from line 27. If zero or less, enter -0-	29	0.
30	Enter the general business credit from line 5 of all Parts III with box A checked	30	
31	Reserved	31	
32	Passive activity credits from line 5 of all Parts III with box B checked 32		
33	Enter the applicable passive activity credits allowed for 2022. See instructions	33	
34	Carryforward of business credit to 2022. Enter the amount from line 5 of Part III with box C checked and line 6 of Part III with box G checked. See instructions for statement to attach	34	
	Check this box if the carryforward was changed or revised from the original reported amount ☐		
35	Carryback of business credit from 2023. Enter the amount from line 5 of Part III with box D checked. See instructions	35	
36	Add lines 30, 33, 34, and 35	36	
37	Enter the **smaller** of line 29 or line 36	37	0.
38	**Credit allowed for the current year.** Add lines 28 and 37. Report the amount from line 38 (if smaller than the sum of Part I, line 6, and Part II, lines 25 and 36, see instructions) as indicated below or on the applicable line of your return. ● Individuals. Schedule 3 (Form 1040), line 6 ● Corporations. Form 1120, Schedule J, Part I, line 5c ● Estates and trusts. Form 1041, Schedule G, line 2b	38	0.

Form **3800** (2022)

214402 01-25-23

Name(s) shown on return: RECOMBINETICS INC

Identifying number: 26-3121470

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. See instructions.

A ☒ General Business Credit From a Non-Passive Activity
B ☐ General Business Credit From a Passive Activity
C ☐ General Business Credit Carryforwards
D ☐ General Business Credit Carrybacks
E ☐ Reserved
F ☐ Reserved
G ☐ Eligible Small Business Credit Carryforwards
H ☐ Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III ☐

	(a) Description of credit **Note:** On any line where the credit is from more than one source, a separate Part III is needed for each pass-through entity.		(b) Enter EIN if claiming the credit from a pass-through entity.	(c) Enter the appropriate amount.
1a	Investment (Form 3468, Part II only) (attach Form 3468)	1a		
b	Advanced manufacturing production (Form 7207)	1b		
c	Increasing research activities (Form 6765)	1c		408,761.
d	Low-income housing (carryforward only) (see instructions)	1d		
e	Disabled access (Form 8826)*	1e		
f	Renewable electricity production (Form 8835)	1f		
g	Indian employment (Form 8845)	1g		
h	Orphan drug (Form 8820)	1h		
i	New markets (Form 8874)	1i		
j	Small employer pension plan startup costs and auto-enrollment (Form 8881)	1j		
k	Employer-provided child care facilities and services (Form 8882)*	1k		
l	Biodiesel, renewable diesel, or sustainable aviation fuel (attach Form 8864)	1l		
m	Low sulfur diesel fuel production (Form 8896)	1m		
n	Distilled spirits (Form 8906)	1n		
o	Nonconventional source fuel (carryforward only)	1o		
p	Energy efficient home (Form 8908)	1p		
q	Energy efficient appliance (carryforward only)	1q		
r	Alternative motor vehicle (Form 8910)	1r		
s	Alternative fuel vehicle refueling property (Form 8911)	1s		
t	Enhanced oil recovery credit (Form 8830)	1t		
u	Mine rescue team training (Form 8923)	1u		
v	Agricultural chemicals security (carryforward only)	1v		
w	Employer differential wage payments (Form 8932)	1w		
x	Carbon oxide sequestration (Form 8933)	1x		
y	Qualified plug-in electric drive motor vehicle (Form 8936)	1y		
z	Qualified plug-in electric vehicle (carryforward only)	1z		
aa	Employee retention (Form 5884-A)	1aa		
bb	General credits from an electing large partnership (carryforward only)	1bb		
zz	Other. Oil and gas production from marginal wells (Form 8904) and certain other credits (see instructions)	1zz		
2	Add lines 1a through 1zz and enter here and on the applicable line of Part I	2		408,761.
3	Enter the amount from Form 8844 here and on the applicable line of Part II	3		
4a	Investment (Form 3468, Part III) (attach Form 3468)	4a		
b	Work opportunity (Form 5884)	4b		
c	Biofuel producer (Form 6478)	4c		
d	Low-income housing (Form 8586)	4d		
e	Renewable electricity production (Form 8835)	4e		
f	Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4f		
g	Qualified railroad track maintenance (Form 8900)	4g		
h	Small employer health insurance premiums (Form 8941)	4h		
i	Increasing research activities (Form 6765)	4i		
j	Employer credit for paid family and medical leave (Form 8994)	4j		
z	Other	4z		
5	Add lines 4a through 4z and enter here and on the applicable line of Part II	5		
6	Add lines 2, 3, and 5 and enter here and on the applicable line of Part II	6		408,761.

* See instructions for limitation on this credit.

Name(s) shown on return: RECOMBINETICS INC

Identifying number: 26-3121470

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. See instructions.

A ☐ General Business Credit From a Non-Passive Activity
B ☐ General Business Credit From a Passive Activity
C ☒ General Business Credit Carryforwards
D ☐ General Business Credit Carrybacks
E ☐ Reserved
F ☐ Reserved
G ☐ Eligible Small Business Credit Carryforwards
H ☐ Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III ☐

	(a) Description of credit **Note:** On any line where the credit is from more than one source, a separate Part III is needed for each pass-through entity.		(b) Enter EIN if claiming the credit from a pass-through entity.	(c) Enter the appropriate amount.
1a	Investment (Form 3468, Part II only) (attach Form 3468)	1a		
b	Advanced manufacturing production (Form 7207)	1b		
c	Increasing research activities (Form 6765)	1c		1,862,968.
d	Low-income housing (carryforward only) (see instructions)	1d		
e	Disabled access (Form 8826)*	1e		
f	Renewable electricity production (Form 8835)	1f		
g	Indian employment (Form 8845)	1g		
h	Orphan drug (Form 8820)	1h		
i	New markets (Form 8874)	1i		
j	Small employer pension plan startup costs and auto-enrollment (Form 8881)	1j		
k	Employer-provided child care facilities and services (Form 8882)*	1k		
l	Biodiesel, renewable diesel, or sustainable aviation fuel (attach Form 8864)	1l		
m	Low sulfur diesel fuel production (Form 8896)	1m		
n	Distilled spirits (Form 8906)	1n		
o	Nonconventional source fuel (carryforward only)	1o		
p	Energy efficient home (Form 8908)	1p		
q	Energy efficient appliance (carryforward only)	1q		
r	Alternative motor vehicle (Form 8910)	1r		
s	Alternative fuel vehicle refueling property (Form 8911)	1s		
t	Enhanced oil recovery credit (Form 8830)	1t		
u	Mine rescue team training (Form 8923)	1u		
v	Agricultural chemicals security (carryforward only)	1v		
w	Employer differential wage payments (Form 8932)	1w		
x	Carbon oxide sequestration (Form 8933)	1x		
y	Qualified plug-in electric drive motor vehicle (Form 8936)	1y		
z	Qualified plug-in electric vehicle (carryforward only)	1z		
aa	Employee retention (Form 5884-A)	1aa		
bb	General credits from an electing large partnership (carryforward only)	1bb		
zz	Other. Oil and gas production from marginal wells (Form 8904) and certain other credits (see instructions)	1zz		2,723,283.
2	Add lines 1a through 1zz and enter here and on the applicable line of Part I	2		4,586,251.
3	Enter the amount from Form 8844 here and on the applicable line of Part II	3		
4a	Investment (Form 3468, Part III) (attach Form 3468)	4a		
b	Work opportunity (Form 5884)	4b		
c	Biofuel producer (Form 6478)	4c		
d	Low-income housing (Form 8586)	4d		
e	Renewable electricity production (Form 8835)	4e		
f	Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4f		
g	Qualified railroad track maintenance (Form 8900)	4g		
h	Small employer health insurance premiums (Form 8941)	4h		
i	Increasing research activities (Form 6765)	4i		
j	Employer credit for paid family and medical leave (Form 8994)	4j		
z	Other	4z		
5	Add lines 4a through 4z and enter here and on the applicable line of Part II	5		
6	Add lines 2, 3, and 5 and enter here and on the applicable line of Part II	6		4,586,251.

* See instructions for limitation on this credit.

Form **1125-E**
(Rev. October 2016)
Department of the Treasury
Internal Revenue Service

Compensation of Officers

▶ **Attach to Form 1120, 1120-C, 1120-F, 1120-REIT, 1120-RIC, or 1120S.**
▶ **Information about Form 1125-E and its separate instructions is at www.irs.gov/form1125e.**

OMB No. 1545-0123

Name: RECOMBINETICS INC

Employer Identification number: 26-3121470

Note: Complete Form 1125-E only if total receipts are $500,000 or more. See instructions for definition of total receipts.

	(a) Name of officer	(b) Social security number	(c) Percent of time devoted to business	Percent of stock owned (d) Common	Percent of stock owned (e) Preferred	(f) Amount of compensation
1	ROCCO MORELLI	9838				350,000.
	DAVID ABERLE	3618		.25%		273,182.
	JOHN BURTIS	4298		.17%		265,000.
	DANIEL CARLSON	0975		.20%		244,625.
	ADRIENNE WATSON BIGGAR	0946		.02%		180,250.

2	Total compensation of officers	2	1,313,057.
3	Compensation of officers claimed on Form 1125-A or elsewhere on return	3	
4	Subtract line 3 from line 2. Enter the result here and on Form 1120, page 1, line 12 or the appropriate line of your tax return	4	1,313,057.

For Paperwork Reduction Act Notice, see separate instructions.

Form **1125-E** (Rev. 10-2016)

224451 04-01-22 LHA

Form **4562**

Department of the Treasury
Internal Revenue Service

Depreciation and Amortization

(Including Information on Listed Property) OTHER

Attach to your tax return.

Go to www.irs.gov/Form4562 for instructions and the latest information.

OMB No. 1545-0172

2022

Attachment Sequence No. **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
RECOMBINETICS INC	OTHER DEPRECIATION	26-3121470

Part I **Election To Expense Certain Property Under Section 179** **Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	1,080,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,700,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2021 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	
13	Carryover of disallowed deduction to 2023. Add lines 9 and 10, less line 12	13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II **Special Depreciation Allowance and Other Depreciation (Don't** include listed property.**)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Don't** include listed property. See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2022	17	42,975.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ☐		

Section B - Assets Placed in Service During 2022 Tax Year Using the General Depreciation System

	(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a	3-year property						
b	5-year property		15,488.	5	HY	200DB	3,097.
c	7-year property						
d	10-year property						
e	15-year property						
f	20-year property						
g	25-year property			25 yrs.		S/L	
h	Residential rental property	/		27.5 yrs.	MM	S/L	
		/		27.5 yrs.	MM	S/L	
i	Nonresidential real property	/		39 yrs.	MM	S/L	
		/			MM	S/L	

Section C - Assets Placed in Service During 2022 Tax Year Using the Alternative Depreciation System

20a	Class life					S/L	
b	12-year			12 yrs.		S/L	
c	30-year	/		30 yrs.	MM	S/L	
d	40-year	/		40 yrs.	MM	S/L	

Part IV **Summary** (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	46,072.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

216251 12-08-22 LHA **For Paperwork Reduction Act Notice, see separate instructions.** Form **4562** (2022)

Form 4562 (2022) RECOMBINETICS INC 26-3121470 Page **2**

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**don't** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **aren't** more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2022 tax year:					
SEE STATEMENT 13					570,237.
43 Amortization of costs that began before your 2022 tax year				43	244,162.
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	814,399.

SEE GROUP R&D CALC ATTACHED

Form **6765**
(Rev. December 2020)
Department of the Treasury
Internal Revenue Service

Credit for Increasing Research Activities

▶ **Attach to your tax return.**
▶ **Go to www.irs.gov/Form6765 for instructions and the latest information.**

OMB No. 1545-0619
Attachment Sequence No. **676**

Name(s) shown on return: RECOMBINETICS INC
Identifying number: 26-3121470

Section A - Regular Credit. Skip this section and go to Section B if you are electing or previously elected (and are not revoking) the alternative simplified credit.

1	Certain amounts paid or incurred to energy consortia			1	
2	Basic research payments to qualified organizations	2			
3	Qualified organization base period amount	3			
4	Subtract line 3 from line 2. If zero or less, enter -0-			4	
5	Wages for qualified services (do not include wages used in figuring the work opportunity credit)	5			
6	Cost of supplies	6			
7	Rental or lease costs of computers	7			
8	Enter the applicable percentage of contract research expenses	8			
9	Total qualified research expenses. Add lines 5 through 8	9			
10	Enter fixed-base percentage, but not more than 16% (0.16)	10	%		
11	Enter average annual gross receipts	11			
12	Multiply line 11 by the percentage on line 10	12			
13	Subtract line 12 from line 9. If zero or less, enter -0-	13			
14	Multiply line 9 by 50% (0.50)	14			
15	Enter the **smaller** of line 13 or line 14			15	0.
16	Add lines 1, 4, and 15			16	0.
17	Are you electing the reduced credit under section 280C? ▶ Yes ☐ No ☐ If "Yes," multiply line 16 by 15.8% (0.158). If "No," multiply line 16 by 20% (0.20) and see the instructions for the statement that must be attached. Members of controlled groups or businesses under common control, see instructions for the statement that must be attached			17	408,761.

Section B - Alternative Simplified Credit. Skip this section if you are completing Section A.

18	Certain amounts paid or incurred to energy consortia			18	
19	Basic research payments to qualified organizations	19			
20	Qualified organization base period amount	20			
21	Subtract line 20 from line 19. If zero or less, enter -0-			21	
22	Add lines 18 and 21			22	
23	Multiply line 22 by 20% (0.20)			23	
24	Wages for qualified services (do not include wages used in figuring the work opportunity credit)	24			
25	Cost of supplies	25			
26	Rental or lease costs of computers	26			
27	Enter the applicable percentage of contract research expenses	27			
28	Total qualified research expenses. Add lines 24 through 27	28			
29	Enter your total qualified research expenses for the prior 3 tax years. If you had no qualified research expenses in any one of those years, skip lines 30 and 31	29			
30	Divide line 29 by 6.0	30			
31	Subtract line 30 from line 28. If zero or less, enter -0-	31			
32	Multiply line 31 by 14% (0.14). If you skipped lines 30 and 31, multiply line 28 by 6% (0.06)			32	
33	Add lines 23 and 32			33	
34	Are you electing the reduced credit under section 280C? ▶ Yes ☐ No ☐ If "Yes," multiply line 33 by 79% (0.79). If "No," enter the amount from line 33 and see the line 17 instructions for the statement that must be attached. Members of controlled groups or businesses under common control, see instructions for the statement that must be attached			34	

LHA **For Paperwork Reduction Act Notice, see separate instructions.** Form **6765** (Rev. 12-2020)

219681 04-01-22

Section C - Current Year Credit

35	Enter the portion of the credit from Form 8932, line 2, that is attributable to wages that were also used to figure the credit on line 17 or line 34 (whichever applies)	35	
36	Subtract line 35 from line 17 or line 34 (whichever applies). If zero or less, enter -0-	36	408,761.
37	Credit for increasing research activities from partnerships, S corporations, estates, and trusts	37	
38	Add lines 36 and 37	38	408,761.
	• Estates and trusts, go to line 39. • Partnerships and S corporations not electing the payroll tax credit, stop here and report this amount on Schedule K. • Partnerships and S corporations electing the payroll tax credit, complete Section D and report on Schedule K the amount on this line reduced by the amount on line 44. • Eligible small businesses, stop here and report the credit on Form 3800, Part III, line 4i. See instructions for the definition of eligible small business. • Filers other than eligible small businesses, stop here and report the credit on Form 3800, Part III, line 1c. **Note:** Qualified small business filers, other than partnerships and S corporations, electing the payroll tax credit must complete Form 3800 before completing Section D.		
39	Amount allocated to beneficiaries of the estate or trust	39	
40	Estates and trusts, subtract line 39 from line 38. For eligible small businesses, report the credit on Form 3800, Part III, line 4i. See instructions. For filers other than eligible small businesses, report the credit on Form 3800, Part III, line 1c	40	

Section D - Qualified Small Business Payroll Tax Election and Payroll Tax Credit. Skip this section if the payroll tax election does not apply. See instructions.

41	Check this box if you are a qualified small business electing the payroll tax credit. See instructions ☐		
42	Enter the portion of line 36 elected as a payroll tax credit (do not enter more than $250,000). See instructions	42	
43	General business credit carryforward from the current year (see instructions). Partnerships and S corporations, skip this line and go to line 44	43	
44	Partnerships and S corporations, enter the smaller of line 36 or line 42. All others, enter the smallest of line 36, line 42, or line 43. Enter here and on the applicable line of Form 8974, Part 1, column (e). Members of controlled groups or businesses under common control, see instructions for the statement that must be attached	44	

Form 6765 (Rev. 12-2020)

219682 04-01-22

FILED PURSUANT TO ANNOUNCEMENT 2004-4 FOR DORMANT FDE

Form **8858**
(Rev. September 2021)
Department of the Treasury
Internal Revenue Service

Information Return of U.S. Persons With Respect to Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs)

▶Go to www.irs.gov/Form8858 for instructions and the latest information.

Information furnished for the FDE's or FB's annual accounting period (see instructions)
beginning JAN 1 , 2022 , and ending DEC 31 , 20 22

OMB No. 1545-1910

Attachment Sequence No. **140**

Name of person filing this return: RECOMBINETICS INC

Filer's identifying number: 26-3121470

Number, street, and room or suite no. (or P.O. box number if mail is not delivered to street address): 3388 MIKE COLLINS DR #1

City or town, state, and ZIP code: EAGAN, MN 55121

Filer's tax year beginning JAN 1 , 20 22 , and ending DEC 31 , 20 22

Important: *Fill in all applicable lines and schedules. All information* **must** *be in English. All amounts* **must** *be stated in U.S. dollars unless otherwise indicated.*

Check here ☐ FDE of a U.S. person ☐ FDE of a controlled foreign corporation (CFC) ☐ FDE of a controlled foreign partnership
☐ FB of a U.S. person ☐ FB of a CFC ☐ FB of a controlled foreign partnership

Check here ☐ Initial Form 8858 ☐ Final Form 8858

1a Name and address of FDE or FB
ACCELIGEN DO BRAZIL BIOTECHNOLOGY A
5 ARACATUBA A COLINA RD, ANEXO BLDG
BIRIGUI
SAO PAULO BRAZIL 16209-899

b(1) U.S. identifying number, if any

b(2) Reference ID number (see instructions): ACCEL01

c For FDE, country(ies) under whose laws organized and entity type under local tax law: BRAZIL CORPORATION

d Date(s) of organization: 09 18 20

e Effective date as FDE: 09/18/20

f If benefits under a U.S. tax treaty were claimed with respect to income of the FDE or FB, enter the treaty and article number

g Country in which principal business activity is conducted: BRAZIL

h Principal business activity: BIOTECHNOLOGY

i Functional currency: BRL

2 Provide the following information for the FDE's or FB's accounting period stated above.

a Name, address, and identifying number of branch office or agent (if any) in the United States

b Name and address (including corporate department, if applicable) of person(s) with custody of the books and records of the FDE or FB, and the location of such books and records, if different
DAVID ABERLE, CFO
3388 MIKE COLLINS DR #1
EAGAN, MN 55121

3 For the **tax owner** of the FDE or FB (if different from the filer), provide the following (see instructions):

a Name and address

b Annual accounting period covered by the return (see instructions)

c(1) U.S. identifying number, if any

c(2) Reference ID number (see instructions)

d Country under whose laws organized

e Functional currency

4 For the **direct owner** of the FDE or FB (if different from the tax owner), provide the following (see instructions):

a Name and address

b Country under whose laws organized

c U.S. identifying number, if any

d Functional currency

5 Attach an organizational chart that identifies the name, placement, percentage of ownership, tax classification, and country of organization of all entities in the chain of ownership between the tax owner and the FDE or FB, and the chain of ownership between the FDE or FB and each entity in which the FDE or FB has a 10% or more direct or indirect interest. See instructions.

For Paperwork Reduction Act Notice, see the separate instructions.

Form **8858** (Rev. 9-2021)

Schedule C Income Statement (see instructions)

Important: *Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules or the average exchange rate determined under section 989(b)). If the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for FDEs or FBs that use U.S. dollar approximate separate transactions method of accounting (DASTM).*

If you are using the average exchange rate (determined under section 989(b)), check the following box ☐

			Functional Currency	U.S. Dollars
1	Gross receipts or sales (net of returns and allowances)	1		
2	Cost of goods sold	2		
3	Gross profit (subtract line 2 from line 1)	3		
4	Dividends	4		
5	Interest	5		
6	Gross rents, royalties, and license fees	6		
7	Gross income from performance of services	7		
8	Foreign currency gain (loss)	8		
9	Other income	9		
10	Total income (add lines 3 through 9)	10		
11	Total deductions (exclude income tax expense)	11		
12	Income tax expense	12		
13	Other adjustments	13		
14	Net income (loss) per books	14		

Schedule C-1 Section 987 Gain or Loss Information

	Note: See the instructions if there are multiple recipients of remittances from the FDE or FB.		(a) Amount stated in functional currency of FDE or FB	(b) Amount stated in functional currency of recipient
1	Remittances from the FDE or FB	1		
2	Section 987 gain (loss) recognized by recipient	2		
3	Section 987 gain (loss) deferred under Regulations section 1.987-12 (attach statement)	3		

		Yes	No
4	Were all remittances from the FDE or FB treated as made to the direct owner?		
5	Did the tax owner change its method of accounting for section 987 gain or loss with respect to remittances from the FDE or FB during the tax year? If "Yes," attach a statement describing the method used prior to the change and new method of accounting		

Schedule F Balance Sheet

Important: *Report all amounts in U.S. dollars computed in functional currency and translated into U.S. dollars in accordance with U.S. GAAP. See instructions for an exception for FDEs or FBs that use DASTM.*

	Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash and other current assets	1		
2	Other assets	2		
3	Total assets	3		
	Liabilities and Owner's Equity			
4	Liabilities	4		
5	Owner's equity	5		
6	Total liabilities and owner's equity	6		

Schedule G Other Information

		Yes	No
1	During the tax year, did the FDE or FB own an interest in any trust?		X
2	During the tax year, did the FDE or FB own at least a 10% interest, directly or indirectly, in any foreign partnership?		X
3	*Answer only if the FDE made its election to be treated as disregarded from its owner during the tax year:* Did the tax owner claim a loss with respect to stock or debt of the FDE as a result of the election?		
4	During the tax year, did the FDE or FB pay or accrue any foreign tax that was disqualified for credit under section 901(m)?		X
5	During the tax year, did the FDE or FB pay or accrue foreign taxes to which section 909 applies, or treat foreign taxes that were previously suspended under section 909 as no longer suspended?		X

Schedule G Other Information *(continued)*

		Yes	No
6	Is the FDE or FB a qualified business unit as defined in section 989(a)?		X
	Do not complete lines 7 and 8 if you are an individual who owns an FB or FDE directly or through tiers of FBs and FDEs.		
7a	During the tax year, did the FDE or FB receive, or accrue the receipt of, any amounts defined as a base erosion payment under section 59A(d) or have a base erosion tax benefit under section 59A(c)(2) from a foreign person, which is a related party of the taxpayer? See instructions. If "Yes," complete lines 7b and 7c		X
b	Enter the total amount of the base erosion payments $		
c	Enter the total amount of the base erosion tax benefit $		
8a	During the tax year, did the FDE or FB pay, or accrue the payment of, any amounts defined as a base erosion payment under section 59A(d) or have a base erosion tax benefit under section 59A(c)(2) to a foreign person, which is a related party of the taxpayer? See instructions. If "Yes," complete lines 8b and 8c		X
b	Enter the total amount of the base erosion payments $		
c	Enter the total amount of the base erosion tax benefit $		
9	*Answer only if the tax owner of the FDE or FB is a CFC:* Were there any intracompany transactions between the FDE or FB and the CFC or any other branch of the CFC during the tax year, in which the FDE or FB acted as a manufacturing, selling, or purchasing branch?		X
	Answer the remaining questions in Schedule G only if the tax owner of the FB or the interest in the FDE is a U.S. corporation. Answer questions 10a through 11c if the tax owner of the FB or the interest in the FDE is treated as a U.S. corporation solely for purposes of these questions.		
10a	If the FB or the interest in the FDE is a separate unit under Regulations section 1.1503(d)-1(b)(4), and is not part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii), does the separate unit have a dual consolidated loss as defined in Regulations section 1.1503(d)-1(b)(5)(ii)?	N/A	
b	If "Yes," enter the amount of the dual consolidated loss ▶ $ ( )		
11a	If the FB or the interest in the FDE is a separate unit and part of a combined separate unit under Regulations section 1.1503(d)-1(b)(4)(ii), does the combined separate unit have a dual consolidated loss as defined in Regulations section 1.1503(d)-1(b)(5)(ii)? If "Yes," complete lines 11b and 11c		
b	Enter the amount of the dual consolidated loss for the combined separate unit ▶ $ ( )		
c	Enter the net income (loss) attributed to the individual FB or the individual interest in the FDE as determined under Regulations section 1.1503(d)-5(c)(4)(ii)(A) ▶ $		
12a	Was any portion of the dual consolidated loss on line 10b or 11b taken into account in computing U.S. taxable income for the year? If "Yes," go to line 12b. If "No," go to line 13		
b	Was this a permitted domestic use of the dual consolidated loss under Regulations section 1.1503(d)-6? If "Yes," see the instructions and go to line 12c. If "No," go to line 12d		
c	If "Yes," is the documentation that is required for the permitted domestic use under Regulations section 1.1503(d)-6 attached to the return? After answering this question, go to line 13a		
d	If this was not a permitted domestic use, was the dual consolidated loss used to compute consolidated taxable income as provided under Regulations section 1.1503(d)-4? If "Yes," go to line 12e		
e	Enter the separate unit's contribution to the cumulative consolidated taxable income ("cumulative register") as of the beginning of the tax year ▶ $. See instructions.		
13a	During the tax year, did any triggering event(s) occur under Regulations section 1.1503(d)-6(e) requiring recapture of any dual consolidated loss(es) attributable to the FB or interest in the FDE, individually or as part of a combined separate unit, in any prior tax years?		
b	If "Yes," enter the total amount of recapture ▶ $. See instructions.		

Schedule H Current Earnings and Profits or Taxable Income (see instructions)

Important: *Enter the amounts on lines 1 through 6 in functional currency.*

1	Current year net income (loss) per foreign books of account	1	
2	Total net additions	2	
3	Total net subtractions	3	
4	Current earnings and profits (or taxable income-see instructions) (line 1 plus line 2 minus line 3)	4	
5	DASTM gain (loss) (if applicable)	5	
6	Combine lines 4 and 5	6	
7	Current earnings and profits (or taxable income) in U.S. dollars (line 6 translated at the average exchange rate determined under section 989(b) and the related regulations (see instructions))	7	
8	Enter exchange rate used for line 7 ▶		

Schedule I Transferred Loss Amount (see instructions)

Important: *See instructions for who has to complete this section.*

		Yes	No
1	Were any assets of an FB (including an FB that is an FDE) transferred to a foreign corporation? If "No," stop here. If "Yes," go to line 2		
2	Was the transferor a domestic corporation that transferred substantially all of the assets of an FB (including an FB that is an FDE) to a specified 10%-owned foreign corporation? If "No," stop here. If "Yes," go to line 3		
3	Immediately after the transfer, was the domestic corporation a U.S. shareholder with respect to the transferee foreign corporation? If "No," stop here. If "Yes," go to line 4		
4	Enter the transferred loss amount included in gross income as required under section 91. See instructions	**4**	

Schedule J Income Taxes Paid or Accrued (see instructions)

	Foreign Income Taxes				**Foreign Tax Credit Separate Categories**			
(a) Country or Possession	**(b)** Foreign Tax Year (YYYY-MM-DD)	**(c)** Foreign Currency	**(d)** Conversion Rate	**(e)** U.S. Dollars	**(f)** Foreign Branch	**(g)** Passive	**(h)** General	**(i)** Other
Totals								

Form **8858** (Rev. 9-2021)

212414 04-01-22

Election Not to Claim the Additional First Year Depreciation Allowable Under IRC Sec. 168(k)

Recombinetics Inc
3388 Mike Collins Dr #1
Eagan, MN 55121

Employer Identification Number: 26-3121470

For the Year Ending December 31, 2022

Recombinetics Inc, hereby elects, pursuant to IRC Sec. 168(k)(7), not to claim the additional depreciation allowable under IRC Sec. 168(k) for the following qualifying property placed in service during the tax year ending December 31, 2022.

All property in the 5 year class.

See attached Form 4562.

Section 1.263(a)-3(n) Election

Recombinetics Inc
3388 Mike Collins Dr #1
Eagan, MN 55121

Employer Identification Number: 26-3121470

For the Year Ending December 31, 2022

Recombinetics Inc is electing to capitalize repair and maintenance costs under Reg. Sec. 1.263(a)-3(n).

FORM 1120 INTEREST INCOME STATEMENT 1

DESCRIPTION	US	OTHER
INTEREST		773,549.
TOTAL TO FORM 1120, LINE 5		773,549.

FORM 1120 TAXES AND LICENSES STATEMENT 2

DESCRIPTION	AMOUNT
PAYROLL TAX	273,382.
PROPERTY TAXES	
TAXES AND LICENSES	
MINNESOTA TAXES - BASED ON INCOME	2,160.
WISCONSIN TAXES - BASED ON INCOME	25.
TOTAL TO FORM 1120, LINE 17	275,567.

FORM 1120 OTHER DEDUCTIONS STATEMENT 3

DESCRIPTION	AMOUNT
AMORTIZATION	814,399.
DUES & SUBSCRIPTIONS	158.
FREIGHT	46,535.
INFORMATION TECHNOLOGY	171,396.
INSURANCE	150,159.
MARKETING	225,150.
MEALS NOT SUBJECT TO LIMITATION	21,026.
MISCELLANEOUS EXPENSES	-39,146.
OFFICE SUPPLIES	10,859.
PROFESSIONAL FEES	2,533,749.
RESEARCH AND DEVELOPMENT COSTS	2,737,071.
SECTION 174 CAPITALIZATION	-5,733,107.
TRAVEL	111,470.
UTILITIES & COMMUNICATION	86,789.
VEHICLE EXPENSE	28,014.
TOTAL TO FORM 1120, LINE 26	1,164,522.

NET OPERATING LOSS DEDUCTION STATEMENT 4

TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/13	3,809,618.		3,809,618.	3,809,618.
12/31/14	4,578,010.		4,578,010.	4,578,010.
12/31/15	4,936,331.		4,936,331.	4,936,331.
12/31/16	7,153,323.		7,153,323.	7,153,323.
12/31/17	10,811,238.		10,811,238.	10,811,238.
12/31/18	8,737,785.		8,737,785.	8,737,785.
12/31/19	7,969,165.		7,969,165.	7,969,165.
12/31/20	8,383,182.		8,383,182.	8,383,182.
12/31/21	6,240,122.		6,240,122.	6,240,122.
NOL AVAILABLE THIS YEAR			62,618,774.	62,618,774.

SCHEDULE L OTHER CURRENT ASSETS STATEMENT 5

DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
DEPOSITS		
OTHER PREPAID EXPENSES		
PREPAID EXPENSES	58,366.	43,668.
PREPAID INSURANCE	27,324.	44,256.
TOTAL TO SCHEDULE L, LINE 6	85,690.	87,924.

SCHEDULE L OTHER ASSETS STATEMENT 6

DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
DEPOSITS	15,772.	15,772.
ROU ASSETS	0.	1,324,021.
TOTAL TO SCHEDULE L, LINE 14	15,772.	1,339,793.

SCHEDULE L OTHER CURRENT LIABILITIES STATEMENT 7

DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
ACCRUED BENEFITS	0.	99,451.
ACCRUED EXPENSES	0.	159,495.
ACCRUED INTEREST	519,273.	1,192,782.
CREDIT CARDS PAYABLE	0.	60,821.
CURRENT PORTION LT DEBT	2,605,532.	8,879,750.
DEFERRED CONTRACT REVENUE	1,153,775.	1,087,764.
DEFERRED RENT	87,862.	57,770.
INTERCOMPANY PAYABLE	7,358.	75,518.
OTHER CURRENT LIABILITIES	202,208.	3,826,722.
TOTAL TO SCHEDULE L, LINE 18	4,576,008.	15,440,073.

SCHEDULE L OTHER LIABILITIES STATEMENT 8

DESCRIPTION	BEGINNING OF TAX YEAR	END OF TAX YEAR
PPP LOAN	766,200.	0.
ROU LEASE LIABILITIES	0.	1,324,021.
TOTAL TO SCHEDULE L, LINE 21	766,200.	1,324,021.

SCHEDULE M-1 OTHER EXPENSES RECORDED ON BOOKS NOT DEDUCTED IN THIS RETURN STATEMENT 9

DESCRIPTION	AMOUNT
STOCK COMPENSATION	1,583,827.
DEFERRED COMPENSATION	2,789.
PPP INTEREST FORGIVENESS	106.
DEFERRED RENT	57,770.
CONVERTIBLE DEBT INTEREST EXPENSE	109,077.
SECTION 174 CAPITALIZATION	5,162,870.
STATE INCOME TAX BOOK/TAX DIFFERENCE	315.
TOTAL TO SCHEDULE M-1, LINE 5	6,916,754.

SCHEDULE M-1 OTHER INCOME RECORDED ON BOOKS NOT INCLUDED IN THIS RETURN STATEMENT 10

DESCRIPTION	AMOUNT
DEFERRED REVENUE	66,011.
TOTAL TO SCHEDULE M-1, LINE 7	66,011.

SCHEDULE M-1 OTHER DEDUCTIONS IN THIS RETURN NOT CHARGED AGAINST BOOK INCOME STATEMENT 11

DESCRIPTION	AMOUNT
ACCRUED EXPENSES	42,656.
AMORTIZATION	227,496.
TOTAL TO SCHEDULE M-1, LINE 8	270,152.

FORM 3800 CARRYOVER OF GENERAL BUSINESS CREDITS STATEMENT 12

YEAR	TYPE OF CREDIT	ORIGINAL CREDIT	PREVIOUSLY APPLIED	CREDIT REMAINING	AVAILABLE THIS YEAR
2014	VARIOUS	492,294.	0.	492,294.	492,294.
2015	VARIOUS	507,290.	0.	507,290.	507,290.
2016	VARIOUS	959,937.	0.	959,937.	959,937.
2017	VARIOUS	763,762.	0.	763,762.	763,762.
2018	INCREASED R & D CREDIT	873,593.	0.	873,593.	873,593.
2019	INCREASED R & D CREDIT	614,145.	0.	614,145.	614,145.
2021	INCREASED R & D CREDIT	375,230.	0.	375,230.	375,230.
	TOTALS	4,586,251.	0.	4,586,251.	4,586,251.
	LESS TO FORM 4255, LINE 12				0.
	TOTAL				4,586,251.

FORM 4562 PART VI - AMORTIZATION STATEMENT 13

(A) DESCRIPTION OF COSTS	(B) DATE BEGAN	(C) AMORTIZABLE AMOUNT	(D) CODE SECTION	(E) PERIOD/ PERCENT	(F) AMORTIZATION THIS YEAR
SECTION 174 CAPITALIZATION (DOMESTIC)	07/01/22	5,686,997.	174	5	568,700.
SECTION 174 CAPITALIZATION (FOREIGN)	07/01/22	46,110.	174	15	1,537.
TOTAL TO FORM 4562, LINE 42					570,237.

Fill in this information to identify the case and this filing:

Debtor Name Recombinetics, Inc.

United States Bankruptcy Court for the: ______________ District of Delaware (State)

Case number (*If known*): ______________

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)

☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)

☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)

☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)

☐ *Schedule H: Codebtors* (Official Form 206H)

☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)

☐ Amended *Schedule* ____

☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)

☑ Other document that requires a declaration Consolidated Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/11/2024
MM / DD / YYYY

✘ /s/ Rocco Morelli
Signature of individual signing on behalf of debtor

Rocco Morelli
Printed name

Chief Executive Officer
Position or relationship to debtor