2024 REPORT

Franzese Wine

LETTER

Dear investors,

We have a crafted our niche with our fruit wines that puts us in a game with no competition. We are really excited for 2026 as the momentum continues to build up.

We need your help!

The biggest thing would be getting investors into our community and visiting stores to make sure our product is on the shelves where it should be, and telling family to friends to go buy our product from those stores.

Sincerely

Sincerely,

Samvel Hakobyan

Co-Founder and CEO

How did we do this year?

REPORT CARD

B+

☺ The Good

We launched with Walmart in 8 states with our non-alcoholic wines

We launched with Albertsons in three states

Our wine received the gold medal at the ECRM Buyers Choice Award

☹ The Bad

We had to let go of our VP of Sales

Longer-than-expected sales cycles due to economic uncertainty in the industry

Poor performance from distributors

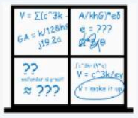
2024 At a Glance

January 1 to December 31

$891,685 +88%
Revenue

-$890,449
Net Loss

$1,547,808 +263%
Short Term Debt



$993,627
Raised in 2024

$458,329
Cash on Hand
As of 09/25/25

We ❤ Our 494 Investors

Thank You For Believing In Us

Angelo Gioia
Nelson Carvalho
Victor G. Freeman Jr
John Mark Sexton
Adam Russell
Michael Dominick...
Joe Jefferson

William Lewis Williams
Christy Wilson
Cynthia Van Laecken
Andre Muradyan
M T
Michael Dattilio
Allen J Flanders

Vonte Johnson
Kevin Beck
Carl Szabo
George Garbes
Lori Polen
Grant R
Albert Hakim

Antonio Hinson
Dennis Morier
Patrick James Munoz
Russell Garisto
Vince Kozlowicz Jr
Jodine Wright
Desiree Blache

Victor Spurio II
Joseph Preterotti
Ron Mottern
Antoinette Silicato
James Grover
Mathis Gréaux
Josh Solomon

Michael B Griffith
Lori Buonome
Mark A Grubb
Jon Gray
Monte Dieringer
Ronnie Richardson
Richard W Rhodes

Tom Tannous
Kenneth Roach
Michael Getty
Giovanni Sanguily
Michael Drellock
Steve Amella
Randy Neary
Miguel Del Portal
Dale McCormack
Luis Perez
Brian Borowski
Ted Gimza
Sherri Anne Marble
Thomas Jones
Timothy Maines
Terel Simpson
Steven Charles Ger
Scott Rediger
Scott Stevens
Eddie Sassoon
Mary Harding
Angel Najera
Brandon Treadaway
Garth Michaels
Brian Malby
Richard Rosenthal
Ross Maxwell
Carol Ulibarri
Doug Prescotti
Nolan Walz
Robert Joseph...
Vazgen Dallakyan
E. Herrera
Andrew Vargas
Bart Badsing
Kim Safrit
Jesus Manuel Torres Jr
Henry Mercado
Donna St Martin
Kamran Raja
David Balatti
Manuel De La Cruz...
John Lombardo
Craig Colangelo
Goley Keith Webster
Sally Musselman
Glen Gessert
Jeannine And Bryan...
Tasha Cavaco
Hiep M Nguyen
Mandy Brady
Michael Kennedy
Luke Lewendon
Quentin "John" Fiori
Christopher Galassi
Tim D Wilson
David Michael Pallante
William Scott
Amber Glass
Chris Boyer
Doug Ferony
Valerie Shaw
Brian Vega Feliciano
Anthony Holloway Jr
Paul W Reed
John Kerr
Russell L Wilson
Larry Costello
Joshua Temple
Dwayne Chriss
Andre Chatman
Jimmy Oscanoa

Greg Smith
Anthony Romito
Joseph Hoffman
Thomas Brown
Julie Diehl
Anthony Ray...
Odalis Gonzalez
Luna Pedro
Steven Losardo
Michael Washburn
Gustav Baumann
Victor Castro
Lisa Powers
Daniel Thomas Tatum
Daniel Wampler
Justin Chidester
Ronald Kautz
Jamie Chapinski
La MENNITI
Patrice Davidson
Mike Guilfoyle
Chris Purdie
Lynnai Elle Kelley
Kevin Butler
Tony Spasenoski
Justin X Tatiana Ponte
Rhoda Clark
Mark Hayes
James Desmond
Linda McNulty
Robert McCandless
Perry York
Michael Martin
Daniel Lozano
Frank Ogden
Anita Legenza
Hunter Hayes
James Hill
Gregory Green
Hrachya Kaloyan
Dean Dominie
Steve Garland
Judy Ann Garland
Melissa DiProsper
Santos Burrola
Hector Figueroa
Todd M. Bothwell
Ronald Ho
Paula Hand
Stephen H Pence Jr
Jason Watts
Jaylan Phillips
Gary Primerano
Don Spencer
Bonnie Joy Goulding
Greg Mitchell
Luke Dawson
Howard Loo
Tracy Murphy
Ethan May
Alisha Outler
Devi Zdziebko
Thierry Douaihy
Rosalie Nesta
Josi Van Laecken
Tony Simmons
Terrence Edward Day...
Jonathan Sawyers
Lincoln Young
Ryan Patriok
Danielle Wells
Crystal Borelli

Mark Zschiegner
Rick Klepin
Tim Jacobsen
Dennis BOSCH
Jimmy Reyes
Toni Oliveri
BPM Hawaii
Jose Sanchez
Mark Drosten
Kristian Strauss
Jerome A Danner
Leonid Rusev
Sloan Vancamp
Jean Laguerre
Will Boyd
Joel Mcconnell
Anne Marie Busch
Tyler McDonald
Timothy J Duzenski
Timothy Thivierge Jr
Jeff Scott
Adam N Jones
David Murray
Tyler Mannino
Jaime Gutierrez
John McNulty
Karen Hoisington
Caulinez Lovan
Ismael Montes
Todd Barber
Judith M. Mottern
Simon Smith
Mark Gable
Mark Belasco
Vincent Nguyen
Citlali Robledo
Joey Desatnik
Dan Bremer
Daniel McCarthy
Douglas Crocket
Gary Pelletier
Len Hamilton Bjj
Mark Hinerman
David Stecz
Thomas Feaster
Edward Canicatti
Robert Gatto
Mario Antonio Lebron
Ellen Zittinger
Carleta A. Miller
Michael Improta
Frank J. Santora
Susan C Griffith
Christopher Duciuc
Uziel Escalante
Eugene Mochi III
Joseph Perito
Annie Murphy
Kyle Keydoszius
Jose Lira
Dale Nelson
William Derry
Alec Wantoch
Kurt Zimmerman
Randee Abel
Jmc MUSIC
Keith Olson
Landon Hardison
Mike Kramer
Brian Yadgarian
James Bowers
Alan Powell

Ralph Russo
Debbie Duncan
John Pilotti
Todd E Coslett
Anthony Hashim
Paul Sinclair
Michael Hedrington
Lynn Mickey
Hélder Lucas
Humberto Rendon Jr
Duane Strehle
Lanning Molleur
Margaret Horner
Chelby Hawke
Tracy Steven Van...
Valerie Donohue
Jegl Z
Dimitar Vasilev
Frank S
Jude Barbano
Scott Herskovitz
Grant Riggleman
Sharon Hodges
Debbie Pryse
Brian Martinez
Alexis RAMÓN
John Cancilla
Lan Doan
Patrick Dominick...
Paul Beaulieu
Alejandro Aguirre
Louise Companion
Jim B
Derek Kent
Daniel Creed
David Bevilacqua
Travis Newcomb
Brandon Fedrick
Michael DalMolin
Alex Băcica
Ellie Cargould
Lance Eberhardt
Eliz AB Eth...
Jared Peterson
Cezary Ziaber
Jo Delaney
Duncan Burton
Robert Myers
Vincent Esola
Christine Valenti
Celeste De Cicco Holz
Jeramy Frazier
Aram Delgado Sr
Karl Petzold
Ted Meeker
Deanna JONES
David Hunt
Scott Hodsden
Thomas LeMay
Oleg Drozdowski
Rhona Long
Tim Boehl
Eisa Bradley
Anthony Brubaker
Dan Shnier
John McElwee
Chad Boettcher
Nick K
Luke Stevens
Antonio Sierra
Lusiano Garcia (Lucky)
Elias McCleary

Cheryl Chimento
Deloy Nelson
John A Orlando
Ruby Vivas
Diane M Dittus
Vladislav Ivanov...
Joey Jacobs
Kim Rocha
Johnathan Townsend
John M. Colandreo
Shelly De Leon
Ryan Wayne Osborn
B T
Carla Testa
Nicholas Loren...
Matthew Reyes
Jacqueline Thornhill
Darrin Patterson
Stephen Oglesby
Mattias Lundgren
Samson Baptist
Stephen B Cooper
Troy Mobley
Nicole Dalton
Michael Baroody
Tim Crabtree
Jeff Barber
Pete DeSalvo
Jerry Chao
John A. Ortiz
Richard Stoffel
A G
Therese McG
Carlo Regotti
Francesco Sanford
Louise Clark
Ben Hudson
Aaron Newsom
Christopher Paul
James Austin
William T Ball
Angelo Papadatos
Joaquin Lopez
Carmine Carusone
Adrianna Burrola
Eric McManaman
Geno Hase
Jesse Hudson
Sean Patrick Varley
Julia Plaster
Sirnollia Beasley
Brandon Stallings
James Curtis
Peter Brinkerhoff
Phuoc Nguyen
Jonathan Gaddis
Raymundo Quezada
Ross McMullan
Cnan A
Alex Casteel
Cassidy Kesler
Carman Yanke
Tammy Billings
Ronald Romero
Vinita Smith Waddell
Josiah Gutierrez
Mark Skeens
Kevin Perales
Colby Harmening
Marius Jocys
Anita Fields
Erick Villatoro

Gst Computing
Rick Humphreys
Robert Bonafede
Victor Viti
Annelise Burlett
Joseph Roberts
Beau Buttsworth
Vincent Bello
Ayman Omar
Derwin Binion
Samuel Brooks
Richard Keefner
Sander Johannes...
Craig C
Stanley White
Alec Booker
Chad Howell
Phillip J Martinez
Edward J Hostetter
Tony Manley
Andy O
Jacob Rigsby
Violeta Padilla
Saul Alba
Mihailo Boshkovski
Chris Cotter
Patricia May-Sebesta
Jonathon Petereit
Joel E Ousley
David Jenkins
Dean CHEDGY
Jeffrey Tillman
Guillermo FALLA
Irma Maxwell
Mike Wallace
David Mackey
Myriam Rosenzweig
Jason B Blake
Mark Rex
John Marino
Asatur Hovhannisyan
Juan Zendejas
Fernando Sandoval
Robert Sullivan
Stuart Walter
Santos Burrola
Gaynell Burse
Geff Early
Joey J. Sanchez
Bruce Van Arsdale
Sharon Daley
Bill Maher
Mike Norris
Vardui Rose Manukyan
Karilynn Potthast
Rhona Long
Allen Flanders
Anthony Delluomo
Hayden Clingaman
Jose Aguilar
Anthony D. Piccinich
Joel Graus
Marc Dombrowski
Brian Sherman
Marissa Colombi
Dale Peterson
Brandon McClellan
Laura Martin
Joyce Barbano
David Walker
Brad Congdon
Trent J Shaffer

Jonny Boyy

Thank You!

From the Franzese Wine Team

Samvel Hakobyan in

Co-Founder and CEO

Entrepreneur, Marketer, and Operator. Creating a Movement Beyond the Bottle

Michael Franzese

Co-Founder

2nd biggest money maker in mob history after Al Capone, making $8M a week. Found God and turned life around, and now shares the story of Transformation across the world

Details

The Board of Directors

Director	Occupation	Joined
Samvel Hakobyan	CEO @ Franzese Wines	2021

Officers

Officer	Title	Joined
Samvel Hakobyan	CEO	2021

Voting Power

Holder	Securities Held	Voting Power
Samvel Hakobyan	Membership interests	95.7%

Past Equity & Loan Fundraises

Date	Amount	Security	Exemption
08/2022	$600,000		Section 4(a)(2)
10/2023	$200,000		Section 4(a)(2)
11/2023	$1,000,000		Section 4(a)(2)
04/2024	$443,627		4(a)(6)
11/2024	$550,000		Section 4(a)(2)

The use of proceeds is to fund general operations.

Convertible Note Outstanding

Issued	Amount	Interest	Discount	Valuation Cap	Maturity
08/31/2022	$600,000	12.0%	0.0%	None	03/31/2026

Outstanding Debts

Lender	Issued	Amount	Oustanding	Interest	Maturity	Current?
Areg Chobanian	10/10/2023	$200,000	$0	%		
Khashi, Inc.	11/27/2023	$1,000,000	$1,000,000	12.0%	11/27/2027	Yes
Daniel Ramsey	11/11/2024	$550,000	$550,000	10.0%	11/11/2025	Yes

Related Party Transactions

None.

Capital Structure

Class of Security	Securities (or Amount) Authorized	Securities (or Amount) Outstanding	Voting Rights
Warrants:	0		
Options:	0		

Form C Risks:

We have a public figure as face for the brand, depending on how the public views, or media publishes unauthorized publication, which could then effect the brand.

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.

We are in a highly regulated industry, depending on how regulations change, state by state cases could create overall risk to the company.

We are in the business of importing wine from Armenia, depending on how geographical conflicts, or regulations in importing, could have effect.

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.

Geopolitical conflicts could put ships in danger during transportation, which could delay in receiving product, which can halt operations and put risk to achieving our goal.

National or regional Shortage of grapes could halt operations of sourcing product for our brand.

We operate in a highly competitive industry with many established brands. There is no guarantee that we will be able to maintain and grow our marketshare. Additionally, larger, well-capitalized companies that do not yet directly compete with us could decide to enter our market and become a direct competitor.

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 unitholders, 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 to manage the Company so as to maximize value for unitholders. 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. If the Management 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 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 unitholders. 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 Management, and the Investor will have no independent right to name or remove an officer or member of the Management 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 unitholders 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 unitholders may change the terms of the operating agreement for the company, change the terms of securities issued by the Company, change the management of the Company, and even force out minority holders of securities. The unitholders 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 unitholders have the right to redeem their securities at any time. Unitholders 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 units, 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 units . As discussed in Question 13, when we engage in an offering of equity interests involving Preferred Units , Investors may receive a number of Preferred Units calculated as either (i) the total value of the Investor's investment, divided by the price of the Preferred Unit 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 Units that Investors will receive, and/or the total value of the Company's capitalization, will be

determined by our management . Among the factors we may consider in determining the price of Preferred Units 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 units 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

Franzese Wine LLC

California Limited Liability Company
Organized July 2021
3 employees
11346 Sunco Drive unit 106
Rancho Cordova CA 95742 https://Franzesewine.com

Business Description

Refer to the Franzese Wine 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

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

Late filing

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.

Show Less