

### CFPORTAL/A: Identifying Information

Schedule A must be completed as part of all initial applications. Amendments to Schedule A must be provided on Schedule B. Schedule C must be completed by *nonresident funding portals*. If this is a withdrawal of a *funding portal's* registration, complete Schedule D.

If this is an amendment to any part of the *funding portal's* most recent Form Funding Portal, provide an explanation describing the amendment:

**Exact name, principal business address, mailing address, if different, and contact information of the *funding portal*.**

A. Full name of the *funding portal*:

B. Name(s) under which business is conducted, if different from Item 1A:

Website URL(s) under which business is conducted, if different from Item 1A:

C. IRS Empl. Ident. No:

D. If a name and/or website URL in (1A) or (1B) has changed since the *funding portal's* most recent Form Funding Portal, enter the previous name and/or website URL and specify whether the name change is of the:

*funding portal* name (1A)  business name/website (1B)

E. *Funding portal's* main street address (Do not use a P.O. Box):

Address 1:

Address 2:

City:

State/Country:

Mailing Zip/ Postal Code:

F. Mailing Address(es) (if different) and office locations (if more than one):

**Mailing Address**

Check here if mailing address is the same as the main address entered in Item 1.E.

Address 1:

Address 2:

City:

State/Country:

Zip/Postal Code:

**Other Office Locations**

Address 1:

Address 2:

City:

State/Country:

Zip/Postal Code:

G. Contact Information:

Telephone Number:

Fax Number:

E-mail Address:

H. Contact employee information:

Prefix

First Name:

Middle Name:

Last Name:

Suffix:

Title:

Direct Telephone Number:

Fax Number:

Direct E-Mail Address:

I. Month *applicant's* fiscal year ends:

J. Registrations

Was the *applicant* previously registered on Form Funding Portal as a *funding portal* or with the Commission in any other capacity?  Yes  No

K. Foreign registrations

(1) Is the *applicant* registrant with a *foreign financial regulatory authority*? Answer "no" even if affiliated with a business that is registered with a *foreign financial regulatory authority*  Yes  No

If "yes", complete Section K.2 below.

(2) List the name, in English, of each *foreign financial regulatory authority* and country with which the *applicant* is registered. A separate entry must be completed for each *foreign financial regulatory authority* with which the *applicant* is registered.

## CFPORTAL/A: Form of Organization

A. Indicate legal status of *applicant*.

- Corporation
- Sole Proprietorship
- Partnership
- Limited Liability Company
- Other (Please specify)

B. If other than a sole proprietor, indicate date and place *applicant* obtained its legal status (i.e., state or country where incorporated, where partnership agreement was filed, or where *applicant* entity was formed):

## CFPORTAL/A: Successions

A. Is the *applicant* at the time of this filing succeeding to the business of a currently registered *funding portal*? Do not report previous successions already reported on Form Funding Portal. If "yes," complete Section 3.B. below.  Yes  No

## CFPORTAL/A: Control Relationships

In this Item, identify every *person* that, directly or indirectly, *controls* the *applicant*, *controls* management or policies of the *applicant*, or that the *applicant* directly or indirectly *controls*.

If this is an initial application, the *applicant* also must complete Schedule A. Schedule A asks for information about direct owners and executive officers. If this is an amendment updating information reported on the Schedule A filed with the *applicant's* initial application, the *applicant* must complete Schedule B.

## CFPORTAL/A: Disclosure Information

In this Item, provide information about the *applicant's* disciplinary history and the disciplinary history of all *associated persons* or *control affiliates* of the *applicant* (as applicable). This information is used to decide whether to revoke registration, to place limitations on the *applicant's* activities as a *funding portal*, and to identify potential problem areas on which to focus during examinations. One event may result in the requirement to answer "yes" to more than one of the questions below. Check all answers that apply. Refer to the Explanation of Terms section of Form Funding Portal Instructions for explanation of italicized terms.

If the answer is "yes" to any question in this Item, the applicant must complete the appropriate Disclosure Reporting Page ("DRP") (FP) - Criminal, Regulatory Action, Civil Judicial Action, Bankruptcy/SIPC, Bond, or Judgment/Lien, as applicable.

### Criminal Disclosure

If the answer is "yes" to any question below, complete a Criminal DRP.

A. In the past ten years, has the *applicant* or any *associated person*:

(1) been convicted of any *felony*, or pled guilty or nolo contendere ("no contest") to any charge of a *felony*, in a domestic, foreign, or military court?  Yes  No

The response to the following question may be limited to charges that are currently pending:

(2) been *charged* with any *felony*?  Yes  No

B. In the past ten years, has the *applicant* or any *associated person*:

(1) been convicted of any *misdemeanor*, or pled guilty or nolo contendere ("no contest"), in a domestic, foreign, or military court to any charge of a *misdemeanor* in a case involving: investment-related business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?  Yes  No

The response to the following question may be limited to charges that are currently pending:

(2) been *charged* with a *misdemeanor* listed in Item 5-B(1)?  Yes  No

### Regulatory Action Disclosure

If the answer is "yes" to any question below, complete a Regulatory Action DRP.

C. Has the SEC or the Commodities Futures Trading Commission ("CFTC") ever:

(1) *found* the *applicant* or any *associated person* to have made a false statement or omission?  Yes  No

(2) *found* the *applicant* or any *associated person* to have been *involved* in a violation of any SEC or CFTC regulations or statutes?  Yes  No

(3) *found* the *applicant* or any *associated person* to have been a cause of the denial, suspension, revocation, or restriction of the authorization of an *investment-related* business to operate?  Yes  No

(4) entered an *order* against the *applicant* or any *associated person* in connection with *investment-*  Yes  No

related activity?

(5) imposed a civil money penalty on the *applicant* or any *associated person*, or ordered the *applicant* or any *associated person* to cease and desist from any activity?

Yes  No

D. Has any other federal regulatory agency, any state regulatory agency, or any *foreign financial regulatory authority*:

(1) ever *found* the *applicant* or any *associated person* to have made a false statement or omission, or been dishonest, unfair, or unethical?

Yes  No

(2) ever *found* the *applicant* or any *associated person* to have been involved in a violation of *investment-related* regulations or statutes?

Yes  No

(3) ever *found* the *applicant* or any *associated person* to have been the cause of a denial, suspension, revocation, or restriction of the authorization of an *investment-related* business to operate?

Yes  No

(4) in the past ten years entered an order against the *applicant* or any *associated person* in connection with an *investment-related* activity?

Yes  No

(5) ever denied, suspended, or revoked the registration or license of the *applicant* or that of any *associated person*, or otherwise prevented the *applicant* or any *associated person* of the *applicant*, by *order*, from associating with an *investment-related* business or restricted the activities of the *applicant* or any *associated person*?

Yes  No

E. Has any *self-regulatory organization* or commodities exchange ever:

(1) *found* the *applicant* or any *associated person* to have made a false statement or omission?

Yes  No

(2) *found* the *applicant* or any *associated person* to have been involved in a violation of its rules (other than a violation designated as a *minor rule violation* under a plan approved by the *SEC*)?

Yes  No

(3) *found* the *applicant* or any *associated person* to have been the cause of a denial, suspension, revocation or restriction of the authorization of an *investment-related* business to operate?

Yes  No

(4) disciplined the *applicant* or any *associated person* by expelling or suspending the *applicant* or the *associated person* from membership, barring or suspending the *applicant* or the associated person from association with other members, or by otherwise restricting the activities of the *applicant* or the associated person?

Yes  No

F. Has the *applicant* or any *associated person* ever had an authorization to act as an attorney, accountant, or federal contractor revoked or suspended?

Yes  No

G. Is the *applicant* or any *associated person* currently the subject of any regulatory proceeding that could result in a "yes" answer to any part of Item 5-C, 5-D, or 5-E?

Yes  No

## Civil Judicial Disclosure

If the answer is "yes" to a question below, complete a Civil Judicial Action DRP.

H. Has any domestic or foreign court:

(1) in the past ten years, *enjoined* the *applicant* or any *associated person* in connection with any *investment-related* activity?  Yes  No

(2) ever *found* that the *applicant* or any *associated person* was *involved* in a violation of *investment-related* statutes or regulations?  Yes  No

(3) ever dismissed, pursuant to a settlement agreement, an *investment-related* civil action brought against the *applicant* or any *associated person* by a state or *foreign financial regulatory authority*?  Yes  No

I. Is the *applicant* or any *associated person* now the subject of any civil *proceeding* that could result in a "yes" answer to any part of Item 5-H(1)-(3)?  Yes  No

### Financial Disclosure

If the answer is "yes" to a question below, complete a Bankruptcy/Disclosure, Bond Disclosure or Judgment/Lien DRP, as applicable.

J. In the past ten years, has the *applicant* or a control *affiliate* of the *applicant* ever been a securities firm or a control *affiliate* of a securities firm that:

(1) has been the subject of a bankruptcy petition?  Yes  No

(2) has had a trustee appointed or a direct payment procedure initiated under the Securities Investor Protection Act?  Yes  No

K. Has a bonding company ever denied, paid out on, or revoked a bond for the *applicant*?  Yes  No

L. Does the *applicant* have any unsatisfied judgments or liens against it?  Yes  No

### CFPORTAL/A: Non-Securities Related Business

Does the *applicant* engage in any non-securities related business?  Yes  No

### CFPORTAL/A: Qualified Third Party Arrangements; Compensation Arrangements

A. Qualified Third Party Arrangements. Complete the following information for each *person* that will hold investor funds in escrow or otherwise pursuant to the requirements of Rule 303(e) of Regulation Crowdfunding (17 CFR 227.303(e)).

B. Compensation. Please describe any compensation arrangements the *funding portal* has with issuers.

### EXECUTION

The *funding portal* consents that service of any civil action brought by or notice of any proceeding before the Securities and Exchange Commission or any *self-regulatory organization* in connection with the *funding portal's* investment-related business may be given by registered or certified mail to the *funding portal's* contact person at the main address, or mailing address, if different, given in Items 1.E, 1.F. and 1.H.. If the applicant is a *nonresident funding portal*, it must complete Schedule C to designate a U.S. agent for service of process.

The undersigned represents and warrants that he/she has executed this form on behalf of, and is duly authorized to bind, the *funding portal*. The undersigned and the *funding portal* represent that the information and statements contained herein and other information filed herewith, all of which are made a part hereof, are current, true and complete. The undersigned and the *funding portal* further represent that, if this is an amendment, to the extent that any information previously submitted is not amended, such information is currently accurate and complete.

Date:

Full Legal Name of *Funding Portal*:

By: (Signature)

Title: \_\_\_\_\_

## FORM FUNDING PORTAL SCHEDULE A

### Direct Owners and Executive Officers

**1. Complete Schedule A only if submitting an initial application.** Schedule A asks for information about the applicant's direct owners and executive officers. Use Schedule B to amend this information.

**Guidance:** To determine direct ownership and executive officer status, see instruction 2 below.

**2. Direct Owners and Executive Officers.** List below the names of:

(a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer, director and any other individuals with similar status or functions;

(b) if **applicant is organized as a corporation**, each shareholder that is a direct owner of 5% or more of a class of the *applicant's* voting securities, unless *applicant* is a public reporting company (a company subject to Section 13 or 15(d) of the Exchange Act);

**Direct owners include** any *person* that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of 5% or more of a class of the *applicant's* voting securities. For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.

(c) if the **applicant is organized as a partnership**, all general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 5% or more of the *applicant's* capital.

(d) **in the case of a trust**, (i) a *person* that directly owns 5% or more of a class of the *applicant's* voting securities, or that has the right to receive upon dissolution, or has contributed, 5% or more of the *applicant's* capital, (ii) the trust and (iii) each trustee; and

(e) if the **applicant is organized as a limited liability company ("LLC")**, (i) those members that have the right to receive upon dissolution, or have contributed, 5% or more of the *applicant's* capital, and (ii) if managed by elected managers, all elected managers.

**3. In the DE/FE/NP column** below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "NP" if the owner or executive officer is a natural person.

**4. Complete the Title or Status column** by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).

**5. Ownership codes are:**

- o NA – less than 5%
- o A – 5% but less than 10%
- o B – 10% but less than 25%
- o C – 25% but less than 50%
- o D – 50% but less than 75%
- o E – 75% or more
- o G – Other (general partner, trustee, or elected member)

**6. Control Person:**

(a) **In the Control Person column**, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form Funding Portal, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are "control persons".

(b) **In the PR column**, enter "PR" if the owner is a public reporting company under Section 13 or 15(d) of the Exchange Act.

**Complete each of the following:**

## FORM FUNDING PORTAL SCHEDULE B

### Amendments to Schedule A

**1. Use Schedule B only to amend information requested on Schedule A.** Refer to Schedule A for specific instructions for completing this Schedule B. Complete each column. File with a completed Execution Page.

**2. In the Type of Amendment column**, indicate "A" (addition), "D" (deletion), or "C" (change in information about the same person).

**3. Ownership codes are:**

- o NA – less than 5%
- o A – 5% but less than 10%
- o B – 10% but less than 25%
- o C – 25% but less than 50%
- o D – 50% but less than 75%
- o E – 75% or more
- o G – Other (general partner, trustee, or elected member)

**4. List below all changes to Schedule A** (Direct Owners and Executive Officers):

## FORM FUNDING PORTAL SCHEDULE C

### Nonresident Funding Portals

**Service of Process and Certification Regarding Prompt Access to Books and Records and Ability to Submit to Inspections and Examinations**

Each *nonresident funding portal applicant* shall use Schedule C of Form Funding Portal to: identify its United States agent for service of process, and certify that it can, as a matter of law and will: (1) provide the Commission and any registered national securities association of which it becomes a member with prompt access to its books and records, and (2) submit to onsite inspection and examination by the Commission and any registered national securities association of which it becomes a member.

**A. Agent for Service of Process:**

1. Name of United States *person applicant* designates and appoints as agent for service of process:

2. Address of United States *person applicant* designates and appoints as agent for service of process

Address 1:

Address 2:

City:

State/Country:

Mailing Zip/ Postal Code:

The above identified agent for service of process may be served any process, pleadings, subpoenas, or other papers in:

(a) any investigation or administrative *proceeding* conducted by the Commission that relates to the *applicant* or about which the *applicant* may have information; and

(b) any civil or criminal suit or action or proceeding under the federal securities laws brought against the *applicant* or to which the *applicant* has been joined as defendant or respondent, in any appropriate court in any place subject to the jurisdiction of any state or of the United States or of any of its territories or possessions or of the District of Columbia. The *applicant* has stipulated and agreed that any such suit, action or administrative proceeding may be commenced by the service of process upon, and that service of an administrative subpoena shall be effected by service upon, the above-named agent for service of process, and that service as aforesaid shall be taken and held in all courts and administrative tribunals to be valid and binding as if personal service thereof had been made.

## B. Certification regarding access to records and ability to submit to inspections and examinations:

*Applicant* can, as a matter of law, and will:

1. provide the Commission and any registered national securities association of which it becomes a member with prompt access to its books and records, and
2. submit to onsite inspection and examination by the Commission and any registered national securities association of which it becomes a member.

*Applicant must attach as an exhibit to this Form Funding Portal, Exhibit C, a copy of the opinion of counsel it is required to obtain in accordance with Rule 400(f) of Regulation Crowdfunding, i.e., the opinion of counsel that the nonresident funding portal can, as a matter of law, provide the Commission and any registered national securities association of which the nonresident funding portal becomes a member with prompt access to the books and records of such nonresident funding portal, and that the nonresident funding portal can, as a matter of law, submit to onsite inspection and examination by the Commission and any registered national securities association of which the nonresident funding portal becomes a member.*

### **EXECUTION FOR NON-RESIDENT FUNDING PORTALS**

The undersigned represents and warrants that he/she has executed this form on behalf of, and is duly authorized to bind, the *nonresident funding portal*. The undersigned and the *nonresident funding portal* represent that the information and statements contained herein and other information filed herewith, all of which are made a part hereof, are current, true and complete. The undersigned and the *nonresident funding portal* further represent that, if this is an amendment, to the extent that any information previously submitted is not amended, such information is currently accurate and complete.

The undersigned certifies that the *nonresident funding portal* can, as a matter of law, and will provide the Commission and any registered national securities association of which it becomes a member with prompt access to the books and records of such *nonresident funding portal* and can, as a matter of law, and will submit to onsite inspection and examination by the Commission and any national securities association of which it becomes a member. Finally, the undersigned authorizes any person having custody or possession of these books and records to make them available to federal regulatory representatives.

Signature:

Printed Name:

Title:

Date: