

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM C**

**UNDER THE SECURITIES ACT OF 1933**

(Mark one.)

- ☒ Form C: Offering Statement
- ☐ Form C-U: Progress Update
- ☐ Form C/A: Amendment to Offering Statement
  - ☐ Check box if Amendment is material and investors must reconfirm within five business days.
- ☐ Form C-AR: Annual Report
- ☐ Form C-AR/A: Amendment to Annual Report
- ☐ Form C-TR: Termination of Reporting

***Name of issuer***

Row House Publishing, Inc.

***Legal status of issuer***

***Form***

Corporation

***Jurisdiction of Incorporation/Organization***

New Jersey

***Date of organization***

November 3, 2020

***Physical address of issuer***

196 Long Swamp Rd, New Egypt, NJ 08533

***Website of issuer***

<http://rowhousepublishing.com>

***Name of intermediary through which the Offering will be conducted***

Seed At The Table

***CIK number of intermediary***

0001808131

**SEC file number of intermediary**

7-230

**CRD number, if applicable, of intermediary**

005831240

**Amount of compensation to be paid to the intermediary, whether as a dollar amount or a percentage of the Offering amount; or a good faith estimate if the exact amount is not available at the time of the filing, for conducting the Offering, including the amount of referral and any other fees associated with the Offering**

5.0% of the amount raised

**Any other direct or indirect interest in the issuer held by the intermediary, or any arrangement for the intermediary to acquire such an interest**

Equity SAFE Notes amounting to 2% of the dollar amount raised through the portal. All in 7% (5% commission and 2% in SAFE).

**Name of qualified third party "Escrow *Facilitator*" which the Offering will utilize**

None

**Type of security offered**

Units of SAFE (Simple Agreement for Future Equity)

**Target number of Securities to be offered**

2000

**Price (or method for determining price)**

\$300.00

**Target offering amount**

\$60,000.00

**Oversubscriptions accepted**

☒ Yes

☐ No

**Oversubscriptions will be allocated:**

☐ Pro-rata basis

☐ First-come, first-served basis

☒ Other: on a First-come, first-served basis

**Maximum offering amount (if different from target offering amount)**

\$1,250,000.00

**Deadline to reach the target offering amount**

July 31, 2024

**NOTE: If the sum of the investment commitments does not equal or exceed the target offering amount at the Offering deadline, no Securities will be sold in the Offering, investment commitments will be cancelled and committed funds will be returned.**

***Current number of employees***

2

	<b>Most recent fiscal year-end (Dec 31, 2022)</b>	<b>Prior fiscal year-end (Dec 31, 2021)</b>
<b>Total Assets</b>	\$205,083.61	\$352,418.07
<b>Cash &amp; Cash Equivalents</b>	\$83,197.67	\$352,059.12
<b>Accounts Receivable</b>	\$0.00	\$0.00
<b>Short-term Debt</b>	\$242,785.00	\$32,013.05
<b>Long-term Debt</b>	\$344,152.33	\$236,478.61
<b>Revenues/Sales</b>	\$400,966.63	\$4,021.89
<b>Cost of Goods Sold</b>	\$800,333.94	\$430,086.50
<b>Taxes Paid</b>	\$0.00	\$0.00
<b>Net Income</b>	\$ -888,087.25	\$ -573,380.61

***The jurisdictions in which the issuer intends to offer the Securities***

Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District Of Columbia, Florida, Georgia, Guam, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Puerto Rico, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virgin Islands, U.S., Virginia, Washington, West Virginia, Wisconsin, Wyoming, American Samoa, and Northern Mariana Islands

**September 5, 2023**

**FORM C**

**Minimum \$60,000.00 up to \$1,250,000.00**

**Row House Publishing, Inc.**



This Form C (including the cover page and all exhibits attached hereto, the "Form C") is being furnished by Row House Publishing, Inc., a New Jersey Corporation (the "Company," as well as references to "we," "us," or "our"), to prospective investors for the sole purpose of providing certain information about a potential investment in Units of SAFE (Simple Agreement for Future Equity) of the Company (the "Securities").

Investors in Securities are sometimes referred to herein as "Purchasers." The Company intends to raise at least \$60,000.00 and up to \$1,250,000.00 from Investors in the offering of Securities described in this Form C (this "Offering"). The minimum amount of Securities that can be purchased is \$300.00 per Investor (which may be waived by the Company or the Co-Issuer, as applicable, each in their sole and absolute discretion). The offer made hereby is subject to modification, prior to sale and withdrawal at any time.

The rights and obligations of the holders of Securities of the Company are set forth below in the section entitled " *The Offering and the Securities--The Securities*". In order to purchase Securities, a prospective investor must complete the subscription process through the Intermediary's platform, which may be accepted or rejected by the Company, in its sole and absolute discretion. The Company has the right to cancel or rescind its offer to sell the Securities at any time and for any reason.



The Offering is being made through Seed At The Table (the "Intermediary"). The Intermediary will be entitled to receive Equity SAFE Notes amounting to 2% of the dollar amount raised through the portal. All in 7% (5% commission and 2% in SAFE), related to the purchase and sale of the Securities.

	Price to Investors	Service Fees and Commissions (1)	Net Proceeds
<b>Minimum Individual Purchase Amount</b>	\$300.00	\$0	\$300.00
<b>Aggregate Minimum Offering Amount</b>	\$60,000.00	\$3,000.00	\$57,000.00
<b>Aggregate Maximum Offering Amount</b>	\$1,250,000.00	\$62,500.00	\$1,187,500.00

- (1) This excludes fees to the Company's advisors, such as attorneys and accountants.
- (2) Seed At The Table will receive Equity SAFE Notes amounting to 2% of the dollar amount raised through the portal. All in 7% (5% commission and 2% in SAFE), in connection with the Offering.

**A crowdfunding investment involves risk. You should not invest any funds in this Offering unless you can afford to lose your entire investment. In making an investment decision, investors must rely on their own examination of the issuer and the terms of the Offering including the merits and risks involved. These Securities have not been recommended or approved by any federal or state securities commission or regulatory authority. Furthermore, these authorities have not passed upon the accuracy or adequacy of this document. 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 other materials. These Securities are offered under an exemption from registration; however, neither the U.S. Securities and Exchange Commission nor any state securities authority has made an independent determination that these Securities are exempt from registration. The Company filing this Form C for an offering in reliance on Section 4(a)(6) of the Securities Act and pursuant to Regulation CF (§ 227.100 et seq.) must file a report with the Commission annually and post the report on its website at <http://rowhousepublishing.com> no later than 120 days after the end of the Company's fiscal year and the Co-Issuer's fiscal year. Either of the Company and the Co-Issuer may terminate its reporting obligations in the future in accordance with Rule 202(b) of Regulation CF (§ 227.202(b)) by 1) being required to file reports under Section 13(a) or Section 15(d) of the Exchange Act of 1934, as amended, 2) filing at least one annual report pursuant to Regulation CF and having fewer than 300 holders of record, 3) filing annual reports for three years pursuant to Regulation CF and having assets equal to or less than \$10,000,000, 4) the repurchase of all the Securities sold in this Offering by the Company or another party, or 5) the liquidation or dissolution of the Company.**

The date of this Form C is September 5, 2023.

The Company has certified that all of the following statements are TRUE for the Company in connection with this Offering:

- (1) Is organized under, and subject to, the laws of a State or territory of the United States or the District of Columbia;
- (2) Is not subject to the requirement to file reports pursuant to section 13 or section 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d));
- (3) Is not an investment company, as defined in section 3 of the Investment Company Act of 1940 (15 U.S.C. 80a-3), or excluded from the definition of investment company by section 3(b) or section 3(c) of that Act (15 U.S.C. 80a-3(b) or 80a-3(c));
- (4) Is not ineligible to offer or sell securities in reliance on section 4(a)(6) of the Securities Act (15 U.S.C. 77d(a)(6)) as a result of a disqualification as specified in § 227.503(a);
- (5) Has filed with the Commission and provided to investors, to the extent required, any ongoing annual reports required by law during the two years immediately preceding the filing of this Form C; and
- (6) Has a specific business plan, which is not to engage in a merger or acquisition with an unidentified company or companies.

THERE ARE SIGNIFICANT RISKS AND UNCERTAINTIES ASSOCIATED WITH AN INVESTMENT IN THE COMPANY AND THE SECURITIES. THE SECURITIES OFFERED HEREBY ARE NOT PUBLICLY-TRADED AND ARE SUBJECT TO TRANSFER RESTRICTIONS. THERE IS NO PUBLIC MARKET FOR THE SECURITIES AND ONE MAY NEVER DEVELOP. AN INVESTMENT IN THE COMPANY IS HIGHLY SPECULATIVE. THE SECURITIES SHOULD NOT BE PURCHASED BY ANYONE WHO CANNOT BEAR THE FINANCIAL RISK OF THIS INVESTMENT FOR AN INDEFINITE PERIOD OF TIME AND WHO CANNOT AFFORD THE LOSS OF THEIR ENTIRE INVESTMENT. SEE THE SECTION OF THIS FORM C ENTITLED "RISK FACTORS."

THESE SECURITIES INVOLVE A HIGH DEGREE OF RISK THAT MAY NOT BE APPROPRIATE FOR ALL INVESTORS.

THIS FORM C DOES NOT CONSTITUTE AN OFFER IN ANY JURISDICTION IN WHICH AN OFFER IS NOT PERMITTED.

PRIOR TO CONSUMMATION OF THE PURCHASE AND SALE OF ANY SECURITY THE COMPANY WILL AFFORD PROSPECTIVE INVESTORS AN OPPORTUNITY TO ASK QUESTIONS OF AND RECEIVE ANSWERS FROM THE COMPANY, AND ITS MANAGEMENT CONCERNING THE TERMS AND CONDITIONS OF THIS OFFERING AND THE COMPANY. NO SOURCE OTHER THAN THE INTERMEDIARY HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR MAKE ANY REPRESENTATIONS OTHER THAN THOSE CONTAINED IN THIS FORM C, AND IF GIVEN OR MADE BY ANY OTHER SUCH PERSON OR ENTITY, SUCH INFORMATION MUST NOT BE RELIED ON AS HAVING BEEN AUTHORIZED BY THE COMPANY.

PROSPECTIVE INVESTORS ARE NOT TO CONSTRUE THE CONTENTS OF THIS FORM C AS LEGAL, ACCOUNTING OR TAX ADVICE OR AS INFORMATION NECESSARILY APPLICABLE TO EACH PROSPECTIVE INVESTOR'S PARTICULAR FINANCIAL SITUATION. EACH INVESTOR SHOULD CONSULT HIS OR HER OWN

FINANCIAL ADVISER, COUNSEL AND ACCOUNTANT AS TO LEGAL, TAX AND RELATED MATTERS CONCERNING HIS OR HER INVESTMENT.

THE SECURITIES OFFERED HEREBY WILL HAVE TRANSFER RESTRICTIONS. NO SECURITIES MAY BE PLEDGED, TRANSFERRED, RESOLD OR OTHERWISE DISPOSED OF BY ANY INVESTOR EXCEPT PURSUANT TO RULE 501 OF REGULATION CF. INVESTORS SHOULD BE AWARE THAT THEY WILL BE REQUIRED TO BEAR THE FINANCIAL RISKS OF THIS INVESTMENT FOR AN INDEFINITE PERIOD OF TIME.

### **NASAA UNIFORM LEGEND**

IN MAKING AN INVESTMENT DECISION INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE PERSON OR ENTITY ISSUING THE SECURITIES AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED.

THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

### **SPECIAL NOTICE TO FOREIGN INVESTORS**

IF THE INVESTOR LIVES OUTSIDE THE UNITED STATES, IT IS THE INVESTOR'S RESPONSIBILITY TO FULLY OBSERVE THE LAWS OF ANY RELEVANT TERRITORY OR JURISDICTION OUTSIDE THE UNITED STATES IN CONNECTION WITH ANY PURCHASE OF THE SECURITIES, INCLUDING OBTAINING REQUIRED GOVERNMENTAL OR OTHER CONSENTS OR OBSERVING ANY OTHER REQUIRED LEGAL OR OTHER FORMALITIES. THE COMPANY RESERVES THE RIGHT TO DENY THE PURCHASE OF THE SECURITIES BY ANY FOREIGN INVESTOR.

### **SPECIAL NOTICE TO CANADIAN INVESTORS**

IF THE INVESTOR LIVES WITHIN CANADA, IT IS THE INVESTOR'S RESPONSIBILITY TO FULLY OBSERVE THE LAWS OF A CANADA, SPECIFICALLY WITH REGARD TO THE TRANSFER AND RESALE OF ANY SECURITIES ACQUIRED IN THIS OFFERING.

### **NOTICE REGARDING ESCROW FACILITATOR**

NONE, THE ESCROW FACILITATOR SERVICING THE OFFERING, HAS NOT INVESTIGATED THE DESIRABILITY OR ADVISABILITY OF AN INVESTMENT IN THIS OFFERING OR THE SECURITIES OFFERED HEREIN. THE ESCROW FACILITATOR MAKES NO REPRESENTATIONS, WARRANTIES, ENDORSEMENTS, OR JUDGEMENT ON THE MERITS OF THE OFFERING OR THE SECURITIES OFFERED HEREIN. THE

ESCROW FACILITATOR'S CONNECTION TO THE OFFERING IS SOLELY FOR THE LIMITED PURPOSES OF ACTING AS A SERVICE PROVIDER.

### ***Forward Looking Statement Disclosure***

*This Form C and any documents incorporated by reference herein or therein contain forward-looking statements and are subject to risks and uncertainties. All statements other than statements of historical fact or relating to present facts or current conditions included in this Form C are forward-looking statements. Forward-looking statements give the Company's current reasonable expectations and projections relating to its financial condition, results of operations, plans, objectives, future performance and business. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. These statements may include words such as "anticipate," "estimate," "expect," "project," "plan," "intend," "believe," "may," "should," "can have," "likely" and other words and terms of similar meaning in connection with any discussion of the timing or nature of future operating or financial performance or other events.*

*The forward-looking statements contained in this Form C and any documents incorporated by reference herein or therein are based on reasonable assumptions the Company has made in light of its industry experience, perceptions of historical trends, current conditions, expected future developments and other factors it believes are appropriate under the circumstances. As you read and consider this Form C, you should understand that these statements are not guarantees of performance or results. They involve risks, uncertainties (many of which are beyond the Company's control) and assumptions. Although the Company believes that these forward-looking statements are based on reasonable assumptions, you should be aware that many factors could affect its actual operating and financial performance and cause its performance to differ materially from the performance anticipated in the forward-looking statements. Should one or more of these risks or uncertainties materialize, or should any of these assumptions prove incorrect or change, the Company's actual operating and financial performance may vary in material respects from the performance projected in these forward-looking statements.*

*Any forward-looking statement made by the Company in this Form C or any documents incorporated by reference herein or therein speaks only as of the date of this Form C. Factors or events that could cause our actual operating and financial performance to differ may emerge from time to time, and it is not possible for the Company to predict all of them. The Company undertakes no obligation to update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.*

## **Table of Contents**

SUMMARY .....	11
The Business .....	11
The Offering.....	12
RISK FACTORS .....	12
Risks Related to the Company's Business and Industry .....	12
Risks Related to the Securities .....	21
BUSINESS.....	24

Description of the Business.....	24
Business Plan.....	24
History of the Business.....	24
The Company's Products and/or Services .....	24
Competition.....	25
Supply Chain and Customer Base.....	25
Intellectual Property .....	25
Governmental/Regulatory Approval and Compliance.....	27
Litigation.....	27
Other.....	27
USE OF PROCEEDS .....	28
DIRECTORS, OFFICERS AND EMPLOYEES .....	28
Directors.....	28
Officers of the Company.....	28
Employees.....	29
CAPITALIZATION AND OWNERSHIP .....	29
Capitalization .....	29
Ownership.....	30
FINANCIAL INFORMATION .....	30
Operations.....	30
Liquidity and Capital Resources.....	30
Capital Expenditures and Other Obligations.....	31
Material Changes and Other Information.....	31
Trends and Uncertainties.....	31
THE OFFERING AND THE SECURITIES.....	31
The Offering.....	31
The Securities.....	33
Voting and Control.....	35
Anti-Dilution Rights.....	36
Restrictions on Transfer .....	36
Other Material Terms.....	36
TAX MATTERS.....	37
TRANSACTIONS WITH RELATED PERSONS AND CONFLICTS OF INTEREST .....	37
Related Person Transactions .....	37
Conflicts of Interest.....	38
OTHER INFORMATION .....	38
Bad Actor Disclosure.....	38
EXHIBITS .....	41
EXHIBIT A .....	42

## ONGOING REPORTING

The Company 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 the Company's fiscal year.

Once posted, the annual report may be found on the Company's website at:  
<http://rowhousepublishing.com>

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

- (1) the Company is required to file reports under Section 13(a) or Section 15(d) of the Exchange Act;
- (2) the Company has filed at least three annual reports pursuant to Regulation CF and has total assets that do not exceed \$10,000,000;
- (3) the Company has filed at least one annual report pursuant to Regulation CF and has fewer than 300 holders of record;
- (4) the Company or another party repurchases all of the Securities issued in reliance on Section 4(a)(6) of the Securities Act, including any payment in full of debt securities or any complete redemption of redeemable securities; or
- (5) the Company liquidates or dissolves its business in accordance with state law.

## **About this Form C**

You should rely only on the information contained in this Form C. We have not authorized anyone to provide you with information different from that contained in this Form C. We are offering to sell, and seeking offers to buy the Securities only in jurisdictions where offers and sales are permitted. You should assume that the information contained in this Form C is accurate only as of the date of this Form C, regardless of the time of delivery of this Form C or of any sale of Securities. Our business, financial condition, results of operations, and prospects may have changed since that date.

Statements contained herein as to the content of any agreements or other documents are summaries and, therefore, are necessarily selective and incomplete and are qualified in their entirety by the actual agreements or other documents. The Company will provide the opportunity to ask questions of and receive answers from the Company's management concerning the terms and conditions of the Offering, the Company or any other relevant matters and any additional reasonable information to any prospective Investor prior to the consummation of the sale of the Securities.

This Form C does not purport to contain all of the information that may be required to evaluate the Offering and any recipient hereof should conduct its own independent analysis. The statements of the Company contained herein are based on information believed to be reliable. No warranty can be made as to the accuracy of such information or that circumstances have not changed since the date of this Form C. The Company does not expect to update or otherwise revise this Form C or other materials supplied herewith. The delivery of this Form C at any time does not imply that the information contained herein is correct as of any time subsequent to the date of this Form C. This Form C is submitted in connection with the Offering described herein and may not be reproduced or used for any other purpose.

## **SUMMARY**

The following summary is qualified in its entirety by more detailed information that may appear elsewhere in this Form C and the Exhibits hereto. Each prospective Investor is urged to read this Form C and the Exhibits hereto in their entirety.

Row House Publishing, Inc. (the "Company") is a New Jersey Corporation, formed on November 3, 2020.

The Company is located at 196 Long Swamp Rd, New Egypt, NJ 08533.

The Company's website is <http://rowhousepublishing.com>.

The information available on or through our website is not a part of this Form C. In making an investment decision with respect to our Securities, you should only consider the information contained in this Form C.

## **The Business**

We publish and distribute books for children and adults that we sell to bookstores and other retailers. We also offer direct-to-consumer books and educational programs through our website.

## **The Offering**

<b>Minimum amount of Units of SAFE (Simple Agreement for Future Equity) being offered</b>	200
<b>Total Units of SAFE (Simple Agreement for Future Equity) outstanding after Offering (if minimum amount reached)</b>	200
<b>Maximum amount of Units of SAFE (Simple Agreement for Future Equity)</b>	4166
<b>Total Units of SAFE (Simple Agreement for Future Equity) outstanding after Offering (if maximum amount reached)</b>	4166
<b>Purchase price per Security</b>	\$300.00
<b>Minimum investment amount per investor</b>	\$300.00
<b>Offering deadline</b>	July 31, 2024
<b>Use of proceeds</b>	See the description of the use of proceeds on page 28 hereof.
<b>Voting Rights</b>	See the description of the voting rights on page 35 hereof.

The price of the Securities has been determined by the Company and does not necessarily bear any relationship to the assets, book value, or potential earnings of the Company or any other recognized criteria or value.

## **RISK FACTORS**

### **Risks Related to the Company's Business and Industry**



***To date, we have not generated revenue, do not foresee generating any revenue in the near future and therefore rely on external financing.***

We are a startup Company and our business model currently focuses on [fill in focus and cash requirements] rather than generating revenue. While we intend to generate revenue in the future, we cannot assure you when or if we will be able to do so.

We rely on external financing to fund our operations. We anticipate, based on our current proposed plans and assumptions relating to our operations (including the timetable of, and costs associated with, new product development) that, if the Minimum Amount is raised in this Offering, it will be sufficient to satisfy our contemplated cash requirements through approximately [FILL IN], assuming that we do not accelerate the development of other opportunities available to us, engage in an extraordinary transaction or otherwise face unexpected events, costs or contingencies, any of which could affect our cash requirements.

We expect capital outlays and operating expenditures to increase over the next several years as we expand our infrastructure, commercial operations, development activities and establish offices.

Our future funding requirements will depend on many factors, including but not limited to the following:

- \* The cost of expanding our operations;
- \* The financial terms and timing of any collaborations, licensing or other arrangements into which we may enter;
- \* The rate of progress and cost of development activities;
- \* The need to respond to technological changes and increased competition;
- \* The costs of filing, prosecuting, defending and enforcing any patent claims and other intellectual property rights;
- \* The cost and delays in product development that may result from changes in regulatory requirements applicable to our products;
- \* Sales and marketing efforts to bring these new product candidates to market;
- \* Unforeseen difficulties in establishing and maintaining an effective sales and distribution network; and
- \* Lack of demand for and market acceptance of our products and technologies.

We may have difficulty obtaining additional funding and we cannot assure you that additional capital will be available to us when needed, if at all, or if available, will be obtained on terms acceptable to us. If we raise additional funds by issuing additional debt securities, such debt instruments may provide for rights, preferences or privileges senior to the Securities. In addition, the terms of the debt securities issued could impose significant restrictions on our operations. If we raise additional funds through collaborations and licensing arrangements, we might be required to relinquish significant rights to our technologies or product candidates, or grant licenses on terms that are not favorable to us. If adequate funds are not available, we may have to delay, scale back,



or eliminate some of our operations or our research development and commercialization activities. Under these circumstances, if the Company is unable to acquire additional capital or is required to raise it on terms that are less satisfactory than desired, it may have a material adverse effect on its financial condition.

***We have [no] [a limited] operating history upon which you can evaluate our performance, and accordingly, our prospects must be considered in light of the risks that any new company encounters.***

We were incorporated under the laws of New Jersey on November 5, 2020. Accordingly, we have no history upon which an evaluation of our prospects and future performance can be made. Our proposed operations are subject to all business risks associated with a new enterprise. The likelihood of our creation of a viable business must be considered in light of the problems, expenses, difficulties, complications, and delays frequently encountered in connection with the inception of a business, operation in a competitive industry, and the continued development of advertising, promotions, and a corresponding client base. We anticipate that our operating expenses will increase for the near future. There can be no assurances that we will ever operate profitably. You should consider the Company's business, operations and prospects in light of the risks, expenses and challenges faced as an early-stage company.

***In order for the Company to compete and grow, it must attract, recruit, retain and develop the necessary personnel who have the needed experience.***

Recruiting and retaining highly qualified personnel is critical to our success. These demands may require us to hire additional personnel and will require our existing management personnel to develop additional expertise. We face intense competition for personnel. The failure to attract and retain personnel or to develop such expertise could delay or halt the development and commercialization of our product candidates. If we experience difficulties in hiring and retaining personnel in key positions, we could suffer from delays in product development, loss of customers and sales and diversion of management resources, which could adversely affect operating results. Our consultants and advisors may be employed by third parties and may have commitments under consulting or advisory contracts with third parties that may limit their availability to us.

***The development and commercialization of our [products/services] is highly competitive.***

We face competition with respect to any products that we may seek to develop or commercialize in the future. Our competitors include major companies worldwide. Many of our competitors have significantly greater financial, technical and human resources than we have and superior expertise in research and development and marketing approved [products/services] and thus may be better equipped than us to develop and commercialize [products/services]. These competitors also compete with us in recruiting and retaining qualified personnel and acquiring technologies. Smaller or early stage companies may also prove to be significant competitors, particularly through collaborative arrangements with large and established companies. Accordingly, our competitors may commercialize products more rapidly or effectively than we are able to, which would adversely affect our competitive position, the likelihood that our [products/services] will achieve initial market acceptance and our ability to generate meaningful additional revenues from our products.

***The Company's success depends on the experience and skill of the board of directors, its executive officers and key employees***

In particular, the Company is dependent on Rebekah Borucki who is President of the Company. The Company has or intends to enter into employment agreements with Rebekah Borucki although there can be no assurance that it will do so or that they will continue to be employed by the Company for a particular period of time. The loss of Rebekah Borucki or any member of the board of directors or executive officer could harm the Company's business, financial condition, cash flow and results of operations.

***Although dependent on certain key personnel, the Company does not have any key man life insurance policies on any such people***

The Company is dependent on Rebekah Borucki in order to conduct its operations and execute its business plan, however, the Company has not purchased any insurance policies with respect to those individuals in the event of their death or disability. Therefore, if Rebekah Borucki dies or becomes disabled, the Company will not receive any compensation to assist with such person's absence. The loss of such person could negatively affect the Company and its operations.

***We have not prepared any audited financial statements***

Therefore, you have no audited financial information regarding the Company's capitalization or assets or liabilities on which to make your investment decision. If you feel the information provided is insufficient, you should not invest in the Company.

***We are subject to income taxes as well as non-income based taxes, such as payroll, sales, use, value-added, net worth, property and goods and services taxes, in both the U.S. [and various foreign jurisdictions].***

Significant judgment is required in determining our provision for income taxes and other tax liabilities. In the ordinary course of our business, there are many transactions and calculations where the ultimate tax determination is uncertain. Although we believe that our tax estimates are reasonable: (i) there is no assurance that the final determination of tax audits or tax disputes will not be different from what is reflected in our income tax provisions, expense amounts for non-income based taxes and accruals and (ii) any material differences could have an adverse effect on our financial position and results of operations in the period or periods for which determination is made.

***We are not subject to Sarbanes-Oxley regulations and lack the financial controls and safeguards required of public companies***

We do not have the internal infrastructure necessary, and are not required, to complete an attestation about our financial controls that would be required under Section 404 of the Sarbanes-Oxley Act of 2002. There can be no assurance that there are no significant deficiencies or material weaknesses in the quality of our financial controls. We expect to incur additional expenses and diversion of management's time if and when it becomes necessary to perform the system and process evaluation, testing and remediation required in order to comply with the management certification and auditor attestation requirements.

***The Company's business operations may be materially adversely affected by a pandemic such as the Coronavirus (COVID-19) outbreak.***

In December 2019, a novel strain of coronavirus was reported to have surfaced in Wuhan, China, which spread throughout other parts of the world, including the United States. On January 30, 2020, the World Health Organization declared the outbreak of the coronavirus disease (COVID-19) a "Public Health Emergency of International Concern." On January 31, 2020, U.S. Health and Human Services Secretary Alex M. Azar II declared a public health emergency for the United States to aid the U.S. healthcare community in responding to COVID-19, and on March 11, 2020 the World Health Organization characterized the outbreak as a "pandemic." COVID-19 resulted in a widespread health crisis that adversely affected the economies and financial markets worldwide. The Company's business could be materially and adversely affected. The extent to which COVID-19 impacts the Company's business will depend on future developments, which are highly uncertain and cannot be predicted, including new information which may emerge concerning the severity of COVID-19 and the actions to contain COVID-19 or treat its impact, among others. If the disruptions posed by COVID-19 or other matters of global concern continue for an extended period of time, the Company's operations may be materially adversely affected.

***We face risks related to health epidemics and other outbreaks, which could significantly disrupt the Company's operations and could have a material adverse impact on us.***

The outbreak of pandemics and epidemics could materially and adversely affect the Company's business, financial condition, and results of operations. If a pandemic occurs in areas in which we have material operations or sales, the Company's business activities originating from affected areas, including sales, materials, and supply chain related activities, could be adversely affected. Disruptive activities could include the temporary closure of facilities used in the Company's supply chain processes, restrictions on the export or shipment of products necessary to run the Company's business, business closures in impacted areas, and restrictions on the Company's employees' or consultants' ability to travel and to meet with customers, vendors or other business relationships. The extent to which a pandemic or other health outbreak impacts the Company's results will depend on future developments, which are highly uncertain and cannot be predicted, including new information which may emerge concerning the severity of a virus and the actions to contain it or treat its impact, among others. Pandemics can also result in social, economic, and labor instability which may adversely impact the Company's business.

If the Company's employees or employees of any of the Company's vendors, suppliers or customers become ill or are quarantined and in either or both events are therefore unable to work, the Company's operations could be subject to disruption. The extent to which a pandemic affects the Company's results will depend on future developments that are highly uncertain and cannot be predicted.

***We face risks relating to public health conditions such as the COVID-19 pandemic, which could adversely affect the Company's customers, business, and results of operations.***

Our business and prospects could be materially adversely affected by the COVID-19 pandemic or recurrences of that or any other such disease in the future. Material adverse effects from COVID-19 and similar occurrences could result in numerous known and currently unknown ways including from quarantines and lockdowns which impair the Company's business including: [marketing and sales efforts, supply chain, etc.]. [Describe how a quarantine has or may in the future negatively affect your employees and their ability to perform their duties]. [Describe how a quarantine has or may in the future negatively affect your suppliers, their employees, and overall ability to fulfill

orders]. If the Company purchases materials from suppliers in affected areas, the Company may not be able to procure such products in a timely manner. The effects of a pandemic can place travel restrictions on key personnel which could have a material impact on the business. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could reduce the demand for the Company's products and impair the Company's business prospects including as a result of being unable to raise additional capital on acceptable terms to us, if at all.

***The Securities do not accrue interest or otherwise compensate Investors for the period in which the Company uses proceeds from the Offering.***

The Securities will accrue no interest and have no maturity date. Therefore, Investors will not be compensated for the time in which the Company uses the proceeds from the Offering before a possible Equity Financing or Liquidity Event that could result in the conversion of the Security, to the benefit of the Investor.

***When forecasting the hypothetical value of their holdings in different liquidity event scenarios, Investors should consider the overall valuation of the Company in addition to their individual return.***

Due to the nature of the discount rate of the Crowd Safe, when forecasting the hypothetical value of their holdings in different liquidity event scenarios, Investors should consider the overall valuation of the Company in addition to their individual return. In a liquidity event in which the value of an Investor's stake is determined by the discount method (that being situations where applying the Valuation Cap results in a lower return for such Investor), the Investor's individual return will be the same regardless of the Company's valuation. As an example, a \$1,000-dollar investment in Crowd Safe units of a hypothetical company with a discount of 20% and a valuation cap of \$10 million would result in a \$250 return upon a liquidity event in which the company is valued at either \$5 million or \$10 million. However, Investors should consider that an ownership stake in a higher-valued company is generally preferable to an ownership stake with the same absolute value in a lower-valued company. The higher-valued company will have been assessed by the market to be worth more and will have additional funding with which to pursue its goals and is therefore more likely to produce greater returns to the Investor over the longer term.

***Changes in government regulation could adversely impact our business.***

The [cable/media/television/internet/entertainment] industry is subject to extensive legislation and regulation at the federal and local levels and, in some instances, at the state level. Additionally, our [name specific product or service] are also subject to regulation, and additional regulation is under consideration. Many aspects of such regulation are currently the subject of judicial and administrative proceedings, legislative and administrative proposals, and lobbying efforts by us and our competitors. Legislation under consideration could entirely rewrite our principal regulatory statute, and the FCC and/or Congress may attempt to change the classification of or change the way that our [name specific product or service] are regulated and/or change the framework under which broadcast signals are carried, remove the copyright compulsory license and changing rights and obligations of our competitors. We expect that court actions and regulatory proceedings will continue to refine our rights and obligations under applicable federal, state and local laws, which cannot be predicted. Modifications to existing requirements or imposition of new requirements or limitations could have an adverse impact on our business.

***Net neutrality could have an adverse impact on our business and results of operations***

On February 26, 2015, the United States FCC ruled in favor of net neutrality by reclassifying Internet broadband access as a telecommunications service and thus applying Title II of the Communications Act of 1934 to Internet service providers. On June 11, 2018, the FCC's Restoring Internet Freedom Order took effect, effectively repealing the 2015 net neutrality ruling. On April 10, 2019, the U.S. House of Representatives passed the Save the Internet Act of 2019, which would restore net neutrality; the Act is awaiting U.S. Senate floor action as of the date of this document.

Net neutrality could hurt the Company's ability to reach a wide audience through the streaming platforms to which it intends to distribute its products, which could adversely affect our business and results of operations.

***We may not be able to adapt to new content distribution platforms and to changes in consumer behavior resulting from these new technologies***

We must successfully adapt to technological advances in our industry, including the emergence of alternative distribution platforms. Our ability to exploit new distribution platforms and viewing technologies will affect our ability to maintain or grow our business and may increase our capital expenditures. Additionally, we must adapt to changing consumer behavior driven by advances such as DVRs, video-on-demand, online based content delivery, Blu-ray™ players, game consoles and mobile devices. Such changes may impact the revenue we are able to generate from our traditional distribution methods by decreasing the viewership of our networks on cable and other MVPD systems. If we fail to adapt our distribution methods and content to emerging technologies, our appeal to our targeted audiences might decline and there would be a materially adverse effect on our business and results of operations.

***New technologies may make our products and services obsolete or unneeded***

New and emerging technological advances, such as mobile computing devices that allow consumers to obtain information and view content may adversely impact or eliminate the demand for our products and services. The increasing availability of content on such devices, the improved video quality of the content on such devices and faster wireless delivery speeds may make individuals less likely to purchase our services. Our success can depend on new product development. The entertainment and communications industry is ever-changing as new technologies are introduced. Advances in technology, such as new video formats, downloading or alternative methods of product delivery and distribution channels, such as the Internet, or certain changes in consumer behavior driven by these or other technologies and methods of delivery, could have a negative effect on our business. These changes could lower cost barriers for our competitors desiring to enter into, or expand their presence in, the interactive services business. Increased competition may adversely affect our business and results of operations.

***We face risks relating to competition for the leisure time and discretionary spending of audiences, which has intensified in part due to advances in technology and changes in consumer expectations and behavior.***

Our business is subject to risks relating to increasing competition for the leisure time and discretionary spending of consumers. We compete with all other sources of entertainment and information delivery. Technological advancements, such as new video formats and Internet

streaming and downloading of programming that can be viewed on televisions, computers and mobile devices have increased the number of entertainment and information delivery choices available to consumers and intensified the challenges posed by audience fragmentation. The increasing number of choices available to audiences, including low-cost or free choices, could negatively impact not only consumer demand for our products and services, but also advertisers' willingness to purchase advertising from us. Our failure to effectively anticipate or adapt to new technologies and changes in consumer expectations and behavior could significantly adversely affect our competitive position and its business and results of operations.

***Piracy of the Company's content may decrease the revenues received from the sale of our content and adversely affect our businesses***

The piracy of our content, products and other intellectual property poses significant challenges for us. Technological developments, such as the proliferation of cloud-based storage and streaming, increased broadband Internet speed and penetration and increased speed of mobile data transmission have made it easier to create, transmit, distribute and store high quality unauthorized copies of content in unprotected digital formats, which has in turn encouraged the creation of highly scalable businesses that facilitate, and in many instances financially benefit from, such piracy. Piracy is particularly prevalent in many parts of the world that lack effective copyright and technical legal protections or enforcement measures, and illegitimate operators based in these parts of the world can attract viewers from anywhere in the world. The proliferation of unauthorized copies and piracy of the Company's content, products and intellectual property or the products it licenses from others could result in a reduction of the revenues that the Company receives from the legitimate sale, licensing and distribution of its content and products. The Company devotes substantial resources to protecting its content, products and intellectual property, but there can be no assurance that the Company's efforts to enforce its rights and combat piracy will be successful.

***Our success depends on consumer acceptance of our content and we may be adversely affected if our content fails to achieve sufficient consumer acceptance or the costs to create or acquire content increase***

We create and acquire media and entertainment content, the success of which depends substantially on consumer tastes and preferences that change in often unpredictable ways. The success of these businesses depends on our ability to consistently create, acquire, market and distribute [cable network and broadcast television programming, filmed entertainment, news articles, written content, literature, music] and other content that meet the changing preferences of the broad domestic [and international] consumer market. We have invested, and will continue to invest, substantial amounts in our content, including in the production of original content, before learning the extent to which it would earn consumer acceptance.

We also obtain a significant portion of our content from third parties, such as [movie studios, television production companies, sports organizations, freelance writers, photographers] and other suppliers. Competition for popular content is intense, and we may have to increase the price we are willing to pay or be outbid by our competitors for popular content. Entering into or renewing contracts for such programming rights or acquiring additional rights may result in significantly increased costs. There can be no assurance that revenue from these contracts will exceed our cost for the rights, as well as the other costs of producing and distributing the content. If our content does not achieve sufficient consumer acceptance, or if we cannot obtain or retain rights to popular content on acceptable terms, or at all, our businesses may be adversely affected.



***Our business could be adversely affected if there is a decline in advertising spending.***

A decline in the economic prospects of advertisers or the economy in general could cause current or prospective advertisers to spend less on advertising or spend their advertising dollars in other media. Advertising expenditures also could be negatively affected by (i) increasing audience fragmentation caused by increased availability of alternative forms of leisure and entertainment activities; (ii) [the increased use of digital video recorders to skip advertisements;] (iii) pressure from public interest groups to reduce or eliminate advertising of certain products; (iv) new laws and regulations that prohibit or restrict certain types of advertisements; and (v) natural disasters, extreme weather, acts of terrorism, political uncertainty or hostilities, because there may be uninterrupted news coverage of such events that disrupts regular ad placement. In addition, advertisers' willingness to purchase advertising time from the Company may be adversely affected by a decline in [users/customers/audience ratings] for our content. [Finally, if the television ratings system is not changed so that it captures the viewership of programming through digital video recorders, VOD and mobile devices, advertisers may not be willing to pay advertising rates based on the increasing viewership that occurs after the initial airing of a program and on digital platforms.]

***We derive substantial revenues from the sale of advertising, and a decrease in overall advertising expenditures could lead to a reduction in the amount of advertising that companies are willing to purchase and the price at which they purchase it.***

Expenditures by advertisers tend to be cyclical and have become less predictable in recent years, reflecting domestic and global economic conditions. If the economic prospects of advertisers or current economic conditions worsen, such conditions could alter current or prospective advertisers' spending priorities. In particular, advertisers in certain industries that are more susceptible to weakness in domestic and global economic conditions, such as beauty, fashion and retail and food, account for a significant portion of our advertising revenues, and weakness in these industries could have a disproportionate negative impact on our advertising revenues. Declines in consumer spending on advertisers' products due to weak economic conditions could also indirectly negatively impact our advertising revenues, as advertisers may not perceive as much value from advertising if consumers are purchasing fewer of their products or services. As a result, our advertising revenues are less predictable.

## **Risks Related to the Securities**

***The Units of SAFE (Simple Agreement for Future Equity) will not be freely tradable until one year from the initial purchase date. Although the Units of SAFE (Simple Agreement for Future Equity) may be tradable under federal securities law, state securities regulations may apply and each Purchaser should consult with his or her attorney.***

You should be aware of the long-term nature of this investment. There is not now and likely will not be a public market for the Units of SAFE (Simple Agreement for Future Equity). Because the Units of SAFE (Simple Agreement for Future Equity) have not been registered under the Securities Act or under the securities laws of any state or non-United States jurisdiction, the Units of SAFE (Simple Agreement for Future Equity) have transfer restrictions and cannot be resold in the United States except pursuant to Rule 501 of Regulation CF. It is not currently contemplated that registration under the Securities Act or other securities laws will be effected. Limitations on the transfer of the Units of SAFE (Simple Agreement for Future Equity) may also adversely affect the price that you might be able to obtain for the Units of SAFE (Simple Agreement for Future Equity).

in a private sale. Purchasers should be aware of the long-term nature of their investment in the Company. Each Purchaser in this Offering will be required to represent that it is purchasing the Securities for its own account, for investment purposes and not with a view to resale or distribution thereof.

***Neither the Offering nor the Securities have been registered under federal or state securities laws, leading to an absence of certain regulation applicable to the Company.***

No governmental agency has reviewed or passed upon this Offering, the Company or any Securities of the Company. The Company also has relied on exemptions from securities registration requirements under applicable state securities laws. Investors in the Company, therefore, will not receive any of the benefits that such registration would otherwise provide. Prospective investors must therefore assess the adequacy of disclosure and the fairness of the terms of this Offering on their own or in conjunction with their personal advisors.

***No Guarantee of Return on Investment***

There is no assurance that a Purchaser will realize a return on its investment or that it will not lose its entire investment. For this reason, each Purchaser should read the Form C and all Exhibits carefully and should consult with its own attorney and business advisor prior to making any investment decision.

***The Company has the right to extend the Offering deadline***

The Company may extend the Offering deadline beyond what is currently stated herein. This means that your investment may continue to be held in escrow while the Company attempts to raise the Minimum Amount even after the Offering deadline stated herein is reached. Your investment will not be accruing interest during this time and will simply be held until such time as the new Offering deadline is reached without the Company receiving the Minimum Amount, at which time it will be returned to you without interest or deduction, or the Company receives the Minimum Amount, at which time it will be released to the Company to be used as set forth herein. Upon or shortly after release of such funds to the Company, the Securities will be issued and distributed to you.

***There is no present market for the Securities and we have arbitrarily set the price***

We have arbitrarily set the price of the Securities with reference to the general status of the securities market and other relevant factors. The Offering price for the Securities should not be considered an indication of the actual value of the Securities and is not based on our net worth or prior earnings. We cannot assure you that the Securities could be resold by you at the Offering price or at any other price.

***Purchasers will not become equity holders until the Company decides to convert the Securities into CF Shadow Securities or until an IPO or sale of the Company.***

Purchasers will not have an ownership claim to the Company or to any of its assets or revenues for an indefinite amount of time, and depending on when and how the Securities are converted, the Purchasers may never become equity holders of the Company. Purchasers will not become equity holders of the Company unless the Company receives a future round of financing great enough to trigger a conversion and the Company elects to convert the Securities. The Company is under no obligation to convert the Securities into CF Shadow Securities (the type of equity Securities Purchasers are entitled to receive upon such conversion). In certain instances, such as a sale of the Company, an IPO or a dissolution or bankruptcy, the Purchasers may only have a right to receive cash, to the extent available, rather than equity in the Company.



***Purchasers will not have voting rights, even upon conversion of the Securities into CF Shadow Securities***

Purchasers will not have the right to vote upon matters of the Company even if and when their Securities are converted into CF Shadow Securities. Upon such conversion, CF Shadow Securities will have no voting rights and even in circumstances where a statutory right to vote is provided by state law, the CF Shadow Security holders are required to vote with the majority of the security holders in the new round of equity financing upon which the Securities were converted. For example, if the Securities are converted upon a round offering Series B Preferred Shares, the Series B-CF Shadow Security holders will be required to vote the same way as a majority of the Series B Preferred Shareholders vote. Thus, Purchasers will never be able to freely vote upon any director or other matters of the Company.

***Purchasers will not be entitled to any inspection or information rights other than those required by Regulation CF.***

Purchasers will not have the right to inspect the books and records of the Company or to receive financial or other information from the Company, other than as required by Regulation CF. Other security holders may have such rights. Regulation CF requires only the provision of an annual report on Form C and no additional information. This lack of information could put Purchasers at a disadvantage in general and with respect to other security holders.

***In a dissolution or bankruptcy of the Company, Purchasers will be treated the same as common equity holders***

In a dissolution or bankruptcy of the Company, Purchasers of Securities which have not been converted will be entitled to distributions as if they were common stock holders. This means that such Purchasers will be at the lowest level of priority and will only receive distributions once all creditors as well as holders of more senior securities, including any preferred stock holders, have been paid in full. If the Securities have been converted into CF Shadow Securities, the Purchasers will have the same rights and preferences (other than the ability to vote) as the holders of the Securities issued in the equity financing upon which the Securities were converted.

***Purchasers will be unable to declare the Security in "default" and demand repayment***

Unlike convertible notes and some other securities, the Securities do not have any "default" provisions upon which the Purchasers will be able to demand repayment of their investment. The Company has ultimate discretion as to whether or not to convert the Securities upon a future equity financing and Purchasers have no right to demand such conversion. Only in limited circumstances, such as a liquidity event, may the Purchasers demand payment and even then, such payments will be limited to the amount of cash available to the Company.

***The Company may never elect to convert the Securities or undergo a liquidity event***

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 ownership 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.

***The Securities do not have a discount rate***

The Securities do not have a discount rate, which would be applied to the conversion price of the Securities based on the price of a future equity financing. Convertible securities often provide a discount rate, which is applied to the price of the future financing to determine the conversion price. For instance, if the future equity financing were priced at \$10 per share, convertible securities that incorporated a discount rate might be convertible at \$8 per share. Such discount rate benefits the convertible security holders, who receive more securities from the conversion than the purchase price of their convertible securities would suggest. The Securities do not have a discount rate and thus, will be convertible at the price established by the future equity financing regardless of the price of such future securities or the future valuation of the Company.

In addition to the risks listed above, businesses are often subject to risks not foreseen or fully appreciated by the management. It is not possible to foresee all risks that may affect us. Moreover, the Company cannot predict whether the Company will successfully effectuate the Company's current business plan. Each prospective Purchaser is encouraged to carefully analyze the risks and merits of an investment in the Securities and should take into consideration when making such analysis, among other, the Risk Factors discussed above.

THE SECURITIES OFFERED INVOLVE A HIGH DEGREE OF RISK AND MAY RESULT IN THE LOSS OF YOUR ENTIRE INVESTMENT. ANY PERSON CONSIDERING THE PURCHASE OF THESE SECURITIES SHOULD BE AWARE OF THESE AND OTHER FACTORS SET FORTH IN THIS FORM C AND SHOULD CONSULT WITH HIS OR HER LEGAL, TAX AND FINANCIAL ADVISORS PRIOR TO MAKING AN INVESTMENT IN THE SECURITIES. THE SECURITIES SHOULD ONLY BE PURCHASED BY PERSONS WHO CAN AFFORD TO LOSE ALL OF THEIR INVESTMENT.

## **BUSINESS**

### **Description of the Business**

We publish and distribute books for children and adults that we sell to bookstores and other retailers. We also offer direct-to-consumer books and educational programs through our website.

### **Business Plan**

Attached as Exhibit B.

### **History of the Business**

### **The Company's Products and/or Services**

<b>Product / Service</b>	<b>Description</b>	<b>Current Market</b>
publishing	contract authors to print and publish their books for distribution	bookstores and retailers who sell books
book sales	books for adults and children	online consumers
educational programs	in-person and virtual programs	adults interested in learning how to write books and book proposals

We have no new products in development.

We sell our products through contracted third-party wholesalers and retailers, and also directly to the consumer through our website.

## **Competition**

The Company's primary competitors are Hay House Publishing, Berrett-Koehler Publisher, Sounds True, HCI Books, The New Press.

We compete most directly with other publishers in the wellness space. We also compete with other publishers committed to social justice and publishers of more traditional genres, such as spirituality and trade non-fiction. General competition in the book publishing industry includes companies owned by multinational corporations with significant financial resources. These competitors can use their resources and scale to rapidly respond to competitive pressures and changes in consumer preferences by introducing new products, reducing prices, or increasing promotional activities. Demonstrating the quality and value of our products are the critical factors for the success of our company. In addition, there is no independent publisher with a dual focus on wellness and social justice. Some wellness publishers have attempted to bridge the space (like Berrett-Koehler) but have only done so as an afterthought in the wake of recent civil unrest. There is currently no publisher created by people of color that recognizes how social justice and wellness are intersectional or how one cannot happen without the other.

## **Supply Chain and Customer Base**

Our most important asset is our people. One of our key goals is to have the best talent, with highly specialized skills, at the right levels in the right locations, to enhance our differentiation and competitiveness. Although most components essential to the Company's business are generally available from multiple sources, and we are currently partnered with Simon & Schuster and Spotify Audiobooks to manage our distribution and sales to meet sales demand.

Our customers are individual consumers of our content and advertisers eager to connect with such consumers. Row House's publisher and authors all have loyal readerships and online followings who are natural customers. Our authors and publisher Rebekah Borucki have access to more than 1 million Instagram followers and large audiences on other online social media platforms, in

addition to a vast network of influencers, bestselling authors, and celebrities who will be promoting the books and house to their networks.

## Intellectual Property

### *Trademarks*

Application or Registration #	Goods/ Services	Mark	File Date	Registration Date	Country
90691935	Class 16: Printed materials including children's, adult, and young adult fiction and non-fiction books; text books; card decks; flash cards; workbooks; coloring books; and graphic novels Class 41: Book publishing; in-person writing and personal development workshops and associated digital and print materials; book- and publishing- related community events, fairs,	Row House Publishing	May 5, 2021		United States

	and seminars and associated digital and print materials; online pre-recorded non-downloadable and live guided writing and personal development programs and associated digital and print materials; business, social media, writing, platform, and branding group and individual coaching				
--	---	--	--	--	--

Company will be filing for trademarks in two classes under status 1(b) for intent to use.

### **Governmental/Regulatory Approval and Compliance**

The Company is subject to laws and regulations affecting its US operations in the areas of book publishing and intellectual property ownership.

### **Litigation**

There are no existing legal suits pending, or to the Company's knowledge, threatened, against the Company.

### **Other**

The Company's principal address is 196 Long Swamp Rd, New Egypt, NJ 08533

The Company has the following additional addresses:

The Company conducts business in the United States.

Because this Form C focuses primarily on information concerning the Company rather than the industry in which the Company operates, potential Purchasers may wish to conduct their own separate investigation of the Company's industry to obtain greater insight in assessing the Company's prospects.

## USE OF PROCEEDS

The following table lists the use of proceeds of the Offering if the Minimum Amount and Maximum Amount are raised.

Use of Proceeds	% of Minimum Proceeds Raised	Amount if Minimum Raised	% of Maximum Proceeds Raised	Amount if Maximum Raised
General Working Capital	100.00%	\$60,000	100.00%	\$1,250,000
<b>Total</b>	<b>100.00%</b>	<b>\$60,000</b>	<b>100.00%</b>	<b>\$1,250,000</b>

The Use of Proceeds chart is not inclusive of fees paid for use of the Form C generation system, payments to financial and legal service providers, and escrow related fees, all of which were incurred in preparation of the campaign and are due in advance of the closing of the campaign. The Company does have discretion to alter the use of proceeds as set forth above. The Company may alter the use of proceeds under the following circumstances: If less funds are needed for working capital, more funds will be used to support book advances.

## DIRECTORS, OFFICERS AND EMPLOYEES

### Directors

The directors or managers of the Company are listed below along with all positions and offices held at the Company and their principal occupation and employment responsibilities for the past three (3) years and their educational background and qualifications.

Name	Position
------	----------

Rebekah Borucki

President

### Officers of the Company

The officers of the Company are listed below along with all positions and offices held at the Company and their principal occupation and employment responsibilities for the past three (3) years and their educational background and qualifications.

Name	Position
------	----------

Rebekah Borucki

President

## ***Indemnification***

Indemnification is authorized by the Company to directors, officers or controlling persons acting in their professional capacity pursuant to New Jersey law. Indemnification includes expenses such as attorney's fees and, in certain circumstances, judgments, fines and settlement amounts actually paid or incurred in connection with actual or threatened actions, suits or proceedings involving such person, except in certain circumstances where a person is adjudged to be guilty of gross negligence or willful misconduct, unless a court of competent jurisdiction determines that such indemnification is fair and reasonable under the circumstances.

## **Employees**

The Company currently has 2 employees in New Jersey and California.

## **CAPITALIZATION AND OWNERSHIP**

### **Capitalization**

The Company has issued the following outstanding Securities:

<b>Type of security</b>	Convertible Notes	SAFE Notes
<b>Amount outstanding</b>	\$99,850	\$800,000
<b>Voting Rights</b>	None	None
<b>Anti-Dilution Rights</b>	None	None
<b>How this Security may limit, dilute or qualify the Notes/Bonds issued pursuant to Regulation CF</b>	None	None
<b>Percentage ownership of the Company by the holders of such Securities (assuming conversion prior to the Offering if convertible securities).</b>	0.0%	0.0%

The Company has the following debt outstanding:

PayPal Loan Builder (loan): \$82,586.64

Kabbage by American Express (line of credit): \$23,364.02

## ***Valuation***

The Company has ascribed no pre-offering valuation to the Company; the securities are priced arbitrarily.

## **Ownership**

The Company is primarily owned by Rebekah Borucki.

Below the beneficial owners of 20% percent or more of the Company's outstanding voting equity securities, calculated on the basis of voting power, are listed along with the amount they own.

Name	Percentage Owned Prior to Offering
Rebekah Borucki	86%

Disclosure: Rebekah Borucki filed for Chapter 7 bankruptcy under her former married name Rebekah Peterson-Platt in 2002. The bankruptcy has since been discharged.

## **FINANCIAL INFORMATION**

**Please see the financial information listed on the cover page of this Form C and attached hereto in addition to the following information. Financial statements are attached hereto as Exhibit A.**

### **Operations**

Our primary expenses consist of the following: advances and royalty payment for authors, editorial and marketing services, printing and distribution for book titles, salaries for employees, professional consulting services, software subscription fees and daily office operations.

Over the next 12 months, the Company intends to focus on the following goals: the launch of imprints under the company umbrella, continues promotion of the company and its books in order to increase visibility and participation in literary communities, editing and publication of titles contracted through the 2025 calendar year.

### **Liquidity and Capital Resources**

The Offering proceeds are essential to our operations. We plan to use the proceeds as set forth above under "use of proceeds," which is an indispensable element of our business strategy. The Offering proceeds will have a beneficial effect on our liquidity, as we currently have \$10,000 in cash on hand which will be augmented by the Offering proceeds and used to execute our business strategy.

The Company has the following sources of capital in addition to the proceeds from the Offering: Net monthly revenue from the sales of books averaging \$83,600.

### **Capital Expenditures and Other Obligations**

The Company intends to make the following material capital expenditures in the future: Row House will be responsible for printing, shipping, warehouse, and distribution costs for forthcoming titles, in addition to any editorial or marketing costs incurred in book publication



process. Row House will also be responsible for employee salaries and payment on vendor contracts.

## **Material Changes and Other Information**

### **Trends and Uncertainties**

After reviewing the above discussion of the steps the Company intends to take, potential Purchasers should consider whether achievement of each step within the estimated time frame is realistic in their judgment. Potential Purchasers should also assess the consequences to the Company of any delays in taking these steps and whether the Company will need additional financing to accomplish them.

The financial statements are an important part of this Form C and should be reviewed in their entirety. The financial statements of the Company are attached hereto as Exhibit A.

## **THE OFFERING AND THE SECURITIES**

### **The Offering**

The Company is offering up to 4,166 of Units of SAFE (Simple Agreement for Future Equity) for up to \$1,250,000.00. The Company is attempting to raise a minimum amount of \$60,000.00 in this Offering (the "Minimum Amount"). The Company must receive commitments from investors in an amount totaling the Minimum Amount by July 31, 2024 (the "Offering Deadline") in order to receive any funds. If the sum of the investment commitments does not equal or exceed the Minimum Amount by the Offering Deadline, no Securities will be sold in the Offering, investment commitments will be cancelled and committed funds will be returned to potential investors without interest or deductions. The Company has the right to extend the Offering Deadline at its discretion. The Company will accept investments in excess of the Minimum Amount up to \$1,250,000.00 (the "Maximum Amount") and the additional Securities will be allocated on a First-come, first-served basis.

The price of the Securities does not necessarily bear any relationship to the asset value, net worth, revenues or other established criteria of value, and should not be considered indicative of the actual value of the Securities.

In order to purchase the Securities you must make a commitment to purchase by completing the Subscription Agreement. Purchaser funds will be held in escrow with None until the Minimum Amount of investments is reached. Purchasers may cancel an investment commitment until [48] hours prior to the Offering Deadline or the Closing, whichever comes first using the cancellation mechanism provided by the Intermediary. The Company will notify Purchasers when the Minimum Amount has been reached. If the Company reaches the Minimum Amount prior to the Offering Deadline, it may close the Offering at least five (5) days after reaching the Minimum Amount and providing notice to the Purchasers. If any material change (other than reaching the Minimum Amount) occurs related to the Offering prior to the Offering Deadline, the Company will provide notice to Purchasers and receive reconfirmations from Purchasers who have already made commitments. If a Purchaser does not reconfirm his or her investment commitment after a material change is made to the terms of the Offering, the Purchaser's investment commitment will be cancelled and the committed funds will be returned without interest or deductions. If a Purchaser does not cancel an investment commitment before the Minimum Amount is reached, the funds will

be released to the Company upon closing of the Offering and the Purchaser, will receive the Securities in exchange for his or her investment. Any Purchaser funds received after the initial closing will be released to the Company upon a subsequent closing and the Purchaser will receive Securities via Electronic Certificate/PDF in exchange for his or her investment as soon as practicable thereafter.

Subscription Agreements are not binding on the Company until accepted by the Company, which reserves the right to reject, in whole or in part, in its sole and absolute discretion, any subscription. If the Company rejects all or a portion of any subscription, the applicable prospective Purchaser's funds will be returned without interest or deduction.

The price of the Securities was determined arbitrarily. The minimum amount that a Purchaser may invest in the Offering is \$300.00.

The Offering is being made through Seed At The Table, the Intermediary. The following two fields below sets forth the compensation being paid in connection with the Offering.

### ***Commission/Fees***

5.0% of the amount raised

### ***Stock, Warrants and Other Compensation***

Equity SAFE Notes amounting to 2% of the dollar amount raised through the portal. All in 7% (5% commission and 2% in SAFE).

### ***Transfer Agent and Registrar***

The Company will act as transfer agent and registrar for the Securities.

### **The Securities**

We request that you please review our organizational documents and the Crowd Safe instrument in conjunction with the following summary information.

### **Authorized Capitalization**

At the initial closing of this Offering (if the minimum amount is sold), our authorized capital stock will consist of (i) 10,000 shares of common stock, par value \$1.000000 per share, of which 0 common shares will be issued and outstanding.

### **Not Currently Equity Interests**

The Securities are not currently equity interests in the Company and can be thought of as the right to receive equity at some point in the future upon the occurrence of certain events.

### **Dividends**

The Securities do not entitle the Investors to any dividends.

## **Conversion**

Upon each future equity financing by the Company of greater than (an "Equity Financing"), the Securities are convertible at the option of the Company, into CF Shadow Series Securities, which are securities identical to those issued in such future Equity Financing except 1) they do not have the right to vote on any matters except as required by law, 2) they must vote in accordance with the majority of the investors in such future Equity Financing with respect to any such required vote and 3) they are not entitled to any inspection or information rights (other than those contemplated by Regulation CF). The Company has no obligation to convert the Securities in any future financing.

### ***Conversion Upon the First Equity Financing***

If the Company elects to convert the Securities upon the first Equity Financing following the issuance of the Securities, the Investor will receive the number of CF Shadow Series Securities equal to:

(a) if the valuation of the Company immediately prior to such Equity Financing is less than or equal to \$5,000,000.00, the quotient obtained by dividing the amount the Investor paid for the Securities (the "Purchase Amount") by the lowest price per share of the Securities sold in such Equity Financing;

OR

(b) if the valuation of the Company immediately prior to such Equity Financing is greater than \$5,000,000.00, the quotient obtained by dividing the Purchase Amount by the Safe Price (see below).

The applicable denominator that is used above (either the lowest price per share of Securities sold in such Equity Financing or the Safe Price) shall be deemed the "First Financing Price" and may be used to establish the conversion price of the Securities at a later date, even if the Company does not choose to convert the Securities upon the first Equity Financing following the issuance of the Securities.

The "Safe Price" is equal to \$5,000,000.00 divided by the "Fully Diluted Capitalization," which is the aggregate number of issued and outstanding shares of capital stock, assuming full conversion or exercise of all convertible and exercisable Securities then outstanding, including shares of convertible preferred stock and all outstanding vested or unvested options or warrants to purchase capital stock, but excluding (i) the issuance of all shares of capital stock reserved and available for future issuance under any of the Company's existing equity incentive plans, (ii) convertible promissory notes issued by the Company, (iii) any Simple Agreements for Future Equity, including the Securities (collectively, "Safes"), and (iv) any equity Securities that are issuable upon conversion of any outstanding convertible promissory notes or Safes.

### ***Conversion After the First Equity Financing***

If the Company elects to convert the Securities upon an Equity Financing after the first Equity Financing following the issuance of the Securities, the Investor will receive the number of CF Shadow Series Securities equal to:

the quotient obtained by dividing (x) the Purchase Amount by (y) the First Financing Price.

### ***Conversion Upon a Liquidity Event Prior to an Equity Financing***

In the case of an initial public offering of the Company ("IPO") or Change of Control (see below) (either of these events, a "Liquidity Event") of the Company prior to any Equity Financing, the Investor will receive, at the option of the Investor, either (a) a cash payment equal to the Purchase Amount (subject to the following paragraph) or (b) a number of shares of common stock of the Company equal to the Purchase Amount divided by the quotient resulting from dividing (x) the Company's current valuation immediately prior to the closing of the Liquidity Event by (y) the Fully Diluted Capitalization immediately prior to the closing of the Liquidity Event.

In connection with a cash payment described in the preceding paragraph, the Purchase Amount will be due and payable by the Company to the Investor immediately prior to, or concurrent with, the consummation of the Liquidity Event. If there are not enough funds to pay the Investors and holders of other Safes (collectively, the "Cash-Out Investors") in full, then all of the Company's available funds will be distributed with equal priority and pro rata among the Cash-Out Investors in proportion to their Purchase Amounts.

"Change of Control" as used above and throughout this section, means (i) a transaction or transactions in which any person or group becomes the beneficial owner of more than 50% of the outstanding voting Securities entitled to elect the Company's board of directors, (ii) any reorganization, merger or consolidation of the Company, in which the outstanding voting security holders of the Company fail to retain at least a majority of such voting Securities following such transaction(s) or (iii) a sale, lease or other disposition of all or substantially all of the assets of the Company.

### ***Conversion Upon a Liquidity Event Following an Equity Financing***

In the case of a Liquidity Event following any Equity Financing, the Investor will receive, at the option of the Investor, either (i) a cash payment equal to the Purchase Amount (as described above) or (ii) a number of shares of the most recently issued preferred stock equal to the Purchase Amount divided by the First Financing Price. Shares of preferred stock granted in connection therewith shall have the same liquidation rights and preferences as the shares of preferred stock issued in connection with the Company's most recent Equity Financing.

### ***Dissolution***

If there is a Dissolution Event (see below) before the Securities terminate, the Company will distribute, subject to the preferences applicable to any series of preferred stock then outstanding, all of its assets legally available for distribution with equal priority among the Investors, all holders of other Safes (on an as converted basis based on a valuation of common stock as determined in good faith by the Company's board of directors at the time of the Dissolution Event) and all holders of common stock.

A "Dissolution Event" means (i) a voluntary termination of operations by the Company, (ii) a general assignment for the benefit of the Company's creditors or (iii) any other liquidation, dissolution or winding up of the Company (excluding a Liquidity Event), whether voluntary or involuntary.

## **Termination**

The Securities terminate (without relieving the Company of any obligations arising from a prior breach of or non-compliance with the Securities) upon the earlier to occur: (i) the issuance of shares in the CF Shadow Series to the Investor pursuant to the conversion provisions or (ii) the payment, or setting aside for payment, of amounts due to the Investor pursuant to a Liquidity Event or a Dissolution Event.

## **Voting and Control**

The Securities have no voting rights at present or when converted.

The Company does not have any voting agreements in place.

The Company does have shareholder/equity holder agreements in place. A description of such agreement follows: Working on Shareholder Agreement with attorney now.

## **Anti-Dilution Rights**

The Securities do not have anti-dilution rights, which means that future equity financings will dilute the ownership percentage that the Investor may eventually have in the Company.

## **Restrictions on Transfer**

Any Securities sold pursuant to Regulation CF being offered may not be transferred by any Investor of such Securities during the one-year holding period beginning when the Securities were issued, unless such Securities are transferred: 1) to the Company, 2) to an accredited investor, as defined by Rule 501(d) of Regulation D promulgated under the Securities Act, 3) as part of an IPO or 4) to a member of the family of the Investor or the equivalent, to a trust controlled by the Investor, to a trust created for the benefit of a member of the family of the Investor or the equivalent, or in connection with the death or divorce of the Investor or other similar circumstances. "Member of the family" as used herein means a child, stepchild, grandchild, parent, stepparent, grandparent, spouse or spousal equivalent, sibling, mother/father/daughter/son/sister/brother-in-law, and includes adoptive relationships. Remember that although you may legally be able to transfer the Securities, you may not be able to find another party willing to purchase them.

In addition to the foregoing restrictions, prior to making any transfer of the Securities or any Securities into which they are convertible, such transferring Investor must either make such transfer pursuant to an effective registration statement filed with the SEC or provide the Company with an opinion of counsel stating that a registration statement is not necessary to effect such transfer.

In addition, the Investor may not transfer the Securities or any Securities into which they are convertible to any of the Company's competitors, as determined by the Company in good faith.

Furthermore, upon the event of an IPO, the capital stock into which the Securities are converted will be subject to a lock-up period and may not be sold for up to 180 days following such IPO.

## **Other Material Terms**

- The Company does not have the right to repurchase the Securities.
- The Securities do not have a stated return or liquidation preference.
- The Company cannot determine if it currently has enough capital stock authorized to issue upon the conversion of the Securities, because the amount of capital stock to be issued is based on the occurrence of future events.

## **TAX MATTERS**

**EACH PROSPECTIVE INVESTOR SHOULD CONSULT WITH HIS OR HER OWN TAX AND ERISA ADVISOR AS TO THE PARTICULAR CONSEQUENCES TO THE INVESTOR OF THE PURCHASE, OWNERSHIP AND SALE OF THE INVESTOR'S SECURITIES, AS WELL AS POSSIBLE CHANGES IN THE TAX LAWS.**

**TO INSURE COMPLIANCE WITH THE REQUIREMENTS IMPOSED BY THE INTERNAL REVENUE SERVICE, WE INFORM YOU THAT ANY TAX STATEMENT IN THIS FORM C CONCERNING UNITED STATES FEDERAL TAXES IS NOT INTENDED OR WRITTEN TO BE USED, AND CANNOT BE USED, BY ANY TAXPAYER FOR THE PURPOSE OF AVOIDING ANY TAX-RELATED PENALTIES UNDER THE UNITED STATES INTERNAL REVENUE CODE. ANY TAX STATEMENT HEREIN CONCERNING UNITED STATES FEDERAL TAXES WAS WRITTEN IN CONNECTION WITH THE MARKETING OR PROMOTION OF THE TRANSACTIONS OR MATTERS TO WHICH THE STATEMENT RELATES. EACH TAXPAYER SHOULD SEEK ADVICE BASED ON THE TAXPAYER'S PARTICULAR CIRCUMSTANCES FROM AN INDEPENDENT TAX ADVISOR.**

**POTENTIAL INVESTORS WHO ARE NOT UNITED STATES RESIDENTS ARE URGED TO CONSULT THEIR TAX ADVISORS REGARDING THE UNITED STATES FEDERAL INCOME TAX IMPLICATIONS OF ANY INVESTMENT IN THE COMPANY, AS WELL AS THE TAXATION OF SUCH INVESTMENT BY THEIR COUNTRY OF RESIDENCE. FURTHERMORE, IT SHOULD BE ANTICIPATED THAT DISTRIBUTIONS FROM THE COMPANY TO SUCH FOREIGN INVESTORS MAY BE SUBJECT TO UNITED STATES WITHHOLDING TAX.**

**EACH POTENTIAL INVESTOR SHOULD CONSULT HIS OR HER OWN TAX ADVISOR CONCERNING THE POSSIBLE IMPACT OF STATE TAXES.**

## **TRANSACTIONS WITH RELATED PERSONS AND CONFLICTS OF INTEREST**

### **Related Person Transactions**

From time to time the Company may engage in transactions with related persons. Related persons are defined as any director or officer of the Company; any person who is the beneficial owner of 10 percent or more of the Company's outstanding voting equity securities, calculated on the basis of voting power; any promoter of the Company; any immediate family member of any of the foregoing persons or an entity controlled by any such person or persons.

The Company has the following transactions with related persons:

***Property, Goods or Services***  
**Conflicts of Interest**

To the best of our knowledge the Company has not engaged in any transactions or relationships, which may give rise to a conflict of interest with the Company, its operations or its security holders.

**OTHER INFORMATION**

**Bad Actor Disclosure**

The Company is not subject to any Bad Actor Disqualifications under any relevant U.S. securities laws.

## **SIGNATURE**

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100 et seq.), the issuer certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form C and has duly caused this Form to be signed on its behalf by the duly authorized undersigned.

/s/Rebekah Borucki  
(Signature)

Rebekah Borucki  
(Name)

President  
(Title)

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100 et seq.), this Form C has been signed by the following persons in the capacities and on the dates indicated.

### ***Instructions***

1. The form shall be signed by the issuer, its principal executive officer or officers, its principal financial officer, its controller or principal accounting officer and at least a majority of the board of directors or persons performing similar functions.
2. The name of each person signing the form shall be typed or printed beneath the signature.

Intentional misstatements or omissions of facts constitute federal criminal violations. See 18 U.S.C. 1001.



## **EXHIBITS**

# EXHIBIT A

## Row House Publishing Inc

### Balance Sheet

As of December 31, 2022

	TOTAL	
	AS OF DEC 31, 2022	AS OF DEC 31, 2021 (PY)
<b>ASSETS</b>		
Current Assets		
Bank Accounts	\$83,197.67	\$352,059.12
Accounts Receivable		
1200 Accounts receivable	0.00	
<b>Total Accounts Receivable</b>	<b>\$0.00</b>	<b>\$0.00</b>
Other Current Assets	\$573.43	\$358.95
<b>Total Current Assets</b>	<b>\$83,771.10</b>	<b>\$352,418.07</b>
Other Assets	\$121,312.51	\$0.00
<b>TOTAL ASSETS</b>	<b>\$205,083.61</b>	<b>\$352,418.07</b>
<b>LIABILITIES AND EQUITY</b>		
Liabilities		
Current Liabilities		
Accounts Payable	\$51,462.05	\$32,013.05
Credit Cards	\$2,557.45	\$0.00
Other Current Liabilities	\$188,765.50	\$0.00
<b>Total Current Liabilities</b>	<b>\$242,785.00</b>	<b>\$32,013.05</b>
Long-Term Liabilities	\$344,152.33	\$236,478.61
<b>Total Liabilities</b>	<b>\$586,937.33</b>	<b>\$268,491.66</b>
Equity		
3000 Common Stock (Par value \$1)	6,000.00	6,000.00
3020 Retained Earnings	-452,068.10	
3040 Donated Capital	167,505.56	136,394.52
3050 Safe Notes	782,667.00	514,912.50
Net Income	-885,958.18	-573,380.61
<b>Total Equity</b>	<b>\$ -381,853.72</b>	<b>\$83,926.41</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$205,083.61</b>	<b>\$352,418.07</b>

# Row House Publishing Inc

## Profit and Loss

January - December 2022

	TOTAL	
	JAN - DEC 2022	JAN - DEC 2021 (PY)
Income	\$400,966.63	\$4,021.89
Cost of Goods Sold	\$800,333.94	\$430,086.50
GROSS PROFIT	\$ -399,367.31	\$ -426,064.61
Expenses	\$488,719.94	\$147,330.40
NET OPERATING INCOME	\$ -888,087.25	\$ -573,395.01
Other Income	\$2,282.04	\$0.00
Other Expenses	\$152.97	\$ -14.40
NET OTHER INCOME	\$2,129.07	\$14.40
NET INCOME	\$ -885,958.18	\$ -573,380.61

## EXHIBIT B - BUSINESS PLAN



Prepared by:

Rebekah Borucki

[rebekah@rowhousepublishing.com](mailto:rebekah@rowhousepublishing.com)

Kristen McGuiness

[kristen@kristenmcguiness.com](mailto:kristen@kristenmcguiness.com)

# Table of Contents

03

About Row House

05

A New Model: C.R.E.D.

(Community, Responsibility, Equity, Disruption)

14

About Our Founder

15

About Wheat Penny Press (Children's Imprint)

16

Support of Publishing Professionals and Digital Influencers

17

Organizational Structure

18

More on the Authors First Approach

20

Project Timeline

21

Anticipated Investment

22

Projected Financials

23

Profit Schedule

24

The Authors

## About Row House

Through 2020, every industry, entertainer, and public brand was forced into an unexpected reckoning. We've all known for a long time that business as usual was leading to portentous consequences. But within the space of six months, we saw the realization of those fears: a global pandemic, racist brutality, and treason in DC. These momentous events didn't appear out of nowhere. They were all the effects of a broken system that places profits before people, income over equity, and the tragic belief that America was once great and is now broken.

The truth is America has always been broken. It was just that 2020 called upon each of us to ask ourselves, how can we help fix it? And from there, Row House was born. Over the last year, we have seen how some of the biggest names in publishing continue to perpetuate the lies and values of systemic racism and inequality. Like the economic and political systems that shaped it, big publishing also has big problems.

What no longer works begs to be torn down, reimagined, and revolutionized. And also, re-commodified. **We recognize that the power of and interest in BIPOC and justice-centered storytelling isn't a phenomenon; it is the future of bookselling and entertainment.** The combined buying power of Blacks, Asian-Americans, and Native Americans is estimated to be \$2.4 trillion. The nation's Latin-American community command \$1.5 trillion in spending power—larger than the GDP of Australia. And yet, as of 2018, 79% of all publishing professionals were white, as were 90% of all published authors. But publishing doesn't need to be “fixed;” it needs to be disrupted and dismantled.

Row House is that disruption and a new way to publish. Our leaders are authors who know how to put the author first, front, and center. We believe in equity and activism and that books—and the culture around them—have the potential to transform the universal conversation around what it means to be human.

## **Row House is raising the volume on voices that matter.**

To that end, Row House is creating a new model that supports authors from diverse backgrounds—ethnic, racial, economic, orientation, and identification—from day one. By offering the same terms to every author, a \$40,000 advance with a 40% royalty rate after plant and edition costs, we are not only disrupting the economics of book publishing but leveling the playing field for all authors.

Founder Rebekah "Bex" Borucki established Row House in late 2020 after leaving her former publisher. Their lack of interest in serving communities beyond what their CEO called "an affluent audience" led Rebekah to make it her mission to create something new. She is building a house at the intersection of personal development and social justice, a refuge for creatives living in the margins.

**She chose to call it Row House in tribute to her humble beginnings of growing up in a brick row house in a working-class town in New Jersey. Rebekah knows that though these modest homes might look alike on the surface, each home—like a book—contains its own unique personality, story, and brand of magic.**

Row House's innovative model offers equitable publishing deals (the 40/40 model) and a team that coaches, supports, and helps authors develop the best platform, community, and campaign to share their work. Row House attracts both the established author seeking more substantial royalty returns and the emerging author in need of a more reasonable advance to fund their marketing efforts, grow their platform, and establish their audience.

Row House is unique, viable, sustainable, and competitive, not only against independent publishers but with some of the biggest institutions in publishing. With anticipated profit in the first year, Row House has made a strategic effort to lower risk (through fixed advances, sustaining foreign rights when able, and with three lead titles in 2022 – in January, May, and November).

**As we have seen in the last year, there is an increasing demand for justice-centered storytelling. The NYT bestseller list has dominated by such titles as *How to be an Antiracist*, *White Fragility*, *Hood Feminism*, *Me and White Supremacy*, *Caste*, and *So You Want to Talk About Race* amongst others.** Row House's list will showcase authors from the social justice space and build a solid wellness list from authors who recognize wellness is for all. Through our authors, we intend to create a movement around how publishing works—highlighting the need for more diverse voices but also more fair, equitable, and transparent business practices.

Our roster of 2020 books include:

- **The Altar Within** by Juliet Diaz (January 2022) – Juliet is already a bestselling author who has sold over 70,000 copies of her last book. *The Altar Within* is her most commercial book yet and is born from the work within her large and loyal community (over 400K followers on IG).
- **The Anti-Racist Entrepreneur** by Trudi Lebron (March 2022) – DEI business coach Trudi Lebron is writing *the* business book for an equitable, non-racist world, building on her 7-figure business coaching practice and popular podcast.
- **Heal It Forward** by Myisha T. Hill (May 2022) – Recognizing the healing that's needed across all races led Myisha to create *Check Your Privilege* (with over 660K followers on IG). In this important book, Myisha offers what is at the heart of authentic activism: the desire to heal our people seven generations forward.
- **Tarot for Pregnancy** by Brittany Holt-Carmona (July 2022) – From tarot reader and full-spectrum doula, Brittany “the Birth Witch” Holt-Carmona comes the ultimate tarot guide for expectant mothers.. and the new must-have gift at baby showers everywhere.
- **Brown Enough** by Chris Rivas (September 2022) – From actor, activist, and *NYT* contributor Chris Rivas comes a memoir that forces all people to better see, understand, and challenge the ideas about who gets to participate in the most consequential conversations of our time.



- **Are We Free Yet?** by Tina Strawn (November 2022) – Tina Strawn created Speaking of Racism (over 60k followers) as a safe space to talk with some of the most prominent antiracism activists of today. What she realized as a Black queer woman on a journey to liberation is that everyone is just trying to find home. *Are We Free Yet?* is a tactical and emotional guide to healing, activism, and celebration (aka Eat, Smoke, Dance).

Whereas traditional publishers frequently identify social media as an accessory to their marketing, Row House identifies it as our primary tool. Instead of expensive ad budgets or complicated PR strategies, Row House will work with our authors to build scalable, inventive marketing strategies that best mobilize their vast connections and communications to build the earned media needed to make a bestseller. Row House has already engaged Rebellious PR to help us launch the Row House brand and establish the company as a new and disruptive competitor in the publishing industry.

But Row House also recognizes where the established systems can provide amplification to our authors and brand. Talks with Simon & Schuster about utilizing them for distribution have already begun. We are also hiring a traditional book publicist to build individual PR strategies for each book and to ensure Row House's presence in the literary world and amongst the literary trades.

Bringing together a diverse publishing council, Row House leads with a formidable team of publishing, marketing, antiracism, and personal development experts. This council will guide Row House's strategy and form the initial publishing list launching in January 2022 with bestselling author and popular online personality Juliet Diaz.

**Through this new publishing model, along with commitments from established and emerging diverse talents, Row House is committed to a future that is at once profitable and equitable.**

"After a lifetime of embodying difference, I have no desire to be equal.  
I want to deconstruct the structural power of a system that marked me out as different.  
I don't wish to be assimilated into the status quo.  
I want to be liberated from all the negative assumptions that my characteristics bring.  
The same onus is not on me to change. Instead, it's the world around me."

— Renni Eddo Lodge

author of *Why I'm No Longer Talking to White People About Race*

## A New Model: C.R.E.D.

In 2020, it became clear that there was no publisher equally committed to supporting authors while also honoring antiracist and inclusive principles. As a mentor with the Diverse Wisdom initiative at Hay House, Row House founder Rebekah Borucki saw first-hand how modern, traditional publishing struggles with building equity and alignment with diverse authors.

This problem has become even more prevalent in the larger publishing houses. With the recent purchase of Simon & Schuster by Penguin Random House (owned by the Bertelsmann Company), author equity is further threatened.

The Author's Guild writes, "The history of publishing consolidation has also taught us that authors are further hurt by such mergers due to editorial layoffs, canceling of contracts, a reduction in diversity among authors and ideas, a more conservative approach to risk-taking, and fewer imprints under which an author may publish."

Row House's **C.R.E.D** commitment articulates the values at the core of our business plan—**Community, Responsibility, Equity, and Disruption**. Ours is a commitment to support authors from diverse backgrounds from day one. The old way isn't working. Traditional publishing is missing the mark on justice, equity, and even profit. We have identified the problems and devised a plan to do publishing better.

## Community

Row House is committed to building and practicing principles of community organization, feedback, and safeguarding. By being an authentic part of the communities from which our authors come, Row House will ensure a loyal and engaged audience and be a leader in helping to amplify voices, concerns, and conversations from diverse peoples.

**Their problem:** Lack of community

Traditional publishing leaves authors stranded on deserted islands, left to develop and execute their book launch strategies independently, with little to no marketing support. Some publishers get it right—almost. Both Hay House and Sounds True, leaders in the personal development space, have large social media followings, online programs, and in-person events that offer their authors opportunities to promote their work and connect with new readers. But traditional publishers market to very narrow (and aging) segments of the population that exclude fresh talent and fresh ideas.

**Row House's solution:** We are the community

Row House isn't born from a corporate model trying to engage a community. We are a diverse community that is challenging the corporate model. By breaking down barriers to access, Row House is already an authentic community of bestselling authors, influencers, activists, community organizers, and publishing professionals dedicated to creating a new model which is at once profitable, equitable, and disruptive.

To that end, Row House intends to use its already established tools to build community and amplify diverse voices, including:

- **Disruptive social media campaigns:** Inspired by the activism of our faith council members, Row House will continue to use and help authors develop unique and empowering content which challenges the status quo and amplifies community needs

- **Online programming:** From platform building to writing courses, Row House will develop and deliver free and paid courses to community members to help them build their own communities and stories
- **Live interactive events:** Once we can return to in-person events, Row House will establish annual conferences as well as smaller local events to bring together authors, activists, influencers, and members of the community for deeper conversation

Row House is committed to being a living, breathing example of how publishers can create *with* their readers, not just *for* them.

**Their problem:** Outdated marketing strategies

Traditional publishers are still lagging in securing engaged and impactful social media presences. Their social media engagement attempts are typically developed from the outside, as part of a marketing strategy, instead of being an organic build of content, community, and online connection.

**Row House's solution:** Row House has a permanent address on social media

As many Row House founders and first-year authors already have established platforms, mailing lists, and media networks, we understand how to DIY our way across social media to build real, loyal, and responsive communities. And for the last decade, Rebekah and her team have seen how social media has been integral to building personal development communities. Collaborating with like-minded individuals and influencers within and outside of the Row House shingle, Row House will work to build ground-breaking social media campaigns that prioritize community over competition. These campaigns will create digital footprints far beyond the Row House brand, connecting our authors to other content creators, media opportunities, and influential circles to promote and discuss their works.

Unlike traditional publishing's outside approach to marketing, Rebekah will utilize her vast social media connections to support authors in organically developing their audiences and growing their platforms to deliver their books to the people who want and *need* them most.

**Our Opportunity:** Through community building, Row House will have to invest less to achieve more through collaborative and supportive relationships. Already, Row House has received nearly \$300,000 in fundraising through our social media networks and has received pro bono legal and publicity efforts because of the deep belief in our work. Row House understands that there is a way to re-commodify community, not one that exploits the people for their resources but asks them to participate financially in a greater cause.

## Responsibility

**We are responsible. Not just for our actions but for our authors, too. Our agreements reflect Row House's commitment to upholding a moral and ethical duty to our communities and their members. We recognize that amplifying the most ignored voices requires establishing a safe space for those authors to share their message, a community that respects their identities, histories, and perspectives.**

**Their problem:** Ingrained practices that serve the few and neglect too many

Traditional publishing is populated by a lot of professionals and industry insiders that have been in the business for decades. And that community doesn't reflect the demographics of our population. 79% of the overall publishing industry (including executives, sales, marketing and publicity, and reviewers) is white. It's also 89% straight/heterosexual, 96% non-disabled, and 99% cisgender.

Here's why these stats are important: Having only one specific group of people steering the ship allows for a very narrow viewpoint for making big, important decisions responsible for the careers, stories, and dreams of anyone outside of those demographics. And those currently at

the helm don't always understand the importance of providing opportunities to diverse creators. In some cases, it's because they don't want to understand. The opportunity for young talent and new voices in key positions is scarce. The same goes for opportunities for authors. Because traditional publishers keep their circles small and recruit in-network, the industry struggles to innovate.

### **Row House's solution: Change It Forward**

Through powerful partnerships, innovation is born. Together, we will guide our authors to success and let them guide us in the process. In contrast to most publishers, the editorial process will begin with content development. This approach helps authors shape their books alongside their platforms, giving them the freedom to develop their creative process while providing editorial, marketing, sales support, and feedback from day one.

We look at our publishing agreement as a relationship, not a contract. Through this partnership, Row House will build our product opportunities to include more than books, such as merchandising, writing courses, publishing programs, and other community engagement activities, to provide increased revenue and a more significant voice in the writing and literary communities. Row House is a community within itself, training authors to become mentors to others and building in support systems so that all authors receive:

- Deep content and development collaboration
- Immediate social media training and support (well before launch)
- Robust and analogous marketing and publicity strategies
- Mentorship + collaboration opportunities with established authors within and outside of the Row House brand

Row House will also build a community of authors committed to growing the ranks of diverse authors, from personal development to adult trade to children's literature.



**Their problem:** Gatekeeping

They're stuck in a system of gates and gatekeepers that keep new, exciting talent out of reach. Big publishing is entrenched in old systems and veteran professionals who have been in the business since that model was initially developed. The system is protected by those who most stand to profit from it and fear disruption might rock the boat... and their revenue.

**Row House's solution:** Removing barriers to connect with a broader pool of talent

Row House removes the many barriers to entry by allowing authors to submit proposals and manuscripts to our editorial department directly and curating talent based on content and not necessarily platform. Row House can remain financially nimble due to its low-investment model around advances. By establishing an equitable agreement for all (at a significant reduction in expense), we can remove those barriers without as great a risk to revenue. Row House is also committed to publishing and promoting authors identifying as People of Color, LGBTQIA+, and disabled. Through these diverse networks, Row House is building relationships that not only support the publishing and sales of our list but are part of creating meaningful dialogue and connections between current authors, prospective authors, publishing professionals, readers, activists, and the larger literary world.

**Our Opportunity:** As part of our agreements with authors, we have already removed the standard non-disparagement clause. Row House is committed to maintaining our integrity and commitment to the communities we are working to amplify. To that end, we anticipate less costly mistakes and reversals as other publishers, building our ethics into our economics. We believe that this new way of doing business will shift the narrative between the publisher and content creator and engender more productive and profitable business relationships. Through these relationships, we will be able to create and build more business opportunities, including larger community partnerships, licensing agreements, live workshops, and branded programming. We believe that trust is the foundation of all good and profitable collaboration.

## Equity

**From its conception, Row House was committed to developing a model which would allow for greater equity, transparency, and profit for our authors. While company revenue has remained paramount, Row House identified a way to offer authors more stake in the company and their books while reducing our initial investment. Through this model, Row House will better support emerging authors while rewarding our lead titles.**

**Their problem:** High overhead and high risk

Conventional wisdom would have one believe that a contract that gives one party a 90% share on royalties would incentivize that party to promote the product as far and wide and often as they can. But the reality is the outsized investments in advances and the inequitable distribution of support and marketing make for enormous risk and tempered vision.

**Row House's solution:** The revolutionary 40/40 model

We keep our speculative costs low while giving our authors what they need to succeed. With our disruptive 40/40 model, each author will receive \$40,000 (\$20,000 upon signing and \$20,000 upon delivery & acceptance). This payout structure allows us to hold on to more capital during a book's development phase and share a more attractive royalty split from earned profits. And the funds will enable authors to launch their book platform with greater financial ease while being coached by Row House's team on building community, leveraging social media, creating content, and growing earned media in traditional and digital markets.

**Their problem:** Lack of transparency in publishing deals and support

As many discovered in 2020, publishing deals look enormously different for different authors, especially those of color or those belonging to other marginalized communities, whose advances and publishing support have historically been much lower than their white and CIS-gendered



peers. Last year, the hashtag #PublishingPaidMe went viral on Twitter as authors exposed their advances. This campaign showed a shocking disparity between what Black vs. non-Black authors receive. In a Google spreadsheet that collected 1200+ responses, 122 writers claimed they received over \$100,000 for their advance. Of these writers, 78 identified as white, and only seven as Black. This gaping disparity highlighted how Black writers are often underpaid or not given the same opportunities as their white counterparts.

**Row House's solution:** Equity is the road to unity

We can't be free until everyone is free. For Row House, we believe that transparent agreements, operations, and decision-making benefit everyone in the venture and the industry. By creating equitable business agreements and providing the same level of marketing, publicity, and sales support to each book, we can profitably launch our lead authors while also helping to grow our emerging and mid-list talents. Through this process, we offer a new model for publishing, one in which each author gets the time, attention, financial support, and energy they need to make their book a success.

**Our Opportunity:** The 40/40 split isn't just equitable; it's profitable. By lowering the amount expended for advances, Row House can keep more in our reserve and make the return to investors quicker. Whereas most traditional publishers often offer advances in the 6- to even 7-figure range, Row House will keep our initial investments small while monetizing more elements of the publishing process—workshops, courses, card decks, and other merchandise.

## Disruption

Like all systems, book publishing is ready for disruption. As publishers continue to profit from harmful and violent perspectives, there is a resounding call for a publisher born from the community, for the community—one that speaks the language of the people.

**Their problem:** Old ways repel new leaders

Justice-minded, progressive authors want to work with companies that align with their visions and values. For much of traditional publishing, activists and influencers have felt that their ideas were not valued and that publishing provided support without a larger vision for their community.

**Row House's solution:** Our authors are the leaders

We have already secured leading thinkers and activists in the wellness and social justice spaces. Bestselling author Juliet Diaz (who has been courted by major publishers since leaving Hay House) and activist and author Myisha T Hill (founder of Check Your Privilege with 680K followers on IG) have signed on as authors and Faith Investors. Both authors committed to Row House because of their ability to help shape and disrupt conversations about book publishing and amplifying voices with vision. Row House is projecting the 2022 launch list to include six titles, including antiracism educator and business coach Trudi Lebron, pleasure activist and antiracism facilitator Tina Strawn, actor and activist Chris Rivas, and doula and tarot reader Britney Carmona-Holt (in addition to Juliet and Myisha). These rising literary stars offer a cultural snapshot of the voices we hope to amplify.

**Their problem:** Their conversation is ending

Though many publishers have attempted to respond to more diverse markets, the attempts have often felt superficial (i.e., opening a social justice imprint in the wake of 2020 civil unrest). As more conglomerates are solidified, there is less opportunity for disruption and real change. The system is too big, too entrenched, and too old to move with the swiftness that progress demands.

**Row House's solution:** Ours is just beginning

At Row House, we intend to help lead the new conversation. Our books, workshops, conferences, and communications set us apart as not just another book publishing company. Though books are our focus, we intend to create a brand that harnesses the power of all communities by offering them a real voice and seat at the new table. We hope to be part of building that table by disrupting the old system and providing silenced voices with a megaphone to the public. We are more than just a book publisher. We are a dialogue, creating a space for authors, activists, academics, healers, and organizers to come together to envision a new future for books and the movements they have the power to inspire.

**Our Opportunity:** Our disruption starts at the bottom line. With profit in the first year and returns to investors beginning in Year One, Row House upends the traditional business structure. Though we intend to maintain a healthy reserve and satisfied investors, our goal is to create a movement unlike any other in book publishing, a home for the disenfranchised and a platform for healing. Through our courses, workshops, books, merchandise, and other revenue channels, Row House will tap into the robust BIPOC economy while building brands that reach all readers, thinkers, and activists. We will lead the new conversation in book publishing, helping to amplify voices that matter and disrupting the business behind their amplification.

## About Rebekah "Bex" Borucki



Rebekah "Bex" Borucki is the founder and President of Row House. She is also the founder of BexLife® and the Blissed In® wellness movement, which has launched a series of successful media endeavors, including books, a TV show, and a dedicated coaching community. And finally, Rebekah is a mother of five, meditation guide, birth doula, and publisher and author of books for big and little readers. In addition to creating and launching Wheat Penny Press in 2019, her publishing imprint for diverse children's literature, Rebekah served as a mentor and helped develop Hay House's US Diverse Wisdom Initiative.

As a mentor to creative healers, Rebekah guides her clients to create books and brand presences from the ground up and the heart outward. She has worked to coach and mentor diverse authors and creatives in building authentic communities in order to serve more clients and enhance their platforms, despite systemic barriers. Her clients have received publishing contracts with major houses like Simon & Schuster and Hay House. Rebekah is published by Hay House, the Quarto Publishing Group, and Wheat Penny Press.

Rebekah has taught meditation as a profound act of self-care that can be executed effortlessly and effectively to hundreds of thousands of individuals online and in live workshops for more than a decade. Rebekah's mission is to make mental-health support and stress-management tools accessible to all.

Most recently, Rebekah launched the WPP Little Readers Big Change Initiative, Inc., a publicly funded 501(c)(3) nonprofit, which provides free books, mental wellness tools, author visits, and writing workshops for students in grades PreK-8, public libraries, and community organizations.



## Book Coaching Practice

As a mentor for the Diverse Wisdom Initiative, Rebekah helped develop the US program, coaching Black and brown personal development experts through the process of writing their first books, developing a marketing strategy, and building authentic audiences to support their publishing initiatives. Two of her mentees went on to win Hay House contracts, making her the only mentor to coach winning authors in the first year of the program. Through this process, Rebekah developed her book coaching practice, Blocked 2 Book™, in which she has helped authors with editorial support, marketing strategies, and sales. Both experiences have offered Rebekah a unique perspective on the book publishing market and its treatment of BIPOC authors.

## Wheat Penny Press

Last year, Rebekah founded the independent publishing imprint, Wheat Penny Press, to help change the world of children's books by providing opportunities to diverse authors telling diverse stories. Since its founding, WPP has published five children's books: *Zara's Big Messy Day* (in English and Spanish), *Zara's Big Messy Bedtime* (in English and Spanish), and *The Day We Found Our Yay!* by Addye Durant, with five more books releasing this spring and summer. To date, Wheat Penny Press



has sold over 35,000 copies of its books, which includes a renewing contract with K12.com, an online public charter school. Row House will assume Wheat Penny Press in Fall 2021, providing a children's imprint for young, socially conscious readers and offering diverse authors an opportunity to be a part of the Row House coaching community.

## Support of Publishing Professionals and Digital Influencers

Rebekah is launching Row House with the support of long-term publishing professionals, including Vice President and Editor-at-Large **Kristen McGuiness**. Kristen has worked in the book publishing industry for over twenty years, in editorial with Simon & Schuster, Harper Collins and Free Press, and the publishing office of Judith Regan. She began her career as a book publicist for St. Martin's Press and has worked for the last ten years with a variety of publishing houses as a



ghostwriter, editor, and book coach. She is also the bestselling author of *51/50: The Magical Adventures of a Single Life* and has been featured on the “Today Show” and in *USA Today*.

Throughout the development process, Row House’s model has been vetted by several industry leaders in Kristen’s network, including CFO and COO of Simon & Schuster, Dennis Eulau. He has been critical in helping Row House create realistic three-year projections for the company.

As a popular personality with a large, engaged following in her own right, Rebekah is connected to a wide array of artists, writers, personal development, and antiracism leaders who will join the list of Row House supporters. A shortlist of Rebekah’s friends and collaborators include Rachel Cargle (IG:1.8mil), Rachel Ricketts (IG:230K), Monique Melton (IG:305K), Rachel Brathen (IG:2.1mil), Jennifer Pastiloff (IG:89K), Jenn Racioppi (IG:80K), Robyn Youkilis (IG:91K), Diane Sanfilippo (IG:111K) and Layla F. Saad (IG:720K).

# Organizational Structure



## Row House Publishing Council

The corporate leadership of Row House is the President, Vice President, and four faith investors. The faith investors support the publishing house's creation and development and launch the initial publishing list as authors themselves. Together, the council will establish the financial, governance, production, editorial, and marketing strategy for Row House.

## Faith Investors

The faith investors are established authors and publishing professionals who will help launch Row House. As part of their participation:

- They will help create the publishing model and establish the sales, marketing, and editorial processes for Row House.
- They will help develop the author's community, including coaching, courses, and membership, and help scale the coaching program as the company grows.
- They will support funding efforts and provide feedback and support in developing HR policies, staffing, and professional development.
- They will provide input and consultation on the creative vision, including initial launch lists and future imprints.
- They will be brand ambassadors for Row House, helping to announce its arrival and impact within all communities.

The faith investors will not invest money but rather time, wisdom, and community, receiving an equity stake in the company in return. To date, three faith investors have joined Row House: bestselling author Juliet Diaz, activist and author Myisha T. Hill, and antiracism and impact coach Trudi Lebron.



## More on the Authors First Approach

Row House is committed to putting authors first—in how we support and prepare authors in the editorial, marketing, and sales of their books as well as through equitable and transparent financial agreements. Three main principles ground this commitment:

### The 40/40 Investment

Row House is committed to equity, which is why we believe in flat advances and generous royalties. Each author will receive the same 40/40 investment:

- \$40,000 advance
- 40% royalty rate



Through this standardized publishing deal structure, authors will receive significantly more of their sales while receiving advances that help them write their books. Also, Row House will offer standard sub-rights splits (50/50) unless otherwise negotiated with the author. We will again partner in comprehensive strategies: support and development for subsidiary projects, including merchandising, opportunities for film and TV, digital media, and other book-related endeavors.

Row House is establishing a community of committed authors attracted to receiving more ownership of their profits and brand while supporting emerging authors. Through the 40/40 investment, Row House will attract both established authors looking for more long-term and consequential profit and emerging authors for whom most publishing deals would offer significantly smaller advances, royalties, and support.

### The Community

Outside of the 40/40 investment, the Row House community will be another crucial piece in attracting and keeping successful authors. This isn't publishing as usual. Row House will be



bringing the best of traditional book publishing—the editorial support, the distribution and sales network, the co-op placement at B&N—with the personal and professional development of the coaching community. Upon signing, authors will be brought into a supportive learning community, where they will have access to online courses, live mentoring, and platform support to help launch their books. Authors will have more control over their brand and marketing and receive intimate support rarely offered to most authors. They will work with the creative and coaching teams from day one to begin building toward their launch, developing a marketing funnel, and creating unique offerings to build an audience for their services and products.

The Row House Community will provide interpersonal connections, helping authors to support one another in the publishing journey and ensuring that each author's success reinforces the other. Through this engagement, authors will be prepared to create successful launches and maintain long-term sales.

## Sustainable Profit

Currently, most trade publishers offer a 10% royalty rate with a mind-bending range in advance size. But as with most advance schedules, authors must earn out on their advance before receiving royalties. Advances are paid out in thirds, which means even with more generous advances, authors rarely have the initial means to launch their books properly or, in the long-term, to live off of their publishing earnings. As one author puts it, publishing offers "savings account money, not checking account." However, for the majority of authors, it provides neither.

This practice isn't good for the publisher either. Traditional publishing has long believed in acquiring large lists with exceedingly smaller advances, hedging their bets without being financially invested in the results, which leads to significant legal, marketing, advance, and editorial costs. Row House will be a streamlined publisher, engaging our community of authors to market and support emerging talents and connecting with other influencers and personal development relationships to create marketing strategies that sell books.

The Row House community also includes legal, finance, design, and publishing professionals who have offered pro bono legal, editorial, financial, and publishing services because they recognize the critical need for a publisher of its type. The founders of Row House come from humble beginnings. So they believe in making prudent economic choices to build a sustainable financial model that puts authors first and provides for a long and prosperous future.

## Project Timeline

Exploratory conversations:	October—November 2020
Finalized business plan:	November 2020
Production strategy (confirmation of costs):	December 2020—January 2021
Form Faith Investors team (4 authors):	January—March 2021
Initial funding:	February 2021
Sign first 3 authors:	April 2021
Marketing team development:	April—May 2021
Complete author roster:	May 2021
Row House press launch:	June 2021
Begin production:	July 2021
Assume Wheat Penny Press:	September 2021
Publish first book to market:	January 2022

## Anticipated Investment

Investment	Dev Year (2021)	Year 1 (2022)	Total
Development Costs	\$ 100,000		
Production Costs (Development + Year 1)	\$ 15,000	\$ 30,000	
Salary Costs (Year 1)		\$ 253,000	
Legal/Admin Costs (Development + Year 1) *	\$ 27,000	\$ 55,000	
Sales/Marketing	\$ 40,000	\$ 40,000	
Advances (Year 1)	\$ 120,000		
Advances (Year 2)		\$ 120,000	
Investment Total	\$ 302,000	\$ 498,000	\$ 800,000

Investors	
Primary Investors (Rebekah and Kristen – 35%) †	
Financial Investors (2-4 investors – 20%)	
<i>Seeking initial \$100-200K investment</i>	\$ 800,000
Faith Investors (4 investors – 20%) ††	
Investors Total	\$ 800,000

\* Attorney has agreed to pro bono help for development year

† Rebekah and Kristen deferring Year 1 salaries, less developmental fees

†† Faith investors providing platform and marketing support

## Projected Financials

Authors	Year 1	Year 2	Year 3
Lead (50,000+)	2	4	5
Mid-list (15-50,000)	2	4	7
Emerging (0-15,000)	2	4	8

Sales and Profit Snapshot	Year 1	Year 2	Year 3
Total Copies Sold	170,000	593,500	1,215,000
Gross Profit (with est. subsidiary)	\$ 683,540	\$ 3,234,006	\$ 6,366,140
Total Profit (after royalties/advances/taxes)	\$ 445,653	\$ 1,892,937	\$ 3,687,636

Staff and Expenses Snapshot	Year 1 *	Year 2	Year 3 †
FTE	4	7	13
Expenses	\$ 343,000	\$ 865,000	\$ 2,083,000
Net profit (Total profit less expenses)	\$ 445,653	\$ 1,027,937	\$ 1,604,636

\* First-year expenses funded by the initial investment

† Third year includes office space addition

## Profit Schedule

Profit Share	Year 1	Year 2	Year 3
	\$ 445,653	\$ 1,027,937	\$ 1,604,636
Rebekah Borucki (25% after Year 3)		\$ 110,000	\$ 241,623
Kristen McGuinness (10% after Year 3)		\$ 55,365	\$ 120,000
Financial Investors (20% after Year 3 split by investors) *	\$ 200,000	\$ 400,000	\$ 520,927
Faith Investors (20% after Year 1 split by 4)		\$ 205,587	\$ 320,927
Reserve (25% after Year 1)	\$ 245,653	\$ 256,984	\$ 401,159
Total Payout	\$ 445,653	\$ 1,027,937	\$ 1,604,636
Year End Cash	Year 1	Year 2	Year 3
Reserve	\$ 245,653	\$ 256,984	\$ 401,159
Total Cash	\$ 245,653	\$502,637	\$903,796

\* Year 3 includes the remainder of principal

## The Authors



### Lead — Juliet Diaz

*The Altar Within*, January 2022

**Juliet Diaz** is an Indigenous Taino Cubana from a long line of Healers and Brujas on both sides of her parents' lineages. Signs of her natural gifts like Cosmic Channeling, Seer, plant whispering, energy reading, and communication with spirits and other realms shined through at the age of three. She believes Magic lives within us all and feels passionate about inspiring others to step into their truth. Juliet has devoted her

life to helping others weave light, medicine, and Magic into their lives, helping thousands of people come back to self. She's the creator of Sagrada Collective, an online virtual sanctuary with hundreds of members on a journey to heal and ignite their truth. She has an MS in Herbal Medicine and countless certifications in an array of healing modalities.

Juliet has been featured in Oprah Magazine, National Geographic, The Atlantic, Wired, Cosmopolitan, AJ+, and more. And she's the author of *Witchery: Embrace the Witch Within* (Hay House 2019), which boasts more than 4,300 five-star reviews on Amazon, and already a number one release with her 2nd book, *Plant Witchery* (Hay House 2020), and oracle deck, *Seasons of the Witch: Samhain Oracle* (Rockpool Publishing 2020), which both released October 27, 2020.

**Juliet's Social Media:** IG: @iamjulietdiaz 36K, @sacredcraft\_creatrixes 86K, @thealterwithin 101K; TikTok followers: iamjulietdiaz 246K; YouTube subscribers: iamjulietdiaz 65K; Newsletter subscribers: 242K





## Mid-List — Trudi Lebron

*The Anti-Racist Entrepreneur*, March 2022

**Trudi Lebron** is a sought-after coach for entrepreneurs, nonprofits, and corporate institutions, helping them create social impact initiatives and train leaders to lead with a lens for equity, diversity, inclusion, and impact.

Trudi is also an international speaker and co-host of the five-star-rated podcast, “That’s Not How That Works,” a show about race, diversity, equity, and inclusion in the coaching industry, and her own podcast, “Business Remixed.”

**IG: @trudilebron**



## Lead — Myisha T Hill

*Heal It Forward*, May 2022

**Myisha T Hill** is a mental health activist, speaker, and entrepreneur passionate about mental wellness and empowerment for women.

She teaches people how to look beyond throw-away or Cancel Culture to find ways that white women, in particular, can work to shift from passive allyship to becoming action-driven co-conspirators to BIWOC (Black, Indigenous Women of Color). Myisha works with organizations and community groups taking people on a self-reflective journey exploring their relationship with power, privilege, and racism. **IG: @ckyourprivilege**



## Emerging — Brittany Carmona-Holt

*Tarot for Pregnancy*, July 2022

**Brittany Carmona-Holt** is a full spectrum doula, poet, Tarot reader, birth photographer, artist, and reproductive justice advocate.

She says her purpose is to help reignite the cellular wisdom in pregnant, birthing, and postpartum folks so that they may reconnect with their innate power.

Brittany lives in Grand Rapids, Michigan, with her partner, Alex, magical toddler, Kahlo Sol, and three cats. IG: [@brittanythebirthwitch](https://www.instagram.com/brittanythebirthwitch)



## Mid-List — Christopher Rivas

*Brown Enough*, September 2022

**Christopher Rivas** is an award-winning storyteller, Rothschild Social Impact Fellow, actor, essayist, and social commentator (New York Times, Zocalo, SwipeLife, Level), filmmaker, podcast host, and a PhD candidate in Expressive Arts for Global Health. His mission is to share stories that disrupt what is and create space for what could be.

He has spoken, consulted, and developed workshops for The WWE, United Nations High Commission for Refugees, Iconexión, Loqules, Hollywood Heart, The Children's Institute, Department of Mental health, LAUSD, LAMP on Skid Row, Safe Place For Youth, Second City, University of Miami, The Museum Of Broken Relationships, The Skirball Cultural Center, Unplug



Meditation Studio, Soul Hum, UCLA, CalArts, Agape International Spiritual Center, The House of Intuition, Upworthy, and SoulPancake.

Christopher Rivas is currently playing the recurring role of “Oscar” on the television series, *Call Me Kat*, starring Mayim Bialik. IG: [\*\*@christopher\\_rivas\*\*](#)



## Emerging — Tina Strawn

*Are We Free Yet?*, November 2022

**Tina Strawn** is an antiracism facilitator, racial and social justice advocate, and pleasure activist.

She is the founder of Legacy Trips, three-day antiracism and yoga trips that visit the National Memorial for Peace and Justice and the Legacy Museum in Montgomery, Alabama, where she guides participants

to learn how to use the practice and philosophy of yoga as tools to dismantle racism. Tina is also the owner of the highly regarded *Speaking of Racism* podcast, which highlights activists disrupting & dismantling racism. IG: [\*\*@speakingofracism\*\*](#)