

**SUPPLEMEN INFORMATION:  
CHANGE IN SHELL STATUS  
2022**

---

**MARCH 30**

---

**LIVENTO GROUP LLC**

**Authored by: David Štýbr**



## CHANGE IN SHELL STATUS

Effective as of March 24, 2022, NUGN has changed its status from “shell” to “non-shell”. On March 24, 2022 Livento Group LLC announced the acquisition of NUGN and confirmed a change in its business model, redirecting its focus to Livento’s three primary sectors; real estate development, artificial intelligence and machine learning products, and film and television production. The company is currently in process of developing residential real estate projects in Prague, Czech Republic. Prague is the 2nd fastest growing city in the EU and demand for affordable living space is very high. Livento directly develops and manages these projects, with 8 million dollars in projects currently under construction and another 20 million dollars in projects underway.

The designation of “shell company” as defined in Rule 405 under the Securities Act of 1933 as well as Release 33-8587, is determined by whether the entity has no or nominal operations and no or nominal assets.

The Rule states:

Rule 12b-2 of the Securities Exchange Act of 1934 defines a shell company as a company that has:

1. No or nominal operations; and
2. Either:
  - i. No or nominal assets;
  - ii. Assets consisting solely of cash and cash equivalents; or
  - iii. Assets consisting of any amount of cash and cash equivalents and nominal other assets.



---

Thus, in order to be considered a shell, a company must have “no or nominal operations” and one of the other qualifications listed in part 2, such as “no or nominal assets.”

1. In opposition to section 1 of Rule 12b-2 of the Securities Exchange Act of 1934, the Company currently has 5 residential real estate projects under construction, 20 additional real estate projects under development, and multiple contracts with a film production company that produces films for Netflix and Prime Video. The Company, therefore, has substantial operations and cannot be considered a shell under section 1 of Rule 12b-2.

2. Contrary to section 2 of Rule 12b-2 of the Securities Exchange Act of 1934, the Company currently has an excess of \$21,000,000 in combined real estate and cash, equities, proprietary AI and Machine Learning programs, and film projects. The Company, therefore, has substantial cash and assets and cannot be considered a shell under any subcategory of section 2 of Rule 12b-2.

i) The Company has established its own film and television production company and acquired a three-year contract with ZQ Productions, a top film and movie production company, with a total of value 36 million USD. The principals of ZQ productions have been involved in the following films as either producers, executive producers or agents over the years:

- Marley & Me 2008 a Comedy/Drama featuring Jennifer Aniston and Owen Wilson
- Black Swan 2010 a Drama/Thriller featuring Natalie Portman, Mila Kunis, Winona Ryder and Vincent Cassel
- Extremely Wicked, Shockingly Evil and Vile a 2019 Crime/Drama featuring John Malkovich and Zak Efron
- The Last Full Measure 2019 a War/Drama featuring Samuel L. Jackson and Ed Harris
- Worth a 2020 a Drama featuring Michael Keaton and Stanley Tucci Jr.
- The Misfits a 2021 Action/Thriller featuring Pierce Brosnan

- 
- American Traitor: The Trial of Axis Sally a 2021 Drama featuring Al Pacino
  - Best Sellers a 2021 Drama/Comedy featuring Michael Caine and Cary Elwes
- ii) As of 2021 Management owns and is in process of launching an IPO for Euro Dot Inc., a Czech transportation and logistics supply chain company with annual revenues 12+ million USD.
- iii) In 2020 company managed the acquisition of land for a residential real estate development project in the amount of 4 million USD with a completion target of late 2023 totaling 12 million USD.
- iv) In 2018 the Company acquired a real estate development project that was subsequently sold in 2021 for 8 million USD.
- v) In 2017 Company's internal team spearheaded the development of an AI and machine learning program which currently provides several clients with data processing and analytical services in the investment management sector. During 2020 company served as a reliable partner in analysis of new European sectors for acquisitions and IPOs.


As the Company has substantial operations as well as cash and non-cash assets, it cannot be considered a "shell company" as the term is defined in Item 405.

---

## CERTIFICATION

I, David Štýbr, hereby certify the following:

1. I have reviewed this Supplemental Information Disclosure Statement of Livento Group LLC.
2. Based on my knowledge, this Supplemental Information 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 information covered by this Supplemental Information Disclosure Statement.
3. Based on my knowledge, the financial information included or incorporated by reference in this Supplemental Information 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 Supplemental Disclosure Statement.

Signature:  \_\_\_\_\_

Title: CEO

Dated: 30<sup>th</sup> of March 2022