

SECURITIES AND EXCHANGE COMMISSION

FORM 10QSB

Optional form for quarterly and transition reports of small business issuers under section 13 or 15(d)

Filing Date: **2003-01-14** | Period of Report: **2002-11-30**
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([HTML Version](#) on secdatabase.com)

FILER

BURZYNSKI RESEARCH INSTITUTE INC

CIK: **724445** | IRS No.: **760136810** | State of Incorpor.: **DE** | Fiscal Year End: **0228**
Type: **10QSB** | Act: **34** | File No.: **000-23425** | Film No.: **03514017**
SIC: **2835** In vitro & in vivo diagnostic substances

Business Address
12000 RICHMOND AVE
HOUSTON TX 77082

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-QSB

OMB
APPROVAL
OMB Number: 3235-0416
Expires: April 30, 2003
Estimated average burden
hours per response: 32.00

(Mark One)

/X/ QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the quarterly period ending November 30, 2002

/ / TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 000-23425

BURZYNSKI RESEARCH INSTITUTE, INC.
(Exact name of small business issuer as specified in its charter)

DELAWARE 76-0136810
(State or other jurisdiction of (IRS Employer Identification No.)
incorporation or organization)

9432 OLD KATY ROAD, SUITE 200, HOUSTON, TEXAS 77055
(Address of principal executive offices)

(713) 335-5697
(Issuer's telephone number)

(Former name, former address, and former fiscal year, if changed since last
report)

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY
PROCEEDINGS DURING THE PRECEDING FIVE YEARS

Check whether the registrant filed all documents and reports required to be
filed by Section 12, 13 or 15(d) of the Exchange Act after the distribution of
securities under a plan confirmed by a court. Yes / / No / /

APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes of
common equity, as of the latest practicable date: As of May 14, 2002,
131,388,444 shares of the Registrant's Common Stock were outstanding.

Transitional Small Business Disclosure Format (Check one): Yes / / No /X/

BURZYNSKI RESEARCH INSTITUTE, INC.

FORM 10-QSB

TABLE OF CONTENTS

<Table>
<Caption>

| | PAGE NO. |
|---|----------|
| | ----- |
| <S> | <C> |
| PART I -- FINANCIAL INFORMATION..... | 3 |
| ITEM 1 MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION..... | 10 |
| ITEM 3 CONTROLS AND PROCEDURES..... | 12 |
| PART II - OTHER INFORMATION..... | 12 |
| ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K..... | 12 |

</Table>

2

<Page>

PART I -- FINANCIAL INFORMATION

CONDENSED BALANCE SHEETS
BURZYNSKI RESEARCH INSTITUTE, INC.

<Table>
<Caption>

| | November 30, 2002 | February 28, 2002 |
|---|----------------------|----------------------|
| | ----- | ----- |
| | (Unaudited) | |
| <S> | <C> | <C> |
| ASSETS | | |
| Current assets | | |
| Cash and cash equivalents | \$ 18,850 | \$ 22,585 |
| | ----- | ----- |
| TOTAL CURRENT ASSETS | 18,850 | 22,585 |
| Property and equipment, net of accumulated depreciation and amortization, and other assets | 68,071 | 69,252 |
| | ----- | ----- |
| TOTAL ASSETS | \$ 86,921 | \$ 91,837 |
| | ===== | ===== |

LIABILITIES AND STOCKHOLDERS' EQUITY

| | | |
|-------------------------------|-----------|-----------|
| Current liabilities | | |
| Accounts payable | \$ 32,134 | \$ 11,366 |
| Accrued liabilities | 54,977 | 46,470 |
| | ----- | ----- |
| CURRENT AND TOTAL LIABILITIES | 87,111 | 57,836 |
| | ----- | ----- |

COMMITMENTS AND CONTINGENCIES

| | | |
|--|--------------|--------------|
| Stockholders' equity | | |
| Common stock, \$.001 par value; 200,000,000 shares authorized, 131,388,444 issued and outstanding | 131,389 | 131,389 |
| Additional paid-in capital | 55,327,763 | 52,160,847 |
| Discount on common stock | (100) | (100) |
| Retained deficit | (55,459,242) | (52,258,135) |
| | ----- | ----- |
| TOTAL STOCKHOLDERS' EQUITY (DEFICIT) | (190) | 34,001 |
| | ----- | ----- |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ 86,921 | \$ 91,837 |
| | ===== | ===== |

</Table>

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS.

3

<Page>

CONDENSED STATEMENTS OF OPERATIONS
BURZYNSKI RESEARCH INSTITUTE, INC.
(UNAUDITED)

<Table>

<Caption>

| | THREE MONTHS ENDED | | NINE MONTHS ENDED | |
|---|----------------------|----------------------|----------------------|----------------------|
| | NOVEMBER 30, 2002 | NOVEMBER 30, 2001 | NOVEMBER 30, 2002 | NOVEMBER 30, 2001 |
| <S> | <C> | <C> | <C> | <C> |
| Revenue | | | | |
| Other income | \$ - | \$ - | \$ - | \$ 3,000 |
| Operating expenses | | | | |
| Research and development | 1,066,936 | 1,165,258 | 3,027,501 | 3,695,326 |
| General and administrative | 37,984 | 44,128 | 160,161 | 227,949 |
| Depreciation | 3,665 | 10,395 | 12,665 | 31,800 |
| Total operating expenses | 1,108,585 | 1,219,781 | 3,200,327 | 3,955,075 |
| Net (loss) before income tax | (1,108,585) | (1,219,781) | (3,200,327) | (3,952,075) |
| Provision for income tax | - | (135) | 780 | 248 |
| NET (LOSS) | \$ (1,108,585) | \$ (1,219,646) | \$ (3,201,107) | \$ (3,952,323) |
| Earnings per share information: | | | | |
| Basic and diluted (loss) per common share | \$ (0.0084) | \$ (0.0093) | \$ (0.0244) | \$ (0.0301) |
| Weighted average number of common shares outstanding | 131,388,444 | 131,388,444 | 131,388,444 | 131,388,444 |

</Table>

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS.

4

<Page>

STATEMENTS OF STOCKHOLDERS' DEFICIT
BURZYNSKI RESEARCH INSTITUTE, INC.
(UNAUDITED)

<Table>

<Caption>

| | COMMON STOCK | ADDITIONAL PAID-IN CAPITAL | DISCOUNT ON COMMON STOCK | RETAINED DEFICIT |
|----------------------------|-----------------|----------------------------------|--------------------------------|---------------------|
| <S> | <C> | <C> | <C> | <C> |
| Balance, February 28, 2002 | 131,389 | \$52,160,847 | \$ (100) | \$ (52,258,135) |
| Cash contributed by S.R. | | | | |

| | | | | |
|--|---------|--------------|----------|-----------------|
| Burzynski, M.D., Ph.D. | - | 502,000 | - | - |
| FDA clinical trial expenses paid directly by S.R. Burzynski, M.D., Ph.D. | - | 2,664,916 | - | - |
| Net loss | - | - | - | (3,201,107) |
| | ----- | ----- | ----- | ----- |
| Balance, November 30, 2002 | 131,389 | \$55,327,763 | \$ (100) | \$ (55,459,242) |
| | ===== | ===== | ===== | ===== |

</Table>

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS.

5

<Page>

STATEMENTS OF CASH FLOWS
BURZYNSKI RESEARCH INSTITUTE, INC.
(UNAUDITED)

<Table>
<Caption>

| | NINE MONTHS ENDED | |
|--|----------------------|----------------------|
| | NOVEMBER 30, 2002 | NOVEMBER 30, 2001 |
| | ----- | ----- |
| <S> | <C> | <C> |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Net (loss) | \$ (3,201,107) | \$ (3,952,323) |
| Adjustments to reconcile net income to net cash provided by operating activities: | | |
| Depreciation | 12,665 | 31,800 |
| FDA clinical trial expenses paid directly by S.R. Burzynski, M.D., Ph.D. | 2,664,916 | 3,395,646 |
| Decrease in other assets | - | 600 |
| Increase (decrease) | | |
| Accounts payable | 20,768 | (26,016) |
| Accrued liabilities | 8,507 | (30,761) |
| | ----- | ----- |
| NET CASH (USED BY) OPERATING ACTIVITIES | (494,251) | (581,054) |
| CASH FLOWS FROM INVESTMENT ACTIVITIES | | |
| Purchase of equipment | (11,484) | (475) |
| | ----- | ----- |
| NET CASH (USED BY) INVESTMENT ACTIVITIES | (11,484) | (475) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Payments on long-term debt and capital lease obligations | - | (757) |
| Additional paid-in capital | 502,000 | 579,000 |
| | ----- | ----- |
| NET CASH PROVIDED BY FINANCING ACTIVITIES | 502,000 | 578,243 |
| | ----- | ----- |
| NET (DECREASE) IN CASH | (3,735) | (3,286) |
| CASH AT BEGINNING OF PERIOD | 22,585 | 7,244 |
| | ----- | ----- |
| CASH AT END OF PERIOD | \$ 18,850 | \$ 3,958 |
| | ===== | ===== |

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NOTES TO CONDENSED FINANCIAL STATEMENTS
BURZYNSKI RESEARCH INSTITUTE, INC.

NOTE A. BASIS OF PRESENTATION

The financial statements of Burzynski Research Institute, Inc. (BRI or the Company), a Delaware corporation, include expenses incurred directly by S.R. Burzynski, M.D., Ph.D. (Dr. Burzynski) within his medical practice, related to the conduct of Federal Drug Administration (FDA) approved clinical trials for antineoplaston drugs used in the treatment of cancer. These expenses have been reported as research and development costs and as additional paid-in capital. Other funds received from Dr. Burzynski have also been reported as additional paid-in capital. Expenses related to Dr. Burzynski's medical practice (unrelated to the clinical trials) have not been included in these financial statements. Dr. Burzynski is the President, Chairman of the Board and owner of over 80% of the outstanding stock of Burzynski Research Institute, Inc., and also is the inventor and original patent holder of certain drug products known as "antineoplastons", which he has licensed to the Company.

The Company and Dr. Burzynski have entered various agreements which provide the Company the exclusive right in the United States, Canada and Mexico to use, manufacture, develop, sell, distribute, sublicense and otherwise exploit all the rights, titles and interest in antineoplaston drugs used in the treatment of cancer, once the drug is approved for sale by the FDA.

The Company is primarily engaged as a research and development facility of drugs currently being tested for the use in the treatment of cancer, and provides consulting services. The Company is currently conducting clinical trials on various antineoplastons in accordance with FDA regulations, however, at this time none of the antineoplaston drugs have received FDA approval; further, there can be no assurance of FDA approval will be granted.

The accompanying unaudited condensed financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information. Certain disclosures and information normally included in financial statements have been condensed or omitted. In the opinion of management of the Company, these financial statements contain all adjustments necessary for a fair presentation of financial position as of November 30, 2002 and February 28, 2002, and results of operations for the three months and nine months ended November 30, 2002 and 2001, and cash flows for the nine months ended November 30, 2002 and 2001. All such adjustments are of a normal recurring nature. The results of operations for interim periods are not necessarily indicative of the results to be expected for a full year. These statements should be read in conjunction with the financial statements and footnotes thereto included in the Company's Annual Report on Form 10-KSB for the year ended February 28, 2002.

<Page>

NOTES TO CONDENSED FINANCIAL STATEMENTS - CONTINUED
BURZYNSKI RESEARCH INSTITUTE, INC.

NOTE B. ECONOMIC DEPENDENCY

The Company has not generated significant revenues since its inception and has suffered losses from operations, has a working capital deficit and an

accumulated deficit. Dr. Burzynski has funded the capital and operational needs of the Company through his medical practice since inception, and has various agreements to continue such funding.

The Company is economically dependent on its funding through Dr. Burzynski's medical practice. A significant portion of Dr. Burzynski's patients are admitted and treated as part of the clinical trial programs which are regulated by the FDA. The FDA imposes numerous regulations and requirements regarding these patients and the Company is subject to inspection at any time by the FDA. These regulations are complex and subject to interpretation and though it is management's intention to comply fully with all such regulations, there is the risk that the Company is not in compliance and is thus subject to sanctions imposed by the FDA.

In addition, as with any medical practice, Dr. Burzynski is subject to potential claims by patients and other potential claimants commonly arising out of the operation of a medical practice. The risks associated with Dr. Burzynski's medical practice directly affect his ability to fund the operations of BRI.

It is also the intention of the directors and management to seek additional capital through the sale of securities. The proceeds from such sales will be used to fund the Company's operating deficit until it achieves positive operating cash flow. There can be no assurance that the Company will be able to raise such additional capital.

<Page>

NOTES TO CONDENSED FINANCIAL STATEMENTS - CONTINUED
BURZYNSKI RESEARCH INSTITUTE, INC.

NOTE C. INCOME TAXES

The actual provision for income tax for the three months ended differ from the amounts computed by applying the U.S. federal income tax rate of 34% to the pretax income as a result of the following:

<Table>
<Caption>

| | THREE MONTHS | |
|--|----------------------|----------------------|
| | NOVEMBER 30, 2002 | NOVEMBER 30, 2001 |
| <S> | <C> | <C> |
| Expected expense (benefit) | \$ (376,919) | \$ (414,726) |
| Nondeductible expenses and other adjustments | - | (656) |
| Taxed directly to Dr. Burzynski | 371,608 | 416,793 |
| Change in valuation allowance | 5,311 | (1,411) |
| State franchise tax on income | - | (135) |
| | ----- | ----- |
| Provision for income tax | \$ - | \$ (135) |
| | ===== | ===== |

</Table>

<Table>
<Caption>

| | NINE MONTHS | |
|--|----------------------|----------------------|
| | NOVEMBER 30, 2002 | NOVEMBER 30, 2001 |
| <S> | <C> | <C> |
| Expected expense (benefit) | \$ (1,088,111) | \$ (1,343,706) |
| Nondeductible expenses and other adjustments | - | (6,624) |
| Taxed directly to Dr. Burzynski | 1,076,751 | 1,342,726 |

| | | |
|-------------------------------|--------|--------|
| Change in valuation allowance | 11,360 | 7,604 |
| State franchise tax on income | 780 | 248 |
| | ----- | ----- |
| Provision for income tax | \$ 780 | \$ 248 |
| | ===== | ===== |

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ITEM 1 MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION.

The following is a discussion of the financial condition of the Company as of November 30, 2002, and the results of operations for the nine months ended November 30, 2002 and November 30, 2001. It should be read in conjunction with the financial statements and the notes thereto included elsewhere in this report. The following discussion contains forward-looking statements.

INTRODUCTION

The Company was incorporated under the laws of the State of Delaware in 1980 in order to engage in the research, production, marketing, promotion and sale of certain medical chemical compounds composed of growth-inhibiting peptides, amino acid derivatives and organic acids which are known under the trade name "Antineoplastons." The Company believes Antineoplastons are useful in the treatment of human cancer and is currently conducting Phase II clinical trials of Antineoplastons relating to the treatment of cancer. BRI has generated no significant revenue since its inception, and does not expect to generate any operating revenues until such time, if any, as Antineoplastons are approved for use and sale by the FDA. The Company's sole source of funding is Dr. Burzynski, who funds the Company's operations from his medical practice pursuant to certain agreements between Dr. Burzynski and the Company. Funds received by the Company from Dr. Burzynski are reported as additional paid-in capital to the Company.

The Company is primarily engaged as a research and development facility of drugs currently being tested for the use in the treatment of cancer, and provides consulting services. The Company is currently conducting approximately 72 FDA approved clinical trials. The Company holds the exclusive right in the United States, Canada and Mexico to use, manufacture, develop, sell, distribute, sublicense and otherwise exploit all the rights, titles and interest in Antineoplaston drugs used in the treatment and diagnosis of cancer, once the drug is approved for sale by the FDA.

RESULTS OF OPERATIONS

THREE MONTHS ENDED NOVEMBER 30, 2002 COMPARED TO THREE MONTHS ENDED NOVEMBER 30, 2001

Research and development costs were approximately \$1,067,000 and \$1,165,000 for the three months ended November 30, 2002 and 2001, respectively. The decrease of \$98,000, or 8%, was due to decreases in personnel cost of \$142,000 and consulting and quality control costs of \$23,000, which were partially offset by an increase in material costs of \$52,000, an increase in facility and equipment costs of \$9,000, and an increase in other research and development costs of \$6,000.

General and administrative expenses were approximately \$38,000 and \$44,000 for the three months ended November 30, 2002 and 2001, respectively. The decrease of \$6,000, or 14%, was due to a decrease in legal and professional fees of \$8,000, which was slightly offset by an increase in other general and administrative expenses of \$2,000.

The Company had net losses of approximately \$1,109,000 and \$1,220,000 for the three months ended November 30, 2002 and 2001, respectively. The decrease in the net loss from 2001 to 2002 is primarily due to a decrease in research and development costs resulting from the decreases in personnel costs and consulting and quality control costs and a decrease in general and administrative expenses resulting from decreases in professional fees.

NINE MONTHS ENDED NOVEMBER 30, 2002 COMPARED TO NINE MONTHS ENDED NOVEMBER

Research and development costs were approximately \$3,028,000 and \$3,695,000 for the nine months ended November 30, 2002 and 2001, respectively. The decrease of \$667,000, or 18%, was due to a decrease in personnel costs of \$277,000, a decrease in material costs of \$302,000, a decrease in facility and equipment costs of \$39,000 and a decrease in consulting and quality control costs of \$59,000, all of which were partially offset by an increase in other research and development costs of \$10,000.

10

<Page>

General and administrative expenses were approximately \$160,000 and \$228,000 for the nine months ended November 30, 2002 and 2001, respectively. The decrease of \$68,000, or 30%, was due to a decrease in legal and professional fees of \$70,000, which was slightly offset by an increase in other general and administrative expenses of \$2,000.

The Company had net losses of approximately \$3,201,000 and \$3,952,000 for the nine months ended November 30, 2002 and 2001, respectively. The decrease in the net loss from 2001 to 2002 is primarily due to a decrease in research and development costs related to decreases in personnel costs, material costs, and facility and equipment costs and a decrease in the general and administrative expenses due to decreases in professional fees. As of November 30, 2002, the Company had a total stockholders' deficit of \$190.

LIQUIDITY AND CAPITAL RESOURCES

The Company's operations have been funded entirely by Dr. Burzynski from funds generated from Dr. Burzynski's medical practice. Effective March 1, 1997, the Company entered into a Research Funding Agreement with Dr. Burzynski (the "Research Funding Agreement"), pursuant to which the Company agreed to undertake all scientific research in connection with the development of new or improved Antineoplastons for the treatment of cancer and Dr. Burzynski agreed to fund the Company's Antineoplaston research for that purpose. Under the Research Funding Agreement, the Company hires such personnel as is required to conduct Antineoplaston research, and Dr. Burzynski funds the Company's research expenses, including expenses to conduct the clinical trials. Dr. Burzynski also provides the Company laboratory and research space as needed to conduct the Company's research activities. The Research Funding Agreement also provides that Dr. Burzynski may fulfill his funding obligations in part by providing the Company such administrative support as is necessary for the Company to manage its business. Dr. Burzynski pays the full amount of the Company's monthly and annual budgeted expenses for the operation of the Company, together with other unanticipated but necessary expenses which the Company incurs. In the event the research results in the approval of any additional patents for the treatment of cancer, Dr. Burzynski shall own all such patents, but shall license to the Company the patents based on the same terms, conditions and limitations as is in the current license between Dr. Burzynski and the Company. Dr. Burzynski has unlimited and free access to all equipment which the Company owns, so long as such use does not conflict with the Company's use of such equipment, including without limitation, to all equipment used in the manufacturing of Antineoplastons used in the clinical trials. The amounts which Dr. Burzynski is obligated to pay under the agreement shall be reduced dollar for dollar by the following: (1) any income which the Company receives for services provided to other companies for research and/or development of other products, less such identifiable marginal or additional expenses necessary to produce such income, or (2) the net proceeds of any stock offering or private placement which the Company receives during the term of the agreement up to a maximum of \$1,000,000 in a given Company fiscal year.

Effective March 1, 2001, the Company and Dr. Burzynski extended the term of the Research Funding Agreement until March 1, 2002, with an automatic renewal for two additional one-year terms, unless one party notifies the other party at least ninety days prior to the expiration of the term of the agreement of its intention not to renew the agreement. Subject to the foregoing, the term of the Research Funding Agreement is currently extended until March 1, 2004.

The Research Funding Agreement automatically terminates in the event

that Dr. Burzynski owns less than fifty percent of the outstanding shares of the Company, or is removed as President and/or Chairman of the Board of the Company, unless Dr. Burzynski notifies the Company in writing of his intention to continue the agreement notwithstanding this automatic termination provision.

The Company estimates that it will spend an aggregate amount of approximately \$1,100,000 during the last quarter of the fiscal year ending February 28, 2003 and that it will spend approximately \$3,300,000 during the first three quarters of the fiscal year ending February 29, 2004. The Company estimates that ninety-five percent (95%) of these amounts will be spent on research and development and the continuance of FDA-approved clinical trials. While the Company anticipates that Dr. Burzynski will continue to fund the Company's research and FDA-related costs, there is no assurance that Dr. Burzynski will be able to continue to fund the Company's operations pursuant to the Research Funding Agreement or otherwise. However, because the net assets available to Dr. Burzynski from his personal assets and the assets of his medical practice currently exceed the Company's projected twelve-month funding requirements, the Company believes Dr. Burzynski will be financially able to fund the Company's

11

<Page>

operations at least through the third quarter of the fiscal year ending February 29, 2004. In addition, Dr. Burzynski's medical practice has successfully funded the Company's research activities over the last 18 years and, in 1997, his medical practice was expanded to include traditional cancer treatment options such as chemotherapy, immunotherapy and hormonal therapy in response to FDA requirements that cancer patients utilize more traditional cancer treatment options in order to be eligible to participate in the Company's Antineoplaston clinical trials. As a result of the expansion of Dr. Burzynski's medical practice, the financial condition of the medical practice has improved Dr. Burzynski's ability to fund the Company's operations.

The Company may be required to seek additional capital through equity or debt financing or the sale of assets until the Company's operating revenues are sufficient to cover operating costs and provide positive cash flow; however, there can be no assurance that the Company will be able to raise such additional capital on acceptable terms to the Company. In addition, there can be no assurance that the Company will ever achieve positive operating cash flow.

ITEM 3 CONTROLS AND PROCEDURES.

Within the 90 days prior to the date of this report, the Company carried out an evaluation, under the supervision and with the participation of the Company's management, of the effectiveness of the design and operation of the Company's disclosure controls and procedures. Based on that evaluation, the Company's management, including the principal executive and financial officer (who is the same person), concluded that the Company's disclosure controls and procedures were effective in timely alerting them to material information required to be included in periodic filings with the Securities and Exchange Commission. There have been no significant changes in the Company's internal controls or other factors that could significantly affect these internal controls subsequent to the date of evaluation above.

PART II - OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

<Table>

<Caption>

EXHIBITS

| <S> | <C> |
|-----|--|
| 3.1 | Certificate of Incorporation of the Company, as amended (incorporated by reference from Exhibit 3(i) - (iii) to Form 10-SB filed with the Securities and Exchange Commission on November 25, 1997 (File No. 000-23425)). |
| 3.2 | Amended Bylaws of the Company (incorporated by reference from |

Exhibit (3) (iv) to Form 10-SB filed with the Securities and Exchange Commission on November 25, 1997 (File No. 000-23425)).

- 4.1 Form of Certificate Representing Common Stock (incorporated by reference from Exhibit 4.1 to Form 10-KSB filed with the Securities and Exchange Commission on May 2, 2001 (File No. 000-23425)).
- 99.1 Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 filed herewith.
- 99.2 Certification pursuant to Rules 13a-14 and 15d-14 of the Securities Exchange Act of 1934, as amended, filed herewith.

</Table>

REPORTS ON FORM 8-K

None.

12

<Page>

SIGNATURES

In accordance with the requirements of the Exchange Act, the Registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BURZYNSKI RESEARCH INSTITUTE, INC.
(Registrant)

Date: January 14, 2003

By: /s/ Stanislaw R. Burzynski

Stanislaw R. Burzynski,
President, Secretary, Treasurer
(Chief Financial Officer) and
Chairman of the Board of
Directors

13

EXHIBIT 99.1

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350 (SECTION 906 OF
SARBANES-OXLEY ACT OF 2002)

Burzynski Research Institute, Inc.

In connection with the Quarterly Report of Burzynski Research Institute, Inc. (the "Company") on Form 10-QSB for the period ending November 30, 2002, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Stanislaw R. Burzynski, President, Secretary, and Treasurer (Chief Financial Officer) of the Company, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: January 14, 2003

/s/ Stanislaw R. Burzynski

Stanislaw R. Burzynski, President,
Secretary, Treasurer (Chief Financial
Officer), and Chairman of the Board
of Directors

EXHIBIT 99.2

CERTIFICATION OF PRINCIPAL EXECUTIVE AND FINANCIAL OFFICERS
PURSUANT TO RULES 13a-14 AND 15d-14
OF THE SECURITIES EXCHANGE ACT OF 1934

In connection with the Quarterly Report of Burzynski Research Institute, Inc. ("BRI") on Form 10-QSB for the period ending November 30, 2002, as filed with the Securities and Exchange Commission on the date hereof, I, Stanislaw R. Burzynski, President, Secretary, and Treasurer (Chief Financial Officer) of BRI, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of BRI.

2. Based on my knowledge, this quarterly report does not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report.

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of BRI as of, and for, the periods presented in this quarterly report.

4. I am the registrant's only certifying officer. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for BRI and have:

a. designed such disclosure controls and procedures to ensure that material information relating to BRI, including any consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b. evaluated the effectiveness of BRI's disclosure controls and procedure as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

c. presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date.

5. I am BRI's only certifying officer and I have disclosed, based on my most recent evaluation, to BRI's auditors and BRI's board of directors (or persons performing the equivalent functions):

a. all significant deficiencies in the design or operation of internal controls which could adversely affect BRI's ability to record, process, summarize and report financial data and have identified for BRI's auditors any material weaknesses in internal controls; and

b. any fraud, whether or not material, that involves management or other employees who have a significant role in BRI's internal controls; and

6. I am BRI's only certifying officer and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

/s/ Stanislaw R. Burzynski

Stanislaw R. Burzynski
President, Secretary,
Treasurer (Chief Financial Officer),
and Chairman of the Board of Directors

January 14, 2003