

Breakthrough Chemistry Inc. (OTC: BKTH) Executes MOU to Acquire Kane & McHenry Enterprises LLC, DBA cellhelmet as Wholly Owned Subsidiary

BONITA SPRINGS, FL, November 10, 2025 / (OTCID: BKTH– Breakthrough Chemistry, Inc., a Nevada-based corporation headquartered in Bonita Springs, FL, with a groundbreaking portfolio of cutting-edge, eco-friendly products designed to revolutionize industries and establish leadership in pioneering chemical solutions, today announced the execution of a Memorandum of Understanding (MOU) with Kane & McHenry Enterprises LLC, DBA cellhelmet (K&M) regarding the proposed acquisition of K&M, a Pennsylvania-based mobile accessories company. The transaction would result in K&M becoming a wholly owned subsidiary of BKTH, with closing targeted within 90 days.

Strategic Expansion

Kane & McHenry Enterprises LLC, DBA cellhelmet and is estimated to generate annual revenues in the range of \$7–9 million, with projected 2026 EBITDA of \$1M–\$1.4M, supported by a lean operational structure and consistent retail demand.

K&M has been a long-standing distribution partner of Breakthrough Chemistry, particularly for its proprietary SiO₂ based screen protection coatings. These products are currently sold through brand cellhelmet’s retail channels, including Verizon-authorized stores, Amazon, and its own e-commerce platform. The acquisition is expected to deepen this alliance and unlock new global market verticals. <https://www.cellhelmet.com>

“This strategic alliance has already proven its value,” said Robert Gardiner, CEO of Breakthrough Chemistry Inc. “with K&M’s management team joining forces, we’re positioned to expand our coatings portfolio into adjacent global markets such as eyeglasses, sunglasses, windshields and broader mobile protection ecosystems. Their retail agility and brand presence will accelerate our reach into larger distribution groups offering comprehensive device protection plans. This acquisition also marks a solid launch point for one of BKTH’s core product platforms, our SiO₂ based coatings. It’s the beginning of a broader commercialization strategy that leverages our IP’s into high volume consumer channels, both domestically and abroad.”

Deal Structure and Shareholder Support

As part of the acquisition framework, **GS Capital Blends LLC** has agreed to return a portion of its **Series D Preferred Shares** to support the transaction. This move ensures that the acquisition will be completed **without further dilution** to BKTH’s common shareholders, a key milestone in maintaining shareholder value and governance integrity.

- \$10M valuation for K&M
- Funded via **Preferred D Stock** issued by GS Capital Blends LLC
- No dilution to BKTH common shareholders
- ~\$7–9M in annual revenue added to BKTH
- 2026 EBITDA projected at \$1M–\$1.4M

- \$4-5M of related inventory
- K&M's leadership team will join BKTH's board to drive growth across U.S., Canada, and overseas markets.

About Breakthrough Chemistry Inc.

Breakthrough Chemistry Inc. (OTC: BKTH) develops and commercializes environmentally responsible chemical solutions across three core platforms: stabilized halogen oxidizers, eco fire inhibitors, and silicon dioxide coatings. The company is committed to challenging legacy chemical paradigms and delivering scalable, certifier-friendly innovations. BKTH is headquartered in Bonita Springs, FL and traded on the OTC Markets under the symbol BKTH. [View profile](#)

Next Steps

Both parties now enter a 90-day due diligence period to finalize transaction terms and integration planning. The acquisition is expected to close by early January 2026, subject to customary approvals.

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Stock information here: <https://www.otcm Markets.com/stock/BKTH/overview>

BKTH is in process of changing social sites to reflect new name and symbol

Forward-Looking Statements The statements contained in this release that are not historical facts are forward-looking statements as defined in the Private Securities Litigation Reform Act of 1995. Words such as "may," "will," "could," "should," "expect," "plan," "project," "intend," "anticipate," "believe," "estimate," "predict," "potential," "pursuant," "target," "continue," and similar expressions are intended to identify such forward looking statements. The statements in this press release that are not historical statements, including statements regarding BKTH's plans, objectives, future opportunities for BKTH's services, future financial performance and operating results and any other statements regarding BKTH's future expectations, beliefs, plans, objectives, financial conditions, assumptions or future events or performance that are not historical facts, are forward looking statements within the meaning of the federal securities laws. These statements are not guarantees