

| Offerings | Regulation A | | Regulation D 506 B | Regulation D 506 C |
|---|---|---|---|---------------------------------|
| Classification | Tier 1 | Tier 2 | 506 (b) | 506 (c) |
| Maximum Offering | \$20 Million | \$75 Million | Unlimited | Unlimited |
| Maximum Investment Per Investor | Unlimited, based on suitability | Restricted by income/net worth for non-accredited investors | Unlimited, based on suitability | Unlimited, based on suitability |
| Subject to Ongoing SEC Reporting | No | Yes | No | No |
| Access to Investors | General Solicitation | | No Solicitation | General Solicitation |
| Investor Types | Accredited and non-accredited investors | | Accredited investors (limited number of non-accredited investors) | Accredited investors |
| Number of Investors | Unlimited | | Unlimited accredited investors and up to 35 non-accredited | Unlimited |
| Investor Disclosure | Offering Statement filed with SEC | | Private Placement Memorandum | Private Placement Memorandum |
| Shares Restricted | No, unless an affiliate | | Yes, subject to Rule 144 | Yes, subject to Rule 144 |
| Can public companies, foreign investment companies, and exempt investment companies' issue | Only U.S. or Canadian, non-public companies may issue | | Yes | Yes |

Gene King

781 Meeting St. Apt. B, Charleston SC 29403
gking@sequenceholdings.com
(843) 860-6031

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FINANCIAL SPECIALISTS

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Mike Xenick

mxenick@sequencefinancialspecialists.com
(813) 340-8737