Gooi Global, Inc

Current Report of Material Corporate Events
Date: 03/30/2016

Name of the issuer and its predecessors
Gooi Global, Inc.

Predecessors
DomiKnow, Inc., December 18, 2012
Liberty Technologies, Inc., September 24, 2009
Ridgecrest Healthcare Group, Inc., October, 17, 2005

Address of the issuer's principal executive offices
1901 Bell Avenue
Suite #4
Des Moines, IA 50315
Phone: 515-313-0580

IR Contact
Same as above

Security Information
Trading Symbol: GOOI
Common Stock of Securities Outstanding
CUSIP: 38259Y 103

Note: Please see disclosures below regarding changes to the number of shares of common stock outstanding and other securities outstanding.

Transfer Agent
Name: VStock Transfer, LLC
18 Lafayette Place
Woodmere, NY 11598
212-828-8436

The Transfer Agent is registered under the Exchange Act.

Overview of the Disclosures Regarding Material Corporate Events:
Since August 2014, Gooi Global, Inc. (the "Company") has undertaken a significant transformation of its business model and strategic direction, financing structures, management team, and has launched a new subsidiary, Gooi Mortgage, Inc., that is producing revenues. While some of the final and ongoing transactions and events involved in this restructuring were previously disclosed in the Company's prior quarterly and annual reports, the purpose of this report is to provide a summary of the following restructuring transactions and events, as well as additional supplemental disclosures:

1. Change of control of the Company;
2. Stock transactions with officers, directors and affiliates;
3. Changes in the aggregate outstanding shares of capital stock of the Company;
4. Financing of Company operations;
5. Changes in officers and directors of the Company;
6. Changes in the fundamental business model and strategic direction of the Company, which have resulted in the Company's current model of operations as a Financial Services Holding Company; and
7. Ongoing negotiations to unwind certain complex private placements of the Company's securities which are based on certain stock performance measures.

Despite these restructuring events and transactions, the Company remains wholly dependent on the willingness of certain officers and directors to continue to provide debt financing to the Company for Company growth, either directly or through entities that they control, as the Company has been unable

to source alternative financing to fund its plans. Further, the Company's financial holding company business model charts a new strategic direction for the Company, the success of which is indeterminate at this time, especially as the Company's continuing negotiations to unwind those certain private placement transactions mentioned above and described in further detail below remain a focus of Company management.

Nevertheless, management believes that the Company is better positioned now to carry out its business plans and operations than at any time over the past 18 months due to the Company's improved balance sheet, a focused strategic direction, and restructured financing.

Organization History and Background

As previously disclosed in the Company's periodic and annual reports published through the OTC Disclosure & News Service, the Company (then known as DomiKnow, Inc.) faced a solvency crisis in the summer of 2014 due to insufficient working capital, significant current liabilities, and inability to secure additional debt or equity investment capital. As a result, on August 20, 2014, the Company was forced to discontinue operations of its internet and social media marketing business. At that time, management began an internal financial and strategic review of the Company's business operations and strategies. As a result of this review, management and the board of directors determined that the Company's prior lines of business were no longer viable and that it was necessary to revise the Company's fundamental business model and develop a new strategic direction.

On October 14, 2014, the Company's board of directors took the following actions relative to restructuring the Company:

- Approved and agreed to complex separation agreement with the Company's former Chief Executive Officer, John Stokka, wherein Mr. Stokka and his family members would sell to the Company all of the common shares owned by Mr. Stokka and his family members and settlement of any severance or pay accrued and owed to Mr. Stokka;
- Approved the terms of debt financing from K-4 Enterprises, LLC ("K-4 Enterprises"). K-4 Enterprises is controlled by its member Mike Kemery. Mr. Kemery was then and at all relevant times the Chairman of the Company's board of directors, a shareholder and creditor of the Company.
- Authorized Mark White to negotiate with creditors, including the IRS, to resolve outstanding current liabilities. At the time, Mr. White was serving as the Company's Chief Financial Officer and presently serves as the Company's Chief Executive Officer;
- Authorized Mr. White to negotiate with the nine affiliated international investors (the "Ferme Investors") to unwind a 2013 private placement of 295,200 shares of the Company's Series A Preferred Stock for approximately $9.0 million, in which the release of the proceeds was based on certain stock performance measures (the "Ferme Private Placement");
- Authorized Mr. White to negotiate with The Grieg Companies, Inc., an unrelated investor to provide equity financing as replacement for the Ferme Private Placement; and
- Authorized Mr. White to begin the process of repositioning the future direction of the Company.

On December 1, 2014, as a result of negotiations with K-4 Enterprises, the Company executed a promissory note in favor of K-4 Enterprises in the original principal sum of $1.5 million, securing debt financing to facilitate the Company's restructuring of its existing financing and liabilities and chart a new strategic direction and business model as a holding company investing in small and start-up businesses. Further, as a cumulative consequence of the restructuring transactions, an agreement to pass effective

control to K4 Enterprises was executed on April 23, 2015, when it acquired 500,000 shares of the Company's Series C Preferred Stock. The Series C Preferred Stock carry a super voting preference of 100 to 1, which means each share of Series C Preferred Stock votes the equivalent of 100 shares of common stock.

The following sections update the current information on certain sales of the Company's capital stock, changes in beneficial ownership and control of the Company, and changes in the aggregate outstanding shares of the Company's capital stock. Additionally, the following disclosure supplements prior disclosure regarding the status of the Company's lines of credit, changes in management and directors, and the strategic direction the Company expects to take going forward.

Section 1 – Sales of Equity Securities; Changes in Control of the Issuer and Affiliate, Officer, and Director Stock Transactions

Sales of Securities to Affiliates, Officers, and Directors

As stated above and in our prior periodic and annual reports published through the OTC Disclosure & News Service, effective as of April 23, 2015, voting control of the Company passed from John Stokka, the Company's former CEO, to K4 Enterprises.

This change in control was the culmination of a series of complex private placement share transactions that occurred over the course of 18 months, which included:

- The Company's repurchase of the aggregate common stock holdings of Mr. Stokka and his beneficiaries;
- The Company's repurchase of 500,000 shares of the Company's Series C Preferred Stock from Mr. Stokka;
- The issuance and sale by the Company of 500,000 shares of Series C Preferred Stock to K4 Enterprises;
- The issuance and sale by the Company of 9,000,000 shares of common stock to K4 Enterprises; and
- The issuance and sale by the Company of 1,000,000 shares of common stock to Mr. White; and
- The acquisition of 294,510 shares of common stock by John Krohn.

These above stock transactions are described in more detail below.

Stock Transactions with Mr. Stokka.

On October 14, 2014, as part of a stock purchase, separation and release agreement executed by Mr. Stokka and the Company (the "Separation Agreement") in connection with Mr. Stokka's separation from the Company, the Company agreed to repurchase all of the 16,889,654 shares of common stock owned by Mr. Stokka and his family members and the 500,000 shares of Series C Preferred Stock owned by Mr. Stokka and settled outstanding severance and accrued pay owed to Mr. Stokka. Pursuant to the Separation Agreement, the aggregate purchase price for the shares of common stock was $362,799, of which $65,000 was paid at closing of the transaction and balance was subject to a zero interest promissory note executed by the Company in favor of Mr. Stokka. As of the date of this current report, the balance remaining on the promissory note to Mr. Stokka is $157,000, is current, and all 16,889,654 shares of common

stock previously held by Mr. Stokka and his family members have been cancelled and are no longer outstanding.

On April 23, 2015, the Company reacquired the 500,000 shares of Series C Preferred Stock from Mr. Stokka at a purchase price of $0.0002 per share and immediately following such acquisition, reissued and sold the 500,000 shares of Series C Preferred Stock to K-4 Enterprises at a purchase price of $0.0002 per share, resulting in $0 net proceeds to the Company for these share transactions. The acquisition of the Series C Preferred Stock from Mr. Stokka and sale of Series C Preferred Stock to K-4 Enterprises were contemplated by and executed as part of the Separation Agreement with Mr. Stokka and in contemplation of a larger private placement with The Greig Companies, Inc. for an equity line of credit financing for over $5,000,000 described in further detail below. As a result of this stock transaction, voting control of the Company was transferred from Mr. Stokka to K4 Enterprises.

Stock Transactions with K-4 Enterprises.
As described above, on April 23, 2015, K-4 Enterprises purchased 500,000 shares of the Company's Series C Preferred Stock from the Company.

On October 26, 2015, the Company executed a stock purchase agreement with K-4 Enterprises, pursuant to which the Company issued and sold 9,000,000 shares of common stock of the Company to K-4 Enterprises at a purchase price of $0.02 per share, for aggregate purchase price of $180,000. K-4 Enterprises paid the full purchase price at closing of the stock transaction, resulting in aggregate proceeds to the Company of $180,000.

Stock Transaction with Mr. White
On March 26, 2015, the Company executed a stock purchase agreement with Mr. White, pursuant to which the Company issued 1,000,000 shares of common stock to Mr. White at a purchase price of $0.02 per share, for aggregate purchase price of $20,000. Pursuant to the stock purchase agreement, the Company credited a $20,000 cash bonus due and owing from the Company to Mr. White towards the payment of the purchase price. The cash bonus was awarded to Mr. White for his services to the Company in its restructuring efforts.

Stock Transaction with Mr. Krohn
On March 24, 2016, Mr. Krohn, a member of the Company's board of directors, completed the acquisition of 294,510 shares in a private market transaction valued at $.10 per share.

Beneficial Ownership of Issuer Securities by Officers, Directors, and Affiliates and Control Persons

Name	Position	Age	Beneficial Holdings - Common Stock	Percent	Series C Preferred Stock Holdings
Mike Kemery	Chairman/Director	56	9,400,000*	2.3%	
Mark White	CEO/Director	56	1,001,100	5.8%	
Brian Baltutat	Director	36	705,216	4.1%	
Jeff Jensen	Director	55			
Mark Egly	Director	60	507,761	2.9%	
John Krohn	Director	57	815,153	3.7%	
K-4 Enterprises, LLC	Control Entity		9,000,000	51.9%	500,000 (100%)

* This includes 9,000,000 shares of common stock owned by K-4 Enterprises, LLC, of which Mr. Kemery is the controlling principal and an owner.

Identification of Beneficial Holders Owning or Controlling More than 10% of Company's Common Stock

K4 Enterprises, LLC
Control Person: Mike Kemery
Address: 317 6th Avenue, Suite #700, Des Moines, IA 50309
Registered Agent: BrownWinnick Law Firm, 666 Grand Avenue, Des Moines, IA 50309

Changes in the Issuer's Aggregate Outstanding Capital Stock

The transactions described in this Section 1 have resulted in a reduction of the Company's outstanding shares of common stock by 6,889,654 shares, resulting in reverse dilution to common shareowners of over 25%.

As a result of the stock transactions with Mr. Stokka, K-4 Enterprises, Mr. White and Mr. Krohn described above, the Company's aggregate issued and outstanding shares of common stock were reduced by 6,889,654 shares and K4 Enterprises, LLC controls 51.9% of the Company's issued and outstanding shares of common stock. As a result of the stock transactions with Mr. Stokka and K-4 Enterprises described above, the Company's aggregate issued and outstanding shares of Series C Preferred Stock remains at 500,000 shares, all of which are owned and controlled by K-4 Enterprises.

Status of Private Placement Financing Transactions with Ferme Investors and The Grieg Companies, Inc.

As previously disclosed in our prior periodic and annual reports published through the OTC Disclosure & News Service, the Company (then known as DomiKnow, Inc.) entered into a Memorandum of Terms in 2013 (the "2013 MOT") for a private placement of the Company's shares of Series A Preferred Stock and certain related transaction agreements with a group of affiliated international investors (the "Ferme Investors") (the "Ferme Private Placement") and subsequently in February 2015, entered into Memorandum of Terms (the "2015 MOT") for a private placement of the Company's shares of common stock and warrants and certain related transaction agreements with The Grieg Companies (the "2015 MOT") (the "Greig Private Placement").

<u>The Ferme Private Placement</u>

Under the terms of the 2013 MOT and its related transaction agreements, the Company issued and sold 295,200 Units to the Ferme Investors for approximately $9.0 million. The Units were comprised of shares Series A Preferred Stock, which were convertible into shares of the Company's common stock, and warrants to purchase shares of the Company's common stock.

Under the terms of the unit subscription agreements and account management agreements executed with the Ferme Investors pursuant to the terms of the 2013 MOT, the purchase price for the Units and the certificates for the shares Series A Preferred stock was placed in restricted accounts controlled by the account intermediary designated under the account management agreements. The unit subscription agreements and account management agreements were executed as part of the related transaction agreements required under the terms of the 2013 MOT. As set forth in the 2013 MOT, the proceeds of the sale of the Units are to be released to

the Company and the shares of Series A Preferred Stock would be converted into shares of common stock in periodic installments pursuant to a schedule approved by the Company and the Ferme Investors in the account management agreements based on the Company's achievement of certain stock performance measures based on share trading volumes at or above a minimum bid price. Upon conversion into shares of common stock, the transaction equated to an average price of $0.3060 per share of common stock. Under the terms of the 2013 MOT and related agreements, the Ferme Investors may not request a return of the purchase price of the Units without the agreement of the Company and the Company may not request to unwind or alter the 2013 MOT transactions without the agreement of the Ferme Investors.

In February 2015, the Company's Board of Directors determined that the stock performance measures approved by the Company and the Ferme Investors that governed the release of the proceeds of the sale of the Units was not feasible for the foreseeable future and that the 2013 MOT transactions were no longer in the best interest of the Company or its shareholders. As a result, the Company sought replacement equity financing on better terms.

The Greig Private Placement

In late 2014 and early 2015, the Company commenced negotiations with The Grieg Companies, Inc. to provide such financing. The Grieg Companies, Inc. is controlled by its principal Jason "J." Greig, who is also the principal of Catwalk Capital, LLC, a consultant that advised the Company during its negotiations with the Ferme Investors for the 2013 MOT. The replacement equity financing with The Grieg Companies, Inc. was signed on February 27, 2015 and memorialized by the 2015 MOT. Pursuant to the 2015 MOT, the Company agreed to sell 5,000,000 shares of common stock to The Grieg Companies, Inc. The shares underlying the transaction were to be deposited into a trust account and to be issued subject a put/call schedule establishing a specific vesting price triggering exercise of the puts and calls. The vesting price is based on certain stock performance measures. These shares were to be held by an intermediary and not issued until each put/call is exercised. Under the terms of the 2015 MOT, the Company cannot place a put in excess of 50,000 shares in any one transaction and may only place puts on these shares if the trading price for the Company's shares of common stock is in excess of the vesting price, thereby limiting the effects of dilution on the common shares. Similarly, The Grieg Companies, Inc. is subject to the same restrictions on calls. As part of this agreement, the Company also agreed to issue 50,000,004 warrants to Catwalk Capital, Inc. at 12 price levels representing 4,166,667 shares each and an average warrant price of $3.96. These warrants were issued on July 9, 2015. These warrants are also subject to a put/call agreement at an average vesting price based certain stock performance measures.

The Unwinding of the Ferme and Greig Private Placements

One of the conditions to the share and warrant transaction contemplated the 2015 Private Placement was that the previous 2013 MOT and related share transactions be unwound. As of August 2015, the 2013 MOT and related private placement transactions had yet to be unwound. As a result, the Company's board of directors authorized Mr. White to negotiate the terms of a "break –up" agreement with the Ferme Investors and The Grieg Companies, Inc., terminating all stock and related transactions contemplated by the 2013 MOT and Ferme Private Placement and 2015 MOT.

In October 2015, the Company commenced negotiation and drafting of documents to unwind the 2013 MOT and 2015 MOT, the stock and related transactions contemplated by those agreements and to terminate the Company's relationship with the parties to those agreements. Due to extended negotiations over document language and specific terms, those negotiations remain ongoing. Though management expects an amicable conclusion to those negotiations, it is possible that they may be subject to litigation should the parties not agree to final terms, definitive documents, and/or fail to fulfill their obligations under the final definitive documents. It is also possible that extended negotiations and/or litigation will impair the Company's ability to raise further operational and investment capital to continue operations.

Once the break-up and unwinding the 2013 MOT and Ferme Private Placement is complete, the shares of the Series A Preferred Stock previously issued to the Ferme Investors and held in the restricted accounts by the intermediary will be cancelled and no longer outstanding. Further, at that time, the Company expects that the approximately $9.0 million recorded as restricted cash related to the sale of Units under the 2013 MOT and Ferme Private Placement to be cancelled.

Section 2 – Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of an Issuer

As previously disclosed above and in the Company's periodic and annual reports published through the OTC Disclosure & News Service, on December 1, 2014, the Company arranged for a $1.5 million unsecured line of credit with K-4 Enterprises at an interest rate of 6.75%, evidenced by a promissory note executed by the Company in favor of K-4 Enterprises. The proceeds of this line of credit were used by the Company to facilitate the Company's restructuring of its existing financing and liabilities and chart a new strategic direction and business model. On February 25, 2015, the Company negotiated and secured a new increased unsecured line of credit with K4 Enterprises to an aggregate principal amount of $3.0 million at an interest rate of 6.75%, and a portion of the principal amount of the new line of credit would be used to pay-off the December 2014 note which was overdrawn. The new $3.0 million unsecured line of credit was evidenced by a new promissory note executed by the Company in favor of K-4 Enterprises and the prior December 2014 note was cancelled. The new unsecured line of credit financing with K-4 Enterprises enabled the Company's management team to negotiate workout arrangements with all of the Company's creditors, resulting in significant reductions in current and contractual liabilities outside of shareholder related loans and promissory notes.

As of February 23, 2016, the Company had overdrawn the $3.0 million line of credit with K-4 Enterprises by approximately $1.7 million. As a result, the Company, on February 23, 2016, the Company executed an new promissory note in favor of K-4 Enterprises, with interest at 6.75%, the principal amount of which was used to refinance the amounts advanced in excess of the $3.0 million line of credit with K-4 Enterprises.

Additionally, on February 23, 2016, as the Company required additional funding to continue its operations, an additional promissory note was executed by the Company in favor of K-4 Enterprises, LLC for an additional secured line of credit financing in amount up to $650,000 with interest on amounts advanced at 6.75%.

In connection with this subsequent $650,000 line of credit, the Company granted a security interest to K-4 Enterprises in the shares of stock of Gooi Mortgage, Inc. and Bell Metrix, Inc. held by the Company.

Each of Gooi Mortgage, Inc. and Bell Metrix, Inc. are subsidiaries of the Company of which the Company is the majority controlling shareholder. The Company currently holds 88% of the outstanding shares in Gooi Mortgage, Inc., through its ownership of shares of Series A Preferred Stock and Series C Preferred Stock of Gooi Mortgage, Inc.

Section 3 – Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

As previously disclosed in the Company's press release dated March 26, 2016, Mark White and Barry M. Adams resigned as the Company's Chief Executive Officer and Chief Operating Officer, respectively, to pursue other business interests. The board of directors has appointed Mike Kemery to serve as interim Chief Executive Officer until a search for a permanent replacement is completed. Mr. Kemery will continue to serve as the Company's Chairman of the board of directors during this interim period. Mr. White and Mr. Adams have been retained as special advisors to the CEO during the transitional period until the search for a replacement CEO is completed.

Additionally, subsequent to the March 26, 2016 press release, Cris Grunewald has resigned from the board of directors on February 17, 2016, with such resignation effective immediately.

Section 4 – Other Events

Strategic Direction of the Company

As previously disclosed, the board of directors decided in October 2014 to embark on a new direction for the Company, strategically repositioning the Company as a holding company of small and start-up businesses. Since that time, this new direction has further evolved and in March 2015, the Company adopted a public venture capital firm business model and further restructured its operations accordingly.

The company's first investment as a public venture capital firm was the acquisition of controlling interest in Gooi Mortgage, Inc. Gooi Mortgage, Inc. is a start-up company that provides mortgage fulfillment services to small and medium sized financial institutions. Based on Gooi Mortgage, Inc.'s relatively rapid four-month launch from start-up to revenue production, its mortgage underwriting licensing approval in 17 states, and its expanding network of mid-sized lending customers (57 current clients, with an additional 101 contracts tendered to potential clients), the Company's management team and board of directors determined it was in the best interests of the Company to focus its to investments in companies that solved problems for mid-sized financial institutions and intermediaries through the provision of innovative products and services and position itself as a Holding Company of such firms.

In the opinion of management, this focus on targeted investment in companies providing solutions to mid-sized financial institutions and intermediaries will allow the Company to optimize its resources.

Section 5 - 2015 Annual Report

On March 30, 2015, the company published a Late Filing Notice with OTC markets. The late filing request is unrelated to the events published in these Supplemental Disclosures. The company expects to file its annual report for the period ending December 31,2015 on or before April 14, 2016.

March 31, 2016

/s/Mark White
Mark White, CEO, Gooi Global, Inc.

Safe Harbor Statement

This current report of material corporate events contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These forward-looking statements are based on the current plans and expectations of the Company's management and are subject to a number of uncertainties and risks that could significantly affect the Company's current plans and expectations, as well as future results of operations and financial condition. Readers should not place undue reliance on any forward-looking statements and recognize that the statements are not predictions of actual future results, which could and likely will differ materially from those anticipated in the forward-looking statements due to risks and uncertainties, including those described the annual and period reports and other documents published by the Company through the OTC Disclosure & News Service. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.