Dear investors,

This year has been a milestone for our company, marked by significant strides in new product development for our browser security offering. Our software development is progressing exceptionally well, and our collaboration with over 30 design partners has yielded crucial insights, shaping our product to meet crucial market needs. Additionally, we successfully raised additional capital, including contributions from returning investors, underscoring their continued faith in our vision and strategy. While our cost-reduction program achieved its objectives, it regrettably included layoffs, a decision we approached with heavy hearts. Amid these developments, our encryption product continues to lead the market, distinguished by its unmatched innovation.

We need your help!

Engaging our investors in actively promoting our brand, especially our latest product and its achievements in the market, can significantly boost our visibility and reputation. Sharing posts about cybersecurity, tagging our brand on platforms like LinkedIn, and sparking conversations about our innovations can attract attention. Additionally, leveraging personal networks to identify businesses with IT needs currently served by Managed Service Providers (MSPs) can open doors for us to introduce our product to these MSPs. This grassroots approach to marketing and networking can be instrumental in expanding our reach and impact in the cybersecurity domain.

Sincerely,

Daniel H. Gallancy

CEO and co-founder

Dimitri Nemirovsky

COO

Stephanie Weagle

CMO

Scott Glazer

Chief Revenue Officer

How did we do this year?

REPORT CARD

A-

☺ The Good	☹ The Bad
Our new product development got well underway	We undertook layoffs, which were important for expense reduction but nonetheless painful
We undertook a successful expense reduction program	Although new product development got underway, its pace is still slower than we'd like
We raised additional capital	Support requirements for our encryption product remained non-trivial

2023 At a Glance

January 1 to December 31

$1,129,188 +56%
Revenue

-$6,468,926
Net Loss

$0
Short Term Debt

$14,446,451
Raised in 2023

$5,841,200
Cash on Hand
As of 03/12/24

INCOME BALANCE NARRATIVE

Revenues Profit

Net Margin: -573% Gross Margin: 0% Return on Assets: -86% Earnings per Share: -$0.35 Revenue per Employee: $49,095

Cash to Assets: 92% Revenue to Receivables: 1,023 Debt Ratio: 0%

2023_F.S.__Audit_Report.pdf

We ❤ Our 4,862 Investors

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Suzanne Stone
Wallin Myers
Steven Parton
Robert Deeter
Prasad Ananda Md
Judy Swoyer
Gonzalo Arbulu
La Vonn Steiner
Thomas S Wisnewski
Robert Gingery
Dennis Munari
Herman Rosenfeld
Andrew Kearney
Jeffery Muller
David John Clayton
Benton Jay Vanderwall
Maddison Repasky
Derek Diaz
Walt Slattery
Jack Adamovich
Deborah Hill
Kirankumar Patel
Marcy Parry
Derrek Brack
Gaurav Khillan
Sameer Budhdev
Roger Trubey
Brian Boder
Mark Matthews
David P Haswell
Robert Woerner
Donna Cook
Brenda Macarages
Salvatore Chiommino
Jan Bravo
Irene Beauchamp
Carla Hartley
Jeff Hellman
Sushil Garg
Brigham Charles Murdoch
Mark Goldman
Michael J Rogers
James Neal Starkey
Keith Bate
Joy Pollard
Eliot Kalman
Mick McClurg
Aurélien LESAGE
Sherri Harrison
Derek Jonas Ferguson
Daniel Meyer
Paul Kim
Brian Kunkel
Ronald Sherman
Steffi Weryzynski
Myron DeVoto
Sushant Soni
Edgar Francisco
Heinrich Lentsch
Arthur L Anderson
Robin Victor Smith
Michael Jaicomo
Wayne Simpkins
Anthony Modica
Stephen PODMASKA
Steve Shaw
Leon Van Oorschot
Pamela S Hapke
Larry Zeplin
Christian Wegner
Ryan Altmansberger
Herb Ohlandt
Luigi Capani
Walter PISARY
Harold Yim
Dean Steele
Andrew Hurrell
Michael Kishline
Eric Lee
John Semmens
Robin A DEA
Michael Hagans
Ramesh Gohil
Chak Bandreddi
Chockalingam Pandirajan
John D Luna
Michael Holland
Frank E Steger Jr
Byungki Kim
Saptak Sanyal
Thomas James Walsh
Stephanie Minch
Debra W Terrell
Michael Linderman
Gealon Thomas
David William Taylor
Salim Aziz
Wesley Martin
Brandy Becker
Richard Block
Timothy Sherrow
Lynette Lee
Barry Devine
Gardner Chalmers
Ollie Atwell
Robert W Manz
Helen CHOI
Justin Burns
Mark Kleindienst
Kurt Garman
Steve And Michelle Mikez
Joanne C Stringer
Michael Schroeder
Joyce KEITH
Woo Sang Lee
Holly Thornburg
John Fulwiler
Geert Sinnesael
Stanley Carson
Joe Scarlata
Jan Casserlov
Tom Stahl
Lisa Versteeg
John Linskey
Brian K Smith
Susan Repasky
Norman Chisholm
Matthew Smith
Nita Moritz
Chirag Patel
Donald F. Giacomo
Ryan Fulmer
Edwin Anderson Keel
David Scheiffele
Wayne WALTERS
Joseph Buono
Benjamin Halfon
Paul Petrycki
Jack Mayne
Clint Myers
Fred Erik Nilsen
Titus Rodriguez
Donovan GRAHAM
Mark J. Fabey
Carmen Wilson
Brett Cobb
Jeffrey Dale Olhausen
Lucas Okland
Daniel L. Anum
Bradley Phillips
Molly Stringer
Nicholas Prezioso
Jonathan Shraga
Paul Ferrara
Dave McKee
Michael Gavlak
Michael Depew
Jeffrey Sider
Glen Burger
Chris V
Steven P Caro
Sam Banfield
Linda Douglas
Ekaterina Stevens
Mikael Molinder
Allen Peterson
Anurag Chelamchirayil...
Stephen R. Jessee
Lucy L. Chao
Michael Lorenz
Lisa Gansky
Sayed Hussein
Giuliano I Giudici
Insoon Park
Stephen Wilson
David Harris
Karen K Miller
Jason Roben
Lionel Auguste
Don MacDonald
Jean Jacques Fabrice Dogbo
Mark Cook
David Addesse Molina
David W Cai
Corey James Cowan
Bailey Kress
John Malatak
Sandy S Slater
Daniel Biro
Michael Lee Mishler
Kevin Kinney
David Matoff
Ken Jones
Paul Grayburn
Anthony BARRETT
Thomas Grimm
James Manganaro
Christian Finot
David L Morgan
Bruce Patterson
John M. Sattel
Cathy Squires
Shalin Tandon
Kim Anh T Dinh
Kevin Udell
Alastair Robert Mackinlay
James F. Allison
Eric Richard Pierchoski
Candace Wallace
Richard R Cornelius
Mohamed Ali
Bogue Morgan
Tatiana Chernik
Tim Gallagher
Eric Wilcox
Sam NUON
Gerald Petty
Adam Schatz
Jennifer Miller
Johnny Jenkins
Matthew Cohee
Prashanth Srikanthan
Johsian Cruz
Michelle Diep
Ian Bagshaw
Bobby John Young
Joseph A McCarthy
Don Steinhour
Mark Bos
Ernest W Arnold, Jr
Robert Paul Curtis Weathers
Pamela Polowy
Matthew Franz
Robert Cohn
Marilou Zervos
Berta Martinez
Douglas Bowden
Carrington McDuffie
Vladimir Kovtun
Jutta Fischer
Mashauna Lake-Farrington
Jon Duff
Tejas K Vora
Jeffery Kaczynski
Kent Avery
Gregory Alan Boehle
Michael West
Steve Fauerso
Sechin Kim
Susan Alexander
Mark McCullough
Edwin Verstraeten
David Gliem
Claude A Burnett
Altin Shehu
Jeffrey POWERS
Gale L. Seibert
Tony Liu
Martin Schnurr
Octavio Mindreau VALERO
Kenneth B Kasner
Christopher Grutta
Vitaliy Romanchik
Edward McNeil
Ronald J Rodney II
Matt Pay
Robert Iida
[deleted user]
Daniel Cook
Mousa Hanna
Poh Choo Leong
Gerry Niesen
David Owens
Manohar Joishy
Wayne Chang
Milan Mehta
Anish Jacob
Philip Smith
Matthew Edward Williams
Richard Russell
Darren Ashley
Kevin Reidy
Coralie Willett
Brandon Williams
Michael Borski
Elizabeth Hostas
Joseph Dauenhauer
Andrew Cameron
Peter George Albert DAWS
William Grace Frost
Steven Bouchard
Regan Pence
John Crossno
Christian Turner
Arthur Conyers
Mario Screnci
Belal Awawda
Shawn Didde
Andrew Jacobsen
Kristofer Throm
William Shanley
Kenneth Goudreault
Paul Larsen
Romeo Aladin
Ronald J Viemont
Linn Kiyuna
F Bell
Renand Agenor
William F. Linke
Logan Edging
Petar Faitondjiev
Domenic Mazza
John R Grady
Michael Estrada
Darby Monro
Teddi Thompson
Andrew Wall
Richard E Phillips
Feliciana S Del Rosario
Joseph Yashinsky
Robert Wells
Greg Leiesch
David J Rosenberg
Joe Bailey-Burnley
Whit Smith
Kurt Gessner
Ulrich Nachtsheim
Rimas Butkys
Jean Dixon
Connie Chen
Michael Raymond Massey
Sean Strunk
Mr. Timothy L Nealon
Chris Bibby
Marcus De Maria
Willie O. Holt JR.
Susan Eshleman-Cook
Phillip Dean Debler
David Byrne
Johnny A Lopez
Antonio Uguina
Lite Lim
Shari Allison
Henry Chu
Jon F DANSKI
Maya Callahan
Sherri Ann Thomas
Nishaben Biharilal Patel
Joseph A Strothmann
Aaron H Dowd
Deborah J Geyer
Stephen K. Leathers
Guojing Powell
Shawn Murphy
Dennis Martin
B Enfield
Mark Dengler
Igor Kisin
JACOB GROOVER
Zacharias Athens
Gary McKinzie
Justin E
Richard Tingley
Patricia C Hunt
Jill Ann Darling
Rajini Samala
Marek Novosad
Stuart James Hamilton
Leland Craig Wood
Todd Davis
Francisco X Perez
Brandon Roseborough
Andrej Metlika
Charles Simonson
Maheshwar Panyala
Peter Costello
R. Gregory Wolff
Mark Shippie
Jeff Hopper
Steve Perkins
Thomas M Wagner
Larry Bangert
Craig TISH
Leopold Klatt
Mahesh Ghimire
Perry Good
Stephen Hubbard
Jim Avanzino
Scott Weber
James Goodnow
Michael Brian Cotter
John Wojciechowski
Benjamin Johnson
Kenneth W Hammerman
John H Aiken
Michael Meyer
Bradley S Wilcosh
Frank Zorrilla
Douglas Harrington
Eric Krause
Chandra Bordes
Dennis Askey Jr
Kirby Parrish
Arnaldo Agcaoili
Richard Reed
Martin Lacina
Patrick Tracy
Peter Mashek
Julianna Sipeki
Amedeo Varaljai
Ryan O. Pierce
Shirley Traversy
Mike Miyashiro
Brent E. Walker M.D.
Richard Lehman
Gabino Tarango
Steve Hedge
Mary Helen Steindler
Hilary Sessions
Jason Parsons
Roberta Golden
Edward White
Chris Hynick
Aileen Chen
Jerome Charles Goodrich
Steven Thrailkill
Benjamin Yoder
Noel Keneson
Joseph Avantario
Richard K Starr
Rakesh Sharma
Glenn Labay
Ebenezer Joseph
Charles Kelly
Vijay Mali
Dapo Lediju
Sherry Everett

Charles Vollmar
Ken Kistner
Doug Cruse
Arvind Gopal
Peter S Spynda
Noah Posner
Nathan Vander Roest
Philip R Schenkenberg
Scott Douglas George
Peter McIntyre
Daniel Sathiakumar
Mathieu Pierre Jean Rabiller
Stephen Martin
Frank Little
Darren Brungardt
Ernie O Reinstein
Bachubhai Patel
Samuel Coomes
Yuan Chang
G. Michael Berberich
Oluade Ajayi
Oh Jae Kwon
Dariush Mohkami
Shirley DOTSON
Michael Amoroso
Paul Thomas Clem
Dwayne Warren
Pauline Veronica Lake
Ryan N Hoecker
Arthur Norris
Nicholas Thurlow
Badr Naif Alotaibi
Frank Peart
Alpesh Parmar
Jitendra Pongurleakr
Gregory M Gibbons
James H Mackey
Dana Allen
Robert Weber
Harrison Schoenau
Les Lewis
Jeffrey Moody
Mike Mathioudakis
Charles Leone
Soon Chye Ng
Binmede Pty Ltd As Trustee For...
David Polkinghorne
Edward Kelly Medlock
Vikram L
Anne Oshman
Max Bastow
Tommy Poirier
James Johnson
Joseph P Crotty
Richard Kinney
Muhammad Alnemer
Richard Campbell
Gary Cooper
Shani Ospina
Don Charest
Paul Bergman
Robert Watt
Joseph Ferraro
Eric Herbelin
Sachin Vyas
Scott Sproule
May Ya Poon
Matthew E Grable
Kate Ganiza
Beat Schmitter
Scott Drake
Jason W. Sharp
Stephen Galarza
Arthur N Landau
Rick Poulton
Michael James Schwartz
Ashley James Robinson
Robert Ivanhoe
Gladys Boehler
Ulrich Eilers
Arthur Harold Moorhead, Jr
Charles Stevens
Steven Waxler
Edmund T. Mudge, IV
Maarten S
Brian Goewey
Adam Weiss
Shawn McGuire
Rick Reznicsek
Chris James
James Alan Phillips
Pranjal Gupta
Dominic Mustillo
Minh Truong
John Shamanis
Satyavathi Divadari
Igor Tsukerman
Rajinder Sharma
Jeremy Thoennes
Justin Spacone
Mike Szabados
Scott ITTERSAGEN
Clifford St George
Adrian Lewis
Michael Lenker
Chaitanya Jani
Timothy William Hibbing
Shawn Day
Stephen Weller
Craig Allyn Scheu
David Schultz
James G. Routson
John Sucher
James McArdle
John Alice
Jim Palmieri
Carolyn D
Doyle Scott
Andrew L Olson
Rami Taha
Clare Feather
Gabriel Leon
Joe DunnCarter
Mark Jacobson
Bill Fields
Sudhir Kumar Deme
Andrew M. Millat
Stefán Pálmason
Anwar Zegama
Rocio Reyes-Moore
Michael Greene
Maluhia Tupu
Corina Warfield
Kenneth J Russo
Michael K Smeltzer
Paul De Matteo
Bart Kauwenberghs
Curtis Callaway
Joseph C. Holland, Jr.
Edward Lim
John Michael Donnelly
Visali Muppala
Eric Villette
Franklin Bernard Iott
Aadil B Palkhivala
John Scott
Monroe Duke Bevans Revocable...
William T. Heflin
Lee Weiner
Raymond Saucy
John Roberge
Rick R Stout
Mark A Herzfeld
Matthew Sasaki
Glenn Weight
Thao Zeng
Steven Costle
Eric Melancon
Barry Evans
Benjamin Garcia
William Becker
Chris LoMascolo
Peter Jorgenson
Nathan Fleming
Marc A Pierre Louis
Andrew Lizotte
Jim Aubrey Jones
John Shimeall
Thaddeus Onwuka
Robert D Baker
Scott Perkins
Karen R
Daniel Bosch
Eric Blomquist
Pearson Family Investments, LP
Robert Wilson
Geogy Philip
Martin Goldman
Fleur Gessner
Curtis Haugen
Jason Manske
Gary C Tranter
Steven Sederquest
Apurva Sharma
Joseph Szostek
Erich Arthur
John W. Schweiger
Edwin M Santos
Oj Associates, LLC
Steven Gifis
John Adams

Thank You!

From the Atakama Team

Daniel H. Gallancy

CEO and co-founder

A security-obsessed tech entrepreneur doing bitcoin and crypto-related projects for a decade. Hacked together a bitcoin cold wallet in 2012. Built a wireless...

Dimitri Nemirovsky

COO and co-founder

A confessed technology nerd and recovering attorney. Dimitri spent 12 years practicing law. After discovering bitcoin and blockchain technology in 2013, Dimitri left the...

Scott Glazer

CRO

Scott has more than 20 years of experience leading outperforming sales organizations. His roster of...

Stephanie Weagle

CMO

Stephanie builds and leads high-performing global marketing organizations. Stephanie has held leadership positions at B2...

Details

The Board of Directors

Director	Occupation	Joined
Daniel H. Gallancy	CEO @ Atakama Inc.	2014
Dimitri Nemirovsky	COO @ Atakama Inc.	2014

Officers

Officer	Title	Joined
Daniel H. Gallancy	CEO	2014
Dimitri Nemirovsky	COO	2014
Stephanie Weagle	CMO	2022
Scott Glazer	CRO	2019

Voting Power

Holder	Securities Held	Voting Power
Daniel H. Gallancy	10,132,347 Preferred Stock	71.2%

Past Equity Fundraises

Date	Amount	Security	Exemption
03/2020	$5,051,694		Section 4(a)(2)
04/2020	$525,100		Section 4(a)(2)
02/2021	$467,915		Section 4(a)(2)
06/2021	$12,731,500		Section 4(a)(2)
10/2021	$2,300,000		Section 4(a)(2)
10/2022	$0		506(c)
04/2023	$4,932,828		4(a)(6)
06/2023	$3,000,000		Regulation D, Rule 506(b)
06/2023	$253,439	Safe	Other
07/2023	$1,452,427		506(c)
09/2023	$400,000		Section 4(a)(2)
11/2023	$4,407,757	Safe	Regulation Crowdfunding
02/2024	$110,000	Safe	Regulation D, Rule 506(c)
	$22,100		4(a)(6)

The use of proceeds is to fund general operations.

Convertible Note Outstanding

Issued	Amount	Interest	Discount	Valuation Cap	Maturity
06/27/2023	$3,000,000	4.5%	20.0%	$29,000,000	09/27/2024

Outstanding Debts

Lender	Issued	Amount	Oustanding	Interest	Maturity	Current?
Daniel H. Gallancy	03/11/2020	$5,051,694	$5,051,694	1.5%	07/08/2027	Yes
US Government / PPP loan	04/22/2020	$525,100	$0	1.0%	04/22/2022	
US Government / PPP loan	02/27/2021	$467,915	$0	1.0%	02/27/2026	Yes
The Diamond Sapphire Club LLC	06/24/2021	$12,731,500	$12,731,500	1.5%	06/24/2027	Yes
Daniel H. Gallancy	10/29/2021	$2,300,000	$0	4.0%	12/31/2021	Yes
Lighter Capital, Inc.	09/22/2023	$400,000	$400,000	19.82%	09/21/2025	Yes

Related Party Transactions

Name	The Diamond Sapphire Club LLC
Amount Invested	$3,000,000
Transaction type	Convertible Note
Issued	06/27/2023
Interest	4.5 per annum
Discount rate	20.0
Maturity	09/27/2024
Valuation cap	$29,000,000
Relationship	CEO is the sole member of the LLC

Capital Structure

Class of Security	Securities (or Amount) Authorized	Securities (or Amount) Outstanding	Voting Rights
Common Stock	22,000,000	5,282,006	Yes
Preferred A1	10,132,348	10,132,347	Yes
Preferred A2	2,898,750	2,898,749	Yes

Warrants: 0
Options: 0

Form C Risks:

Costs May Grow More Quickly Than the Company's Revenues, Harming the Business and Profitability. Projected expenses and/or the time to market may be greater than anticipated and any capital investments intended to make the business more efficient may not be successful. In addition, the Company may need to increase marketing, sales, and other operating expenses in order to grow and expand its operations and to remain competitive. Increases in costs may adversely affect the Company's business and profitability.

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 Company Faces Significant Market Competition.
The Company competes with and will compete with larger, established companies with competing products on the market and/or various respective product line development programs. The competition may have much better financial means, as well as more robust marketing and sales programs than the Company. The competition may succeed in developing and marketing competing equivalent products and services earlier than the Company, or superior products than those developed by the Company. There can be no assurance that competitors will render the Company's technology, products, or services obsolete or that the products and services developed by the Company will be preferred to any existing or newly developed technologies. It should further be assumed that competition will intensify.

There is no guarantee of a return on an Investor's investment.
There is no assurance that an Investor will realize a return on their investment or that they will not lose their entire investment. For this reason, each Investor should read this Form C and all exhibits carefully and should consult with their attorney and business advisor prior to making any investment decision.

The Market for Encryption Software that Uses Multifactor Threshold Cryptography is New and Unproven and May Not Grow.
We believe our future success depends in large part on the growth of the market for multifactor encryption software that enables enterprises to secure their data. In order for us to market and sell our products, we must successfully demonstrate to enterprise IT, security and business personnel the potential value of their data and the risk of that data getting compromised or stolen. We must persuade them to devote a portion of their budgets to an encryption software and extract value from this resource. We cannot provide any assurance that enterprises will recognize the need for our products or, if they do, that they will decide that they need a solution that offers multifactor encryptions. Encryption software solutions like ours may not yet be viewed as a necessity, and accordingly, our sales effort is and will continue to be focused in large part on explaining the need for, and value offered by, our solution. We can provide no assurance that the market for our solution will continue to grow at its current rate or at all. The failure of the market to develop would materially adversely impact our results of operations.

Prolonged Economic Uncertainties or Downturns Could Materially Adversely Affect our Business.
Our business depends on our current and prospective customers' ability and willingness to invest in IT services, including cybersecurity projects, which in turn is dependent upon their overall economic health. Negative conditions in the general economy both in the United States and abroad, including conditions resulting from COVID-19, changes in gross domestic product growth, potential future government shutdowns, the federal government's failure to raise the debt ceiling, financial and credit market fluctuations, the imposition of trade barriers and restrictions such as tariffs, political deadlock, restrictions on travel, natural catastrophes, warfare and terrorist attacks, could cause a decrease in business investments, including corporate spending on enterprise software in general and negatively affect the rate of growth of our business.
Uncertainty in the global economy makes it extremely difficult for our customers and us to forecast and plan future business activities accurately. This could cause our customers to reevaluate decisions to purchase our product or to delay their purchasing decisions, which could lengthen our sales cycles.
A downturn in any of the industries we sell to may cause enterprises to react to worsening conditions by reducing their spending on IT. Customers may delay or cancel IT projects, choose to focus on in-house development efforts or seek to lower their costs. To the extent purchases of licenses for our software are perceived by customers and potential customers to be discretionary, our revenues may be disproportionately affected by delays or reductions in general IT spending. In addition, the increased pace of consolidation in certain industries may result in reduced overall spending on our software. If the economic conditions of the general economy or industries in which we operate worsen from present levels, our business, results of operations and financial condition could be adversely affected.

If Our Subscription-Based Business Model Fails to Yield Benefits, Our Results of Operations Could be Negatively Impacted.
Market acceptance of our products is dependent on our ability to include functionality and usability that address certain customer requirements. Additionally, we must optimally price our products in light of marketplace conditions, our costs and customer demand.
Our subscription strategy may give rise to a number of risks, including the following:
--Our revenues and cash flows may fluctuate more than anticipated over the short-term as a result of this strategy;
--If our customers do not renew their subscriptions or do not renew them on a timely basis (including due to substantial implication of the economic turmoil caused by the COVID-19 pandemic), our revenues may decline and our business may suffer; and
--We may be unsuccessful in maintaining or implementing our target pricing or new pricing models, product adoption and projected renewal rates, or we may select a target price or new pricing model that is not optimal and could negatively affect our sales or earnings.

We May Not be Able to Predict Subscription Renewal Rates and Their Impact on our Future Revenues and Operating Results.
Although our subscriptions are designed to increase the number of customers that purchase our solutions and the number of licenses purchased by existing and new customers to create a recurring revenue stream that increases and is more predictable over time, our customers are not required to renew their subscriptions for our solutions and they may elect not to renew when, or as we expect, or they may elect to reduce the scope of their original purchases or delay their purchase. We cannot accurately predict renewal rates given our varied customer base of enterprise and small and medium size business customers and the number of multiyear subscription contracts. Customer renewal rates may decline or fluctuate due to a number of factors, including offering pricing, competitive offerings, customer satisfaction and reductions in customer spending levels or customer activity due to economic downturns including, but not limited to, the COVID-19 pandemic, the adverse impact of import tariffs or other market uncertainty. If our customers do not renew their subscriptions when or as we expect, or if they choose to renew for fewer subscriptions (in quantity of licenses) or renew for shorter contract lengths or if they renew on less favorable terms, our revenues and earnings may decline, and our business may suffer.

If Our Technical Support, Customer Success or Professional Services Are Not Satisfactory to Our Customers, They May Not Renew Their Subscription Licenses or Buy Future Products, Which Could Adversely Affect Our Future Results of Operations.
Our business relies on our customers' satisfaction with the technical support and professional services we provide to support our products. Our customers have no obligation to renew their subscription licenses with us after the initial terms have expired. For us to maintain and improve our results of operations, it is important that our existing customers renew their subscription licenses when the existing contract term expires.

If we fail to provide technical support services that are responsive, satisfy our customers' expectations and resolve issues that they encounter with our products and services, then they may elect not to purchase or renew subscription licenses and they may choose not to purchase additional products and services from us. Accordingly, our failure to provide satisfactory technical support or professional services could lead our customers not to renew their agreements with us or renew on terms less favorable to us, and therefore have a material and adverse effect on our business and results of operations.

If We Are Unable to Attract New Customers and Expand Sales to Existing Customers, Our Growth Could Be Slower than We Expect, and Our Business May Be Harmed.

Our success will depend, in part, on our ability to support new and existing customer growth and maintain customer satisfaction. Due to COVID-19, our sales and marketing teams have avoided in-person meetings and are increasingly engaging with customers online and through other communications channels, including virtual meetings. There is no guarantee that in the future our sales and marketing teams will be as successful or effective using these other communications channels as they try to build relationships. If we cannot provide the tools and training to our teams to efficiently do their jobs and satisfy customer demands, we may not be able to achieve anticipated revenue growth as quickly as expected.

Our future growth depends upon expanding sales of our products to existing customers and their organizations and receiving subscription renewals. If our customers do not purchase additional licenses, our revenues may grow more slowly than expected, may not grow at all or may decline. There can be no assurance that our efforts would result in increased sales to existing customers ("upsells") and additional revenues. If our efforts to upsell to our customers are not successful, our business would suffer.

Our future growth also depends in part upon increasing our customer base, particularly those customers with potentially high customer lifetime values. Our ability to achieve significant growth in revenues in the future will depend, in large part, upon the effectiveness of our sales and marketing efforts and our ability to attract new customers. Our ability to attract new customers may be adversely affected by newly enacted laws that may prohibit certain sales and marketing activities, such as recent legislation passed in the State of New York, pursuant to which, due to the declared disaster state of emergency attributed to COVID-19, unsolicited telemarketing sales calls are prohibited. If we fail to attract new customers and maintain and expand those customer relationships, our revenues may be adversely affected, and our business will be harmed.

If We Are Unable to Maintain Successful Relationships with Our Channel Partners, Our Business Could Be Adversely Affected.

We rely on channel partners, such as distribution partners and resellers, to facilitate the sales of licenses and support agreements for our software and to perform some of our professional services. In 2021, our channel partners assisted in the fulfillment of substantially all of our sales. Our ability to achieve revenue growth in the future will depend in part on our success in maintaining successful relationships with our channel partners.

Our agreements with our channel partners are generally non-exclusive, meaning our channel partners may offer customers the products of several different companies. If our channel partners do not effectively market and sell our software, choose to use greater efforts to market and sell their own products or those of others, or fail to meet the needs of our customers, including through the provision of professional services for our software, our ability to grow our business, sell our software and maintain our reputation may be adversely affected. Our contracts with our channel partners generally allow them to terminate their agreements for any reason upon 30 days' notice. A termination of the agreement has no effect on orders already placed. The loss of a substantial number of our channel partners, our possible inability to replace them, or the failure to recruit additional channel partners could materially and adversely affect our results of operations. If we are unable to maintain our relationships with these channel partners, our business, results of operations, financial condition or cash flows could be adversely affected. Finally, even if we are successful, our relationships with channel partners may not result in greater customer usage of our products and professional services or increased revenue.

Our Failure to Continually Enhance and Improve Our Technology Could Adversely Affect Sales of Our Products.

The market is characterized by the exponential growth in enterprise data, rapid technological advances, changes in customer requirements, including customer requirements driven by changes to legal, regulatory and self-regulatory compliance mandates, frequent new product introductions and enhancements and evolving industry standards in computer hardware and software technology. As a result, we must continually change and improve our products in response to changes in operating systems, application software, computer and communications hardware, networking software, data center architectures, programming tools, computer language technology and various regulations. Moreover, the technology in our products is especially complex because it needs to effectively identify and respond to a user's data retention, security and governance needs, while minimizing the impact on system and user performance. Our products must also successfully interoperate with products from other vendors.

While we extend our technological capabilities though innovation and strategic transactions, we cannot guarantee that we will be able to anticipate future market needs and opportunities or be able to extend our technological expertise and develop new products or expand the functionality of our current products in a timely manner or at all. Even if we are able to anticipate, develop and introduce new products and expand the functionality of our current products, there can be no assurance that enhancements or new products will achieve widespread market acceptance.

Our product enhancements or new products could fail to attain sufficient market acceptance for many reasons, including:

- failure to accurately predict market demand in terms of product functionality and to supply products that meet this demand in a timely fashion;
- inability to interoperate effectively with the database technologies and file systems of prospective customers;
- defects, errors or failures;
- negative publicity or customer complaints about performance or effectiveness; and
- poor business conditions, causing customers to delay IT purchases.

If we fail to anticipate market requirements or stay abreast of technological changes, we may be unable to successfully introduce new products, expand the functionality of our current products or convince our customers and potential customers of the value of our solutions in light of new technologies. Accordingly, our business, results of operations and financial condition could be materially and adversely affected.

Because we derive substantially all of our revenues and cash flows from sales of licenses from a single platform of products, failure of the products in the platform to satisfy customers or to achieve increased market acceptance would adversely affect our business.

All our revenues are generated from sales of licenses for our file encryption software and we expect to continue to derive the majority of our revenues from license sales relating to the file encryption software in the future. As such, market acceptance of this product is critical to our continued success. Demand for licenses for our encryption software is affected by a number of factors, some of which are outside of our control, including continued market acceptance of our software by referenceable accounts for existing and new use cases, technological change and growth or contraction in our market. We expect the proliferation of enterprise data to lead to an increase in the demand for data security of our customer, and our encryption software may not be able to scale and perform to meet those demands. If we are unable to continue to meet customer demands or to achieve more widespread

market acceptance of our software, our business, operations, financial results and growth prospects will be materially and adversely affected.

IN ADDITION TO THE RISKS LISTED ABOVE, RISKS AND UNCERTAINTIES NOT PRESENTLY KNOWN, OR WHICH WE CONSIDER IMMATERIAL AS OF THE DATE OF THIS FORM C, MAY ALSO HAVE AN ADVERSE EFFECT ON OUR BUSINESS AND RESULT IN THE TOTAL LOSS OF YOUR INVESTMENT.

Multiple Factors May Adversely Affect Our Ability to Fully Utilize Our Net Operating Loss Carryforwards.
A U.S. corporation's ability to utilize its federal net operating loss ("NOL") carryforwards is limited under Section 382 of the Internal Revenue Code of 1986, as amended (the "Code"), if the corporation undergoes an ownership change. As of June 30, 2022, we have accumulated an $18,594,048 net operating loss ("NOL") since inception. Future changes in our stock ownership, including future offerings, as well as changes that may be outside of our control, could result in a subsequent ownership change under Section 382, that would impose an annual limitation on NOLs. In addition, the cash tax benefit from our NOLs is dependent upon our ability to generate sufficient taxable income. Accordingly, we may be unable to earn enough taxable income in order to fully utilize our current NOLs.

Certain Of the Company's Shareholders Have Rights Granted to Them in Certain Agreements, Which We Plan to Seek Waiver of, and for Shareholders Who Do Not Respond who Will be Deemed to Agree to the Waiver, such Waiver May Be Subject to Challenge and Could Cause the Company to be Involved in Litigation and Ultimately to be Required Provide Such Rights to These Shareholders, Which could Materially Harm the Investors in This Offering and the Company.
Certain of the Company's shareholders (the "Holders") who were a party to the Amended and Restated Investors' Rights Agreement, dated as of December 23, 2019, the Amended and Restated Right of First Refusal and Co-Sale Agreement, dated as of December 23, 2019 and the Amended and Restated Voting Agreement, dated as of December 23, 2019, (collectively, the "Agreements") have certain rights granted to them in the Agreements, which are described in detail under the heading "Recapitalization and Related Agreements" elsewhere in this Form C. The Company plans to send the Holders a waiver in connection with the Agreements (the "Waiver Notice"). Pursuant to the Waiver Notice the Holders will be asked to waive any and all rights that they may have pursuant to the Agreements with respect to this Offering and any rights that may arise from the occurrence of the Offering, including the sale of the Securities that may be issued and sold in the Offering, including, without limitation, the pre-emptive rights as set forth in Section 4 of the Amended and Restated Investors' Rights Agreement, dated as of December 23, 2019 (the "Waiver"). We plan to send the Waiver Notice to the Holders in the near future. We expect that some of the Holders will not provide a signed copy of the Waiver Notice prior to the cutoff date set forth therein for such response and will be deemed to have executed the Waiver Notice and agreed to the Waiver in accordance with the terms of the Waiver Notice. The Waiver by those Holders who will not return a signed Waiver Notice and who will be deemed to have executed the Waiver Notice and agreed to the Waiver in accordance with the terms of the Waiver Notice will be subject to challenge. Any such challenge could cause the Company to be involved in litigation and ultimately to be required provide such rights to these shareholders, which would materially harm the investors in this Offering by causing dilution if the Company has to issue additional securities to these shareholders. Additionally, any such litigation will cause the Company to incur expenses and will also cause the Company's management to divert attention to such litigation. For more information on the agreements discussed herein, please see "Recapitalization Agreement and Recapitalization" and the sections thereunder elsewhere in this Form C.

If Our Software is Perceived as Not Being Secure, Customers May Reduce the Use of or Stop Using Our Software, and We May Incur Significant Liabilities.
Our software involves encryption of customer files and the transmission of data between desktop and mobile computers, and may in the future involve the storage of data. Any security breaches with respect to such data could result in the loss of this information, litigation, indemnity obligations and other liabilities. The security of our products and accompanied services is important in our customers' decisions to purchase or use our products or services. Security threats are a significant challenge to companies like us whose business is providing technology products and services to others. Security measures might be breached as a result of third-party action, employee error, malfeasance or otherwise. We also incorporate open source software and other third-party software into our products. There may be vulnerabilities in open source software and third-party software that may make our products likely to be harmed by cyberattacks. Moreover, our products operate in conjunction with and are dependent on products and components across a broad ecosystem of third parties. If there is a security vulnerability in one of these components, and if there is a security exploit targeting it, such security vulnerability may adversely impact our product vulnerability and we could face increased costs, liability claims, reduced revenue, or harm to our reputation or competitive position. Because techniques used to obtain unauthorized access or sabotage systems change frequently and generally are not identified until they are launched against a target, we may be unable to anticipate these techniques or to implement adequate preventative measures.
There can be no assurance that the limitations of liability in our contracts would be enforceable or adequate or would otherwise protect us from any such liabilities or damages with respect to any particular claim.
Any or all of these issues could tarnish our reputation, negatively impact our ability to attract new customers or sell additional products to our existing customers, cause existing customers to elect not to renew their maintenance and support agreements or subject us to third-party lawsuits, regulatory fines or other action or liability, thereby adversely affecting our results of operations.

Our Use of Open Source Software Could Negatively Affect Our Ability to Sell Our Software and Subject us to Possible Litigation.
We use open source software and expect to continue to use open source software in the future. Some open source software licenses require users who distribute open source software as part of their own software product to publicly disclose all or part of the source code to such software product or to make available any derivative works of the open source code on unfavorable terms or at no cost. We may face ownership claims of third parties over, or seeking to enforce the license terms applicable to, such open source software, including by demanding the release of the open source software, derivative works or our proprietary source code that was developed using such software. These claims could also result in litigation, require us to purchase a costly license or require us to devote additional research and development resources to change our software, any of which would have a negative effect on our business and results of operations. In addition, if the license terms for the open source code change, we may be forced to re-engineer our software or incur additional costs. Finally, while we implement policies and procedures, we cannot provide assurance that we have incorporated open source software into our own software in a manner that conforms with our current policies and procedures and we cannot assure that all open source software is reviewed prior to use in our solution, that our programmers have not incorporated open source software into our solution, or that they will not do so in the future.
In addition, our solution may incorporate third-party software under commercial licenses. We cannot be certain whether such third-party software incorporates open source software without our knowledge. In the past, companies that incorporate open source software into their products have faced claims alleging noncompliance with open source license terms or infringement or misappropriation of proprietary software. Therefore, we could be subject to suits by parties claiming noncompliance with open source licensing terms or infringement or misappropriation of proprietary software. Because few courts have interpreted open source licenses, the manner in which these licenses may be interpreted and enforced is subject to some uncertainty. There is a risk that open source software licenses

may be interpreted and enforced is subject to some uncertainty. There is a risk that open source software licenses could be construed in a manner that imposes unanticipated conditions or restrictions on our ability to market or provide our solution. As a result of using open source software subject to such licenses, we could be required to release proprietary source code, pay damages, re-engineer our solution, limit or discontinue sales or take other remedial action, any of which could adversely affect our business.

A Failure to Maintain Sales and Marketing Personnel Productivity or Hire and Integrate Additional Sales and Marketing Personnel Could Adversely Affect Our Results of Operations and Growth Prospects.
Our business requires intensive sales and marketing activities. Our sales and marketing personnel are essential to attracting new customers and expanding sales to existing customers, both of which are key to our future growth. We face a number of challenges in successfully expanding our sales force. We must locate and hire a significant number of qualified individuals, and competition for such individuals is intense. In addition, as we expand into new markets with which we have less familiarity and develop existing territories, we will need to recruit individuals who have skills particular to a certain geography or territory, and it may be difficult to find candidates with those qualifications. We may be unable to achieve our hiring or integration goals due to a number of factors, including, but not limited to, the challenge in remotely recruiting employees and adequately training them due to COVID-19, the number of individuals we hire, challenges in finding individuals with the correct background due to increased competition for such hires, increased attrition rates among new hires and existing personnel as well as the necessary experience to sell our software. Furthermore, based on our past experience in mature territories, it often can take up to six months before a new sales force member is trained and operating at a level that meets our expectations, and during the COVID-19 pandemic such training may take even longer. We invest significant time and resources in training new members of our sales force, and we may be unable to achieve our target performance levels with new sales personnel as rapidly as we have done in the past, or at all, due to larger numbers of hires or lack of experience training sales personnel to operate in new jurisdictions or because of the remote hiring and training process. Our failure to hire a sufficient number of qualified individuals, to integrate new sales force members within the time periods we have achieved historically or to keep our attrition rates at levels comparable to others in our industry may materially impact our projected growth rate.

Failure to Retain, Attract and Recruit Highly Qualified Personnel Could Adversely Affect Our Business, Operating Results, Financial Condition and Growth Prospects.
Our future success and growth depend, in part, on our ability to continue to recruit and retain highly skilled personnel and to preserve the key aspects of our corporate culture. Because our future success is dependent on our ability to continue to enhance and introduce new products, we are particularly dependent on our ability to hire and retain engineers. Any of our employees may terminate their employment at any time, and we face intense competition for highly skilled employees. Competition for qualified employees, particularly in New York City, where we have a substantial presence and need for qualified engineers, from numerous other companies, including other software and technology companies, many of whom have greater financial and other resources than we do, is intense. Moreover, to the extent we hire personnel from other companies, we may be subject to allegations that they have been improperly solicited or may have divulged proprietary or other confidential information to us. In addition, during the COVID-19 pandemic, which is characterized as an unstable period, to some extent it may be more difficult to timely attract and train new employees. If we are unable to timely attract, retain or train qualified employees, particularly our engineers, salespeople and key managers, our ability to innovate, introduce new products and compete would be adversely impacted, and our financial condition and results of operations may suffer. Equity options grants are a critical component of our current compensation programs. If we reduce, modify or eliminate our equity options programs or if there will be decline in our stock price as a result of which the value of our equity compensation shall be lower, we may have difficulty attracting and retaining employees.

We May Face Increased Competition in our Market.
While there are some companies that offer certain features similar to those embedded in our solutions, as well as others with whom we compete in certain use cases, we believe we do not currently compete with a company that offers the same functionalities that we offer in a single integrated solution. Nevertheless, we do compete against various software vendors that provide various encryption solutions. We may therefore face increased perceived and real competition from other security technologies. In the future, as customer requirements evolve and new technologies are introduced, we may experience increased competition if established or emerging companies develop solutions that address the encryption market. Furthermore, because we operate in a relatively new and evolving area, we anticipate that competition will increase based on customer demand for these types of products. In particular, if a more established company were to target our market, we may face significant competition. They may have competitive advantages, such as greater name recognition, larger sales, marketing, research and acquisition resources, access to larger customer bases and channel partners, a longer operating history and lower labor and development costs, which may enable them to respond more quickly to new or emerging technologies and changes in customer requirements or devote greater resources to the development, promotion and sale of their products than we do. Increased competition could result in us failing to attract customers or maintain licenses at the same rate. It could also lead to price cuts, alternative pricing structures or the introduction of products available for free or a nominal price, reduced gross margins, longer sales cycles, lower renewal rates and loss of market share. In addition, our current or prospective channel partners may establish cooperative relationships with any future competitors. These relationships may allow future competitors to rapidly gain significant market share. These developments could also limit our ability to obtain revenues from existing and new customers.
Our ability to compete successfully in our market will also depend on a number of factors, including ease and speed of product deployment and use, the quality and reliability of our customer service and support, total cost of ownership, return on investment and brand recognition. Any failure by us to successfully address current or future competition in any one of these or other areas may reduce the demand for our products and adversely affect our business, results of operations and financial condition.

Our Success Depends in Part on Generating Sales to Customers in the Public Sector.
We anticipate deriving a portion of our revenues from contracts with federal, state, local and foreign governments and government-owned or -controlled entities (such as public health care bodies, educational institutions and utilities), which we refer to as the public sector herein. We believe that the success and growth of our business will continue to depend on our ability to procure public sector contracts. Selling to public sector entities can be highly competitive, expensive and time consuming, often requiring significant upfront time and expense without any assurance that our efforts will produce any sales. Government demand and payment for our products and services may be impacted by public sector budgetary cycles, or lack of, and funding authorizations, including in connection with an extended government shutdown, with funding reductions or delays adversely affecting public sector demand for our products. Factors that could impede our ability to derive revenue from public sector contracts include:
- changes in public sector fiscal or contracting policies;
- decreases or elimination of available public sector funding;
- changes in public sector programs or applicable requirements;
- the adoption of new laws or regulations or changes to existing laws or regulations;
- potential delays or changes in the public sector appropriations or other funding authorization processes;
- the requirement of contractual terms that are unfavorable to us, such as most-favored-nation pricing provisions;
and

and
• delays in the payment of our invoices by public sector payment offices.
Furthermore, we must comply with laws and regulations relating to public sector contracting, which affect how we and our channel partners do business in both the United States and abroad. These laws and regulations may impose added costs on our business, and failure to comply with these or other applicable regulations and requirements, including non-compliance in the past, could lead to claims for damages from our channel partners, penalties, termination of contracts, and temporary suspension or permanent debarment from public sector contracting. Moreover, governments routinely investigate and audit government contractors' administrative processes, and any unfavorable audit could result in the government refusing to buy our products, which would adversely impact our revenue and results of operations, or institute fines or civil or criminal liability if the audit uncovers improper or illegal activities.
The occurrence of any of the foregoing could cause public sector customers to delay or refrain from purchasing licenses of our software in the future or otherwise have an adverse effect on our business, operations and financial results.

We Have Been Growing and Expect to Continue to Invest in our Growth for the Foreseeable Future. If we Fail to Manage this Growth Effectively, our Business and Results of Operations will be Adversely Affected.
We intend to continue to grow our business and plan to continue to hire new sales and engineering employees either for expansion or replacement of existing personnel. If we cannot adequately and timely hire new employees and if we fail to adequately train these new employees, including our sales force, engineers and customer support staff, which processes have become more challenging during the COVID-19 period, our sales may not grow at the rates we project and/or our sales productivity might suffer, our customers might decide not to renew or reduce the scope of their original purchases, or our customers may lose confidence in the knowledge and capability of our employees or products. We must successfully manage our growth to achieve our objectives. We cannot provide any assurance that our business will continue to grow at the same rate, or at all.
Our ability to effectively manage any significant growth of our business will depend on a number of factors, including our ability to do the following:
• adequately and timely recruit, train, motivate and integrate new employees, including our sales force and engineers, while retaining existing employees, maintaining the beneficial aspects of our corporate culture and effectively executing our business plan, especially during this challenging period of the COVID-19 pandemic;
• satisfy existing customers and attract new customers;
• successfully introduce new products and enhancements;
• effectively manage existing channel partnerships and expand to new ones;
• improve our key business applications and processes to support our business needs;
• enhance information and communication systems to ensure that our employees are well-coordinated and can effectively communicate with each other and our growing customer base;
• enhance our internal controls to ensure timely and accurate reporting of all of our operations and financial results;
• protect and further develop our strategic assets, including our intellectual property rights; and
• make sound business decisions in light of the scrutiny associated with operating as a public company and the increased strain and pressures associated with COVID-19.
These activities will require significant investments and allocation of valuable management and employee resources, and our growth will continue to place significant demands on our management and our operational and financial infrastructure. There are no guarantees we will be able to grow our business in an efficient or timely manner, or at all. Moreover, if we do not effectively manage the growth of our business and operations, the quality of our software could suffer, which could negatively affect our brand, results of operations and overall business.

The Business Projections are Only Estimates. There can be no assurance that the Company will meet its projections. There can be no assurance that the Company will be able to find sufficient demand for its products, or that the Company will be able to provide the service at a level that allows it to make a profit and still attract business.

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 ;
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

Atakama Inc.

Delaware Corporation
Organized March 2014
23 employees
535 Fifth Avenue
New York NY 10017 http://www.atakama.com

Business Description

Refer to the Atakama 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

Atakama has previously not complied with the reporting requirements under Rule 202 of Regulation Crowdfunding.

Filed Form C in 2022

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.

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