



By **CHLOE: 60 West 22nd**

PROJECT INFORMATION

PROJECT IS NOT VERIFIED

FUNDING

FUNDING NEEDED

\$1 (MIO)

EB5 FUNDING

\$1 (MIO)

EB-5 INVESTORS

2

INVESTMENT AMOUNT

\$500,000

SUBSCRIPTION FEE

25,000

DISCOUNT FEE

25,000

JOBS

JOB CREATION PER INVESTOR

16.0

JOB CREATION (TOTAL)

32 FULL TIME DIRECT JOBS

CATEGORY

ACCOMMODATION AND FOOD SERVICES

SUB-CATEGORY

CHAIN FULL-SERVICE RESTAURANTS

INVESTMENT

STRUCTURE

EQUITY

AMOUNT OF EB-5 INVESTORS ANTICIPATED FOR THIS PHASE?

2

EXPECTED MATURITY

5 YEARS

EXPECTED RETURN

2% NET OF ALL FEES AND EXPENSES

PRINCIPAL EQUITY IN PROJECT?

YES

IMMIGRATION & LOCATION

DOES THIS PROJECT HAVE APPROVED I-526'S?

NO

DOES THIS REGIONAL CENTER HAVE APPROVED I-526'S?

NO

DOES THIS REGIONAL CENTER HAVE APPROVED I-829'S?

NO

STATE

NEW YORK

BY CHLOE: 60 WEST 22ND

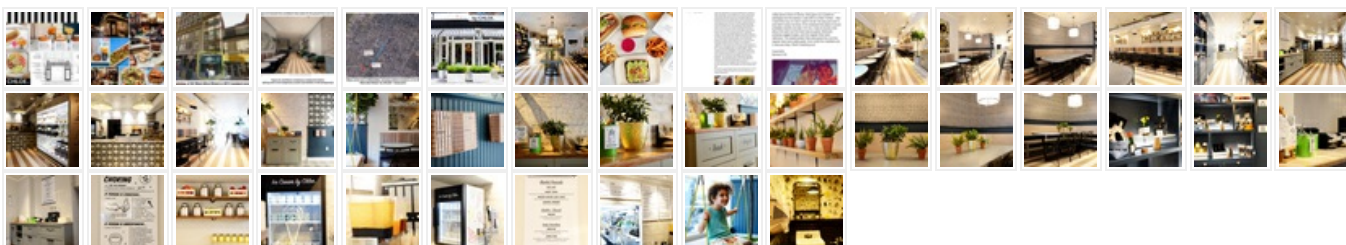
OPENED: FEBRUARY 15, 2016

CLOSED: AUGUST 17, 2016



DEVELOPER NAME

ESQUARED HOSPITALITY



PROJECT DESCRIPTION

AT BY CHLOE., THE MENU IS 100% PLANT-BASED USING SEASONAL, LOCALLY-SOURCED INGREDIENTS WHENEVER POSSIBLE IN THEIR MOST NATURAL FORM TO CREATE EXCITING, INSPIRED AND CRAVEABLE DISHES WITHOUT COMPROMISING FLAVOR,

TASTE OR SATISFACTION.

OUR COMMITMENT IS TO BRING THE HIGHEST STANDARDS OF FRESHNESS AND QUALITY TO EACH MEAL THAT IS SERVED. OUR MENU IS FREE OF ALL MEAT, DAIRY AND EGG PRODUCTS IN ADDITION TO ANY PRESERVATIVES, GMO'S, SATURATED FATS AND CHOLESTEROL. WE SUPPORT A SUSTAINABLE AND VEGAN LIFESTYLE, WHILE ACTIVELY CONTRIBUTING TOWARDS LOWERING OUR CARBON FOOTPRINT AND PRESERVING OUR PLANET'S WATER SUPPLY THROUGH OUR ANIMAL-FREE MENU, MINDFUL INGREDIENT SOURCING, AND ECO-FRIENDLY PACKAGING.

BY CHLOE. OFFERS AN ALL DAY MENU AND WEEKEND BRUNCH INCLUDING SALADS, BURGERS + SANDWICHES, PASTAS, FRIES + SIDES, SWEETS, JUICES, ICE CREAM AND GRAB & GO SELECTIONS. ALL ITEMS ON OUR MENU ARE HOUSE-MADE. WE ONLY USE FRESH (NEVER FROZEN) SEASONAL VEGETABLES AND HERBS WITH ANCIENT GRAINS TO MAKE MEAT FREE ALTERNATIVES TO AMERICAN CLASSICS SUCH AS BURGERS, CREAMY SOUPS, FRENCH FRIES, ICE CREAMS, FRESH-BAKED SWEETS AND MORE.

IN THE SUMMER OF 2015, BY CHLOE. OPENED ITS FLAGSHIP LOCATION IN NEW YORK CITY'S WEST VILLAGE TO BOTH CUSTOMER AND CRITICAL-ACCLAIM. BASED ON THE CURRENT SUCCESS OF OUR FLAGSHIP LOCATION, WE ARE CONFIDENT THAT BY CHLOE. REPRESENTS AN OPPORTUNITY TO FILL A CORNER OF THE HEALTHY FAST-CASUAL MARKETPLACE THAT IS ON THE BRINK OF MASS EXPANDED GROWTH. WE ARE POISED TO POSITION THE FULL WEIGHT OF THE ESQUARED HOSPITALITY ORGANIZATION TO ENSURE ITS SUCCESS AND FULFILL OUR GOAL OF BECOMING A NATIONWIDE BRAND. IT HAS OPERATED AT CAPACITY SINCE OPENING AND CURRENTLY AVERAGES OVER \$100,000 PER WEEK IN TOTAL SALES. THE RESTAURANT HAS WON RAVE REVIEWS ON TRADITIONAL AND SOCIAL MEDIA.

THE PLANNED RESTAURANT IN MANHATTAN'S FLATIRON DISTRICT WILL BE THE SECOND TO CARRY THE BY CHLOE BRAND AND CONCEPT. IT WILL REPLICATE THE MENU, DÉCOR, AND MARKETING THAT HAVE MADE THE BLEECKER LOCATION SUCCESSFUL, AND WILL SERVE A NEIGHBORHOOD WITH SIMILAR DEMOGRAPHIC CHARACTERISTICS. THE RESTAURANT GUIDE ZAGAT IDENTIFIES BY CHLOE'S VEGGIE BURGERS AMONG "NYC'S 8 HOTTEST FOOD TRENDS OF 2015" AND LISTS "BY CHLOE" FLATIRON AS ONE OF "NYC'S MOST ANTICIPATED RESTAURANT OPENINGS OF 2016."

PROJECT TIMELINE

WE RECEIVED BUILDING PERMITS ON FEBRUARY 19, 2016 FROM THE NYC DEPARTMENT OF BUILDING AND CONSTRUCTION HAS COMMENCED. THE RESTAURANT WILL HAVE IT'S GRAND OPENING ON MAY 23, 2016.

BY CHLOE: 60 WEST 22ND: CONTACT INFORMATION

CONTACT PERSON

DAVID SELINGER

ADDRESS (CONTACT)

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WEB SITE

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PROJECT MANAGEMENT

FIRST NAME	LAST NAME	TITLE
DAVID	SELINGER	SVP

BY CHLOE: 60 WEST 22ND: INVESTMENTS

REG. D?

YES

RULE 506

506 (C)

REG. S?

NO

INVESTMENT TYPE

EQUITY

TOTAL AMOUNT OF ESTIMATED FUNDING REQUIRED FOR ALL PHASES OF DEVELOPMENT(IN MILLIONS)?

\$1,350,000

NUMBER OF PLANNED PHASES (PROJECTS) IN DEVELOPMENT?

1

EXPECTED TIME TO COMPLETE THIS PROJECT OR PHASE OF OVERALL DEVELOPMENT?

LESS THAN 3 MONTHS

IS THIS A NEW COMMERCIAL ENTERPRISE OR PURCHASE OF AN EXISTING TROUBLED BUSINESS?

NEW COMMERCIAL ENTERPRISE

WHAT RATIO OF EQUITY TO DEBT WOULD BEST CLASSIFY THE SOURCE OF OVERALL FUNDING FOR THE PROJECT / DEVELOPMENT?

100% EQUITY : 0% DEBT

WHAT PERCENTAGE OF OVERALL FUNDING HAS BEEN RAISED TO DATE?

MORE THAN 75%

DOES THE INVESTOR NEED TO BE ACCREDITED TO INVEST?

YES

WHAT ARE THE EXPECTED FINANCIAL RETURNS FOR THIS PROJECT?

2% NET OF ALL FEES AND EXPENSES

ON WHAT PREMISE ARE THOSE PROJECTIONS MADE?

PROJECTED CASH FLOW OF BUSINESS

ARE RETURNS PAID ON THE INVESTMENT PRIOR TO MATURITY?

YES

IF YES, WHEN ARE THEY PAID?

ANNUALLY

CAN YOU DESCRIBE IN MORE DETAIL HOW RETURNS ARE PAID, AND UNDER WHAT CONDITIONS? FOR INSTANCE, ARE THEY ONLY PAID IF THE PROJECT IS POSITIVE CASH FLOW OR PROFITABLE. WHAT EXPENSES MUST BE ACCOUNTED FOR AND PAID PRIOR TO DISTRIBUTIONS ARE PAID TO INVESTORS?

EXCEPT WHEN THE INTERNAL REVENUE CODE REQUIRES A DIFFERENT ALLOCATION, THE COMPANY WILL ALLOCATE ITS PROFITS AND LOSSES TO THE MEMBERS AS PROVIDED IN OUR OPERATING AGREEMENT. THE MANAGING MEMBER HAS BROAD DISCRETION TO ADJUST THE APPLICATION AND ALLOCATION OF THE NET PROCEEDS OF THIS OFFERING AND THE ALLOCATION OF PROFITS AND LOSSES OF THE COMPANY. WHENEVER THE COMPANY MAKES DISTRIBUTIONS FROM NET CASH FLOW, THE INVESTORS, AS HOLDERS OF CLASS B INTERESTS, WILL HAVE A PREFERENTIAL RIGHT TO RECEIVE UP TO 2% OF THEIR CAPITAL CONTRIBUTIONS PER YEAR BEFORE THE COMPANY CAN MAKE ANY OTHER DISTRIBUTION. WE CALL THESE PAYMENTS "PREFERRED RETURNS." PREFERRED RETURNS BEGIN ACCRUING ON THE DATE WE HAVE RECEIVED THE INVESTOR'S CAPITAL CONTRIBUTION AND ADMINISTRATIVE FEE AND ALL REQUIRED DOCUMENTATION, AND WE HAVE ACCEPTED THE SUBSCRIPTION. THE CLASS B MEMBERS' PREFERENTIAL RIGHT IS CUMULATIVE; THAT IS, IF WE FAIL TO DISTRIBUTE THE FULL 2% IN ANY APPLICABLE PERIOD, WE MUST PAY THE SHORTFALL AMOUNT TO THE CLASS B MEMBERS ALONG WITH ANY CURRENT PREFERRED RETURN BEFORE WE CAN MAKE ANY DISTRIBUTION TO ANY PARTY IN A LATER PERIOD. IN GENERAL, WHEN THE COMPANY DISTRIBUTES CAPITAL TO MEMBERS, SUCH AS FOLLOWING A REFINANCING OR SALE OF THE COMPANY'S BUSINESS OR A LIQUIDATION OF THE COMPANY, THE CLASS B MEMBERS WILL HAVE A PREFERENTIAL RIGHT TO RECEIVE DISTRIBUTIONS UP TO THE FULL AMOUNT OF THEIR CAPITAL CONTRIBUTIONS BEFORE THE COMPANY CAN MAKE ANY OTHER DISTRIBUTION FROM CAPITAL TO THE CLASS A MEMBER. WE

CALL THIS POTENTIAL PAYMENT OF AN AMOUNT EQUAL TO THE CAPITAL CONTRIBUTION THE "RETURN OF CAPITAL." WE DO NOT EXPECT A CAPITAL EVENT TO OCCUR WHILE ANY CLASS B MEMBER HAS NOT YET RECEIVED FINAL ADJUDICATION OF HIS OR HER I-829 PETITION. IF THAT WERE TO OCCUR, THE COMPANY MAY DISTRIBUTE CAPITAL TO THE CLASS A MEMBER ONLY AFTER PROVIDING FOR THE RETENTION OF THE FULL AMOUNT OF THE CAPITAL CONTRIBUTION OF EACH SUCH CLASS B MEMBER. IN NO EVENT WILL THE COMPANY REPAY ANY PORTION OF A CLASS B MEMBER'S CAPITAL CONTRIBUTION BEFORE THE USCIS ADJUDICATES HIS OR HER I829 PETITION. PLEASE SEE FINANCIAL CONSIDERATIONS - HOW WE WILL PAY CASH DISTRIBUTIONS FOR A MORE COMPLETE DISCUSSION OF DISTRIBUTIONS TO CLASS B MEMBERS, INCLUDING THE METHOD OF ALLOCATING PARTIAL PAYMENTS IF THE COMPANY DISTRIBUTES LESS THAN 100% OF THE PREFERENTIAL AMOUNT TO ALL OF THE CLASS B MEMBERS. RESTRICTIONS APPLY TO OUR DISTRIBUTIONS TO CLASS B MEMBERS. TO ESTABLISH THE INTERESTS AS QUALIFYING INVESTMENTS UNDER THE EB5 PROGRAM, WE HAVE STRUCTURED THEM AS AN AT-RISK EQUITY INVESTMENT IN THE COMPANY. THE INTERESTS ARE NOT NOTES, BONDS OR ANY OTHER KIND OF DEBT SECURITY. THE COMPANY CANNOT GUARANTEE THAT IT WILL PAY DISTRIBUTIONS. IF IT FAILS TO DO SO, THE INVESTORS WILL NOT HAVE A RIGHT TO DECLARE A DEFAULT, SEEK COLLECTION OR PURSUE OTHER TYPICAL REMEDIES OF A BONDHOLDER OR NOTEHOLDER.

CAN YOU PLEASE DESCRIBE THE EXPECTED EXIT STRATEGY AND WHAT SOURCE(S) OF DEBT OR EQUITY ARE EXPECTED TO BE USED TO REPAY THE INVESTOR'S CAPITAL INVESTMENT?

WE EXPECT TO REPAY EACH CLASS B MEMBER'S CAPITAL CONTRIBUTION USING RETAINED EARNINGS OF THE COMPANY, OR THE PROCEEDS OF A REFINANCING OF THE BUSINESS OR A SALE OF ALL OR PART OF THE BUSINESS. WE EXPECT THIS TO OCCUR, AT THE MANAGING MEMBER'S DISCRETION, APPROXIMATELY FIVE YEARS AFTER WE ORIGINALLY RECEIVE THE OFFERING PROCEEDS, BUT IN NO CASE WILL WE REPAY A CLASS B MEMBER'S CAPITAL CONTRIBUTION BEFORE THE USCIS ADJUDICATES HIS OR HER I829 PETITION. AFTER ALL EB-5 IMMIGRATION PROCEDURES ARE COMPLETE, THE COMPANY HAS THE RIGHT, BUT NOT THE OBLIGATION, TO REPURCHASE THE CLASS B INTERESTS AT THEIR APPRAISED FAIR MARKET VALUE, AT THE DISCRETION OF THE MANAGING MEMBER. THIS RIGHT MAY BE EXERCISED BY THE COMPANY UP UNTIL THE APPROVAL OF THE I-829 PETITION. WHILE THE COMPANY IS NOT OBLIGATED TO PAY THE RETURN OF CAPITAL OR REPURCHASE THE CLASS B INTERESTS AT ANY TIME, THE MANAGING MEMBER MAY NOT RECEIVE ANY DISTRIBUTIONS OF CASH FROM CAPITAL EVENTS WHILE THE CLASS B INTERESTS ARE OUTSTANDING UNLESS THE RETURN OF CAPITAL HAS BEEN FULLY PAID OR THE FULL AMOUNT OF THE CLASS B MEMBERS' CAPITAL CONTRIBUTIONS HAS BEEN RETAINED BY THE COMPANY.

CAN YOU PLEASE DESCRIBE THE PROCEDURE FOR ALLOWING THE INVESTOR TO SELL HIS INTEREST IN THE INVESTMENT AND WHO THE BUYER MIGHT BE?

THE EB-5 PROGRAM RULES PROHIBIT AN INVESTOR FROM RECEIVING A RETURN OF CAPITAL UNTIL AFTER THE IMMIGRATION PROCESS IS COMPLETE. THEREFORE, UNTIL AN INVESTOR RECEIVES A FINAL DECISION ON HIS OR HER I829 PETITION FROM THE USCIS, WE WILL RETAIN THE FULL AMOUNT OF THE INVESTOR'S CAPITAL CONTRIBUTION FOR COMPANY USE. AS A RESULT, THE INVESTORS' CAPITAL CONTRIBUTIONS WILL CONTINUE TO BE USED AS WORKING CAPITAL BY THE COMPANY AND USED FOR THE BENEFIT OF THE COMPANY AND ITS MEMBERS AT THE DISCRETION OF THE MANAGER. THIS MAY INCLUDE INVESTING IN SISTER RESTAURANTS OPERATED BY AFFILIATES OF THE MANAGING MEMBER. THE USES OF INVESTED CAPITAL MAY INVOLVE UNKNOWN RISKS IN ADDITION TO THE RISKS DESCRIBED UNDER "RISKS OF OUR BUSINESS AND THE FAST CASUAL RESTAURANT INDUSTRY. REINVESTMENT OF CAPITAL WILL SUBJECT INVESTORS' FUNDS TO ADDITIONAL RISKS AND DIFFERENT RISKS THAN THOSE OF INVESTMENT IN THE PROJECT. SEE RISK FACTORS – RISKS OF REINVESTMENT OF CAPITAL.

WHAT IS THE EXPECTED TERM OF THE INVESTMENT?

5 YEARS

CAN YOU DESCRIBE WHAT PROCEDURES ARE IN PLACE IF THE INVESTOR NEEDS TO LIQUIDATE HIS POSITION BEFORE THE CONTRACTED MATURITY DATE OF THE AGREEMENT, AND WHAT PENALTIES MAY BE IMPOSED?

INVESTORS MAY NOT TRANSFER INTERESTS WITHOUT THE CONSENT OF OUR MANAGING MEMBER, AND THEN MAY DO SO ONLY IN COMPLIANCE WITH APPLICABLE SECURITIES LAWS AND REGULATIONS. OUR OPERATING AGREEMENT AND THE REQUIREMENTS OF THE EB5 PROGRAM IMPOSE SUBSTANTIAL ADDITIONAL RESTRICTIONS ON TRANSFERRING INTERESTS. NO MARKET FOR THE INTERESTS EXISTS, AND WE EXPECT NO MARKET TO DEVELOP. THE INTERESTS ARE A HIGHLY ILLIQUID ASSET, IN THAT THE HOLDER CANNOT READILY SELL AN INTEREST OR PLEDGE IT AS COLLATERAL FOR A LOAN OR OTHER OBLIGATION. WE HAVE NOT REGISTERED THE INTERESTS UNDER THE SECURITIES ACT OR UNDER ANY STATE SECURITIES LAW, AND DO NOT INTEND TO DO SO. OUR OPERATING AGREEMENT CONTAINS ADDITIONAL RESTRICTIONS ON THE TRANSFER OF INTERESTS. AN INVESTOR MAY NOT ASSIGN, SELL, OR TRANSFER HIS OR HER INTEREST TO

ANOTHER PARTY UNTIL AFTER ADJUDICATION OF THE INVESTOR'S 1829 PETITION. EVEN AFTER THAT TIME THE INVESTOR MAY NOT ASSIGN, SELL OR TRANSFER THE INTEREST WITHOUT OUR MANAGING MEMBER'S CONSENT, AND THEN ONLY AS PROVIDED FOR IN OUR OPERATING AGREEMENT AND OTHERWISE IN ACCORDANCE WITH APPLICABLE SECURITIES LAWS. FINALLY, NO PUBLIC MARKET EXISTS FOR THE SALE OF THE COMPANY'S INTERESTS, AND WE DO NOT EXPECT SUCH A PUBLIC MARKET EVER TO DEVELOP. THESE RESTRICTIONS MAKE IT UNLIKELY THAT AN INVESTOR WHO WANTED TO SELL OR OTHERWISE DISPOSE OF INTERESTS COULD DO SO. THEREFORE, YOU SHOULD ACQUIRE AN INTEREST FOR INVESTMENT PURPOSES ONLY, BASED ON RETURNS YOU MAY RECEIVE DIRECTLY FROM THE ISSUER, AND NOT WITH A VIEW TO RESALE OR OTHER DISTRIBUTION. WE DO NOT PLAN TO ISSUE CERTIFICATES AS EVIDENCE OF OWNERSHIP OF OUR INTERESTS, BUT IF WE DO, CERTIFICATES FOR INTERESTS WILL BEAR A LEGEND STATING THAT WE PROHIBIT THEIR TRANSFER EXCEPT PURSUANT TO REGISTRATION UNDER THE SECURITIES ACT, OR PURSUANT TO AN AVAILABLE EXEMPTION FROM REGISTRATION, AND THAT HOLDERS OF THE INTERESTS CANNOT ENGAGE IN HEDGING TRANSACTIONS INVOLVING THE INTERESTS UNLESS IN DOING SO THEY COMPLY WITH THE SECURITIES ACT.

HOW IS THE VALUE OF THE INVESTMENT, ONCE THE INVESTMENT HAS BEEN MADE, MEASURED?

SINCE THIS IS A PRIVATE ENTITY INVESTMENT MEASURING VALUE DURING THE DEVELOPMENT WOULD BE DIFFICULT TO DO. ONCE OPERATIONS HAVE BEGUN IT SHOULD BE EASIER TO QUANTIFY A POTENTIAL MARKET VALUE, BUT IT COULD BE YEARS BEFORE THAT FIGURE STABILIZES.

HAVE THESE STRATEGIES BEEN USED BY THE REGIONAL CENTER PRINCIPALS, OR PROJECT MANAGERS IN THE PAST AND WHAT WAS THE OUTCOME?

NO, WE HAVE NOT BASED THE FINANCIAL PROJECTIONS ON ACTUAL OPERATIONS. BECAUSE OUR BUSINESS HAS NO OPERATING HISTORY WE CANNOT PROVIDE A BALANCE SHEET OR INCOME STATEMENT BASED ON ACTUAL OPERATIONS. WE HAVE BASED THE PRO FORMA FINANCIAL PROJECTIONS INCLUDED IN THE BUSINESS PLAN (SEE EXHIBIT C) ON ASSUMPTIONS WE BELIEVE ARE REASONABLE CONCERNING FUTURE OPERATIONS OF COMPANY, AND ON THE EXPERIENCE OF OUR MANAGING MEMBER AND ITS AFFILIATES IN THE RESTAURANT BUSINESS. BECAUSE ACTUAL CONDITIONS WILL DIFFER FROM THOSE ASSUMPTIONS, AND THE DIFFERENCES MAY BE MATERIAL, WE CANNOT ASSURE YOU THAT THESE PROJECTIONS WILL PROVE ACCURATE AND CAUTION YOU AGAINST PLACING EXCESSIVE RELIANCE ON THEM IN DECIDING WHETHER TO INVEST IN THE COMPANY. FOR EXAMPLE, THE RESTAURANT MAY NOT ATTRACT AS MANY PATRONS AS PROJECTED BASED ON THE LOCATION'S DEMOGRAPHICS, OR CHANGING CONSUMER TASTES MAY REDUCE DEMAND. CHANGES IN COMMODITY PRICES CAN ALSO SIGNIFICANTLY AFFECT THE COST OF INGREDIENTS AND PREPARED FOOD ITEMS. ANY INCREASE IN COSTS OR DECREASE IN REVENUES OF THE COMPANY COULD AFFECT YOUR ABILITY TO RECEIVE A RETURN OF OR ON YOUR INVESTMENT.

HAVE ALL OF THE PERMITS AND PERMISSIONS FOR PROJECT DEVELOPMENT BEEN OBTAINED?

YES

IS THERE ANY PATENTED INTELLECTUAL PROPERTY ESSENTIAL TO THIS PROJECT?

YES

ARE THERE ANY OTHER NOTES OR COMMENTS TO MAKE REGARDING THIS INVESTMENT THAT WOULD BE IMPORTANT FOR THE INVESTOR TO KNOW?

THE COMPANY MUST OBTAIN PERMITS. BEFORE COMMENCING OPERATIONS, THE COMPANY MUST OBTAIN PERMITS FROM GOVERNMENT AGENCIES, INCLUDING BUILDING AND SAFETY, HANDICAPPED ACCESS, PUBLIC HEALTH, FIRE AND SAFETY, LIQUOR LICENSE AND OTHERS. WHILE OUR MANAGING MEMBER AND THE COMPANY DO NOT KNOW OF ANY MATERIAL IMPEDIMENTS TO OBTAINING ANY NECESSARY PERMITS, LICENSES, CONSENTS OR APPROVALS, UNEXPECTED DIFFICULTIES COULD MATERIALLY DELAY OR PREVENT OBTAINING THEM. IN PARTICULAR, LIQUOR LICENSES HAVE NUMEROUS SPECIAL REQUIREMENTS AND MAY BE DELAYED OR DENIED. WHILE THE MANAGING MEMBER BELIEVES THAT THE RESTAURANT CAN OPERATE PROFITABLY WITHOUT SERVING ALCOHOLIC BEVERAGES, INABILITY TO SERVE THEM WOULD LIKELY REDUCE PROFITABILITY AND CUSTOMER TRAFFIC. ADMINISTRATIVE FEE: IN ADDITION TO THE MINIMUM INVESTMENT OF \$500,000, EACH INDIVIDUAL SUBSCRIBER WILL PAY AN ADMINISTRATIVE FEE OF \$25,000. WE WILL USE THE ADMINISTRATIVE FEE TO REIMBURSE OUR MANAGING MEMBER AND THE COMPANY FOR THE EXPENSES OF THE OFFERING, INCLUDING ANY LISTING FEES OF INTERNET PLATFORMS PUBLICIZING THE OFFERING, ANY COMMISSIONS TO BROKERS OR AGENTS, AND OTHERWISE TO COMPENSATE OUR MANAGING MEMBER FOR ITS EFFORTS IN SETTING UP THE COMPANY AND CONDUCTING THE OFFERING. SEE COMMISSIONS AND FEES. WE WILL REFUND THE ADMINISTRATIVE FEE IN FULL, WITHOUT INTEREST OR DEDUCTION, IF WE REJECT THE SUBSCRIPTION, IF WE TERMINATE THE OFFERING, OR IF THE USCIS DENIES THE SUBSCRIBER'S

I526 PETITION, UNLESS THE SUBSCRIBER CAUSED THE DENIAL BY MISREPRESENTATION, FRAUD, A FAILURE TO COMPLY WITH USCIS REQUESTS, ABANDONMENT, OR INSUFFICIENT EVIDENCE TO PROVE A LAWFUL SOURCE OF FUNDS. IF THE USCIS DENIES A SUBSCRIBER'S I526 PETITION FOR ONE OF THOSE REASONS, WE WILL NOT RETURN THE SUBSCRIBER'S ADMINISTRATIVE FEE, BUT WILL RETAIN IT TO DEFRAY COSTS ASSOCIATED WITH THE FAILED SUBSCRIPTION AND THE NEED TO SECURE A REPLACEMENT INVESTOR OR OTHER CAPITAL.

BY CHLOE: 60 WEST 22ND: FEES

WHAT IS THE FEE FOR SUBSCRIBING TO THE INVESTMENT (SUBSCRIPTION FEE)?

25,000

DO POTENTIAL INVESTORS NEED TO PAY A FEE TO OBTAIN THE OPERATING DOCUMENTS, PPM OR OTHER SUBSCRIPTION DOCUMENTS?

NO

IF YES, IS THAT REFUNDABLE IN THE EVENT THE INVESTOR DECIDES NOT TO INVEST?

NO

IF SO, WHAT IS THAT DOCUMENT FEE?

NONE

COULD YOU PLEASE DESCRIBE THE PROCEDURE FOR THE RETURN OF ANY FEES, OR FEES THAT ARE WITHHELD?

THE ONLY FEE CHARGED IS THE ADMINISTRATION FEE OF \$25,000 WHICH WOULD BE RETURNED IN THE EVENT OF A DENIAL OF THE I-526 BY USCIS. WE WILL REFUND THE ADMINISTRATIVE FEE IN FULL, WITHOUT INTEREST OR DEDUCTION, IF WE REJECT THE SUBSCRIPTION, IF WE TERMINATE THE OFFERING, OR IF THE USCIS DENIES THE SUBSCRIBER'S I-526 PETITION, UNLESS THE SUBSCRIBER CAUSED THE DENIAL BY MISREPRESENTATION, FRAUD, A FAILURE TO COMPLY WITH USCIS REQUESTS, ABANDONMENT, OR INSUFFICIENT EVIDENCE TO PROVE A LAWFUL SOURCE OF FUNDS. IF THE USCIS DENIES A SUBSCRIBER'S I-526 PETITION FOR ONE OF THOSE REASONS, WE WILL NOT RETURN THE SUBSCRIBER'S ADMINISTRATIVE FEE, BUT WILL RETAIN IT TO DEFRAY COSTS ASSOCIATED WITH THE FAILED SUBSCRIPTION AND THE NEED TO SECURE A REPLACEMENT INVESTOR OR OTHER CAPITAL.

COULD YOU PLEASE DESCRIBE THE PROCEDURE FOR RETURN OF ESCROW IN THE EVENT OF DENIAL OF THE I-526 BY USCIS?

IF WE CANCEL THE OFFERING FOR ANY REASON, WE WILL REPAY ALL SUBSCRIPTION AMOUNTS TO SUBSCRIBERS. THE COMPANY RESERVES THE RIGHT TO ACCEPT OR REJECT ANY SUBSCRIPTION FOR ANY REASON IN ITS SOLE AND EXCLUSIVE DISCRETION. IF WE REJECT AN INDIVIDUAL SUBSCRIBER'S SUBSCRIPTION, OR RESCIND ACCEPTANCE OF A SUBSCRIPTION PRIOR TO THE SUBSCRIBER'S FILING HIS OR HER I-526 PETITION WITH THE USCIS, WE WILL REPAY ALL OF THAT SUBSCRIBER'S SUBSCRIPTION AMOUNT WITHOUT INTEREST OR DEDUCTION. IF THE USCIS DENIES A SUBSCRIBER'S I-526 PETITION (WITHOUT APPEAL OR AFTER DENIAL OF ANY APPEAL), WE WILL RETURN THE SUBSCRIPTION AMOUNT TO THAT SUBSCRIBER, UNLESS THE SUBSCRIBER CAUSED THE DENIAL BY ONE OF THE ACTIONS DESCRIBED IN THE NEXT PARAGRAPH. IF THE USCIS DENIES A SUBSCRIBER'S I-526 PETITION (WITHOUT APPEAL OR AFTER DENIAL OF ANY APPEAL) BECAUSE OF THE SUBSCRIBER'S MISREPRESENTATION, FRAUD, FAILURE TO COMPLY WITH THE USCIS' REQUESTS, OR ABANDONMENT, OR FAILURE TO PROVIDE SUFFICIENT EVIDENCE TO PROVE A LAWFUL SOURCE OF FUNDS, WE WILL RETURN NO PORTION OF THAT SUBSCRIBER'S ADMINISTRATIVE FEE AND RETAIN 25% OF THE CAPITAL CONTRIBUTION AS A TERMINATION FEE BEFORE RETURNING THE REMAINDER. THE RETAINED FUNDS WILL BE USED TO DEFRAY COSTS ASSOCIATED WITH THE FAILED SUBSCRIPTION AND THE NEED TO SECURE A REPLACEMENT SUBSCRIBER OR OTHER CAPITAL. WHEN FUNDS ARE RETURNED TO A SUBSCRIBER AS A RESULT OF DENIAL OF THE SUBSCRIBER'S I-526 PETITION, THE REPAYMENT WILL BE MADE FROM COMPANY FUNDS AS SOON AS PRACTICABLE, AS A PRIORITY DISTRIBUTION BASED ON FUNDS AVAILABLE FOR SUCH PURPOSE. REPAYMENTS MAY BE DELAYED BY THE NEED TO SECURE A REPLACEMENT SUBSCRIPTION OR OTHER SOURCES OF CAPITAL. WHEN FUNDS ARE RETURNED TO A SUBSCRIBER AS A RESULT OF CANCELLATION OR TERMINATION OF THE OFFERING OR REJECTION OF A SUBSCRIPTION, THE FUNDS WILL BE RETURNED WITHIN 30 DAYS OF SUCH EVENT.

DOES THAT INCLUDE THE PROCESSING OF THE I-526, I-829 OR ANY OTHER LEGAL FEES ASSOCIATED WITH THE IMMIGRATION APPLICATION?

NO

WHAT IS REQUIRED FOR ESCROW PAYMENT AT THE TIME OF SUBMISSION OF THE I-526?

ONCE THE COMPANY ACCEPTS THE SUBSCRIPTION, THE SUBSCRIBER WILL BE OBLIGATED TO REMIT THE \$500,000 CAPITAL CONTRIBUTION AND \$25,000 ADMINISTRATIVE FEE TO THE COMPANY BY CHECK OR WIRE TRANSFER.

WHAT IS THE POLICY FOR REIMBURSING THE ESCROW PAYMENT IN THE EVENT OF DENIAL?

N/A

WHAT FEES DO YOU PAY TO 'FINDERS' OR AGENTS?

NONE

IF THERE IS NO FINDER OR AGENT, WOULD YOU REIMBURSE THAT FEE TO THE INVESTOR?

NO

WHAT WOULD BE THE PROCEDURE FOR REIMBURSING THIS FEE?

N/A

DO YOU PAY FINDER'S FEES TO ATTORNEYS?

NO

DO YOU PAY FEES TO UNLICENSED BROKER'S OR AGENTS?

NO

