

# ZENERGY BRANDS, INC.

## FORM PRE 14C

(Proxy Statement - Other Information (preliminary))

Filed 10/20/17 for the Period Ending 10/20/17

Address	7700 WINDROSE AVE STE G300 PLANO, TX, 75024
Telephone	(469) 228-1400
CIK	0001386026
Symbol	ZNGY
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Fiscal Year	12/31

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 14C INFORMATION**

**Information Statement Pursuant to Section 14(c) of the Securities Exchange Act of 1934**

Check the appropriate box:

- Preliminary Information Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14c-5(d)(2))
- Definitive Information Statement

**The Chron Organization, Inc.**  
(Name of Registrant as Specified in Its Charter)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14c-5(g) and 0-11

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11

(4) Proposed maximum aggregate value of transaction

(5) Total fee paid

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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**The Chron Organization, Inc.**  
5851 Legacy Circle, Suite 600  
Plano, Texas 75024  
(469) 626-5275

TO THE STOCKHOLDERS OF THE CHRON ORGANIZATION, INC.:

**WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US A PROXY  
THIS IS NOT A NOTICE OF A MEETING OF STOCKHOLDERS AND NO STOCKHOLDERS'  
MEETING WILL BE HELD TO CONSIDER ANY MATTER DESCRIBED HEREIN.**

This notice and accompanying Information Statement is furnished to the holders of shares of Class A common stock, par value \$0.001 per share ("Class A Common Stock") of The Chron Organization, Inc., a Nevada corporation (the "Company"), pursuant to Section 14 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and Regulation 14C and Schedule 14C thereunder, in connection with the approval of the actions described below taken by unanimous written consent of the board of directors of the Company and by written consent of the holders of a majority of the voting power of the issued and outstanding capital stock of the Company:

1. Amend our articles of incorporation, as amended and restated (the "Restated Articles"), to change our corporate name from The Chron Organization, Inc. to Zenergy Brands, Inc. (the "Name Change"); and
2. Amend our Restated Articles to increase our authorized Class A Common Stock from 1,450,000,000 shares to 1,700,000,000 shares, \$0.001 par value per share, which such shares shall be issuable on such terms and conditions as the Board of Directors may determine from time to time (the "Share Increase").

The Name Change and Share Increase are hereinafter collectively referred to as the (the "Amendments").

The purpose of this Information Statement is to notify our stockholders that on October 18, 2017, stockholders holding in excess of a majority of the voting power of our issued and outstanding shares of capital stock executed a written consent approving the Amendments. In accordance with Rule 14c-2 promulgated under the Exchange Act, the Amendments will become effective no sooner than 20 days after we mail this notice and the accompanying Information Statement to our stockholders.

The written consent that we received constitutes the only stockholder approval required for the Amendments under Nevada law and the Company's articles of incorporation and bylaws, each as amended and restated. As a result, no further action by any other stockholder is required to approve the Amendments and we have not and will not be soliciting your approval of the Amendments. Notwithstanding, the holders of our Class A Common Stock and Class B Common Stock, par value \$0.001 per share (the "Class B Common Stock", collectively with the Class A Common Stock, the "Common Stock") of record at the close of business on October 18, 2017 are entitled to notice of the stockholder action by written consent.

This notice and the accompanying Information Statement are being mailed to our holders of Common Stock of record as of October 18, 2017 or about October \_\_\_\_\_, 2017. **This notice and the accompanying Information Statement shall constitute notice to you of the action by written consent in accordance with Rule 14c-2 promulgated under the Exchange Act.**

Attached hereto for your review is an Information Statement relating to the above-described actions. Please read this Information Statement carefully. It describes the essential terms of the actions to be taken. Additional information about the Company is contained in its reports filed with or furnished to the Securities and Exchange Commission (the "SEC"). These reports, their accompanying exhibits and other documents filed with the SEC may be inspected without charge at the Public Reference Section of the SEC at 100 F Street, N.E., Washington, D.C. 20549. Copies of such material may also be obtained from the SEC at prescribed rates. The SEC also maintains a website that contains reports, proxy and information statements and other information regarding public companies that file reports with the SEC. Copies of these reports may be obtained on the SEC's website at [www.sec.gov](http://www.sec.gov).

**NO VOTE OR OTHER ACTION OF THE COMPANY'S STOCKHOLDERS IS REQUIRED IN CONNECTION WITH THIS INFORMATION STATEMENT. WE ARE NOT ASKING FOR A PROXY AND YOU ARE NOT REQUESTED TO SEND US A PROXY.**

By: Order of the Board of Directors,

By : */s/ Alex Rodriguez*

\_\_\_\_\_  
Alex Rodriguez  
President, Chief Executive Officer and Chief Financial Officer  
October \_\_\_\_\_, 2017

**The Chron Organization, Inc.**  
5851 Legacy Circle, Suite 600  
Plano, Texas 75024  
(469) 626-5275

October \_\_\_\_\_, 2017

## INFORMATION STATEMENT

### INFORMATION CONCERNING THE ACTION BY WRITTEN CONSENT

Pursuant to Section 14(c) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and Regulation 14C promulgated thereunder, the notice and this information statement (this “Information Statement”) will be mailed on or about October \_\_\_\_\_, 2017 to the stockholders of record, as of October 18, 2017 (the “Record Date”), of The Chron Organization, Inc., a Nevada corporation (hereinafter referred to as “we,” “us,” “our” or the “Company”). This Information Statement is being circulated to advise stockholders of actions already approved and taken without a meeting by written consent of certain stockholders who hold a majority of the voting power of our voting stock.

### WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US A PROXY

Our board of directors and stockholders holding a majority of our voting power took action by written consent to approve the following actions:

1. Amend our articles of incorporation, as amended and restated (the “Restated Articles”), to, change our corporate name from The Chron Organization, Inc. to Zenergy Brands, Inc. (the “Name Change”); and
2. Amend our Restated Articles to increase our authorized Class A Common Stock from 1,450,000,000 shares to 1,700,000,000 shares, \$0.001 par value per share, which such shares shall be issuable on such terms and conditions as the Board of Directors may determine from time to time (the “Share Increase”).

The Name Change and Share Increase are hereinafter collectively referred to as the (the “Amendments”).

On October 18, 2017 our board of directors unanimously approved the Amendments. Subsequent to our board of directors’ approval of the Amendments, the holders of a majority of the voting power of our voting stock, on October 18, 2017 approved, by written consent, the Amendments. The consenting stockholders and their respective approximate ownership percentages of our voting stock, which total in the aggregate 78.8% of the outstanding voting stock, are as follows:

<u>Shareholder Name and Affiliation</u>	<u>Type of Stock</u>	<u>Shares Beneficially Held</u>	<u>No. of Votes</u>	<u>Percent of Total Votes</u>
Byron T. Young Chairman of the Board of Directors	Class A Common	141,809,650	141,809,650	4.8%
	Class B Common	5,000,000	1,000,000,000(1)	34.1%
Alex Rodriguez, Chief Executive Officer and a Director	Class A Common	140,000,000	140,000,000	4.8%
	Class B Common	5,000,000	1,000,000,000(1)	34.1%
Total Shares/Votes	Class A Common			9.6%
	Class B Common	10,000,000	<u>2,000,000,000</u>	<u>68.2%</u>
Totals			<u>2,281,809,650</u>	<u>78.8%</u>

- (1) Each share of Class B Common Stock entitles the holder to 200 votes on all matters submitted to a vote of the Company’s stockholders.

Pursuant to Rule 14c-2 promulgated under the Exchange Act, the Amendments will not be effected until at least 20 calendar days after the mailing of this Information Statement to our stockholders. We expect that the Name Change and Share Increase will be effective on or about [ ], 2017.

#### **RECORD DATE AND VOTING SECURITIES**

Only stockholders of record at the close of business on the Record Date, are entitled to notice of the information disclosed in this Information Statement. As of the Record Date, our authorized capital stock, par value \$0.001 per share, consisted of (i) 1,450,000,000 shares of Class A Common Stock, 10,000,000 shares of Class B Common Stock and 40,000,000 shares of preferred stock, of which 2,000,000 shares are designated as Series A Preferred Stock.

As of the Record Date, there were issued and outstanding 929,043,334 shares of Class A Common Stock held by 102 holders of record, 10,000,000 shares of Class B Common Stock held by 2 holders of record and 500,000 shares of Series A Preferred Stock.

Holders of our Class A Common Stock are entitled to one vote per share. Holders of our Class B Common Stock are entitled to 200 votes per share. Holders of our Series A Preferred stock have no voting rights.

#### **EXPENSES**

The costs of preparing, printing and mailing this Information Statement will be borne by the Company.

#### **STOCKHOLDERS SHARING AN ADDRESS**

We will deliver only one Information Statement to multiple stockholders sharing an address unless we have received contrary instructions from one or more of the stockholders. We undertake to deliver promptly, upon written or oral request, a separate copy of the Information Statement to a stockholder at a shared address to which a single copy of the Information Statement is delivered. A stockholder can notify us that the stockholder wishes to receive a separate copy of the Information Statement by contacting us at the address or phone number set forth above. Conversely, if multiple stockholders sharing an address receive multiple Information Statements and wish to receive only one, such stockholders can notify us at the address or phone number set forth above.

**THIS IS NOT A NOTICE OF A MEETING OF STOCKHOLDERS AND NO STOCKHOLDERS' MEETING WILL BE HELD TO CONSIDER ANY MATTER DESCRIBED HEREIN. THIS INFORMATION STATEMENT IS BEING FURNISHED TO YOU SOLELY FOR THE PURPOSE OF INFORMING YOU OF THE MATTERS DESCRIBED HEREIN.**

#### **STOCKHOLDERS' RIGHTS**

The elimination of the need for a special meeting of the stockholders to approve the action described in this Information Statement is authorized by Section 78.320(2) of the Nevada Revised Statutes. Section 78.320(2) provides that any action required or permitted to be taken at a meeting of stockholders of a corporation may be taken without a meeting, before or after the action, if a written consent thereto is signed by the stockholders holding at least a majority of the voting power. In order to eliminate the costs and management time involved in holding a special meeting and in order to effect the action disclosed herein as quickly as possible in order to accomplish the purposes of our Company, we chose to obtain the written consent of a majority of the Company's voting power to approve the action described in this Information Statement.

The action described in this Information Statement cannot be taken until at least 20 calendar days after this Information Statement has first been sent or given to our stockholders.

#### **DISSENTERS' RIGHTS**

There are no rights of appraisal or similar rights of dissenters with respect to any matter described in this Information Statement.

#### **RECORD DATE AND VOTING SECURITIES**

Only stockholders of record at the close of business on the Record Date are entitled to notice of the information disclosed in this Information Statement. As of the Record Date, our authorized capital stock, par value \$0.001 per share, consists of (i) 1,450,000,000 shares of Class A Common Stock, 10,000,000 shares of Class B Common Stock and 40,000,000 shares of preferred stock, of which 2,000,000 shares are designated as Series A Preferred Stock. As of the Record Date, there were issued and outstanding 929,043,334 shares of Class A Common Stock held by 102 holders of record, 10,000,000 shares of Class B Common Stock held by 2 holders of record and 500,000 shares of Series A Preferred Stock. Each share of Class A Common Stock is entitled to one vote per share, each share of Class B Common Stock is entitled to 200 votes per share and the Series A Preferred Stock is not entitled to any voting rights.

## PROPOSAL I

### AMENDMENT OF OUR RESTATED ARTICLES TO CHANGE OUR CORPORATE NAME

#### BACKGROUND AND PURPOSE OF THE NAME CHANGE

##### **General**

Our board of directors and our stockholders representing a majority of the voting power of our capital stock, have taken action by written consent to authorize our board of directors to effect the Amendments. Our board of directors has discretion to abandon the Amendments prior to its effectiveness.

##### **Reasons for Proposed Name Change**

Our board of directors' primary reason for approving and recommending the Name Change is part of our rebranding and marketing efforts focused on our energy and smart controls business.

##### **Potential Effects of Proposed Name Change**

The Name Change will affect all holders of our Common Stock uniformly. The Name Change is not intended to, and will not, affect any stockholder's percentage ownership interest in our company.

The Name Change will not change the terms of our Common Stock. After the Name Change, the shares of our Common Stock will have the same voting rights and rights to dividends and distributions and will be identical in all other respects to our Common Stock now authorized. Our Common Stock will remain fully paid and non-assessable. In addition, we plan to change our stock symbol and CUSIP number as a result of the name change. Stockholders will not be requested to surrender for exchange any stock certificates they hold. On and after the effective date of the Name Change, the stock certificates representing the pre-Amendment shares will continue to be valid. Following the effective date of the Amendments, newly issued stock certificates bear the Company's new name, but this will not affect the validity of stock certificates already outstanding.

##### ***Vote Required***

Pursuant to NRS 78.385 and 78.390, the approval of the Share Increase required a majority of our outstanding voting capital stock. As discussed above, the consenting stockholders have consented to the Name Change.

## PROPOSAL II

### AMENDMENT OF OUR ARTICLES TO INCREASE OUR AUTHORIZED CLASS A COMMON STOCK, PAR VALUE \$0.001 PER SHARE, FROM 1,450,000,000 TO 1,700,000,000 SHARES

On October 18, 2017, our board of directors and stockholders holding a majority of our voting power approved the Share Increase, which will have the effect of increasing our authorized capital stock, par value \$0.001 per share, from 1,500,000,000 shares to 1,750,000,000 shares, of which 1,700,000,000 shares shall be Class A Common Stock (the "Class A Common Stock"), 10,000,000 shares shall be Class B Common Stock as previously designated (the "Class B Common Stock") and 40,000,000 shares shall be Preferred Stock (the "Preferred Stock"), of which 2,000,000 shares of Preferred Stock have been previously designated by the Company as Series A Preferred Stock (the "Series A Preferred Stock").

##### **Reasons for Proposed Share Increase**

Having an increased number of authorized but unissued shares of our capital stock would allow us to take prompt action with respect to corporate opportunities that develop, without the delay and expense of convening a special meeting of stockholders for the purpose of approving an increase in our capitalization. In addition, the additional shares of common stock will allow us to issue such shares in connection with the conversion of certain convertible debt and equity instruments, such as convertible debentures and convertible preferred stock. The shares of preferred stock would be available for issuance from time to time as determined by our board of directors for any proper corporate purpose. Such purposes might include, without limitation, issuance in public or private sales for cash as a means of obtaining additional capital for use in our business and operations, and issuance as part or all of the consideration required to be paid by us for acquisitions of other businesses or assets. Notwithstanding the foregoing, we have no obligation to issue such shares and there are no plans, proposals or arrangements currently contemplated by us that would involve the issuance of the preferred shares to acquire another company or its assets, or for any other corporate purpose stated. In connection with the anticipated continued growth of our business, our board of directors believes it is in our best interests to increase the number of authorized shares of capital stock and to create a class of preferred stock. The additional capital stock can provide flexibility in structuring the terms of any future agreements, as well as any future financing and recapitalization efforts.

## **Potential Anti-Takeover Effects of the Increase in Capital Stock**

Any additional issuance of common or preferred stock could, under certain circumstances, have the effect of delaying or preventing a change in control of our company by increasing the number of outstanding shares entitled to vote and by increasing the number of votes required to approve a change in control. Shares of common or preferred stock could be issued, or rights to purchase such shares could be issued, to render more difficult or discourage an attempt to obtain control of our company by means of a tender offer, proxy contest, merger or otherwise. The ability of our board of directors to issue such additional shares of common stock and/or to designate one or more series or classes of preferred stock for issuance could discourage an attempt by a party to acquire control of our company by tender offer or other means. Such issuances could therefore deprive stockholders of benefits that could result from such an attempt, such as the realization of a premium over the market price that such an attempt could cause. Moreover, the issuance of such additional shares of common or preferred stock to persons whose interests are aligned with that of our board of directors could make it more difficult to remove incumbent officers and directors from office, even if such change were to be favorable to stockholders generally.

Although the increased proportion of unissued authorized shares to issued shares could, under certain circumstances, have an anti-takeover effect (for example, by permitting issuances that would dilute the stock ownership of a person seeking to effect a change in the composition of our board or contemplating a tender offer or other transaction for the combination of our company with another company), the Share Increase was not proposed in response to any effort of which we are aware to accumulate shares of common stock or obtain control of us, nor is it part of a plan by management to recommend a series of similar actions having an anti-takeover effect to the board and our stockholders.

To the extent that the increase in the number of authorized shares may have anti-takeover effects, the Share Increase, when effected, may encourage persons seeking to acquire us to negotiate directly with our board of directors, enabling our board to consider a proposed transaction in a manner that best serves our stockholders' interests.

Our board believes that it is advisable and in the best interests of our company to have available authorized but undesignated shares of preferred stock in an amount adequate to provide for our future needs. The designation of one or more classes or series of preferred stock will be available for issuance from time to time as may be deemed advisable or required for various purposes, including the issuance of shares in connection with financing or acquisition transactions. We have no present plans or commitments for the issuance or use of the proposed shares of preferred stock in connection with any financing.

### ***Vote Required***

Pursuant to NRS 78.385 and 78.390, the approval of the Share Increase required a majority of our outstanding voting capital stock. As discussed above, the consenting stockholders have consented to the Share Increase.

### **Procedure for Effecting the Amendment**

Pursuant to Rule 14c-2 promulgated under the Exchange Act, the Amendments will not be effected until at least 20 calendar days after the mailing of this Information Statement to our stockholders. The Amendment has been filed with the Nevada Secretary of State. However, because the Class A Common Stock is quoted on the OTC Markets, the Name Change requires processing by the Financial Industry Regulatory Authority ("FINRA"), as well, pursuant to Rule 10b-17 of the Exchange Act in order for the Name Change to be recognized in the market for trading purposes. We expect to receive FINRA's clearance prior to the expiration of the 20-day waiting period under Rule 14c-2, and we expect that the Name Change and Share Increase will be effective on or about [\_\_\_], 2017.

### **Accounting Matters**

The proposed Amendment will not affect the par value of our Common Stock. As a result, at the effective time of the Amendment, the stated capital on our balance sheet attributable to our Common Stock will not be affected.

### **Certain Federal Income Tax Consequences of the Authorized Share Increase**

The will be no material U.S. federal income tax consequences of the Amendment to holders of our Common Stock.

## AMENDMENT OF THE COMPANY'S RESTATED ARTICLES OF INCORPORATION

To effect the Name Change and Share Increase, we will amend our Restated Articles. The form of the Corrected Certificate of Amendment to Articles of Incorporation is attached hereto as Exhibit A, and once effective, will amend the Restated Articles to change our corporate name to Zenergy Brands, Inc. and increase our authorized Class A Common Stock, par value \$0.001 per share from 1,450,000,000 shares to 1,700,000,00 shares.

### INTEREST OF CERTAIN PERSONS IN OR OPPOSITION TO MATTERS TO BE ACTED UPON

Except as disclosed elsewhere in this Information Statement, none of the following persons has any substantial interest, direct or indirect, by security holdings or otherwise in any matter to be acted upon:

- Any director or officer of our Company,
- Any proposed nominee for election as a director of our Company, and
- Any associate or affiliate of any of the foregoing persons.

The stockholdings of our directors and officers are listed below in the section entitled "Security Ownership of Certain Beneficial Owners and Management." No director has advised us that he intends to oppose the Amendments.

### SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth certain information regarding the beneficial ownership of our common stock as of October 18, 2017, by the following persons:

- Each person who is known to be the beneficial owner of more than 5% of our issued and outstanding shares of common stock,
- Each of our named executive officers (as defined in Item 402 of Regulation S-K) and directors, and
- All of our directors and executive officers as a group.

Unless otherwise indicated, the business address of each person listed is in care of 5851 Legacy Circle, Suite 600, Plano, TX 75024. The percentages in the table have been calculated on the basis of treating as outstanding for a particular person, all shares of our common stock outstanding on that date and all shares of our common stock issuable to that holder in the event of exercise of outstanding rights or conversion privileges owned by that person at that date which are exercisable within 60 days of that date. Except as otherwise indicated, the persons listed below have sole voting and investment power with respect to all shares of our common stock owned by them, except to the extent that power may be shared with a spouse.

As of October 18, 2017, there were 929,809,650 shares of Class A Common Stock issued and outstanding, held by 102 holders of record, 10,000,000 shares of Class B Common Stock issued and outstanding held by two holders of record and 500,000 shares of Series A Preferred Stock.

On February 11, 2016, the Company filed Amended and Restated Articles of Incorporation (the "Restated Articles"). Article Five of the Restated Articles was amended to set the aggregate number of shares of capital stock which the Company is authorized to issue at 1,500,000,000 shares, of which 1,000,000,000 shares were designated Class A Common Stock, par value \$.001 per share (the "Class A Common Stock"), 10,000,000 shares were designated Class B Common Stock, par value \$.001 per share (the "Class B Common Stock") and 40,000,000 shares were designated Preferred Stock, par value \$.001 per share (the "Preferred Stock"), of which 2,000,000 shares are designated as Series A Preferred Stock (the "Series A Preferred Stock").

Name and Address of Beneficial Owner	Class A Common Stock Beneficial Ownership	Percent of Class <sup>(1)</sup>	Class B Common Stock Beneficial Ownership	Percent of Class <sup>(2)</sup>
<b>Named Executive Officers and Directors:</b>				
Byron T. Young <sup>(3)</sup>	238,309,650	23.2%	5,000,000	50.0%
Alex Rodriguez <sup>(4)</sup>	140,000,000	15.1%	5,000,000	50.0%
All executive officers and directors as a group (two people)	378,309,650	38.3%	10,000,000	100.0%
<b>Other 5% Stockholders:</b>				
James Yoo <sup>(5)</sup>	89,000,000	9.6%	-	-



- (1) Calculated on the basis of 929,809,650 issued and outstanding shares of Class A Common Stock as of October 18, 2017. Share amount excludes shares which Mr. Young has a right to acquire. See Note 3 below. Holders of our Class A Common Stock are entitled to one vote per share.
- (2) Calculated on the basis of 10,000,000 issued and outstanding shares of Class B Common Stock as of October 18, 2017. Holders of our Class B Common Stock are entitled to 200 votes per share.
- (3) Shares consist of 141,809,650 shares owned, 64,333,333 shares issuable upon conversion of promissory notes and 32,166,667 issuable upon exercise of warrants. Calculation of percent are based upon 1,025,543,334 shares which include the convertible and warrant shares. Shares are owned by various partnerships, retirement accounts and personal account of Mr. Young who beneficially owns such shares. Mr. Young's address is 4200 South Freeway, #408, Ft. Worth, TX 76115.
- (4) Shares are owned by NAUP Investments, LLC, which is an entity owned or controlled by Mr. Rodriguez who is deemed the beneficial owner of such shares. NAUP Investments, LLC's address is 1861 Brown Blvd., Ste. 217-703, Arlington, TX 76006.
- (5) Shares consist of 89,000,000 shares owned by United My Funds, LLC, an entity owned or controlled by James Yoo. Mr. Yoo's address is 2600 Royal Lane #215, Dallas, TX 75229.

### Changes in Control

We are unaware of any contract or other arrangement the operation of which may at a subsequent date result in a change of control of our Company.

## MARKET FOR COMMON STOCK AND RELATED SHAREHOLDER MATTERS

### Market Information

The Company's Class A Common Stock is quoted on the OTC PINK tier of the OTC Markets and has traded under the symbol "CHRO". Our stock has been thinly traded and there can be no assurance that a liquid market for our common stock will ever develop.

The following table sets forth the range of high and low sale prices for our Class A Common Stock for the periods indicated. The information reflects inter-dealer prices, without retail mark-ups, mark-downs or commissions and may not necessarily represent actual transactions.

	<b>2015</b>	<b>Low</b>	<b>High</b>
Quarter Ended March 31, 2015	\$	0.0005	\$ 0.0026
Quarter Ended June 30, 2015		0.0005	0.0013
Quarter Ended September 30, 2015		0.0004	0.0007
Quarter Ended December 31, 2015		0.0001	0.0038
<b>2016</b>			
Quarter Ended March 31, 2016	\$	0.0020	\$ 0.0391
Quarter Ended June 30, 2016		0.0248	0.0550
Quarter Ended September 30, 2016		0.0201	0.0403
Quarter Ended December 31, 2016		0.0225	0.0300
<b>2017</b>			
Quarter Ended March 31, 2017	\$	0.0230	\$ 0.0400
Quarter Ended June 30, 2017	\$	0.045	\$ 0.0162
Quarter Ended September 30, 2017	\$	0.032	\$ 0.016

As of the Record Date, we had 102 record holders of our Class A Common Stock. The last sale price of our Class A Common Stock as reported on the OTC PINK tier of the OTC Markets was \$0.0175 on October 18, 2017.

### Dividend Policy

We have never declared or paid cash dividends on our Common Stock. We currently intend to retain all available funds and any future earnings for use in the operation and expansion of our business and do not anticipate paying any cash dividends in the foreseeable future.

### Equity Compensation Plan Information

We do not have in effect any compensation plans under which our equity securities are authorized for issuance.

**ADDITIONAL INFORMATION**

We are subject to the informational requirements of Section 15(d) of the Exchange Act. Accordingly, we file annual, quarterly and other reports and information with the SEC. Our filings with the SEC are available to the public on the SEC's website at [www.sec.gov](http://www.sec.gov). Those filings will also be available to the public on, or accessible through, our corporate website at [www.recallstudios.com](http://www.recallstudios.com). You may also read and copy, at SEC prescribed rates, any document we file with the SEC at the SEC's Public Reference Room located at 100 F Street, NE., Washington, D.C. 20549. You can call the SEC at 1-800-SEC-0330 to obtain information on the operation of the Public Reference Room. You may also request a copy of these filings, at no cost, by writing to us at 851 Legacy Circle, Suite 600, Plano, TX 75024 or by telephoning us at (469) 626-5275.

Our principal executive office is located at 5851 Legacy Circle, Suite 600, Plano, TX 75024. Our phone number is (469) 626-5275.

October 20, 2017

By: Order of the Board of Directors,

By: */s/ Alex Rodriguez*

\_\_\_\_\_  
Alex Rodriguez

President, Chief Executive Officer and Chief Financial Officer

EXHIBIT A

Articles of Amendment



\*090403\*



BARBARA K. CEGAVSKE  
Secretary of State  
202 North Carson Street  
Carson City, Nevada 89701-4201  
(775) 684-5708  
Website: www.nvsos.gov

**Certificate of Correction**  
(PURSUANT TO NRS CHAPTERS 78,  
78A, 80, 81, 82, 84, 86, 87, 87A, 88,  
88A, 89 AND 92A)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Correction

(Pursuant to NRS Chapters 78, 78A, 80, 81, 82, 84, 86, 87, 87A, 88, 88A, 89 and 92A)

1. The name of the **entity** for which correction is being made:

ZENERGY BRANDS, INC.

2. Description of the original document for which correction is being made:

Certificate of Amendment to Articles of Incorporation (the "Certificate of Amendment").

3. Filing date of the original document for which correction is being made:

09/11/2017

4. Description of the inaccuracy or defect:

The correct effective date of the Certificate of Amendment was not included and the authorization for an increase in shares of Class A Common Stock was inadvertently omitted.

5. Correction of the inaccuracy or defect:

The following are corrected or added as set forth in the attached Corrected Articles of Amendment to Amended and Restated Articles of Incorporation attached hereto as Exhibit A (the "Corrected Amendment"): (i) Addition of a Paragraph 1 - Restated of Article Two - Name set forth in the Corrected Amendment, (ii) addition of a new Paragraph 2 - Addition of Amended Article V - Stock to increase the number of shares of Class A Common Stock by 250,000,000, (iii) Paragraph 4 of the Certificate of Amendment is hereby amended to delete Paragraph 4 and replace it with Paragraph 3 of Corrected Amendment to amend the effective date, and (iv) inclusion of new Paragraph 4 - Adoption of Corrected Certificate to reflect revised record date vote.

6. Signature:

X

Authorized Signature

Chief Executive Officer

Title \*

10/18/2017

Date

\* If entity is a corporation, it must be signed by an officer if stock has been issued, OR an incorporator or director if stock has not been issued; a limited-liability company, by a manager or managing members; a limited partnership or limited-liability limited partnership, by a general partner; a limited-liability partnership, by a managing partner; a business trust, by a trustee.

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State Certificate



**EXHIBIT A**  
**CORRECTED**  
**CERTIFICATE OF AMENDMENT TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**ZENERGY BRANDS, INC.**

ZENERGY BRANDS, INC., a Nevada corporation (the "Corporation"), pursuant to this Corrected Certificate of Amendment to Articles of Incorporation (the "Corrected Certificate"), hereby corrects and amends its Certificate of Amendment to Articles of Incorporation as follows:

1. Restatement of Article Two – Name. The name of the corporation is ZENERGY BRANDS, INC. (the "Corporation").

2. Addition of Amended Article V – Stock. Section A, Article V is hereby amended by deleting Section A and replacing it with the following:

A. Capital Stock. The aggregate number of shares which the Corporation shall have the authority to issue shall be increased by 250,000,000 shares from 1,500,000,000 shares to 1,750,000,000 shares, each with a par value of \$0.001 per share, of which 1,700,000,000 shares shall be Class A Common Stock (the "Class A Common Stock"), 10,000,000 shares shall be Class B Common Stock (the "Class B Common Stock") and 40,000,000 shares shall be Preferred Stock (the "Preferred Stock"), of which 2,000,000 shares of Preferred Stock have been previously designated by the Corporation as Series A Preferred Stock (the "Series A Preferred Stock").

3. Effective Date. The effective date of this Corrected Certificate shall be the close of business on twentieth day after the mailing of a Schedule 14C to the Corporation's shareholders but in no event more than 90 days after the date of filing with Nevada Secretary of State.

4. Adoption of Corrected Certificate.

(a) This Corrected Certificate was approved by the Board of Directors of the Corporation by unanimous written consent in lieu of meeting on October 18, 2017.

(b) The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 78.8%.



SIGNATURE PAGE TO CORRECTED CERTIFICATE OF AMENDMENT TO AMENDED  
AND RESTATED ARTICLES OF INCORPORATION OF THE CORPORATION

IN WITNESS WHEREOF, the undersigned has executed this Corrected Certificate of Amendment  
to Amended and Restated Articles of Incorporation of the Corporation as of October 18, 2017.

ZENERGY BRANDS, INC.

By: 

Name: Alex Rodriguez

Title: Chief Executive Officer

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