

**Amendment No. 1 to Disclosure Statement Pursuant to the Pink Basic
Disclosure Guidelines**

MEDSMART GROUP, INC.

26 Broadway, Suite 934

New York, NY 10004

971.58.589.4069

ddogra@milaniongroup.com

SIC Code 6770

Quarterly Report

For the Period Ending: June 30, 2021
(the "Reporting Period")

As of December 3, 2021, the number of shares outstanding of our Common Stock was:

51,911,937

As of June 30, 2021, the number of shares outstanding of our Common Stock was:

911,937

As of December 31, 2020, the number of shares outstanding of our Common Stock was:

911,937

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☒ No: ☐

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☒ No: ☐

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Explanatory Note: The Company is filing this Amended Disclosure Statement to amend and restate the initial Disclosure Statement in its entirety. New certifications by the Company's chief executive officer and principal financial officer are included in this Amended Disclosure Statement.

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

In September 2004, the Board of Directors of iVoice, Inc., the former parent of the Company, resolved to pursue the separation of iVoice software business into three publicly owned companies. SpeechSwitch, Inc. ("SpeechSwitch" or "Company") was incorporated under the laws of New Jersey on November 10, 2004 as a wholly owned subsidiary of iVoice, Inc. ("iVoice"). The Company received by assignment all of the interests in and rights and title to, and assumed all of the obligations of, all of the agreements, contracts, understandings and other instruments of iVoice Technology 3, Inc., a Nevada corporation and affiliate of the Company.

On August 4, 2005, the Company received notice from the SEC that the registration statement to effectuate the spin-off of the SpeechSwitch from iVoice was declared effective. On August 5, 2005, the spin-off transaction was accomplished, by the assignment, contribution and conveyance of certain intellectual property, representing the software codes of speech recognition, and certain accrued liabilities and related party debt into Speech Switch (the "Spin-off"). The Class A Common Stock shares of the Company were distributed to iVoice shareholders in the form of a taxable special dividend distribution.

On February 3, 2011, the Company changed its name to Kenenergy Scientific, Inc. On September 28, 2017 the Company redomiciled to Wyoming.

On June 23, 2020, the Company signed a Share Acquisition and Exchange Agreement, effective on April 1, 2020, under which 100% of MedSmart Group, Inc, a Florida corporation ("MedSmart Florida"), were acquired by the Company in exchange of 49,990,000 shares of Company Class B common stock and 1,000,000 shares of Company Class C common stock assigned to Nautilus Health Group Inc. by the former controlling shareholder of the Company, and other performed conditions. On July 6, 2020, the Company filed articles of amendment with the Wyoming Secretary of State to change its name to "MedSmart Group, Inc."

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

2004 - New Jersey - iVoice, Inc
2011 - New Jersey- Kenenergy Scientific, Inc - Name change
2017 - Wyoming - Kenenergy Scientific, Inc - Change of jurisdiction
2020 - Wyoming - MedSmart Group, Inc - Name change - Status: active.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

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:

On June 23, 2020, the Company signed a Share Acquisition and Exchange Agreement, effective on April 1, 2020, under which 100% of MedSmart Florida was acquired by the Company in exchange of 49,990,000 previously issued shares of Class B common stock and 1,000,000 previously issued shares of Class C common stock assigned to Nautilus Health Group Inc., and other performed conditions.

On November 19, 2020, the Company completed a 1 for 5,000 reverse split of its outstanding shares of Class A common stock. All shares and per share data have been retroactively adjusted for all periods presented to reflect the effects of the Reverse Split.

On April 5, 2021, the Company conveyed all assets and substantially all liabilities (including, but not limited to a series of convertible promissory notes in the principal amount of \$395,000) to MedSmart Wellness Centers, Inc., a Florida corporation (the "Conveyance Agreement"). MedSmart Wellness Centers, Inc., also assumed the lease of the premise located at 20801 Biscayne Boulevard, Aventura, FL 33180, and security deposit of \$18,307. The conveyance also included 100% of the shares in MedSmart Florida to MedSmart Wellness Centers, Inc. The convertible promissory note in the original amount \$180,000 dated May 7, 2013, with a remaining principal balance of \$70,000, held by Junood Corp. was not transferred under the Conveyance Agreement.

On April 5, 2021, Calvin Lewis, the sole officer and director of the Company resigned and Davinder Dogra was appointed to serve on the board of directors and as sole officer of the Company.

On April 8, 2021, Amina Group Limited purchased an aggregate of Fifty Million (50,000,000) shares of Common B Stock and One Million (1,000,000) shares of Common C Stock of the Company to acquire controlling interest in the Company from shareholders of the Company. Substantially all of the Common B shares and Common C shares were held by an entity controlled by Calvin Lewis. Amina Group Limited is an entity owned and controlled by Davinder Dogra.

Effective July 23, 2021, the Company issued 51,000,000 shares of Class A Common Stock to Amina Group Limited in exchange for 50,000,000 shares of Company Class B Common Stock and 1,000,000 shares of Company Class C Common Stock held by Amina Group Limited (the 50,000,000 shares of Company Class B Common Stock and 1,000,000 shares of Class C Common Stock collectively referred to as, the "Amina Securities"). Effective July 23, 2021, the Amina Securities were cancelled and returned to the Company's treasury. There are currently no shares of the Company's Class B Common Stock nor Class C Common Stock issued and outstanding. As of the date of filing this disclosure statement there are 51,911,937 shares of Class A Common Stock issued and outstanding.

The Company currently has no operations. Presently, the Company's Chief Executive Officer is keeping the Company active in anticipation of being able to acquire a United Kingdom affiliated business which has revenue and operations. Whether that acquisition occurs will depend upon whether the Company is able to obtain audited financial statements for the year ended December 31, 2020 and the year ending December 31, 2021. While that will await the efforts and judgment of the Company's independent auditors, the Company believes it can be done. Because of certain matters including the Company's 2019 revenues and the absence of records, an audit for 2019 is not practicable. Assuming the audited financial statements are issued, the Company intends to acquire the related party entity for an unknown number and type of securities; however, any such acquisition will be very dilutive to existing shareholders since the Company is a shell with no operations and the affiliated entity owns an active business with revenues and operations. However, the outcome of management's plans cannot be determined with any degree of certainty.

The address(es) of the issuer's principal executive office:

26 Broadway, Suite 934
New York, NY 10004

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: ☒

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

2) Security Information

Trading symbol:	<u>MSGP</u>	
Exact title and class of securities outstanding:	<u>Class A Common</u>	
CUSIP:	585065105	
Par or stated value:	.01	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>June 30, 2021</u>
Total shares outstanding:	<u>911,937</u>	as of date: <u>June 30, 2021</u>
Number of shares in the Public Float ² :	911,937	as of date: <u>June 30, 2021</u>

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Total number of shareholders of record: 809

as of date: June 30, 2021

None

All additional class(es) of publicly traded securities (if any):

Transfer Agent

Name: Pacific Stock Transfer
 Phone: 800-785-7782
 Email: info@pacificstocktransfer.com
 Address: 6725 Via Austin PKWY #300 Las Vegas, NV 89119

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance Date <u>12.31.18</u> Common Class A: 831,837 ⁽¹⁾ Common Class B: 50,000,000 Common Class C: 1,000,000									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>8/21/2021</u>	<u>Cancellation</u>	<u>640,000</u>	<u>Common A</u>	<u>.01</u>	<u>No</u>	<u>Nautilus Health Group, Inc./ Calvin Lewis</u>	<u>Exchange</u>	<u>Restricted</u>	<u>Exemption</u>
<u>8/21/2019</u>	<u>New Issuance</u>	<u>49,990,000</u>	<u>Common B</u>	<u>.01</u>	<u>No</u>	<u>Nautilus Health Group, Inc./ Calvin Lewis</u>	<u>Exchange</u>	<u>Restricted</u>	<u>Exemption</u>
<u>8/21/2019</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common C</u>	<u>.01</u>	<u>No</u>	<u>Nautilus Health Group, Inc./ Calvin Lewis</u>	<u>Exchange</u>	<u>Restricted</u>	<u>Exemption</u>
<u>8/21/2019</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common B</u>	<u>.01</u>	<u>No</u>	<u>MJ Holdings Group, Inc, Jessica Miller</u>	<u>Exchange</u>	<u>Restricted</u>	<u>Exemption</u>

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

<u>9/12/2019</u>	<u>New Issuance</u>	<u>80,000</u>	<u>Common A</u>	<u>.01</u>	<u>Yes</u>	<u>MJ Holdings Group, Inc, Jessica Miller</u>	<u>Debt Conversion</u>	<u>Free Trading</u>	<u>Exemption</u>
<u>10/14/2019</u>	<u>New Issuance</u>	<u>80,000</u>	<u>Common A</u>	<u>.25</u>	<u>Yes</u>	<u>MJ Holdings Group, Inc, Jessica Miller</u>	<u>Debt Conversion</u>	<u>Free Trading</u>	<u>Exemption</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance</u> Date <u>6.30.21</u> Common A: 911,937(2) Common B: 50,000,000 Common C: 1,000,000 Preferred: 0									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021, pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

- (1) Adjusted to reflect 1 for 5,000 reverse stock split effective July 1, 2020.
- (2) Effective July 23, 2021, the Company issued 51,000,000 shares of Class A Common Stock to Amina Group Limited in exchange for 50,000,000 shares of Company Class B Common Stock and 1,000,000 shares of Company Class C Common Stock held by Amina Group Limited (the 50,000,000 shares of Company Class B Common Stock and 1,000,000 shares of Class C Common Stock collectively referred to as, the "Amina Securities"). Effective July 23, 2021, the Amina Securities were cancelled and returned to the Company's treasury. There are currently no shares of the Company's Class B Common Stock nor Class C Common Stock issued and outstanding. As of the date of filing this disclosure statement there are 51,911,937 shares of Class A Common Stock issued and outstanding.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>5/7/2013</u>	<u>136,367</u>	<u>180,000 (1)</u>	<u>66,367</u>	<u>On demand</u>	<u>Convertible at a 60% discount to the market price</u>	<u>Junood Corp. (2)</u>	<u>Convertible Note</u>

Use the space below to provide any additional details, including footnotes to the table above:

- (1) Principal amount outstanding at June 30, 2021 is \$70,000.
(2) Neesha Lynn Kumar serves as director of Junood Corp. See footnote 5 to the financial statements included with this report.

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Name: **David Hexter**
Title: **Consultant**
Relationship to Issuer: **Consultant**

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

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ 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 statements in a separate report as described 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 in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

No operations.

While the Company current has no operations, it intends to acquire Milanion Limited, an early stage defense and security technology company, which is controlled by the Company's current chief executive officer and majority shareholder. There are no assurances this acquisition will be completed.

- B. Please list any subsidiaries, parents, or affiliated companies.

None.

- C. Describe the issuers' principal products or services.

None.

6) 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 and the extent in which the facilities are utilized.

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.

None as of the date of this report.

7) Company Insiders (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 or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Amina Group Limited / Davinder Dogra	Officer/ Director/Owner of more than 5%	Dubai, UAE	50,000,000	Common B	100%	(1)
Amina Group Limited / Davinder Dogra	Officer/ Director/Owner of more than 5%	Dubai, UAE	1,000,000	Common C	100%	(1)
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

(1) Amina Group Limited is an entity owned and controlled by Davinder Dogra. Effective July 23, 2021, the Company issued 51,000,000 shares of Class A Common Stock to Amina Group Limited in exchange for 50,000,000 shares of Company Class B Common Stock and 1,000,000 shares of Company Class C Common Stock held by Amina Group Limited (the 50,000,000 shares of Company Class B Common Stock and 1,000,000 shares of Class C Common Stock collectively referred to as, the "Amina Securities"). Effective July 23, 2021, the Amina Securities were cancelled and returned to the Company's treasury. There are currently no shares of the Company's Class B Common Stock nor Class C Common Stock issued and outstanding. As of the date of filing this disclosure statement there are 51,911,937 shares of Class A Common Stock issued and outstanding.

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 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; 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

Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

On November 11, 2021, the Company received a copy of a complaint filed in the Circuit Court of the 11th Judicial Circuit in Miami, Florida, whereby Colossal Enterprise Group., Inc. and Ashley Rojas, holders of convertible promissory notes in the aggregate principal amount \$295,000 issued by the Company in 2020 (the "Notes"), claim that the Company has breached the terms of the Notes. The Company believes the claim against the Company is without merit, as the Notes were assigned and assumed by Med Smart Florida under the Conveyance Agreement and the note holders consented to the assignment and assumption. Further the complaint names the Company's Chief Executive Officer as a defendant. The Chief Executive Officer resides outside of the United States and had no relationship or contact with the Company or its former subsidiary as of the time of the issuance and subsequent assignment of the Notes. The act of naming him reflects upon the validity of the entire complaint.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Brian A. Pearlman, Esq.
Firm: Nason, Yeager, Gerson, Harris & Fumero, P.A.
Address 1: 200 South Andrews Avenue, Suite 901
Address 2: Fort Lauderdale, FL 33301
Phone: 954-880-9484
Email: bpearlman@nasonyeager.com

Accountant or Auditor

Name: David Hexter
Firm: David A. Hexter, CPA, P.A.
Address 1: 4650 Siena Circle
Address 2: Wellington, FL 33414
Phone: 954-816-3579
Email: dhexter CPA@hotmail.com

Investor Relations

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

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Davinder Dogra certify that:

1. I have reviewed this Quarterly Disclosure Statement of MEDSMART 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.

December 3, 2021



Davinder Dogra

Principal Financial Officer:

I, Davinder Dogra certify that:

1. I have reviewed this Quarterly Disclosure Statement of MEDSMART 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.

December 3, 2021



Davinder Dogra