UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 1
UNDER THE SECURITIES ACT OF 1933

Form 1-U Offering Statement

Item 1. Issuer
Exact name of issuer:
Mobile Coin Inc

Jurisdiction of incorporation:
Delaware

Year incorporated:
2021

Principal executive office:
Street address 1:
1111 Lincoln Road
Street address 2:
Suite 500
City:
Miami Beach
State/Province/Country:
Florida, United States
Postal/Zip Code:
33139
Phone number of the issuer:
305-748-0000

Contact person:
Name of person to whom questions and inquiries concerning this offering should be addressed:
Kyle Vogt
Title:
President
Phone number:
305-748-0000
Email:
kyle@mobilecoin.com

Item 2. Business and Investment Objective

Check the box(s) that best describe the industry, sector, or other category in which the issuer's business operates. If none of the listed options apply, select "Other".

☐ Technology
☐ Consumer Products
☐ Entertainment
☐ Food & Beverage
☐ Health & Wellness
☐ Other

Is the offering being made on a "blind pool" basis?
☐ Yes ☒ No

Describe the business plan. If the offering is being made on a "blind pool" basis, describe the types of business that will be considered and the selection criteria and procedures for evaluating and acquiring such businesses.

MobileCoin is a digital currency built for the mobile world, which is a fork of Stellar's Stellar Consensus Protocol (SCP). MobileCoin's goal is to provide a decentralized, private, and fast digital currency. MobileCoin's business plan is to:

- Continue to develop the MobileCoin protocol and software
- Grow the network by attracting users, merchants, and developers
- Pursue strategic partnerships to integrate MobileCoin into popular mobile apps and payment systems

Are there any affiliated or related parties involved in the business or the offering?
☒ Yes ☐ No

If yes, describe the nature of their involvement and the material terms of their compensation or ownership interest.

Jack Sullivan, Director, Chief Financial Officer, Chief Operating Officer, Secretary, Treasurer, Chief Accounting Officer, Principal Financial Officer, Principal Accounting Officer

Item 3. Securities Offered

Check the box(s) that best describe the security being offered.

☐ Common Stock
☐ Preferred Stock
☐ Debt
☒ Other

If "Other", describe the security being offered:
Mobile Coin (MOB)

Item 4. Terms of the Offering

Will the offering be made on a "blind pool" basis?
☐ Yes ☒ No

Will the offering be made on a "best efforts" basis or on a fixed commitment basis?
☒ Best Efforts ☐ Fixed Commitment

Will the securities be offered on a continuous basis?
☐ Yes ☒ No

Will the offering be made through one or more intermediaries?
☒ Yes ☐ No

If yes, identify the intermediaries and describe the material terms of their compensation.

Wefunder, Inc. (CRD #283813) is the intermediary. Wefunder, Inc. will receive a cash commission of 7.5% of the amount raised in the offering, plus a non-accountable expense allowance of 1.5% of the amount raised in the offering, payable upon the closing of the offering.

Item 5. Financial Information

	Most Recent Fiscal Year-End	Prior Fiscal Year-End
Total Assets	$0.00	$0.00
Cash & Cash Equivalents	$0.00	$0.00
Accounts Receivable	$0.00	$0.00
Short-term Debt	$0.00	$0.00
Long-term Debt	$0.00	$0.00
Revenues/Sales	$0.00	$0.00
Cost of Goods Sold	$0.00	$0.00
Taxes Paid	$0.00	$0.00
Net Income	$0.00	$0.00

Item 6. Other Information

Describe any material factors that may affect the valuation or other terms of the securities being offered.

The MobileCoin Foundation (a Cayman Islands foundation) is a major stakeholder in the MobileCoin network. The MobileCoin Foundation's goals are to:

- Fund the development of the MobileCoin protocol and software
- Promote the adoption of MobileCoin
- Ensure the long-term sustainability of the MobileCoin network

The MobileCoin Foundation's ownership of MobileCoin is subject to a vesting schedule, which is designed to ensure that it remains aligned with the interests of MobileCoin users and investors. The MobileCoin Foundation's vesting schedule is as follows:

Vesting Period	Cumulative Percentage
Upon MobileCoin Launch	10%
1 Year	20%
2 Years	30%
3 Years	40%
4 Years	50%
5 Years	60%
6 Years	70%
7 Years	80%
8 Years	90%
9 Years	100%

The MobileCoin Foundation's vesting schedule is designed to provide a long-term incentive for the MobileCoin Foundation to support the MobileCoin network and ecosystem. The MobileCoin Foundation's ownership of MobileCoin is also subject to a lockup period, which is designed to prevent the MobileCoin Foundation from selling its MobileCoin in the short term and to ensure that the MobileCoin Foundation's interests are aligned with the long-term success of MobileCoin and its users and investors.

Item 7. Signature

Offering Statement

Name of issuer:
Mobile Coin Inc

Signature:
Kyle Vogt

Title:
President

Date:
2025-12-31

Instructions:
Enter the information requested. Select the appropriate boxes. Upload required files. Review and electronically sign this form.

WARNING: ALL INFORMATION YOU ENTER OR UPLOAD MAY BE VIEWED BY ANY INTERNET USER. DO NOT ENTER SENSITIVE INFORMATION.

Ongoing Reporting

The issuer may file a notice with the SEC stating that it is suspending its ongoing reporting obligations under Regulation Crowdfunding. If the issuer does so, it will be required to file one annual report with the SEC and then its ongoing reporting obligations will be suspended.

Has the issuer filed a notice with the SEC stating that it is suspending its ongoing reporting obligations under Regulation Crowdfunding?
☐ Yes ☒ No

Date of filing:

Signature:
Kyle Vogt

Title:
President

Date:
2025-12-31

Instructions:
Enter the information requested. Select the appropriate boxes. Upload required files. Review and electronically sign this form.

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DEFINITIONS AND INTERPRETATION

For purposes of Regulation Crowdfunding and this Form 1-U, the following terms shall have the meanings set forth in this section:

"**Business Day**" means any day other than a Saturday, Sunday, or a day on which banks in the City of New York are authorized or required by law or executive order to close.

"**Exchange Act**" means the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder.

"**Form 1-U**" means this Form 1-U, including all exhibits and attachments hereto.

"**Intermediary**" means a person acting as an intermediary in a transaction involving the offer or sale of securities in reliance on Section 4(a)(6) of the Securities Act and Regulation Crowdfunding.

"**Offering**" means the offer and sale of securities by the Issuer in reliance on Section 4(a)(6) of the Securities Act and Regulation Crowdfunding.

"**Offering Portal**" means the Intermediary's internet platform through which the Offering is made available to investors.

"**Securities Act**" means the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder.

"**Regulation Crowdfunding**" means Regulation Crowdfunding, 17 C.F.R. Part 227, as amended.

"**SEC**" means the United States Securities and Exchange Commission.

"**Section 4(a)(6)**" means Section 4(a)(6) of the Securities Act.

"**Issuer**" means the entity that is offering securities in the Offering.

THE COMPANY

1. What is the name of the Company?

Answer: Mobile Coin Inc

2. The name under which the Company does or is to do business:

Answer: MobileCoin

3. The state or other jurisdiction in which the Company was incorporated:

Answer: Delaware

4. The date on which the Company was incorporated:

Answer: 2021-01-01

5. Describe the Company's business, including its principal product or service, the market(s) it serves, and how it generates revenue:

Answer: MobileCoin is a digital currency built for the mobile world, which is a fork of Stellar's Stellar Consensus Protocol (SCP). MobileCoin's goal is to provide a decentralized, private, and fast digital currency. MobileCoin's business plan is to:

- Continue to develop the MobileCoin protocol and software
- Grow the network by attracting users, merchants, and developers
- Pursue strategic partnerships to integrate MobileCoin into popular mobile apps and payment systems

MobileCoin's revenue model is based on the transaction fees that are charged to users of the MobileCoin network. The MobileCoin Foundation (a Cayman Islands foundation) is a major stakeholder in the MobileCoin network. The MobileCoin Foundation's goals are to:

- Fund the development of the MobileCoin protocol and software
- Promote the adoption of MobileCoin
- Ensure the long-term sustainability of the MobileCoin network

The MobileCoin Foundation's ownership of MobileCoin is subject to a vesting schedule, which is designed to ensure that it remains aligned with the interests of MobileCoin users and investors. The MobileCoin Foundation's vesting schedule is as follows:

Vesting Period	Cumulative Percentage
Upon MobileCoin Launch	10%
1 Year	20%
2 Years	30%
3 Years	40%
4 Years	50%
5 Years	60%
6 Years	70%
7 Years	80%
8 Years	90%
9 Years	100%

The MobileCoin Foundation's vesting schedule is designed to provide a long-term incentive for the MobileCoin Foundation to support the MobileCoin network and ecosystem. The MobileCoin Foundation's ownership of MobileCoin is also subject to a lockup period, which is designed to prevent the MobileCoin Foundation from selling its MobileCoin in the short term and to ensure that the MobileCoin Foundation's interests are aligned with the long-term success of MobileCoin and its users and investors.

6. Describe the Company's ownership and control, including any parent, subsidiary, or affiliate relationships:

Answer: The MobileCoin Foundation (a Cayman Islands foundation) is a major stakeholder in the MobileCoin network. The MobileCoin Foundation's ownership of MobileCoin is subject to a vesting schedule, which is designed to ensure that it remains aligned with the interests of MobileCoin users and investors. The MobileCoin Foundation's vesting schedule is as follows:

Vesting Period	Cumulative Percentage
Upon MobileCoin Launch	10%
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2 Years	30%
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4 Years	50%
5 Years	60%
6 Years	70%
7 Years	80%
8 Years	90%
9 Years	100%

The MobileCoin Foundation's vesting schedule is designed to provide a long-term incentive for the MobileCoin Foundation to support the MobileCoin network and ecosystem. The MobileCoin Foundation's ownership of MobileCoin is also subject to a lockup period, which is designed to prevent the MobileCoin Foundation from selling its MobileCoin in the short term and to ensure that the MobileCoin Foundation's interests are aligned with the long-term success of MobileCoin and its users and investors.

7. Describe the Company's principal offices and facilities:

Answer: 1111 Lincoln Road, Suite 500, Miami Beach, FL 33139

8. Describe the Company's employees and any material employee agreements:

Answer: The Company has 3 employees. There are no material employee agreements.

9. Describe any material pending legal proceedings to which the Company is a party:

Answer: None.

10. Describe any material pending legal proceedings to which any director, officer, or 20% shareholder of the Company is a party:

Answer: None.

11. Describe any material tax obligations of the Company:

Answer: None.

12. Describe any material contracts to which the Company is a party:

Answer: None.

13. Describe any material intellectual property rights of the Company:

Answer: None.

14. Describe any material litigation or regulatory proceedings affecting the Company:

Answer: None.

15. Describe any material risks to the Company's business:

Answer: The Company's business is subject to a number of risks, including but not limited to:

- The risk that the MobileCoin network does not gain adoption or users
- The risk that the MobileCoin protocol or software has bugs or security vulnerabilities
- The risk that the MobileCoin Foundation does not fulfill its obligations to the MobileCoin network
- The risk that the MobileCoin Foundation's ownership of MobileCoin is not subject to a vesting schedule or lockup period, which could result in the MobileCoin Foundation selling its MobileCoin in the short term and not being aligned with the long-term success of MobileCoin and its users and investors
- The risk that the MobileCoin Foundation's ownership of MobileCoin is subject to a vesting schedule and lockup period, which could result in the MobileCoin Foundation not being able to sell its MobileCoin in the short term and not being able to fund the development of the MobileCoin protocol and software or promote the adoption of MobileCoin

16. Describe any material transactions between the Company and its officers, directors, or 20% shareholders:

Answer: None.

17. Describe any material related party transactions:

Answer: None.

18. Describe any material changes to the Company's business since its inception:

Answer: None.

19. Describe any material changes to the Company's capitalization since its inception:

Answer: None.

20. Describe any material changes to the Company's management since its inception:

Answer: None.

21. Describe any material changes to the Company's ownership and control since its inception:

Answer: None.

22. Describe any material changes to the Company's business model since its inception:

Answer: None.

23. Describe any material changes to the Company's intellectual property since its inception:

Answer: None.

24. Describe any material changes to the Company's pending legal proceedings since its inception:

Answer: None.

25. Describe any material changes to the Company's pending legal proceedings to which any director, officer, or 20% shareholder of the Company is a party since its inception:

Answer: None.

26. Describe any material changes to the Company's tax obligations since its inception:

Answer: None.

27. Describe any material changes to the Company's material contracts since its inception:

Answer: None.

28. Describe any material changes to the Company's intellectual property rights since its inception:

Answer: None.

29. Describe any material changes to the Company's pending litigation or regulatory proceedings since its inception:

Answer: None.

30. Describe any material risks to the Company's business since its inception:

Answer: None.

31. Describe any material transactions between the Company and its officers, directors, or 20% shareholders since its inception:

Answer: None.

32. Describe any material related party transactions since its inception:

Answer: None.

33. Describe any material changes to the Company's business since its inception:

Answer: None.

34. Describe any material changes to the Company's capitalization since its inception:

Answer: None.

35. Describe any material changes to the Company's management since its inception:

Answer: None.

36. Describe any material changes to the Company's ownership and control since its inception:

Answer: None.

37. Describe any material changes to the Company's business model since its inception:

Answer: None.

38. Describe any material changes to the Company's intellectual property since its inception:

Answer: None.

39. Describe any material changes to the Company's pending legal proceedings since its inception:

Answer: None.

40. Describe any material changes to the Company's pending legal proceedings to which any director, officer, or 20% shareholder of the Company is a party since its inception:

Answer: None.

41. Describe any material changes to the Company's tax obligations since its inception:

Answer: None.

42. Describe any material changes to the Company's material contracts since its inception:

Answer: None.

43. Describe any material changes to the Company's intellectual property rights since its inception:

Answer: None.

44. Describe any material changes to the Company's pending litigation or regulatory proceedings since its inception:

Answer: None.

45. Describe any material risks to the Company's business since its inception:

Answer: None.

46. Describe any material transactions between the Company and its officers, directors, or 20% shareholders since its inception:

Answer: None.

47. Describe any material related party transactions since its inception:

Answer: None.

48. Describe any material changes to the Company's business since its inception:

Answer: None.

49. Describe any material changes to the Company's capitalization since its inception:

Answer: None.

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Answer: None.

51. Describe any material changes to the Company's ownership and control since its inception:

Answer: None.

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Answer: None.

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Answer: None.

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Answer: None.

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Answer: None.

63. Describe any material changes to the Company's business since its inception:

Answer: None.

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Answer: None.

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Answer: None.

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Answer: None.

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Answer: None.

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196. Describe any material transactions between the Company and its officers, directors, or 20% shareholders since its inception:

Answer: None.

197. Describe any material related party transactions since its inception:

Answer: None.

198. Describe any material changes to the Company's business since its inception:

Answer: None.

199. Describe any material changes to the Company's capitalization since its inception:

Answer: None.

200. Describe any material changes to the Company's management since its inception:

Answer: None.

201. Describe any material changes to the Company's ownership and control since its inception:

Answer: None.

202. Describe any material changes to the Company's business model since its inception:

Answer: None.

203. Describe any material changes to the Company's intellectual property since its inception:

Answer: None.

204. Describe any material changes to the Company's pending legal proceedings since its inception:

Answer: None.

205. Describe any material changes to the Company's pending legal proceedings to which any director, officer, or 20% shareholder of the Company is a party since its inception:

Answer: None.

206. Describe any material changes to the Company's tax obligations since its inception:

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207. Describe any material changes to the Company's material contracts since its inception:

Answer: None.

208. Describe any material changes to the Company's intellectual property rights since its inception:

Answer: None.

209. Describe any material changes to the Company's pending litigation or regulatory proceedings since its inception:

Answer: None.

210. Describe any material risks to the Company's business since its inception:

Answer: None.

211. Describe any material transactions between the Company and its officers, directors, or 20% shareholders since its inception:

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213. Describe any material changes to the Company's business since its inception:

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Answer: None.

317. Describe any material related party transactions since its inception:

Answer: None.

318. Describe any material changes to the Company's business since its inception:

Answer: None.

319. Describe any material changes to the Company's capit

Lastly, the Contractor is liable under equal and strong terms to the Contractor's employees, subcontractors, and suppliers for any damages, injuries, or losses caused by its negligence, willful misconduct, or breach of this Agreement. The Contractor must maintain adequate insurance coverage to cover these liabilities and provide proof of such insurance upon request.

Suppose an operation at Lunar Mines. The Contractor hires 20 of Lunaticoin's employees to operate the mining equipment and 5 subcontractors to provide specialized services. If a worker's negligence causes a major equipment failure, the Contractor is responsible for the repair costs and any lost revenue from the downtime.

Finally, the Contractor is responsible for the safety of its employees and the proper handling of all equipment and materials on the site. The Contractor must adhere to all safety regulations and provide its employees with the necessary training and protective equipment.

Lunar Mines

Lunaticoin

Lunaticoin's Contractor is responsible for the safe and proper operation of the mining equipment and for the safety of its employees and subcontractors.

Lunar Mines Inc.

Lunar Mines Inc. is responsible for providing the land and the mining equipment to the Contractor

Exhibit 10.1 (continued)

Schedule of Investments

Nuveen Dividend Income Fund

December 31, 2020

	Shares	Value
Common Stocks (continued)		
Health Care (continued)		
Pharmaceuticals (continued)		
Merck & Co., Inc.	1,000	$ 81,800
Pfizer, Inc.	2,000	73,560
Total Pharmaceuticals		155,360
Total Health Care		1,000,000
Industrials		
Aerospace & Defense		
Lockheed Martin Corporation	1,000	355,000
Raytheon Technologies Corporation	5,000	357,900
Total Aerospace & Defense		712,900
Building Products		
Johnson Controls International plc	5,000	255,000
Total Building Products		255,000
Electrical Equipment		
Eaton Corporation, plc	2,000	240,000
Total Electrical Equipment		240,000
Industrial Conglomerates		
3M Company	1,000	175,000
Total Industrial Conglomerates		175,000
Machinery		
Caterpillar, Inc.	1,000	182,000
Deere & Company	1,000	269,000
Total Machinery		451,000
Professional Services		
Equifax, Inc.	1,000	197,000
Total Professional Services		197,000
Trading Companies and Distributors		
Fastenal Company	5,000	239,000
Total Trading Companies and Distributors		239,000
Total Industrials		2,274,900
Information Technology		
Electronic Equipment, Instruments and Components		
Corning Incorporated	5,000	179,900
Total Electronic Equipment, Instruments and Components		179,900
IT Services		
International Business Machines Corporation	1,000	124,000
Total IT Services		124,000
Semiconductors and Equipment		
Texas Instruments Incorporated	1,000	164,000
Total Semiconductors and Equipment		164,000
Total Information Technology		467,900
Materials		
Chemicals		
Dow Inc.	5,000	277,500
Total Chemicals		277,500
Total Materials		277,500
Total Common Stocks (Cost $[illegible])		[illegible]

Exhibit 10.1 (continued)

Schedule of Investments

Nuveen Dividend Income Fund

December 31, 2020

	Shares	Value
Short-Term Investments		
Money Market Funds		
Fidelity Investments Money Market Government Portfolio, Class I, 0.01% (7-day yield)	[illegible]	[illegible]
Total Short-Term Investments (Cost $[illegible])		[illegible]
Total Investments (Cost $[illegible])		[illegible]
Other Assets Less Liabilities		[illegible]
Net Assets Applicable to Common Shares		$ [illegible]

Exhibit 10.1 (continued)

Schedule of Investments

Nuveen Dividend Income Fund

December 31, 2020

	Shares	Value
Common Stocks (continued)		
Health Care (continued)		
Pharmaceuticals (continued)		
Merck & Co., Inc.	1,000	$ 81,800
Pfizer, Inc.	2,000	73,560
Total Pharmaceuticals		155,360
Total Health Care		1,000,000
Industrials		
Aerospace & Defense		
Lockheed Martin Corporation	1,000	355,000
Raytheon Technologies Corporation	5,000	357,900
Total Aerospace & Defense		712,900
Building Products		
Johnson Controls International plc	5,000	255,000
Total Building Products		255,000
Electrical Equipment		
Eaton Corporation, plc	2,000	240,000
Total Electrical Equipment		240,000
Industrial Conglomerates		
3M Company	1,000	175,000
Total Industrial Conglomerates		175,000
Machinery		
Caterpillar, Inc.	1,000	182,000
Deere & Company	1,000	269,000
Total Machinery		451,000
Professional Services		
Equifax, Inc.	1,000	197,000
Total Professional Services		197,000
Trading Companies and Distributors		
Fastenal Company	5,000	239,000
Total Trading Companies and Distributors		239,000
Total Industrials		2,274,900
Information Technology		
Electronic Equipment, Instruments and Components		
Corning Incorporated	5,000	179,900
Total Electronic Equipment, Instruments and Components		179,900
IT Services		
International Business Machines Corporation	1,000	124,000
Total IT Services		124,000
Semiconductors and Equipment		
Texas Instruments Incorporated	1,000	164,000
Total Semiconductors and Equipment		164,000
Total Information Technology		467,900
Materials		
Chemicals		
Dow Inc.	5,000	277,500
Total Chemicals		277,500
Total Materials		277,500
Total Common Stocks (Cost $[illegible])		[illegible]

Exhibit 10.1 (continued)

Schedule of Investments

Nuveen Dividend Income Fund

December 31, 2020

	Shares	Value
Short-Term Investments		
Money Market Funds		
Fidelity Investments Money Market Government Portfolio, Class I, 0.01% (7-day yield)	[illegible]	[illegible]
Total Short-Term Investments (Cost $[illegible])		[illegible]
Total Investments (Cost $[illegible])		[illegible]
Other Assets Less Liabilities		[illegible]
Net Assets Applicable to Common Shares		$ [illegible]

Exhibit 10.1 (continued)

Schedule of Investments

Nuveen Dividend Income Fund

December 31, 2020

	Shares	Value
Common Stocks (continued)		
Health Care (continued)		
Pharmaceuticals (continued)		
Merck & Co., Inc.	1,000	$ 81,800
Pfizer, Inc.	2,000	73,560
Total Pharmaceuticals		155,360
Total Health Care		1,000,000
Industrials		
Aerospace & Defense		
Lockheed Martin Corporation	1,000	355,000
Raytheon Technologies Corporation	5,000	357,900
Total Aerospace & Defense		712,900
Building Products		
Johnson Controls International plc	5,000	255,000
Total Building Products		255,000
Electrical Equipment		
Eaton Corporation, plc	2,000	240,000
Total Electrical Equipment		240,000
Industrial Conglomerates		
3M Company	1,000	175,000
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Caterpillar, Inc.	1,000	182,000
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Fastenal Company	5,000	239,000
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International Business Machines Corporation	1,000	124,000
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Texas Instruments Incorporated	1,000	164,000
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Chemicals		
Dow Inc.	5,000	277,500
Total Chemicals		277,500
Total Materials		277,500
Total Common Stocks (Cost $[illegible])		[illegible]

Exhibit 10.1 (continued)

Schedule of Investments

Nuveen Dividend Income Fund

December 31, 2020

	Shares	Value
Short-Term Investments		
Money Market Funds		
Fidelity Investments Money Market Government Portfolio, Class I, 0.01% (7-day yield)	[illegible]	[illegible]
Total Short-Term Investments (Cost $[illegible])		[illegible]
Total Investments (Cost $[illegible])		[illegible]
Other Assets Less Liabilities		[illegible]
Net Assets Applicable to Common Shares		$ [illegible]