

**QUARTERLY REPORT  
ENDED  
MARCH 31, 2015**

**Pursuant to Rule 15c2-(11)(a)(5) Under the  
Securities Exchange Act of 1934**

**INTERNATIONAL SUSTAINABILITY GROUP INC.**

**1161 McDermott Dr.  
Suite 301  
West Chester, PA 19380**

**CUSIP No:  
460412 109**

**TRADING SYMBOL:  
ISGP**

**ISSUER'S EQUITY SECURITIES**

**COMMON STOCK**

**\$0.001 Par Value**

**950,000,000 Common Shares Authorized**

**440,486,000 Shares Issued and Outstanding**

**50,000,000 Preferred Authorized**

**1,000,000 Preferred Issued and Outstanding**

## Cautionary Note Regarding Forward-Looking Statements

This disclosure form includes certain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. These statements, which involve risks and uncertainties, relate to the discussion of our business strategies and our expectations concerning future operations, margins, profitability, liquidity and capital resources and to analyses and other information that are based on forecasts of future results and estimates of amounts not yet determinable. We use words such as “may”, “will”, “should”, “expects”, “intends”, “plans”, “anticipates”, “believes”, “estimates”, “seeks”, “expects”, “predicts”, “could”, “projects”, “potential” and similar terms and phrases, including references to assumptions, in this form to identify forward-looking statements. These forward-looking statements are made based on expectations and beliefs concerning future events affecting us and are subject to uncertainties, risks and factors relating to our operations and business environments, all of which are difficult to predict and many of which are beyond our control, that could cause our actual results to differ materially from those matters expressed or implied by these forward-looking statements. These risks and other factors are as follows:

- our lack of revenues to date
- recent worldwide and domestic economic trends and financial market conditions could adversely impact our financial performance;
- our potential need for additional capital, which, if not available on acceptable terms or at all, could restrict our future growth and severely limit our operations;
- our brands could fail to achieve more widespread consumer acceptance, which may limit our growth;
- the failure of even a few of our independent wholesale distributors to adequately distribute our products within their territories could harm our sales and result in a decline in our results of operations;
- an impairment in the carrying value of our goodwill or other acquired intangible assets could negatively affect our operating results and shareholders’ equity;
- changes in consumer preferences and trends could adversely affect demand for our products;
- there is substantial competition in our industry and the many factors that may prevent us from competing successfully;

We assume no obligation to publicly update or revise these forward-looking statements for any reason, or to update the reasons actual results could differ materially from those anticipated in, or implied by, these forward-looking statements, even if new information becomes available in the future.

# **INTERNATIONAL SUSTAINABILITY GROUP, INC**

**All information contained in this Disclosure Statement was compiled from the issuer's books and records and is intended to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated by the Securities and Exchange Act of 1934, as amended.**

## **Item 1. – Name of the issuer and its predecessors**

International Sustainability Group, Inc.

## **Item 2. – The address of the issuer's principal executive offices.**

1161 McDermott Dr.  
Suite 301  
West Chester, PA. 19380  
Phone: 484-551-8345

Website: <http://www.isgpglobal.com/>  
Email: [info@isgpglobal.com](mailto:info@isgpglobal.com)

All Investor Relations inquiries should be addressed to the Company at the above address.

## **Item 3. – Security Information**

The Company has: 442,659,817 common shares issued and outstanding.

Par value \$0.001

Common Stock Cusip#: 460412 109

Symbol: ISGP

The Company has: 1,000,000 Series A preferred shares issued and outstanding

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

### **First Quarter 2015**

Period end date: March 31, 2015

Common shares authorized: 950,000,000

Common shares outstanding: 442,659,817

Freely tradable shares (public float): 18,451,000

Preferred shares authorized: 50,000,000

Preferred shares outstanding: 1,000,000

Total number of beneficial shareholders: 111

Total number of shareholders of record: 111

Fiscal Year 2014

Period end date: December 31, 2014

Common shares authorized: 950,000,000

Common shares outstanding: 440,486,000

Freely tradable shares (public float): 18,451,000

Preferred shares authorized: 50,000,000

Preferred shares outstanding: 1,000,000

Total number of beneficial shareholders: 111

Total number of shareholders of record: 111

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

Madison Stock Transfer

P. O. Box 145

Brooklyn, NY 11229

Phone: (718) 627-4453

Madison Stock Transfer, Inc. is an SEC approved transfer agency.

List any restrictions on the transfer of security:

Rule 144 is currently unavailable for the resale of our securities because of the limitations set forth in Rule 144 ( i ). Rule 144 will remain unavailable until at least one year has elapsed from the time we file “ Form 10 information” (as such term is defined in Rule 144 (i)(3)) with the Securities and Exchange Commission.)

Describe any trading suspension orders issued by the SEC in the past 12 months:

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

**Item 4. – Issuance History**

During the end of first quarter March 31,2015 the Company issued 2,061,417 shares of common Stock for the purchase of assets and equipment.

The above issuances of the shares of Common Stock were exempt from registration under the Securities Act of 1933, as amended pursuant to Section 4(2) of the Securities Act. The certificates or other documents that evidence the shares contain a legend stating that the shares have not been registered under the Securities Act.

## **Item 5. – Interim Financial Statements**

Please see 1<sup>st</sup> Quarterly Financial Report filed for Period ending March 31, 2015 filed on May 26, 2015 on [www.otcmarkets.com](http://www.otcmarkets.com).

## **Item 6. – Issuer’s Business, Products and Services.**

### **A. Business Operations**

International Sustainability Group, Inc. (“ISG” or the Company”) is a publicly traded green technology corporation registered in the State of Nevada, having its headquarters in West Chester, Pennsylvania, focusing on commercial scale production and sales of various natural algae species. The Company is building a state of the art commercial scale R&D facility in West Chester, PA to adapt the acquired patented technology to other processes.

Initially ISG specialized in green energy audits, green engineering, design-build and life safety compliance. ISG has entered into the Algae market, by the acquisition of a patented indoor commercialized algae development technology. This technology has been successfully developed and tested to produce commercial large-scale algae in an indoor environment using artificial light in vertical photo-bioreactors (PBR). ISG’s patented, third party validated algae technology enables it to produce algae continuously (24X7) and control the growth environment for optimum yields. In addition, the vertical nature of the PBR’s enables to reduce the land requirement significantly as compared to other technologies such as open pond. Algae products have been used in multiple industries such as nutraceutical, pharmaceutical, animal feed and bio-fuel, presenting a massive growth potential to the Company.

In order to increase revenue (bring revenue faster) ISG decided to enter into negotiations to acquire algae production and distribution facilities including a health product manufacturing facility. ISG has entered in to memorandum of agreements with some of these companies and waiting to complete the due-diligence audit and acquisition process. These facilities are producing revenue and earning a profit.

ISG plans to first address the requirements of premium markets such as nutraceutical and pharmaceutical, and later focus on the bio-fuel market after a significant production capacity expansion.

In order to increase revenue, ISG decided to enter into negotiations to acquire algae production and distribution facilities, including a health product manufacturing facility. ISG has acquired the below two neutraceutical companies located in Lima, Peru. The acquisition will be completed once the due diligence process is over by the

due diligence team by the end of second quarter. Once the acquisition is complete then the revenue will be reported in the financials. These facilities are currently producing revenue and earning a profit. The companies are:

- Alimentos Naturales Gopal S.A.C. (located in Peru)
- Productos Naturales Govinda S.A.C (located in Peru)

The Company is not a "Shell Company" within the meaning of Rule 405 of the Securities Act, nor if the Company were a registrant would the Company be considered a shell company within the meaning of Rule 405.

ISG Health, a wholly owned subsidiary of the International Sustainability Group, develops and distributes innovative sports medicine devices and algae-based nutritional products to the health and wellness market, and owns technology that helps consumers manage joint pain, improve mobility and increase strength. ISG Health appointed Jonathan Bender as the subsidiary President and Mathew Ward as the Vice President.

Costs and effects of compliance with federal, state and local environmental laws are minimal.

The Company has 3 employees, is not bound by long-term contracts, and when necessary, the Company relies on the services of independent consultants and contractors to perform various professional services. As our operations increase, we anticipate engaging additional employees; however, we do not plan to add employees until the business is substantially increased, and we have generated adequate funds to support our operations.

Our growing line of algae-based nutritional products are designed to support health through a formulation of nature's minerals, proteins, antioxidants, vitamins and omegas.

These new products are "AlgaeUP™ Energy Bar", "AlgaeUP™ Energy Drink mix" and "AlgaeUP™ supplement capsules." All three have been specially formulated using blue green algae Spirulina as its main ingredient. Each product will allow our customers to achieve optimal health and fitness.

All three new AlgaeUP™ products have a mixture of Spirulina, Vegetarian Glucosamine Sulfate and other natural flavorful ingredients. These ingredients are the building blocks of good health. They are a natural source of energy, mental clarity and other healthy properties. All this while helping to lubricate your joints, improve your vision and provide other heart healing properties to your body.

The company has started building the algae commercial laboratory and pilot plant in

510 Banard St., West Chester, Pennsylvania.

**B.** The Company is a Nevada corporation, incorporated in 1990.

**C.** The Company's primary SIC code is 191 – General farms, primarily crop.

**D.** The Company's fiscal year end date is December 31.

**E.** Principal products and their markets – see “A” above.

**Item 7. – Issuer's Facilities**

The issuer leases office space at 1161 McDermott Drive, Suite 301, West Chester, PA. 19380.

**Item 8. – Officers, Directors and Control Persons.**

**A.** The name of the chief executive officer, members of the board of directors, as well as control persons:

CEO/President and Chairman – Surajit Khanna

Secretary/Director – Karamtej Cheema

Treasurer/ Director - Sohinii Khanna

Director - John Drury II

Vice President /Director – Benny J. Tillman

Director – Tomer Dicturel

Business address: 1161 McDermott Dr.  
Suite 301  
West Chester, PA. 19380

Surajit Khanna owns 64,243,016 common shares; = 14.63% of the issued and outstanding common shares.

Sohinii Khanna owns 61,312,000 common shares; = 13.97% of the issued and outstanding common shares.

Karamtej Cheema owns 33,160,000 common shares; = 7.55% of the issued and outstanding common shares.

John Drury II owns 52,800,000 common shares; = 12.03% of the issued and outstanding common shares.

Empire Venture Group owns 110,000,000 common shares; = 25.06% of the issued

and outstanding common shares.

ISG Partners owns 1,000,000 shares of Series A Preferred Stock which carries super voting rights of seventy percent (70%) of the entire voting Common Stock eligible to vote at any time until such Series A Preferred shares are converted, redeemed, liquidated or cancelled. The Series A Preferred Stock is convertible into common stock at 1:1 ratio (i.e. – one share of common stock issued for each share of Series A Preferred Stock converted).

**B.** In the last five years, none of the forgoing has been the subject of (i) a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses); (ii) 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; (iii) 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 (iv) 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. Beneficial Shareholders**

Surajit Khanna owns 64,243,016 common shares; = 14.63% of the issued and outstanding common shares.

Sohinii Khanna owns 61,312,000 common shares; = 13.97% of the issued and outstanding common shares.

John Drury II owns 52,800,000 common shares; = 12.03% of the issued and outstanding common shares.

Empire Venture Group owns 110,000,000 common shares; = 25.06% of the issued and outstanding common shares. The address is 595 Stewart avenue suite 710 Garden City, NY 11530. The principal owner of Empire Venture Group is Sam Verasso.

ISG Partners, LLC owns 1,000,000 shares of Series A Preferred Stock which carries super voting rights of seventy percent (70%) of the entire voting Common Stock eligible to vote at any time until such Series A Preferred shares are converted, redeemed, liquidated or cancelled. The Series A Preferred Stock is convertible into common stock at 1:1 ratio (i.e. – one share of common stock issued for each share of



Series A Preferred Stock converted). The principal person for ISG Partners, LLC is Surajit Khanna

### **Item 9. – Third Party Providers**

Counsel.

The Law Offices of Stephen Laskero  
1835 A South Centre City Pkwy  
Suite 304  
Escondido, CA 92025

Accountants or Auditor.

RBSM LLP  
805 Third Avenue  
Suite 902  
New York, N.Y. 10022

Investor Relations Consultant – None

Other Advisor – None

### **Item 10. – Certification**

I, Surajit Khanna, certify that:

1. I have reviewed this continuing disclosure statement of International Sustainability Group, 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: May 26, 2015

[\\S\Surajit Khanna](#)

Surajit Khanna  
CEO