Investor Education Document Pursuant to Reg. CF, Sec. 227.302(b)

Welcome to the Arcview Capital Crowdfunding experience!
We are delighted that you are considering investing in one of the issuers currently accepting investments.

Before you invest, you must review the following information which is provided for your education. While it should answer any questions about a crowdfunding investment, you should feel free to contact us directly if you have additional questions.

WHAT IS CROWDFUNDING?

Crowdfunding is a relatively new way for start-up and young companies to raise capital to allow them to grow and expand. Essentially, it allows a new or young company to reach small investors who believe in the company's vision and business to help fund them through relatively small investment amounts. The formal law allowing capital raising through crowdfunding was passed in 2012 and the rule allowing people to actually raise money through crowdfunding was adopted in 2015. Since then, numerous companies have successfully raised money using crowdfunding and thousands of investors have help fund these companies. Let's discuss a little bit about the legal background.

Under the Securities Act of 1933, the offer and sale of securities must be registered unless an exemption from registration is available. Title III of the Jumpstart Our Business Startups (JOBS) Act of 2012 amended the 1933 Act by adding Section 4(a)(6) that provides an exemption from registration for certain crowdfunding transactions. Then, in 2015, the S.E.C. adopted Regulation Crowdfunding ("Reg. CF") which is the actual set of rules that allowed companies to raise money through crowdfunding beginning in May 2016. The S.E.C. amended the rules in March 2021, changing how an investor can figure out what amount they are allowed to invest, and raised the amount of money a company can raise. If you choose to invest, please know that your investment will be govern by these amended rules.

Now that you have some background on how crowdfunding came into being, let's discuss specific things that you need to know *before you invest*. It is true that the rules governing crowdfunding require us to tell you this information. But it is also true that you as an investor should *want* to learn all you can before you make the decision to invest your money in a risky and speculative investment.

Is Crowdfunding Investment Risky?

Yes! Crowdfunding is designed to open up the capital markets to new and young companies. Investing in startups and small businesses, however, is inherently risky, and standard company risk factors such as execution and strategy risk are often magnified. In fact, it is entirely possible that you will lose your entire investment. Consequently, you should only invest an amount that you can afford to lose.

While you need to weigh numerous factors when deciding whether to invest, we suggest that at a minimum you consider the following:

Speculative Nature of Investments:
Any investment, but especially those in startups, early-stage ventures, and emerging companies are speculative. These enterprises often fail which means you would lose your entire investment.

Liquidity:
Your ability to resell your investment in the first year will be restricted with narrow exceptions. After the first year, you *may* be able to sell your investment but there may be no or limited buyers. You therefore need to be prepared to hold your investment indefinitely.

Valuation:
No exchange or other secondary market is expected for securities sold under Regulation CF. This means the value (i.e., valuation) of your investment may go way up or way down and do so frequently and seemingly randomly. Without a ready market for the securities, there may be no definitive way to figure out what your investment is worth.

Limited Disclosure:
The company must disclose information about itself, its business plan, the offering, and its anticipated use of proceeds, among other things. However, given the requirements of the regulation governing crowdfunding offerings and exempt offerings generally, the issuer does not have the same level of obligation for disclosures as does a public company.

Possibility of Fraud:
While we make reasonable efforts to review companies that want to fund on our platform, there is always a risk that a company raising money on Arcview Capital's crowdfunding platform is doing so in a fraudulent manner.

Cannabis Is Illegal Under Federal Law:
The possession, use, cultivation, manufacturing, sale, transfer and dispensing of cannabis is illegal under United Stated Federal Law. Consequently, the legal cannabis business conducts its activities in states that have passed legislation that has either decriminalized, legalized the use of medical marijuana, and/or legalized the use of recreational marijuana. But even these laws vary from state to state. You therefore need to understand that investing in cannabis and related businesses carries the risk that the company in which you invest, and those related to it (potentially even shareholders), may be subject to federal criminal prosecution, civil fines and/or penalties.

Is Crowdfunding Investment Risky?

In addition to the specific risks identified above, there are the general risks that come with investing in any type of new business or industry. Put simply, investing in startups and early-stage businesses involve numerous risks including illiquidity, lack of dividends, loss of investment, and dilution. Therefore, if you invest in one of the companies raising money through a crowdfunding campaign on our portal, you need to be aware that:

- You should invest money you can afford to lose.
- The stock purchased is restricted and as such those shares are highly illiquid.
- Even if the business in which you invest is successful, you might not receive any cash return on your investment for many years.
- Ordinary events in the life of the firm can cause your ownership percentage to decline (i.e., dilution).
- Investments in early-stage companies should be a (small) part of your larger investment strategy.

When making an investment decision, we suggest asking yourself, at a minimum, the following types of questions:

If I invest $2,000 in a specific investment and lose every penny, will that cause me even temporary hardship?
If you cannot afford to lose every dollar you invest, then the investment is probably not for you.

Do I need the money I am considering investing for a larger purchase within the next 12 to 24 months, such as a home, medical expenses, or tuition?
Given the illiquid nature of crowdfunding investments and the lengthy time horizon before you may see any return on your investment (if ever), using money that you would need for a house or tuition, or similar purpose, is not something you should do.

How am I going to react (i.e., feel) if one day my investment is up a lot and the next day it is down a lot?
Crowdfunding carries a lot of risk and given the lack of markets for the securities you will buy, there is no practical way to know a precise value at any point in time (contrast that to a publicly listed company trading on the NYSE). If you will be uncomfortable and/or upset with such movements in your investment, you may want to think twice.

Well, That Sounds Scary!
Is There a Way To Manage These Risks?

Yes, though they are certainly not foolproof. There are two mechanisms that can help you manage these risks. First, the rule itself limits the amount of money you can invest if you are not what is known as an “accredited investor”. The second is the disclosures that issuers have to make to provide you with information sufficient to decide for yourself whether they are a sound investment for you. Each of these is discussed, in turn, below.

How much can I invest and what can I buy?
The rules governing crowdfunding contain specific formulas to determine how much you can invest. While we provide a summary of the investment limits below, you should speak with your own advisors to make sure that you can truly afford to invest.

Accredited Investors
An accredited investor is a specific category of investor under the rules. For the purposes of this discussion, an accredited investor is one who has $200,000 in annual income ($300,000 for a couple) for at least two consecutive years and/or has at least $1,000,000 in assets excluding their house. If you are an accredited investor, there is no limit on how much you can invest in a crowdfunding investment.

Non-Accredited Investors
This category of investor is anyone who does not fit the definition of an accredited investor. The rules governing crowdfunding provide specific formulas to calculate how much you can invest. Those rules provide that you may not invest more than:

- The greater of $2,200.00 or 5% of the greater of your annual income or net worth, if either is less than $107,000;

  or

- 10% of the greater of your annual income or net worth, not to exceed an amount of $107,000 if BOTH your annual income and net worth are EQUAL TO OR MORE than $107,000.

In addition, you should be aware that:

- Spouses can add their funds together for these calculations, but the same dollar and percentage limits apply as if the combined figures were those of an individual;

- The investment limits dictated by the rule are aggregated across all of your crowdfunding investments and are NOT calculated on a deal-by-deal basis.

Minimum Investments
Each deal will set the minimum investment that you can make subject to the investment limitations above.

Type of Securities
The majority of companies offer common stock in exchange for your investment. Some companies, however, may offered preferred stock, a convertible note, or debt instruments. Each offering is different and therefore it is *critical* that you read the terms of each offering very carefully before you invest.

What Information Must Companies Make Available to Me?

The second way to mitigate the investment risks that you face when investing in a crowdfunding deal is information provided by the company. When a company posts its offering on the platform, it must provide minimum disclosures of information so that you, the investor, can learn about the company and make an informed decision as to an investment. The core document is known as a Form C. This is the required disclosure document that all companies seeking to raise money through crowdfunding must file with the S.E.C. It is the place to start when trying to understand the company and learn enough information about it so that you make an informed investment decision.

The rules regarding disclosures in a crowdfunding context require companies to tell you a lot of information about themselves. The rules also can dictate the manner of disclosure (for example, in certain circumstances, the financial disclosures only have to be reviewed by an independent CPA, while in others, they must be fully audited). Examples of the categories of information required to be disclosed by issuers include:

- General information about the company, such as the type of corporate organization it is, the state in which it is incorporated, the number of years in business, etc.;
- The identities, experience, and backgrounds of its officers and directors;
- A description of the business;
- Financial information, such as cashflows, shareholder equity, balance sheet information etc.;
- The intended use of the proceeds from the crowdfunding campaign;
- The funding goals, offering deadline, type of security being offered; and
- Business, Market, Legal, and other types of risks that may impact the company and your investment;

Arcview Capital will keep all the required disclosures and information posted on the crowdfunding platform throughout the life of the deal. Should any updates be made that meet a certain materiality threshold, you will receive notice and have a short period of time to decide whether, in light of that update (which may include changes to the terms of the deal itself), you wish to continue to invest. We urge you to read all available materials on the platform before investing. (1)

If you have questions that go beyond the materials provided on the offering site, Arcview Capital has provided an email address in the platform that permits you to submit questions to the company through Arcview Capital. Additionally, we will provide an investor-to-investor communication capability should you want to share information.

(1) Please note that strict terms of use for this communications platform will be enforced. Any disparaging comments, foul or inappropriate language, untrue information, or any other information deemed to be baseless and otherwise without factual basis will be deleted and your privileges revoked.

If I Want to Invest, What Is the Investment Process?

If, after doing your own due diligence and reading all of the materials provided, you want to invest in a deal, you need only click on the "Invest Now" button contained in a particular deal's landing page. Doing so will take you from the Arcview Capital environment into the DealMaker environment where you will begin the process of providing information necessary to facilitate your investment. The experience through DealMaker is seamless and simple. Should you have questions, however, you can contact DealMaker directly for assistance.

Please note that the information required to invest will include personal information like a tax identification number, driver's license, and other sensitive information. Additionally, all investor funds must be delivered through electronic means, such as a credit card or ACH transfer. There are clear instructions on DealMaker's platform to help you through the process. Importantly, bear in mind that you have seven (7) days to ensure your investment funds are submitted to escrow or your investment application will be automatically canceled.

Once you have submitted your funds and confirmed your investment, the funds will be held in escrow in an account run by a third-party provider known as EQ. The funds will be held in escrow until the offering reaches its minimum funding amount. Once this amount is reached, the issuer may, assuming 21 days from the opening of the offering have elapsed (this is the minimum amount of time an offering must be open for funding), distribute the funds.

What If the Deal Is Canceled or Unsuccessful?

If the issuer is unsuccessful in reaching its minimum funding level, or if the issuer decides to cancel the funding round altogether, your funds will be returned to you from the escrow account.

What Happens When the Offering Is Over?

Once your investment is completed, you will receive documents that demonstrate that you now own equity in the company, though the shares will most likely be held it what is known as “book entry” form. This simply means an official record of your share ownership will be made in a centralized ledger and you will not receive an actual certificate. The information and any associated documentation will be provided by EQ, which also acts as the transfer agent. EQ will also provide you credentials to set up your portal for viewing your investment going forward. To understand your rights as a shareholder, you should speak with your own financial advisors.

An issuer that has offered and sold securities through a crowdfunding campaign has certain ongoing reporting requirements to the S.E.C., all of which are available to you. Among other things, companies that receive funding through a Reg. CF raise must file an annual report including financial statements. The report must be filed no later than 120 days after the end of the fiscal year covered by the report.

Will my percentage ownership be diluted?

Yes. Your ownership (equity stake) will almost certainly be diluted as the company raises money. This simply means that your percentage of ownership will decrease though the number of shares you own will remain the same.

Do I Have Voting Rights?

It depends. Some companies offer voting rights while others do not. It is typical for voting rights, if available, to be diluted as additional funds are raised. Please reach offering document carefully to understand if voting rights will be part of your investment.

Can I Sell My Shares?

Securities sold under the provisions of Regulation CF cannot be resold for a year except under very limited circumstances. After the year ends, if there is no clause in your investment contract that prohibits resale, then you may do so.

As mentioned, there are very limited circumstances that may allow you to sell shares that you have owned for less than 12 months. The crowdfunding rule allows you to sell you shares:

- To the company that issued the securities;
- To an accredited investor;
- To a nuclear family member;
- In connection with your death, divorce, or other similar circumstance;
- To a trust controlled by you or a trust created for the benefit of an immediate family member; or
- As part of a later offering registered with the SEC.

It is important to remember these limited sale opportunities when making an investment decision. As a practical matter, investing in a crowdfunding deal means that at a minimum, your investment dollars are going to be illiquid for one year from the date of purchase.

Is There Any Way to Cancel My Investment? If So, How Do I Do That?

The crowdfunding rule allows you to cancel your investment for any reason up until 48 hours before the offering deadline (i.e., 48 hours prior to the closing of the offering). To do so, you must contact us or our technology partner to arrange to cancel the subscription agreement and arrange for the return of your funds. Please note that there may be small costs deducted from any refund to cover fees relating to money movement and the escrow account. You can ask about any such fees when arranging the cancelation.

Cancelation refunds will be processed on a first come, first-served basis. It can therefore take a few weeks to process and return your funds.

How Do I Follow My Investment After the Campaign Is Over?

There are generally two ways you can monitor your investment after the closing of an offering. Please be bear in mind, however, that once the offering is concluded, *Arcview Capital will not provide ongoing monitoring of your investment*. (For more information, please see "Will Companies Use Arcview Capital In the Future?" below.)

The first way to keep an eye on your investment is required updates by the company. Once an offering has closed, the company will generally provide updates on the results of its operations and financial statements through its website on an annual basis. These updates are likely to be less regular and robust than those provided by public companies to their shareholders.

In addition, as long as an issuer continues in operation, it is obligated to file periodically information about is operations and results with the S.E.C. An issuer must continue to comply with the ongoing reporting requirements until one of the following events occurs:

- The issuer becomes a publicly traded company;
- The issuer has filed, since its most recent sale of securities through Reg. CF, at least one annual report and has fewer than 300 holders of record;
- The issuer has filed, since its most recent sales of securities through Reg. CF, the annual reports required for at least the three most recent years and has assets that do not exceed $10,000,000;
- The issuer or another party repurchases all of the securities issued through its Reg. CF offering, including any payment in full of debt securities or any complete redemption of redeemable securities; or
- The issuer liquidates or dissolves its business under state law.

As you can see, there are numerous ways for companies to legally discontinue providing information. What this means is that you may no longer have access to financial or operation information about the company or your investment. You therefore need to consider the possible *end of information updates* as a risk when making your investment decision.

The second way you can monitor your investment is through EQ's information portal. Upon the conclusion of the offering, EQ, as the transfer agent, will provide you with a record of your share ownership. As part of that process, they will provide you credential to access its portal where you can view your investment and updates.

Lastly, remember, you are a shareholder, which means you are an owner of the company. You therefore have a right to know what is happening with the company. You can always reach out directly to the company if you need information. We suggest, however, that you do so only if the typical methods of monitoring your investment do not seem to be providing you the information you need.

Will Companies Use Arcview Capital In The Future?

Another way to think about this question is whether a company in which you invested will have an ongoing relationship with Arcview Capital. The short answer is maybe. However, as a practical matter, you should assume that there will *not* be an ongoing relationship between Arcview Capital and a particular company. Therefore, once the offering is over, it is up to you to monitor your own investment and to take steps to find information if you need it. Arcview will not do that; DealMaker will not do that; and EQ only provides a portal that will reflect what the company provides it. Remember, investments through Arcview Capital's crowdfunding platform are may directly with the company.

Simply put, Arcview Capital will have no control or insight into your investment after the close of the offering. In addition, we are not permitted to provide you advice as to your investment in a given company. If you find that you need assistance with a particular investment, you should contact your own professionals (legal, accounting, or financial) for advice.

However, once an offering is closed, we are no longer involved with whether the company chooses to list shares on a secondary market, or what occurs thereafter.

Are There Any Costs To Me, The Investor, When I Invest In A Crowdfunding Deal?

Most of the costs relating to a Reg. CF campaign are born by the issuer. For example, the escrow account cost and the technology set-up costs are typically paid by the issuer. However, you may be subject to small costs such as a background check (typical for any investor), wire transfer fees (or other money movement fees), etc. When you go through the investing process, each deal should disclose any fees that are your responsibility. In addition, you should specifically ask if, on a particular deal, there are any costs to you for investing.

Do You Still Have Questions?

Please email Arcview Capital at CFInvestors@arcviewcapital.com and someone will respond to your question as soon as possible.