

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Save Foods Inc.

A Delaware Corporation

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Dan@savefoods.co

### **Quarterly Report**

**For the Period Ending: 03/31/2019**

(the "Reporting Period")

As of End of Current Reporting Period, the number of shares outstanding of our Common Stock was:

147,506,568

As of Date at the End of Previous Reporting Period, the number of shares outstanding of our Common Stock was:

138,423,237

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:  (Double-click and select "Default Value" to check)

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 Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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<sup>1</sup> "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.

## 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.

Pim Agro Cleantech Inc.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)  
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

April 1, 2009. Delaware

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

Yes:  No:

## 2) Security Information

Trading symbol:	<u>SAFO</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>80512Q105</u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>495,000,000</u>	as of date: <u>03/31/2019</u>
Total shares outstanding:	<u>147,506,568</u>	as of date: <u>03/31/2019</u>
Number of shares in the Public Float <sup>2</sup> :	<u>146,255,395</u>	as of date: <u>03/31/2019</u>
Total number of shareholders of record:	<u>173</u>	as of date: <u>03/31/2019</u>
<i>Additional class of securities (if any):</i>		

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>PREFERRED</u>	
CUSIP:	<u>N/A</u>	
Par or stated value:	<u>\$0.0001</u>	
Total shares authorized:	<u>5,000,000</u>	as of date: <u>03/31/2019</u>
Total shares outstanding:	<u>0</u>	as of date: <u>03/31/2019</u>

### Transfer Agent

Name: Action Stock Transfer  
Phone: 801-274-1088  
Email: jb@actionstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes:  No:

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

N/A

<sup>2</sup> "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.

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

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

The company plans to reorganize its share capital by reverse split, at the rate of 15 shares of Common Stock \$0.0001 par value each, to 1 share of Common Stock \$0.0001 par value. The company intends to convene special general meeting of its shareholders for the approval of such reorganization of its capital.

### 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.

1. On August 22, 2017 the Company authorized and approved the issuance of 8,000,000 restricted shares of the Company's common stock, par value \$0.0001 (the "**Shares**") to Nir Ecology Ltd., (a company held by Company's then CEO) for services rendered, between May 2014 through August 2017, valued at \$80,000. The Shares were issued to "non-U.S. Persons" as defined in Rule 902(k)(2) pursuant to the exemption provided by Regulation S ("Reg S") promulgated by the SEC under the Securities Act of 1933, as amended (the "Act").
2. In addition, the Board of Directors of the Company approved the issuance of Shares for services pursuant to Reg S as follows: (i) 4,000,000 Shares to Omdan Consulting and Instruction Ltd., for services rendered between May 2014 through August 2017 valued at \$40,000; (ii) 4,000,000 Shares to Mr. Alon Carmel (a former director of the Company), for past services and a director and consulting services valued at \$40,000; (iii) on August 31, 2017, the Company issued 3,500,000 Shares of Common Stock to an unaffiliated third-party consultant pursuant to a consulting agreement in consideration for economic advisory and business development services having an estimated the fair value and the Company recorded an expense of \$35,000 with respect to the issuance of ; (iv) on August 31, 2017, the Company issued 3,500,000 Shares another unaffiliated third-party consultant in consideration for economic advisory and business development services under a separate consulting agreement with the Company. The Company has estimated the fair value of such services and recorded an expense of \$35,000 with respect to the issuance of the Shares.
3. On November 5, 2017, the Board of Directors of the Company approved the issuance of 32,500,000 Shares pursuant to subscription agreements with "accredited investors," as defined in Rule 501 of Regulation D promulgated by the SEC under the Act, for total consideration of \$325,000. These Shares were issued under Reg S.
4. In addition, on November 5, 2017, the Board of Directors of the Company approved the issuance of: (i) 5,423,553 Shares pursuant to subscription agreement with existing shareholders of the Company for total consideration of \$54,235. A portion of these Shares were issued under Reg D to "U.S. Persons," as defined in Rule 902(k)(1) of Reg S and the remainder of these Shares were issued to non-U.S. Persons under Reg S; (ii) 720,000 Shares in payment of use of office facilities located in New York City, NY, during the period from September 2017 through December 2020. The Company has estimated the fair value of such Shares at \$7,200, based upon the amount of the use fee of \$200 per month. The Shares were issued to an unaffiliated third-party under Reg D. Reference is made to Item 7C, "Description of Issuer's Facilities" below; (iii) 800,000 Shares for IT services rendered during the period from September 2017 through December 2017. The Company has estimated the fair value of such Shares at \$8,000, which Shares were issued under Reg S; and (iv) 276,000 Shares in satisfaction for loan to the Company in 2013, of which \$2,500 were recorded as a return of principal and the remaining \$260 were recorded as interest expenses. These Shares were issued under Reg S.

5. On January 24, 2018, the Board of Directors of the Company approved the issuance of 5,000,000 shares of common stock of the Company \$0.0001 par value, to 5 accredited investors for total consideration of \$50,000. The shares were issued under Reg S.
6. On January 2018, the Board of Directors of the Company approved the issuance of 1,000,000 shares of common stock of the Company \$0.0001 par value to Nir Ecology Ltd. (a shareholder of the Company) on account of services rendered to the Company for a period of three and a half months. The Company evaluated the cost of the shares at \$10,000. The shares were issued under Reg S.
7. On January 2018, Board of Directors of the Company approved the issuance of 1,000,000 shares of common stock of the Company \$0.0001 par value to Omdan Consulting and Instructing Ltd., a company owned by Mr. Eitan Shmueli and his wife Mrs. Vivy Shmueli) on account of IT services rendered to the Company for a period of five months. The Company evaluated the cost of the shares at \$10,000. The shares were issued under Reg S.
8. On April 29, 2018, the Board of Directors of the Company approved the issuance of 3,000,000 shares of common stock of the Company \$0.0001 par value, for total consideration of \$30,000 to the Company Chairman, Prof, Benad Goldwasser. The shares were issued under Reg S. In addition the board has approved the allocation of 3,000,000 warrants to Prof. Goldwasser at an exercise price of 2 cent per share of Common Stock.
9. On August 13 and 19, 2018, the Company issued 1,166,667 shares of Common Stock to several existing shareholders of the Company who were owed a sum of \$35,000 as preferred dividend against their consent, to waive the dividend in cash for the receipt of the shares of Common Stock as dividend in kind. The value of the dividend in kind was recorded against additional paid in capital. The shares were issued under Reg D.
10. On August 16, 2018, the Company issued 28,872,516 shares of Common Stock to 19 Accredited Investors who held shares in the Subsidiary in exchange for 7,218,129 shares of the Subsidiary, at the rate of 4 shares of Common Stock of the company for 1 share of the Subsidiary. As a result of the exchange the Company increased its holdings in the Subsidiary to from appx. 60% to appx. 98.5%. The Company accounted the exchange as equity transaction therefore no gain or loss was recognized in the consolidated financial statements. The transaction was presented as Issuance of shares in exchange of subsidiary shares in the equity statement. The shares were issued under Reg D.
11. On August 20, 2018, the Company issued 16,866,665 shares of Common Stock of the Company to 13 investors, for total consideration of \$506,000 reflecting a price of 3 cents for one share of Common Stock of the Company. The Shares were issued to 1 investor under Reg D, and to 12 investors under Reg S.
12. On September 4, 2018, the Company issued 2,666,667 shares of common stock of the Company \$0.0001 par value, to two accredited investors for total consideration of \$80,000. The shares were issued under Reg S.
13. On October 8, 2018, the Company issued 3,833,833 shares of common stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$115,000. The shares were issued under Reg S.
14. On November 5, 2018 the Company issued 2,000,000 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$60,000. The shares were issued under Reg S.
15. On November 5, 2018 the Company issued 666,666 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$40,000. The shares were issued under Reg S.
16. On November 12, 2018 the Company issued 555,555 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$33,333. The shares were issued under Reg S.
17. On January 9, 2019, the Company issued total of 166,667 shares of Common Stock of the Company \$0.0001 par value, for total consideration of \$10,000. The shares were issued under Reg S.
18. On January 9, 2019, the Company issued total of 500,000 shares of Common Stock of the Company \$0.0001 par value, for total consideration of \$30,000. The shares were issued under Reg S.
19. On January 9, 2019, the Company issued total of 166,667 shares of Common Stock of the Company \$0.0001 par value, for total consideration of \$10,000. The shares were issued under Reg S.

20. On January 9, 2019, the Company issued total of 833,333 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$50,000. The shares were issued under Reg S.
21. On January 9, 2019, the Company issued total of 333,333 shares of Common Stock of the Company \$0.0001 par value, for total consideration of \$20,000. The shares were issued under Reg S.
22. On February 8, 2019, the Company issued total of 833,333 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$50,000. The shares were issued under Reg S.
23. On February 8, 2019, the Company issued total of 833,333 shares of Common Stock of the Company \$0.0001 par value, to an accredited investore for total consideration of \$50,000. The shares were issued under Reg S.
24. On February 8, 2019, the Company issued total of 1,666,666 shares of Common Stock of the Company \$0.0001 par value, to an accredited investors for total consideration of \$100,000. The shares were issued under Reg D.
25. On February 8, 2019, the Company issued total of 416,667 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$25,000. The shares were issued under Reg S.
26. On March 18, 2019, the Company issued 1,666,666 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$100,000. The shares were issued under Reg S.
27. On March 18, 2019 the Company issued 833,333 shares of Common Stock of the Company \$0.0001 par value, to an accredited investor for total consideration of \$50,000 and on the same time issued him 833,333 shares of Common Stock \$0.0001 par value for total consideration of \$66,666 and 833,333 warrants to purchase the company shares of Common Stock at an exercise price of 12 cents. The shares were issued under Reg S.

#### 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:

Number of Shares outstanding as of <u>01/01/17</u>		Opening Balance:		*Right-click the rows below and select "Insert" to add rows as needed.					
		Common: 9,075,115							
		Preferred: 0							
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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
22/08/17	New issuance	4,000,000	Common Stocks	0.0001	Yes	Alon Carmel	services	Restricted	Reg S
22/08/17	New issuance	8,000,000	Common Stocks	0.0001	Yes	Nir Ecology Ltd(1)	services	Restricted	Reg S
22/08/17	New issuance	4,000,000	Common Stocks	0.0001	Yes	Omdan Consulting and Instructing Ltd (2)	services	Restricted	Reg S
30/08/17	New issuance	3,500,000	Common Stocks	0.0001	Yes	Amir Uziel Economic Consultant Ltd(3)	services	Restricted	Reg S
30/08/17	New issuance	3,500,000	Common Stocks	0.0001	Yes	Capital Link Ltd(4)	services	Restricted	Reg S
05/11/17	New issuance	2,500,000	Common Stocks	0.0001	Yes	Amir Uziel	Cash	Restricted	Reg S

05/11/17	New issuance	2,500,000	Common Stocks	0.0001	yes	Lavi krasney	Cash	Restricted	Reg S
05/11/17	New issuance	6,000,000	Common Stocks	0.0001	yes	L.A Pure capital LTD(5)	Cash	Restricted	Reg S
05/11/17	New issuance	6,000,000	Common Stocks	0.0001	Yes	Yaad management Services LTD(6)	Cash	Restricted	Reg S
05/11/17	New issuance	6,000,000	Common Stocks	0.0001	Yes	Rachamim Moni Saat	Cash	Restricted	Reg S
05/11/17	New issuance	6,000,000	Common Stocks	0.0001	Yes	Ori Akerman	Cash	Restricted	Reg S
05/11/17	New issuance	3,500,000	Common Stocks	0.0001	Yes	Nir Reinhold	Cash	Restricted	Reg S
05/11/17	New issuance	647,732	Common Stocks	0.0001	Yes	Lior Yaron	Cash	Restricted	Reg D
05/11/17	New issuance	37,207	Common Stocks	0.0001	Yes	H.H Investment Company(7)	Cash	Restricted	Reg S
05/11/17	New issuance	1,108,013	Common Stocks	0.0001	Yes	Erez Ravina	Cash	Restricted	Reg S
05/11/17	New issuance	50,000	Common Stocks	0.0001	Yes	Dor Yaakov	Cash	Restricted	Reg S
05/11/17	New issuance	33,214	Common Stocks	0.0001	Yes	Faina Kronenberg	Cash	Restricted	Reg D
05/11/17	New issuance	282,060	Common Stocks	0.0001	Yes	Enitiatives IP Ltd(8)	Cash	Restricted	Reg S
05/11/17	New issuance	1,556,600	Common Stocks	0.0001	Yes	Meir Avraham Duke	Cash	Restricted	Reg D
05/11/17	New issuance	720,000	Common Stocks	0.0001	Yes	Earthbound LLC(9)	services	Restricted	Reg D
05/11/17	New issuance	100,000	Common Stocks	0.0001	Yes	Earthbound LLC(9)	Cash	Restricted	Reg D
05/11/17	New issuance	1,000,000	Common Stocks	0.0001	Yes	Shorrer International Ltd(10)	Cash	Restricted	Reg D
05/11/17	New issuance	100,000	Common Stocks	0.0001	Yes	Solomon Capital 401K Trust	Cash	Restricted	Reg D
05/11/17	New issuance	800,000	Common Stocks	0.0001	Yes	Omdan Consulting and Instructing Ltd(2)	services	Restricted	Reg S
05/11/17	New issuance	276,000	Common Stocks	0.0001	Yes	Jacob Stabinski	Against waive on Interest	Restricted	Reg S
05/11/17	New issuance	472,000	Common Stocks	0.0001	Yes	Ahiam Lifshitz	Cash	Restricted	Reg S
05/11/17	New issuance	36,727	Common Stocks	0.0001	Yes	Tom Ben Yehuda(3)	Cash	Restricted	Reg S
24/01/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	Nir Ecology Ltd	services	Restricted	Reg S
24/01/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	Omdan Consulting and Instructing Ltd(2)	services	Restricted	Reg S
24/01/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	Amir Uziel	Cash	Restricted	Reg S
24/01/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	Lavi krasney	Cash	Restricted	Reg S
24/01/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	Kfir Silberman	Cash	Restricted	Reg S
24/01/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	Nir Reinhold	Cash	Restricted	Reg S
24/01/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	Yaad Mangament Service Ltd(6)	Cash	Restricted	Reg S
29/04/18	New issuance	3,000,000	Common Stocks	0.0001	Yes	Benad Golswasser	Cash	Restricted	Reg S
16/08/18	New issuance	28,872,516	Common Stocks	0.0001	Yes	19 Shareholders	Exchange for subsidiary shares	Restricted	Reg D
20/08/18	New issuance	1,166,667	Common Stocks	0.0001	Yes	35 Debt holders	For debt owed	Restricted	Reg D
20/08/18	New issuance	333,333	Common Stocks	0.0001	Yes	ORLY HARONSON	Cash	Restricted	Reg S

20/08/18	New issuance	333,333	Common Stocks	0.0001	Yes	SARA & MARIO SPECTOR	Cash	Restricted	Reg S
20/08/18	New issuance	2,500,000	Common Stocks	0.0001	Yes	JOACHIM FUCHS	Cash	Restricted	Reg S
20/08/18	New issuance	1,700,000	Common Stocks	0.0001	Yes	GIL MEDIONI	Cash	Restricted	Reg S
20/08/18	New issuance	333,333	Common Stocks	0.0001	Yes	DAN STYBLE	Cash	Restricted	Reg S
20/08/18	New issuance	3,333,333	Common Stocks	0.0001	Yes	TAMIR SHEMESH	Cash	Restricted	Reg S
20/08/18	New issuance	1,666,667	Common Stocks	0.0001	Yes	LIRON CARMEL	Cash	Restricted	Reg S
20/08/18	New issuance	666,667	Common Stocks	0.0001	Yes	DENNIS ROZENSHTEIN	Cash	Restricted	Reg S
20/08/18	New issuance	333,333	Common Stocks	0.0001	Yes	BESS FREEDMAN	Cash	Restricted	Reg D
20/08/18	New issuance	3,333,333	Common Stocks	0.0001	Yes	MICHAEL GOLDMAN	Cash	Restricted	Reg D
20/08/18	New issuance	1,333,333	Common Stocks	0.0001	Yes	YOSEF AZAR	Cash	Restricted	Reg S
20/08/18	New issuance	666,667	Common Stocks	0.0001	Yes	RON YEHIEL AARON	Cash	Restricted	Reg S
20/08/18	New issuance	333,333	Common Stocks	0.0001	Yes	SHORER INTERNATIONAL LTD	Cash	Restricted	Reg S
04/09/18	New issuance	1,666,667	Common Stocks	0.0001	Yes	SHMUEL DONERSHTEIN	Cash	Restricted	Reg S
04/09/18	New issuance	1,000,000	Common Stocks	0.0001	Yes	TOMER ZINGER	Cash	Restricted	Reg S
08/10/18	New issuance	3,833,833	Common Stocks	0.0001	Yes	SURE MEMO LTD(11)	Cash	Restricted	Reg S
05/11/18	New issuance	2,000,000	Common Stocks	0.0001	Yes	AVDINCO LTD(12)	Cash	Restricted	Reg S
05/11/18	New issuance	666,666	Common Stocks	0.0001	Yes	AVDINCO LTD(12)	Cash	Restricted	Reg S
12/11/18	New issuance	555,555	Common Stocks	0.0001	Yes	NADAV SHARABI	Cash	Restricted	Reg S
09/01/19	New issuance	166,667	Common Stocks	0.0001	Yes	DANA PEREZ	Cash	Restricted	Reg S
09/01/19	New issuance	166,667	Common Stocks	0.0001	Yes	INTERACTIVE MAVEN B.V	Cash	Restricted	Reg S
09/01/19	New issuance	333,333	Common Stocks	0.0001	Yes	TOMER COHEN	Cash	Restricted	Reg S
09/01/19	New issuance	833,333	Common Stocks	0.0001	Yes	JOACHIM FUCHS	Cash	Restricted	Reg S
09/01/19	New issuance	500,000	Common Stocks	0.0001	Yes	ERAN COHEN	Cash	Restricted	Reg S
08/02/19	New issuance	1,666,666	Common Stocks	0.0001	Yes	SAFO HOLDINGS LLC	Cash	Restricted	Reg S
08/02/19	New issuance	416,667	Common Stocks	0.0001	Yes	SOLIKA BH CORP	Cash	Restricted	Reg S
08/02/19	New issuance	833,333	Common Stocks	0.0001	Yes	AVDINCO LTD	Cash	Restricted	Reg S
08/02/19	New issuance	833,333	Common Stocks	0.0001	Yes	GO GO NETHANEL LTD	Cash	Restricted	Reg S
18/03/19	New issuance	1,666,666	Common Stocks	0.0001	Yes	YOMATAVA LTD	Cash	Restricted	Reg S
18/03/19	New issuance	1,666,666	Common Stocks	0.0001	Yes	PIM PODHORZER INVESTMENT & MANAGEMENT LTD	Cash	Restricted	Reg S
Shares Outstanding on <u>March 31, 2019</u>	<u>Ending Balance:</u> Common: 147,506,568 Preferred: 0								

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

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

The information below is in the best of Company knowledge:

- (1) A company under the control of Mr. Ben Yehuda who is a member of the board and CTO.
- (2) A company under the control of Eitan and Vivy Shmueli.
- (3) A company under the control of Mr. Amir Uziel.
- (4) A company under the control of Mr. Lavie Krasney.
- (5) A Company under the control of Mr. Kfir Zilberman.
- (6) A company under the control of Mr. Itzchak Shrem.
- (7) A company under the control of Advocates Amos Hachmon and Dor Hizkiya.
- (8) A company under the control of Mr. Reuven Marko.
- (9) A company under the control of Mr. Jack Dweck.
- (10) A company under the control of Mr. Doron Shorrer, who is a member of the Board of the Company.
- (11) A company under the control of Mr. Shai Chen.
- (12) A company under the control of Mr. Chaim Cohen.

**B. Debt Securities, Including Promissory and Convertible Notes**

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

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	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

\_\_\_\_\_

**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)<sup>4</sup>:

<sup>4</sup> 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: Shlomo Zakai  
Title: C.P.A  
Relationship to Issuer: CFO

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. Financial notes; and
- G. 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.

The Financial Statements for 03/31/2019 were posted on the OTCIQ on 05/19/2019

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")

Save Foods Inc. and its subsidiary in Israel, Save Foods Ltd (formerly Pimi Agro CleanTech Ltd. ("Save Foods Ltd" or the "Subsidiary"), develops, produces, and focuses on delivering innovative solutions for the food industry aimed at improving food safety and prolonging shelf life of fresh produce. Our products based on stabilized hydrogen peroxide are consumer and eco-friendly, and rapidly decompose to water and oxygen leaving no residues of toxicological concern on the produce. It also reduces the need for additional post-harvest applications.

The technology platform is based on a novel formulation of food additives and hydrogen peroxide. It sanitizes, cleans and controls both pathogens that make the produce unsafe for human consumption (e.g. Salmonella, Listeria, E.coli etc.) and those responsible for spoilage and decay of fruit and vegetables.

It is uniquely designed to provide superior control of bacterial and fungal decay causing microorganisms on fresh produce and on the relevant processing and packing infrastructure.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

N/A

- C. Describe the issuers' principal products or services, and their markets

SEE A. ABOVE

**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.

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.

- A. As of March 31, 2019 the Subsidiary leases executive offices in Israel on monthly basis from a shareholder of the Company. Commencing May 1st, 2019 the subsidiary leases offices in Tel Aviv Israel on a yearly basis.
- B. The Subsidiary leases a lab space in Kibutz Alonin on yearly basis.
- C. We received right of use of offices within the offices Earthbound LLC at 156 Fifth Avenue, 10<sup>th</sup> Floor, New York, NY 10010-7751 for the next 3 years for a fee of \$200 per month from one of the company’s shareholders.

**7) 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 regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Prof. Benad Goldwasser</u>	<u>Director and Chairman</u>	<u>Tel-Aviv, Israel</u>	<u>3,000,000</u>	<u>Common Stock</u>	<u>2.03%</u>	-
<u>Yaakov Perry</u>	<u>Director</u>	<u>Tel –Aviv, Israel</u>	<u>N/A</u>	<u>-</u>	<u>-</u>	-
<u>Doron Shorrer</u>	<u>Director</u>	<u>Jerusalem, Israel</u>	<u>1,385,881</u>	<u>Common Stock</u>	<u>0.94%</u>	<u>The shares are held by Shorrer International LTD, a company under the control of Mr. Doron Shorrer</u>
<u>Vered Raz Avayo</u>	<u>Director</u>	<u>Tel –Aviv, Israel</u>	<u>N/A</u>	<u>-</u>	<u>-</u>	<u>-</u>

<u>Nimrod Ben Yehuda Thur</u>	<u>Director, CTO and Control Person</u>	<u>Moshav Timrat, Israel</u>	<u>10,443,075</u>	<u>Common Stock</u>	<u>7.08%</u>	<u>The shares are held by Nir Ecoligoy LTD., a company under the control of Mr. Ben Yehuda</u>
<u>Dan Szybel</u>	<u>CEO</u>	<u>Raanana, Israel</u>	<u>333,333</u>	<u>Common Stock</u>	<u>0.23%</u>	<u>=</u>
<u>Shlomo Zakai</u>	<u>CFO</u>	<u>Givat Shmeul, Israel</u>	<u>N/A</u>	<u>=</u>	<u>=</u>	<u>=</u>

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons 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);

N/A

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;

N/A

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

N/A

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.

N/A

B. 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.

N/A

## 9) Third Party Providers

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

### Securities Counsel

Name: Shachar Hadar, Adv  
Firm: Meitar, Liquorink, Geva, Leshem Tal & Co.

Address 1: 16 Abba Hillel, St.  
Address 2: Ramat –Gan, Israel  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

#### Accountant or Auditor

Name: Ilanit Halperin, CPA  
Firm: Halperin CPA Financial, Consulting & Management  
Address 1: 30 HaArba'a St.  
Address 2: Tel Aviv, Israel  
Phone: +972-3- 9335466  
Email: Ilanit@Halperin-cpa.co.il

#### Investor Relations Consultant

Name: N/A  
Firm: N/A  
Address 1: N/A  
Address 2: N/A  
Phone: N/A  
Email: N/A

#### Other Service Providers

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

Name:  
Firm:  
Address 1:  
Address 2: Israel  
Phone:  
Email: EITAN@lipameir.co.il

Name: Eitan Shmueli, Advocate  
Firm: Lipa Meir & Co. Law Office  
Nature of Services: Legal  
Address 1: 2 Weizman St. Tel -Aviv  
Address 2: Israel  
Phone: +972-3-6070690  
Email: EITAN@lipameir.co.il

## **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).

The certifications shall follow the format below:

I, Dan Sztybel, CEO certify that:

1. I have reviewed this Annual Disclosure Statement of Save Foods 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.

05/19/2019 [Date]

"/s/ Dan Szybel [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

*Principal Financial Officer:*

I, Shlomo Zakai, CFO certify that:

1. I have reviewed this Annual Disclosure Statement of Save Foods 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.

05/19/2019 [Date]

"/s/ Shlomo Zakai [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")