

CRITIC CLOTHING, INC.

ISSUER DISCLOSURE STATEMENT

For the three (3) months ended September 30, 2016

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

Critic Clothing, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 457 Route 25A

#78 Address 2: Mount Sinai

Address 3: NY 11776

Phone: 631-333-1600

Email: asimione@criticclothing.com

Website(s): www.criticclothing.com

IR Contact

Address 1: 457 Route 25A

#78 Address 2: Mount Sinai

Address 3: NY 11776

Phone: 631-333-1600

Email: asimione@criticclothing.com

Website(s): www.criticclothing.com

3) Security Information

Trading Symbol: CRTC

Exact title and class of securities outstanding: Common

CUSIP: 226749109

Par or Stated Value: \$0.001

Total shares authorized: 5,000,000,000

as of: 9/30/16

Total shares outstanding: 1,114,751,272

as of: 9/30/16

Transfer Agent

Name: Transfer OnLine.

Address 1: 512 SE Salmon Street

Address 2: Portland

Address 3: OR 97214

Phone: 503-227-2950

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

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

List any restrictions on the transfer of security: NONE

Describe any trading suspension orders issued by the SEC in the past 12 months: NONE

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months: NONE

4) Issuance History

For the past Three (3) months, no issuances have taken place.

5) Financial Statements

* See Financial Statements below

CRITIC CLOTHING, INC.
Consolidated Balance Sheet (unaudited)
For The Three (3) Months Ended September 30, 2016 & 2015

	3 Months ended September 30, 2016 (unaudited)	3 Months ended September 30, 2015 (Unaudited)
Current Assets		
Cash and cash equivalents	2,983	1,030
Other current assets	0	0
Total current assets	2,983	1,030
Property, Plant and Equipment (PP&E)	0	0
Goodwill	110,000	110,000
Intangible assets	70,000	70,000
Other assets	0	0
Total assets	182,983	181,030
Current Liabilities		
Accounts payable	0	499
Convertible Debt	-390,000	690,285
Total current liabilities	-390,000	690,784
Total liabilities	-390,000	690,784
Shareholders' Deficit		
Preferred Shares, par value \$0.001 per share, 5,000,000 Authorized; 2,000,000 Issued and outstanding respectively	-200	-200
Common Shares, par value \$0.001 per share, 5,000,000,000 Authorized; 1,114,751,272 & 1,114,751,272 Issued and outstanding respectively	-1,114,751	-1,114,751
Additional Paid In Capital	0	0
Accumulated Deficit	-1,321,968	-243,137
Total Shareholders' Equity (Deficit)	-207,017	871,814
Total liabilities and shareholders' Equity	182,983	181,030

See accompanying notes to financial statements.

CRITIC CLOTHING, INC.
Statement of Operations (unaudited)
For The Three (3) Months Ended September 30, 2016 & 2015

	3 Months Ended September 30, 2016 (unaudited)	3 Months Ended September 30, 2015 (unaudited)
REVENUES	1,338	1,531
COST OF SALES	-297	0
GROSS PROFIT	1,041	1,531
Selling, General and Administrative	0	-10,243
INCOME(LOSS) FROM CONTINUING OPERATIONS	1,041	-8,712
OTHER INCOME(EXPENSE):		
Interest Expense	0	0
TOTAL OTHER INCOME(EXPENSE):	0	0
NET INCOME (LOSS) BEFORE PROVISION FOR INCOME TAXES	1,041	-8,712
Provision for income taxes	0	0
NET INCOME(LOSS)	1,041	-8,712
Weighted-average common shares outstanding- diluted	1,114,751,272	1,114,751,272
Income (Loss) per share – basic and diluted	0	0

See accompanying notes to financial statements.

CRITIC CLOTHING, INC.
Statement of Cash Flows (unaudited)
For The Three (3) Months Ended September 30, 2016 & 2015

	3 Months Ended September 30, 2016 (unaudited)	3 Months Ended September 30, 2015 (unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	1,041	-8,712
Adjustments to reconcile loss to Net cash provided by		
Operating activities	0	0
Common stock issued as compensation	0	0
Changes in assets and liabilities:		
(Increase) decrease in accounts payable	0	0
Net cash used in investing Activities	0	0
Net Cash flows from operating activities	1,041	-8,712
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from investment activities	0	0
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from common stock issuance	0	0
Proceeds from loans from shareholders	0	0
Total cash flows from financing activities	0	0
Increase in cash and equivalents	1,041	-161
Cash and cash equivalents at beginning of Period	1,942	1,191
Cash and cash equivalents at end of Period	2,983	1,030

See accompanying notes to financial statements.

CRITIC CLOTHING, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE THREE (3) MONTHS ENDED SEPTEMBER 30, 2016

NOTE 1 - ORGANIZATION AND OPERATIONS

Organization

Critic Clothing, Inc. (the “*Company*”) was incorporated under the laws of the State of Nevada on August 24, 1995. The Company works largely with robotic technologies and their development. The Company operates two unique subsidiaries, DR Robot and Visisys. Visisys was an innovative developer in the robotics industry with research and development departments who are looking to create visual intelligence systems with a unique edge. In December of 2012 the company decided to end the reverse merger with Visisys, its subsidiary corporation. On 6/30/2014, the company acquired 100% of Critic Clothing, Inc., an extreme sports apparel design and manufacturing company, and the CEO of Critic Clothing, Alec Simione was appointed to the position of sole board member of Critic Clothing, Inc. as well. On 11/4/2015 the company was approved for a name and symbol change by FINRA, Changing its name from Evader, Inc. to Critic Clothing, Inc., and its symbol from EVDR to CRTC.

NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation:

The consolidated financial statements include the accounts of the Company. All significant inter-company accounts and transactions have been eliminated in consolidation.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents:

For financial statement presentation purposes, short-term, highly liquid investments with original maturities of three months or less are considered to be cash equivalents. The Company maintains its cash accounts at several financial institutions, which at times may exceed the insurable FDIC limit, but management believes that there is little risk of loss.

Comprehensive Income:

ASC Topic 220 (SFAS No. 130) establishes standards for reporting comprehensive income and its components. Comprehensive income is defined as the change in equity during a period from transactions and other events from non-owner sources. Per the consolidated financial statements, the Company has purchased available-for-sale securities that are subject to this reporting.

Other-Than-Temporary Impairment:

All of our non-marketable and other investments are subject to a periodic impairment review. Investments are considered to be impaired when a decline in fair value is judged to be other-than-temporary. When events or changes in circumstances indicate that long-lived assets other than goodwill may be impaired, an evaluation is performed to determine if a write-down to fair value is required. When an asset is classified as held for sale, the asset's book value is evaluated and adjusted to the lower of its carrying amount or fair value less cost to sell. In addition, depreciation and amortization ceases while it is classified as held for sale.

The indicators that we use to identify those events and circumstances include:

- The investee's revenue and earnings trends relative to predefined milestones and overall business prospects;
- The general market conditions in the investee's industry or geographic area, including regulatory or economic changes;

- Factors related to the investee's ability to remain in business, such as the investee's liquidity, debt ratios, and the rate at which the investee is using its cash; and
- The investee's receipt of additional funding at a lower valuation. If an investee obtains additional funding at a valuation lower than our carrying amount or a new round of equity funding is required for the investee to remain in business, and the new round of equity does not appear imminent, it is presumed that the investment is other than temporarily impaired, unless specific facts and circumstances indicate otherwise.

Revenue and Cost Recognition:

The Company applies paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured. The Company also receives shares in certain companies for providing capital and investment services. Therefore when this type of income is recognized, the benefits are accrued as the wages are earned. Less than five percent of our revenue comes from permanent placements where the Company earns and accrues the revenue 30 days after a client hires an employee full time on their payroll as per the Company's hire agreement. The Company's only expense on this work is commissions, which are accrued and payable when the revenue is earned.

Investments:

Marketable securities are classified as available-for-sale. Accordingly, they are carried at fair value with unrealized gains and losses reported, net of deferred income taxes, in accumulated other comprehensive income, a separate component of stockholder's equity.

Allowance for Doubtful Accounts:

The Company establishes an allowance for doubtful accounts through a review of several factors, including historical collection experience, current aging status of the customer accounts and the financial condition of the customers.

Fixed Assets:

Fixed assets are reported at cost less accumulated depreciation, which is generally provided on the straight-line method over the estimated useful lives of the assets. Upon sale or retirement of an asset, the related costs and accumulated depreciation are removed from the accounts and any gain or loss is recognized.

Reclassifications:

Certain reclassifications have been made to prior year balances to conform to the current year's presentation only in such cases where the impact in the prior year's financials would have been immaterial to that period.

Financing Fees:

Financing fees are being amortized over the life of the related liability on the straight-line method which is not materially different than using the effective interest method.

Goodwill and Intangible Assets Arising from Acquisitions:

The reported amounts of goodwill for each business-reporting unit are reviewed for impairment on an annual basis and more frequently when negative conditions such as significant current or projected operating losses exist. The annual impairment test for goodwill is a two-step process and involves comparing the estimated fair value of each business-reporting unit to the business-reporting unit's carrying value, including goodwill. If the fair value of a business-reporting unit exceeds its carrying amount, goodwill of the business reporting unit is not considered impaired, and the second step of the impairment test is unnecessary. If the carrying amount of a reporting unit exceeds its fair value, the second step of the goodwill impairment test would be performed to measure the amount of impairment loss to be recorded, if any.

Evaluating Impairment of Long-lived Assets:

When events or changes in circumstances indicate that long-lived assets other than goodwill may be impaired, an evaluation is performed. For an asset classified as held for use, the estimated future undiscounted cash flows associated with the asset are compared to the asset's carrying amount to determine if a write-down to fair value is required. When an

asset is classified as held for sale, the asset's book value is evaluated and adjusted to the lower of its carrying amount or fair value less cost to sell. In addition, depreciation and amortization ceases while it is classified as held for sale.

Net Loss Per Share:

Net loss per common share is computed using the weighted average number of common shares outstanding. Diluted earnings per share (EPS) includes additional dilution from common stock equivalents, such as stock issuable pursuant to the exercise of stock options and warrants. Common stock equivalents are not included in the computation of diluted earnings per share when the Company reports a loss because to do so would be anti-dilutive.

Income Taxes:

The Company recognizes the amount of taxes payable or refundable for the year. In addition, deferred tax assets and liabilities are recognized for the expected future tax consequences of events that have been recognized in the financial statements or tax returns. A valuation allowance is provided for deferred tax assets if it is more likely than not that these items will not be realized.

Recently Issued Accounting Pronouncements:

The Company continually assesses any new accounting pronouncements to determine their applicability to the Company. Where it is determined that a new accounting pronouncement affects the Company's financial reporting, the Company undertakes a study to determine the consequence of the change to its financial statements and assures that there are proper controls in place to ascertain that the Company's financials properly reflect the change. The Company currently does not have any recent accounting pronouncements that they are studying and feel may be applicable.

NOTE 3- ACCOUNTS RECEIVABLE

The company currently has no open receivables. Since products are sold online, they are paid for and funds collected before the item ships.

NOTE 4- ACQUISITIONS AND INTANGIBLES

The company has not engaged in any acquisitions throughout the period.

Intangible assets consist of the following:

	<u>9/30/16</u>	<u>9/30/15</u>
Trademarks	\$ 70,000	\$ 70,000
Software	0	0
Intangible Assets, Net	70,000	70,000
Goodwill	\$ 110,100	\$ 110,100
Less: impairment	0	0
Goodwill, Net	\$ 110,100	\$ 110,100

NOTE 5- CONVERTIBLE PROMISSORY NOTES

As of the date of this information statement, The Company owes a total of \$390,000 in notes payable. These convertible debt notes convert to common shares, at a discount to the current market price. This market price is calculated using an average of the lowest closing bids over a period of trading days prior to conversion or at the time of origination of the loan. This allows for a variable conversion price that will convert into a fair amount of common shares based on current market price. A full list of open notes is as follows:

Debtor	Date originated	Amount
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Global Media Online	9/1/15	\$100,000.00
Global Media Online	9/15/14	\$90,000.00
Business Direct	5/13/10	\$100,000.00
Online Business Services	8/15/13	\$100,000.00

NOTE 6- RELATED PARTY TRANSACTIONS

None

NOTE 7- GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has limited operating history and has incurred operating losses, insufficient working capital on hand and accumulated deficits to date. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management believes that the Company's capital requirements will depend on many factors including the success of the Company's development efforts and its efforts to raise capital. Management also believes the Company needs to raise additional capital for working capital purposes. There is no assurance that such financing will be available in the future. The conditions described above raise substantial doubt about our ability to continue as a going concern. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 8- COMMITMENTS AND CONTINGENCIES

The Company currently has no commitments or contingencies.

NOTE 9- DISCONTINUED OPERATIONS

The company has not discontinued any operations throughout the period.

NOTE 10- INCOME TAXES

Deferred income tax assets and liabilities are computed annually for differences between financial statement and tax bases of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. Income tax expense is the tax payable or refundable for the period plus or minus the change during the period in deferred tax assets and liabilities.

On an interim basis, the Company has a net operating loss carryover of approximately \$335,265 available to offset future income for income tax reporting purposes, which will expire in various years through 2032, if not previously utilized. However, the Company's ability to use the carryover net operating loss may be substantially limited or eliminated pursuant to Internal Revenue Code Section 382. The Company adopted the provisions of ASC 740-10-50, formerly FIN 48, and "Accounting for Uncertainty in Income Taxes". The Company had no material unrecognized income tax assets or liabilities as of the date of this information statement.

The Company's policy regarding income tax interest and penalties is to expense those items as general and administrative expense but to identify them for tax purposes. As of the date of this information statement, there were no income tax, or related interest and penalty items in the income statement, or liabilities on the balance sheet. The Company files income tax returns in the U.S. federal jurisdiction and Nevada state jurisdiction. We are not currently involved in any income tax examinations.

END OF NOTES TO FINANCIAL STATEMENTS FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2016

6) Describe the Issuer's Business, Products and Services

As of the date of this information statement Critic Clothing, Inc. through its wholly owned subsidiary, Critic Clothing, designs and manufactures various apparel aimed at the extreme sports target demographic.

- A. The company was originally incorporated in 1980
- B. The company's SIC code is listed as 2380 –Misc. Apparel and Accessories.
- C. The company's fiscal year ends on December 31st
- D. The company's primary product is licensing of its trademarks, url's, and trade concepts.
- E. Describe the Issuer's Facilities
- F. As of the date of this information statement, the company operated at rented facilities in Mount Sinai, NY.

7) Officers, Directors, and Control Persons

- A. As of the date of this information statement, Alec Simione and Chris McCain are the only persons holding an officer, director, or control position.
- B. The officers and Directors of the company have NO disciplinary history whatsoever, and have never had a criminal conviction, entry of a judgment or decree by a court of any jurisdiction that limited his involvement with any type of business, securities, commodities, or banking activities. Furthermore he has never had a finding or judgment against him nor any order by self-regulatory organizations of any kind.
- C. As of the date of this information statement the only individual(s) or entities(s) owning more than 10% of the company's common or preferred securities is as follows:

Alec Simione, President/CEO/Director
457 Route 25A #78
Mount Sinai, NY 11766
Ownership: 2,000,000 Preferred Series A Shares

Chris McCain, Director
80 Orville Drive #101
Bohemia, NY 11716
Ownership: 80,000 Preferred Series A Shares

8) Third Party Providers

Transfer Agent
Transfer Online
512 SE Salmon Street Portland, OR 97214

9) **Issuer Certification**

I, Alec Simione certify that:

I have reviewed this disclosure for the three (3) month period ended September 30, 2016 of Critic Clothing, Inc.
Symbol: CRTC;

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

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.

1/30/17

[Date]

/S/ Alec Simione

[CEO's Signature]