

BION ENVIRONMENTAL TECHNOLOGIES INC
Form 10QSB/A
May 23, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 10-QSB/A
Amendment No. 1

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934 FOR THE QUARTERLY PERIOD ENDED March 31, 2002

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934 OR THE TRANSITION PERIOD FROM _____ TO _____

Commission file number 0-19333

Bion Environmental Technologies, Inc.

(Exact name of registrant as specified in its charter)

Colorado

84-1176672

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

18 East 50th Street 10th Floor N.Y., N.Y.

10022

(Address of principal executive offices)

(Zip Code)

(212) 758-6622

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act of
1934 during the preceding 12 months (or for such shorter period that the
registrant was required to file such reports), and (2) has been subject to
such filing requirements for the past 90 days. Yes No

The number of shares outstanding of registrant's classes of common stock, as
of May 14, 2002: Common Stock, No Par Value, 52,834,649. This includes
19,000,000 shares held by a majority-owned subsidiary of the registrant.

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

EXPLANATORY NOTE

This amendment is being filed to change the information concerning the number of shares outstanding on the cover page. No other changes are being made in this amendment.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this amendment to be signed on its behalf by the undersigned thereunder duly authorized.

Bion Environmental Technologies, Inc.

By: /s/ David Fuller

David Fuller, Authorized Officer and
Principal Accounting Officer

Dated: May 22, 2002