

Supplemental Disclosure for Change of Control Events

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The goal of this disclosure is to provide information with respect to a company's Change of Control event. Please address each of the below items to the best of the company's ability and to the extent they are applicable to the company's Change of Control event.

Disclosure of Change in Control and Other Material Events:

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

On September 19, 2023, Christopher Petzel, the then current President, Secretary, CEO and Sole Director and Chairman of the Board of the Company entered into a founder's agreement (the "Founder's Agreement") with Alan Moore, Paul Moore and the Company by which Christopher Petzel, Alan Moore and Paul Moore (the "Founders") agreed to relaunch the Company to build a digital hospitality platform.

As part of this transaction, Christopher Petzel agreed to resign from his role as CEO of the Company and appoint Alan Moore as the new CEO. Paul Moore was appointed as Chief Creative Officer.

After his resignation as CEO, Christopher Petzel remained and will continue in his positions as President, Secretary, Interim CFO and Chairman of the Board of the Company.

Alan Moore and Paul Moore were appointed to the board of directors alongside Christopher Petzel as Chairman with the board of the Company now composed of three members.

¹ A "Change in Control" shall mean any events resulting in:

- i. Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- ii. The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- iii. A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- iv. The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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.²

In the period leading to September 19, 2023, the Company was solely controlled by Christopher Petzel.

From September 19, 2023, the date of the Founder's Agreement, the Company's has been and is now controlled by Christopher Petzel, Alan Moore and Paul Moore, members of the Company's board of directors, and holders of the approximately 88% of the votes for the Company's Common and Preferred Stock voting jointly (see also 5. below).

After execution of the Founder's Agreement, Petzel holds approximately 33% of the votes and Alan Moore and Paul Moore each hold approximately 27% of the votes for the Company's Common and Preferred Stock voting jointly.

3. The name(s) of person(s) that participated in, assisted in, organized, or brokered the transaction between the purchaser and seller, resulting in the Change in Control (if applicable).

No broker was involved in the transaction.

4. 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).

The transaction brought new management and directors to the Company. No assets were acquired at the time of the transaction.

Subsequently, on January 16, 2024, the Company announced the acquisition (the "Acquisition") of Potential Engine, LLC, the digital food service platform of Byte to Bite Industries, Inc. ("Byte to Bite") from Byte to Bite's senior secured noteholders, including Byte to Bite's digital infrastructure, intellectual property assets and interlocking digital restaurant brand portfolio (<https://www.prnewswire.com/news-releases/broadside-enterprises-inc-otc-brse-acquires-digital-food-service-platform-302034583.html>).

This Acquisition closed on December 21, 2023 and was paid for using the Company's new Class C Preferred Stock. The Class C Preferred Stock is non-voting. The Acquisition thus had no immediate impact on the control of the Company.

Each share of Class C Preferred Stock is convertible into 200 shares of the Company's Common Stock and 954,479 Class C shares were issued on or about December 21, 2023 in relation to the Acquisition.

² See, Securities Exchange Act Rule 13d-3 for determination of "beneficial owner."

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

As consideration for entering into the Founder's Agreement, each of the Founders was issued 300,000 restricted shares of the Company's Class A Preferred Stock. Each share of Class A Preferred Stock is convertible in 85 shares of Common Stock and holds 670 votes.

Alan Moore and Paul Moore were also issued 25,322,380 restricted shares and Christopher Petzel was issued 25,322,379 restricted shares of the Company's Common Stock.

Per the Founder's Agreement, each of the Founder's will be entitled to receive \$180,000 per year, annual bonuses and stock option grants to be determined annually by the Company's board of directors and/or its compensation committee.

Payment of fees and bonuses to the Founders is subject to available funds. No cash consideration was paid to the Founders in and for the financial year ending December 31, 2023 and none was accrued.

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

The Founder's Agreement by and between the Company, Christopher Petzel, Alan Moore and Paul Moore dated September 19, 2023 as further described above.

Certification:

January 27, 2024 [Date]

/s/ Christopher Petzel [Officer Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")