

**ITEKNIK HOLDING CORPORATION  
AND SUBSIDIARY**

**FINANCIAL STATEMENTS**

**AS OF AND FOR THE THREE AND SIX MONTHS ENDED**

**DECEMBER 31, 2015**

**and**

**DECEMBER 31, 2014**

**ITEKNIK HOLDING CORPORATION  
AND SUBSIDIARY**

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**ITEKNIK HOLDING CORPORATION AND SUBSIDIARY  
CONSOLIDATED BALANCE SHEETS  
(Unaudited)**

	December 31, 2015	June 30, 2015
<b>ASSETS</b>		
<b>Current Assets</b>		
Total cash and cash equivalents	1,857	191,864
Trade receivables	-	36,348
Prepaid expenses	1,251	11,209
	<u>3,108</u>	<u>239,421</u>
<b>Current Assets</b>		
Computer equipment and software	75,737	75,737
Furniture and equipment	386,179	386,179
Capitalized development expenses	231,834	231,786
Accumulated depreciation	(671,947)	(657,227)
	<u>21,802</u>	<u>36,474</u>
<b>Fixed Assets</b>		
Other Assets	2,000	4,000
	<u>2,000</u>	<u>4,000</u>
<b>Total Assets</b>	<u><u>\$26,910</u></u>	<u><u>\$279,895</u></u>

**LIABILITIES AND STOCKHOLDERS' DEFICIT**

<b>Payables within 1 year</b>		
Accounts payable and accrued liabilities	167,309	232,448
Bank overdraft	3,276	-
Deferred revenues	54,317	52,950
Accrued interest	25,818	21,584
Accrued payroll and taxes	-	8,375
Notes payable, related parties - net of discount	48,405	47,634
Notes Payable - third parties	102,029	168,996
Notes Payable - related parties - officer	5,000	5,000
Customer deposits	6,929	4,926
	<u>413,083</u>	<u>541,912</u>
<b>Total current liabilities</b>		
<b>Payables after 1 year</b>		
Convertible Notes Payable	25,500	25,500
Note Payable - Officers	142,007	142,007
	<u>167,507</u>	<u>167,507</u>
<b>Total long term liabilities</b>		
<b>Total Liabilities</b>	<u><u>580,590</u></u>	<u><u>709,419</u></u>
<b>Stockholders' Equity</b>		
Series A Convertible preferred shares, \$0.001 par value; 2,000,000 shares authorized - 4,000 and 1,235,000 issued and outstanding as at December 31, 2015 and June 30, 2015, respectively	4	4
Series B Convertible preferred shares, \$0.001 par value; 7,000 shares authorized - 4,999 and zero issued and outstanding as of December 31, 2015 and June 30, 2015, respectively	5	5

**ITEKNIK HOLDING CORPORATION AND SUBSIDIARY  
CONSOLIDATED BALANCE SHEETS  
(Unaudited)**

	<b>December 31, 2015</b>	<b>June 30, 2015</b>
Series C Convertible preferred shares, \$0.001 par value; 2 shares authorized - 1 issued at December 31, 2015 and June 30, 2015, respectively	-	-
Common stock, \$0.0001 par value; 8,000,000 shares authorized - 202,614,987 and 202,614,987, shares issued and outstanding, as of December 31, 2015 and June 30, 2015, respectively	20,262	20,262
Additional paid in capital	721,354	424,354
Accumulated deficit	(1,126,762)	(760,751)
<b>Total iTeknik Stockholders' Deficit</b>	<b>(385,137)</b>	<b>(316,126)</b>
Non-controlling interests	(170,543)	(113,398)
<b>Total Stockholders deficit</b>	<b>(555,681)</b>	<b>(429,525)</b>
<b>Total Liabilities and Stockholders' Deficit</b>	<b>\$24,909</b>	<b>\$279,894</b>

See accompanying notes to the financial statements

**ITEKNIK HOLDING CORPORATION AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF OPERATIONS  
(Unaudited)**

	For the Three Months Ended		For the Six Months Ended	
	December 31, 2015	December 31, 2014	December 31, 2015	December 31, 2014
<b>Revenues</b>	\$24,169	\$1,811,256	\$913,604	\$3,905,961
Cost of revenues	(14,892)	(1,562,771)	(786,168)	(3,399,851)
Gross profit (loss)	9,277	248,485	127,436	506,110
<i>As percentage of revenues</i>	38%	14%	14%	13%
<b>Operating expenses</b>				
Employment costs	-	161,788	135,619	339,792
Sales and general administrative	5,439	59,906	53,005	110,278
Stock compensation costs	-	-	-	-
<b>Earnings before interest, tax, depreciation and amortization (EBITDA)</b>	<b>3,838</b>	<b>26,791</b>	<b>(61,187)</b>	<b>56,040</b>
<b>Other Income / (expense)</b>				
Depreciation	(7,360)	(6,824)	(14,720)	(13,283)
Interest expense	(13,487)	(3,103)	(50,249)	(6,122)
<b>Net Income / (Loss)</b>	<b>\$ (17,009)</b>	<b>\$ 16,864</b>	<b>\$ (126,156)</b>	<b>\$ 36,635</b>
Less Net Income attributable to non-controlling interests	\$ (7,152)	\$ -	\$ (57,145)	\$ -
<b>Net Loss attributable to Iteknik</b>	<b>\$ (9,856)</b>	<b>\$ 16,864</b>	<b>\$ (69,011)</b>	<b>\$ 36,635</b>
<b>Net income / (loss) per share:</b>				
Attributable to Iteknik shareholders - Basic	\$ (0.00)	0.00	\$ (0.00)	0.00
Attributable to Iteknik shareholders - Diluted	\$ (0.00)	0.00	\$ (0.00)	0.00
<b>Weighted average shares outstanding:</b>				
Basic	272,409,508	277,614,987	272,409,508	277,614,987
Diluted	522,409,508	401,114,987	522,409,508	401,114,987

See accompanying notes to the financial statements

**ITEKNIK HOLDING CORPORATION AND SUBSIDIARY**  
**CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)**  
**(Unaudited)**

	Preferred stock			Common stock		Additional paid-in capital	Accum. deficit	Non-Controlling Interests	TOTAL	
	Class A Shares \$0.001 par value	Class B Shares \$0.001 par value	Class C Shares \$zero par value	Total \$ Amount of Preferred Stock	Shares					Amount
<b>Balances at June 30, 2013</b>	<b>1,235,000</b>		<b>2</b>	<b>\$ 1,235</b>	<b>277,614,987</b>	<b>\$27,762</b>	<b>\$510,404</b>	<b>\$(892,256)</b>	<b>\$ (352,855)</b>	
Net profit / (loss) for the period							(53,962)		(53,962)	
<b>Balances at June 30, 2014</b>	<b>1,235,000</b>	<b>0</b>	<b>2</b>	<b>\$ 1,235</b>	<b>277,614,987</b>	<b>\$ 27,762</b>	<b>\$ 510,404</b>	<b>\$(946,218)</b>	<b>-</b>	<b>\$ (406,817)</b>
Return of Series A Preferred shares and Common Stock for issuance of Series B preferred to officer and director	(431,000)	3,500		(428)	(50,000,000)	(5,000)	12,282		\$6,855	
Conversion of Series A Preferred shares into Series B preferred shares	(200,000)	499		(200)	-	-	(28,614)		\$(28,813)	
Return of Series A, Series C preferred shares and common stock in consideration for sale of 49% ownership in Send Global Corp. to former officer	(600,000)	-	(1)	(600)	(50,000,000)	(5,000)	(291,400)		\$(297,000)	
Common stock issued for services @ \$.0023 closing price	-	-	-	-	25,000,000	2,500	55,000		\$57,500	
Series B preferred stock issued for services		1,000		1	-	-	53,283		\$53,284	
Non Controlling interests on sales of 49% of Send Global Corp.							113,398	(113,398)	-	
Net profit / (loss) for the period							185,467		\$185,467	
<b>Balances at June 30, 2015</b>	<b>4,000</b>	<b>4,999</b>	<b>1</b>	<b>\$ 9</b>	<b>202,614,987</b>	<b>\$20,262</b>	<b>\$424,354</b>	<b>\$(760,751)</b>	<b>\$(113,398)</b>	<b>\$(429,525)</b>
Adjust for Sales of Send Global recorded as gain last year							297,000	(297,000)	-	
Net profit / (loss) for the period							(69,011)	(57,145)	(126,155)	
<b>Balances at December 31, 2015</b>	<b>4,000</b>	<b>4,999</b>	<b>1</b>	<b>\$ 9</b>	<b>202,614,987</b>	<b>\$20,262</b>	<b>\$721,354</b>	<b>\$(1,126,762)</b>	<b>\$(170,543)</b>	<b>\$(555,680)</b>

See accompanying notes to the financial statements

**ITEKNIK HOLDING CORPORATION AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
(Unaudited)**

	<b>For the Three Months Ended December 31, 2015</b>	<b>For the Three Months Ended December 31, 2014</b>
<b>Cash Flows from Operating Activities:</b>		
Net (loss) / income	\$(126,156)	\$36,635
<i>Adjustments to reconcile net loss to net cash used in operations</i>		
Depreciation	18,672	13,283
<i>Changes in assets and liabilities, net of acquisition and disposals:</i>		
Accounts receivable and prepaid expenses	46,306	(6,892)
Accounts payable & accrued liabilities	(71,510)	(91,098)
Bank overdraft	3,276	-
Interest payable	5,005	6,122
Deferred revenue	1,367	(54,497)
<b>Net cash (used) generated from operating activities</b>	<b>(123,040)</b>	<b>(96,447)</b>
<b>Net cash used in investing activities</b>	<b>-</b>	<b>(15,000)</b>
<b>Cash Flows From Financing Activities:</b>		
Proceeds from debt provided by officers	-	5,000
Repayment of amounts advanced on receivables	(66,967)	-
<b>Net cash provided (used) by financing activities</b>	<b>(66,967)</b>	<b>5,000</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>(190,007)</b>	<b>(106,447)</b>
Cash and cash equivalents, beginning of the period	191,864	130,861
<b>Cash and cash equivalents, end of the period</b>	<b>\$ 1,857</b>	<b>\$ 24,414</b>
<b>SUPPLEMENTAL CASH FLOW DISCLOSURE:</b>		
Cash paid for interest	\$ 31,812	\$ -
Cash paid for taxes	\$ -	\$ -

See accompanying notes to the financial statements

**ITEKNIK HOLDING CORPORATION AND SUBSIDIARY**  
**Notes to Financial Statements**  
**(Unaudited)**

**1. Organization and Formation**

iTeknik Holding Corporation (“The Company”) was organized under the laws of the State of Nevada on January 12, 2007. On December 22, 2010, the Company changed its state of organization to Wyoming by filing the applicable legal documents with both Nevada and Wyoming. The Company has one subsidiary, Send Global Corporation, a Michigan corporation. On May 28, 2015 the Company sold 49% of Send Global to one of its former executive officers; see Note 8 for more details. The Company provides wholesale and retail telecommunications services and products.

**2. Summary of Significant Accounting Policies**

**Basis of presentation**

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

**Basis of consolidation**

The consolidated financial statements for the three and six months ended December 31, 2015 and 2014 include 100% of the assets, liabilities, revenues, expenses and cash flows of iTeknik Holding Corporation. The Company also consolidated the financial statements of its 51% owned operating subsidiary Send Global Corporation. All intercompany accounts and transactions have been eliminated in consolidation. The results of subsidiaries acquired or disposed of during the respective periods are included in the consolidated statements of operations from the effective date of acquisition or up to the effective date of disposal, as appropriate.

**Use of estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Estimates are adjusted to reflect actual experience when necessary. Significant estimates and assumptions affect many items in the financial statements. These include estimates of fair value of common stock and related impact to stock-based compensation. Actual results may differ from those estimates and assumptions, and such results may affect income, financial position or cash flows.

**Cash and cash equivalents**

The Company adopted paragraph 230-10-45-24 of the FASB Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method (“Indirect method”) as defined by paragraph 230-10-45-25 of the FASB Accounting Standards Codification to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments.

The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification .

**Fair Value of Financial Instruments**

Management believes that the carrying values of financial instruments, including cash, accounts receivable, accounts payable and accrued liabilities, approximate fair value as a result of the short-term maturities of these instruments.

**Risks and Uncertainties**

The Company's operations are subject to significant risk and uncertainties including financial, operational, technological, and regulatory risks including the potential risk of business failure. Also see Footnote #3 regarding going concern matters.



## **Intellectual Property**

Our success and ability to compete effectively are dependent in part upon our proprietary technology. We rely on a combination of copyright, trademark and trade secret laws, as well as non-disclosure agreements and other contractual restrictions, to establish and protect our proprietary rights. Employees are required to execute confidentiality and non-use agreements that transfer any rights they may have in copyrightable works or patentable technologies to us. In addition, prior to entering into discussions with potential business partners or customers regarding our business and technologies, we generally require that such parties enter into nondisclosure agreements with us. If these discussions result in a license or other business relationships, we also generally require that the agreement setting forth the parties' respective rights and obligations include provisions for the protection of our intellectual property rights. The steps taken by us may not, however, be adequate to prevent the misappropriation of our proprietary rights or technology.

To date, we do not have any federally registered trademarks.

We do not currently have any patents or patent applications in process. Any future patent applications with respect to our technology may not be granted, and, if granted, patents may be challenged or invalidated. In addition, issued patents may not provide us with any competitive advantages and may be challenged by third parties. Our practice is to affix copyright notices on our product literature in order to assert copyright protection for these works.

Despite our efforts to protect our proprietary rights, unauthorized parties may attempt to duplicate aspects of our products or to obtain and use information that we regard as proprietary. Our steps to protect our proprietary technology may not be adequate to prevent misappropriation of such technology, and may not preclude competitors from independently developing products with functionality or features similar to our products. If we fail to protect our proprietary technology, our business, financial condition and results of operations could be harmed significantly.

Consumer technology markets have been characterized by substantial litigation regarding patent and other intellectual property rights. Litigation, which could result in substantial cost to and diversion of our efforts, may be necessary to enforce trademarks issued to us or to determine the enforceability, scope and validity of the proprietary rights of others. Adverse determinations in any litigation or interference proceeding could subject us to costs related to changing names and a loss of established brand recognition.

## **Income Taxes**

In assessing the realization of deferred tax assets, the Company considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. The Company considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Based on the level of historical operating results and the uncertainty of the economic conditions, the Company has recorded a full valuation allowance against its deferred tax assets at December 31, 2015 and 2014 where it cannot conclude that it is more likely than not that those assets will be realized.

## **Revenue Recognition**

The Company applies paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.

For the quarter ended December 31, 2015, the Company derived all of its revenues from prepaid telecom services. Cash received from customers is initially recorded as deferred and subsequently recognized as revenue when minutes used by customers, are appropriately rated for the calls made by customers and deducted from the prepaid funds balance. We are obligated to deliver service to end customers for active accounts until the prepaid balance is fully used and therefore we accrue unused minute costs for activated cards and active accounts at the end of each period and this is recorded as Deferred Revenue in the financial statements.

## **Stock-Based Compensation**

The Company accounts for stock-based compensation in accordance with ASC 718. Under the fair value recognition provisions of this statement, stock-based compensation cost is measured at the grant date based on the fair value of the award and is recognized as expense on a straight-line basis over the requisite service period, which is the vesting period. The Company elected the modified-prospective method, under which prior periods are not revised for comparative purposes. The valuation provisions of ASC 718 apply to new grants and to grants that were outstanding as of the effective

date and subsequently modified. During the years ended June 30, 2015 and 2014 and the six months ended December 31, 2015, there were no stock options granted or outstanding.

#### **Basic and Diluted Net Earnings (Loss) per Share**

Basic net earnings (loss) per common share is computed by dividing net earnings (loss) applicable to common shareholders by the weighted-average number of common shares outstanding during the period. Diluted net earnings (loss) per common share is determined using the weighted-average number of common shares outstanding during the period, adjusted for the dilutive effect of common stock equivalents, consisting of shares that might be issued upon exercise of common stock options. In periods where losses are reported, the weighted-average number of common shares outstanding excludes common stock equivalents, because their inclusion would be anti-dilutive.

#### **Commitments and contingencies**

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Certain conditions may exist as of the date the financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company assesses such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or un-asserted claims that may result in such proceedings, the Company evaluates the perceived merits of any legal proceedings or un-asserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's financial statements. If the assessment indicates that a potential material loss contingency is not probable but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, and an estimate of the range of possible losses, if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the guarantees would be disclosed. Management does not believe, based upon information available at this time that these matters will have a material adverse effect on the Company's financial position, results of operations or cash flows. However, there is no assurance that such matters will not materially and adversely affect the Company's business, financial position, and results of operations or cash flows.

#### **Long-Lived Assets**

The Company reviews and evaluates its long-lived assets for impairment whenever events or changes in circumstances indicate that their net book value may not be recoverable. When such factors and circumstances exist, including those noted above, the Company compares the assets' carrying amounts against the estimated undiscounted cash flows to be generated by those assets over their estimated useful lives. If the carrying amounts are greater than the undiscounted cash flows, the fair values of those assets are estimated by discounting the projected cash flows. Any excess of the carrying amounts over the fair values are recorded as impairments in that fiscal period.

### **3. Going Concern**

The financial statements for the three and six months ended December 31, 2015 and 2014 have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities in the normal course of our business. As reflected in the accompanying financial statements, we had a net loss of \$ 126,156 for the six months ended December 31, 2015 compared to a net income of \$36,635 for six months ended December 31, 2014; accumulated deficit attributable to iTeknik shareholders of \$385,137 and \$316,126 as at December 31, 2015 and June 30, 2015 respectively, and a working capital deficit of \$409,975 and \$302,491 and as of December 31, 2015 and June 30, 2015, respectively. Also, as of December 31, 2015 we had \$1,857 of cash on hand.

As a result, the accompanying financial statements do not include any adjustments related to recoverability and classification of asset carrying amounts or the amount and classification of liabilities that might result should the company be unable to continue as a going concern.

The Company plans to seek additional funds to finance its immediate and long-term operations and business plan through debt and/or equity financing. The successful outcome of future financing activities cannot be determined at this time and there is no assurance that if achieved, the Company will have sufficient funds to execute its intended business plan.

Ultimately, the company's ability to continue as a going concern is dependent upon its ability to attract new sources of capital, complete planned acquisitions and exploit the growing cloud communications and mobile payments markets in

order to attain a reasonable threshold of operating efficiency and achieve sustained profitable operations. There is no guarantee that sufficient or any new finding will be achieved on terms suitable to the business, or at all.

#### 4. Notes Payable

As of December 31, 2015 the Company had \$322,94 of principal balance on promissory notes issued and outstanding, \$25,500 of which is convertible into 255,000,000 common shares (subject to a limitation that prevents the holder owning more the 9.99% of the then outstanding common stock at time of conversion).

As of June 30, 2015, the Company had \$389,137 of principal balance on promissory notes issued and outstanding, \$25,500 of which was convertible 255,000,000 common shares (subject to a limitation that prevents the holder owning more the 9.99% of the then outstanding common stock at time of conversion).

As of December 31, 2015 and June 30, 2015, the Company had accrued interest payable of \$25,818 and \$21,584, respectively. Interest expense totaled \$50,249 for the six months ended December 31, 2015 and \$11,594 for the twelve months ended June 30, 2015.

The following table reflects the total debt balances of the Company as of December 31, 2015 and June 30, 2015:

	December 31, 2015	June 30, 2015
Principal Balance on Convertible Promissory Notes – third parties	\$ 25,500	\$ 25,500
Principal Balance on Promissory Notes - related parties	\$ 194,412	\$ 194,641
Balance on MCC receivables finance agreement	\$ 99,324	\$ 168,996
Total Principal Balance	\$ 319,236	\$ 389,137
Accrued Interest on Promissory Notes Outstanding	\$ 25,818	\$ 21,584

#### 5. Receivables sales contract with MCC

On May 8, 2015, our subsidiary company, Send Global Corp., entered into a receivables purchase agreement with Merchant Cash and Capital pursuant to which Merchant Cash and Capital purchased \$201,670 worth of Send Global's receivables in exchange for \$150,500 at 4% interest. MCC has a first lien against all receivables generated from operations.

As at December 31, 2015 \$99,324 was still outstanding on this contract, plus any additional fees that may accrue.

#### 6. Commitments and Contingencies

##### *Litigation*

The Company is not currently involved in any litigation that it believes could have a material adverse effect on its financial condition or results of operations. There is no action, suit, proceeding, inquiry or investigation before or by any court, public board, government agency, self-regulatory organization or body pending or, to the knowledge of the executive officers of the Company or any of its subsidiaries, threatened against or affecting the Company, our common stock, any of our subsidiaries or of our companies or our subsidiaries' officers or directors in their capacities as such, in which an adverse decision could have a material adverse effect.

In the ordinary course of business, we are from time to time involved in various pending or threatened legal actions. The litigation process is inherently uncertain and it is possible that the resolution of such matters might have a material adverse effect upon our financial condition and/or results of operations. However, in the opinion of our management, other than as set forth herein, matters currently pending or threatened against us are not expected to have a material adverse effect on our financial position or results of operations.

## **7. Shareholder's Equity**

### **Common Stock:**

As of December 31, 2015 and June 30, 2015, 496,999,998 total shares of common stock, par value \$0.001 per share, were authorized, and 202,614,987 shares were issued and outstanding. There are no special voting or economic rights or privileges. Dividends may be paid on the outstanding shares as declared by our board of directors. Each share of common stock is entitled to one vote.

### **Preferred Stock:**

Preferred Series A: As of December 31, 2015 and June 30, 2015, 2,000,000 shares of Series A Preferred Stock, par value \$0.001 per share, were authorized, and 4,000 shares of Series A were issued and outstanding, with a conversion rate of 1 for 100, with voting rights.

Preferred Series B: As of December 31, 2015 and June 30, 2015, 7,000 shares of Series B Preferred Stock, par value \$0.001 per share, were authorized, and 4,999 of Series B were issued and outstanding. Each share of Series B Preferred Stock is convertible into 0.01% of the Corporation's common stock on a fully diluted basis as of the date of conversion; See attached Certificate of Designation of Series B filed as an exhibit to the Company's Supplemental Report filed with the OTC Markets on June 8, 2015 for more details.

Preferred Series C: As of As of December 31, 2015 and June 30, 2015, 2 shares of Series C Preferred Stock were authorized, no par value, and 1 share was issued and outstanding with a conversion rate of 1,000,000,000 votes per share.

### **Six months ended December 31, 2015**

There were no new issuances of common or preferred shares during the six months ended December 31, 2015.

During the twelve months ended June 30, 2015, the Company issued a total of 25,000,000 shares of common stock and 4,999 shares of Series B Convertible Preferred Stock. The 25,000,000 shares of common stock were issued on June 18, 2015 to two consultants in exchange for media and advertising services rendered to the Company. 3,500 shares of Series B Preferred Stock were issued on June 8, 2015 to Fred Wicks, our CEO, in exchange for his return and cancellation of 50,000,000 shares of common stock and 431,000 shares of Series A Stock. 1,000 shares of Series B Preferred Stock were issued on June 8, 2015 to Growthcap Investments in exchange for ongoing business management consulting services provided to the Company. 499 shares of Series B Preferred Stock were issued to Jeffrey Lauzon, the Company's former officer and director, pursuant to an automatic conversion of his 200,000 shares of Series A Preferred Stock on June 8, 2015. Mr. Lauzon also returned 50,000,000 shares of common stock, 600,000 shares of Series A Preferred Stock and 1 share of Series C Preferred Stock as part of a stock swap agreement whereby Mr. Lauzon received 490 shares of common stock of Send Global Corp., a subsidiary of the Company.

Each of the above securities offerings or transactions was 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.

### **Warrants:**

As at December 31, 2015 and 2014, respectively, the Company had no outstanding warrants allowing employees or other individuals or groups to purchase common shares.

## **8. Related Party Transactions**

On December 31, 2009, the Company assumed a \$225,000 debt obligation from its subsidiary company, Telecents Communications, which ceased operations on that date, payable to Jeffrey Lauzon, the Company's former executive officer and director. As of December 31, 2015 and June 30, 2015, \$147,007 was outstanding and owed to Mr. Lauzon. This debt is payable on demand and accrues 6% annual interest.

Between April and November of 2014, Fredrick Wicks, our CEO, loaned the Company a total of \$47,634. As of December 31, 2015 and June 30, 2015, \$47,634 was owed to Mr. Wicks, accruing no interest and repayable on demand.

The Company (ITKH) entered into a definitive Stock Swap Agreement on May 28, 2015 with its wholly owned subsidiary, Send Global Corp. and Jeffrey Lauzon, ITKH's now former executive officer and director (the "SWA") pursuant to which ITKH transferred 490 shares of Send Global common stock, representing a 49% beneficial ownership interest in Send Global Corp., to Lauzon in exchange for the return of certain shares of ITKH owned by Lauzon, consisting of 50,000,000 common shares of ITKH, 600,000 shares of ITKH Series A Preferred Stock and 1 share of ITKH Series C Preferred Stock (together, the "ITKH Shares") (leaving 200,000 ITKH Series A Preferred Shares with Lauzon which automatically converted into 499 shares of Series B Convertible Preferred Stock, representing 4.899% beneficial ownership). In addition, on or at any time after the first annual anniversary date of the Closing, Lauzon shall have the option to purchase an additional 210 shares of common stock of Send Global, representing an additional 21% beneficial ownership interest in Send Global, from ITKH in exchange for the transfer and assignment to Send Global of the entire outstanding balance (currently approximately \$166,000) of a promissory note issued by ITKH to Lauzon.

The Closing occurred on May 28, 2015. On the Closing and as part of the SWA, Jeffrey Lauzon resigned as ITKH's President and as a member of the Board of Directors of ITKH, and Mr. Lauzon became Send Global's CEO, Chairman and Corporate Secretary.

On June 8, 2015, ITKH entered into a definitive Stock Purchase Agreement with Growthcap Investments, Inc. and Fredrick W. Wicks (the "SPA") pursuant to which ITKH sold to Growthcap, in exchange for services rendered, 1,000 shares of Series B Convertible Preferred Stock, with an additional 2,000 shares of Series B Convertible Preferred Stock to be issued when certain performance targets have been achieved. As part of this SPA, John McQuillan was appointed as a member of ITKH's Board of Directors. Also as part of this SPA, Mr. Wicks converted all the ITKH securities he owned (including 50,000,000 shares of common stock and 431,000 shares of Series A Preferred Stock, and except for 1 share of Series C Preferred Stock (which shall be cancelled upon the final issuance of Series B Stock to Growthcap) into a total of 3,000 shares of Series B Convertible Preferred Stock.

## **9. Management and Board of Directors Changes**

As of May 28, 2015, Jeffrey Lauzon resigned as the Company's President and as a member of the Company's Board of Directors. His resignation was not as a result of any disagreements with the Company.

As of June 8, 2015, Mr. John McQuillan was named a Member of the Company's Board of Directors. Mr. McQuillan is the Chief Financial Officer and Director of Growthcap Investments Inc. and is also a chartered accountant who currently owns his chartered accountants practice, which he founded and has operated since 2005. Mr. McQuillan graduated from Trinity College Dublin with a Bachelor's of Business Studies and became a chartered accountant in 1989.

Fredrick W. Wicks remains as the Company's Chairman of the Board and CEO.

## **10. Subsequent Events**

In accordance with ASC 855, Subsequent Events, we have evaluated subsequent events through March 29, 2016, the date of available issuance of these unaudited financial statements. During this period, we did not have any materially recognizable subsequent events.

iTeknik Holding Corporation

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015 (UNAUDITED)

We, Fredrick Wicks, Chairman, and John McQuillan, CFO, of iTeknik Holding Corporation hereby certify that the unaudited financial statements and related footnotes hereto present fairly, in all material respects, the financial position of iTeknik Holding Corporation and the results of its operations and cash flows as of and for the three months ended December 31, 2015, in conformity with accounting principles generally accepted in the United States, consistently applied.

March 29, 2016

By: /s/ Fredrick Wicks

/s/ John McQuillan

iTeknik Holding Corporation