COMPANY INFORMATION AND DISCLOSURE DOCUMENT

March 31, 2012



ENERBRITE TECHNOLOGIES GROUP, INC. (a Nevada Corporation)



TRADING SYMBOL: <u>ETGG.PK</u> CUSIP NUMBER: 29267T 301

TAX ID NUMBER: 45-5173762 SHAREHOLDERS

OF RECORD: 42

TRANSFER AGENT

Olde Monmouth Stock Transfer Co., Inc. 200 Memorial Parkway Atlantic Highlands, NJ 07716 (732) 872-2727, fax (732) 872-2728

Information provided pursuant to Rule 15c2-11of the Securities and Exchange Act of 1934, as amended

The information furnished herein has been prepared from the books and records of the company by its officers and directors, and:

No dealer, salesman or any other person has been authorized to give any information, or to make any representation, not contained herein in connection with the company. Such information or representations, if made, must not be relied upon as having been authorized by the company, and:

Delivery of this information file does not at any time imply that the information contained herein is correct as of any time subsequent to the date first written above.

Table of Contents

General Considerations	<u>4</u>
Section One: Issuers' Initial Disclosure Obligations	5
Part A General Company Information	
Item I The exact name of the issuer and its predecessor (if any).	ر ک
Item II The address of the issuer's principal executive offices	5
- L	
Item III The jurisdiction(s) and date of the issuer's incorporation or organization	5
Part B Share Structure.	6
Item IV The exact title and class of securities outstanding	6
Item V Par or stated value and description of the security	6
Item VI The number of shares or total amount of the securities outstanding for each class of securities auti	horized. 6
Part C Business Information	6
Item VII The name and address of the transfer agent*.	
Item VIII The nature of the issuer's business	
Item IX The nature of products or services offered.	
Item X The nature and extent of the issuer's facilities.	
Part D Management Structure and Financial Information	
Item XI The name of the chief executive officer, members of the board of directors, as well as control per	
Item XII Financial information for the issuer's most recent fiscal period.	14
Item XIII Similar financial information for such part of the two preceding fiscal years as the issuer or its	
predecessor has been in existence.	15
Item XIV Beneficial Owners,	15
Item XV The name, address, telephone number, and email address of each of the following outside provide	lers that
advise the issuer on matters relating to the operations, business development and disclosure:	
Item XVI Management's Discussion and Analysis or Plan of Operation	16
35	
Part E Issuance History	
Item XVII List of securities offerings and shares issued for services in the past two years.	
Part F Exhibits	21
Item XVIII Material Contracts	
Item XIX Articles of Incorporation and Bylaws	:22
Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.	22
Item XXI Issuer's Certifications.	24
Section Two: Issuers' Continuing Disclosure Obligations	26
Quarterly Reporting Obligations	26
Item I Exact name of the issuer and the address of its principal executive offices.	26
Item 2 Shares outstanding.	
Item 3 Interim financial statements	
Item 4 Management's discussion and analysis or plan of operation.	27
Item 5 Legal proceedings	
Item 6 Defaults upon senior securities.	27
Item 7 Other information.	
Item 8 Exhibits	
Item 9 Certifications	
Annual Reporting Obligations	
Current Reporting Obligations	20
Entry into a Material Definitive Agreement	
Termination of a Material Definitive Agreement.	
·	

3.	Completion of Acquisition or Disposition of Assets, Including but not Limited to Mergers.	30
4,	Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of an	
Issu	cr	. 31
5.	Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-	
Bala	ance Sheet Arrangement	. 32
6.	Costs Associated with Exit or Disposal Activities.	. 33
7.	Material Impairments.	. 33
8.	Sales of Equity Securities	
9,	Material Modification to Rights of Security Holders.	. 34
10.	Changes in Issuer's Certifying Accountant.	. 34
11.	Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim	
Rev	iew.	
12.	Changes in Control of Issuer	.37
13.	Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers	
14.	Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.	
15,	Amendments to the Issuer's Code of Ethics, or Waiver of a Provision of the Code of Ethics	

Section One: Issuers' Initial Disclosure Obligations

Part A General Company Information

Item I The exact name of the issuer and its predecessor (if any).

EnerBrite Technologies Group, Inc. since July 2007

Item II The address of the issuer's principal executive offices.

836 Grundy Avenue
Holbrook, NY 11741
(631) 750-3195 ext 112
(631) 750-3088 FAX
The issuer does not have a URL address at this time.
The issuer does not employ, at this time, anybody to deal with investor relations.

Item III The jurisdiction(s) and date of the issuer's incorporation or organization.

The issuer was incorporated in the State of Nevada on March 5, 2007

Part B Share Structure

Item IV The exact title and class of securities outstanding.

- i) Common
- ii) Preferred class A
- iii) Preferred class B
- iv) Preferred class C
- v) 8% Convertible Preferred

Cusip # 29267T 30 1 Trading Symbol is ETGG

Item V Par or stated value and description of the security.

A. Par or Stated Value:

i) Common \$0.0001 par value ii) Preferred class A \$0.0001 par value iii) Preferred class B \$0.0001 par value iv) Preferred class C \$1.00 par value

v) 8% Convertible Preferred \$0.0001 par value

B. Common or Preferred Stock.

- 1. The common equity is entitled to one vote per share. There are no predetermined dividend or pre-emption rights.
- 2. The class A preferred stock has liquidation preferences but no predetermined dividend rights. Each class A Preferred share is entitled to 15 votes per share on any matter properly put to a vote of the shareholders and is convertible into common shares on the terms established by the Board of Directors for each respective conversion.

The Class B preferred stock, is entitled to 15 votes per share on any matter properly put to a vote of the shareholders of the company. The Class B preferred stock is not entitled to receive dividends and is not convertible into any other class of shares of the Company.

The Class C preferred stock is convertible into 51% of the outstanding common stock in the event of default under the promissory note. The 8% Convertible Preferred Stock bears interest at the rate of 8% interest which is payable quarterly. The shares have no voting rightsand shall be convertible into shares of common stock at \$0.50 per share.

3. There are no material rights of common or preferred stockholders not listed above.

4. There are no known provisions in the issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

Item VI The number of shares or total amount of the securities outstanding for each class of securities authorized.

- (i) Period end date; March 31, 2012, June 30, 2011and June 30, 2010 for all classes
- (ii) Number of shares authorized:
 - a) common; 50,000,000
 - b) preferred A; 100,000,000
 - c) preferred B; 300,000,000
 - d) preferred C; 1
 - e) 8% convertible preferred; 1,500,000
- (iii) Number of shares outstanding;
 - a) 13,233,747 Common
 - b) 80,000,000 Preferred A
 - c) 300,000,000 Preferred B
 - d) 1 Preferred C
 - e) 150,000 8% Convertible preferred
- (iv) Freely tradable shares (public float);
- (v) Total number of beneficial shareholders; and
- (vi) Total number of shareholders of record is 42.

Part C Business Information

Item VII The name and address of the transfer agent*.

Olde Monmouth Stock Transfer Co., Inc. Matthew J. Troster 200 Memorial Parkway Atlantic Highlands, NJ 07716 Phone (732) 872-2727, Ext 101 Fax (732) 872-2728

matt@oldemonmouth.com

The transfer agent is registered under the Exchange Act, and is regulated by the Securities and Exchange Commission.

Item VIII The nature of the issuer's business.

A. Business Development.

During the last three years management has worked on several business plans and currently has developed one that includes the acquisition of technology dedicated to the production, distribution and marketing of unique, quality product lines in the Nutraceutical sector with a key focus on wellness, anti-aging and HRT (Hormone Replacement Therapy) for both males and females. Enerbrite will become a full service brand development company with an in house Bio-Chemical engineering and formulations department.

- 1. The issuer is a corporation.
- 2. The issuer was organized in the State of Nevada on March 5, 2007.
- 3. The issuer's fiscal year end date is June 30.
- The issuer (or any predecessor) has not been in bankruptcy, receivership or any similar proceeding.
- 5. There has not been any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets.
- 6. There has not been a default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments.
- 7. There was no change of control during the 2010 and 2011 fiscal years and through March 31, 2012. On April 24, 2012 the new management acquired the preferred C share and thereby received voting control.
- On December 23, 2008, 2,789,381shares were issued and on April 30, 2009, 9,710,619 shares were issued to employees for services rendered.
 On June 30, 2008, 200,000,000 preferred class B shares were issued to one corporate officer for services provided to the Corporation.
- As at March 31, 2011 there are no pending or anticipated stock split, stock dividend, recapitalization, spin-off, or reorganization plans other than the intended acquisition of SBSI

Nutraceuticals, Inc.

- 10. There has not been any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board.
- 11. There are no known current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer.
- B. Enerbrite Technologies Group, Inc. is dedicated to being the innovative leader in building brands, and taking products from inception to market. By utilizing our design, development, distribution team we will offer a fast cost effective solution to the private label marketplace.
 - 1. The issuer's primary SIC code is 2834.
 - Although the issuer has not previously conducted operations in the nutraceutical environment, the acquisition of access to the knowledgeable and experienced management team at SBSI will provide the necessary assets to accomplish the objectives of the current business plan.
 - 3. The issuer is not nor has at any time been a "shell company".
 - 4. As at March 31, 2012 there are no parent, subsidiary, or affiliate relationships.
 - 5. There will be minimal effect of existing or probable governmental regulations on the business.
 - 6. The issuer has not spent during any amount during each of the last two fiscal years on research and development activities.
 - 7. As at March 31, 2012 there are no known costs and effects of compliance with environmental laws (federal, state and local).
 - 8. As at March 31, 2012 there is one part time employee.

Item IX The nature of products or services offered.

As at March 31, 2012 the issuer has not commenced the delivery of products or services.

2.

Item X The nature and extent of the issuer's facilities.

The issuer will operate out of a 10,000 square foot office, manufacturing and distribution facility in Holbrook, New York.

Part D Management Structure and Financial Information

Item XI The name of the chief executive officer, members of the board of directors, as well as control persons.

On April 20, 2012 Peter Scalise III became the sole director and officer of the issuer.

Mr. Scalise entered the beverage industry in the same way many other entrepreneurs have—because of frustration and an epiphany. One day, he realized that he wanted something the market wasn't offering, and sought to fill that void. In Mr. Scalise's case, that void was a natural but effective eighteen months of research and testing, Peter brought JoJo Energy, the first twist-cap release fusion energy drink with 100% spring water, to the market, Mr. Scalise is a seasoned entrepreneur. He started the Huge Nutrition brand of body building supplement line in the 1995, eventually selling it in 1999, at the age of 29 to create another supplement company, Advanced Genetics. When Mr. Scalise formed SBSI and developed his concept for JoJo Energy named after his son. Joseph he sought to create a new energy beverage category: a new drink that would combine the rush of brands like Red Bull and Monster without the "two Cs" carbonation and crash, with an emphasis on quality ingredients and supplements that maintained their efficacy after packaging. Mr. Scalise wanted to create a beverage that tasted delicious, but was also processed in a way that did not compromise the healthful benefits of energy and vitamin supplements, which led to his decision to bottle, not can, JoJo Energy. Another emerging trend that Mr. Scalise sought to incorporate was 'energy shots' the fastest-growing part of the energy drink and supplement market. From concept through production and package design, Mr.Scalise's journey to bring JoJo Energy to the shelf took a full two years and he expects it to change the dynamics of the energy drink market for many years to come.

B. <u>Legal/Disciplinary History</u>.

In the last 5 years the sole director and officer has not been the subject of:

- A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
- 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;
- 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; or
- 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.
- C. <u>Disclosure of Family Relationships</u>. There are no family relationships among and between the issuer's directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of any class of the issuer's equity securities.
- D. <u>Disclosure of Related Party Transactions</u>. There are no transactions during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, involving the issuer, in which (i) the amount involved exceeds the lesser of \$120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest.

Item XII Financial information for the issuer's most recent fiscal period. Financial statements are incorporated by reference.

Item XIV Beneficial Owners.

There are no shareholders known to own 5% or more of the common shares. Although it is believed that one shareholder may own more than 5% of all classes of preferred, it is the company's intention to cancel those shares. One shareholder, Peter Scalise III, owns the one issued class C preferred share.

Item XVI Management's Discussion and Analysis or Plan of Operation

Plan of Operation.

A. The issuer's plan of operation for the next twelve months is to enter into an agreement with SBSI Nutraceuticals, Inc. to provide the necessary support to enable SBSI and its subsidiaries to expand their business plans.

Although the issuer does not possess a current cash balance, the merger with SBSI will enable it to raise the necessary funds to carry out its business plan.

The issuer has not performed any research and development on the products and services to be provided by SBSI and subsidiaries but will rely on the experience of the personnel already retained by SBSI.

There is no anticipated purchase of additional significant plant equipment.

The issuer will retain only those employees necessary to enable it to carry out its support of the SBSI group of companies but will rely on SBSI employees for the transaction of daily routine business matters.

Off-Balance Sheet Arrangements.

1. The issuer does not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the issuer's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors.

repetition and disclosure of immaterial information.

- iii. For purposes of paragraph C of this Item XVI only, contingent liabilities arising out of litigation, arbitration or regulatory actions are not considered to be off-balance sheet arrangements.
- iv. Generally, the disclosure required by paragraph C of this Item XVI shall cover the most recent fiscal year. However, the discussion should address changes from the previous year where such discussion is necessary to an understanding of the disclosure.

In satisfying the requirements of paragraph C of this Item XVI, the discussion of off-balance sheet arrangements need not repeat information provided in the footnotes to the financial statements, provided that such discussion clearly cross-references to specific information in the relevant footnotes and integrates the substance of the footnotes into such discussion in a manner designed to inform readers of the significance of the information that is not included within the body of such discussion.

Part E Issuance History

Item XVII List of securities offerings and shares issued for services in the past two years.

No securities, of any class, have been issued in the past 2 years.

Part F Exhibits

The following exhibits must be either described in or attached to the disclosure statement:

Item XVIII Material Contracts.

A. No material contracts, not in the ordinary course of business, have been entered into during the last two fiscal years or the nine months ended March 31, 2012.

Item XIX Articles of Incorporation and Bylaws.

- A. A complete copy of the issuer's articles of incorporation are attached by reference.
- B. A complete copy of the issuer's bylaws will be made available with the next annual report.

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

A. The issuer has not purchased any equity securities.

The certifications shall follow the format below:

- I, Peter Scalise III certify that:
- 1. I have reviewed this [specify either annual or quarterly disclosure statement] of [identify issuer];
- 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.

T IM

Signature]

[Title] CE.O.