

# **iTeknik Holding Corporation (ITKH)**

## **First Quarter 2016 Report**

**For the Quarter Ended: September 30, 2016 v2**

**1) Name of the issuer and its predecessors (if any):**

**ITeknik Holding Corporation (ITKH)**

**2) Address of the issuer's principal executive offices**

Company Headquarters Address

7750 Okeechobee Blvd.  
Suite 4-561  
West Palm Beach, FL 33411

Phone: 561-459-3809  
Email: [info@itekunik.com](mailto:info@itekunik.com)

Website(s):

[www.itekunik.com](http://www.itekunik.com) (under development)

IR Contact Address: N/A

Attorney Information:

Wain Iris Manly, Esq..

5890 SW 34th Street

Miami, Florida 33155

PH. 786-766-1818

### 3) Security Information

Trading Symbol: ITKH

CUSIP: 465635100

As of September 30, 2016 the Company has authorized and issued the following securities: ITKH has one class of common stock and 3 classes of Preferred Shares having special rights and characteristics.

**-Common Shares** have a PAR Value of \$0.0001; As of September 30th 2016 there are 496,999,008 common shares authorized of which 202,614,987 have been issued and are outstanding.

#### **-Preferred Shares;**

**Class A Preferred shares** have a PAR value of \$0.001; As of September 30th, 2016 there are 2,000,000 Preferred Class A Shares authorized of which 4,000 are issued and outstanding. These shares are convertible to common shares by the holder on the basis of 1 Class A Preferred Share is convertible to 100 common shares. Class A Preferred Share Holders are entitled to cast the number of votes equal to the number of common shares that their Class A Preferred Shares could be converted to on the record date. There are 4,000 shares outstanding. These Class A Preferred shares are convertible to a total of 400,000 additional common shares.

**Class B Preferred shares** have a PAR value of \$0.001; As of January 17, 2017 there are 7,000 Preferred class B shares authorized of which 4,500 are issued and outstanding. These shares have special voting rights that empower the aggregate holders to have voting rights equal to 70% of the then issued and outstanding common shares at any specific point in time. Each of these shares is convertible to 0.044% of a common share. Each holder of Series B Preferred Shares is entitled to the cast the number of votes equal to the number of shares of common stock that the Series B Shares could be converted into as of the record date for determining shareholders entitled to vote.

**Class C Preferred shares** have No PAR value. As of September 30, 2016 there are 2 Preferred Class C shares authorized of which 1 share is issued and outstanding. Each of these Class C Preferred shares has special voting rights equal to 1 billion common shares. These shares are not convertible to common shares.

#### **Transfer Agent**

Name: Transfer Online, Inc.

Address 1: 512 SE Salmon St

Address 2: Portland, OR97214

Phone: 503-227-2950

Our Transfer Agent is registered under the Exchange Act and there are no restrictions on transfer of our securities.

**There has not been any stock split, recapitalization, merger, acquisition or spin-off during the prior 12 months.**

Subsequent to the end of the fiscal year ended, June 30th, 2016 Management settled a debt of its subsidiary Send Global Corp through the exchange of 30 Send Global shares in payment of those outstanding debts. This transaction reduces the Company's interest in Send Global Corporation to 48%, effectively ending the consolidation of our financials with those of Send Global and ending our control of that corporation.

Also subsequent to the end of fiscal year ended, June 30th 2016, Management intends to focus on making several acquisitions in industries that management believes may provide an opportunity to enhance shareholder value through accelerated growth.

#### **4) Issuance History**

**Listed below are all of the events, in chronological order that during the two years ended September 30th 2016 resulted in changes in the total shares outstanding:**

-During the twelve months ended September 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 Growth Cap 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 Corporation, a subsidiary of the Company.

- **During the 3 months ended September 30th, 2016, the Company has not issued any shares of Preferred or Common stock.**
- Subsequent to the end of the quarter on October 29, 2016 the Company entered into a subscription agreement with the Tiger Prodigy Trust, an entity that our Chairman is the Executive Trustee whereby the company issued: 2,000,000 shares of common stock, 400,000 shares of Series A Preferred Shares, 2001 shares of Series B Preferred Shares and 1 share of Series C Preferred Shares in exchange for \$6,001 provided to the Company.
- Subsequent to the end of the quarter on October 29, 2016 the Company entered into a three year employment agreement with its Chief Executive Officer, Frederick Wicks, to retain his services for the roll-up strategy the Company is planning. Under that agreement, Mr. Wicks is entitled to an annual salary, of \$ 100,000 and 2,500 series B Preferred Shares of stock.
- **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.**

## **5) Financial Statements**

**Filed Separately**

## **6) Our Business, Products and Services:**

iTeknik Holding Corporation was formed to acquire and/or develop and launch new technology and products initially in the global communications market. With major changes in the telecommunications market and the onslaught of major competition into that space, margins have declined and the Company will now reposition itself to focus on other opportunities. Management believes that there are available to the Company significant opportunities to pursue one or more “roll up” strategies in industries other than the telecommunications. These opportunities include, but are not limited to: Advertising, Online Communications, Data management, and Marketing.

Previously the Company had focused most of its efforts through its Send Global subsidiary. However, during the quarter ended September 30, 2016 the Company sold 30 of its shares in Send Global and the Company now owns a minority interest of 48% of Send Global. Consequently, beginning with this quarter, the Company no longer reports the results of the operations of Send Global with those of the Company. The Company maintains the stock it retains in Send Global as an impaired asset on its balance sheet.

The Company formed a new Wyoming subsidiary on September 16, 2016, Big Rhino Corporation, which will function as the Company’s first operating subsidiary. In addition to Big Rhino the company intends to acquire one or more operating companies in the marketing, advertising and digital industries.

**Formation:** On January 12, 2007 the Company was incorporated in Nevada and on August 9, 2010 the Company re-domiciled in Wyoming.

**A. SIC Code:** Our primary SIC code is: 4813

**B. Fiscal Year:** Our fiscal year end date is; June 30

**E. Principal products or services, and their markets;**

The Company functions as a public holding company focused on acquiring and operating companies. In addition, while iTeknik seeks acquisitions, it has established a Manufacturer’s Representative Division and has sales agreements with companies in the telecommunications and chemical industries. iTeknik earns a fee or commission as appropriate on any sales generated from these activities.

**7) Issuer’s Facilities:**

With the cessation of day-to-day operations of, Send Global Corporation, and the Company’s divestiture of its controlling interest in Send Global, the Company divested of its leased office space in Commerce Township Michigan.

Currently the Company maintains virtual office space at:

7750 Okeechobee Blvd.  
Suite 4-561  
West Palm Beach, FL 33411

The Company intends to locate its corporate offices inside the offices of its next acquired operating company.

### **8) Officers, Directors, and Control Persons:**

None of our officers, directors or control persons or entities and/or beneficial owners of more than 5 % of any class of stock is subject to legal/disciplinary action or has been convicted in any criminal proceeding or is the subject of any criminal proceeding during the last 5 years. In addition none of our officers, directors or control persons or entities and/or beneficial owners of more than 5% of any class of stock is the subject of entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities. Nor is any officer, director, control person or entities and/or beneficial owner(s) subject to the entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

#### **A. Directors:**

Fredrick, Chairman (sole Director)

#### **B. Officers:**

Fredrick Wicks, Chief Executive Officer, Chief Financial Officer and Secretary.

**C. Beneficial Shareholders.** Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

#### **Fredrick Wicks:**

7750 Okeechobee Blvd., Suite 4-561, West Palm Beach, FL 33411  
: 2,689,435 shares of common stock; 3,500 shares of Series B Preferred;

Subsequent to the end of the quarter on October 29, 2016 Fredrick Wicks, our Chairman, entered into a stock purchase agreement with the Tiger Prodigy Trust, an entity that our Chairman is the Executive Trustee. Mr. Wicks' stock holdings will change as follows: His Series B Preferred shares will be reduced from 3,500 to 2,500. He will be issued 200,000 Class A Preferred Shares and he will no longer own any Class C Preferred Shares.

**Tiger Prodigy Trust:**

On October 29, 2016, Tiger Prodigy Trust entered into a Subscription Agreement with the Company and a Stock Purchase Agreement with our Chairman. As a result of these two transactions, Tiger prodigy Trust will be issued the following shares of the company's stock.: 2,000,000 shares of common stock; 3,500 shares of Series B Preferred Shares; 400,000 Class A Preferred Shares; and 2 Class C Preferred Shares.

**Growthcap Investments, Inc.:** This company is controlled by former Director, John McQuillan: Suite A2, Apex Business Centre, Blackthorn Road, Sandyford, Dublin 18, Ireland. GrowthCap Investments holds 1,000 shares of Series B Preferred Shares.

**Accountant:**

The Company is currently interviewing accounting firms.

**Investor Relations Consultant Name:** NA

**10) Issuer Certification**

I, Fredrick W. Wicks, Chairman, Chief Executive Officer and Chief Financial Officer of the Company certify that:

1. I have reviewed this First Quarter 2017 QUARTERLY Report of iTeknik Holding Corporation;
2. Based on my knowledge and belief, this 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 period covered by this disclosure statement; and
3. Based on my knowledge and belief, the financial statements, and other financial information included or incorporated by reference in this 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 disclosure statement.

11-15-16

/s/ FREDRICK WICKS

**Fredrick Wicks**