Form C

Cover Page

Form C (Annual Report)

Check boxes as appropriate:

☐ Form C: Offering statement

☐ Form C-A: Amendment to offering statement

☐ Form C-AR: Annual report

☐ Form C-AR-A: Amendment to annual report

☐ Form C-TR: Termination of reporting

Name of issuer:

Legal status of issuer:

Form:

Jurisdiction of Incorporation/Organization:

Date of organization:

Physical address of issuer:

Website of issuer:

Is there a co-issuer?

Name of co-issuer:

Legal status of co-issuer:

Form:

Jurisdiction of Incorporation/Organization:

Date of organization:

Physical address of co-issuer:

Website of co-issuer:

In connection with this offering, the issuer or co-issuer intends to offer securities through the following funding portal:

Name:

Web address:

The offering is being conducted on a best-efforts basis.

Is this offering being conducted on behalf of a single issuer?

Offering Statement

Question 1. Name of issuer.

Question 2. Legal status of issuer.

Form:

Jurisdiction of Incorporation/Organization:

Date of organization:

Question 3. Physical address of issuer.

Question 4. Website of issuer.

Question 5. Name of co-issuer.

Question 6. Legal status of co-issuer.

Form:

Jurisdiction of Incorporation/Organization:

Date of organization:

Question 7. Physical address of co-issuer.

Question 8. Website of co-issuer.

Question 9. Name of intermediary through which the offering will be conducted.

Question 10. Web address of intermediary.

Question 11. Compensation to be paid to the intermediary, whether as a dollar amount or a percentage of the amount raised, or a good faith estimate if the exact amount is not available at this time.

Question 12. Other arrangements with the intermediary.

Question 13. Type of security offered.

Question 14. Target number of securities to be offered.

Question 15. Price (or method for determining price).

Question 16. Number of securities offered.

Maximum	
Minimum	

Question 17. Number of securities of the class outstanding after the offering (or after the maximum offering if more than one offering is being conducted concurrently).

Question 18. Number of securities of the class outstanding as a result of this offering.

Maximum	
Minimum	

Question 19. Number of securities of the class outstanding after the offering (or after the maximum offering if more than one offering is being conducted concurrently), including this offering and any concurrent offerings.

Question 20. Number of securities of the class outstanding as a result of this offering and any concurrent offerings.

Maximum	
Minimum	

Question 21. Percentage ownership of the class of securities upon completion of the offering.

Question 22. Percentage ownership of the class of securities upon completion of the offering and any concurrent offerings.

Question 23. Use of proceeds.

Question 24. Describe any rights to future issuances of securities.

Question 25. Describe any rights to pre-emptive rights.

Question 26. Describe any rights to repurchase securities.

Question 27. Describe any rights to convertibility of securities.

Question 28. Valuation.

Question 29. Describe the risks to purchasers associated with the most recent valuation.

Question 30. Describe the process for determining the current price.

Question 31. Describe the material terms of any indebtedness of the issuer.

Question 32. Describe the material terms of any outstanding class of securities.

Question 33. Describe the material terms of any anti-dilution rights.

Question 34. Describe the material terms of any class of securities that may limit, dilute or qualify the rights of the securities being offered.

Question 35. Describe the material terms of any limitations on the ability of holders to transfer the securities.

Question 36. Describe how the securities being offered are first being offered to purchasers.

Question 37. Describe any exemption from registration used for this offering.

Question 38. Does the offering involve integration with any other offerings?

Question 39. Type of investor.

Question 40. Do the securities offered have voting rights?

Question 41. How may the terms of the securities being offered be modified?

The Offering

Purchase Price per Security

Offering Proceeds

Offering Expenses

Net Proceeds

Use of Proceeds

Ownership and Capital Structure

Ownership

Capital Structure

Rights of Securities Being Offered

Debt

Other Material Terms

Valuation

Material Changes and Other Information

Financial Condition of the Issuer

Financial Statements

Financial Condition

Liquidity and Capital Resources

Capital Expenditures and Other Obligations

Material Changes and Other Information

Trends and Uncertainties

Financial Information

Question 42. Financial statements.

Stakeholder Eligibility

Question 43. Describe any affiliation or relationship between any director or officer of the issuer and any person owning 20% or more of the outstanding voting equity securities of the issuer.

Other Material Information

Question 44. Other material information.

Ongoing Reporting

Question 45. Ongoing reporting.

Appendices

Appendix A: Business and Anticipated Plan

Appendix B: Risks to Purchasers

Appendix C: Subscription Agreement

Appendix D: Investor Questionnaire

Appendix E: Investor Communication Channels

Appendix F: Video Transcript

Appendix G: Pitch Deck

Appendix H: Financial Statements

Signatures

Pursuant to Regulation Crowdfunding, the issuer certifies that it has reasonably determined that all of the information disclosed pursuant to Regulation Crowdfunding is true, complete, and not misleading.

The issuer also certifies that it is not disqualified from relying on Regulation Crowdfunding pursuant to Rule 503(a) of Regulation Crowdfunding.

Each person whose signature appears below certifies that he or she has reasonably determined that all of the information disclosed pursuant to Regulation Crowdfunding is true, complete, and not misleading