

U.S. AGRO FARMING INC.

Public Website Disclosure, Securities Disclaimer, Risk Notice & Legal Notice

Effective Date: [2026 / April / 05]

Website: www.usagrofarming.com

Company: U.S. Agro Farming Inc.

This public disclosure applies to the website of **U.S. Agro Farming Inc.** and to any public-facing business, project, agricultural, operational, infrastructure, investor-relations, or informational materials displayed on or accessed through this website.

This website is provided for **general informational and business-introduction purposes only**. It is not intended to constitute, and must not be interpreted as, an offer to sell securities, a solicitation to buy securities, investment advice, financial advice, legal advice, tax advice, accounting advice, valuation advice, or a recommendation to participate in any investment, financing, partnership, joint venture, land-backed structure, debt arrangement, equity arrangement, preferred equity arrangement, revenue participation arrangement, limited partnership, special purpose vehicle, or other securities-related transaction.

1. No Offer of Securities

Nothing on this website constitutes an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase any securities or investment interests of **U.S. Agro Farming Inc.**, any affiliate, any subsidiary, any project entity, any special purpose vehicle, any limited partnership, any joint venture, any landholding entity, or any related company.

No securities are being offered or sold through this website.

No person may rely on this website as the basis for making an investment decision.

Any securities offering, if ever conducted, will be made only through formal offering documents prepared or reviewed by qualified securities counsel and delivered only to persons who are legally eligible to receive those materials under applicable securities laws.

This website does not create any contractual right, investment right, subscription right, ownership right, revenue right, partnership right, preferred return, debt claim, equity claim, profit-sharing right, or other legal entitlement.

2. Private Company Status

U.S. Agro Farming Inc. is a private company.

U.S. Agro Farming Inc. is not currently listed on the **Toronto Stock Exchange, TSX Venture Exchange, New York Stock Exchange, NYSE American, Nasdaq**, or any other public securities exchange.

U.S. Agro Farming Inc. does not currently have a public ticker symbol.

There is currently no public trading market for any shares, securities, interests, or investment instruments of U.S. Agro Farming Inc. or any related project entity.

Any statement regarding possible future exchange listing, public-company readiness, institutional financing, investor participation, strategic growth, corporate expansion, project financing, or capital-market strategy is preliminary, non-binding, subject to change, and not a guarantee that any listing, financing, public offering, exempt offering, merger, acquisition, reverse takeover, qualifying transaction, or liquidity event will occur.

3. No Public Offering or Crowdfunding

This website is not a crowdfunding portal.

This website is not a registered broker-dealer platform.

This website is not an investment dealer platform.

This website is not a funding portal.

This website is not a securities exchange.

This website does not accept investor funds, subscriptions, commitments, reservations, deposits, indications of interest, investment orders, trading instructions, securities purchase requests, or investment applications.

Visitors must not send money, wire transfers, checks, bank drafts, cryptocurrency, digital assets, deposits, investment funds, subscription funds, or any other form of payment through this website, email, telephone, WhatsApp, text message, social media, or informal communication channel.

Any funds sent without formal written authorization and without a properly executed legal agreement will be rejected or returned where legally and practically possible.

4. Securities Laws and Investor Eligibility

Any future offering of securities, if conducted, may be subject to securities laws in the United States, Canada, and other jurisdictions.

In the United States, any offer or sale of securities must either be registered with the U.S. Securities and Exchange Commission or qualify for an exemption from registration. SEC guidance states that Regulation D offerings may include Rule 506(b), which does not permit general solicitation, and Rule 506(c), which permits general solicitation only if all purchasers are accredited investors and the issuer takes reasonable steps to verify accredited investor status. ([SEC](#))

In Canada, any distribution of securities must either be made under a prospectus or rely on an available exemption from the prospectus requirement, including exemptions under National Instrument 45-106 where applicable. Certain Canadian accredited-investor purchases may require completion of Form 45-106F9 or other required risk acknowledgements depending on the investor category and jurisdiction. ([ASC](#))

No person will be permitted to purchase securities or participate in any securities-related transaction unless that person satisfies all applicable eligibility, suitability, verification, documentation, residency, jurisdictional, anti-money-laundering, sanctions, tax, and compliance requirements.

U.S. Agro Farming Inc. reserves the right to reject any prospective investor, purchaser, participant, lender, partner, subscriber, or counterparty for any reason or for no reason, including failure to satisfy legal, regulatory, compliance, documentation, or internal approval requirements.

5. No Investment Advice

U.S. Agro Farming Inc. does not provide investment advice.

U.S. Agro Farming Inc. does not act as an investment adviser, financial adviser, portfolio manager, securities broker, securities dealer, exempt market dealer, investment dealer, funding portal, crowdfunding portal, underwriter, market maker, exchange, trading platform, tax adviser, legal adviser, or accounting adviser.

No statement on this website should be interpreted as advice regarding whether any person should invest in, finance, partner with, lend to, purchase securities from, or otherwise participate in any transaction with U.S. Agro Farming Inc. or any related entity.

Visitors should consult their own independent legal, tax, accounting, financial, securities, investment, and business advisers before making any decision involving U.S. Agro Farming Inc., any agricultural project, any financing structure, any project entity, or any securities-related opportunity.

6. No Guarantee of Returns

U.S. Agro Farming Inc. does not guarantee any return of capital.

U.S. Agro Farming Inc. does not guarantee any profit, dividend, interest payment, preferred return, yield, distribution, appreciation, revenue participation, buy-back payment, liquidity event, exchange listing, sale, refinancing, repayment, exit, or investment outcome.

Any financial model, projection, forecast, example, illustration, estimate, scenario, target, expected return, projected revenue, projected cost, projected yield, projected land value, projected distribution, or projected investor outcome is hypothetical, subject to change, and not guaranteed.

Actual results may differ materially from any projection or expectation.

Agricultural operations, land development, irrigation infrastructure, seed production, crop contracts, crop insurance, commodity markets, and financing structures involve substantial risk, including the risk of partial or total loss.

7. Forward-Looking Statements

This website may contain forward-looking statements.

Forward-looking statements may include statements about future business plans, agricultural production, seed contracts, crop yields, land acquisition, land development, irrigation infrastructure, financing strategy, investor participation, public listing plans, exchange-listing goals, revenue potential, profitability, operational scale, strategic partnerships, market opportunities, insurance coverage, project expansion, infrastructure development, and future corporate growth.

Forward-looking statements are based on current assumptions, expectations, estimates, projections, plans, and beliefs that may prove inaccurate.

Forward-looking statements are subject to risks and uncertainties, including agricultural risk, weather risk, crop-yield risk, seed-production risk, land-title risk, water-access risk, irrigation risk, input-cost risk, labor risk, fuel-cost risk, equipment risk, counterparty risk,

contract risk, regulatory risk, tax risk, securities-law risk, financing risk, market risk, insurance risk, environmental risk, and general economic risk.

U.S. Agro Farming Inc. undertakes no obligation to update forward-looking statements except as required by applicable law.

8. Agricultural and Operational Risk Disclosure

Agricultural operations are inherently uncertain.

Risks may include, but are not limited to:

- weather events;
- drought;
- flood;
- hail;
- frost;
- wind damage;
- heat stress;
- excessive moisture;
- soil conditions;
- pest pressure;
- plant disease;
- crop failure;
- seed-quality issues;
- pollination failure;
- yield variability;
- irrigation failure;
- water access limitations;
- water-rights issues;
- drainage issues;

- equipment failure;
- labor shortages;
- contractor default;
- supplier default;
- transportation disruption;
- storage losses;
- processing delays;
- regulatory changes;
- environmental restrictions;
- insurance exclusions;
- crop insurance limitations;
- seed-originator contract risk;
- buyer concentration risk;
- land acquisition risk;
- lease risk;
- title risk;
- zoning risk;
- financing risk;
- inflation risk;
- commodity-market risk;
- interest-rate risk;
- currency risk;
- legal risk;
- force majeure events.

Any agricultural project may fail to achieve expected production, revenue, profitability, investor return, land appreciation, operational scale, or financing objectives.

9. Seed-Originator, Buyer, Contract and Counterparty Risk

U.S. Agro Farming Inc. may discuss seed production, seed-originator relationships, contracted agriculture, buy-back structures, crop production frameworks, land-backed structures, or agricultural infrastructure models.

Any such discussion is for general business-description purposes only.

No statement on this website guarantees that any seed-originator agreement, crop contract, buy-back agreement, production agreement, supply agreement, lease agreement, land purchase, irrigation contract, insurance policy, or other business arrangement will be entered into, renewed, performed, assigned, approved, financed, or maintained.

Any agricultural contract may be subject to conditions, performance requirements, crop-quality standards, production standards, delivery requirements, inspection requirements, insurance requirements, termination rights, force majeure provisions, counterparty approval, regulatory requirements, and other restrictions.

10. Project Entity and SPV Disclosure

U.S. Agro Farming Inc. may organize agricultural projects through subsidiaries, affiliates, project entities, special purpose vehicles, landholding entities, operating entities, management companies, joint ventures, limited partnerships, contractual arrangements, or other legal structures.

Any such structure is subject to final legal, tax, accounting, regulatory, securities, lender, investor, and management approval.

No visitor should assume that any project entity exists, owns specific assets, holds specific contracts, has secured financing, has accepted investors, or has completed any transaction unless confirmed in a formal written document signed by authorized representatives of the applicable entity.

References to project structures are conceptual unless expressly stated otherwise in formal legal documents.

11. Broker, Dealer, Finder and Referral Disclosure

No person is authorized to act as a broker, dealer, finder, placement agent, solicitor, referral agent, investment adviser, exempt market dealer, investment dealer, underwriter, intermediary, promoter, or representative for U.S. Agro Farming Inc. unless expressly approved in writing by U.S. Agro Farming Inc. and reviewed for compliance with applicable law.

No transaction-based compensation, commission, success fee, referral fee, finder fee, securities-based compensation, percentage-based compensation, or compensation tied to the sale of securities is authorized unless permitted by applicable law and approved in writing.

Persons involved in capital raising may be required to register as broker-dealers or comply with other securities laws. SEC guidance states that a person or firm may need broker-dealer registration if paid transaction-related compensation to help raise capital, sell a company, or engage in liquidity transactions. ([SEC](#))

Any unauthorized statement, representation, promise, projection, guarantee, sales communication, investment solicitation, referral activity, or capital-raising activity by any third party is not approved by U.S. Agro Farming Inc.

12. Website Contact Form and Communications

The contact form, email address, telephone number, WhatsApp link, social media page, or other communication method on this website is provided only for general business communication.

Visitors must not use the website, contact form, email, WhatsApp, telephone, SMS, social media, or informal communication channel to submit:

- investment funds;
- subscription requests;
- purchase orders;
- securities instructions;
- bank records;
- tax returns;
- brokerage statements;
- passport copies;

- driver's licence copies;
- social insurance numbers;
- social security numbers;
- tax identification numbers;
- bank account details;
- wire instructions;
- source-of-funds documents;
- source-of-wealth documents;
- personal financial statements;
- confidential investor documents;
- sensitive personal information.

If compliance documentation is ever required, it will be requested only through a controlled, secure, and approved process.

Any communication with U.S. Agro Farming Inc. does not create an investor relationship, advisory relationship, broker relationship, fiduciary relationship, partnership relationship, joint venture relationship, client relationship, or contractual obligation.

13. Website Information May Change

Information on this website may be changed, removed, corrected, updated, suspended, or withdrawn at any time without notice.

The website may contain preliminary, draft, incomplete, outdated, summarized, or simplified information.

U.S. Agro Farming Inc. does not guarantee that website information is complete, accurate, current, or suitable for any particular purpose.

In the event of any inconsistency between this website and a formal executed agreement, formal legal document, audited financial statement, regulatory filing, or final offering document, the formal executed document will control.

14. No Reliance on Website Materials

Visitors must not rely on this website as the basis for any investment, financing, business, tax, legal, accounting, operational, agricultural, land-acquisition, or securities decision.

Any person considering a business relationship, financing relationship, strategic relationship, land relationship, operating relationship, supplier relationship, contractor relationship, seed-originator relationship, or investment relationship with U.S. Agro Farming Inc. must conduct independent due diligence.

No representation or warranty is made regarding the accuracy, completeness, reliability, suitability, legality, tax treatment, accounting treatment, investment merit, financing viability, marketability, liquidity, or profitability of any information on this website.

15. Third-Party Information and Links

This website may refer to third-party companies, technologies, equipment, seed originators, service providers, lenders, brokers, advisers, websites, government programs, agricultural standards, regulatory bodies, or other external resources.

Any third-party reference is provided for general informational purposes only.

A third-party reference does not mean that the third party endorses U.S. Agro Farming Inc., is affiliated with U.S. Agro Farming Inc., has approved this website, has entered into a binding agreement with U.S. Agro Farming Inc., or has approved any project, financing, investment, or securities-related structure.

U.S. Agro Farming Inc. is not responsible for third-party content, third-party websites, third-party statements, third-party services, third-party documents, or third-party representations.

16. Intellectual Property

All names, logos, marks, website content, business descriptions, project descriptions, images, layouts, text, graphics, videos, documents, and other materials on this website are owned by or licensed to U.S. Agro Farming Inc. unless otherwise stated.

No website content may be copied, reproduced, distributed, modified, publicly displayed, used in investor materials, used in offering materials, or used for commercial purposes without prior written permission from U.S. Agro Farming Inc.

Unauthorized use of the company name, logo, materials, project descriptions, or investor-related materials is prohibited.

17. Confidential and Controlled Materials

Any private placement memorandum, subscription agreement, investor certificate, accredited-investor verification document, financial model, term sheet, legal structure memorandum, risk disclosure, investor questionnaire, due-diligence file, project document, or offering-related material is confidential unless expressly designated as public by U.S. Agro Farming Inc. and approved for public release by counsel.

Confidential materials must not be uploaded, posted, forwarded, copied, distributed, published, shared, marketed, advertised, or transmitted without written authorization.

Access to controlled materials, if ever provided, may be limited to persons who have completed eligibility, confidentiality, jurisdictional, regulatory, and compliance checks.

18. Privacy and Data Security

U.S. Agro Farming Inc. may collect information submitted through the website for business-contact, communication, compliance, and recordkeeping purposes.

Visitors should not submit sensitive personal information through unsecured channels.

No method of electronic communication is fully secure.

U.S. Agro Farming Inc. does not request that visitors submit sensitive financial, identity, tax, banking, investment, or source-of-funds information through a public website form, email, WhatsApp, SMS, or social media.

Any privacy-related rights, obligations, consent requirements, retention policies, and data-processing practices are subject to the company's privacy policy and applicable law.

19. Anti-Money-Laundering, Sanctions and Source-of-Funds Compliance

U.S. Agro Farming Inc. may require identity verification, sanctions screening, anti-money-laundering review, source-of-funds review, source-of-wealth review, tax documentation, beneficial-ownership information, jurisdictional review, and other compliance documentation before entering into any transaction.

U.S. Agro Farming Inc. will not knowingly accept funds or enter into transactions involving prohibited persons, sanctioned persons, restricted jurisdictions, illegal proceeds, fraudulent activity, money laundering, terrorist financing, corruption, tax evasion, or other unlawful conduct.

The company may reject, suspend, or terminate any relationship if compliance concerns arise.

20. Tax, Accounting and Legal Consequences

Any business, financing, land, agricultural, partnership, joint venture, debt, equity, preferred equity, revenue participation, lease, SPV, or investment structure may have significant tax, accounting, legal, securities, and regulatory consequences.

U.S. Agro Farming Inc. does not provide tax, legal, accounting, valuation, investment, or regulatory advice.

Each person must consult independent advisers regarding the legal, tax, accounting, financial, and regulatory consequences of any proposed relationship or transaction.

21. Jurisdictional Restrictions

This website is controlled for public informational purposes only.

The information on this website is not directed to any person in any jurisdiction where such communication would be unlawful.

Accessing this website from any jurisdiction does not mean that U.S. Agro Farming Inc. is authorized to offer securities, conduct business, raise capital, solicit investors, accept funds, or provide investment materials in that jurisdiction.

Any securities-related communication, if ever permitted, will be subject to applicable jurisdictional restrictions and compliance procedures.

22. No Waiver of Legal Protections

Nothing on this website waives any legal right, defense, limitation, protection, exemption, privilege, confidentiality right, contractual right, statutory right, regulatory right, or compliance requirement of U.S. Agro Farming Inc. or any related party.

U.S. Agro Farming Inc. reserves all rights.

23. Acceptance of This Disclosure

By accessing this website, the visitor acknowledges and agrees that:

- the website is for general informational purposes only;
 - the website is not an offer to sell securities;
 - the website is not a solicitation to buy securities;
 - the website is not investment advice;
 - no funds should be sent through the website or informal channels;
 - no investment decision should be based on website content;
 - agricultural projects involve substantial risk;
 - any future securities-related communication must comply with applicable law;
 - U.S. Agro Farming Inc. may update or change this disclosure at any time.
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24. Contact

For general business inquiries only:

U.S. Agro Farming Inc.

Website: www.usagrofarming.com

Do not send investment funds, subscription documents, confidential financial records, identity documents, tax records, bank records, or sensitive personal information through the website, email, phone, WhatsApp, SMS, or social media unless expressly instructed through a secure and approved compliance process.
