

## Form C: Offering Memorandum

### (Exhibit A to Form C)



#### Purpose of This Form

A company that wants to raise money utilizing Regulation Crowdfunding must give certain information to prospective investors to allow investors a basis to formulate an informed investment decision. The Securities and Exchange Commission ("SEC") has issued regulations at 17 CFR §227.201 listing the information companies are required to provide. Form C is the form used to submit and file this information to the SEC.

Each heading below corresponds directly to a section(s) of the SEC's regulations.

#### Basic Company Information – §227.201(a)

Company Legal Name:	Love The Network, Inc.
Jurisdiction of Organization:	Maine
Date of Organization:	03/15/2019
Form of Organization:	Corporation
Physical Address:	75 Bishop St., Ste. 12, Portland, ME 04103
Issuer Website:	<a href="https://lovethenetwork.com">https://lovethenetwork.com</a>

#### Directors and Officers of the Company – §227.201(b)

Name:	Title:	Start Date:
Lauren Gamache	Owner, Director, CEO	01/2019
Ryan Murphy	Director, CTO/CFO	01/2019

Please refer to work history documents enclosed within Exhibit D.

#### Owners of 20% or More of the Voting Shares – §227.201(c)

Name of Holder	Share Class	Percentage Held
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Lauren Gamache	Class A Common	61%
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### Description of Company's Business – §227.201(d)

The online dating business is slated to be worth \$12 BILLION worldwide, and continuously rising every year!

Did you know Match gave Tinder a valuation of \$3.4 Billion back in 2012?!

If you're looking for:

1. Great return on your investment
2. A unicorn
3. A positive social enterprise that makes money!

I invite you to learn a little more about the company we started last year - Love The Network.

More than 70% of online daters believe that dishonesty is a pervasive issue on these platforms. (In 2019 alone Americans were 'Love Scammed' out of 201 Million dollars!) We saw this dissatisfaction as a chance to innovate, improve, and lead the online dating industry. Not only does Love The Network have a positive mission, but we also have a competitive edge that gives us the opportunity to rise to the top of this multi-billion dollar industry as a most trusted brand.

We are the first and only dating app focused on educating others about healthy dating and happy relationships, requiring all members to pass a background check- resolving so many concerns around online predators, 'catfishing', fake accounts, and scammers.

Anyone convicted of harassment, stalking, domestic violence, or sexually motivated crimes is not granted access to our App. Future plans include a new web app, in-app video chatting, improved screening/registration/login capabilities, educational content, VR integration, scale the US market, and begin approaching international markets.

We wish we could easily capture the hundreds of people that have reached out to encourage us to keep going with this project. With your help, we could turn it into millions.

Be part of the growing revolution!

**Please refer to business plan document attached under Exhibit G.**

### Number of Employees – §227.201(e)

Number of Employees:	2
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## Risks & Disclosures – §227.201(f)

### **Required Statement**

A crowdfunding investment involves risk. You should not invest any funds in this offering unless you can afford to lose your entire investment.

In making an investment decision, investors must rely on their own examination of the issuer and the terms of the offering, including the merits and risks involved. These securities have not been recommended or approved by any federal or state securities commission or regulatory authority. Furthermore, these authorities have not passed upon the accuracy or adequacy of this document.

The U.S. Securities and Exchange Commission does not pass upon the merits of any securities offered or the terms of the offering, no does it pass upon the accuracy or completeness of any offering document or literature.

These securities are offered under an exemption from registration; however, the U.S. Securities and Exchange Commission has not made an independent determination that these securities are exempt from registration.

### **General Risk**

Investing in companies without sound liquidity such as Love The Network (the “Company”) is highly speculative in nature and presents significant risk to you, as the investor. In short, you may lose your entire investment. Prior to investing, you need to thoroughly research and understand all potential risk associated with investing in the Company. Until the Company has achieved profitability and is without need of raising additional capital, the chance of you losing your entire investment remains likely. Therefore, you should not invest more than you are willing to comfortably lose.

Regardless of future revenue and/or profitability performance, good and bad, there is no guarantee that you will ever see a return on your investment, or that you will ever be in a place to exit your investment for a profit or a loss.

As with all investments, you should proceed with caution, do your own research, due diligence, and seek professional investment advice prior to investing. A professional adviser may identify and alert you to risk not covered in these disclosures. The realization of any of the risks contained herein or unknown risks not disclosed could lead to an immediate need for the Company to raise additional capital, make difficult and unpopular operational decisions, or cease operations altogether. You understand that in the event you lose your entire investment you may have limited or no recourse against the Company.

### **Fraud Risk**

There is no guarantee that any investment is immune from fraud. While most public offerings, including Reg CF offerings like this one, require screening standards, oversight and reviews, the risk of fraud remains high when investing in any early stage company including start-ups such as the Company. There is no guarantee as to the validity or accuracy of the Company's claims or representations about technology, projections and forward-looking statements, advertising materials related to this crowdfunding raise, or past or future performance. You are required to undertake your own diligence and/or consult your financial advisor with respect to the accuracy and validity of the Company's materials.

### **Offering Price**

The price of the Company's Preferred Stock has been arbitrarily established by the Company, considering such matters as the state of the Company's business development and the general condition of the industry in which it operates. The offering price bears little relationship to the assets, net worth, or any other objective criteria of value applicable to the Company.

### **Loans**

If funds in excess of those raised are needed by the Company, the Company retains the right to obtain a loan or additional debt, the repayment of which will take priority over the payment of dividends, revenue sharing returns and prior debt offerings to investors.

### **Economic Risk**

The Company's success is extremely sensitive to various known and unknown internal and external societal, regulatory, and economic factors. These factors may impact the performance of the Company and its ability to achieve stated objectives.

Known factors include, but are not limited to:

- Local, regional, national, or global economic recessions.
- Changes in capital market conditions and the Company's ability to obtain future funding.
- Changes or declines in employment within the Company and outside the Company.
- Domestic or international tax policy changes.
- Domestic and global political conditions.
- Wars, natural disasters and other potential crisis.

Unknown factors include ones undisclosed herein that have a high likelihood of occurring without forewarning or knowledge thereof. Such events could lead to a sudden and intense need for the Company to raise additional capital, make difficult and unpopular operational decisions, or cease operations.

## **Performance Risk**

There is a likelihood that future Company performance may not achieve its stated objectives herein. All statements, claims and representations of future performance are for the most part hypothetical, based on management's good faith and best efforts estimates, analysis, and forecasts. Current management expectations and projections regarding future performance, financial trends, societal trends, economic trends, and other reasonable beliefs impacting the business, financial conditions, and the results of its operations form the basis for the projections and other forward-looking statements made herein. As socioeconomic trends change, there is a likelihood that such assumptions made in good faith and contained herein may become less reliable creating a circumstance where adjustments to the Company's operations may be required.

Achievement of stated performance contains risks based on known and unknown internal and external factors that could lead to material changes or variations of actual results. There is no guarantee that the Company's financial and operations performance will meet expectations or herein stated projections and forward-looking statements.

## **Liquidity Risk**

The Company's securities will be illiquid. The Company's securities may not be converted into cash.

With limited exceptions, you will not be lawfully able to sell or transfer your securities during the initial mandatory 12-month lock-up period. After this period, Federal and State securities regulations may limit or restrict your ability to sell or transfer your securities. In the event you are able to sell your securities you will likely have a hard time finding a buyer due to a lack of an established market, and, if such a marketplace exists, it may experience low volume or few participants. You should be prepared to hold your investment for a very long time.

## **Disclosure Risk**

Available information will be limited as the Company does not have a fully developed business plan and long history of operation. Investing in crowdfunding companies presents significantly more risk than investing in publicly traded companies due to the limited amount of data and information provided by a company engaging in a Reg CF raise. Unlike the Company, publicly listed companies are required to file annual and quarterly reports and promptly disclose material information, providing the ability for the investor to more closely and thoroughly monitor their investment.

## **Capital Risk**

The Company requires ongoing intensive capital formation and allocation until profitability is achieved which may not happen due to various internal and external known and unknown factors. The amount of capital the Company is attempting to raise in this offering will not be

enough to sustain its business operations to profitability. The Company will have to raise additional capital to continue development and fund operations and expansion. There is no guarantee that additional capital will be able to be raised by the Company even if this raise is successful. If the Company is unable to acquire additional capital it may be required to alter its business plan, business strategy, sell assets, reduce workforce, restructure under the protections of a bankruptcy filing, or cease operations and dissolve. Under such scenarios, no return of capital, shareholder settlement or refund would be issued to investors. The Company's inability to secure future capital could adversely impact the business, its valuation, and/or the value of shareholder securities.

### **Credit Risk**

There is a high likelihood that the Company will require access to capital or credit in order to support business growth finance requirements. Acquiring extensions of credit with favorable terms can be challenging and is highly dependent upon macro-economic conditions coupled with aforementioned internal and external known and unknown factors. If the Company is unable to obtain needed credit it could be forced to modify business strategy, growth projections, or take other action necessary to raise additional capital or conserve existing funds. The Company's inability to secure future credit could adversely impact the business, its valuation, and/or the value of shareholder securities.

### **Use of Funds Risk**

The projected use of funds and proceeds from this Reg CF offering is a best estimate. Actual capital allocation may differ based on business conditions at time of execution and is solely based on the Company's discretion. The Company's investors should be comfortable with the provided intended fund usage description and understand the Company's leadership and management team reserves the right to re-allocate use of proceed funds based on the needs of the Company.

### **Personnel and Management Risk**

Investing in the Company is an investment in the founders, employees and management team. Their ability to execute the business plan and make sound operational decisions will be important factors in the viability and success of the Company. As the Company's investors, you will not be able to participate directly in the Company's day-to-day operations or engage management or other employees. The Company's security holders do not have special right of access to the Company unless otherwise granted. Your investment in the Company will in part be allocated by the Company to fund employee, management and executive officer compensation. This compensation is exclusively set by Company leadership.

### **Demand Risk**

Realized market demand for the Company's product and application may not yield forecasted sales or revenue expectations contained herein. All demand calculations factored into the

forward-looking sales models are based on hypothetical estimates that may not be obtained when the products and services are released.

### **Supply Risk**

The Company could experience inbound supply problems causing a disruption or negative impact on its business operations, and revenue and growth objectives. This could potentially include disruptions from suppliers, server disruptions, shipping agents, or general market conditions that impact production, operations and sales.

### **Revenue Risk**

The Company is pre-revenue and will face challenges in its efforts to grow the business and monetize its products and services. It has limited operating capital and will be largely dependent upon its ability to finance operations from the sale of equity, the issuance of debt or other financing alternatives. The Company's failure to successfully raise operating capital or effectively monetize its products could potentially result in an adverse impact to the business, up to and including bankruptcy.

### **Regulatory Risk**

The Company plans to offer its primary product and service within a highly regulated marketplace. Federal and State licensing may be required. Failure to obtain such licensing could result in an adverse impact on the Company's ability to meet sales and revenue objectives. The risk that legislative or policy decisions and changes on a Federal or State level may result in higher costs or obstacles to success for the Company is extremely likely. In an uncertain regulatory environment, the Company's operations may be subject to direct or indirect adoption, expansion or interpretation of various laws and regulation. Compliance with current and future laws and regulations may require the Company to significantly change its pricing models or business plan. These additional changes may have a material and adverse impact on its operations and financial results. Furthermore, the introduction of new services may require the company to comply with additional, yet to be defined, laws and regulations. The failure to adequately comply may delay or possibly prevent some of the Company's products or services from being offered, which could have a material adverse impact on the Company's financial condition and results of operations.

### **Risk of Limited Operating History**

The Company is a newly established entity that lacks a substantial operating history. Prospective investors will have limited information on which to base their investment decision.

### **Intellectual Property (IP) Risk**

The Company's performance and success may be impacted by its ability to obtain, maintain and protect legal protections on its intellectual property rights to the technologies and processes used to deliver its products or services. Further, any patents or intellectual property protections

obtained by the company may be challenged, circumvented, or determined unenforceable in the future. Intellectual property enforcement may be time consuming and cost intensive while simultaneously diverting the Company's attention away from successfully executing its business plan.

### **Key Person Risk**

Due to the Company's small size, it is susceptible to key person risk. The success of the Company will largely be dependent upon the experience and skill of its oversight committee, board of directors, executive officers and tenured employees. The Company can make no guarantees that key individuals necessary for successful operation of the business objectives will continue to be employed by the Company for any defined period of time. As much as the Company strives to be a team, loss of any key persons for any reason could cause irreparable harm to the Company's ability to deliver value to shareholders, meet business objectives, and could cause the Company and your investment to suffer.

### **Financial Statement Risk**

Unless otherwise indicated the Company has not provided investors with financial statements which have been audited by an independent third-party accounting firm. As such, information regarding the Company's capitalization, assets and liabilities is unaudited. If you feel that the information provided by the Company is not sufficient for you to make a reasonably informed decision, you should not invest in the Company.

### **Third Party Risk**

The Company relies on multiple third-party services that are essential to its operations and achievement of business objectives. It is possible that these third parties will fail to perform their services as represented or will perform them in an unacceptable manner that will result in a material negative impact to the Company and shareholder value. Your investment may be adversely impacted by the Company's reliance on third party service providers and their performance.

### **Marketing Risk**

Sales and revenue projections are based on hypothetical marketing estimates. However, the Company may not be able to successfully maintain, promote and grow the brand through its marketing and communication strategies. Increasing the number of customers while establishing brand awareness and loyalty may prove difficult in the hyper competitive marketplace in which the Company operates. Inability to successfully market the Company and increase its customer base will adversely impact the Company's operations and inhibit success while posing a risk to shareholder investment.

## **Corporate Governance Risk**

The Company is not subject to the corporate governance requirements of the national securities exchanges. Any company whose securities are listed on a national securities exchange is subject to a number of rules about corporate governance intended to protect investors. For example, the major U.S. stock exchanges require listed companies to maintain an audit committee comprised entirely of independent members of the board of directors (i.e., directors with no material outside relationships with the company or management), responsible for monitoring the company's compliance with local, state and federal law. The Company does not possess, nor will it be required to implement these and other such controls and investor protections.

## **Rolling Close Risk**

The Company's offering may involve "Rolling Closes". In such cases, once the target amount of the offering has been met investors with accepted subscription agreements become the Company's investors. Should a material change occur after the closing, you will no longer have the right to withdraw from the offering, regardless of such material change.

## **Valuation Risk**

With early stage investing, start-up valuation accuracy can be difficult to obtain. Accurate valuation of the Company can be difficult to assess. Public companies are valued publicly, and valuations are supported through market driven stock prices and vast amounts of corporate data provided by the public company. Valuation of a private company is established privately by the company itself and can be difficult to assess due to the limited availability of public information and historical records, or limited time in business. There may exist additional classes of equity with rights that are superior to the class being sold through this offering. New equity classes may be created based on future needs of the Company, which may dilute or devalue prior investor securities.

## **Insured Risk/Secured Risk**

The investment offered through this raise is not guaranteed or insured by the FDIC or any other agency or entity. Nor are the interests issued through this offering secured by any collateral. In no scenario would the interest be redeemable for any tangible asset owned by the Company or its principal employees, management team, or other shareholders.

## **Target Offering Amount and Deadline – §227.201(g)**

Target Offering Amount:	Offering Deadline:
\$50,000	09/28/2020

**Required Statement:**

If the sum of the investment commitments does not equal or exceed the Target Offering Amount at the Offering Deadline, no securities will be sold in the offering, investment commitments will be cancelled and committed funds will be returned.

**Investments in Excess of Target Offering Amount – §227.201(h)**

Issuer to Accept Investments in Excess of Target Offering Amount:	Maximum Amount to be Accepted in Excess of Target Offering Amount:	Oversubscription Allocation: pro-rata, first come-first served, other
YES	\$249,999	First-Come First-Served

**Purpose and Intended Use of Offering Proceeds – §227.201(i)****Purpose of the offering and description of intended use of funds:**

We are looking to use these funds further develop our App and GTM (Go To Market).

The more funds we raise, the more expanded regional territory marketing we can do.

- With the minimum we can target 2 of 10 US regional markets, with the maximum we can target 5/10 regional US markets.

The minimum raise can be used to support our company growth for 4 months to reach our goal of 500+ paying monthly users.

- This money will additionally be used on Version 2.0, currently being developed.

The maximum raise will increase the paying monthly users to 2,500+ within 6 months-to-1 year (time dependent based on traction and further investment interest)

- Development to be started on 3.0 (future version, possible VR integration)

This will provide the traction to do a second raise of \$2-5M after 6 months.

\*Opportunity for current round fundraising investors to exit at this time.

**Intended Use of Funds:**

Use of Funds (Description)	Amount (Target Raised)	Amount (Maximum Raised)
Offering Expenses:	\$1,000	\$4,000
Portal Fees:	\$2,000	\$9,999
Salary	\$10,000	\$60,000
User Screening Services	\$12,000	\$60,000
App Development	\$10,000	\$50,000
Office Space Leasing	\$2,300	\$8,400
Marketing	\$10,200	\$49,000

Use of Funds (Description)	Amount (Target Raised)	Amount (Maximum Raised)
Server Fees/AWS	\$2,000	\$7,600
Utilities/Internet	\$500	\$1,000
<b>Total Proceeds:</b>	<b>\$50,000</b>	<b>\$249,999</b>

**Irregular use of proceeds:**

Does your company have any irregular use of proceeds? Yes

Please refer to use of proceeds list.

Salary/labor is for one full time officer (CEO) based upon \$32,000/yr or two full time salaries on a maximum raise of 6 months use.

User screening costs include background checking expenses.

Marketing costs is a direct correlation to paying subscriber user acquisition costs.

**Investment and Cancellation Process – §227.201(j)**

**Investment Process**

1. Navigate to [www.fundopolis.com](http://www.fundopolis.com)
2. Select Invest from top menu bar and choose List of Raises. Alternatively, navigate directly to Active Investments.
3. Navigate to Invest on active raise page.
4. Acknowledge that you have carefully read and understand each statement before proceeding with investment.

**Cancellation Process**

1. E-mail [fundsquad@fundopolis.com](mailto:fundsquad@fundopolis.com) providing your name, the name of the company you're invested in, and your intention to cancel the investment.

**Required Statements:**

Investors may cancel an investment commitment until 48 hours prior to the deadline identified in the issuers offering materials.

Fundopolis will notify investors when the target offering amount has been met.

If the issuer reaches the target offering amount prior to the deadline identified in the offering materials, it may close the offering early if it provides notice about the new offering deadline at

least five business days prior to such new offering deadline (absent a material change that would require an extension of the offering and reconfirmation of the investment commitment).

If an investor does not cancel an investment commitment before the 48-hour period prior to the offering deadline, the funds will be released to the issuer upon closing of the offering and the investor will receive securities in exchange for his or her investment.

### Material Changes – §227.201(k)

If an investor does not confirm his or her investment commitment after a material change is made to the offering the investor's investment commitment to the offering will be cancelled and the committed funds will be returned.

**Note:** A “material change” means a change that an average, informed investor would want to know about before making an investment decision. A material change can be positive or negative. If a material change occurs after an investment decision has been made but prior to the Offering’s close, then the company will provide notification and ask whether you want to proceed with your investment commitment. If affirmative confirmation to proceed with the investment is not provided your commitment will be cancelled and your funds will be returned to you. You will **not** receive any securities from the Offering.

### Price, Ownership & Capital Structure – §227.201(l) & §227.201(m)

#### The Offering:

**Company:** Love The Network, Inc.

**Address:** 75 Bishop St., Ste. 12, Portland, ME 04103

**State of Organization:** Maine

**Date Company was Formed:** 03/15/2019

#### The Terms:

**Minimum Investment Amount (per investor):** \$100.00

**Maximum Investment Amount (per investor):** \$249,999.00

**Security Type:** Equity – Preferred Stock

**Share Class:** Preferred Stock

**Prefunding Company Valuation:** \$1,000,000.00

**Security Purchase Price:** \$0.50

**Minimum Offering Amount:** \$50,000.00

**Maximum Offering Amount:** \$249,999.00

**Shareholder Voting Rights:** Yes

**Shareholder Voting Rights Limitations:** Voting rights are limited to Class A Common Stock & Preferred Stock Holders only.

**Company Valuation Method:**

Our company valuation is based on our completed/proven market testing, and enormous market potential, whose current consumers are extremely dissatisfied with little to no brand loyalty in relation to similar industries prior seed raise funds based on traction.

**Restrictions on Transfer of the Securities Being Offered****Required Statement**

The securities being offered may not be transferred by any purchaser of such securities during the one-year period beginning when the securities were issued, unless such securities are transferred:

- 1) To the issuer;
- 2) To an accredited investor;
- 3) As part of an offering registered with the U.S. Securities and Exchange Commission; or
- 4) To a member of the family of the purchaser or the equivalent, to a trust controlled by the purchaser, to a trust created for the benefit of a member of the family of the purchaser or the equivalent, or in connection with the death or divorce of the purchaser or other similar circumstance.

**Note:** The term “accredited investor” means any person who comes within any of the categories set forth in Rule 501(a) of Regulation D, or who the seller reasonably believes comes within any such categories, at the time of the sale of the securities to that person.

**Note:** The term “member of the family of the purchaser or the equivalent” includes a child, stepchild, grandchild, parent, stepparent, grandparent, spouse or spousal equivalent, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law of the purchaser and includes adoptive relationships. The Term “spousal equivalent” means a cohabitant occupying a relationship generally equivalent to that of a spouse.

**Description of the Issuer's Securities**

Security Class	Amount Authorized	Amount Outstanding	Voting Rights
Class A Common Stock	7,000,000	7,000,000	Yes
Class B Common Stock	1,000,000	475,000	No
Preferred Stock	2,000,000	0	Yes

**Summary of differences between security offered and outstanding securities:**

This is our first Registered Offering, and first offering of Preferred Stock Securities.

## Capital Resources and Material Terms of Debt - §227.201(p)

Capital has mostly been routinely contributed by the founders, aside from \$57,500 raised from 7 individuals that have believed in our mission from the beginning.

## Other Exempt Offerings within the Last 3 Years - §227.201(q)

None

## Transactions between the Company and “Insiders” - §227.201(r)

None

## Financial Condition of the Issuer §227.201(s)

**Does the issuer have an operating history? Yes**

### **Historical Financial Highlights:**

We have been in business one year, so our financial history is limited. Our App was released mid-October of 2019, with revenues representing that month only, from which the App Stores take a 30% fee.

Our revenues may be small for the first year, but within that time, we created the recipe of success, and are ready to repeat. We are extremely proud to have released an App and immediately generated sales.

### **Financial Projections:**

Revenue Projections are based upon an estimated increase of 160 subscribed users a month.

At approximately \$10 in revenue per user acquired (after the 30% App Store's fee) that is \$1,600/mo for the first month, increasing another \$1,600 every month for each 160 monthly users acquired.

A total revenue projection of 2000 monthly users within 1 year of completed current funding raise, is estimated to bring a YTD revenue of: \$121,800.00

These projections are based upon the results of our Social Media Advertising Campaigns thus far. There is room for adjustment and improvement as we test and expand Marketing efforts.

### Historical Issuer Financial Statements - §227.201(t)

Please refer to Exhibit B of the Offering Memorandum for historical financial statement information covering the two most recently completed fiscal years or the period(s) since inception, if shorter.

### Disqualification Events - §227.201(u)

#### **Required Statement**

A company/Issuer is not permitted to raise funds utilizing Regulation CF if certain designated individuals associated with the company/issuer committed certain prohibited acts on or after May 16, 2016. This item requires a company/issuer to disclose whether any of those designated individuals committed any of those prohibited acts prior to May 16, 2016.

**Has the issuer or designated associated individuals been convicted of a financial crime:** No

### Ongoing Reporting Requirement – §227.201(v)(w)

#### **Annual Reporting**

The issuer will file a report electronically with the SEC annually and post the report on its website no later than 120 days after the fiscal year covered by the report.

It is possible that the Company may not be required to continue filing annual reports and will notify investors if this occurs.

### Reporting Compliance Obligations – §227.201(x)(y)

The Company is required to disclose whether it has failed to file the reports required by Regulation CF associated with prior raises.