

# KALAHARI GREENTECH, INC.

A Nevada Corporation

## Quarterly Report

June 30, 2013

**Item 1 Name of the issuer and its predecessor (if any):**

The exact name of the Issuer is Kalahari Greentech, Inc.

Name change history:

Formerly NextGen Bioscience, Inc. until 12-2008

Formerly Infrablue (US) Inc. until 10-2007

**Item 2 The address of its principal executive offices:**

235 Peachtree St. NE

Suite 400

Atlanta, Georgia 30303

Telephone number: 404-856-9157

Email: [kalaharigreentech@gmail.com](mailto:kalaharigreentech@gmail.com)

Investor Relations Contact: TBD

**Item 3 Security Information**

Security Symbol: KHGT

CUSIP Number: 483124103

Common Stock: 195,402,200 as of June 30, 2013

Preferred Stock: None

**A. Par or stated value for each class of securities outstanding.**

The authorized shares consists of 2,000,000,000 shares of common stock at par value of \$0.001 per share

**B. The number of shares or total amount of the securities outstanding for each class of securities authorized.**

As at:	June 30, 2013	September 30, 2012
Total Common Authorized:	2,000,000,000	2,000,000,000
Total Common Outstanding:	195,402,200	195,402,000
Free Trading:	21,600,822	21,600,822
Restricted:	173,801,378	173,801,378
Number of Shareholders of Record:	356	356

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

Action Stock Transfer Corp.  
2469 E. Fort Union Blvd.  
Suite 214  
Salt Lake City, Utah 84121  
Phone: (801) 274-1088  
Email: justblank2000@yahoo.com  
Action Stock Transfer Corp. is registered under the Exchange Act and is an SEC approved Transfer Agent. The regulatory authority of the Transfer Agent is the SEC

**Item 4 Issuance History**

During the three months ended March 31, 2012, the Company entered into an agreement with AGT American Silver and Gold, LLC hereinafter "AGT" to purchase of 100% of AGT's right, title and interest in and to the certain assets and sales (see Note 4 for details). As a result of this transaction, the following share activity occurred:

- i. On January 12, 2012 the Company issued 100,000,000 shares at par value (\$0.001) for a total of \$100,000 in assets of AGT.
- ii. On January 12, 2012 the Company canceled 254,000,000 previously issued shares that were deemed to have been issued without merit and ultimately invalid. As a result, the par value of \$254,000 was removed from Par and credited to Additional paid-in capital resulting in a \$0 net affect to equity.
- iii. On January 12, 2012 the Company authorized the issuance of 18,200,000 shares for services valued at \$0.0021 per share for a total value of \$38,220. During April, 2012, these shares were issued and removed from "Common stock payable"
- iv. On March 8, 2012 the Company canceled 5,000,000 previously issued shares that were deemed to have been issued without merit and ultimately invalid. As a result, the par value of \$5,000 was removed from Par and credited to Additional paid-in capital resulting in a \$0 net affect to equity.

On January 17, 2013 the former President and CEO Eric Maestre resigned and the aforementioned AGT asset purchase agreement was rescinded. Accordingly, the original 100,000,000 shares were canceled and all assets returned to AGT from the Company.

On January 17, 2013 the Company engaged David Kugelman as its new President and CEO and reissued the 100,000,000 shares to Mr. Kugelman as compensation valued at \$0.0001 per share or \$10,000.

**Item 5 Financial Statements**

- (i) The following interim financial statements are incorporated by reference.
  - Balance Sheet for December 31, 2012 and September 30, 2012
  - Statement of Income for the Three months ending December 31, 2012 and 2011
  - Statement of cash flows for the Period ended December 31, 2012 and 2011
  - Statement of changes in stockholders' equity as of December 31, 2012
  - Financial Notes as of December 31, 2012

## **Management's Discussion and Analysis of Financial Condition and Results of Operations.**

The following discussion and analysis should be read in conjunction with the financial statements and notes thereto included in this report. The statements contained in this report that are not purely historical are forward-looking statements which would include, but not be limited to, statements regarding our expectations, hopes, intentions or strategies regarding the future. Forward-looking statements include statements regarding: future product or product development; future research and development spending on our product development strategies, and are generally identifiable by the use of the words "may", "should", "expect", "anticipate", "estimates", "believe", "intend", or "project" or the negative thereof or other variations thereon or comparable terminology. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements (or industry results, performance of achievements) expressed or implied by these forward-looking statements to be materially different from those predicted. The factors that could affect our actual results include, but are not limited to, the following: general economic and business conditions, both nationally and in the regions in which we operate; competition's changes in business strategy or development plans; our inability to retain key employees; our inability to obtain sufficient financing to continue to expand operations; and changes in demand for products by our customers.

### **Plan of Operation**

Existing working capital, further advances and debt instruments, and anticipated cash flow are expected to be adequate to fund our operations over the next six months. We have no lines of credit or other bank financing arrangements. Generally, we have financed operations to date through the proceeds of the private placement of equity and debt instruments. In connection with our business plan, management anticipates additional increases in operating expenses and capital expenditures relating to possible development and marketing initiatives and working capital needs. We intend to finance these expenses with further issuances of securities, and debt issuances. Thereafter, we expect we will need to raise additional capital and generate revenues to meet long-term operating requirements. Additional issuances of equity or convertible debt securities will result in dilution to our current shareholders. Further, such securities might have rights, preferences or privileges senior to our common stock. Additional financing may not be available upon acceptable terms, or at all. If adequate funds are not available or are not available on acceptable terms, we may not be able to take advantage of prospective new business endeavors or opportunities, which could significantly and materially restrict our business operations.

### **Financial Outlook at the Nine Months ended June 30, 2013**

At the nine month period ended June 30, 2013, the Issuer had \$2,896,375 in assets consisting of intellectual property valued at \$2,845,655 net of \$1,075,843. As at the nine months ended June 30, 2013, the Issuer had liabilities in the amount of \$569,006 consisting of: (i) \$25,679 in loans from shareholders; (ii) \$96,497 in accounts payable; and (iii) \$25,332 in convertible notes payable. .

### **Results of Operations:**

During the three month period ending June 30, 2013, we generated \$0 in revenue versus \$394,581 for the same period prior year. Cost of goods sold for the three month period ending June 30, 2013 was \$0 compared to \$306,042 for the same period prior year. We incurred operating expenses of \$71,599 for the three month period ending June 30, 2013 with \$132,500 operating expenses for the same period prior year. Therefore, for the three month period ending June 30, 2013, we incurred a net loss from operations of (\$71,599) compared to a net loss of (\$43,962) for the same period prior year.

During the nine month period ending June 30, 2013, we generated \$15,295 in revenue versus \$499,362 for the same period prior year. Cost of goods sold for the nine month period ending June 30, 2013 was \$8,724 compared to \$359,424 for the same period prior year. We incurred operating expenses of \$223,220 for the nine month period ending June 30, 2013 with \$323,673 operating expenses for the same period prior year.

Therefore, for the nine month period ending June 30, 2013, we incurred a net loss from operations of (\$216,649) compared to a net loss of (\$183,735) for the same period prior year.

Our financial statements have been prepared on a going concern basis that contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business.

We will seek to obtain additional capital principally through the sale of our equity securities. The realization of revenues and satisfaction of liabilities in the normal course of business is dependent upon us ultimately obtaining profitable operations. However, no assurances can be given that we will be successful in these activities given the current state of our product development. Should any of these events not occur, the accompanying financial statements will be materially affected. We financed our operations through the sale of our common stock, the exercise of share purchase warrants, vendor credit, debt financing and convertible notes. Furthermore, we are dependent on investor capital and loans to meet our expenses and obligations. Although investor funds have allowed us to meet our obligations in the recent past, there can be no assurances that our present methods of generating cash flow will be sufficient to meet future obligations. Historically, we have, from time to time, been able to raise additional capital, but there can be no assurances that we will be able to raise additional capital in this manner. We do not believe that we will have sufficient cash to meet our short-term capital requirements, and there are no assurances that it will be able to raise sufficient funds to meet long-term capital needs. We may also seek alternative sources of financing, including more conventional sources such as bank loans and credit lines, although no assurances in this regard can be made. Further, the availability of any future financing may not be on terms that are satisfactory to us. From time to time, we may evaluate potential acquisitions involving complementary businesses, content, products or technologies. We have no present agreements or understanding with respect to any such acquisition. Our future capital requirements will depend on many factors, including growth of our business, the success of our operations, economic conditions and other factors including the results of future operations.

#### **Subsequent Events**

On July 24, 2013 the Company entered into an Settlement Agreement and Release with American Gold and Silver (“AGS”). The agreement issues a debt instrument of \$281,000 to AGS convertible into common stock at a fixed price of \$0.0005 per share. The debt is not convertible until it has been incurred for over one year. Most of this debt is already recorded on the Company’s balance sheet on June 30, 2013 as Notes payable.

The Company has evaluated events subsequent to the balance sheet date through the issuance date of these financial statements in accordance with FASB ASC 855 and has determined there are no additional events that would require adjustment to, or disclosure in, the financial statements

### **Item 6 Describe the Issuer’s Business, Products and Services**

#### **A. A description of the issuer’s business operations;**

The Issuer operates a hard asset brokerage and distribution business. The Issuer operates proven direct response advertising campaigns in a select target media mix. The Issuer acquires new customers daily from e-mail, direct mail and specialty target print media by subscription newspapers, magazines and internet marketing. The Issuer processes and ships orders. The Issuer then mails these new customers every month with an eight page catalog with different offers to create buying continuity with customers.

Management believes that the Issuer’s business is different, unique and much more cost effective than our competition in several ways. The Issuer only purchases special media (trade secret) which is significantly less than the card rate, giving the Issuer a significant operating cost advantage over our competition.

Our website [www.amsgcoin.com](http://www.amsgcoin.com) is designed to drive new customers to order when linked from any of our email advertisements. Organic search engine marketing has placed the Issuer on page one of Google with several key word phrases. The Issuer is multiplying this effort by buying more key word, which will grow the internet part of the Issuer's business. The Issuer plans to launch its own web-tv-ecom broadcast, which is similar to cable TV coin sales shows with continuous loop repetition on its channel.

**B. Date and State of Incorporation;**

The issuer is a Nevada corporation incorporated on April 5, 2005.

**C. The issuer's primary SIC code:**

Primary                      5900

**D. The issuer's fiscal year end date;**

Fiscal year end date is September 30.

**E. Principal products or services, and their markets;**

The Issuer operates a hard asset brokerage and distribution business. The Issuer operates proven direct response advertising campaigns in a select target media mix. The Issuer acquires new customers daily from e-mail, direct mail and specialty target print media by subscription newspapers, magazines and internet marketing. The Issuer processes and ships orders. The Issuer then mails these new customers every month with an eight page catalog with different offers to create buying continuity with customers.

The Issuer will begin to immediately distribute its 36 page digital coin catalog. Test results indicate the response is expected to be stronger than its monthly 8 page catalogs and should continue to deliver very good sales results. The Issuer will continue mailing its monthly 8 page catalog to its customers and is ready to launch monthly 500,000 catalog print runs for direct mail. The Issuer is engaged in research on the Spanish market in the United States. This product has never been offered in Spanish media in the United States and the Issuer has the ability to quickly translate all of its catalogs and offers to acquire Spanish speaking customers in the United States and abroad. Some items the Issuer offers are Morgan Silver Dollars, Buffalo Silver Rounds 1 oz 999 fine silver, \$2.5 Indians, \$5 Indians, \$10 Indians, \$20 ST. Gaudens and \$20 Liberties, all original United States legal tender, dated prior to 1933. The Issuer also offers gold and silver bullion, British Sovereigns, Swiss 20 Franc, French 20 Franc Roosters and many other coin and bullion items. The main root of the Issuer's business is that it appeals to the customer's serious concerns and fear of holding their wealth in paper U.S. Dollars vs. the safety and security of hard money gold and silver.

**Item 7 Issuer's Facilities**

The issuer does not lease a facility at this time.

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

**A.            Officers, Directors and Control Persons. In responding to this item, please provide the following information for each of the issuer's executive officers, directors, general partners and control persons, as of the date of this information statement.**

The Management of the Issuer is described in detail and incorporated herein by reference to financial statements filed with the pink sheets

**David Kugelman:** David Kugelman is the President of Atlanta Capital Partners, LLC, a private equity and investor relations consulting firm, and the Publisher of the small-cap stock newsletter, OTC Stock Review. Mr. Kugelman has been in the Investment industry since 1986 and has held the National Association of Securities Dealers Series 7, 24, 63, and 66 licenses, as well as the Certified Financial Manager designation. In the past, he has worked for Thomson McKinnon, Bear Stearns, and Merrill Lynch, as well as two regional Investment Banking Firms. In addition to managing investments for both individuals and corporate clients, Mr. Kugelman structured transactions servicing middle market institutional funds by providing corporate clients access to public financial markets including external funding, strategic alliances, restructurings, acquisitions, and business strategy formation.

At Merrill Lynch, Mr. Kugelman was a Financial Advisor and Investment Advisor Representative working mainly with middle market institutional funds, corporations, family offices and Defined Benefit plans. Acting in a financial advisory role, he specialized in retirement and estate planning, tax and asset strategies, philanthropic vehicles, and banking and lending services.

As President of Atlanta Capital Partners, LLC, Mr. Kugelman has provided strategic business planning and public relations services to a diverse number of small and large public and privately held companies. Atlanta Capital Partners, LLC takes a unique approach to investor relations by becoming an investor in a company. Drawing on more than 25 years of contacts in the investment industry, Mr. Kugelman has carefully built relationships worldwide with Retail Brokerage Firms, Investment Bankers, Analysts, Fund Managers, and Independent Investors by introducing them to undiscovered opportunities.

**Eric Maestre.** Eric Maestre was the past President/Chief Executive Officer, Secretary, Treasurer and sole member of the Board of Directors of the Issuer. Mr. Maestre resigned in February 2013.

**B.            Legal - Disclaimer History.**

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other misdemeanor 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 SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

*None.*

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

*None.*

### **C. Beneficial Shareholders**

The following tables set forth, as of April 10, 2012 contains certain information with respect to the Company's equity securities owned on record or beneficially by (a) each Officer and Director of the Company (b) each person who owns beneficially more than ten percent (10% for non-reporting issuers, 5% for reporting issuers) of each class of the Issuer's outstanding equity securities, and (c) and all Directors and Executive Officers as a group.

	Common Shares	Percentage (%)
Southeast Research Partners, LLC* 235 Peachtree St. NE Suite 400 Atlanta, Georgia 30303	100,000,000	51.176%
Total Affiliate Ownership	100,000,000	51.176%
Shares Outstanding	195,402,200	

- David Kugelman is the single member of Southeast Research Partners, LLC.

### **Item 9 Third Party Providers**

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

**1. Investment Banker:**

None.

**2. Promoters:**

None.

**3. Counsel:**

Owen Naccarato, Esq.  
Naccarato & Associates  
1100 Quail Street, Suite 100  
Newport Beach, CA 92660  
(949) 851-9261  
Owen@owenn.com

**4. Accountant or Auditor:**

Patrick Gonzales  
GA Consulting LLC  
535 Sixteenth Street  
Suite 820  
Denver, Colorado 80202

**5. Public Relations Consultant:**

None

**6. Investor Relations Consultant:**

None

**7. Advisory:**

None

**Item 10 Issuer Certifications**

I, David Kugelman, certify that:

1. I have reviewed this Initial Company and Disclosure Statement of Kalahari Greentech, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statements made, in light of the circumstances under which such statements were made not misleading with respect to the period(s) 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

The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief.

Dated this 19<sup>th</sup> day of August, 2013

KALAHARI GREENTECH INC.

By: /s/ David Kugelman

Name: David Kugelman

Position: President/CEO, Secretary, Treasurer & Director