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Minority-owned

Calyxium

Cannabis Business

Detroit, MI

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Discussion

This is a preview. It will become public when you start accepting investment.

THE PITCH

Calyxium is seeking investment to expand our cultivation, processing, retail, and marketing footprint.

THIS OFFERING IS BEING CONDUCTED ON AN EXPEDITED BASIS PURSUANT TO THE SEC'S

TEMPORARY REVIEW SPECIFICS

PITCH DECK

OUR MISSION

Calyxium is an MBE/WBE certified small business located in Detroit, MI. We run a boutique cannabis cultivation underrepresented populations with access to high-quality cannabis products.

Our Founder and CEO have degrees in Science, Health, & Technology, and over 9 years of experience in Michigan

Our intention is to expand our growing and processing operations throughout Michigan, adding a female touch

We will maintain a competitive advantage in this quickly expanding segment by strengthening our relationships leveraging our industry-wide rapport that we have cultivated, much like our strains, since 2009

MARKET OPPORTUNITY

Michigan is the second largest market in the U.S. with over 300,000 medical patients. Medical sales are projected

Michigan Sales are projected to be 7.8 Billion (including Adult use) by market maturity.

1.7 Billion: Marijuana Business Daily estimates Michigan recreational sales could total between \$1.4 billion and \$

350 Million: Detroit Medical Cannabis Sales in 2019.

150 Million: Detroit Medical Wholesale Cultivation Sales 2019.

## PRESS

While Detroit's social equity plan gets held up in a lawsuit, these cannapreneurs aren't waiting

Social equity opportunities seem to be a very popular entryway into the Michigan cannabis business. That makes including all of the...

Black-owned, woman-grown, and made in Detroit: Calyxeum is a brand with a plan - MJ Brand Insights

Calyxeum is a Detroit organic cannabis brand with a good conscience and strong ethics. We talk to the two women

Leading Minority-Owned Michigan Cannabis Venture, Calyxeum announces goal of \$2 Million to Expand Social

September 11, 2020 -- Part of Michigan's growing cannabis industry, the woman-owned business continues to fund

Small-scale cannabis social equity success stories emerge amid stumbles among big programs

The Early Success of Legal Cannabis Sales - Oster and Associates

Getting started in the legal cannabis industry is anything but easy. Large amounts of patience, time and money space. Some states have done a better job than others of setting up parameters for their medical or recreational: doing very well early on its recreational program is Michigan. The first midwestern state to legalize recreational its monthly record for cannabis sales of \$149 million in March 2021 and then surpassed that total the very next April 2021. In fact, Michigan is on pace to reach \$1 billion in annual sales by the end of 2021. What is behind the Group recently hosted its Town Hall: Michigan virtual event with some of that state's leading cannabis voices to success.

Top 9 Black-Owned Start-Up Tech Companies to Invest in Right Now

The rise of the Black Lives Matter movement across the world has resulted in an increase of investors and vent and investing in Black founder-led companies. Here are our favorite Black-owned tech and tech-enabled firms

COMPLETED Q1 2021

Phase 1

Cannabis Licensing Pre-qualification

TARGET DATE Q3 2021

Phase 2

Retail Store Product Launch

TARGET Q1 2022

experienced entrepreneur, educator, master gardener and native Detroiter. In 2014 she was selected by Goldman Sachs as a Small Business Coach. She is currently very active as an alumnus. She was also selected by Bloomberg LP 10,000 Small Businesses Coach. She is the founder and owner of Kid Fit Childcare Centers with two metro Detroit Locations. LaToyia holds a B.S. in Biology and a Master Degree in Education from Wayne State University, and a Master's Degree in Early Childhood Education from the University of Michigan.

Rebecca A Colett  
CEO

Rebecca Colett is an experienced entrepreneur, technology professional, cannabis advocate, Native Detroiter and a member of the National Cannabis Industry Association. She has worked alongside the Bureau of Cannabis Control in California at the National Cannabis Industry Association. She has worked alongside the Bureau of Cannabis Control in California Agency during the development of their Social Equity Program. She has served on the National Board of NORML and has written community plans for applicants in Los Angeles and Maryland. Rebecca has also been featured at various Cannabis Conferences and has lobbied on Capitol Hill in DC, and the State Capitols for Michigan, Georgia, California and Texas as well as Veteran Access to Medical Cannabis. Rebecca holds a B.S in Business from Florida A&M University, a M.S. from the University of Chicago as well as a Masters in Supply Chain from Georgia Tech.

Cam Carter  
Advisory Board Member

Cameron Carter is a senior contracts manager who specializes in space, aerospace, and ground vehicle weapons in the private sector, Cameron served as an Air Force Officer stationed in Colorado, Italy, and Kyrgyzstan. He earned a Ph.D. from the Academy and MBA from Yale School of Management. Cameron serves on the advisory board of Calyxeum and other inclusive ventures.

Khadijah Adams  
Advisory Board Member

Cassandra "Khadijah" Adams is originally from Sugar Land, Texas. She started her first business while raising four children. Khadijah Adams has been a full-time entrepreneur since 1997. She entered the cannabis industry in 2014 by way of the Cannabis Business in Detroit. She has been involved in cannabis-related companies shortly thereafter and formed MIPR Holdings where she served as the founder for over 10 years and was responsible for consulting and connecting accredited investors to viable investment opportunities.

Andy Weiss  
Advisory Board Member

Mr. Weiss is an industry pioneer, participating since inception of the highly regulated marijuana markets of both California and Ohio. As a founding partner of iVita Wellness 2010, one of the oldest vertically integrated businesses in the National Cannabis Industry Association, the team built a business with a focus on ethics and quality standards. Under his leadership, the company expanded its production facility and 40,000 square ft of indoor grow. Mr. Weiss is currently co-producing a documentary film focused on minority ownership in the cannabis industry.

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Order Online

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Date Posted

Legal & Professional Fees \$100,000 \$102,500 \$105,062 \$107,688 \$110,380

Operating Profit \$5,796,770 \$6,631,757 \$7,256,003 \$7,707,331 \$7,955,792

This information is provided by Calyxeum. Maininvest never predicts or projects performance, and has not reviewed. Please see below for additional risk disclosures.

Documents

Investor Agreement

2020 Balance Sheet

2020 Income Statement

BusinessPlan\_CALYXEUM 9.8.Updated.docx - Google Docs.pdf

Projections for Calyxeum.xlsx

Investment Round Status

Target Raise \$100,000

Maximum Raise \$250,000

Amount Invested \$0

Investors 0

Investment Round Ends May 13th, 2022

Summary of Terms

Legal Business Name Calyxeum, LLC

Investment Structure Revenue Sharing Note

Investment Multiple 1.5x

Business's Revenue Share 0.5%-1.2%

Minimum Investment Amount \$100

Repayment Schedule Quarterly

Securitization None

Maturity Date October 1st, 2027

Financial Condition

Historical milestones

Calyxeum has been operating since October 2019 and has since achieved the following milestones:

State of Michigan Cannabis Pre Qualification Feb 2020

Created a Social Equity Incubator

We are Currently in 15 retail locations.

We will double our Retail presence by Q2 2022

Hired Experienced Team Members

Partnered with Large Cannabis Operator in Michigan to scale our product line

Historical financial performance is not necessarily predictive of future performance

Again, cannabis remains illegal under federal law. It is a Schedule I controlled substance. Even in those jurisdictions where cannabis has been legalized at the state level, its prescription is a violation of federal law. The United States Supreme Court in *United States v. Oakland Cannabis Buyers' Coop.* and *Gonzales v. Raich* held that the federal government has the right to regulate cannabis even for medical purposes. Therefore, Federal law criminalizing the use of cannabis trumps state laws that legalize cannabis. At present, the states are maintaining existing laws and passing new ones in this area. A change in the federal attitude could have a negative effect on the industry, potentially ending it entirely. Laws and regulations affecting the cannabis industry could detrimentally affect our proposed operations. Local, state, and federal cannabis laws and regulations are constantly changing and evolving interpretations, which could require us to incur substantial costs associated with compliance or alter our operations. Violations of these laws, or allegations of such violations, could disrupt our business and result in a material adverse effect on our business. In addition, it is possible that regulations may be enacted in the future that will be directly applicable to our business. We cannot predict any future laws, regulations, interpretations, or applications, nor can we determine what effect additional governmental policies and procedures, when and if promulgated, could have on our business.

### Banking Difficulties

The cultivation, sale, and use of cannabis are illegal under federal law. Therefore, many banks do not accept for deposit and therefore would not be able to do business with the Company. As such, the Company and its wholly owned subsidiary are not bank willing to accept their business. There can be no assurance that banks currently or in the future will decide to do business with growers or retailers, or that in the absence of legislation state and federal banking regulators will not strictly enforce laws regarding handling funds generated from an activity that is illegal under federal law. This may make it difficult for the Company to receive the service of banks and otherwise transact business, which in turn may negatively affect the Company.

Despite rules issued by the United States Department of the Treasury mitigating the risk to banks that do business with the cannabis industry, as well as guidance from the United States Department of Justice, banks remain wary of doing business with the cannabis industry. Since the use of cannabis remains illegal under Federal law, there remains a compelling reason for a bank to be in violation of Federal law when accepting for deposit, funds derived from the sale or distribution of cannabis. Consequently, the cannabis industry, including us, continue to have trouble establishing and maintaining banking relationships. Our inability to maintain bank accounts may make it difficult for us and our customers to do business. In addition, our inability to maintain bank accounts may make it difficult for us to hold large sums of cash. Although we store our cash in a secure safe, we are exposed to a greater risk of the loss of our cash.

### THERE MAY BE DIFFICULTIES IN ADMINISTERING REPAYMENTS AND REPAYMENT MECHANISMS MAY NOT BE FULLY ADMINISTERED

Because banks may not be willing to do business with a cannabis entity for the reasons discussed above, any repayments on the Offering Note will be fully administered by the Company and likely not processed by a financial institution. This may make it difficult for the Company to provide payments via Automated Clearing House (ACH) transfers, and may need to rely on other methods for third party financial institutions. This other arrangement may be subject to additional fees and may be more costly than a bank arrangement.

The market in which we operate is highly competitive and could become increasingly competitive with new entrants who compete with many other businesses, both large and small, on the basis of quality, price, location, and customer preference away from Calyxeum's core business or the inability to compete successfully against the with other Calyxeum's financial performance.

### Reliance on Management

As a securities holder, you will not be able to participate in Calyxeum's management or vote on and/or influence Calyxeum. Furthermore, if the founders or other key personnel of Calyxeum were to leave Calyxeum or become unavailable (due to your investment) could suffer substantially.

### Financial Forecasts Risks

The financial forecasts provided by us herein are reasonable forecasts by us based upon assumption of stable economic conditions and various assumptions regarding operations. The validity and accuracy of these assumptions will depend in large part on the success of Calyxeum and the key persons will have no control. Changes in assumptions or their underlying facts could significantly affect the extent that the assumed events do not occur, the outcome may vary significantly from the projected outcomes. We cannot provide assurance that the actual operating results will correspond to the forecasts provided herein. Additionally, Calyxeum therefore has no operating history from which forecasts could be projected with.

### Inability to Sell Your Investment

The law prohibits you from selling your securities (except in certain very limited circumstances) for 12 months after the one-year period, a host of Federal and State securities laws may limit or restrict your ability to sell your securities. you will likely have difficulty finding a buyer because there will be no established market. Given these factors, you may not be able to sell your investment for its full term.

### The Company Might Need More Capital

Calyxeum might need to raise more capital in the future to fund/expand operations, buy property and equipment, pay for its services, pay overhead and general administrative expenses, or a variety of other reasons. There is no assurance that capital will be available when needed, or that it will be available on terms that are not adverse to your interests as an investor. If Calyxeum requires additional funding when needed, it could be forced to delay its business plan or even cease operations altogether.

### Changes in Economic Conditions Could Hurt Calyxeum

Factors like global or national economic recessions, changes in interest rates, changes in credit markets, changes in demand, declining employment, changes in real estate values, changes in tax policy, changes in political conditions, and other factors are unpredictable and could negatively affect Calyxeum's financial performance or ability to continue to operate. If Calyxeum ceases operations due to the foregoing factors, it can not guarantee that it will be able to resume operations or

there are some kinds of risks that are very difficult or impossible to insure against, at least at a reasonable cost. uninsured loss that could damage its business.

### Changes in Laws

Changes in laws or regulations, including but not limited to zoning laws, environmental laws, tax laws, consumer protection laws, antitrust laws, and health care laws, could negatively affect Calyxeum's financial performance or ability to continue operations. Additional regulation on the industry could significantly negatively affect the business.

### Conflict of Interest With Companies and Their Management

In many ways, your interests and the interests of Calyxeum's management will coincide: you both want Calyxeum to succeed. However, your interests might be in conflict in other important areas, including these: You might want Calyxeum to use the proceeds to repay the Note obligations, while Calyxeum might prefer to spend aggressively to increase its market share. You might want them to keep the compensation of managers low, while managers want to make as much as they can.

### Future Investors Might Have Superior Rights

If Calyxeum needs more capital in the future and takes on additional debt or other sources of financing, the new investors might have rights superior to yours. For example, they might have the right to be paid before you are, to receive larger distributions, to have a veto over certain decisions, or otherwise.

### The Company is Not Subject to the Corporate Governance Requirements of the National Securities Exchanges

Any company whose securities are listed on a national stock exchange (for example, the New York Stock Exchange) is subject to a set of rules about corporate governance that are intended to protect investors. For example, the major U.S. stock exchanges require a company to have an audit committee made up entirely of independent members of the board of directors (i.e., directors with no material relationship to Calyxeum or management), which is responsible for monitoring Calyxeum's compliance with the law. Calyxeum is not subject to these and other investor protections.

### You Have a Limited Upside

Notes include a maximum amount you can receive. You cannot receive more than that even if Calyxeum is significantly more successful than initial expectations.

### You Do Have a Downside

Conversely, if Calyxeum fails to generate enough revenue, you could lose some or all of your money.

### Payments and Return Are Unpredictable

Because your payments are based on the revenue of Calyxeum, and the revenue of Calyxeum can go up or down significantly, it is impossible to predict how much you will receive and when. And because the payments are

appointed, all of the representative's reasonable expenses must be paid before any further payments are made

## COVID-19 Impact

The ongoing COVID-19 pandemic may impact the Company's ability to generate revenue and/or continue operations due to COVID-19 restrictions, the Company can not guarantee that it will resume operations in the future.

This information is provided by Calyxeum. Mainvest never predicts or projects performance, and has not reviewed additional information, review the official Form C filing with the Securities and Exchange Commission on the E-Form. This is a preview. It will become public when you start accepting investment.

## Investor Discussion

Calyxeum isn't accepting investments right now, but is trying to get a sense of how they should structure their offering. We aren't accepting any money, and we won't be accepting money or selling securities, until all of its forms with the SEC and you have filed. All investments will must be done through Mainvest.com. Once the offering goes live, you'll be able to invest if you are approved.

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