OTC Pink Basic Disclosure Guidelines

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

KENERGY SCIENTIFIC INC.

2) Address of the issuer's principal executive offices

Company Headquarters

45 NE 3RD AVENUE
MIAMI, FLORIDA 33132
Phone:
800-277-0321
Email: infoknsc@otcpubco.com
Website(s): www.hibachigrillmiami.com

IR Contact N/A
Address 1: _____
Address 2: _____
Address 3: _____
Phone: _____
Email: _____
Website(s): _____

3) Security Information

Trading Symbol: KNSC
Exact title and class of securities outstanding: CLASS A COMMON STOCK; No par value
CUSIP: C27539
Par or Stated Value: None
Total shares authorized: 10,000,000,000. as of: 5-22-2017
Total shares outstanding: 7,009,465,174 as of: 5-22-2017

Additional class of securities (if necessary):
Trading Symbol: KNSC
Exact title and class of securities outstanding: CLASS B COMMON STOCK
CUSIP: _____
Par or Stated Value: $0.01
Total shares authorized: 50,000,000 as of: 5-22-2017
Total shares outstanding: 10,000 as of: 5-22-2017

Transfer Agent
Name: FIDELITY TRANSFER
Address 1: 8915 S 700 E
Address 2: SUITE 102
Address 3: SANDY, UTAH 84070
Phone: 801-562-1300
Is the Transfer Agent registered under the Exchange Act?* Yes: YES No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

<u>NONE</u>

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

<u>NONE</u>

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

<u>NONE</u>

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

<u>Conversion by Darling Capital, LLC. in May 2017 of $9,848.90 of notes and accrued interest into 325,000,000 shares of Class A Common Stock at a price of $0.00003 per share.</u>

B. Any jurisdictions where the offering was registered or qualified;

_____

C. The number of shares offered;

_____

D. The number of shares sold;

_____

E. The price at which the shares were offered, and the amount actually paid to the issuer;

____

F. The trading status of the shares; and

_____

G. Whether the certificates or other documents that evidence the shares contain 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.

<u>The shares issued in Item A above contain a restrictive legend that they have not been registered under the Securities Act.</u>

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Kenergy Scientific owns Hibachi Noodle Bar. They have been in operation since 2012, with two operating facilities in the Miami area. The company has been in the food service industry for many years, and has a branding and style that they have created that separates them from other company's. The restaurants have become well know in the market and have signed on for a third location, which is under construction. The two operating facilities have been in operation for more than five years and own all the equipment and buildouts.

B. Date and State (or Jurisdiction) of Incorporation:

STATE OF NEW JERSEY 2004

C. the issuer's primary and secondary SIC Codes;

5812

D. the issuer's fiscal year end date;

DECEMBER 31

E. principal products or services, and their markets;

FOOD AND RESTUARANT

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

<u>THE COMPANY leases restaurant facilities out of which it operates its food service businesses. The locations are fitted out with normal commercial kitchen equipment and customer eating area tables, chairs, and counters. The Company also has a small business office in its main location.</u>

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. <u>Names of Officers, Directors, and Control Persons</u>. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

ADEL NASSAR PRESIDENT
ERWIN VAHLSING CFO
BEAUFORT CAPITAL PARTNERS LLC – 6.5% shareholder. Not involved in any operational aspects of company.

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

   <u>NONE</u>

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;

   <u>NONE</u>

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

   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. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.
ADEL NASSAR PRESIDENT 10,000 PRFERRED B SHARES
ADEL NASSAR PRESIDENT 3,200,000,000 COMMON SHARES

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel
Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Accountant or Auditor
Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations Consultant
Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: Jerry Miller*
Firm: JMZ Alliance Group
Address 1: 1108 Kane Concourse, Ste 206
Address 2: Bay Harbor Island's, Florida 33154
Phone: _____
Email: jerry@jmzag.com

* Mr. Miller served as an advisor to the CEO from Mid-February 2017 until late March 2017. His purpose was to identify a qualified accounting person to assist in the financial reporting and filings required of a public company. After identifying that individual (Erwin Vahlsing, Jr.) who was appointed as CFO on March 26, 2017, his services were no longer required.

Kenergy Scientific, Inc.

Quarterly Report / Amendment 2

For the Quarter Ended

March 31, 2017

Kenergy Scientific, Inc.
Quarterly Report / Amendment 2
For the Period Ended March 31, 2017

This report amends the prior Quarterly Report filed with OTC Markets Alternative Reporting on May 22, 2017 and May 25, 2017. This report corrects Item 3 – Interim Financial Statements – specifically the "Unaudited Statements of Stockholders Deficit" to correct the number of common A shares, and the addition of the noteholder who converted shares in April 2017. No other changes have been made.

Item 1 Name of Issuer and Address of Executive Offices

Kenergy Scientific, Inc. (f/k/a SpeechSwitch, Inc.) (“Kenergy Scientific” or the “Company”, “we”, “us” or “our”) was incorporated in New Jersey on November 10, 2004 as a wholly-owned subsidiary of iVoice, Inc. It was engaged in the design, manufacture, and marketing of specialized telecommunication equipment until mid-2009. In June 2009, the Company entered into fields of development for various products relating to solar power generating systems; portable solar powered products, such as cell phone and PDA rechargers that are solar rechargeable; solar rechargeable lantern/flashlight devices; solar backpack rechargers; solar power audio devices, such as radios; wind power generating systems; and, creative products based on proprietary positions, especially in the area of healthcare.

In 2013, the Company exited the solar powered equipment market, and in September 2013 entered into a Letter of Intent with Mina Mar Group, Inc. to acquire control of KNSC for the purpose of operating two separate subsidiaries focused on the Internet and advertising media aggregation.

In late 2014, the transaction was cancelled, and the Company pursued other opportunities for business growth.

Beginning in 2015, the controlling interest of the company was acquired by an accredited investor, the owner and operator of a growing chain of Hibachi Gills and Noodle Bars located in the Miami, Florida region. The Company currently has 2 locations with a third under development.

The results of operations for the period ended March 31, 2016 are not necessarily indicative of the operating results for future periods.

We are located at 45 NE 3rd Ave., Miami, FL 33132. Our telephone number is (800) 277-0321, our e-mail address is infoknsc@otcpubco.com, and our homepage on the world-wide web is at http://www.hibachigrillmiami.com/.

Item 2 Shares outstanding at March 31, 2017

- **Preferred Stock** Par value $1.00 per share

Authorized	1,000,000
Shares Issued and Outstanding:	62,270
Freely tradable shares:	0
Total number of beneficial shareholders:	0
Total number of shareholders of record:	1

- **Common Stock**
  - **Class A** No par value

Authorized	10,000,000,000
Shares Issued & Outstanding:	6,684,465,174
Freely tradable shares:	
Total number of beneficial shareholders:	
Total number of shareholders of record:	803

  - **Class B** Par value $0.01 per share

Authorized	50,000,000
Shares Issued & Outstanding:	10,000
Freely tradable shares:	
Total number of beneficial shareholders:	
Total number of shareholders of record:	1

  - **Class C** Par value $0.01 per share

Authorized	20,000,000
Shares Issued & Outstanding:	None
Freely tradable shares:	
Total number of beneficial shareholders:	
Total number of shareholders of record:	

Item 3 Interim Unaudited Financial Statements

KENERGY SCIENTIFIC, INC.
BALANCE SHEETS
(Unaudited)

	March 31, 2017		December 31, 2016	
ASSETS				
Current assets:				
Cash	$	99,785	$	84,785
Inventory		5,452		5,452
Shareholder loan		44,286		44,286
Total current assets		149,523		134,523
Fixed and intangible assets:				
Furniture and fixtures		13,611		13,611
Leasehold improvements		117,220		117,220
Restaurant equipment		110,352		110,352
Total fixed and intangible assets		241,183		241,183
Accumulated amortization and depreciation		(184,431)		(174,396)
Fixed and intangible assets, net		56,752		66,787
Total other assets		-		-
Total assets	$	206,275	$	201,310
LIABILITIES AND STOCKHOLDERS DEFICIT				
Current liabilities:				
Accounts payable and accrued expenses	$	309,939	$	328,757
Accrued interest		199,526		189,397
Notes payable		378,562		421,180
Convertible promissory notes (net of debt discount of $0 and $0, respectively)		536,209		536,209
Total current liabilities		1,424,235		1,475,543
Commitments and contingencies		-		-
Stockholders’ deficit				
Preferred stock - $1.00 par value, authorized - 1,000,000 shares; 62,270 issued and outstanding, respectively		62,270		62,270
Class A Common Stock - no par value; 10,000,000,000 shares authorize; issued and outstanding 6,684,465,174 and 6,68,465,174 shares, respectively		13,148,300		13,148,300
Class B Common Stock - $0.01par value; 50,000,000 shares authorize; issued and outstanding 10,000 and 10,000 shares, respectively		100		100
Class C Common Stock - $0.01par value; 20,000,000 shares authorize; issued and outstanding -0- and -0- shares, respectively		-		-
Additional paid-in capital		1,912,144		1,912,144
Accumulated deficit		(16,340,774)		(16,397,047)
Total stockholders' deficit		(1,217,961)		(1,274,233)
Total liabilities and stockholders' deficit	$	206,275	$	201,310

See accompanying notes to the financial statements

KENERGY SCIENTIFIC, INC.
STATEMENTS OF OPERATIONS
(Unaudited)

	For the three months ended March 31, 2017	March 31, 2016
Revenues	$ 562,218	$ 252,169
Cost of goods sold	210,487	114,485
Gross profit	351,731	137,684
Operating expenses:		
Restaurant operational expenses:	3,431	6,508
General and administrative	278,547	102,431
Depreciation and amortization	3,352	3,352
Total operating expenses	285,330	112,291
Loss from operations	66,401	25,393
Other Income / (Expense):		
Interest expense	(10,129)	(10,129)
Total other income / (expense)	(10,129)	(10,129)
Net profit applicable to common stock holders	$ 56,273	$ 15,264
Per share data		
Net Profit per share - basic and diluted	$ 0.00	$ 0.00
Weighted average number of shares outstanding- basic and diluted	6,684,465,174	6,684,465,174

See accompanying notes to the financial statements

KENERGY SCIENTIFIC, INC.

STATEMENTS OF STOCKHOLDERS' DEFICIT

	Preferred Stock ($1.00 par value)		Common Stock A ($0 par value)		Common Stock B ($.01 par value)		Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance, January 1, 2015	62,270	$ 62,270	6,684,465,174	$13,148,300	10,000	$ 100	$ 1,912,144	$(16,503,277)	$ (1,380,464)
Net profit		-		-	-	-		57,738	57,738
Balance, December 31, 2015	62,270	62,270	6,684,465,174	13,148,300	10,000	100	1,912,144	(16,445,539)	(1,322,726)
Net profit		-		-	-	-		48,492	48,492
Balance, December 31, 2016	62,270	62,270	6,684,465,174	13,148,300	10,000	100	1,912,144	(16,397,047)	(1,274,233)
Net loss		-		-	-	-		56,273	56,273
Balance, March 31, 2017	62,270	$ 62,270	6,684,465,174	$13,148,300	10,000	$ 100	$ 1,912,144	$(16,340,774)	$ (1,217,961)

See accompanying notes to the financial statements

KENERGY SCIENTIFIC, INC.
STATEMENTS OF CASH FLOWS
(Unaudited)

	For the three months ended March 31, 2017		For the year ended December 31, 2016	
Cash flows from operating activities:				
Net profit	$	56,273	$	48,492
Adjustments to reconcile net loss to net cash				
used in operating activities:				
Depreciation and amortization		10,035		13,409
Changes in operating asset and liability account balances:				
Accrued interest		10,129		-
Accounts payable and accrued expenses		(18,819)		(57,401)
Total adjustments		1,345		(43,992)
Net cash used in operating activities		57,618		4,500
Net cash used in investing activities		-		-
Cash flows from financing activities:				
Payments of notes payable		(42,618)		-
Net cash provided by financing activities		(42,618)		-
Net increase (decrease) in cash		15,000		4,500
Cash at beginning of year		84,785		80,285
Cash at end of year	$	99,785	$	84,785
Supplemental Schedule of Cash Flow Information:				
Cash paid for interest	$	-	$	-
Cash paid for income taxes	$	-	$	-
Supplemental Schedules of Noncash Investing and Financing Activities:				
Conversion of notes payable and accrued interest into common stock	$	-	$	-
Debt discount	$	-	$	-

See accompanying notes to the financial statements

Footnotes to the Unaudited Statements for the Quarterly Period Ending March 31, 2017

Accounting Principles and Basis of Presentation

The consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States ("US GAAP") and are expressed in U.S. dollars. All inter-company accounts and transactions have been eliminated. The Company's fiscal year end is December 31.

These statements should be read in conjunction with our Annual Report

The significant accounting policies followed are:

Principles of Consolidation

The consolidated financial statements include the accounts of Kenergy Scientific, Inc. (parent) and Hibatchi Grille, LLC, our wholly owned subsidiary which has common ownership and management. All intercompany balances and transactions have been eliminated.

Use of Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company regularly evaluates estimates and assumptions related to the deferred income tax asset valuation allowances. The Company bases its estimates and assumptions on current facts, historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected. Included in these estimates are assumptions about collection of accounts receivable, impairment of intangibles, useful life of property and equipment, stock based compensation, beneficial conversion of convertible notes payable, deferred income tax asset valuation allowances, and valuation of derivative liabilities.

Cash and Cash Equivalents

For purposes of the statement of cash flows, cash includes demand deposits, saving accounts and money market accounts. The Company considers all highly liquid instruments with maturities of three months or less when purchased to be cash equivalents.

Cash is maintained at financial institutions and, at times, balances may exceed federally insured limits. We have never experienced any losses related to these balances. All our non-interest bearing cash balances were fully insured at March 31, 2017 and December 31, 2016. At March 31, 2016, there were no amounts held in excess of federally insured limits.

Accounts receivable and concentration of credit risk

The Company does not currently have an trade accounts receivable as all sales are either cash or credit card for services or products and collected contemporaneously with the sale. Therefore, the Company has not recorded an allowance for doubtful accounts.

The Company does not have any single customer that constitutes more than a fraction of a percent of total sales or accounts receivable. As such, the Company does not believe that it has any concentration of credit risk in its operations.

Related Party Transactions

Parties are considered to be related to the Company if the parties that, directly or indirectly, through one or more intermediaries, control, are controlled by, or are under common control with the Company. Related parties also include principal owners of the Company, its management, members of the immediate families of principal owners of the Company and its management and other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. The Company discloses all related party transactions. All transactions shall be recorded at fair value of the goods or services exchanged. Property purchased from a related party is recorded at the cost to the related party and any payment to or on behalf of the related party in excess of the cost is reflected as a distribution to the related party.

The Company considers all officers, directors, senior management personnel, and senior level consultants to be related parties to the Company.

Inventory

The Company follows FASB ASC 330, *"Inventory"*. Inventories are stated at the lower of cost or market. The cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. The costs of conversion of inventories include raw materials and direct labor and fixed and variable production overheads, taking into account the stage of completion and the normal capacity of production facilities. The cost of inventories is determined using the first-in, first-out (FIFO) method. Inventory is kept to a minimum due to the potential for spoilage. For the years ended December 31, 2016 and 2015, the Company recorded any write off due to spoilage as part of the cost of sales, and does not maintain separate records for those amounts.

Furniture, equipment, and long-lived assets

Furniture and equipment are recorded at cost and depreciated on a straight-line basis over their estimated useful lives, principally three to five years. Accelerated methods are used for tax depreciation. Maintenance and repairs are charged to operations when incurred. Betterments and renewals are capitalized. When furniture and equipment are sold or otherwise disposed of, the asset account and related accumulated depreciation account are relieved, and any gain or loss is included in operations.

The Company evaluates the recoverability of its long-lived assets or asset groups whenever adverse events or changes in business climate indicate that the expected undiscounted future cash flows from the related assets may be less than previously anticipated. If the net book value of the related assets exceeds the undiscounted future cash flows of the assets, the carrying amount would be reduced to the present value of their expected future cash flows and an impairment loss would be recognized.

Revenue recognition

The Company records amounts billed to customers for delivery of products as costs as sales revenue. Costs incurred by the Company for shipping and handlings are included in cost of sales.

In accordance with ASC 605, *Revenue Recognition*, the Company recognizes revenue when persuasive evidence of an arrangement exists, product delivery has occurred or the services have been rendered, the price is fixed or determinable and collectability is reasonably assured. Revenue is generated when products or services, are delivered to the customer. Revenue is recognized net of sales returns and allowances. Provisions for discounts and rebates to customers, estimated returns, allowances, and other adjustments are provided for in the same period the related sales are recorded.

Contingencies

The Company follows ASC 450-20, *Loss Contingencies*, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated. There were no commitments or contingencies as of March 31, 2017 and December 31, 2016, respectively.

Share Based Compensation

The Company recognizes all share-based payments to employees, including grants of employee stock options, as compensation expense in the financial statements based on their fair value. That expense will be recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period). There were no grants awarded in 2016 and 2015.

The Company issues common stock and common stock options and warrants to consultants for various services. For these transactions, the Company follows the guidance in FASB ASC Topic 505. Costs for these transactions are measured at the fair value of the consideration received or the fair value of the equity instrument issued, whichever is more reliably measurable. The value of the common stock is measured at the earlier of (i) the date at which a firm commitment for performance by the counterparty to earn the equity instrument is reached or (ii) the date at which the counterparty's performance is complete.

Financial Instruments

Pursuant to ASC 820, Fair Value Measurements and Disclosures, an entity is required to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 820 establishes a fair value hierarchy based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. ASC 820 prioritizes the inputs into three levels that may be used to measure fair value:

Level 1 applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

Level 2 applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which significant inputs are observable or can be derived principally from, or corroborated by, observable market data.

Financial Instruments *(continued)*

Level 3 applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.
The Company's financial instruments consist principally of cash, accounts receivable, inventory, accounts payable and accrued liabilities notes payable, convertible promissory notes, and amounts due to related parties. Pursuant to ASC 820, the fair value of our cash is determined based on "Level 1" inputs, which consist of quoted prices in active markets for identical assets. We believe that the recorded values of all of our other financial instruments approximate their current fair values because of their nature and respective maturity dates or durations.

Convertible Instruments

The Company evaluates and accounts for conversion options embedded in its convertible instruments in accordance with professional standards for "Accounting for Derivative Instruments and Hedging Activities".

Professional standards generally provide three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments.

These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed to be conventional as defined under professional standards as "The Meaning of "Conventional Convertible Debt Instrument".

The Company accounts for convertible instruments (when it has determined that the embedded conversion options should not be bifurcated from their host instruments) in accordance with professional standards when "Accounting for Convertible Securities with Beneficial Conversion Features," as those professional standards pertain to "Certain Convertible Instruments." Accordingly, the Company records, when necessary, discounts to Convertible Debentures for the intrinsic value of conversion options embedded in debt instruments based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note. Debt discounts under these arrangements are amortized over the term of the related debt to their earliest date of redemption. The Company also records when necessary deemed dividends for the intrinsic value of conversion options embedded in preferred shares based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note.

ASC 815-40 provides that, among other things, generally, if an event is not within the entity's control could or require net cash settlement, then the contract shall be classified as an asset or a liability.

Derivative Liabilities

The Company assessed the classification of its derivative financial instruments as of December 31, 2016, which consist of convertible instruments and rights to shares of the Company's common stock, and determined that such derivatives meet the criteria for liability classification under ASC 815.

Derivative Liabilities *(Continued)*

ASC 815 generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirements of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed to be conventional, as described.

Long Lived Assets

The Company follows Accounting Standards Codification subtopic 360-10, Property, Plant and Equipment ("ASC 360-10"). ASC 360-10 requires those long-lived assets and certain identifiable intangibles held and used by the Company be reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Events relating to recoverability may include significant unfavorable changes in business conditions, recurring losses, or a forecasted inability to achieve break-even operating results over an extended period. The Company evaluates the recoverability of long-lived assets based upon forecasted undiscounted cash flows. Should impairment in value be indicated, the carrying value of intangible assets will be adjusted, based on estimates of future discounted cash flows resulting from the use and ultimate disposition of the asset. ASC 360-10 also requires assets to be disposed of be reported at the lower of the carrying amount or the fair value less costs to sell.

Advertising

Advertising is expensed as incurred and is included in selling costs on the accompanying consolidated statements of operations.

Intangible Assets

The Company accounts for business combinations in accordance with Accounting Standards Codification ("ASC") 805, Business Combinations, which requires that the purchase method of accounting be used for all business combinations. ASC 805 requires intangible assets acquired in a business combination to be recognized and reported separately from goodwill. The Company evaluates both goodwill and intangible assets on an annual basis.

Subsequent Events

Debt transactions:

From April 1, 2017 to the date of this report the only significant events are:

- In May 2017, the Company issued 325,000,000 shares of Class A Common Stock to Darling Capital, LLC. an accredited investor in settlement of a note and accrued interest totaling $9,848.90 which dated back to June 2011. The note was converted at a price of $0.00003 per share.

Item 4 Management Discussion and Analysis

THE FOLLOWING ANALYSIS OF THE RESULTS OF OPERATIONS AND FINANCIAL CONDITION OF THE COMPANY SHOULD BE READ IN CONJUNCTION WITH THE CONSOLIDATED FINANCIAL STATEMENTS, INCLUDING THE NOTES THERETO OF THE COMPANY, CONTAINED ELSEWHERE IN THIS REPORT.

Forward-looking statements in this report may prove to be materially inaccurate. In addition to historical information, this report contains forward-looking information that involves risks and uncertainties. The words "may", "will", "expect", "anticipate", "continue", "estimate", "project", "intend" and similar expressions are intended to identify forward-looking statements. Actual results may differ materially from those included within the forward-looking statements as a result of factors, including the risks described above and factors described elsewhere in this report.

Strategy

Our goal is to be a rapidly growing leading provider of casual dining offering Fast, Fresh, Authentic Pan Asian Food. Hibachi Grill & Noodle Bar was established in 2010, in Downtown Miami, FL. Our dishes are carefully prepared with only the highest quality ingredients. Customer service and satisfaction is our top priority so please visit our restaurant and enjoy the vibrant atmosphere.

The Company operates a growing chain of Hibachi Noodle Bars in the southeast Florida market.

SIGNIFICANT ACCOUNTING POLICIES

A summary of significant accounting policies is included in Note 3 to the unaudited consolidated financial statements included in the Company's Financial Statements for the years ended December 31, 2016 and 2015 filed on OTC Markets alternative reporting system in April of 2017 and incorporated by reference hereto. Management believes that the application of these policies on a consistent basis enables the Company to provide useful and reliable financial information about the company's operating results and financial condition.

Change in Reporting Requirements

Effective in October 2016, the Company filed a Form 15g with the SEC withdrawing from the obligation to file reports going forward.

In April 2017, the Company filed for reporting on the OTC Markets Alternative News and Reporting Service.

Results of operations

Three months ended March 31, 2017 and 2016.

Revenue and Cost of Sales

We continue the growth and development of our restaurant concept. In the three months ended March 31, 2017 and 2016, we had revenue of $562,218 and $252,169 respectively. The increase of $310,049 is due to the our second location being fully operational.

Our gross profit during the three months ended March 31, 2017 and 2016 was $351,731 and $137,684 an increase of $214,047 or 155% mainly due to increased sales, better quantity purchasing, and better cost management of the operations.

Selling, general and administrative expenses

General and administrative expenses consist primarily of consulting compensation and expenses for executive, administrative and operations, including legal and accounting fees, and facility and office-related costs such as Internet and web hosting, and depreciation expense.

For the three months ended March 31, 2017, these expenses increased $176,116 or 172% to $278,547 from $102,431 for the three months ended March 31, 2016.

The increase in SG&A was primarily the result of increased costs connected with our compliance and legal costs connected with our annual public filings. All other SG&A expenses were nominal when comparing the year to year numbers.

Interest Expense

Interest expense consists of interest accrued on loans, notes payable, and a bank line of credit.

There was an accrual of $10,129 for interest on various notes for both March 31, 2017 and 2016 respectively.

Net Profit

For the three months ended March 31, 2017, the Company had a net profit of $56,273 as compared to a net profit of $15,264 for the three months ended March 31, 2016 an increase of $41,009 or 269%.

The significant difference for the current quarter as compared to the prior year quarter is mainly due to the increased in gross profit offset partially by increases in SG&A expenses recorded during the three months ended March 31, 2017.

Liquidity and Capital Resources

Cash and cash equivalents were $99,785 at March 31, 2017. Net cash generated from operating activities of $57,618 was provided from cash flow from operations.

At March 31, 2017, the Company had a working capital deficit of $1,274,712. The Company made no capital expenditures during the three months ended March 31, 2017.

During the three months ended March 31, 2017 and 2016, the Company made no issues of common stock:

Item 5. Legal proceedings

None

Item 6. Defaults upon senior securities

None

Item 7. Other information

None

Item 8. Exhibits

None

Certification of Chief Executive Officer
Item 9.1

I, Adel Nassar, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Kenergy Scientific, Inc. for the period ended March 31, 2017;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of material fact or omit to sate 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.

June 8, 2017

/s/ Adel Nassar
President

Certification of Chief Financial Officer
Item 9.2

I, Erwin Vahlsing, Jr., certify that:

1. I have reviewed this Quarterly Disclosure Statement of Kenergy Scientific, Inc. for the period ended March 31, 2017;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of material fact or omit to sate 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.

June 8, 2017

/s/ Erwin Vahlsing, Jr.
Chief Financial Officer