

**SUPPLEMENTAL DISCLOSURE FOR CHANGE OF CONTROL EVENTS  
AND TERMINATION OF SHELL STATUS**

**Critical Solutions, Inc. (OTCMkts: CSLI)**

**30 N. Gould St Ste N Sheridan, WY 82801**

**800-395-6811**

[www.MKH-Ventures.com](http://www.MKH-Ventures.com)

This disclosure statement supplements information set out in previous Annual and Quarterly Disclosure Statements with respect to CSLI's Change of Control event(s) and the Termination of Shell Status.

**Change in Control and Other Material Events:**

**1. A description of event(s) and relevant date(s) resulting in the Change in Control.**

On February 12, 2020, Benjamin Berry was granted a custodianship order in the Court of Chancery of the State of Delaware. Subsequently, on February 12, 2020, the Custodian issued to himself one share of preferred stock, Special 2020 Series A Preferred Stock at par value of \$0.001, in exchange for a release of certain Company liabilities he either paid or assumed. The Special 2020 Series A Preferred has 60% voting rights over all classes of stock and is convertible into five hundred million (500,000,000.) shares of the Company's common stock and, as such, constitutes an exclusive control block.

On April 13, 2020, in a private transaction, the Custodian entered into a Securities Purchase Agreement (the "SPA") with MKH Ventures, LLC, a Wyoming limited liability company ("MKHV"), to sell the Special 2020 Series A Preferred Stock. Upon closing of the SPA on April 13, 2020, MKHV acquired 60% voting control of the Company.

On July 2, 2020, the Court of Chancery of the State of Delaware decreed that all custodial acts are approved, and Benjamin Berry was discharged as custodian with full control of Critical Solutions, Inc. returned to its Board of Directors.

**2. The name(s) of person(s) who acquired control and person(s) from whom control was assumed. For corporations or other business entities, please provide the name(s) of person(s) beneficially owning or controlling such corporations or entities.**

MKH Ventures, LLC ("MKHV"), is the owner of all of the outstanding shares of the Company's Special 2020 Series A Preferred Stock. Samuel A. Barraza, the Company's Chief Executive Officer, is the sole owner of MKHV. MKHV acquired these shares from Benjamin Berry, the Custodian appointed by the Court of Chancery of Delaware.

**3. A description of assets acquired or disposed of in connection with the Change in Control and the names of the purchaser and seller of such assets (if applicable).**

None. MKH Ventures, LLC acquired the Company's Special 2020 Series A Preferred Stock from the Custodian for cash.

**4. Amount and form (e.g., cash, equity securities, promissory note) of consideration paid in connection with the Change in Control.**

MKH Ventures, LLC paid Thirty Thousand Dollars (\$30,000.00) to the Custodian for the Company's Special 2020 Series A Preferred Stock.

**5. A description of any material agreements or other events related to the Change in Control.**

None. MKH Ventures, LLC has affected, brokered, or arranged several business transactions with the Company, all of which are disclosed in its Annual and Quarterly Disclosure Statements following this transaction, but none of these were provided for in the SPA that effected the Change of Control.

## **Termination of Shell Status**

At times prior to December 31, 2021, the Company was a "shell" company within the meaning of SEC Securities Act Rule 405 and SEC Exchange Act Rule 12b-2.

Commencing in the second quarter of 2021, the Company has received capital infusions; made acquisitions of assets, including operating businesses; and generated revenues from its operations. The financial results of these transactions have been disclosed in the Company's Annual and Quarterly Disclosures for these periods. It is no longer a "shell" company within the meaning of SEC Securities Act Rule 405 or SEC Exchange Act Rule 12b-2 under any of the tests or criteria set out in these provisions because it has more-than nominal assets and operations and generates substantial revenues therefrom. The Company incorporates its Alternative Reporting System postings for the periods ending March 31, 2021, to date in support of this representation, and directs interested persons to review these and the Company's public releases for additional detailed information.

The Company attests it is not currently a shell company.

Furthermore, in accordance with OTC Markets Group, Inc. Disclosure Guidelines, the Company states:

**We previously were a shell company, therefore the exemption offered pursuant to Rule 144 is not available. Anyone who purchased securities directly or indirectly from us or any of our**

**affiliates in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction.”**

Certification:

December 16, 2021

/s/ Samuel A. Barraza

Samuel A. Barraza, CEO