

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

FORM 12b-25

NOTIFICATION OF LATE FILING

(Check One):  Form 10-K  Form 20-F  Form 11-K  Form 10-Q  
 Form N-SAR  Form N-CSR

For Period Ended: March 31, 2024

- Transition Report on Form 10-K  
 Transition Report on Form 20-F  
 Transition Report on Form 11-K  
 Transition Report on Form 10-Q  
 Transition Report on Form N-SAR

For the Transition Period Ended:

*Read Instruction (on back page) Before Preparing Form. Please Print or Type.*

**Nothing in this form shall be construed to imply that the Commission  
has verified any information contained herein.**

If the notification relates to a portion of the filing checked above, identify the item(s) to which the notification relates:

**PART I - REGISTRANT INFORMATION**

**SUNSHINE BIOPHARMA, INC.**

Full name of Registrant

N/A

Former Name if Applicable

**1177 Avenue of the Americas, 5th Floor**

Address of Principal Executive Office (*Street and Number*)

**New York, NY 10036**

City, State and Zip Code

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## PART II - RULE 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate.)

- [X] (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense; The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR, or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject
- (b) quarterly report or transition report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

## PART III - NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, N-SAR, N-CSR, or the transition report portion thereof could not be filed within the prescribed time period.  
(Attach extra sheets if needed.)

As previously disclosed, the Company dismissed its independent auditor, BF Borgers CPA PC ("Borgers") on May 3, 2024, because Borgers is no longer permitted to appear or practice before the Securities and Exchange Commission, and on May 7, 2024, the Company retained a new independent auditor, who will need additional time to complete their review of the Company's financial statements.

## PART IV - OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification

Dr. Steve N. Slilaty  
(Name)

(332)  
(Area Code)

216-1177  
(Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s). Yes [X] No [ ]
- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof? Yes [X] No [ ]

If so: attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

The Company estimates that it incurred a net loss of approximately \$1.3 million for the three months ended March 31, 2024, compared to a net loss of approximately \$1.7 million for the three months ended March 31, 2023. The decrease in net loss is primarily due to increase in sales attributable to new product launches and expanded marketing and sales efforts.

**SUNSHINE BIOPHARMA, INC.**  
(Name of Registrant as Specified in Charter)

Has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: May 15, 2024

By: /s/ Dr. Steve N. Slilaty

Dr. Steve N. Slilaty  
Chief Executive Officer