



WHOOSH H INNOVATIO NS

By adding Whooshh fish passage solutions to existing dams, hydropower efficiency can be increased up to 10% worldwide, invasive species can be removed, and native fish populations can rebound, all at a fraction of the cost and time of any other approach. It's a win for the fish, the planet, and clean energy.

[Invest Now](#)

\$1,734,000
Previously Raised
through Reg CF.

\$0

Raised

0

Investors

\$1.50

Share Price

\$4,000,000

Maximum Offering

\$249.00

Minimum Investment

Bonus Shares

[Details Below](#)

**Offering Ends April
30, 2024**

Overview:

Whooshh is using its proprietary technologies to help save the fish, feed the planet, and grow clean energy by enabling fish to migrate over any dam or barrier through its novel fish passage and fish monitoring systems. We are now delivering a suite of proprietary products to the market to tackle the fish passage problem worldwide.

Today, our solutions are available for selective fish passage over dams, invasive species management and removal, commercial aquaculture where fish welfare is paramount and in processing plants where hygiene is critical and water is expensive.

TERMS:	
Offering Type:	Regulation CF
Security Type:	Common Stock
Maximum Offering:	\$4,000,000
Minimum Offering:	\$10,000
Minimum Investment:	\$249.00
Broker Dealer:	Andes Capital Group, LLC
Transfer Agent:	KoreTransfer USA LLC
Escrow Agent:	West Town Bank and Trust

[View SEC Filing
\(https://www.sec.gov/edgar/searchedgar/companysearch.html\)](https://www.sec.gov/edgar/searchedgar/companysearch.html)

[Buy Shares](#)

Why Invest:

Market Size

> \$1T

Total
Addressable
Market

**>
90%**

of dams
have no
fish
passage
today

10%

More
efficient

- Timing: The politics are right, the products are ready; and the market is enormous.
- Time: The need is great. Our fish passage solutions enable a faster transition to clean energy, a necessity for our future and the fish that live in our planet's waters.
- AI Advantage: We are years ahead in the use of AI derived algorithms for Fish Species Recognition and selective fish passage sorting. We can become the de facto standard.
- Cash: We are already producing revenue today, and are raising capital

Key Metrics

**>
60%**

Gross
Margins

**>
\$15M
M**

Lifetime
Revenue

**>\$100
M**

Pipeline



to grow the business, not just start one.

Economics

Up to
**80%
Less**

Solutions cost up to 80% less than traditional custom civil projects.

\$1M

Line of credit for government contract project financing

1 Year

Customer Return on Investment

- **Commitment:** Nearly every country in the world has pledged huge reductions in its CO2 emissions. History making dollars have already been appropriated for fish passage projects over the next 10 years to assure hydropower plays a central role in our future.
- **Value:** Not only do our solutions cost substantially less, they are much more efficient in their water use, and as such the value for the owner and operator can be measured in months rather than years.

Invest Now

Moat

>50

Patents
or
Patents
Pending

**10
Years**

of
Independent
Studies

**World
wide
Brand
Recognition
:**

Whooshh
®; Salmon
Cannon™,
Passage
Portal™;
Fishl
Recognition™;
Elverator
™;
Guardian
™; Rescue
Router™

SAVE THE FISH

We deploy novel products designed and developed to improve fish welfare, fish passage and spawning success.

FEED THE PLANET

By passing fish over barriers and improving native fish numbers, our products help provide critical nutrients for the planet's ecosystems and are the number one protein for the people on it.

GROW CLEAN ENERGY

By enabling more efficient use of our water resources, we enable the growth of hydropower and all clean renewable energy.

HEAL THE ENVIRONMENT

Reducing CO2 emissions as quickly as possible, cools the planet, its waters, and the fish politics.

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Problem:

There are more than one million dams in the world. Most of these dams do not have any fish passage. Migrating fish species are threatened with extinction. The rules and the climate have changed. To continue operating a hydropower dam, or to build a new dam, installation of a viable fish passage solution is usually required.

Solution

We have developed award winning core technologies and created new product categories, using modular designs, so that we can offer fish passage and monitoring solutions that are best suited to the fish and the river while substantially reducing the time and cost to deploy.

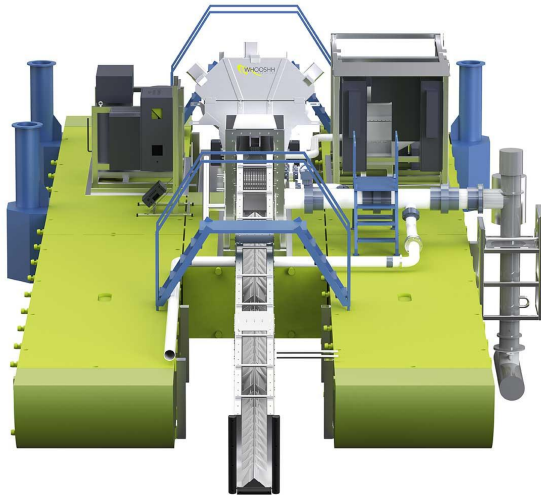
"The fish pass through without so much as a scratch. Also, you won't have to divert water, as you do in a ladder system. Out here, the economy is all about agriculture, and water is gold. That's what makes Whooshh such a great concept."

Mark Johnston – Yakama Nation Fisheries Biologist

Our systems assist native fish to pass over dams in seconds to reclaim access to their spawning grounds. This means fish expend far less energy, experience less stress, and are therefore reaching cleaner, safer, water and spawning habitat, with fewer pre-spawning mortalities.

We also do not require concrete infrastructure or any extra, unnecessary use of water or impose a permanent environmental footprint.

Our gentle handling of fish without producing waste water, reduces injuries, mortalities, and stress – overall improving survivability, fecundity, and ultimately our product value.



Passage Portal™



FishL Recognition™

Our Passage Portal™ products permit fish to swim in on their own, and the automated FishL Recognition™ system selectively sorts the fish before they glide through our Migrator™ tubes, regardless of geography, height of obstacle, water temperatures or changing water levels, all in less than a minute.

We have integrated scanning, sorting and invasive species removal features in order to enable selective fish passage. This way, we never stop collecting images and data and learning about the local habitat – and the fish who call it home.



After many pilot programs and studies, and more than a million fish that have used our systems around the world, we are ready to scale up and speed up deployments while the transition to a clean electric grid accelerates.

The maximum capacity of one Passage Portal™ is 40 fish per minute or 57,600 fish per day, more than many rivers see in an entire year. In short, we enable fish to glide over barriers without stress or injury, all in a flexible, misted, temperature-controlled Migrator tube. Fish float over land or infrastructure barriers from point A to Point B in seconds, without requiring huge amounts of water and power as is often required for traditional systems.



Forbes

2014

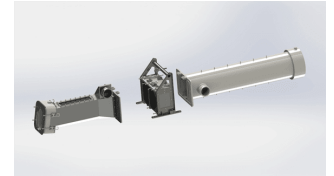
Whooshh goes viral on Social media
(<https://www.forbes.com/sites/startswithabang/2019/08/26/the-salmon-cannon-is-a-stroke-of-scientific-and-environmental-brilliance/?sh=770c3457b7a6>)

CBS News, Discovery Channel, and John Oliver were just some of the media outlets that were viewed by millions around the world.

2013

First Salmon Cannon Deployed

Yakama Nation agrees to be first Customer to deploy and trial Salmon Cannon.

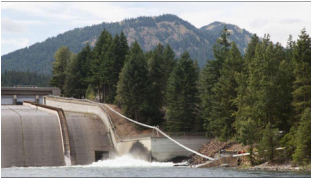


2015

48 National Patents Granted

Key markets protected with broad utility





2017

First Passage Portal deployed on a non- powered dam

A Whooshh
Passage Portal,
1700' long and
135' high was
piloted on the
Bureau of
Reclamations Cle
Elum Dam

2017

20 Independent Studies Completed

To obtain regulatory
acceptance
numerous
independent studies
were successfully
completed.



2018

First National Hydropower Association Award

Outstanding
Steward of
Americas Waters
Award for Cle Elum
Dam deployment



2020

Whooshh Achieves

Net Profits for the fiscal year

Company achieves
more than \$2M in
net profits on
\$5.6M in revenue



2021

Second National Hydropower Association Award

Outstanding
Steward of
Americas Waters
Award for
emergency Fraser
River Big Bar
project.



2022

Whoosh installs first shad system on East Coast

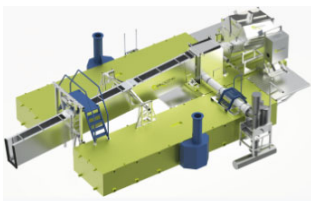
First commercial
passage system
deployed at
hydropower dam
specifically for
shad passage.



2023

Whooshh deploys system in Mid-west

Guardian system
deployed for the
first time on the
Illinois River for
use in the battle
against invasive
carp.

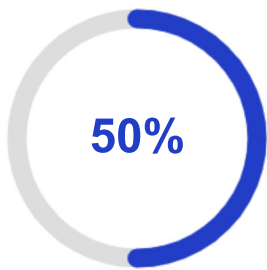


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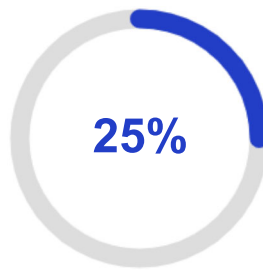


Use of Proceeds:

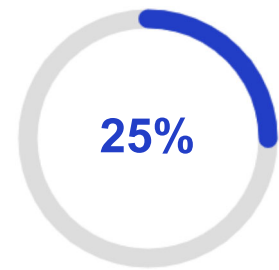
Assumes a maximum \$4,000,000 raise is achieved.



\$2,000,000
Working Capital



\$1,000,000
Personnel



\$1,000,000
R&D Projects

Bonus Program:

Bonus Share Program may be stacked. See Updates below*.

Loyalty Bonus:

50%

Bonus Shares

if you invested
previously with
Whooshh
Innovations

Time Based Bonus

50%

Bonus Shares

35%

Bonus Shares

20%

Bonus Shares



Invest by Nov. 30,
2023

Invest by Dec. 31,
2023

Investment Based Bonus

25%

Bonus Shares

\$20,000+
investment this
round

15%

Bonus Shares

\$10,000+
investment this
round

10%

Bonus Shares

\$1,000+ investment
this round

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In the News:

**INTERESTING
ENGINEERING**

Passage Portal Helps
Fish Get Safely Across
Barriers

**The
Guardian**

Saving Canada's wild
salmon: rescuers pin
hopes on fish ladder
and salmon cannon

**CTV
NEWS**

Time running out for
trapped salmon in the
Fraser River?

Read the Article
(<https://interestingengineering.com/investing/passag-portal-helps-fish-safely-get-across-barriers>)

Read the Article
(<https://www.theguardian.com/environment/2020/jun/15/canada-salmon-fish-ladder-salmon-cannon-british-columbia>)

Read the Article
(<https://2020/june/15/canada-salmon-fish-ladder-salmon-cannon-british-columbia>)

Visit the Press Room
(<https://www.whooshh.com/PRESS%20ROOM/whooshh-in-the-news>)

Leadership:

The leadership of the company embody talent, grit and subject matter expertise. At the helm is a proactive founder and CEO with an impressive 20-year track record of executive experience launching and growing startups since earning his stripes in senior management positions at Adobe Systems. With a well-rounded business background and boasting a J.D. and an L.L.M in International Business Transactions, the CEO brings a unique blend of global business knowledge and legal acumen to the table for the company's multinational aspirations.

The rest of the company's officers are a testament to the commitment to excellence that defines the organization. With a lineup boasting advanced specialty degrees including a CPA, PHD, MBA, and ME, the officers exhibit a remarkable dedication to their respective fields, constantly driving innovation and growth. This is represented by the

numerous patents that have been issued under their work. Their unyielding determination and unwavering support are evident in the number of new, innovative, and importantly commercialized products and services they have led, both at the Company and through their prior employment. From multi-billion-dollar vaccines to electric transportation, this blend of successful and seasoned expertise and experience creates a culture of trust, innovation, and success. Their collective efforts have redefined the market and will continue to drive the company's future growth.

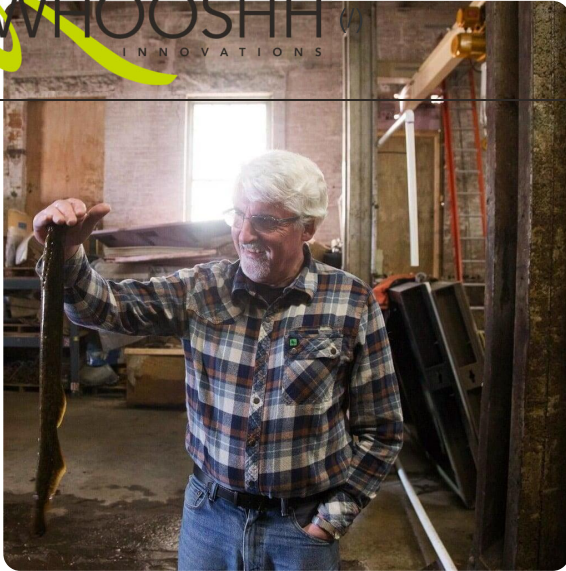
The cohesiveness and synergy at the board level is equally impressive, with all board members accomplished CEOs, collectively amassing 100 years of invaluable business and regulatory experience, in a wide range of fields: medical device companies, investment banking, high-tech, hospitality and law. Such a combination of strategic insight ensures that the company's technical and business direction is both well rounded, informed, and forward-thinking.



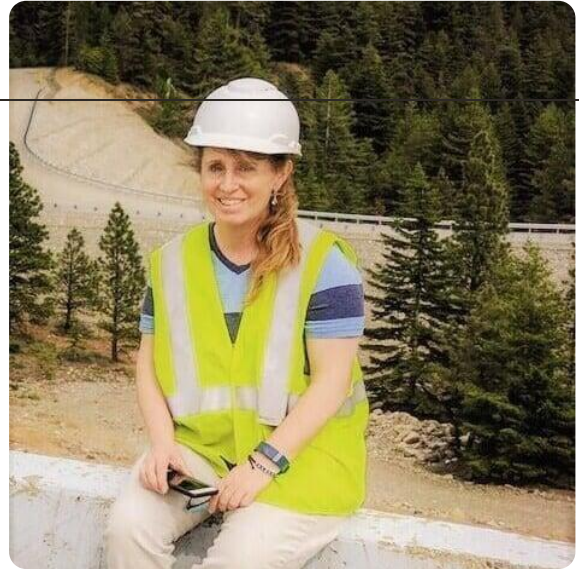
Vincent Bryan III
CEO, Board of Directors



Siao Ling Kok
VP of Finance



Steve Dearden
VP of Sales



Janine Bryan
VP of Scientific Investigative Research



Redwood Stephens
Sr. VP of Engineering



Marc Haugen
Board of Directors



Michael A. Hendrickson
Board of Directors



Vincent Bryan Jr.
Board of Directors

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Updates:

**Bonus Shares
Explained
([https://whoosh
h.investments/b
onus-shares-
explained/](https://whooshh.investments/bonus-shares-explained/))**

In order to receive bonus shares from an investment, investor must submit their investment in the



same offering that meets the minimum requirements above. Loyalty, Time, and Amount Based Bonus shares are cumulative.

Loyalty Based Bonus shares will be granted for each qualifying investment made in this offering. Amount Based Bonus shares will be granted [...]

Read More
(<https://whooshh.investments/bonus-shares-explained/>)

View More Updates
(<https://whooshh.investments/posts/>)

Join the Discussion:

All questions about the offering should be submitted through the discussion section. Once approved by legal compliance staff, the responses will be posted.

☒ Subscribe ▼

You are logged in as [john doe \(https://whooshh.investments/author/johndoe/\)](https://whooshh.investments/author/johndoe/) | [Log out \(https://whooshh.investments/wp-login.php?action=logout&redirect_to=https%3A%2F%2Fwhooshh.investments%2F&_wpnonce=02e479e1b7\)](https://whooshh.investments/wp-login.php?action=logout&redirect_to=https%3A%2F%2Fwhooshh.investments%2F&_wpnonce=02e479e1b7)

Be the First to Comment!

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Regulation CF FAQ:

- What are Investment Limits for Reg CF funds?



Anyone can invest in a Regulation Crowdfunding offering. Because of the risks involved with this type of investing, however, you may be limited in how much you can invest during any 12-month period in these transactions. If you are an accredited investor (see definition below), then there are no limits on how much you can invest. For Non-Accredited Investors (most fall into this category) the limitation on how much you can invest depends on your net worth and annual income. If either your annual income or your net worth is less than \$124,000, then during any 12-month period, you can invest up to the greater of either \$2,500 or 5% of the greater of your annual income or net worth. If both your annual income and your net worth are equal to or more than \$124,000, then during any 12-month period, you can invest up to 10% of annual income or net worth, whichever is greater, but not to exceed \$124,000.

+ What is an Accredited Investor?

+ How does the online investment process work for this Reg CF opportunity?

+ How long can this take?

+ Who is Andes Capital Group?

+ How does Andes Capital Group get compensated?

+ Am I now a customer of Andes Capital Group?

+ Why do I give information such as DOB, SSN, Driver's License or Passport Details, Annual Income or Net Worth?

+ Where can I direct questions about the Issuer to get additional information?

+ Where can I direct additional questions about the investment application and process?



investments@andescap.com
(mailto:investments@andescap.com)
312-376-4500

- Overview (/#offering)
- Why Invest (/#whyinvest)
- Mission
- Problem
- Solution
- Milestones (/#milestones)
- Use of Proceeds (/#useofproceeds)
- Leadership (/#management)
- Updates (/#updates)
- Discussion (/#discussion)
- FAQ (/#faq)
- Investor Login (http://whooshh.koreconex.com/login#)
- About Andes Capital Group (https://www.andescap.com/about-us)
- BCP (https://www.andescap.com/_files/ugd/99db23_e297f8cd39734ac5b9121b8c3cf32aee.pdf)
- FINRA Broker Check (https://brokercheck.finra.org/)
- Privacy Policy (https://www.andescap.com/privacy-policy)
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The Refund Policy: You may cancel your investment at any time, for any reason until 48 hours prior to a closing occurring. If you have already funded your investment and your funds are in escrow, your funds will be promptly refunded to you upon cancellation. To submit a request to cancel your investment please email investments@andescap.com (mailto:investments@andescap.com) with reference to your investment details and your contact information.

- Andes Capital Group is the Onboarding Agent for this offering and is not an affiliate of nor connected with the Issuer.
- Andes Capital Group is NOT soliciting this investment nor making any recommendations by collecting, reviewing and processing your application for investment.
- Andes Capital Group conducts Anti-Money Laundering, Identity and Bad Actor Disqualification reviews of the Issuer, and ensures they are a registered business in good standing.



- Andes Capital Group is NOT validating or approving the information provided by the Issuer or the Issuer itself.
 - The information below is provided for applicants to make inquiries and requests of Andes Capital Group regarding the general application process, the status of the application or general Reg CF regulation related information. Andes Capital may direct applicants to specific sections of the Offering Statement to locate information or answers to their inquiry but does not opine or provide guidance on Issuer related matters.
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[Overview \(/#offering\)](#) | [Why Invest \(/#whyinvest\)](#) | [Mission |](#)
[Problem |](#) [Solution |](#) [Milestones \(/#milestones\)](#) |
[Use of Proceeds \(/#useofproceeds\)](#) |
[Leadership \(/#management\)](#) | [Updates \(/#updates\)](#) |
[Discussion \(/#discussion\)](#) | [FAQ \(/#faq\)](#) |
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