

# **ENERGTEK INC.**

1350 Avenue of the Americas, NY 10019

Tel + 1- 212-999-6202 · Fax + 1- 212-208-4344

energtekoffice@energtek.com · [www.Energtek.com](http://www.Energtek.com)

## Part A - General Company Information

**Item 1. Name of the issuer and its predecessor**

The name of the company is Energtek Inc. (the “Company”). The Company was incorporated under the laws of the state of Florida on November 18, 1998 under the name “Elderwatch Inc.” On September 20, 2006, Elderwatch, Inc. merged with and into the wholly-owned subsidiary, Energtek Inc., a Nevada corporation, which was formed for such purpose, thus effectively changing its state of incorporation from Florida to Nevada.

On November 13, 2016 the shareholders approved a change in the name of the Company, which is being submitted to the State of Nevada for approval.

NV Business ID: NV20061109018

EIN 42-1708652

**Item 2. Address of the issuer’s principal executive offices.**

1350 Avenue of the Americas, Suite 1200, NY 10019

Tel + 1- 212-999-6202

Fax + 1- 212-208-4344

Email: [energtekoffice@energtek.com](mailto:energtekoffice@energtek.com)

Website: [www.Energtek.com](http://www.Energtek.com)

IR Contact: Michael Greenfield

Tel + 1- 212-999-6202

Fax + 1- 212-208-4344

Email: [IR@Energtek.com](mailto:IR@Energtek.com)

Website: [www.Energtek.com](http://www.Energtek.com)

## Part B - Share Structure

**Item 3. Security Information.**

Trading Symbol: EGTK

Exact title and class of securities outstanding: Common Stock.

CUSIP No.: 29268F102

Par or Stated Value: \$0.001

Total Shares Authorized:

As of September 30, 2016: 750,000,000 shares of common stock with par value \$0.001 per share.

As of September 30, 2016: 5,000,000 shares of preferred stock with par value of \$0.001 per share, none of which is issued and outstanding.

Total Shares Outstanding:

377,486,271 Common Shares as of December 31, 2015

506,460,968 Common Shares as of September 30, 2016

As of September 30, 2016 there were 418,812,966 restricted shares and 87,648,002 non-restricted shares, out of which 57,933,974 were freely tradable.

All certificates for the restricted shares of Common Stock have a legend indicating that (1) the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

**TRANSFER AGENT**

Pacific Stock Transfer Company  
173 Keith Street, Suite 3  
Warrenton, Virginia 20186

Telephone: (571) 485-9999

Fax: (702) 433-1979

Pacific Stock Transfer Company is registered under the Exchange Act.

There are no restrictions on the transfer of our shares of common stock in the public float

There have been no trading suspension orders issued by the SEC in the past 12 months.

Item 4. Issuance History.

On January 9, 2014 the Company entered into two Bond Agreements with A. Goldstein for the amount of \$100,000 each bond, payable on December 30, 2016, carrying a 10% annual linear interest and convertible starting June 1, 2014 at a 20% discount from a three month weighted average price preceding the conversion notification.

During February 2014 the Company entered into five Bond Agreements for a cumulative amount of \$290,000, payable on December 30, 2016, carrying a 10% annual linear interest and convertible starting June 1, 2014 at a 20% discount from a three month weighted average price preceding the conversion notification.

On March 3, 2014, the Company raised an additional \$96,500 by selling to Yehonathan Arie. a total of 965,000 shares of the Company's common stock, and 400,000 warrants to purchase common stock, exercisable until December 31, 2015 with an exercise price of \$0.12. The shares were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. The purchaser represented to us that such

purchaser was not a United States person (as defined in Regulation S) and was not acquiring the shares for the account or benefit of a United States person. The purchaser further represented that at the time of the origination of contact concerning the subscription for the units and the date of the execution and delivery of the subscription agreement for such units, such purchaser was outside of the United States. We did not make any offers in the United States, and there were no selling efforts in the United States. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On March 27, 2014 the Board of the Company decided to provide compensation for the services provided during the third and fourth quarter of 2013, to those that have been providing services to the Company, without or with diminished salaries in the case of officers and employees and directors, without proper compensation in the case of consultants and ex-employees that continued supporting the Company. The compensation provided for the issuance of warrants as detailed herein below. The warrants issued are all exercisable until December 30, 2015, 3,910,000 warrants exercisable at \$0.06 per share, 1,615,000 warrants exercisable at \$0.08 per share and 2,430,000 warrants exercisable at \$0.14 per share, to be allocated as approved by the Board.

On March 28, 2014, following the warrant exercise plan above mentioned as of August 22, 2013, and confirmations received from a series of warrant holders the Company issued 7,025,498 restricted common shares to warrant holders.

On March 28, 2014, the Company raised an additional \$23,000 by the conversion by S. Zailer. of principal and interest of a loan granted to the Company in 2012, for a total of total of 407,470 shares of the Company's common stock. The shares were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. The purchaser represented to us that such purchaser was not a United States person (as defined in Regulation S) and was not acquiring the shares for the account or benefit of a United States person. The purchaser further represented that at the time of the origination of contact concerning the subscription for the units and the date of the execution and delivery of the subscription agreement for such units, such purchaser was outside of the United States. We did not make any offers in the United States, and there were no selling efforts in the United States. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On March 28, 2014, the Company raised an additional \$6,411 by selling to J. Shefet. a total of 64,110 shares of the Company's common stock. The shares were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. The purchaser represented to us that such purchaser was not a United States person (as defined in Regulation S) and was not acquiring the shares for the account or benefit of a United States person. The purchaser further represented that at the time of the origination of contact concerning the subscription for the units and the date of the execution and delivery of the subscription agreement for such units, such purchaser was outside of the United States. We did not make any offers in the United States, and there were no selling efforts in the United States. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On May 7, 2014, the Company raised additional \$300,000 by selling to one purchaser, A. Goldstein, a total of 3,750,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.08. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.12. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On June 11, 2014, the Company raised an additional \$80,000 by selling to EGFE Israel Ltd., a total of 1,000,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.08. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until June 30, 2016 at the price of \$0.12. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. The purchaser represented to us that such purchaser was not a United States person (as defined in Regulation S) and was not acquiring the shares for the account or benefit of a United States person. The purchaser further represented that at the time of the origination of contact concerning the subscription for the units and the date of the execution and delivery of the subscription agreement for such units, such purchaser was outside of the United States. We did not make any offers in the United States, and there were no selling efforts in the United States. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On June 23, 2014, the Company raised an additional \$142,690 by selling to EGFE Israel Ltd., a total of 1,783,625 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.08. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until June 30, 2016 at the price of \$0.12. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. The purchaser represented to us that such purchaser was not a United States person (as defined in Regulation S) and was not acquiring the shares for the account or benefit of a United States person. The purchaser further represented that at the time of the origination of contact concerning the subscription for the units and the date of the execution and delivery of the subscription agreement for such units, such purchaser was outside of the United States. We did not make any offers in the United States, and there were no selling efforts in the United States. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On June 24, 2014 the Board of the Company approved the issuance of 1,983,000 shares of common stock of the Company to A. Friedman, V.Shaltiel, M Greenfield and Z. Lahat for providing services to the Company. The shares were issued without registration. There were no underwriters or broker-dealers involved in the transaction.

On June 25, 2014, the Company raised additional \$60,000 by selling to two purchasers, Bensjill Family Trust and M. Stanoff Lewis, a total of 750,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.08. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.12. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On July 9, 2014, the Company raised additional \$45,500 by selling to three purchasers, BGL Investments, J. Balencic and T.M. Cruikshank, a total of 568,750 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.08. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.12. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On August 3, 2014 the Board of the Company decided to provide compensation for services provided during the first quarter of 2014, to those that have been providing services to the Company, without or with diminished salaries in the case of officers and employees and directors, without proper compensation in the case of consultants and ex-employees that continued supporting the Company. The compensation provided for the issuance of warrants as detailed herein below and issuance of shares issued without registration, 300,000 to Lev Zaidenberg, director of the Company, 300,000 to Michael Greenfield, Treasurer of the Company, and 300,000 to International Executive Consulting SPRL, that among others provides to the Company the services of the Mr. Zaidenberg (Mr. Zaidenberg holds a nomination as director of International Executive Consulting SPRL). The warrants issued are all exercisable until June 30, 2016, 1,420,000 warrants exercisable at \$0.08 per share, 420,000 warrants exercisable at \$0.11 per share and 895,000 warrants exercisable at \$0.14 per share, to be allocated as approved by the Board.

On August 12, 2014, the Company raised an additional \$217,451 by selling to S. Zailer., a total of 3,045,532 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.0714. Each unit was composed by one restricted share of common stock. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. The purchaser represented to us that such purchaser was not a United States person (as defined in Regulation S) and was not acquiring the shares for the account or benefit of a United States person. The purchaser further represented that at the time of the origination of contact concerning the subscription for the units and the date of the execution and delivery of the subscription agreement for such units, such purchaser was outside of the United States. We did not make any offers in the United States, and there were no selling efforts in the United States. There were no underwriters or broker-dealers

involved in the private placement and no underwriting discounts.

On August 12, 2014 the Board of the Company approved the issuance of 125,000 shares of common stock to Illuminado Partners for providing services to the Company. The shares were issued without registration. In addition there is a decision pending resolution to further issue shares and/or warrants to the same. There were no underwriters or broker-dealers involved in the transaction.

On August 12, 2014 the Board of the Company approved the issuance of 781,770 shares of common stock to A. Friedman, E. Khaskelberg, Ten West Holdings and Z. Lahat for providing services to the Company. The shares were issued without registration. There were no underwriters or broker-dealers involved in the transaction.

On August 29, 2014 the Company approved the issuance of 725,000 shares of common stock to V. Shaltiel as reimbursement for payments made on behalf of the company and 150,000 shares of common stock to the same for providing services to the Company. The shares were issued without registration. There were no underwriters or broker-dealers involved in the transaction.

On October 1, 2014, the Company issued 500,000 shares of common stock to A. Friedman according to the agreement signed with him by the Company. The shares were issued without registration. There were no underwriters or broker-dealers involved in the transaction.

On October 23, 2014, the Company raised additional \$396,000 by selling to C. Chizic , a total of 100,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$3.96. Each unit was composed by thirty three restricted shares of common stock and 10 warrants, each warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.18. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On October 31, 2014, the Company raised additional \$50,000 by selling to the Bialo Family Trust, a total of 500,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.15. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On November 25, 2014 the Company approved the issuance of 450,000 shares of common stock to Illuminado for providing services to the Company. The shares were issued without registration. There were no underwriters or broker-dealers involved in the transaction.

On November 25, 2014, the Company raised additional \$10,000 by selling to David Wise a total of 100,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.15. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On November 25, 2014, the Company raised additional \$320,000 by selling to Andrelco Limited and Goldmere Limited a total of 4,000,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.08. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.12. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On November 28, 2014, the Company raised additional \$30,000 by selling to J. Richard & Iris L. Alter Trust and Robert Adler a total of 300,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2015 at the price of \$0.15. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On November 28, 2014, the Company raised additional \$150,000 by selling to Simon Stolerio a total of 1,500,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2016 at the price of \$0.18. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On December 9, 2014, the Company raised additional \$208,333 by the conversion by Aaron Goldstein of a loan granted to the Company, for a total of 1,819,680 shares of common stock. The shares were issued without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.



On December 9, 2014, the Company raised additional \$250,000 by selling to Aaron Goldstein a total of 2,500,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2017 at the price of \$0.18. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts; a commission was paid in shares/warrants for the transaction.

On December 31, 2014 the Board of the Company decided to provide compensation for services provided during the second, third and fourth quarter of 2014, to those that have been providing services to the Company, without or with diminished salaries in the case of officers and employees and directors, without proper compensation in the case of consultants and ex-employees that continued supporting the Company. The compensation provided for the issuance of warrants as detailed herein below and issuance of shares issued without registration, 600,000 to Lev Zaidenberg, director of the Company, 900,000 to Michael Greenfield, Treasurer of the Company, and 780,000 to International Executive Consulting SPRL, that among others provides to the Company the services of the Mr. Zaidenberg (Mr. Zaidenberg holds a nomination as director of International Executive Consulting SPRL). The warrants issued are all exercisable until December 31, 2016 , 4,420,000 warrants exercisable at \$0.08 per share, 2,875,000 warrants exercisable at \$0.11 per share and 2,305,000 warrants exercisable at \$0.14 per share, to be allocated as approved by the Board.

On April 2, 2015, the Company raised additional \$55,000 by selling to V Burling and K Carns a total of 611,112 common shares of the Company's securities. The purchase price paid to the Company for each common share was \$0.09. . The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On April 6, 2015, the Company raised additional \$110,000 by selling to J. Moadeb and S. Jenkala a total of 1,375,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.08. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2016 at the price of \$0.16. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

From April 6, 2015, to April 27, 2015, the Company raised additional \$150,000 by selling to A. Lazarovich a total of 1,500,000 units of the Company's securities. The purchase price paid to the Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2016 at the price of \$0.18. The units

were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On May 15, 2015, the Company asked to issue to Haim Aviv the amount of 50,000 restricted common shares as correction to a typo mistake of the previous transfer agent of the Company in the issuance of shares to Haim Aviv on December 20, 2013, following the warrant exercise plan above mentioned as of August 22, 2013,

On May 31, 2015 the Board of the Company decided to provide compensation for services provided during the first quarter of 2015, to those that have been providing services to the Company, without or with diminished salaries in the case of officers and employees and directors, without proper compensation or as agreed compensation in the case of consultants and providers of services. The compensation provided for the issuance of warrants as detailed herein below and issuance of shares issued without registration, 500,000 to Balencic Creative Group LLC, 500,000 to Jonathan Greenfield, 620,425 to Z. Lahat, 400,000 to Lev Zaidenberg, director of the Company, 300,000 to Michael Greenfield, Treasurer of the Company, and 300,000 to International Executive Consulting SPRL, that among others provides to the Company the services of the Mr. Zaidenberg (Mr. Zaidenberg holds a nomination as director of International Executive Consulting SPRL). The warrants issued are all exercisable until June 30, 2017 , 1,685,000 warrants exercisable at \$0.08 per share, 1,650,000 warrants exercisable at \$0.09 per share and 942,500 warrants exercisable at \$0.14 per share, to be allocated as approved by the Board.

From June 4, 2015, to June 15, 2015, the Company raised additional \$57,863 by selling Company's securities to K. Alter and J. Shulman (in the case of Shulman conversion of loan). For \$5,000, 50,000 units, reflecting a price of \$0.10 per unit, composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2016 at the price of \$0.15, were granted. For \$52,863, resulting from the conversion of a bond issued by the Company, 528,630 units, reflecting a price of \$0.10 per unit, composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 30, 2016 at the price of \$0.10, were granted. The units were offered and sold without registration pursuant to a placement held under Regulation D promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On June 24, 2015 the Board of the Company approved to provide compensation and bonus for fund raisings for the Company, through issuance of shares issued without registration, 2,500,000 to A. Goldberg-Orner and 2,500,000 to Michael Greenfield, Treasurer of the Company. In addition in the same day the Company raised additional \$600,000 by selling to Black Velvet Ltd a total of 6,000,000 units of the Company's securities. This sale took place in the context of a transaction in which the Company purchased from Black Velvet Ltd 49% of the shares of Energtek Products Ltd. The payment in cash for the shares of Energtek Products Ltd was \$600,000. (this transaction is described in more details in the description of the activities related to Energtek Products Ltd.). The purchase price paid to the

Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until June 30, 2017 at the price of \$0.10. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On July 14, 2015, the Company raised additional \$70,000 by selling to G. A. Pirie a total of 700,000 units of the Company's securities. The investment took place through the conversion of a loan granted to the Company. The purchase price paid to the Company for each unit was \$0.10. Each unit was composed by one restricted share of common stock and a warrant for one share of common stock exercisable until December 31, 2016 at the price of \$0.10. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On July 23, 2015 the Board of the Company decided to provide compensation for services provided during the second quarter of 2015 and partial compensation for the third quarter of 2015, to those that have been providing services to the Company, without or with diminished salaries in the case of officers and employees and directors, without proper compensation or as agreed compensation in the case of consultants and providers of services. The compensation provided for the issuance of warrants as detailed herein below and issuance of shares issued without registration, 890,000 to Michael Greenfield, Treasurer of the Company, 400,000 to Lev Zaidenberg, director of the Company and 300,000 to International Executive Consulting SPRL, that among others provides to the Company the services of the Mr. Zaidenberg (Mr. Zaidenberg holds a nomination as director of International Executive Consulting SPRL). The warrants issued are all exercisable until December 31, 2017, 3,620,000 warrants exercisable at \$0.08 per share, and 885,000 warrants exercisable at \$0.13 per share, to be allocated as approved by the Board.

On July 23, 2015, the Company raised additional \$275,000 by selling to EGFE Israel Ltd a total of 3,180,000 restricted shares of the Company's common stock and 2,750,000 warrants for one share of common stock exercisable until December 31, 2017 at the price of \$0.10. The units were offered and sold without registration pursuant to a placement held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts.

On October 14, 2015 the Board of the Company approved to provide compensation to a series of directors, officers and employees for periods related to the years 2010 - 2015. The Board decided that the compensation shall be given either in the form of debt towards the grantees, or in the form of shares, one share per \$0.07 of compensation or in the form of warrants, one warrant per each \$0.05 of debt, exercisable at the price of \$0.07 per share until December 31, 2018. . The grantees were asked to inform about their preferences until October 31, 2015. The Board decided that for those electing shares or warrants, the issued shares and the shares underlying the warrants shall enjoy piggyback registration rights. Later on the decision was changed to compensation in shares only according to the decision of

the board (see November 12, below).

On November 8 and November 9, 2015, the Company raised additional \$550,000 by selling to two investors, A. Goldberg Orner and Richland Management Co Ltd a total of 8,571,428 restricted shares of the Company's common stock and 3,571,428 warrants for one share of common stock exercisable until December 31, 2017 at the price of \$0.07 per share, 5,000,000 warrants exercisable at \$0.06 per share until November 5, 2018 and 5,000,000 warrants exercisable at \$0.09 per share until November 5, 2020. The units were offered and sold without registration pursuant to placements held under Regulation S promulgated under the Securities Act of 1933, as amended. There were no underwriters or broker-dealers involved in the private placement and no underwriting discounts. a commission was paid for the transaction

On November 12, 2015, The Board of Directors approved the issuance of 250,000 shares to Illuminado Partners as compensation for services to be provided by Illuminado Partners; these shares were issued in March 2016 (see below). The Board also approved the issuance of 2,000,000 warrants exercisable at \$0.07 per share until October 27, 2020 to ProActive Capital Resources Group LLC, dba PCG Advisory Group for services to be provided to the Company; these warrants have not yet been issued. Following the replies received from directors, officers and employees to the Board decision of October 14, 2015, the Board approved the issuance of 70,646,758 compensation shares. The Board also approved the issuance to Lampert Debt Advisors of 2,200,000 warrants exercisable at \$0.06 per share until November 12, 2020; these warrants were cancelled in March 2016 (see below).

On November 16, 2015, the Company raised additional \$250,000 by selling to A. Mordowitz a total of 4,162,070 restricted shares of the Company's common stock and 1,000,000 warrants for one share of common stock exercisable until September 30, 2018 at the price of \$0.10 per share, 1,000,000 warrants exercisable at \$0.15 per share until September 30, 2018 and 2,000,000 warrants exercisable at \$0.20 per share until September 30, 2018. The units were offered and sold without registration pursuant to placements held under Regulation D promulgated under the Securities Act of 1933, as amended. A commission of 10% was paid in cash .

On November 18, 2015, the Board approved terms for an agreement with Marco Holdings LLC ("MHL"), according to which, in exchange for a series of commitments of MHL regarding funding, organization and operations of the Company, (i) Company is issuing 70,000,000 shares of common stock and warrants to purchase 64,000,000 shares of common stock with an exercise price of \$0.06 per share until July 31, 2018, warrants to purchase 64,000,000 shares of common stock with an exercise price of \$0.06 per share until December 31, 2019, and warrants to purchase 32,000,000 shares of common stock with an exercise price of \$0.06 per share until December 31, 2022; and (ii) In the event that the Company has not raised an aggregate of \$5,000,000 on or before July 1, 2018, then upon notification by the Company to MHL, the Company shall have a right to purchase the Shares and Warrants from MHL for a purchase price of \$200,000. Marco Holdings LLC is a company owned by Marshall Cogan, director of the Company and recently nominated Treasurer.

On November 24, 2015, the Company raised additional \$200,000 by selling to Drei M in Kreis Trust a total of 3,333,334 restricted shares of the Company's common stock and 1,000,000 warrants for one share of common stock exercisable until December 31, 2018 at the price of \$0.10 per share and 1,000,000 warrants exercisable at \$0.15 per share until December 31, 2018. The units were offered and sold without registration pursuant to placements held under Regulation D promulgated under the Securities Act of 1933, as amended. Regarding commissions paid, please see the description above regarding November 8, 2015.

On December 8, 2015 the Board of the Company decided to provide compensation for services provided during the third quarter and the fourth quarter of 2015, to those that have been providing services to the Company, without or with diminished salaries in the case of officers and employees and directors, without proper compensation or as agreed compensation in the case of consultants and providers of services. The compensation provided for the issuance of 1,200,000 warrants exercisable at \$0.06 per share, and 200,000 warrants exercisable at \$0.12 per share. all of which are exercisable until December 31, 2017, allocated as approved by the Board.

On December 17, 2015, as per a service agreement approved by the Board of Directors, the Company issued to Holly Rollers Kosher Carts LLC 3,000,000 warrants exercisable at \$0.10 per share, 3,000,000 warrants exercisable at \$0.15 per share, and 3,000,000 warrants exercisable at \$0.20 per share, all of which are exercisable until December 31, 2018.

On December 24, 2015, the Board of the Company approved a nine months extension of the period for repayment of loans provided for warrant exercise. On the same day it approved the extension until June 30, 2016 of all the warrants expiring until December 31, 2015.

On March 10, 2016, in agreement with Lampert Debt Advisors, 2,200,000 warrants issued on November 12, 2016 (see above) were cancelled.

On March 11, 2016 took place the issuance of 250,000 shares to Illuminado Partners as compensation for services to be provided by Illuminado Partners, approved by the Board on November 12, 2015 (see above).

On April 5, 2016 the Board approved the issuance of 1,300,000 warrants exercisable at \$0.03 per share, exercisable until December 31, 2018, allocated as approved by the Board.

On June 19, 2016 the Company raised additional \$300,000 by selling to M. Greenfield a total of 5,000,000 restricted shares of the Company's common stock. The units were offered and sold without registration pursuant to placements held under Regulation D promulgated under the Securities Act of 1933, as amended. Due to technical issues the shares were not yet issued as of August 16, 2016

On June 20, 2016 the Board approved the allocation of 5,170,000 to be issued for services provided to the Company, the issuance of 25,765,000 shares that the CEO of the Company is authorized to issue upon the acceptance of officers and

employees to cancel similar amounts issued in the past as a result of conversion of warrants, and the issuance of 9,580,000 warrants exercisable at \$0.03 until December 31, 2018, allocated as approved by the Board. Until August 16, 2016, 5,000,000 shares and 1,580,000 warrants were issued.

On July 19, 2016, the Board approved issuing a note for \$1,000,000, convertible to common shares of the Company, and including the issuance of 3,000,000 warrants convertible at \$0.07 per share during five years. The loan was provided by an affiliate of the Company, guaranteed with Company's assets (the property in Swanton and the intellectual property). The loan is convertible at a 20% discount on the closing price of a private placement that the Company is pursuing (see below in Item 6.A ). The warrants were foregone on August 30, 2016 (see below).

On August 4, 2016, the Board approved the issuance of 3,000,000 warrants, exercisable at the closing price of a private placement that the Company is pursuing, until September 30, 2021, and to cancel the approval for 3,000,000 warrants out of the warrants approved on June 20, 2016.

During August 2016 the Company entered into one Bond Agreement for the amount of \$100,000, payable on or until January 31, 2018, carrying a 6% annual linear interest and convertible starting March 1, 2017 at a 20% discount from a three month weighted average price preceding the conversion notification. A closing of a private placement offering as defined in the Bond Agreement would trigger automatic conversion at 20% discount from the price of the offering. Together with each share the Company shall issue one warrant exercisable during 24 months at the price of the offering and one warrant exercisable for 30 months at 125% of the price of the offering.

On August 28, 2016, the Board approved a change in the terms of the agreement with Marco Holdings LLC, as a result of which 110,000,000 warrants granted to MHL were cancelled, and 70,000,000 shares were granted, which the Company can purchase back if \$40,000,000 are not raised until July 1, 2018.

On the same day, the Board authorized the cancellation of 11,000,000 warrants, following an offer by Mr. Krill, Mr. Cogan, Mr. Zaidenberg and Mr. Berezowsky to cancel their warrants. The Board also authorized contacting other officers and employees for reducing the number of warrants by the Company

On the same day, the Board authorized to issue 2,000,000 warrants (800,000 to Dominick and Dickerman, 600,000 to D. Kobayashi, and 600,000 S. Spence) exercisable at \$0.03, until December 31, 2020, in lieu of 2,000,000 shares authorized on June 20, 2016.

On the same day the Board authorized the conversion of 600,000 warrants held by I. Primorac to 160,000 shares.

On August 30, 2016 the Company cancelled 20,552,500 warrants following the agreements provided by the warrant holders (including the 11,00,000 warrants above mentioned on August 28).

On September 9, 2016, the Board authorized the issuance of 32,490,000 common

shares to a group of officers, directors and employees of the Company and its subsidiaries.

On September 9, 2016, the Company entered into one Bond Agreement for the amount of \$300,000, payable on or until September 9, 2019, carrying a 12% annual linear interest payable at maturity. The bond is convertible following a private offering performed through an investment banker, at a 15% discount from the price set at the offering. Together with each share the Company shall issue one warrant exercisable during 36 months at 130% of the price of the offering. For these funds the Company paid a brokers fee which included the issuance of 1,200,000 warrants, each one exercisable for a common share, at the price of \$0.15 until September 30, 2019.

On September 21, 2016, the Company entered into one Bond Agreement for the amount of \$200,000, payable on or until September 21, 2019, carrying a 12% annual linear interest payable at maturity. The bond is convertible following a private offering performed through an investment banker, at a 15% discount from the price set at the offering. Together with each share the Company shall issue one warrant exercisable during 36 months at 130% of the price of the offering.. For these funds the Company paid a brokers fee which included the issuance of 800,000 warrants, each one exercisable for a common share, at the price of \$0.15 until September 30, 2019.

On October 5, 2016 the Board approved the conversion of 15,530,000 warrants held by providers of services to the Company, into 7,064,700 common shares.

On October 6, 2016, the Company entered into one Bond Agreement for the amount of \$200,000, payable on or until October 6, 2019, carrying a 12% annual linear interest payable at maturity. The bond is convertible following a private offering performed through an investment banker, at a 15% discount from the price set at the offering. Together with each share the Company shall issue one warrant exercisable during 36 months at 130% of the price of the offering.. For these funds the Company paid a brokers fee which included the issuance of 800,000 warrants, each one exercisable for a common share, at the price of \$0.15 until September 30, 2019.

On November 13, 2016, shareholders have authorized the Board of the Company to implement a reverse split, not to exceed the 600 to 1 ration. The date of implementation is to be decided by the Board.

All the certificates evidencing the shares issued above contained a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

## Part C – Financial Statements

### Item 5 Financial Statements

The Financial Statements were filed on OTCIQ on November 21, 2016. Included in the Financial Statements are the following:

1. Consolidated Balance Sheet (unaudited)	Posted on OTCIQ on November 21, 2016, and incorporated herein by reference
2. Consolidated Statements of Comprehensive Income (unaudited)	Posted on OTCIQ on November 21, 2016, and incorporated herein by reference
3. Consolidated Statements of Cash Flows (unaudited)	Posted on OTCIQ on November 21, 2016, and incorporated herein by reference
4. Consolidated Statements of Stockholders' Equity (unaudited)	Posted on OTCIQ on November 21, 2016, and incorporated herein by reference

The financial statements filed on November 21, 2016, include financial information that has been updated as a result of the audit taking place for previous periods. The audited reports to be disclosed shall properly incorporate this data.

## Part D – Business Information

### Item 6. Business Information. Products and Services

#### **Forward-Looking Statements**

This Report contains forward-looking statements. Any statements contained in this Report that are not statements of historical fact may be deemed to be forward-looking statements. You can identify forward-looking statements as those that are not historical in nature, particularly those that use terminology such as “may,” “will,” “should,” “expects,” “anticipates,” “contemplates,” “estimates,” “believes,” “plans,” “projects,” “predicts,” “potential,” or “continue” or the negative of these similar terms. In evaluating these forward-looking statements, you should consider various factors, including the following: (a) those risks and uncertainties related to general economic conditions, (b) whether we are able to manage our planned growth efficiently and operate profitably, (c) whether we are able to generate sufficient revenues or obtain financing to sustain and grow our operations, (d) whether we are able to successfully fulfill our primary requirements for cash. The Company’s actual results may differ significantly from the results projected in the forward-looking statements. The Company assumes no obligation to update forward-looking statements, except as otherwise required under the applicable federal securities laws.



## A. Business Operations

We decided in 2006 to engage in the field of clean energy technologies with an emphasis on Natural Gas transportation and Natural Gas Vehicles ("NGV"), fields in which the company is active until now.

The Company enables the transport of Natural Gas. The Company has made special technology developments for semitrailers at different pressures, both in the 2900 PSI - 3650 PSI range (200 - 250 bars) and in the 1000 PSI – 1600 PSI range (70 bars – 110 bars ).

The Company also enables the conversion of vehicles, especially two and three wheelers, into natural gas powered vehicles, allowing this much cleaner and cheaper fuel to replace other more expensive and environmentally damaging fuel sources.

The Company has also developed expertise in the conversion of industrial facilities to the use of natural gas.

Following the financial crisis at end of 2008 the Company operated under stringent financial budgets, addressed to develop the activities of the Company and to create value towards future fund-raising processes. Following the changes in the market conditions, that abruptly reflected on the financial markets starting September 2008, the Board and the management of the Company implemented a program (the "Streamlining Plan") aimed to focus on continuous marketing activities for the products of the Company in the most advanced opportunities, while delaying or stopping activities in other operational fronts, significantly reducing the current expenses of the Company. The Company was deeply affected by the crisis and the impossibility to receive the investments that were expected in the last quarter of 2008. On December 15, 2008, the Company filed a Form 15 pursuant to Rule 12g-4(a)(1) to have its securities deregistered with the Securities and Exchange Commission which resulted in the delisting of its securities from the OTC Bulletin Board. The lack of these funds significantly affected the Company's performance, as reflected in its financial reports. Since then the Company was able to raise funds, in amounts that enabled the performance of the present activities.

During the first quarter of 2016, the Company entered into a significant shift towards concentrating in the activities to be developed in the United States. Within this policy, the Board decided in February 2016, in coordination with the partners in the relevant subsidiaries to disengage from the activities related to the subsidiary in Bosnia and Herzegovina ("**B&H**"). In view of the decision to sell the activities related to B&H the financial reports were prepared on the basis of assets held for sale.

Following the decision, the management of the Company and of the subsidiary in B&H have taken active steps to sell the activities in B&H. Towards such a sale the Company signed in March 2016 a conditional agreement to sell its participation in Energtek AL LLC, the subsidiary holding the activities in B&H. As part of this transaction, a few days before the signing of the agreement for selling the membership in Energtek AL LLC, this last company entered into a conditional redemption agreement with an entity that held 2.5% of the membership. The implementation of these agreements has suffered delays due to a sudden reduction in the consumption of natural gas by the client of the subsidiary in B&H that started at the beginning of the second quarter of 2016 and was in place since then.

The sale was completed during the third quarter of 2016..

Following the decision to shift the activities into the USA, the Company has been focusing on financing for implementing the commercial activities in the United States. To this end the Company is working with investment banking entities for the performance of placements that will enable the Company to significantly increase its activities and achieve penetration in the energy supply markets.

In September 2016 the Company entered into an agreement for purchase and merge into a subsidiary of HOP Energy Holdings, Inc. ("HOP") pursuant to which Energtek will acquire HOP for a cash purchase price of \$65 million dollars. HOP is among the largest full service energy companies in the Northeast, serving about 80,000 commercial and residential customers, and presents an enviable platform from which Energtek plans to deploy its leading mobile natural gas technology in order to further its strategic goal of making natural gas available to previously unserved areas at affordable prices.

The Company is presently working on a financing that would enable the completion fo the purchase and the building the infrastructure and launching the activities in Vermont, and on an enlarged financing that should enable the Company to start activities in additional regions in the United States as well as to engage in additional partial or full acquisitions of players in the market.

The activities of the Company in the third fiscal quarter of 2016 have been centered mainly on the above mentioned goals.

#### Development Activities.

In the market of bulk distribution, in previous years we completed the design and production of semitrailers based on our proprietary design, and we have developed additional systems for delivery to small and medium size consumers, commercial and residential. We expect with these systems to achieve competitive advantages in gas transportation and delivery to small and medium size customers.

In the market of small end users, in the past we finalized the accreditation process in Philippines as an accredited participant in Re-powering, retrofitting and conversion of Natural Gas powered vehicles under the Natural Gas Vehicle Program for Power Transport. We have also converted several three-wheelers to run on Natural Gas in the context of the accreditation process.

During the third quarter of 2016 development activities were of limited nature.

#### Commercial Activities.

In the past years our main commercial activities were in B&H. In the first three quarters of 2016 as a result of the decision of the Company to concentrate the activities in the United States, and the later developments in B&H (see Business Activities above) there has been a significant decrease in commercial activities. In the third quarter of 2016 the Company completed the sale of the commercial activities in B&H.

As a result of lack of revenue creating activities in Israel, the Company decided to perform a substantial reduction of the activities performed there by our subsidiary Energek Products Ltd ("EnProd"). On May 25, 2016, the Board of Enprod decided to transfer its minority holding in Gatal (Natural Gas for Israel) Ltd. ("GATAL"), dissociate from the same. The transfer was completed in the third quarter

The main business development activities of the Company during the third quarter of 2016 have taken place in the United States. The management of the Company, was centered in creating the means for developing the natural gas distribution activities, both in Vermont area and in other areas in the United States. As part of this plan the Company entered into the agreement for purchase of HOP as described above.

The management concentrated in attaining the financial means for the implementation of the commercial activities in the United States as well as pursuing different ways of cooperation with players in the relevant markets.

As reported, our subsidiary has signed a Memorandum of Understanding with Vermont Gas, a Vermont corporation, for the provision of natural gas and for the design, engineering, construction, and commissioning of a metering station and lateral pipe that will connect to the filling station. It has undergone all the stages for purchasing land in the area of Swanton, Vermont, in order to establish a filling station. The purchase of the land was completed in Q1-2015. It has prepared the

engineering plans for the filling station and it has obtained all the permits required for building it (a time consuming process). It has contacted several potential customers, signing with part of them letters of interest. It has established the required infrastructure for starting the construction of the filling station and ordering the equipment required for the operations.

As of September 30, 2016 we had the following subsidiaries:

- a. Energtek USA, Inc. (100% owned) incorporated on February 4, 2014 in the state of Delaware.
  - i. Energtek North Country, Inc. (100% owned) incorporated on February 4, 2014 in the state of Delaware.
- b. Angstore Technologies Ltd. (100% owned) a company organized under the laws of the State of Israel on May 25, 2003
- c. Energtek Products, Ltd. (100% owned) a company organized under the laws of the State of Israel on September 3, 2006;

We intend in the future to acquire or establish additional subsidiaries in selected countries and regions, in order to sustain our business activities

The Company reported until the end of 2013 as a Development Stage company. Starting January 2014 the Company is no longer reporting as such.

#### B. Date and State of Incorporation

Please refer to the information appearing in Item 1 above.

#### C. SIC Codes

The Company's SIC Code is: 4924 - Natural Gas Distribution

#### D. Fiscal Year End Date

Our fiscal year end is December 31st of each year.

#### E. Principal Products/Services and their markets

The company leverages on its technologies in order to sell natural gas to end customers, industrial, commercial and residential customers for bulk transportation applications and private customers in the case of products from small quantities (three wheelers and motorcycles).

In the last years the company has been focused in bulk supply.  
We sell natural gas to industrial/commercial customers that are not connected to

natural gas pipelines. We sell the natural gas at the customer's facilities. We take care of all the supply activities. We purchase the natural gas, take care of the filling of the transporting semitrailers, organize the transport and deliver the natural gas to the customer's facilities.

Not only we sell to our customers the natural gas at competitive prices compared with alternative fuels, but also we provide to the customers full solutions for the conversion, if and when needed, of their facilities in order to enable the use of natural gas. As above stated, we have developed technologies and knowhow that we incorporate to our supply activities

Our markets for the bulk supply are wherever there are significant customers not connected to the pipeline. In the United States we have identified several target areas in addition to Vermont.

## **Facilities**

Facilities that the Company has used during the third quarter of 2016 and afterwards:

1. Filling Plant Reljevo, Bosnia and Herzegovina

This was the main facility owned by the Company, through its subsidiary Energtek Herz d.o.o., and it includes all the equipment of the filling station. The filling station itself is property of the Company and is located inside a real estate property of BH Gas d.o.o., the governmental owned sole natural gas transmission provider in Bosnia and Herzegovina, and the biggest gas carrier in that country. There is no rent payment for the filling station.

2. Office Sirokij Brijeg, Bosnia and Herzegovina

Following the change of our main partner in the ownership of Energtek Herz d.o.o., the new partner allowed the use of its offices by Energtek Herz d.o.o. Energtek Herz d.o.o. works in these offices since 2012. There is fee of about 500 Euro per month for the use of this office

3. Offices in New York, USA.

Our subsidiary Energtek USA Inc rents fully equipped offices in 1350 Avenue of the Americas, New York. The net space of the offices being approximately 225 sq. feet, plus the use of all the shared facilities (secretary at entrance, kitchen, meeting rooms, corridors, communication systems, , etc), with a total monthly cost of \$4,250

4. Offices Israel

In Israel our subsidiary Energtek Products used leased facilities of about 100 sq. feet located in Bnei Brak, space which it rented from other entities, with a monthly rent about \$650 per month.

5. Laboratory Israel,

Our subsidiary in Israel has a laboratory in a leased area in Ashkelon, Israel, having an approximate size of 1,400 sq. ft. The monthly rent is about \$450.

## Part E – Organization

### Item 8. Officers, Directors and Control Persons

#### A. Names of Officers, Directors and Control Persons as of September 30, 2016

##### **Board of Directors:**

Eliezer Sandberg – Chairman of the Board  
Dr. Zhenia Fleisher  
Marshall Cogan (since July 6, 2015) (also Treasurer)  
Yoav Krill (also CEO)  
Lev Zaidenberg

##### **Officers:**

Yoav Krill - CEO (effective January 2014, and also President)  
Marshall Cogan - Treasurer (Interim since November 18, 2015,  
nomination effective December 16, 2015)  
Leonardo Berezowsky - CFO (effective December 16, 2015)  
Prof. Yuri Ginzburg – CTO

Mr. Sandberg has notified the Company that following an increase of his main activities he'll not be able to properly allocate time to the Company, and submitted his resignation as a board member to become effective as of December 15, 2016.

**Eliezer (Moodi) Sandberg, Chairman** – Mr. Sandberg is a former minister in the Israeli government, and long time member of Israeli Parliament. In 2004, Mr. Sandberg served as Minister of National Infrastructures (Energy & Water) and was Minister of Science and Technology in 2003-2004. Since 2011 Mr. Sandberg is the Chairman of Keren Hayesod. Mr. Sandberg served in Knesset from 1992-2006, founding and holding numerous posts. During his tenure in parliament, Mr. Sandberg has been the Founder and Chairman of the Israeli Parliament Subcommittee on Hi-Tech. Additionally, he served as Chairman of the Israel-Vietnam Friendship Union, Chairman of the Israel-Brazil Friendship Union, as well as Founder and Chairman of the Israel-Africa Friendship Union. Mr. Sandberg served as former political advisor to the Science and Technology Committee of the Council of Europe.

**Dr. Zhenia Fleisher** – Since 2005, Dr. Fleisher has been a Senior Research Scientist with Symrise Inc. in, New Jersey. Since 2003, she has been an Adjunct Professor at Ramapo College. From 2002 until 2005, she was a Director of Research at Manheimer Inc. Dr. Fleisher was the Manager of the Botanicals and Flavors Group at Danisco (Cultor Food Science, Pfizer Food Science) in New York, from 1996 until 2002. Between 1976 and 1996, she held various positions as a scientific researcher. Dr. Fleisher holds a PhD and MS in

Chemistry from the Technion Israel Institute of Technology, and received her B.S. in Chemistry from the St. Petersburg State University.

**Yoav Krill.** Mr. Krill has been nominated to the Board of Directors of the Company on November 1, 2013. Mr. Krill was nominated as CEO of the Company on January 16, 2014.

Mr. Krill has been serving since 2008 through 2011 as Board Member of “H.O.W.” Helping Orphans Worldwide, Inc., USA (NPO). In 2002 Mr. Krill was appointed as Senior Vice President Global Network of IDT Corp, where he has also been serving as Board Member in several related or daughter companies. In 2001 he served as CEO of Teleigent Inc. In the years 1998-2000 he served as Managing Director of IDT Europe. In the years 1990 to 1997 he fulfilled several positions in “Bezeq” the Israel Telecommunication Corp., with his last position being President and CEO “Bezeq Globe Ltd” in the period 1995 - 1997. During 1988-1989 he served as Deputy Chairman, Executive Board of Kupat Holim Clalit, a Health Insurance Institution of Israel, and fulfilled also positions as Board Member in several companies. During 1986-1987 Mr. Krill served as Vice President Marketing & Sales at Mercury Air Group, Los Angeles, U.S.A. During the years 1968-1986 Mr Krill served at “El Al” - Israel Airlines, his last position being Director for Germany and Cargo Director for Europe.

Mr. Krill completed his B.Sc. and M.Sc. Studies at the Technion (Israel Institute of Technology) in Industrial and Management Engineering and is a graduate of Harvard Business School’s Managing Global Opportunities program.

**Marshall Cogan.** Mr. Cogan has been nominated to the Board of Directors of the Company on July 6, 2015, serving as Vice Chairman and Head of the Financial Committee. Interim Treasurer since November 18, 2015, nominated Treasurer of the Company on December 16, 2015.

Mr. Cogan is an experienced investor, entrepreneur, former financier and trader. Mr. Cogan was the founder of United Automotive Group, which he built into one of the largest retailers of cars and trucks in the U.S. He was also a partner of Cogan, Berlind, Weill & Levitt, an investment banking and brokerage firm that would be instrumental in the consolidation of the financial services industry.

In recent years, Marshall has put his efforts in the auto industry abroad. With extensive international business experience under his belt, Marshall has been shaping the industry in China and now intends to address his experience in transforming the auto dealership industry in Brazil.

Mr. Cogan received an MBA from the Harvard University School of Business Administration as well as an undergraduate degree from Harvard College.



**Lev Zaidenberg** - Mr. Zaidenberg had served as the Company's President from July 5, 2007 to October 15, 2007, as the Company's Chief Executive Officer since October 15, 2007 until January 16, 2014, and as the Company's President since January 16, 2014 and until March 21, 2014, serving since then as Chairman Energtek USA Inc.

Mr. Zaidenberg started and led a number of high-tech companies in Israel, Europe and the USA, and holds a B.Sc. in Applied Mathematics and M.Sc. in Information Systems and Business Administration. Since 2002 he was involved as founder in Angstore Technologies Ltd. developing ANG. During 1999 - 2001 served as Director of Business Development of Constellation 3D Inc. (C3D) a US public corporation, developer of next generation of optical memory. During 1995 - 2000: Founder and CEO of MuTek Ltd., later renamed Identify Software Ltd., developer of a new generation of software support products marketed to industry leaders worldwide, including Microsoft. The company was sold to BMC Software. During 1988 - 1994: Partner and Executive Vice President at DCL Systems Engineering Ltd., responsible for the development and marketing of widely accepted state of the art computer products, including APEX -- a system for drug design and molecular modeling and TradeWise -- a system for financial trading. During 1984 - 1988: Vice President of IET Ltd. leading the development and marketing of advanced systems for CAD/CAM, image processing, satellite data interpretation, military command and control and resource allocation.

During the period 1984 to 2004 served as consultant to the Israeli Defense Forces in computer auditing and security. Mr. Zaidenberg was awarded prizes for inventive contributions and solutions by the Israeli Air Force and by the Israeli Computer Society.

**Leonardo A. Berezowsky**, was appointed as our (Chief Financial Officer) on December 16, 2015. Mr. Berezowsky has been serving as VP of Operations for the last ten years since 2006 and heading the legal and financial activities since 2009. From 2002 to 2006 he was the chief operating officer and a co-founder of Rollsoft Ltd., a software development company, and prior to that was the chief financial officer and a director of Constellation 3D, a multidimensional data storage company which was a U.S. reporting company. Mr. Berezowsky was also the chief operations officer and a co-founder of Mutek/Identity Software, a system management software development company. Mr. Berezowsky received a Master's in Economics from Hebrew University, Jerusalem in 1982, cum laude and a Bachelor in Computer Science, cum laude, and a Bachelor in Economics, cum laude.

**Prof. Yuri Ginzburg** – Prof. Ginzburg has been serving as the Company's CTO since March 8, 2008. Prof. Ginzburg has also been serving as Angstore Technologies, Ltd.'s Chief Technical Officer since 2002. From 1998 to 2002, Prof. Ginzburg served as R&D Director in Barg Enterprises LTD, a company specializing in the transfer of technologies from former USSR countries. Since 1997, he has served as a Consultant for Rhyno Inc., USA, responsible for the development of off-road vehicles based on Russian-made chassis, Cummins engines and Allison transmissions. From 1995-1996, Prof. Ginzburg was a Project Coordinator in MIKIP LTD (Kazakhstan-Netherlands) responsible for the development and serial production of city buses in Kazakhstan, based on the DAF power pack. From 1992-1995 he taught at Haifa's Technion University, specializing in R&D of combat vehicles. From 1986-1991, Prof. Ginzburg served as Head of the Vehicle Department in the Research and Development Association of Motor Vehicle Industries, and was Vice-President of the "National Heavy Ground Vehicles Test Center" in Moscow, USSR. Previously, he was a Professor in the Faculty of Ground Vehicles at Cheliabinsk Technical University. Prof. Ginzburg is the author of 18 patents and over 70 scientific works and holds a PhD / D.Sc in Mechanical Engineering.

### **Control Persons :**

As of September 30, 2016, the following holdings were in effect:

Yoav Krill, CEO, held directly and indirectly 0.7% of the common stock of the Company.

Mr. Krill held no warrants as of the above date.

In addition Mr. Krill holds percentages of membership in Marco Holdings LLC, which represented an indirect holding of additional 11.4% of the common stock of the Company.

Mr. Eliezer Sandberg, Chairman of the Board of Directors of the Company, held about 4.4% of the common stock of the Company.

Mr. Sandberg held no warrants as of the above date.

Mr. Sandberg's address is 26 Henrietta Sold St. , Haifa 34722, Israel

Dr. Zhenia Fleisher, member of the Board of Directors of the Company, held 0.8% of the common stock of the Company.

Dr. Fleisher held no warrants as of the above date.

Dr. Fleisher's address is 17 Shawn, Court Wayne ,New Jersey ,USA

Mr. Marshall Cogan, member of the Board of Directors of the Company and Treasurer, controlled indirectly, through Marco Holdings LLC. 11.4% of the common stock of the Company.

Mr. Cogan's address is 245 E. 58th Street, Suite 16C, New York, NY 10022

Lev Zaidenberg, member of the Board of Directors of the Company, and Chairman of the Board of Energtek USA Inc, held control of about 6.3% of the common stock of the Company.

Mr. L. Zaidenberg held no warrants as of the above date.

In addition Mr. Zaidenberg holds percentages of membership in Marco Holdings LLC, which represented an indirect holding of additional 11.0% of the common stock of the Company.

Mr. Zaidenberg's address is 101 West End Avenue, New York, NY 10023

Michael Greenfield, former Treasurer of the Company, held directly and indirectly, together with companies which he controlled, about 8.6% of the common stock of the Company.

Should Mr. Greenfield and the controlled company exercise as of the above date all of their warrants, being the only entities to exercise warrants, then Mr. Greenfield and the companies would hold about 9.2% of the common stock of the Company.

Mr. Greenfield's address is 15021 Ventura Blvd Apt. 583, Sherman Oaks, CA 91403-2442

Mr. Leonardo Berezowsky, CFO of the Company, held about 4.3% of the common stock of the Company.

Mr. Berezowsky held no warrants as of the above date.

In addition Mr. Berezowsky holds percentages of membership in Marco Holdings LLC, which represented an indirect holding of additional 1.8% of the common stock of the Company.

Mr. Berezowsky's address is 15 Hadrar St., Mevaseret Zion 90805, Israel.

Prof. Yuri Ginzburg, CTO of the Company, held directly and indirectly about 2.1% of the common stock of the Company.

Prof. Ginzburg held no warrants as of the above date.

Mr. Ginzburg's address is Mishol HaVradim 15, Ginot Shomron, Israel

B. Legal/Disciplinary History

**Please identify whether any of the foregoing persons have, in the last five years, been the subject of:**

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

**None**

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

**None**

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;

**None**

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

**None**

C. Beneficial Shareholders

On top of the information provided in item 8) A. above regarding control persons, the Company is not aware of any additional beneficial shareholders.

*Item 9.*

**Third Party Providers**

Legal Counsel

David Lubin  
David Lubin & Associates LLP  
1111 Marcus Avenue, Suite 107  
410 Lopez Drive  
West Hempstead  
New York 11552  
Ph: +1 (516) 887-8200  
Mail: david@dlubinassociates.com

Auditor

Yaniv Cohen  
BDO – Ziv Haft  
48 Derech Petach Tikva Road  
Beit Amot Bituach - Building B  
Tel Aviv 66184  
Israel  
Ph: +972 3 6386868  
Mail: YanivC@bdo.co.il

Financial Reports

Joseph Moshkovsky, CPA  
747 Third Avenue  
New York, NY 10017  
Ph: (212) 838-4646  
Mail: Joseph@Moshkovsky.com

Investor Relations Consultant

During the first quarter of 2016 the Company had not used services of external Investors Relations Consultants. An agreement was entered in November 2015 for this purpose with ProActive Capital Resources Group LLC, dba PCG Advisory Group, but was not implemented during 2016.

## Part F Certification

Item 10.

### **Issuer Certification**

I, Yoav Krill, certify that:

- 1) I have reviewed this Annual Report of Energtek Inc.;
- 2) Based on my knowledge, this disclosure statement does not contain any untrue statement 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 disclosure statement; and
- 3) Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: November 21, 2016

Signature: /s/ Yoav Krill,

Name: Yoav Krill

Title: Chief Executive Officer