

# COCO NOIR WINE SHOP & BAR

## 2021 Report

### *Dear investors,*

For the year ending 2021, we got the financial numbers covered. Overall, last year had its ups and downs. We didn't meet our total capital raise goal of \$500K+, but we were able to start the construction process in late December 2021 and January 2022. From the start of the construction wine shop buildout, until the present day of May 2022, we have built out 80% of the space. To cover the additional cost, our founder has used her own funds, the current Wefunder funds, and outside the capital. Our business is scheduled to open in fall 2022. The cost of labor, materials/supplies, and inventory has increased and material delays are our challenge. To ensure that we will open this fall, please consider purchasing wine from our online wine shop, gift cards, and book virtual tastings. As an investor, if you want to contribute more, there will be an opportunity to donate additional funds via our new donation page and as an investor, you can share it within your networks.

#### **We need your help!**

Due to the increase in the cost of construction, labor, supplies, and inventory, we need investors to purchase wine from our online wine shop and book virtual tastings, it would be helpful if investors can share additional funding sources with our company. We will share our online wine shop on our Wefunder Page and in our CoCo Noir Wine Shop & Bar newsletter. Finally, we will give our investors, customers, and supporters the opportunity to donate additional monies to support the successful opening of our wine shop this summer. The link will be shared in our upcoming newsletter.

*Sincerely,*

*Alicia Kidd*

Founder and Owner

## Our Mission

Our 5-year vision is to expand and open our 2nd will be at an airport or a similar downtown location in the Bay Area or out of state cities such as Atlanta or Houston. Also, we want to be the industry leader in offering wine and tapas dishes produced by women and minority winemakers and chefs. Finally, we aim to be the leader in wine technology that connects women winemakers and winemakers of color to a global audience to sell their wine and grow their brand.

[See our full profile](#)



## How did we do this year?

*Report Card*

A+



### The Good

Started the building phase of CoCo Noir Wine Shop in Jan 2022 after a year-long delay.

The building phase is almost complete and we are scheduled to open fall 2022

we are working on hiring strategy, wine selections, and food, and beverage selection.



### The Bad

There were several delays in the build phase, due to unexpected costs.

Unexpected construction, labor, and supplier cost.

Due to the high cost of construction, labor, and supplier cost, we had to get additional funding to fund the buildout.

## 2021 At a Glance

January 1 to December 31



**\$31,797** +603%  
Revenue



**-\$72,433**  
Net Loss



**\$0**  
Short Term Debt



**\$521,300**  
Raised in 2021



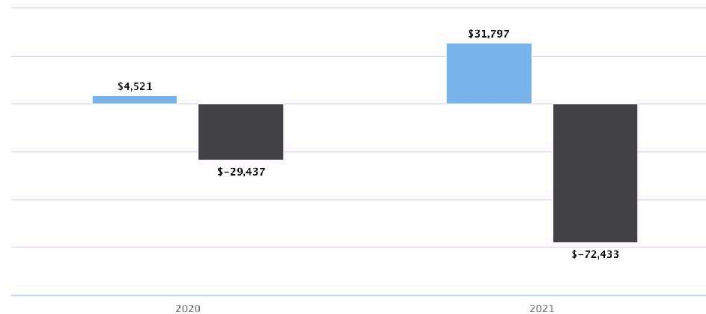
**\$0**  
Cash on Hand  
As of 09/ 7/20

INCOME

BALANCE

NARRATIVE

● Revenues ● Profit



Net Margin: -228%   Gross Margin: 25%   Return on Assets: -45%   Earnings per Share: -\$8,048.11   Revenue per Employee: \$31,797   Cash to Assets: 52%   Revenue to Receivables: -   Debt Ratio: 115%

2021\_A.M\_KIDD\_REVIEW\_FOR\_WEFUNDER\_2021.pdf

Final\_12.31.20\_Kidd\_\_Truvillion-Kemp\_Financila\_Statement\_Review.pdf

We ❤️ Our  
434 Investors

Thank You For Believing In Us

Arno Hesse  
William Landis  
Brad Barbeau  
Jung Menopath Kuan  
Ashlea D Gutierrez  
Swati Rayasam  
Rebecca Hyde  
Tyrone Tucker  
Jacqueline Jones

Logan Lenz  
Miyshia Slay  
Brenda Wright  
Selendra Borefield  
V Sharae Williams  
Los Mae Diaz  
Candice Woodring  
Shannan Mojica  
Jonathan T. Ellison

Anthony A Cook  
Craig Brown  
Darnell H. Bingham Jr.  
Michelle Hiron  
Acacia Simone  
Gino C Tomlinson  
De Nise Blake  
Rhonda White  
Benjamin Mens

Kadidia Cooper  
Adrienne Anderson  
Paul Sheppard  
Naeko Carrie Ude  
Victoria Armiga  
Courtney N LANIEAR  
Denise Olmstead  
Larry Parker  
Dakara Aarons

Rachael Vaughn  
Jasper Gallo  
Greg Lakey  
Nigel Harris  
Jenny Kissan  
Bibi Asare  
Michelle Long  
Sharon Y. Morgan  
Jonathan Harris

Bronda Anderson  
Christian Shelton  
Soroya Poonon  
Brad Barbeau  
Rebecca Yiggs  
Chris Norman  
Antoinette M Spillers  
Alexandra Rutherford  
Anissa Gauthier

Erika Huerta-Garlington  
Darwin Bowers  
Marco Thomas  
Anthony A Cook  
Apeezee Parker  
Angela Barbash  
Adam Caylor  
Lori Alaniz  
Natasha Reed

Crystal Cornelia	Carey Reid	Nicole M Charles	Sarah Ghanta	Angela Johnson-Dorsey	Cheryl Davis	Jemaine Charles
Terence Tucker	The Carson Collective, LLC	Javier Manzano	Kevin Dillon	Megan Steidel	Royal Burton	Jay Seright
Britt Lewis	Tiffany Shafer	Rod Cooks	Janine Bassi	Danielle Joseph-Key	Stelanie Lu Yvette Marshall	Jon Exume
Najavisha McFadden	Luke Mertens	Patricia McCLELLAN	Cathy D. Adams	Hermesa Velazquez	Thomas Cadi	Thomas Cadi
Dexter McKenzie	André Langston Handcox	Mark Harris	Alphawus Martin	Phil Neumann	Gina C. Tamlinson	Patricia Kelly Marsh
Frank Zheng	Calvin Morgan	Alyssa Gill	Georgette Easter	Larry Parker	Deirda E. Mason	Pascal Prunier
Juan Troy	Jennifer Portillo	Kysha Mitchell	Leah Tulin	Jonathan T. Ellison	Aminah Chefmimi Robinson	Ashley Gauer
Dakara Aarons	Phil Neumann	Earl Thomas	April L. McTeer	Cindi Darling	Brenda J. Miles	Adam Field
Loraine Binon Hardy DBS	Koy Kombuth	Gregory Montgomery	Craig MacLellan	Gregory Montgomery	Jonathan Rosenthal	Emily Winston
Bosco Kante	Rutha Miller-Henderson	Ivelisse Morales	Zerineh Pasha	Anna Aldrete Springer	Ronald A. Kemp	Nicole Mitchell-Mallari
Barbara Berkeley	Rachel Skywalker	Alison Jackson	Eric Schreiber	Candice Cox	Lillian Rafil	Joseph Turner
Micco Shankar	Ramon J Terrazas	David Quinn	Najeebah Mpagazi	Mails Olye	John Whitehurst	Winnie Anderson
Albistair Mallillin	Yusseem Watson	Kelly R	William Johnson, IV	Jeff And Sonia Semenchuk	Shu Lai	Katie Hawn
Hmelisa Mio	Kelly R	Alyssa Bantman	Lina Buffington	Samantha O'Wall	Samantha Sandoval	Shane Hare
Laura Gustafson	Crystal WILSON	Elizabeth Porras	Erin Brown	Annie Ryan	Winter Oxford	Bivert Brackett
Alfisa Cannon	Boris Gamazaychikov	Victoria Reyes	Shantal Aguirre	Lindsay Baker	Josephine Stoddard	Everett & Lela Shockley
Tanya Penira	Paula Thompson	La Rhonda Chargois	Colin Epstein	Alicia Tenti	Liz Upchurch	Caitlin Busby
Shelley Powdner	Greg Pasquall	Leslie White	Alexandra Spencer-Wong	Adiba Khan	Annie Su	Zoe Spencer
Erin Reid	Trvon Johnson	Kate Koss-Howard	Lisa Knox	Khalid White	Alexis Collington	Brandy A Hyatt
Libby Schaaf	Tanja Powers	Stephanie Beecham	William Culler-Chase	Thembile Mtwa	Theresa Teppin	Shauna Gordon-McKeen
Priya Sandhu	Elmer Pierce	Edward & Adrienne Tanner	Maura Passanisi	Enron Walwyn	Thomas Genzales	Nina Robinson
Tahira Anderson	Ryan Jenkins	Richard Jones	Nichelle R Downing	Catherine Lyons	Albert Gibbs	Jerry Bailey
Leonie Wedderburn	Shahaka Dupart	Jesse Johnson	Anna Hamilton	Laxmi Kumaran	Rich Goodman	Tracy Bielli
Lekisha Gayden	Anthony Coleman	Larry Lewis	Ariana Marley	Nicole McTeer	Stephanie Harrison	Bryant Nichols
Supreme Dorvil	Brandon Westbrook	Dr. F. La Shell Robertson	Carolyn Varner	Jacqueline Lopes	Rachel D'Abreu	Connie Austin
James J. Washington	Ravinell Rose	Jean Francois	Precilla Barr	Christopher Paul	Jovis DePogon	Stefan Hawkins
Nikili Lim	Malika Collins Smith	Wava T. Johnson	Sandra Walch	Shorla Pringle	Krista Stinson	Maurice Rigaud
Heather Braxton	Jacquelyn Hill	Shantal M H Bacon	Desha Lewis	Jacob Leroy Keynes	Nicole Dennis	Kasey Joyner
Marissa Quintero	Latonya Andrews	Linda Rosborough	One AMERICA	Terri Knox	Christina Ambrose	Rebecca Odum
Diane Aka-Bashorun	Constance A Fortis	Ricardo Hamilton	Whitney Aikens	Jennifer Perez	James Wilson	Nichole Evans
Jeffrey Howell	Jonathan Frantz	Evelyn Almon	Lorna Fox Ricardo	Laura Wheat	Leverne R Sawyer	Kisha Jones
Scott Green	Fernny McPherson	Lashuasha Thress	Manlyn Wann	Lebitha Taylor	Manion Goma	Marilyn Monter
Steve Passier	C.L. Walker	Keante Hendricks	De Marco Dawson	Esther Park	Dr Yvonne D Austin	John S Black
France Laure Salomon Du...	Catherine Angela Daughtry	Allia Kontoh	Christina Potts	Keri Henderson	Tonya D Young	Bernard Johnson
Henry Gerard Nixon	George Greeley	Shona Sausberry	Isaac Pearlman	Shane JOHNSON	Allisha Davis	Wanda Sheffield
Eddis Adams	Malissa Palmer	Jacinta Bonner	John D. Foster	Harriette Briscoe	William Green	Jean Cromwell
Terry Forde	Brian Drummond	Tori Covington	Joy Zarembin	Bert Faus	Coura Keita	Stephanie P Gay
Leonida Irvin	Ashonta Randolph	Teaira Wilcher	Nisha Kapadia	Donna Lewis	Chidion Lampley	Deborah Annette Bryson
Brian McKie	Nikki Green	Rosi Quinones	Giselle Jasmin	Jason B Lee	Ingrid HAWK	Liz Upchurch
Pamela Seberman	Carmen Shelton	Dana Patricia Hill	Clanna Leatherwood	Khalid White	Stephanie Beecham	Sharon W Scott
Niama Safia Sandy	Lavon Phillips	Julianne Manton Phillips, ...	Dobra Winifred	Lee White	Lakeisha Brooks	Janis Cooney
Nikoi Ham	Tessa Downes	Leslie White	Angelle Blair	Mauria Antoinette	Amanda Aliu	Portia Allen-Kyle
Lelandra Baker	Zoleka Mokile	Mona Dave	Lauren Margulies	Renele Simpson	Kristin McKee	Tassandra Cohen
Rutha Miller-Henderson	Maya Rollins-williams	Alice Brethwaite	Jaime Araujo	Danielle Davidson	Aisha Humphries	Kenya Johnson
Barbara Amey	Sophia Aladenoya	Jonny Tolan	Nicole Kearney	Jasmine Gill	Ricardo Guimbardo	Joyce Chinkam
Morgan Simon	Rebecca Brackman	Kristelle Cooks	Ronda Williams	Grace Lesser	Sam Manning	Bivert Brackett
Diana Pasquali	Bridgette Leslie	Sandra Weatherby	Nortey Family	Kristin Hull	Paul Collesway	Doug Itter
Guerline Cledor	Rachel Skywalker	Stephanie Haughey	Dana Amaku	Jennifer Shandon	Bobby Dillard	Mary Ann Owens
Rhonda Holmes	La Tajh A. Weaver	Kevin L. Nichols	Michael Williamson	Michael Hamigan	Suhayl Ramirez	Claude Arpik
Mary Edwards	Lisa Love	Dianne Ma	Jesse Torres	Sarina Siman	Claire Thiveyrat	Wladimir Wlaskowsky
	Jeffrey Scattini	Felicia Byrd		Carlynn Pinckney	Lekisha Gayden	Twana Jackson
				Jermel Thomas	Jenny Kuan	Josephine Chen
				Nicole Winzey	Olivia Chaplin	Jonny Price

## Thank You!

From the CoCo Noir Wine Shop & Bar Team



**Alicia Kidd**  
Founder and Owner



**Alfonso Dominguez**  
CoCo Noir Wine Shop -  
Hospital Adv & Gen Con  
*Alfonso is our lead Hospitality Advisor and General Contractor. He has 20 years of restaurant and bar ownership experience and experience building and designing new and existing brick & mortar spaces.*



**Aminah Chefmimi Robinson**  
Board Advisor - Diversity  
Inclusion - Wine & Food  
*Aminah Robinson is CoCo Noir's Board of Advisor of our Food and Wine division. She will work with our CEO to source wines and foods. She is the owner of Chef Minitine & Black Food & Wine Experience.*



**Robbie Terry-Washington**  
Board of Advisor CoCo  
Noir Wine Shop - CPA  
*Robbie Terry-Washington is CoCo Noir CPA and she is the owner of RTW Accounting Firm. Her role is to advise on accounting practices and making sure that we adhere to GAAP Standards.*



**Carla Titus**  
Board of Advisor - CFO  
*Carla Titus has 10+ years of CFO experience working in Corporate America and advising start-up and growth companies. She will review CoCo Noir financial projects and work with our CPA to ensure review, generation.*

## Details

The Board of Directors

DIRECTOR	OCCUPATION	JOINED
<a href="#">Alicia M Kidd</a>	Owner and CEO @ The Wine Noire LLC	2020

#### Officers

OFFICER	TITLE	JOINED
<a href="#">Alicia M Kidd</a>	CFO Secretary President	2021

#### Voting Power <sup>®</sup>

HOLDER	SECURITIES HELD	VOTING POWER
The Wine Noire LLC	9,900 Common Stock	100.0%

#### Past Equity Fundraises

DATE	AMOUNT	SECURITY	EXEMPTION
11/2021	\$260,650		Regulation Crowdfunding
11/2021	\$260,650		4(a)(6)

*The use of proceeds is to fund general operations.*

#### Outstanding Debts

None.

#### Related Party Transactions

None.

#### Capital Structure

CLASS OF SECURITY	SECURITIES (OR AMOUNT) AUTHORIZED	SECURITIES (OR AMOUNT) OUTSTANDING	VOTING RIGHTS
Preferred	1,000,000	0	No
Common Stock	10,000	9,900	Yes
SECURITIES RESERVED FOR ISSUANCE UPON EXERCISE OR CONVERSION			
Warrants:	0		
Options:	0		

#### Risks

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.

##### Competition

Although most of our competitors will be undergoing similar environmental risks, our competition with longer store front tenure in the wine business could potentially impact our market share.

##### Unpredictable Governmental Alcohol Policy Change

If the social acceptability of our products declines, or governments adopt policies disadvantageous to beverage alcohol, our business could be adversely affected. Our ability to market and sell our products depends heavily on societal attitudes toward drinking and governmental policies that both flow from and affect those attitudes. In recent years, increased social and political attention has been directed at the beverage alcohol industry. For example, there remains continued attention focused largely on public health concerns related to alcohol abuse, including drunk driving, underage drinking, and the negative health impacts of the abuse and misuse of beverage alcohol. While most people who drink enjoy alcoholic beverages in moderation, it is commonly known and well reported that excessive levels or inappropriate patterns of drinking can lead to increased risk of a range of health conditions and, for certain people, can result in alcohol dependence. Some academics, public health officials, and critics of the alcohol industry in the United States, Europe, and other parts of the world continue to seek governmental measures to make beverage alcohol more expensive, less available, or more difficult to advertise and promote. If future high-quality scientific research indicated more widespread serious health risks associated with alcohol consumption – particularly with moderate consumption – or if for any reason the social acceptability of beverage alcohol were to decline significantly, sales of our products could decrease.

##### Product Risk

We will probably depend on a small number of large retailers for a significant portion of our sales. Food and beverage retailers in the U.S. and other markets have been consolidating, resulting in large, sophisticated retailers with increased buying power. They are in a better position to resist our price increases and demand lower prices. They also have leverage to require us to provide larger, more tailored promotional and product delivery programs. If we and our bottlers and distributors do not successfully provide appropriate marketing, product, packaging, pricing and service to these retailers, our product availability, sales and margins could suffer.

##### Supply Chain Disruption

One impact of coronavirus has been to make us more aware of the inherent risks in international and global supply chains and associated just-in-time production strategies. Bottlenecks anywhere along the chain can potentially impact final production. Wine is certainly affected by supply chain issues related to the coronavirus, although not as much as some other industries such as automobiles and electronics. Glass imports from China are one important concern and I am sure there are others. Wine exports, which are of growing importance because of the domestic surplus, may also be disrupted.

##### COVID-19: Managing Risks and Ensuring Business Continuity

With COVID there is naturally ambiguity launching a store front business. In the current situation, we know it is vital to react as fast as possible in order to mitigate impacts and other risks and to prepare the organization for the further development of the COVID-19 pandemic and its possible scenarios. We have developed business continuity management covers infrastructure, cyber, employee, business, operational and communication risks, with the aim of managing and facing new challenges and risks, to ensure continuity of operations and production.

The bottom line so far is that the coronavirus has many effects that are detrimental to the economy in general and the economy of wine in particular. Anyone in the wine business would be wise to ask themselves a series of questions that starts with “how

well prepared is my company for a recession?" and continues down the list to supply chain disruptions, swings in consumer demand, altered trade patterns, tasting room strategies and policies, and so on. It is already too late to anticipate some impacts, but not too soon to think through others.

Due to the COVID-19 pandemic, we may face issues acquiring customers and securing distribution partners. It is unknown how this will impact market demands going forward.

#### Location

Our location has been promised to us however due to COVID the construction and permitting has been delayed impacting visibility of our launch date.

#### Description of Securities for Prior Reg CF Raise

Additional issuances of securities. Following the Investor's investment in the Company, the Company may sell interests to additional investors, which will dilute the percentage interest of the Investor in the Company. The investor may have the opportunity to increase its investment in the Company in such a transaction, but such opportunity cannot be assured. The amount of additional financing needed by the Company, if any, will depend upon the maturity and objectives of the Company. The declining of an opportunity or the inability of the investor to make a follow-on investment, or the lack of an opportunity to make such a follow-on investment, may result in substantial dilution of the Investor's interest in the Company.

Issuer repurchases of securities. The Company may have authority to repurchase its securities from shareholders, which may serve to decrease any liquidity in the market for such securities, decrease the percentage interests held by other similarly situated investors to the Investor, and create pressure on the Investor to sell its securities to the Company concurrently.

A sale of the issuer or of assets of the issuer. As a minority owner of the Company, the Investor will have limited or no ability to influence a potential sale of the Company or a substantial portion of its assets. Thus, the investor will rely upon the executive management of the Company and the Board of Directors of the Company to manage the Company so as to maximize value for shareholders. Accordingly, the success of the investor's investment in the Company will depend in large part upon the skill and expertise of the executive management of the Company and the Board of Directors of the Company. If the Board Of Directors of the Company authorizes a sale of all or a part of the Company, or a disposition of a substantial portion of the Company's assets, there can be no guarantee that the value received by the Investor, together with the fair market estimate of the value remaining in the Company, will be equal to or exceed the value of the Investor's initial investment in the Company.

Transactions with related parties. The Investor should be aware that there will be occasions when the Company may encounter potential conflicts of interest in its operations. On any issue involving conflicts of interest, the executive management and Board of Directors of the Company will be guided by their good faith judgement as to the Company's best interests. The Company may engage in transactions with affiliates, subsidiaries or other related parties, which may be on terms which are not arm's-length, but will be in all cases consistent with the duties of the management of the Company to its shareholders. By acquiring an interest in the Company, the Investor will be deemed to have acknowledged the existence of any such actual or potential conflicts of interest and to have waived any claim with respect to any liability arising from the existence of any such conflict of interest.

#### Minority Ownership

An Investor in the promissory notes holds no position in the Company and will have no voting rights in the Company, and thus will be limited as to its ability to control or influence the governance and operations of the Company. The marketability and value of the Investor's interest in the Company will depend upon many factors outside the control of the Investor. The Company will be managed by its officers and be governed in accordance with the strategic direction and decision-making of its board of directors, and the Investor will have no independent right to name or remove an officer or member of the board of directors of the Company.

#### Exercise of Rights Held by Principal Shareholders

As holders of a majority-in-interest of voting rights in the Company, the shareholders may make decisions with which the Investor disagrees, or that negatively affect the gross revenues of the Company, and the Investor will have no recourse to change these decisions. The Investor's interests may conflict with those of other investors, and there is no guarantee that the Company will develop in a way that is optimal for or advantageous to the Investor. For example, the shareholders may change the terms of the Operating Agreement for the company, change the terms of securities issued by the Company, change the management of the Company, and even force out minority holders of securities. The shareholders may make changes that affect the tax treatment of the Company in ways that are unfavorable to you but favorable to them. Other holders of securities of the Company may also have access to more information than the Investor, leaving the Investor at a disadvantage with respect to any decisions regarding the securities he or she owns. The shareholders have the right to redeem their securities at any time. Shareholders could decide to force the Company to redeem their securities at a time that is not favorable to the Investor and is damaging to the Company. Investors' exit may affect the value of the Company and/or its viability. In cases where the rights of holders of convertible debt, SAFEs, or other outstanding options or warrants are exercised, or if new awards are granted under our equity compensation plans, an Investor's interests in the Company may be negatively affected. Based on the risks described above, the Investor could lose all or part of his or her investment in the securities in this offering, and may never see positive returns.

#### Restrictions on Transfer

The securities offered via Regulation Crowdfunding may not be transferred by any purchaser of such securities during the one year period beginning when the securities were issued, unless such securities are transferred:

- to the issuer;
- to an accredited investor<sup>6</sup>;
- as part of an offering registered with the U.S. Securities and Exchange Commission; or
- to a member of the family of the purchaser or the equivalent, to a trust controlled by the purchaser, to a trust created for the benefit of a member of the family of the purchaser or the equivalent, or in connection with the death or divorce of the purchaser or other similar circumstance.

#### Valuation Methodology for Prior Reg CF Raise

The offering price for the securities offered pursuant to this Form C has been determined arbitrarily by the Company, and does not necessarily bear any relationship to the Company's book value, assets, earnings or other generally accepted valuation criteria. In determining the offering price, the Company did not employ investment banking firms or other outside organizations to make an independent appraisal or

evaluation. Accordingly, the offering price should not be considered to be indicative of the actual value of the securities offered hereby.

The value of the promissory notes will be determined by the Company's senior management in accordance with U.S. generally accepted accounting principles. For example, the notes may be valued based on principal plus anticipated interest payments over the course of the term of the note.

#### **Company**

A.M. KIDD HOLDING INC.  
- California Corporation  
- Organized February 2020  
- 1 employees

2001 Addison ST  
Ste 300  
Berkeley CA 94704

<http://coconoirwineshop.com>

#### **Business Description**

Refer to the [CoCo Noir Wine Shop & Bar](#) profile.

#### **EDGAR Filing**

The Securities and Exchange Commission hosts the [official version of this annual report](#) on their EDGAR web site. It looks like it was built in 1989.

#### **Compliance with Prior Annual Reports**

CoCo Noir Wine Shop & Bar is current with all reporting requirements under Rule 202 of Regulation Crowdfunding.

#### **All prior investor updates**

You can refer to the company's [updates page](#) to view all updates to date. Updates are for investors only and will require you to log in to the Wefunder account used to make the investment.