

PERSONAFI, INC

2021 Report

Dear investors,

For our first full year as a company, I believe we've done very well. Going from proof of concept to launching an application both on iOS and Android. From a community that was 6k to over 27k. Monthly revenue going from less than 1k to over 15k recurring. Our user engagement from our existing community has helped provide a strong foundation for us. We also successfully onboarded over 5k user to the app.

We need your help!

The best way for our investors to help us is by attending our monthly investor call updates. During those calls, we cover challenges, updates, and goals. Currently, we're needing to hire social media managers to help us build our social media presence. Being present on the app and helping build our community would also be attractive as we onboard new users to the community. While also being on the app, our investors can help us find more bugs, report abusers, and provide our team feedback to enhance the user experience.

Sincerely,

Kenneth Moosa

CEO

Our Mission

Five years from now, we see the PersonaFi app having 40 million monthly active users on our app. Users are discussing their investments and portfolio strategies amongst each other. The app will support stocks, ETFs, crypto, options, and expanding to other markets outside the US. These projections cannot be guaranteed.

[See our full profile](#)



How did we do this year?

Report Card

B+



The Good

Getting the application out to market on the App Store and Google Play



The Bad

Delays in the development roadmap.

Growing our community to over 27k of a user base.

Generating over \$120k in total revenue

User acquisition for the app was more challenging than anticipated.

Launching an Android version of the app proved to be stretching our sales and development team too thin.

2021 At a Glance

February 16 to December 31



\$122,568 +67X
Revenue



-\$381,153
Net Loss



\$37,318 +527%
Short Term Debt



\$769,071
Raised in 2021



\$291,098
Cash on Hand
As of 03/ 3/22

INCOME

BALANCE

NARRATIVE

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

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

Overview

Our app allows users to connect all of their crypto and stock trading accounts onto one platform to share what they're trading with any of their friends and network.

Five years from now, we see the PersonaFi app having 40 million monthly active users on our app. Users are discussing their investments and portfolio strategies amongst each other.

The app will support stocks, ETFs, crypto, options, and expanding to other markets outside the US. These projections cannot be guaranteed.

Milestones

PersonaFi, Inc. was incorporated in the State of Delaware in February 2021.

Since then, we have:

- Organically built a proof of concept to over 23,000 users with a 90% engagement rate within a year.
- 20% month-over-month growth rate for our user base
- Raised \$171,000 in our pre-seed
- Addressing a growing wealth gap and financial literacy with a SOM of 72 million.

Historical Results of Operations

Our company was organized in February 2021 and has limited operations upon which prospective investors may base an evaluation of its performance.

- *Revenues & Gross Margin.* For the period ended December 31, 2021, the Company had revenues of \$122,566. Our gross margin was -75.72%.
- *Assets.* As of December 31, 2021, the Company had total assets of \$382,140, including \$382,140 in cash.
- *Net Loss.* The Company has had net losses of \$381,152 for 2021.
- *Liabilities.* The Company's liabilities totaled \$203,921 for 2021.

Liquidity & Capital Resources

To-date, the company has been financed with \$17,000 in debt and \$171,000 in SAFEs.

After the conclusion of this Offering, should we hit our minimum funding target, our projected runway is 6 months before we need to raise further capital.

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

We will likely require additional financing in excess of the proceeds from the Offering in order to perform operations over the lifetime of the Company. We plan to raise capital in 12 months. Except as otherwise described in this Form C, we do not have additional sources of capital other than the proceeds from the offering. Because of the complexities and uncertainties in establishing a new business,

because of the complexities and uncertainties in establishing a new business strategy, it is not possible to adequately project whether the proceeds of this offering will be sufficient to enable us to implement our strategy. This complexity and uncertainty will be increased if less than the maximum amount of securities offered in this offering is sold. The Company intends to raise additional capital in the future from investors. Although capital may be available for early-stage companies, there is no guarantee that the Company will receive any investments from investors.

Runway & Short/Mid Term Expenses

PersonaFi, Inc. cash in hand is \$291,098, as of March 2022. Over the last three months, revenues have averaged \$15,000/month, cost of goods sold has averaged \$0/month, and operational expenses have averaged \$42,000/month, for an average burn rate of \$27,000 per month. Our intent is to be profitable in 36 months.

We've begun issuing stock options to new hire employees and independent contracted content creators for our platform.

With the coming launch of PersonaFi+ and prospecting more premium features, we expect revenue to grow 50-100% over the next 3-6 months.

Based upon our growth projections and assumptions on needs as we scale we will not reach profitability for another 2 years. We plan to raise another round of late 2022 of \$1 million and in 2023 another \$3-\$5 million priced round.

We do not have any other sources of capital to rely upon. However, we are constantly talking to new interested investors every day.

Net Margin: -311% Gross Margin: -76% Return on Assets: -99% Earnings per Share: -\$42,350.33
Revenue per Employee: \$24,514 Cash to Assets: 100% Revenue to Receivables: ~ Debt Ratio: 10%

 PersonaFi_Financial_Statements_with_Notes_2021_and_2020.pdf

**We ♥ Our
461 Investors**

Thank You For Believing In Us

Tre Baker
Hugh J. Stiel
Forrest Lenderman
Martin Bobosik

Tan Quan Nguyen
Eddie L. Barlow Jr.
IRA Bell
Marc Lanciaux

Zachary Mein
Hatem Rowaihy
Marvin Dent
Samantha Stilwell

Sameer Narang
Todd Doherty
David Gillie
Shaunt Sarkissian

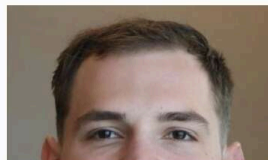
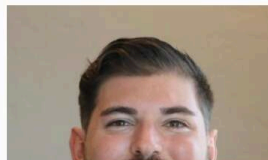
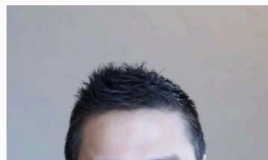
Bryan Tan
Omar Shehab
Hip Monta
Charles Tulip

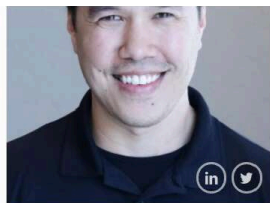
Cameron Crain
Craig J. Vom Lehn
Brandon Crespo
Josh Brown

Mitchell Roe
Harriet F.
Josh Crane
Nicholas Colby Taylor

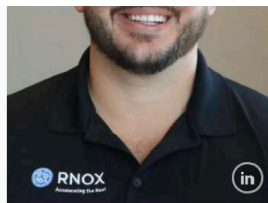
Nick Holland	Stephen Grinalds	Loc Dao	Matthew Skwarto	Michael Mak	Michael Budrow	Nicole Girouard Moran
David Byrd	Chris Loudenberg	Ashton Brooks	Alfred Chavez	Ken Flippin Jr.	Jason Riedel	David Crandell
Mike Harris	Ron Abordo	Manoj Sharma	Tavit Daniel	Roderick Herron	Tim De La Torre	Crystal Morgan
Amy Le	Corey Ferguson	Marisa Marvin	Kelvin Mariner	Kelly Ktestes	Andrew Kedas	Luke Frost
Mithun Vasudevan	Jason Murdock	Anthony Holling	Aniuska Darnott	Micah W Meyer	Matthew Mora	Adam Viescas
Acheampong Osei Akoto	Jamison Murtaugh	Shannon Keany	Dakota Burgess	Vanessa Wachowski	David Mathis	Beverly Thrasher West
Edward Charles	Brion Crum	Clark Craig	Keiji Oenoki	Jose Bello	Kandi Clark	Casey Pressley
Evan Dykes	Evan Lukacs	Justin Brunson	Brittany Skiles	Melchor Bojorquez	Jonathan Yamasaki	Phil A Mignon
Charles Beans	Fawna Vanrain	Julie Fedorenko	Brittany Skiles	Michelle Gieckler-Davis	Gregory Bailor	Casey Pressley
Zach Von Oesen	Alan Retter	Ben Poepsel	Tim McHale	Walter Barrios	Matthew Barker	David J. Miller
Dan Nguyen	Justin Lettkeman	Daniel Walker	James Bishop	Scott Rand	John Michael Slocum	Keith Ryan
Magdiel Aguilar	Steven Jacobson	Sommer B. Williams	Bryden J Stephen	Shawn Stotemyer	Brittany Jones	Christopher Thein
Paul Mooso	Nate Mengel	Lizabeth Seaman	Frank Blanco	Timothy Danielson	Emanise Voltaire	Beverly Thrasher West
Antoinette M Spillers	Andrew Rozenfelds	Bradley Humble	Ray Poe	Carlos Ringo	James Bishop	Jordan Smith
Sumer Stapley	Gonzalo Zerene Dagach	Christopher Stanley	Randy Krusel	Jose Luis Aparicio	Jason Friedrich	Bernie Dulos
Mandy Baize Crane	Bob McGarry	J. Hanika	Randall Balestrierio	Nate Patterson	Calvin Nguyen	Nathan Ossman
Robert Bredehoft	Ross Shapiro	Rashid Ramzan	Venkata S Alladi	Tanner Gordon	Michael Grillo	Tyler Parker
John P Bird	Austin Bradshaw	Diana Ciontea	Jessica Folz	Aubrey Milosevic	Jason Gaertner	Mark Williams
Brian Cerezo	Randy Alexander	Scott Saunders	Joel Mclean	Zane Delgadillo	Robert Hurkett	Gordon Connelley
Dana Mello	Edward Kelly Medlock	Avinash Pawar	Jason Schenck	David Sobolewski	David Huegerich	Jamie L Kahl
Jacey Abernathy	Robert Cavan	Zachary Adams	Kathy Lashley	Nannie Kate Christy	Jacobus Van Eeden	Monika Ott
Sean S. Larson	Randal Rosekrans	Marco De La Vega	Kevin White	Glenn Price	Paul MacIntosh	Ashton B
Richard Maffei	Matt Shoe	Alexander Makowski	Rocco Catalfamo	Kyle Jones	Chad Phillips	Robert Frydrychowski
Ben Faddis	Brian M Lynch	Mark Gums	Jason Sequeira	Istifan Istifan	Sheffie Aucoin	Derek Iverson
Kaden Smith	Ryan Dacillo	Samantha Hawkins	David Fong	Christopher Jones	Alan Blaher	Michael Heidenreich
Jeremy Bates	Tyler Marshall	Thembile Mtwa	Rudy Santos	Kevin Waseca	Ryan Swanton	Homer Wolman
Anthony Kinney	Anthony Kinney	Matthew Mosher	Quincy Maggit	Wendy Fritz	Leandro Zechlinski Maya	Anthony Suarez
James DeArmitt	Kristin Studer	Nathan Nulliner	Luis Partida	Edward Hudzinski	Sean Brookshier	Vladimir Chasovskikh
Evgenia Pleshakova	Christopher Bolin	Christopher Martinez	Jared S Turner	Bradin Hagens	Ryan Guldin	Matthew Byrne
Jeremy Eleazer	Sorin Traian Voicu	Zachary Pingrey	Yunus Dudhwala	Jarar Shah	Iopa Wolman	Skyler Schmid
Joshua Lange	Nasser Halwani	Denise Morgan	Jeffery Baker	Cody Ransier	James Kamps	Anna Mafort Lacy
Brendan Espey	Danny Ramirez	Shane Loidolt	Alexis Ortiz	Skyler Sequeira	Jannick Achten	Joe Burrell
Jennifer Eggleston	Blake Barclay	Mouhanad Kheder	Keaghton Stark	David Noriega	Jaime Keith	Eric Bushman
Chris Rathbun	Terry Kyriess	Jody Bradford	Dailyn Christy	Daniel Tocora	Jaclynn Whitson	Michael Tyler
Derek Warzel	Loc Tran	Patrick Linam	Balaji Krishnan	Patrick Mercury	Sarah Yong Haddock	Kate Keenan
Jennifer Jones	Bret Esslinger	Lindsey Koczenasz	Tyler Jones	Shawn Watrous	Benjamin Plaa	Kevin Loretucci
Steve Topczewski	Dan TRAN	Julie Bergeron	Beverly West	Christopher L. Seay	Robert Umbrello	Joseph Visintainer
Earl Ferguson	Toby Pruett	Jonathan Martinez	Wayne Hebert	Kyle Weyrick	Stephen Ratliff	Ryan Gage
David Black	Mike Nakata	Carlos Fernando Martinez	William Thai	Anthony Strout	Andrew Collins	Joseph Byrski
Daniel Burns	Dominique Defo Fotue	Ryan Postal	Aaron Turlock	Dylan Yates	Rollin Morgan Batten	Brian Hall
Andy Morris	Pete Angsten	Teo En Poh Alfresco	Jeremy Bates	Josh Sopata	Jose Antonio Duran Rodri...	Kyle Rogers
Sara Jocelyn Borrillo	Aghiad Altahhan	Obafemi Ajayi	Adrian Figueroa	Audrey Ball	Esteban Yanez	Tyler Papaco
Kevin Tang Seng Lok	Ethan Meyer	David Jackson	Deborah Duhon	Barb Cybula	Caleb Takemoto	Shirly Zeng
Steven Fowler	John R Coker	Alberto Squatrito	Jonathan Smaltz	Jonathan Smaltz	Charles Ezzell	Sean Kamp
Joshua Seeger	Bryan Cook	Jake West	Dylan Wade	Jonathon Miller	Jonathon Miller	Cody Trettin
Bryan Gaschnitz	Thomas Lakey	Ashton B	Bryce Collins	Munib Rizvi	Munib Rizvi	Evan Rabinowitz
Joe Elliott Kaitz	Alexis Manuel	David Mendoza	Lance Casteel	Ryan Brewer	Ryan Brewer	Vincent Sosnowski
Eliyahu Kaufman	Robert Benham	Brett Kummer	Kevin Lawler	Anand Dhurandhar	Anand Dhurandhar	Charles Green
Kyle Glennon	Joel Tagle	Tara Moen	Brent Carlson	Aaron Crandell	Aaron Crandell	Cesar Smith
Ho Yee Wong	Logan Wray	Beau Simpson	James Ellis	Collin Stanley	Collin Stanley	Waqar Rizvi
Stephen P Racek	Nolan Voss	Kevin Waseca	Kyle Dibble	David Martinelli	David Martinelli	Justin Huuki
Skyler Werner	Jose Flores	Troy Newell	Bryan Cook	Janice Betancourt	Janice Betancourt	Adesola Adesakin
Chris Stephens	Michael Johnson	Lawrence Chong	Zoran Vukelic	Stephen Schlaff	Stephen Schlaff	Brian Topper
Valeed ALSAFADI	Gevian Dargan	Gentry Lynn Fugate	Michael Crossman	Patricia Titti-Garfoot	Patricia Titti-Garfoot	Chuck Edwards
Donald Townsend	Jacqueline Bailey	Elizabeth Shidler	M H	Vern Babka	Vern Babka	Darrin Jackson
John Kopas	Vojtech Lejsek	Shane Franklin	Jason Tutko	Daquan Epps	Daquan Epps	Elijah Tallion
Wade Crandell	Dylan Bauer	Kyle S Black	Chad Swindle	Abel Acosta	Abel Acosta	Cody Sjodin
Newton Roberts	Jonathan Hartley	Lawrence Wong	Aaron Turlock	Sael Solis	Sael Solis	Jackson Brennan
Josh Model	Jeffrey A Kapphahn	Tyler Weaver	Ryan Bearden	Samuel Ghica	Samuel Ghica	Kalish Poole
Travis Henderson	Jason Pedersen	James J Eifler Jr	Josh Helmich	Andrew James Ktestes	Andrew James Ktestes	Ethan Hauff
Thomas Mooso	Jerome Capri	Jordan Solorzano	Justin Brown	Nathan Boehler	Nathan Boehler	
Demetrius Miles	Jerry Chen	Jenna Anderson	Lee Hall	Anthony Piedrahita	Troy Newell	

Thank You!
From the PersonaFi, Inc Team

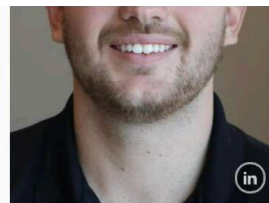




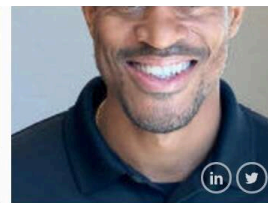
Kenneth Mooso
CEO



Kevin Baize
CTO



Don Eliezer Baize
CPO



Terence Daniels
COO

Details

The Board of Directors

DIRECTOR	OCCUPATION	JOINED
Kenneth Mooso	Executive @ PersonaFi	2020

Officers

OFFICER	TITLE	JOINED
Kenneth Mooso	CEO Secretary Vice President President Treasurer	2020

Voting Power [?]

HOLDER	SECURITIES HELD	VOTING POWER
Kenneth Mooso	5,000,000 Common Stock	50.7%
Kevin Baize	2,200,000 Common Stock	22.3%

Past Equity Fundraises

DATE	AMOUNT	SECURITY	EXEMPTION
12/2020	\$41,000	Safe	Section 4(a)(2)
07/2021	\$130,000	Safe	Regulation D, Rule 506(b)
07/2021	\$17,000		Other
12/2021	\$622,071		4(a)(6)

The use of proceeds is to fund general operations.

Outstanding Debts

LENDER	ISSUED	AMOUNT	OUTSTANDING	INTEREST	MATURITY	CURRENT?
Stripe [?]	07/16/2021	\$17,000	\$18,051 [?]	19.3%	05/16/2022	Yes

Related Party Transactions

None.

Capital Structure

CLASS OF SECURITY	SECURITIES (OR AMOUNT) AUTHORIZED	SECURITIES (OR AMOUNT) OUTSTANDING	VOTING RIGHTS
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Common Stock	20,000,000	9,870,723	Yes
	SECURITIES RESERVED FOR ISSUANCE UPON EXERCISE OR CONVERSION		
Warrants:	400,000		
Options:	3,353,842		

Risks

All operating and financial information has been prepared by Company management based upon the Company's current estimates of the Company's anticipated performance. Additionally, any projected results are dependent on the successful implementation of the Company's business strategy and are based on hypothetical assumptions and events over which the Company generally has no control. These assumptions have not been reviewed by any accounting firm or other third party and such a review could result in changes to the assumptions underlying the projected financial data. The selection of assumptions underlying such projected information required the exercise of management's judgment, and the projections are subject to uncertainty due to the effects that economic, legislative, political or other changes may have on future events. The assumptions are also subject to other risks described in this document. To the extent that assumed events do not materialize, actual results may vary from the projected results. As a result, no assurance can be made that the Company will achieve the operating or financial results set forth in any materials provided to you by the Company.

The price of the Securities being offered does not bear any relationship to book value or other recognized criteria of valuation of the Company. The price determination was based on such factors as prospects for the industry, estimates of potential business, assessment of management of the Company and an estimate of the amount of funds necessary to satisfy the Company's projected working capital needs. The price is no indication of the Securities' market value. The Company cannot provide any assurance that the Securities, if transferable, can be sold for any amount.

The Securities are being offered by the Company and are sold without the use of an independent broker-dealer. Consequently, no independent review of the offering or the Company has been, or will be, made by any broker-dealer.

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 entitle you to inspection or information rights.

The adoption of the social investing market may not accelerate as fast as the Company originally anticipated. Growing competition, the pandemic, and political climate may impact Company's ability to grow.

To implement the Company's business objectives, it may need to grow rapidly in the future and the Company expects that such growth would lead to increased responsibility for both existing and new management personnel. To help manage future growth effectively the Company must maintain and enhance its financial and accounting systems and controls, hire and integrate new personnel and manage expanded operations. The growth in business, headcount and relationships with customers and other third parties is expected to place a strain on the Company's management systems and resources. The Company will need to continue to improve its operational, managerial and financial controls, reporting systems and procedures, and will need to continue to expand, train and manage its work force. The Company's failure to manage its future growth successfully would have a material adverse effect on the quality of its products and services, its ability to retain customers and key personnel and its operating results and financial condition

As an investor, you may lose a portion or all of your investment. Investing in the Company's Securities involves a high degree of risk. As an investor, you may never recoup all, or even part, of your investment and you may never realize any return on your investment. You must be prepared to lose all of your investment.

In order to respond to market changes, the Company's management may from time to time make changes to the business of the Company. There are certain risks associated

with such changes. As a strategic response to changes in the competitive environment, the Company may from time to time make certain pricing, service or marketing decisions or business combinations that could have a material adverse effect on the Company's business, results of operations and financial condition.

The Company's revenue model may be impaired or change. The Company's success depends mainly on its ability to receive revenue as earnings from the Company's platform. The Company may generate but retain some or all of its earnings for growth and development of its business and accordingly, not make distributions to the shareholders. If the Company does not generate revenue, its business, financial condition, and operating results will be materially adversely affected.

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

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

Description of Securities for Prior Reg CF Raise

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

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

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

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

Minority Ownership

An Investor in the Company will likely hold a minority position in the Company, and thus be limited as to its ability to control or influence the governance and operations of the Company.

The marketability and value of the Investor's interest in the Company will depend upon many factors outside the control of the Investor. The Company will be managed by its officers and be governed in accordance with the strategic direction and decision-making of its Board Of Directors, and the Investor will have no independent right to name or remove an officer or member of the Board Of Directors of the Company.

Following the Investor's investment in the Company, the Company may sell interests to additional investors, which will dilute the percentage interest of the Investor in the Company. The Investor may have the opportunity to increase its investment in the Company in such a transaction, but such opportunity cannot be assured.

The amount of additional financing needed by the Company, if any, will depend upon the maturity and objectives of the Company. The declining of an opportunity or the inability of the Investor to make a follow-on investment, or the lack of an opportunity to make such a follow-on investment, may result in substantial dilution of the Investor's interest in the Company.

Exercise of Rights Held by Principal Shareholders

As holders of a majority-in-interest of voting rights in the Company, the shareholders may make decisions with which the Investor disagrees, or that negatively affect the value of the Investor's securities in the Company, and the Investor will have no recourse to change these decisions. The Investor's interests may conflict with those of other investors, and there is no guarantee that the Company will develop in a way that is optimal for or advantageous to the Investor. For example, the shareholders may change the terms of the articles of incorporation for the company, change the terms of securities issued by the Company, change the management of the Company, and even force out minority holders of securities. The shareholders may make changes that affect the tax treatment of the Company in ways that are unfavorable to you but favorable to them. They may also vote to engage in new offerings and/or to register certain of the Company's securities in a way that negatively affects the value of the securities the Investor owns. Other holders of securities of the Company may also have access to more information than the Investor, leaving the Investor at a disadvantage with respect to any decisions regarding the securities he or she owns. The shareholders have the right to redeem their securities at any time. Shareholders could decide to force the Company to redeem their securities at a time that is not favorable to the Investor and is damaging to the Company. Investors' exit may affect the value of the Company and/or its viability. In cases where the rights of holders of convertible debt, SAFES, or other outstanding options or warrants are exercised, or if new awards are granted under our equity compensation plans, an Investor's interests in the Company may be diluted. This means that the pro-rata portion of the Company represented by the Investor's securities will decrease, which could also diminish the Investor's voting and/or economic rights. In addition, as discussed above, if a majority-in-interest of holders of securities with voting rights cause the Company to issue additional stock, an Investor's interest will typically also be diluted.

Restrictions on Transfer

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

- to the issuer;
- to an accredited investor^②;
- as part of an offering registered with the U.S. Securities and Exchange Commission; or
- to a member of the family of the purchaser or the equivalent, to a trust controlled by the purchaser, to a trust created for the benefit of a member of the family of the purchaser or the equivalent, or in connection with the death or divorce of the purchaser or other similar circumstance.

Valuation Methodology for Prior Reg CF Raise

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

The initial amount invested in a SAFE is determined by the investor, and we do not guarantee that the SAFE will be converted into any particular number of shares of Preferred Stock. As discussed in Question 13, when we engage in an offering of equity interests involving Preferred Stock, Investors may receive a number of shares of Preferred Stock calculated as either (i) the total value of the Investor's investment, divided by the price of the Preferred Stock being issued to new Investors, or (ii) if the valuation for the company is more than the Valuation Cap, the amount invested divided by the quotient of (a) the Valuation Cap divided by (b) the total amount of the Company's capitalization at that time. Because there will likely be no public market for our securities prior to an initial public offering or similar liquidity event, the price of the Preferred Stock that Investors will receive, and/or the total value of the Company's capitalization, will be determined by our board of directors. Among the factors we may consider in determining the price of Preferred Stock are prevailing market conditions, our financial information, market valuations of other companies that we believe to be comparable to us, estimates of our business potential, the present state of our development and other factors deemed relevant. In the future, we will perform valuations of our stock (including both common stock and Preferred Stock) that take into account, as applicable, factors such as the following:

- unrelated third party valuations;
- the price at which we sell other securities in light of the relative rights, preferences and privileges of those securities;
- our results of operations, financial position and capital resources;
- current business conditions and projections;
- the marketability or lack thereof of the securities;
- the hiring of key personnel and the experience of our management;
- the introduction of new products;
- the risk inherent in the development and expansion of our products;
- our stage of development and material risks related to our business;
- the likelihood of achieving a liquidity event, such as an initial public offering or a sale of our company given the prevailing market conditions and the nature and history of our business;
- industry trends and competitive environment;
- trends in consumer spending, including consumer confidence;
- overall economic indicators, including gross domestic product, employment, inflation and interest rates; and
- the general economic outlook.

We will analyze factors such as those described above using a combination of financial and market-based methodologies to determine our business enterprise value. For example, we may use methodologies that assume that businesses operating in the same industry will share similar characteristics and that the Company's value will correlate to those characteristics, and/or methodologies that compare transactions in similar securities issued by us that were conducted in the market.

Company

- PersonaFi, Inc.
- Delaware Corporation
 - Organized February 2021
 - 5 employees

1722 N. Scottsdale Rd.
Tempe AZ 85284

<http://personafi.co>

Business Description

Refer to the [PersonaFi, Inc](#) profile.

EDGAR Filing

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

Compliance with Prior Annual Reports

PersonaFi, Inc is current with all reporting requirements under Rule 202 of Regulation Crowdfunding.

All prior investor updates

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