Annual Report

Cover Page

Name of Issuer:
DownToDash, Inc.

Legal status of Issuer:
Form: Corporation
Jurisdiction of Incorporation/Organization: DE
Date of organization: 5/14/2019

Physical address of Issuer:
Lair East,
424 Broadway #602,
New York NY 10013

Website of Issuer:
http://downtodash.com/

Name of Intermediary through which the offering will be conducted:
Wefunder Portal LLC

CIK number of Intermediary:
0001670254

SEC File number of Intermediary:
007-00033

CRD number, if applicable, of Intermediary:
283503

Current number of employees:
4

	Most recent fiscal year-end	Prior fiscal year-end
Total Assets:	$54,227.00	$5.00
Cash & Cash Equivalents:	$54,227.00	$5.00
Accounts Receivable:	$0.00	$0.00
Short-term Debt:	$1,273.00	$0.00
Long-term Debt:	$0.00	$0.00
Revenues/Sales:	$292.00	$0.00
Cost of Goods Sold:	$0.00	$0.00
Taxes Paid:	$0.00	$0.00
Net Income:	$282.00	$0.00

Select the jurisdictions in which the Issuer intends to offer the securities:

AL, AK, AZ, AR, CA, CO, CT, DE, DC, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, SD, TN, TX, UT, VT, VA, WA, WV, WI, WY, All, GU, PR, VI, IV

Offering Statement

Respond to each question in each paragraph of this part. Set forth each question and any notes, but not any instructions therein, in their entirety. If disclosure in response to any question is responsive to one or more other questions, it is sufficient to refer to such responsive disclosure. If a question or series of questions is inapplicable or the response is available elsewhere in the Form, either state that it is inapplicable, include a cross-reference to the responsive disclosure, or omit the question or series of questions.

Be very careful and precise in answering all questions. Give full and complete answers so that they are not misleading under the circumstances involved. Do not discuss any future performance or other anticipated event unless you have a reasonable basis to believe that it will actually occur within the foreseeable future. If any answer requiring significant information is materially inaccurate, incomplete or misleading, the Company, its management and principal shareholders may be liable to investors based on that information.

THE COMPANY

1. Name of Issuer:
DownToDash, Inc.

2. Has the Issuer or any of its predecessors previously failed to comply with the ongoing reporting requirements of Rule 202 of Regulation Crowdfunding?

☐ Yes ☒ No

DIRECTORS OF THE COMPANY

4. Provide the following information about each director (and any persons occupying a similar status or performing a similar function) of the Issuer.

Director	Principal Occupation	Main Employer	Year Joined as Director
Sama Jashnani	Co-Founder DownToDash	DownToDash	2019
Anuja Shah	Co-Founder DownToDash	DownToDash	2019

For three years of business experience, refer to Appendix D: Director & Officer Work History.

OFFICERS OF THE COMPANY

5. Provide the following information about each officer (and any persons occupying a similar status or performing a similar function) of the Issuer.

Officer	Positions Held	Year Joined
Sama Jashnani	CEO	2019
Anuja Shah	COO	2019

For three years of business experience, refer to Appendix D: Director & Officer Work History.

PRINCIPAL SECURITY HOLDERS

6. Provide the name and ownership level of each person, as of the most recent practicable date, who is the beneficial owner of 20 percent or more of the Issuer's outstanding voting equity securities, calculated on the basis of voting power.

Name of Holder	No. and Class of Securities Held	% of Voting Power Prior to Offering
Anuja Shah	37.0 Common Stock	37.0
Sama Jashnani	63.0 Common Stock	63.0

BUSINESS AND ANTICIPATED BUSINESS PLAN

7. Describe in detail the business of the Issuer and the anticipated business plan of the Issuer.

For a description of our business and our business plan, please refer to the attached Appendix A: Business Description & Plan

RISK FACTORS

The U.S. Securities and Exchange Commission does not pass upon the merits of any securities offered or the terms of the offering, nor 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.

8. Discuss the material factors that make an investment in the Issuer speculative or risky:

As we are at an early stage, the cost of scaling and expansion may be unpredictable. Therefore our projections may vary according to changes in our marketing plan, revenue model and unexpected circumstances.

Security of our users can be a risk if we do not strictly monitor this process and prioritize this. We will have to always focus on the security of our users and on maintaining a friendly brand image.

A bigger player could potentially launch a competitor app in the near future. We will have to focus on building an amazing brand that users love, to ensure that our community of loyalists do not switch. We believe with the right team and funding we will be a candidate for an acquisition instead of being copied.

Our future success depends on the efforts of a small management team. The loss of services of the members of the management team may have an adverse effect on the company. There can be no assurance that we will be successful in attracting and retaining other personnel we require to successfully grow our business.

The Company may never receive a future equity financing or elect to convert the Securities upon such future financing. In addition, the Company may never undergo a liquidity event such as a sale of the Company or an IPO. If neither the conversion of the Securities nor a liquidity event occurs, the Purchasers could be left holding the Securities in perpetuity. The Securities have numerous transfer restrictions and will likely be highly illiquid, with no secondary market on which to sell them. The Securities are not equity interests, have no voting rights, have no rights to the Company's assets or profits and have no voting rights or ability to direct the Company or its actions.

We may be subject to future governmental regulations. The nature and scope of future legislation, regulations and programs cannot be predicted. While we anticipate that we and our business will be in compliance with all applicable governmental regulations, there still may be risks that such laws and regulations may change with respect to present or future operations. This could affect the cost of running our business and the demand for it.

Ownership and Capital Structure

DESCRIPTION OF ISSUER'S SECURITIES

17. What other securities or classes of securities of the Issuer are outstanding? Describe the material terms of any other outstanding securities or classes of securities of the Issuer.

Class of Security	Securities (or Amount) Authorized	Securities (or Amount) Outstanding	Voting Rights
SAFE (MFN)	203	$64,680	No
Common Stock	100	100	Yes

Class of Security	Securities Reserved for Issuance upon Exercise or Conversion
Warrants:	
Options:	

24. Describe the material terms of any indebtedness of the Issuer:

None

25. What other exempt offerings has the Issuer conducted within the past three years?

Offering Date	Exemption Regulation Crowdfunding	Security Type	Amount Sold	Use of Proceeds
			$0	General operations

26. Was or is the Issuer or any entities controlled by or under common control with the Issuer a party to any transaction since the beginning of the Issuer's last fiscal year, or any currently proposed transaction, where the amount involved exceeds five percent of the aggregate amount of capital raised by the Issuer in reliance on Section 4(a)(6) of the Securities Act during the preceding 12-month period, including the amount the Issuer seeks to raise in the current offering, in which any of the following persons had or is to have a direct or indirect material interest:

1. any director or officer of the Issuer;
2. any person who is, as of the most recent practicable date, the beneficial owner of 20 percent or more of the Issuer's outstanding voting equity securities, calculated on the basis of voting power;
3. if the Issuer was incorporated or organized within the past three years, any promoter of the Issuer;
4. any immediate family member of any of the foregoing persons.

☐ Yes
☒ No

FINANCIAL CONDITION OF THE ISSUER

27. Does the Issuer have an operating history?

☒ Yes
☐ No

28. Describe the financial condition of the Issuer, including, to the extent material, liquidity, capital resources and historical results of operations.

Management's Discussion and Analysis of Financial Condition and Results of Operations

You should read the following discussion and analysis of our financial condition and results of operations together with our financial statements and the related notes and other financial information included elsewhere in this offering. Some of the information contained in this discussion and analysis, including information regarding the strategy and plans for our business, includes forward-looking statements that involve risks and uncertainties. You should review the "Risk Factors" section for a discussion of important factors that could cause actual results to differ materially from the results described in or implied by the forward-looking statements contained in the following discussion and analysis.

Overview

DownToDash is an app to meet people based on activities. You can post a specific plan like tennis on Thursday at 5 pm or games night and other users can join. We are launching a feature that curates personalized experiences for users every week, based on their availability and location.

Our project to be at 1.28 million users and 5.5 million in revenue, on penetrating 1.75% of the US market in 3 years. With a market penetration of 4.79%, we could be at 3.5 million users, resulting in 20.5 million in revenue within 5 years.

Given the Company's limited operating history, the Company cannot reliably estimate how much revenue it will receive in the future, if any.

Milestones

DownToDash, Inc. was incorporated in the State of Delaware in May 2019.

Since then, we have:

- We have enabled more than 50,000 plans last month and are on-boarding around 100 users every week.
- We did an equity crowdfunding campaign and raised $64,680 from our users, event partners and other investors.
- Featured in Forbes, HuffPost, TEDx and Entrepreneur Elevator Pitch Season 3.
- We organize weekly virtual events and are generating revenue and users from them. http://bit.ly/DTDevents
- We are launching a feature that will curate personalized experiences for users every week, based on their availability and location.
- The lockdown and social distancing made us pivot and adapt to the current situation by moving these activities and events online.
- We see this as an opportunity to create new personal connections between people during this isolating time.

Historical Results of Operations

Our company was organized in May 2019 and has limited operations upon which prospective investors may base an evaluation of its performance.

- *Revenues & Gross Margin.* For the period ended Dec 31, 2019, the Company had revenues of $292. Our gross margin was 100%.
- *Assets.* As of Dec 31, 2019, the Company had total assets of $79,277, including $54,604 in cash.
- *Net Income.* The Company has had net income of $282 for 2019.
- *Liabilities.* The Company's liabilities totaled $1273 for 2019.

Liquidity & Capital Resources

We plan to use the proceeds as set forth in this Form C under "Use of Funds". We don't have any other sources of capital in the immediate future.

We will likely require additional financing in excess of the proceeds from the Offering in order to perform operations over the lifetime of the Company. We plan to raise capital in 12 months. Except as otherwise described in this Form C, we do not have additional sources of capital other than the proceeds from the offering. Because of the complexities and uncertainties in establishing a new business strategy, it is not possible to adequately project whether the proceeds of this offering will be sufficient to enable us to implement our strategy. This uncertainty and uncertainty will be increased if less than the maximum amount of securities offered in this offering is sold. The Company intends to raise additional capital in the future from investors. Although capital may be available for early-stage companies, there is no guarantee that the Company will receive any investments from investors.

Runway & Short/Mid Term Expenses

DownToDash, Inc. cash in hand is $54,604, as of December 2019. Over the last three months, revenues have averaged $97/month, cost of goods sold has averaged $0/month, and operational expenses have averaged $92/month, for an average burn rate of $92 per month. Our intent is to be profitable in 12 months.

There are no material changes or trends in our finances or operations that occurred since the date that your financials cover.

Events: We have currently implemented our short-term strategy; we are selling tickets and sponsorship packages for the events we organize in New York. We have secured free venues and food for our events by obtaining sponsors.

Booking fee: We partner with experience-based service providers and are selling their experiences and events to our users. For example, we partnered with Scuba Network and are selling their scuba trips to our audience. We are charging them a 20% fee for every experience booked on DTD.

Premium accounts: We will add paid accounts for users with premium features for $5 per month. Features include passport (connecting with users in other locations), discounted access to events and additional curated plans.

FINANCIAL INFORMATION

29. Include financial statements covering the two most recently completed fiscal years or the period(s) since inception, if shorter:

Refer to Appendix C: Financial Statements

OTHER MATERIAL INFORMATION

31. In addition to the information expressly required to be included in this Form, include:

- (1) any other material information presented to investors; and
- (2) such further material information, if any, as may be necessary to make the required statements, in the light of the circumstances under which they are made, not misleading.

All information presented to investors hosted on Wefunder.com is available in Appendix A: Business Description & Plan.

ONGOING REPORTING

32. The issuer will file a report electronically with the Securities & Exchange Commission annually and post the report on its website, no later than:

120 days after the end of each fiscal year covered by the report.

33. Once posted, the annual report may be found on the issuer's website at:

http://downtodash.com/invest

The issuer must continue to comply with the ongoing reporting requirements until:

1. the issuer is required to file reports under Exchange Act Sections 13(d) or 15(d);
2. the issuer has filed at least one annual report and has fewer than 300 holders of record;
3. the issuer has filed at least three annual reports and has total assets that do not exceed $10 million;
4. the issuer or another party purchases or repurchases all of the securities issued pursuant to Section 4(a)(6), including any payment in full of debt securities or any complete redemption of redeemable securities; or the issuer liquidates or dissolves in accordance with state law.

APPENDICES

Appendix A: Business Description & Plan

Appendix C: Financial Statements

- Financials 1

Appendix D: Director & Officer Work History

- Anuja Shah
- Anuja Shah
- Sama Jashnani

Appendix E: Supporting Documents