# iTeknik Holding Corporation (ITKH) Third Quarter FY 2018 Disclosure Report For the Period Ended September 30, 2018

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

ITeknik Holding Corporation (ITKH)

#### 2) Address of the issuer's principal executive offices

### **Company Headquarters Address**

7750 Okeechobee Blvd. Suite 4-561 West Palm Beach, FL 33411

Phone: 561-459-3809

Email: info@iteknik.com

Website(s):

www.iteknik.com

www.bigrhino.agency (subsidiary website)

#### **Attorney Information:**

Rossi Law Firm 21216 St. Andrews Blvd Boca Raton, Florida 33433

#### 3) Security Information

Trading Symbol: ITKH

CUSIP: 465635100

ITKH has one class of common stock and three classes of Preferred Shares having special rights and characteristics. As of September 30, 2018 the Company has authorized and issued the following securities:

#### -Common Shares

**Common shares** have a PAR Value of \$0.0001; As of September 30, 2018 there are 975,000,000 common shares authorized of which 233,080,275 have been issued and are outstanding.

#### -Preferred Shares

Class A Preferred shares have a PAR value of \$0.001; As of September 30, 2018 there are 2,000,000 Preferred Class A Shares authorized of which 904,000 are issued and outstanding. These shares are convertible to common shares by the holder on the basis of 1 Class A Preferred Share is convertible to 100 common shares. These Class A Preferred shares are convertible to a total of 90,400,000 additional common shares. Class A Preferred Share Holders are entitled to cast the number of votes equal to the number of common shares that their Class A Preferred Shares could be converted to on the record date.

Class B Preferred shares have a PAR value of \$0.001; As of September 30, 2018 there are 7,000 Preferred Class B shares authorized of which 5,501 are issued and outstanding. Each share of Series B Preferred Stock converts into the Corporation's common stock on as of the date of conversion. The number common shares each Series B shares converts to is calculated by the number of fully diluted common shares multiplied by 0.00034%. These shares empower the aggregate holders such that all 7,000 shares of Series B Preferred shares could convert into a total of 70% of the Corporation's common stock on a fully diluted basis as of the Conversion Date. Each holder of Series B Preferred Shares is entitled to the cast the number of votes equal to the number of shares of common stock that the Series B Shares could be converted into as of the record date for determining shareholders entitled to vote.

Class C Preferred shares have No PAR value. As of September 30, 2018 there are 2 Preferred Class C shares authorized and 2 shares are issued and outstanding. Each of these Class C Preferred shares has special voting rights equal to 1 billion common shares. These shares are not convertible to common shares.

**Class D Preferred shares** have a Par value of \$0.001 and are convertible into the common stock of the Company at a value on the date of conversion of \$50,000 per share. The series has a total of 100 authorized shares. As of September 30, 2018 there were no Preferred Series D shares issued and outstanding.

#### **Transfer Agent**

Transfer Online, Inc. 512 SE Salmon St Portland, OR 97214

503-227-2950

Our Transfer Agent is registered under the Exchange Act and there are no restrictions on transfer of our securities.

## Recapitalization, merger, acquisition or spin-off during the prior 12 months

There has been no activity in the past twelve months.

#### 4) Issuance History

Listed below are all of the events, in chronological order that during the two years ended September 30, 2018 resulted in changes in the total shares outstanding:

# During the 12 months ended September 30, 2018 the Company issued the following Stock.

On January 1, 2018 the Company issued two million of its restricted common shares for the acquisition of The Blender Company to David Sandoval.

On January 1, 2018 the Company also issued 500,000 restricted common shares to John Allen, a supplier, for services rendered.

On January 18, 2018 the Company issued 200,000 Class A Preferred shares to The Fredrick W Wicks Trust under an agreement the Company signed on September 27, 2016.

On January 26, 2018 the company issued 2,000,000 restricted common shares, 2001 Class B Preferred shares, 400,000 Class A Preferred Shares and 1 Class C Preferred Share to The Tiger Prodigy Trust under an agreement the Company signed on October, 29, 2016.

On March 1, 2018 the Company issued 300,000 A Preferred shares to The Fredrick W. Wicks Trust under an agreement the Company signed on September 27, 2016.

On March 2, 2018 the Company Issued 1,365,000 restricted common shares Kurt Johnson under the iTeknik Employee Restricted Stock Plan.

On March 28, 2018 the Company issued 500,000 restricted common shares to Jeff Harrelson under the iTeknik Employee Restricted Stock Plan.

# During the 12 months ended September 30, 2017, the Company issued the following Stock.

On February 16, 2017 the Company issued common shares under the iTeknik 2017 Employee Restricted Stock Plan. The company issued 12,315,000 common shares at a cost of \$41,871 based on the closing market price on the issuance date of \$.0034. This

one-time charge will be adjusted for additional issues and termination returns under the plan on an ongoing basis.

On July 1, 2017 the company awarded an additional 1,000,000 common shares each to Kyle Eng, Josh Hill, And Fredrick Wicks as part of Employee Restricted Stock Plan.

Each of the above securities offerings or transactions were made by officers and directors of the issuer and was not a registered offering. The offerings relied upon an exemption under Regulation S or Rule 4(2) of the Securities Act of 1933, as amended. The shares in these offerings or transactions were restricted (i.e., not freely tradable), where indicated above; and the certificates evidencing such shares contained a legend (1) stating that the shares have not been registered under the Securities Act of 1933, as amended, and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act of 1933, as amended.

# 5) Financial Statements

Filed Separately

#### 6) Our Business, Products and Services:

iTeknik Holding Corporation was formed to acquire and/or develop and launch new technology and products initially in the global communications market. With major changes in the telecommunications market and the onslaught of major competition into that space, margins declined and the Company repositioned itself to focus on other industries. Management believes that there are available to the Company significant opportunities to pursue one or more "roll up" strategies in industries such as Advertising, Public Relations, Digital Marketing Software Development and Data management, and other high tech companies.

Previously the Company had focused most of its efforts through its former Send Global subsidiary. However, during the quarter ended September 30, 2016 the Company sold 30 of its shares in Send Global and the Company now owns a minority interest of 48% of Send Global. Consequently, the Company no longer reports the results of the operations of Send Global with those of the Company. The Company maintains the stock it retains in Send Global as an impaired asset on its balance sheet.

The Company formed a new Wyoming subsidiary on September 16, 2016, Big Rhino Corporation. On December 30, 2016 the Company acquired the assets formerly known as Arrowhead Advertising which were placed into Big Rhino Corporation and the Big Rhino began operations on January 2, 2017 as a fully integrated advertising, media and marketing agency in Peoria, Arizona.

The Company acquired The Blender Company on August 24, 2017.

**Formation:** On January 12, 2007 the Company was incorporated in Nevada and on August 9, 2010 the Company re-domiciled to Wyoming.

**SIC code is**: 6719 (note this has been changed from 4813)

**Fiscal Year:** Our fiscal year end date is December 31st.

#### Principal products or services, and their markets;

Since January 2, 2017 the Company has focused on delivering Marketing, Advertising and Digital Media to customers through its wholly owned subsidiaries, Big Rhino Corporation and The Blender Company.

## About iTeknik Holding Corporation

iTeknik Holding Corporation's strategy (OTC Pink: ITKH) is to acquire fundamentally sound companies that are market accepted, scalable and demonstrate a quantifiable value proposition. Our focus is in companies that have strong market presence, brand awareness and talented and dedicated management teams with the potential to achieve exceptional performance over time in the Marketing, Advertising and Digital Media space. iTeknik lends its operational support, management approach and financial resources to these companies to achieve improvements in both revenue and earnings growth and positioning in the marketplace. iTeknik Holdings currently operates two wholly owned subsidiaries; Big Rhino Corp and Blender LLC. For more information about the Company visit our website at: www.iteknik.com

# About Big Rhino Corporation

Big Rhino is a wholly owned subsidiary of iTeknik Holding Corporation and is a full service advertising and digital media agency that focuses on fast, precise and creating marketing solutions that get our clients BIG results. We maintain a nimble in-house creative team with a unique talent for delivering the highest quality creative that is on-strategy we believe faster than anyone else. When combined with our digital, interactive and media teams which are completely integrated our clients benefit from a strategic and responsive advertising machine at their disposal. For more information abut the Company visit our website at: www.bigrhino.agency

# About Blender Company LLC

The Blender Company, LLC is a wholly owned subsidiary of iTeknik Holding Corporation. Blender is an Arizona based multi-cultural focused advertising and digital media firm with long standing clients in state and local government agencies. Blender has extensive minority business enterprise ("MBE") experience. Blender holds government contracts and has significant potential to expand business within state and local government agencies in Arizona.

#### 7) Issuer's Facilities:

Currently the Company maintains virtual office space at:

7750 Okeechobee Blvd. Suite 4-561 West Palm Beach, FL 33411

On December 30, 2017 The Company acquired the use of 3663 square feet of offices through its wholly owned subsidiary, Big Rhino Corporation located at:

14050 North 83rd Ave. Suite 190 Peoria, AZ 85381

This is a 36 month sublease from Blender Company. LLC, (now also a subsidiary of the Company), an Arizona Company, that expires on July 14, 2019 with a monthly base rent of \$6,562 plus taxes and CAM charges with annual COL increases. The Company acquired The Blender Company, LLC, in July 2017.

#### 8) Officers, Directors, and Control Persons:

None of our officers, directors or control persons or entities and/or beneficial owners of more than 5 % of any class of stock is subject to legal/disciplinary action or has been convicted in any criminal proceeding or is the subject of any criminal proceeding during the last 5 years. In addition none of our officers, directors or control persons or entities and/or beneficial owners of more than 5% of any class of stock is the subject of 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. Nor is any officer, director, control person or entities and/or beneficial owner(s) subject to 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.

#### A. Directors:

Fredrick Wicks, Chairman (sole Director)

#### B. Officers:

Fredrick Wicks, Chief Executive Officer, Chief Financial Officer and Secretary.

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

#### Fredrick Wicks/ Fredrick Wicks Declaration of Trust:

7750 Okeechobee Blvd., Suite 4-561, West Palm Beach, FL 33411

Prior to June 1, 2016 Fredrick Wicks, our Chairman held 5,824,435 shares of common stock; 3,500 shares of Series B Preferred, and 1 share of C Preferred.

On September 27, 2016 Our Chairman entered into an Employment Agreement with the Company and Big Rhino Corporation and was issued 200,000 Class A Preferred Shares.

On October 28, 2016 our Chairman entered into an agreement with Tiger Prodigy Trust whereby the Tiger Prodigy Trust received 1,000 shares of Wicks' Class B Preferred Shares and 1 Class C Preferred Share.

On February 16, 2017 Fredrick Wick Declaration of Trust was awarded 2,135,000 common shares under the Company's Employee Restricted Stock Plan.

On July 1, 2017 Fredrick Wicks Declaration of Trust was awarded an additional 1,000,000 common shares under the Company's Employee Restricted Stock Plan.

On March 1, 2018 the Fredrick Wicks Declaration of Trust was awarded 300,000 Class A Preferred Shares.

## **Tiger Prodigy Trust:**

On October 28, 2016 the Tiger Prodigy Trust entered into an agreement with our Chairman whereby it received 1,000 shares of Wicks' Class B Preferred Shares and 1 Class C Preferred Share.

On October 29, 2016, Tiger Prodigy Trust entered into a Subscription Agreement with the Company. In the terms of this agreement, Tiger prodigy Trust was issued the following shares of the Company's stock: 2,000,000 shares of common stock; 2,001 shares of Series B Preferred Shares; 400,000 Class A Preferred Shares; and 1 Class C Preferred Shares.

#### **Accountant:**

The Company is currently interviewing accounting firms and our financial statements are currently unaudited.

## **Auditing Firm**

The Company is in the process of auditing its financials and has engaged the following firm to conduct this project.

L&L CPAs

19720 Jetton Road 3rd floor

Cornelius, NC 28031 704-897-8336 www.llcps.net

#### **Investor Relations:**

None at this time. Please refer all inquiries directly to the Company. Info@iteknik.com

# 10) Issuer Certification

- I, Fredrick W. Wicks, Chairman, Chief Executive Officer and Chief Financial Officer of the Company certify that:
- 1. I have reviewed this Third Quarter FY 2018 Report of iTeknik Holding Corporation;
- 2. Based on my knowledge and belief, 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 and belief, the separately 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.

11-14-18

/s/ FREDRICK WICKS

**Fredrick Wicks**