Leading the Charge.

Batteries and Supercapacitors with the Highest Power and Energy

TOBZ

INVESTOR PRESENTATION I December 2018

TŪBZ has developed a sustainable, high-performance **patented** energy storage technology to disrupt a rapidly growing industry with multiple applications.

PROBLEM

Batteries and supercapacitors are critical for a greener future. Yet current energy storage technologies have proven to be problematic, and products have **not** provided critical breakthroughs in density, power and size.

LACK OF SUSTAINABILITY

Usage of conflict metals, specifically cobalt

Usage of non-sustainable common materials

Non-viable replacement for CO2 emitting power

LOW PERFORMANCE

Electrical wastage - inefficient storage technology

Heat - sapping energy and requiring cooling systems

Charge and discharge degradation - short lifecycle

SOLUTION

TŪBZ has developed innovative, low-cost graphene based lithium metal energy storage technology with high relative industry performance. Our solution solves and greatly improves all major problems with current technology evaluated by the following:

ZERO DENDRITE formation, which degrades current batteries and can lead to fire and explosions

HIGH ENERGY

LOW COST MANUFACTURING

EFFICIENT CHARGE / DISCHARGE CAPACITY

HIGH THERMAL TRANSFER

LARGE SPECIFIC CAPACITY

SUSTAINABILITY

TŪBZ batteries and supercapacitors are more energy efficient, source raw materials which are environmentally friendly, and avoid conflict zones. We replace a heavy, conflict ridden foreign material with a lighter, domestic, waste by-product material as a major component.

SULPHUR
S
32.065

COBALT
Co
58.933

TŪBZ RAW MATERIALS MAKEUP

- Heavy sulphur content
- Naturally occurring waste product
- Sourced and made in America

STANDARD BATTERIES

- Heavy cobalt content
- Conflict metal utilization (e.g. Congo)
- Cobalt trade dominated by China

MARKET OPPORTUNITY

Energy storage markets are seeking advanced technologies to provide greater efficiencies and capacity, faster charging, improved cycle life, and better pricing.

LITHIUM BATTERY AND LITHIUM ULTRA-CAPACITOR MARKET SIZE

Our target market is set to **double** in the next five years.

$60 BILLION — 2020

100% GROWTH

$120 BILLION — 2025

Source: IDTechEx, www.idtechex.com/research/ reports/li-ion-batteries-2018-2028-000557.asp

NUMEROUS AND GROWING USE CASES BASED ON TECHNOLOGICAL INNOVATION

- Consumer electronics (drones)
- Internet of things (sensors)
- Automotive / Aerospace micro-activators
- Medical devices
- Electric vehicles
- Power supplies

MARKET ENTRY & STRATEGY

MARKET ENTRY CRITERIA

LOW VOLUME
1. Specific Energy (capacity)
2. Specific Power
3. Safety
4. Cost
5. Cost

MEDIUM VOLUME
1. Specific Energy
2. Cost
3. Cycle Life
4. Safety
5. Safety

HIGH VOLUME
1. Specific Energy
2. Cycle Life
3. Safety
4. Cost
5. Cost

MARKET STRATEGY

HIGH MARGIN
SMALL FORM FACTOR

Drones | E-Bikes/E-Scooters | Med Tech

MANUFACTURE (IN HOUSE)

MEDIUM MARGIN
MEDIUM FORM FACTOR

IOT Sensors | Micro-Actuators | Electronics

MANUFACTURE & LICENSE

LOW MARGIN
LARGE FORM FACTOR

Micro-Grid | E-Busses | E-cars

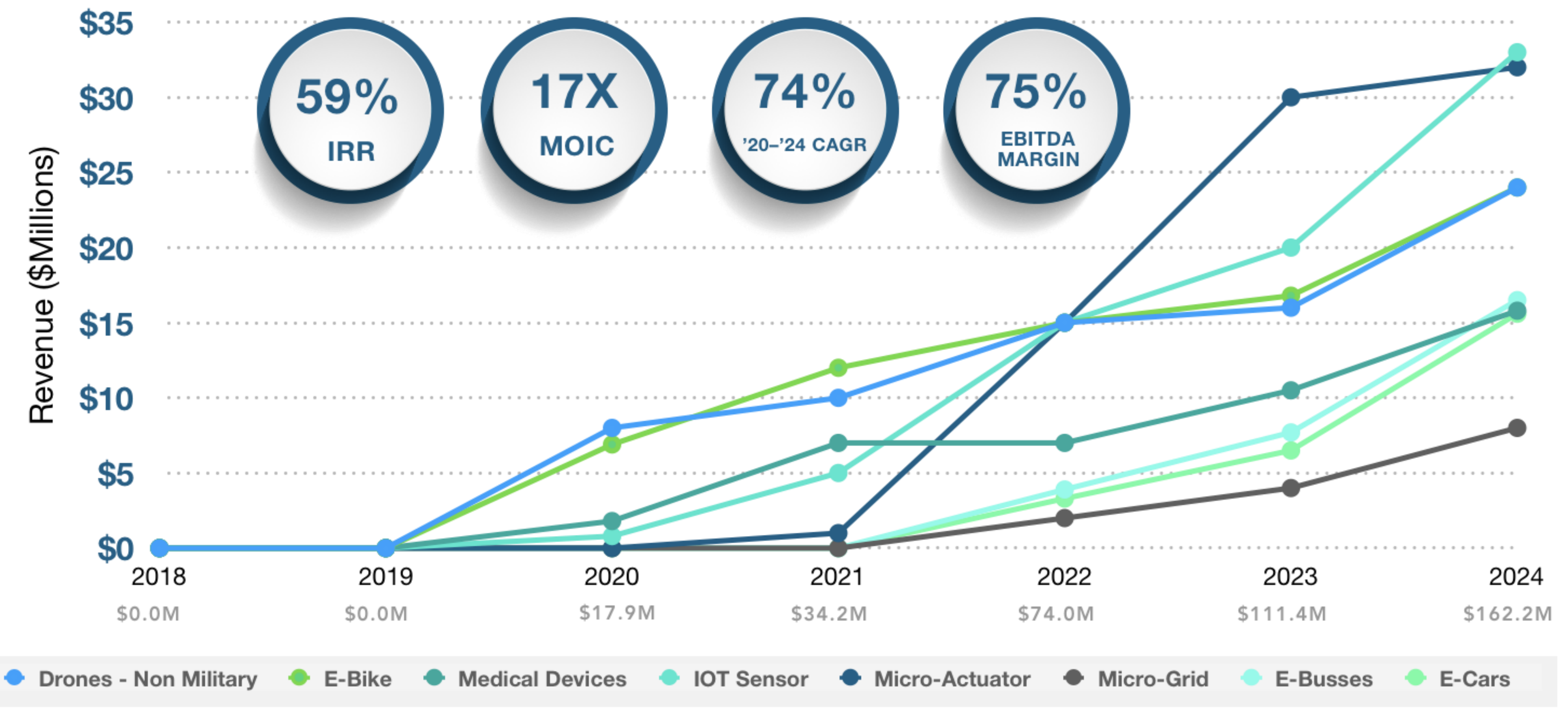
JV OR LICENSE

FIRST COMMERCIAL SALE	2020/21	2021/22	2022/23.	2023/24
ADDRESSABLE MARKET SIZE ($)	2B	20B	$50B	$150B
EXPECTED REVENUE ($)	17/35MM	35/76MM	76/111MM	

TOBZ

PROJECTIONS & RETURNS

TŪBZ can become a market leader in a rapidly growing industry with numerous applications, driving revenues and compelling investor returns.



NOTE: INVESTOR RETURNS CALCULATED USING 20% FULLY DILUTED OWNERSHIP, AND A 10X EBITDA MULTIPLE IN 2024.

TŪBZ is well-positioned to garner significant market share and become a battery and capacitor market leader based on our tested & breakthrough technology.

TECHNOLOGY

Game changing patented 3-D structured material: Graphene Extended Pillars (GEP), Graphene Nano-Ribbons (GNRs) and Carbon Nano-Tubes (CNTs) - with worldwide exclusive license from Rice University, Houston TX.

- Proprietary low cost manufacturing process
- Extreme conductivity and thermal transfer
- Fast charging
- No lithium dendritic formation
- Enormous surface area
- Strong IP portfolio

INTELLECTUAL PROPERTY

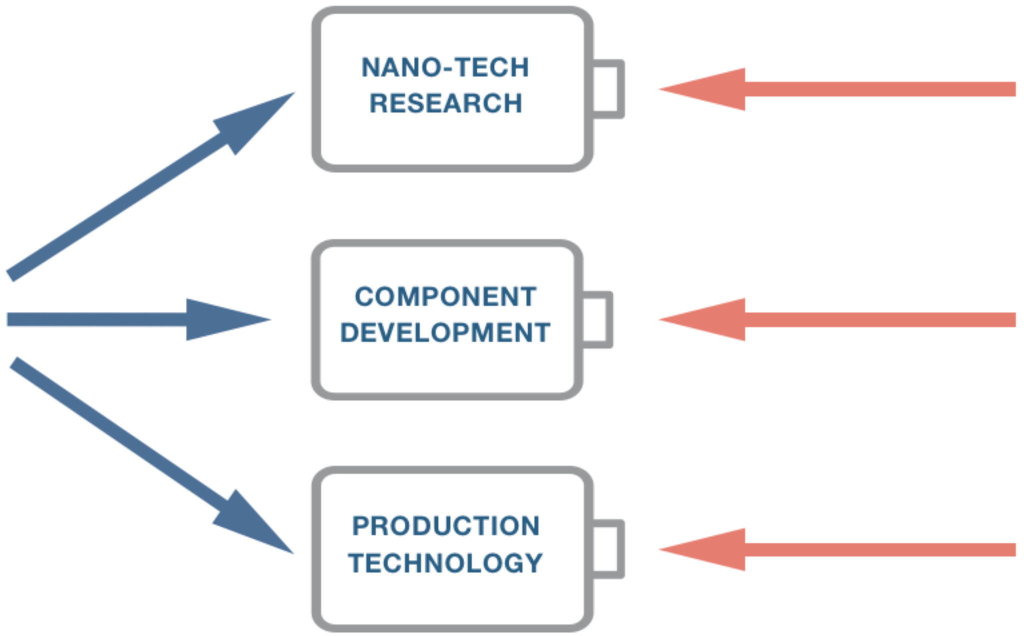
TŪBZ has aggregated IP from Rice University which allows the company to incorporate proprietary carbon nano-structures into every component of our battery.

AGGREGATION ADVANTAGE OF RICE IP VS. FRAGMENTED TECHNOLOGIES

AGGREGATED

RICE | SCI
SMALLEY-CURL INSTITUTE

SCIO holds thousands of relevant patents and has produced multiple noble prize winners in Chemistry and is regarded as a top 5 global institution in carbon nanotechnology.



FRAGMENTED

HARVARD UNIVERSITY

Stanford University

Massachusetts Institute of Technology

KEY TEST RESULTS

TŪBZ technology has been rigorously tested and shown consistently better performance than existing lithium ion batteries.

We have vastly improved the major shortcomings of current battery technology.

1-20x
FAST CHARGING PROGRAMMABLE

40%
WEIGHT REDUCTION

25-85%
COST REDUCTION PER CAPACITY

10x
ANODES

5x
CATHODES

3x
FULL BATTERY SPECIFIC CAPACITY

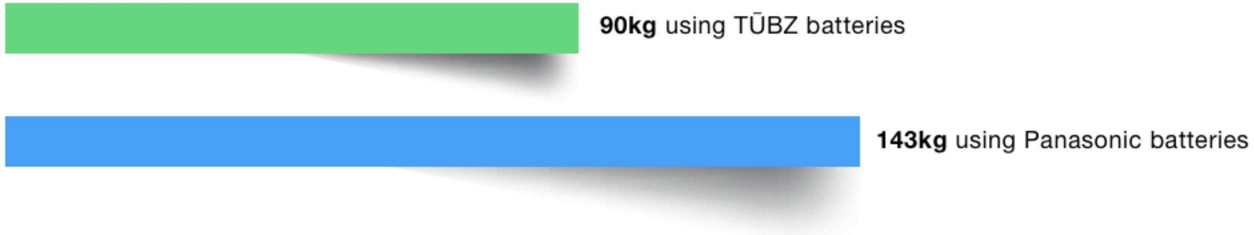
1.7x
ENERGY DENSITY

COMPARISON - SULPHUR

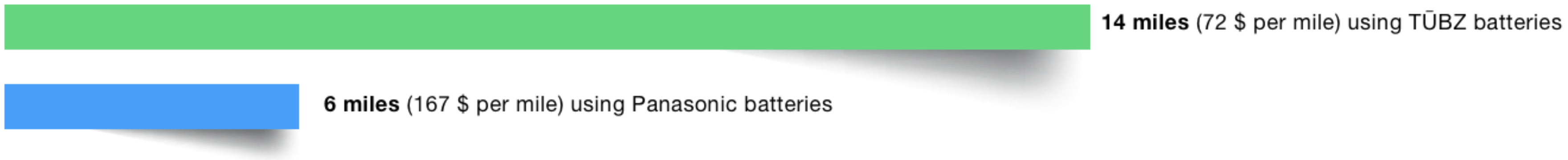
TŪBZ sulphur-based batteries are lighter, safer and less expensive than standard cobalt based batteries.

AVERAGE MILEAGE IN ELECTRIC CARS
25 KWH *PER* 100 MILES*

TŪBZ BATTERIES ARE LIGHTER
TOTAL WEIGHT OF 25 KWH:



TŪBZ BATTERIES ARE LESS EXPENSIVE
IN $1000 OF BATTERIES:



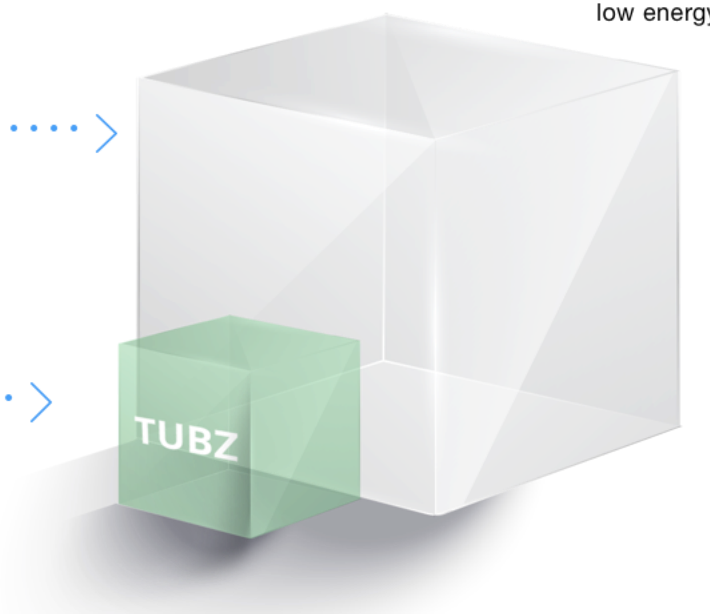
https://www.fueleconomy.gov/feg/PowerSearch.do?action=noform&path=1&year1=1984&year2=2019&vtype=Electric
 X

COMPARISON - LITHIUM ULTRACAP

TŪBZ supercapacitor technology outperformed the "gold-standard" of super capacitors, the Maxwell Ultra-Cap, by concentrating more energy per volume by a factor of **7X**.

Maxwell:
low energy to volume ratio

$100 IN MAXWELL CAPACITOR



TŪBZ:
High energy to volume ratio
(same energy can use ~85% less volume)
- more room to add more energy

$100 IN TŪBZ CAPACITOR

TŪBZ HAS SAME ENERGY IN MUCH SMALLER SPACE

BUSINESS MODEL

TŪBZ will achieve market penetration via three complimentary business channels.

Meetings with strategic partners are progressing and LOI's have been signed.

MARKET PENETRATION

PRODUCTION

LC and LB production cells / packs targeted strategic partners / investors

MANUFACTURING (IN-HOUSE)

Direct sales and after-market consumer products

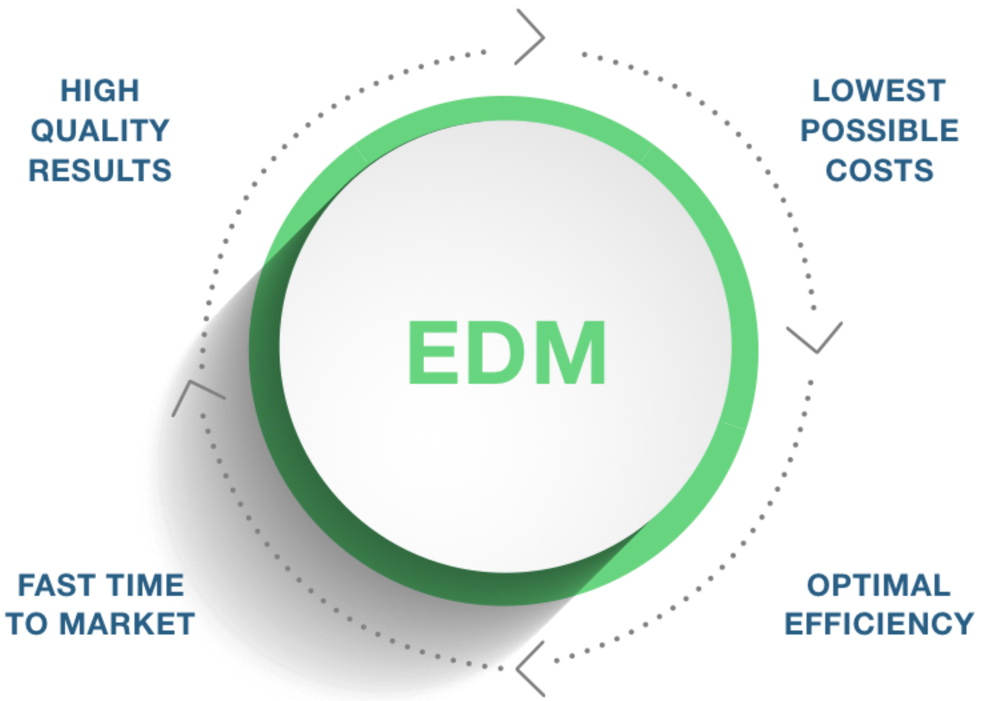
TECHNOLOGY

Licensing to strategic partners

COMMERCIALIZATION PLAN

The commercialization plan is being developed by a seasoned team with 100+ years of experience scaling new technologies from prototype to volume production.

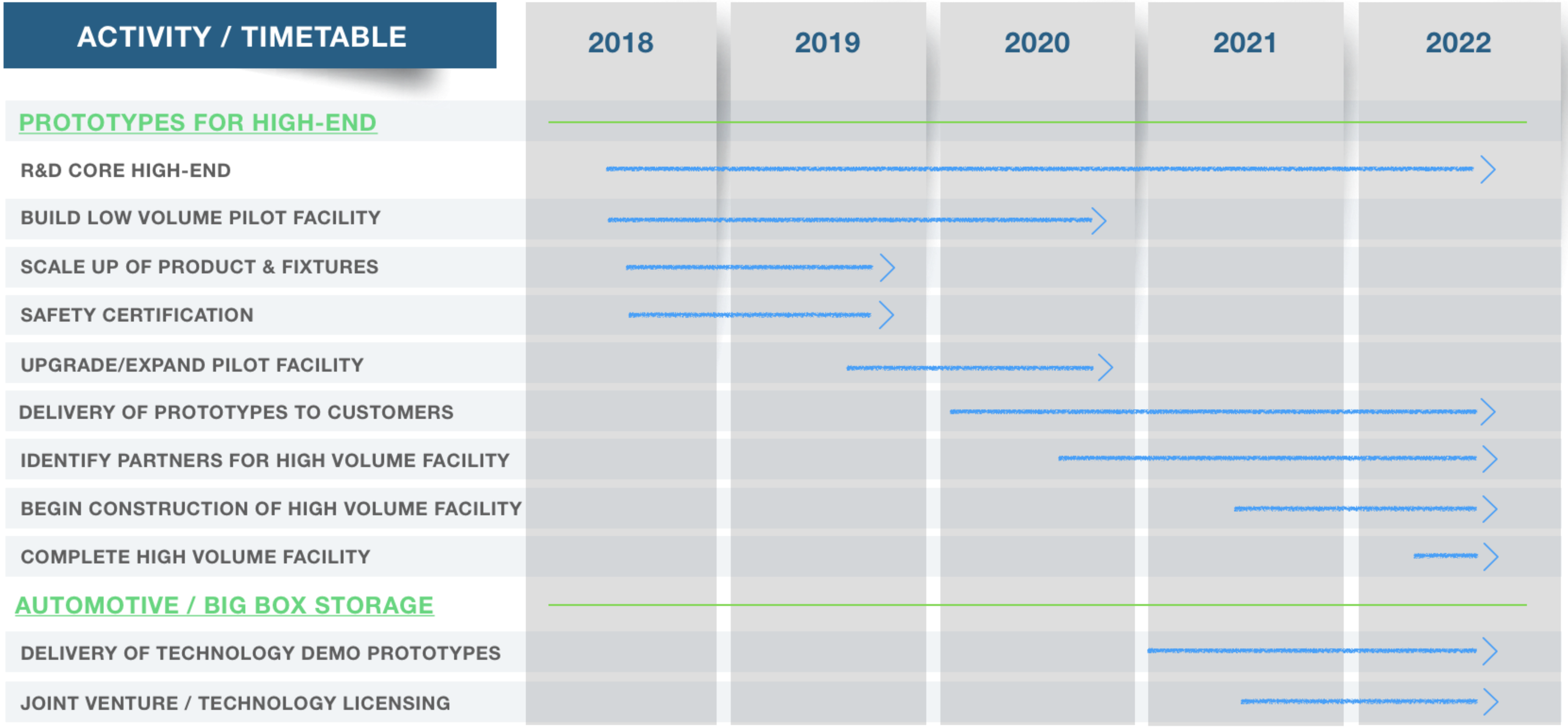
EXACTLY DUPLICATED MANUFACTURING METHOD (EDM)



AREAS OF COVERAGE

- Research & Development
- Engineering
- Reliability Testing
- Pilot Production
- Volume Production
- Certification
- Marketing

MARKET MILESTONES



KEY MANAGEMENT

CHARLES MASLIN
Founder/CEO

25+ years building companies. Last start-up earned stakeholders over $100m in a 5-year period. BS in Economics, JD from NY Law and Executive Program at U Penn/Wharton.

DR. ABDUL-RAHMAN RAJI
Head of R&D - Ultracap Division

Developed the core LB technology based on GEP as PHD student and then postdoc at Rice University under Prof. James Tour. Currently head of graphene battery technology research at Cambridge University.

DR. RODRIGO SALVATERRA
Head of R&D - Battery Division

Postdoc student under Prof. James Tour with responsibility for cathode development, new anode technology and initial scale up.

MICHAEL ZEMBLE
Chief Financial Officer

Financial exec with 20+ years of manufacturing experience in the automotive, medical, scientific & CP sectors. Expert in corporate controls and polices for rapidly growing entities. BA in Economics from Yale, MBA in Finance from Wharton.

CHRISTOPHER GINTZ
Chief Operating Officer

Well known executive in high-tech industry with focus on nano-technology. Former Director of Technology Planning & Development for Compaq Computer and inventor of the first notebook computer concept.

TOM PILETTE
Head of Product Development

30+ years' experience in product development, advanced material and manufacturing focusing on energy systems and new technology for auto industry. Former Global VP of Product & Process Development for Magna International

CHRIS HARRIS
Senior Process Engineering

20+ years designing, developing and scaling processes for emerging technologies. Developed/managed world's first nano-manufacturing facility for producing high purity Single Wall Carbon Nanotubes for Prof. Richard Smalley, 1996 Nobel Prize Winner.

JAMES LAVIN
Chief Strategy Officer

38+ years of experience and over $1B in exits in the high tech and finance industries focusing on new market penetration. BA cum laude in Biochemistry from Harvard College and an MBA from Stanford University.

ADVISORS

TŪBZ advisors have a wealth of industry experience in key areas of execution positioning the Company for continued growth and long term success.

TECHNOLOGY

PROF. JAMES TOUR
Rice University - World renowned electrochemist with successful technology commercialization record

GEORGE CRABTREE
Director of the Joint Center for Energy Storage at Argonne National Lab leading research on next-generation electricity storage technology.

STRATEGY

FOREST BASKETT
General Partner at NEA with a focus on information and energy technology investments

THOMAS STEINBERG
Former President of Tisch Family Interests. Lead underwriter/director in over $8 billion in transactions.

COMMERCIALIZATION

GENERAL MIKE DUDZIK
VP Science and Technology for Lockheed Martin. Nationally recognized new technology commercialization expert.

MIKE WETZER
Former Accenture partner with over 30 years' experience with Fortune 100 Companies

LEGAL

ARTHUR BEHIEL
Patent attorney with over 20 years of experience writing, prosecuting & litigating patents

RANDY LEWIS
Partner with Wilson Sonsini Goodrich & Rosati, with extensive IPO experience

KEY ALLIANCES

TŪBZ has core alliances with established technology and commercialization entities who can support *TŪBZ* expansion and long-term success.

TECHNOLOGY & ACADEMIC

RICE | SCI
SMALLEY-CURL INSTITUTE

TMC | TEXAS MEDICAL CENTER

UIC UNIVERSITY OF ILLINOIS AT CHICAGO

COMMERCIALIZATION DISCUSSIONS - LETTERS OF

FORTUNE 500

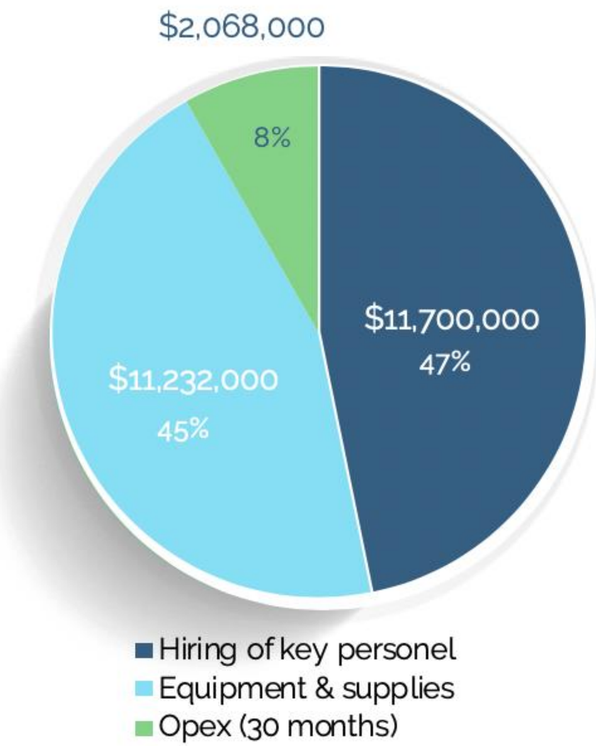
- Technology
- Healthcare
- Industrials
- Automotive

INVESTMENT OVERVIEW

INVESTMENT TERMS

- Series B Equity
- Up to $25 million in equity investment
- Anticipated closing: Q2 2019
- Regulation 506D offering

SOURCES + USES



- Initial scale up to commercial size cells
- Assembly and reliability testing facility
- Curate & expand IP Portfolio
- Strategic customer / supplier partnerships
- Product planning based on scale-up result
- Personnel hiring of 40-45 people of 3 years
- On-boarding of Senior Management

BUDGET OVERVIEW

		Current	1st year	2nd year	3rd year	$Total Y1-Y3
Outside ramp-up to Pilot Facility	*Building*	—	696,000	475,800	425,800	1,597,600
	Utility	—	40,600	61,700	73,700	176,000
	Office Equipment	—	330,000	73,400	27,470	430,870
	Scale Battery Equip	—	3,658,500	4,369,500	961,500	8,989,500
	Scale Capacitor Equip	—	976,000	1,204,500	724,500	2,905,000
	Lab Equip	—	1,017,700	494,000	281,000	1,792,700
Staff/ Contractors	*Staff Salaries (43 people)*	200,000	3,206,000	3,494,500	3,590,900	10,491,400
	Subcontractors	300,000	—	—	—	300,000
Costs Directly Related to Inside Rice	*Sponsored Research*	330,000	330,000	120,000	120,000	900,000
	IP Licensing/Rice Legal	50,000	50,000	50,000	50,000	200,000
	Rice Equipment	178,000	25,000	10,000	10,000	223,000
	Rice Contractors	50,000	50,000	—	—	100,000
Ongoing Business Costs	*Travel*	100,000	100,000	100,000	100,000	400,000
	Professional Services	100,000	200,000	200,000	200,000	700,000
	Misc	5,000	5,000	5,000	5,000	20,000
Total		**$1,313,000**	**$10,684,800**	**$10,658,400**	**$6,569,870**	**$29,226,070**

Revenue		—	$0	$8,938,000	$26,044,000	$34,982,000
EBITDA		-$1,207,000	-$5,714,000	$1,921,000	$16,324,000	$11,324,000

SELECT PRESS

FUTURITY

Could This Battery Keep Your Phone on Longer?

MAY, 21, 2017

ScienceDaily

Graphene-nanotube hybrid boosts lithium metal batteries

MAY, 18, 2017

AZO MATERIALS

Safer, Longer Lasting Batteries for Smartphones from Lithium Metal

MAY, 19, 2017

newelectronics
The site for electronic design engineers

Researchers solve dendrite problem, boost Li-ion performance

MAY, 19, 2017

An investment in *TŪBZ* represents a generational opportunity for a game-changing technology investment in a rapidly expanding market.

DISCLAIMER

The information contained herein is provided for informational purposes only, is not complete, and does not contain all material information about the investments and strategy discussed herein, including important disclosures and risk factors associated with an investment in the firm or any of its Special Purpose Vehicles (“SPV”) or subsidiaries. This document is not intended to be, nor should it be construed or used as an offer to sell, or a solicitation of any offer to buy, interests or shares in the firm or any subsidiaries or SPV comprised, in whole or part. No offer or solicitation may be made prior to the delivery of a definitive offering memorandum. The information contained herein does not take into account the particular investment objectives or financial circumstances of any specific person who may receive it.

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This document contains forward-looking statements, including observations about markets and industry and regulatory trends as of the date of this document. Forward-looking statements may be identified by, among other things, the use of words such as “expects," "anticipates," "believes," or "estimates,“ or the negatives of these terms, and similar expressions. Forward-looking statements reflect TŪBZ’'s views as of such date with respect to possible future events. Actual results could differ materially from those in the forward-looking statements as a result of factors beyond QMAC’s control. Investors are cautioned not to place undue reliance on such statements. QMAC has no obligation to update any of the forward-looking statements in this document.

Past investment results should not be viewed as indicative of future performance of TŪBZ, or any of its SPV or subsidiaries. The information provided in this overview is not and should not be considered a recommendation to purchase or sell any particular security. Investors should be aware that a total loss of principal may occur. There is no guarantee TŪBZ will be successful in achieving its objectives or that the strategies set forth herein will be successful.

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The information herein is furnished as of the date shown or cited, and TŪBZ does not undertake any responsibility for updating the materials contained herein.

RISK FACTORS

RISKS ASSOCIATED WITH PURCHASING OUR LIMITED LIABILITY COMPANY INTERESTS

TÜBZ, LLC is providing the following information to purchasers of the interests to be issued (the "Interests") in connection with a private placement under Section 4(2) of the Securities Act of 1933 (the "Securities Act"). The terms "we," "us," "our," the "Company" and "TÜBZ" used in this information statement refer to TÜBZ LLC.

We are an early-stage company, and investing in our company involves a high degree of risk. You should carefully consider the risks described below before deciding whether to purchase any Interests. Any of the following risks could have a material adverse effect on our business, results of operation or financial condition. You should not purchase the Interests unless you are prepared to lose all of your investment.

Statements made by our management regarding our strategic and operational goals were prepared for prospective investors, and are subject to risks and uncertainties regarding our business and our prospects. These strategic and operational goals were never intended as projections or representations regarding our future performance. Our actual results could differ materially from those described in forward-looking statements made by our management or contained in various TÜBZ, LLC documents as a result of the following risks.

RISKS RELATING TO OUR BUSINESS

We are an early-stage company with limited commercial operating history.

We were organized and begun operating on October 29, 2014. Like many new companies, we are subject to certain risks inherent in companies with a limited operating history. We have never sold any products or realized any revenue from the sale of our products and we may never achieve commercial success. We have limited meaningful historical financial data upon which to base projected revenues and planned operating expenses and upon which you may evaluate us and our prospects. In addition, our operating expenses are largely based on anticipated revenue trends and a high percentage of our expenses are and will continue to be fixed. We have limited resources and the proceeds from this offering of Interests (the "*Offering*") and our other limited resources might not be sufficient for us to continue to finance our operations. You should consider the risks and difficulties, including bankruptcy, which are frequently encountered by companies like ours in new and rapidly evolving markets.

We have incurred losses to date, and we expect to continue to incur significant losses as we develop our technology and our business.

We expect to continue to incur substantial losses for the foreseeable future. We cannot be certain that we will produce sufficient revenues from our operations to support our costs. Even if we achieve profitability, we may not be able to sustain profitability over a lengthy period of time.

We cannot be sure that our products will be widely accepted.

We are a development-stage company and have yet to develop a battery or energy storage product that is available to potential customers. We cannot be sure that if we are able to develop any of our products they will be widely accepted, if at all. Our ability to sell products, and the level of success, if any, we achieve, depends, among other things, on the level of demand for graphene-based batteries, which is a new and rapidly evolving market. If the market for our products fails to develop or grows more slowly than anticipated, if a number of competitors enter the market or if we are unable to expand any future customer base, it could delay revenues and have a negative impact on our financial condition.

If we are unable to develop, manufacture and market products that improve upon existing battery technology and gain market acceptance, our business may be adversely affected. In addition, many factors outside of our control may affect the demand for our batteries and battery systems.

We are researching and developing graphene-based energy storage devices and energy storage systems which include batteries and ultracapacitors (altogether referred to generally as "batteries"). The market for advanced rechargeable batteries is at a relatively early stage of development, and the extent to which our graphene-based batteries will be able to meet customer requirements and achieve significant market acceptance is uncertain. Rapid and ongoing changes in technology and product standards could quickly render our products less competitive, or even obsolete if we fail to continue to improve the performance of our battery technology and systems. If our battery technology is not adopted by customers, or if our battery technology does not meet industry requirements for power and energy storage capacity in an efficient and safe design, our batteries will not gain market acceptance.

In addition, the market for our products depends upon third parties creating or expanding markets for their end-user products that utilize our batteries and battery systems. If such end-user products are not developed, if we are unable to have our products designed into these end user products, if the cost of these end-user products is too high, or the market for such end-user products contracts or fails to develop, the market for our batteries and battery systems would be expected similarly to contract or collapse. Our customers will operate in extremely competitive industries, and competition to supply their needs focuses on delivering sufficient power and capacity in a cost, size and weight efficient package.

Many other factors outside of our control may also affect the demand for our batteries and battery systems and the viability of widespread adoption of advanced battery applications, including: performance and reliability of battery power products compared to conventional and other non-battery energy sources and products; success of alternative battery chemistries, such as nickel-based batteries, lead-acid batteries and conventional lithium-ion batteries and the success of other alternative energy technologies; cost-effectiveness of our products compared to products powered by conventional energy sources and alternative battery chemistries; availability of government subsidies and incentives to support the development of the battery power industry; fluctuations in economic and market conditions that affect the cost of energy stored by batteries, such as increases or decreases in the prices of electricity; continued investment by the federal government and our customers in the development of battery powered applications; heightened awareness of environmental issues and concern about global warming and climate change; and regulation of energy industries.

We expect the process of engaging customers to require a substantial length of time and considerable effort because of the complex nature of our products.

Because we expect that some of our products must be designed into the end-products of our prospective customers, the sales cycle for our products could be lengthy. A prospective customer will typically only decide to buy our products if the customer believes the end-products warrant a significant long-term commitment and investment on the part of the customer. Accordingly, a lengthy testing and product qualification process will precede any final decision to purchase our products. Throughout this sales and qualification cycle, we will spend considerable time and expense educating and providing information to prospective customers about the uses and features of our products. Moreover, even after a prospective customer has determined to buy our product, subsequent negotiations over the terms of the sale may extend over a lengthy period of time, and there is no guarantee that such negotiations will ultimately result in a sale. This extended sales cycle makes prediction of our revenue during any particular period difficult.

In addition, our ability to successfully sell our products depends on the ability of our customers to timely develop and bring to market their end-products. Any failure of our customers to purchase products from us for any reason, including any downturn in their business or delays in their development process, would seriously harm our business, financial condition and results of operations.

We may not be able to compete effectively.

Many of our potential competitors operate their own manufacturing facilities and have longer operating histories and presence in key markets, greater name recognition, large customer bases and significantly greater financial, sales and marketing, manufacturing, distribution, technical and other resources than we do. As a result, these competitors may be able to adapt more quickly to new or emerging technologies and changes in customer requirements or devote greater resources to the promotion and sale of their products. We compete with such established publicly traded competitors as Panasonic. Current and potential competitors have established or may establish financial or strategic relationships among themselves or with existing or potential customers, resellers or other third parties. Accordingly, it is possible that new competitors or alliances among competitors could emerge and rapidly acquire significant market share. In addition, competitors may develop technologies in the future that more effectively address the customer needs we are trying to address. Increased competition could result in pricing pressures, decreased gross margins and loss of market share and may materially and adversely affect our business, financial condition and results of operations.

We may need to raise additional funds to support our presently anticipated working capital and capital expenditure requirements.

We have no present commitments or arrangements assuring us of any future equity or debt financing, and additional financing may not be available when needed on terms favorable to us or at all. If adequate funds are not available or are not available on acceptable terms, we may not be able to complete the development or enhancement of our products or services or respond to customer requirements or competitive pressures, which could harm our business. We are likely to continue to raise capital through the sale of equity securities, which will reduce your percentage ownership of our company. Furthermore, these equity securities may have rights, preferences or privileges senior to those of holders of our Interests. If we raise additional funds through the sale of debt securities, the holders of such debt securities will have priority over the holders of our Interests in any liquidation.

Attempts to expand by means of business combinations and strategic alliances may not be successful and may disrupt our operations or harm our revenues.

We may seek in the future to make investments in or acquire other companies, products or technologies. We also may enter into relationships with other businesses to expand our solutions or our ability to provide services. Our competitive position could decline if we are unable to identify and acquire businesses or technologies that are strategic for our success in this market. In the event of any future acquisitions or investments, we will face additional financial and operational risks, including:

difficulty in assimilating the operations, technology and personnel of acquired companies; disruption in our business because of the allocation of resources to consummate these transactions and the diversion of management's attention from our core business; difficulty in retaining key technical and managerial personnel from acquired companies; assumption of net operating losses, if any, increased expenses and liabilities of acquired businesses; our relationships with existing employees, prospective customers and business partners may be weakened or terminated as a result of these transactions; and we may experience one-time in-process research and development charges and ongoing expenses associated with amortization of goodwill and other purchased intangible assets.

Initially we expect to rely on revenue from a limited number of customers, and any decrease in revenue from these customers could adversely impact our revenue.

Initially, we expect a small number of customers to account for the majority of our potential future revenues. The loss of a major customer, the failure to attract new customers on a timely basis or a reduction in usage and revenue associated with existing or proposed customers would harm our business and prospects in such initial period. Our revenue and operating results may be harmed if we are not able to attract new customers.

RISK FACTORS

We may depend on certain key personnel, and the loss of any key personnel may seriously harm our business.

Our future success depends in large part on the continued service of our key technical and management personnel, including Charles Maslin, and on our ability to continue to attract and retain qualified employees, particularly those highly skilled design, process and test engineers involved in the development of new products and processes. We have from time to time experienced, and we expect to continue to experience, difficulty in hiring and retaining highly skilled employees with appropriate qualifications. In addition, job candidates and existing employees often consider the value of the equity awards they receive in connection with their employment. If the perceived value of our equity declines, it may adversely affect our ability to hire or retain highly skilled employees. The competition for such personnel is intense, and the loss of key employees could harm our business.

If we are unable to hire, train, retain, and oversee our customer qualified sales staff, we will not have sufficient resources to compete and grow our revenues.

If we are unable to hire or retain qualified personnel, or if newly hired personnel fail to develop the necessary skills or to reach expected levels of productivity, our ability to develop and market our product will be weakened. Our ability to generate sales will depend on our ability to recruit, train and retain top quality sales people who are able to target prospective customers, and who can generate and service large customer accounts. New hires require significant training and may take significant time before they achieve full productivity. There is a shortage of qualified sales personnel in our industry. Competition for them is intense. If we are unable to hire and train a sufficient number of effective sales personnel, we are ineffective at overseeing a growing sales force, or the sales personnel we hire are otherwise unsuccessful in obtaining new customers or increasing sales to our existing customer base, our business could be adversely affected.

Any future failure to manage our growth may seriously harm our business.

We have experienced rapid growth and expansion that required the utilization of management and other resources, and we expect this to be a recurring issue in the future. We anticipate the number of our employees increasing to over twenty (20) by September, 2018 from seven (7) in May, 2018. Our continued growth may cause a significant strain on our infrastructure and internal systems. Our current systems, procedures and controls may not be adequate to support our operations. To manage our growth effectively, we must improve and expand our management information systems, including enterprise resource planning for our worldwide operations. This may require substantial managerial and financial effort, and our effort in this regard may not be successful. In addition, we have research and development efforts in multiple geographic locations, and must be able to integrate these teams successfully. Our success also depends to a significant extent on the management skills of our executive officers. If we are unable to manage growth effectively, our results of operations will be harmed.

Our business, financial condition and operating results could be adversely affected as a result of legal, business and economic risks specific to international operations.

If we establish international operations, we will be subject to many inherent risks, including: political, social and economic instability; trade restrictions; the imposition of governmental controls; exposure to different legal standards, particularly with respect to intellectual property; burdens of complying with a variety of foreign laws; import and export license requirements and restrictions of the United States and each other country in which we operate; unexpected changes in regulatory requirements; foreign technical standards; changes in tariffs; difficulties in staffing and managing international operations; fluctuations in currency exchange rates; difficulties in collecting receivables from foreign entities; and potentially adverse tax consequences.

Should we become reliant on foreign suppliers and manufacturers, we are exposed to the economic and political risks of the countries in which they are located, including: unexpected changes in, or impositions of, legislative or regulatory requirements; shipment delays, including delays resulting from difficulty in obtaining export licenses; tariffs and other trade barriers and restrictions; political, social and economic instability; and potential hostilities and changes in diplomatic and trade relationships.

In addition, we anticipate the transaction of business with foreign suppliers and packagers in U.S. dollars. Consequently, if the currencies of our suppliers' countries were to increase in value against the U.S. dollar, our suppliers may attempt to raise the cost of our equipment, raw materials and packaging materials which could have an adverse effect on our profitability.

We may not be able to adequately protect or enforce our intellectual property rights, which could harm our competitive position.

Our success and future revenue growth will depend, in part, on our ability to protect our intellectual property. We primarily rely on a combination of patent, copyright, trademark and trade secret laws, as well as nondisclosure agreements and other methods, to protect our proprietary technologies and processes. Despite our efforts to protect our proprietary technologies and processes, it is possible that certain of our competitors or other parties may obtain, use or disclose our technologies and processes. We are currently in the process of drafting certain patent applications. We cannot assure you that these patents or any additional patents will be issued. Even if a new patent is issued, the claims allowed may not be sufficiently broad to protect our technology. In addition, any of our existing or future patents may be challenged, invalidated or circumvented. Moreover, any rights granted under these patents may not provide us with meaningful protection. If our patents do not adequately protect our technology, then our competitors may be able to offer products similar to ours. Our competitors may also be able to develop similar technology independently or design around our patents.

We generally enter into confidentiality agreements with our employees, consultants and strategic partners, however a former manager of the Company did not enter into an agreement covering either confidentiality or intellectual property assignment. We also try to control access to and distribution of our technologies, documentation and other proprietary information. However, we cannot guarantee we have entered into appropriate agreements with all parties that have had access to our trade secrets, know-how or other proprietary information. We also cannot assure you that those agreements will provide meaningful protection for our trade secrets, know-how or other proprietary information in the event of any unauthorized use or disclosure. Additionally, despite these efforts, parties may attempt to copy, disclose, obtain or use our products, services or technology without our authorization. As a result, our technologies and processes may be misappropriated, particularly in foreign countries where laws may not protect our proprietary rights as fully as in the United States.

Monitoring unauthorized use of our intellectual property is difficult and costly. Unauthorized use of our intellectual property may have already occurred or may occur in the future.In the future, we may have to engage in litigation to enforce our intellectual property rights, protect our trade secrets or determine the validity and scope of the proprietary rights of others, including our customers. This litigation, whether or not it is resolved in our favor, may be very expensive and time consuming, divert management's attention and materially and adversely affect our business, financial condition and results of operations.

Infringement or other claims against us could adversely affect our ability to market our products, require us to redesign our products or seek licenses from third parties and seriously harm our operating results.

Companies in the battery and energy storage industry often aggressively protect and pursue their intellectual property rights. We may be sued in the future by parties who claim that we have infringed their patents or misappropriated or misused their trade secrets, or who may seek to invalidate one of our patents. Any of these claims may materially and adversely affect our business, financial condition and results of operations. For example, in a patent or trade secret action, a court could issue an injunction against us that would require us to withdraw or recall certain products from the market or redesign certain products offered for sale or under development. In addition, we may be liable for damages for past infringement and royalties for future use of the technology. We may also have to indemnify certain customers and strategic partners under our agreements with such parties if a third party alleges or if a court finds that we have infringed upon, misappropriated or misused another party's proprietary rights. Even if claims against us are not valid or successfully asserted, these claims could result in significant costs and a diversion of management and personnel resources to defend. In that event, our business, financial condition and results of operations would likely be materially and adversely affected. If any claims or actions are asserted against us, we may seek to obtain a license under a third party's intellectual property rights. However, we may not be able to obtain a license on commercially reasonable terms, if at all.

Our products rely on patents that are licensed from a third party on an exclusive basis. Necessary licenses of third-party technology or intellectual property may terminate, may not be available to us or may be very expensive, which could prevent us from developing and selling our products.

We currently license and may, from time to time, be required to license technology from third parties to sell or develop our products and product enhancements. The patents that we have licensed on an exclusive basis may be challenged, invalidated or circumvented and the claims of such patents may not be sufficiently broad to protect our technology. If these patents do not adequately protect our technology, then our competitors may be able to offer products similar to ours. Our competitors may also be able to design around these patents. We cannot assure you that our existing third party licenses will remain in effect or that our existing and future third-party licenses will be available to us on commercially reasonable terms, if at all. Our inability to maintain or obtain any third-party licenses required to sell or develop our products and product enhancements could: result in lawsuits claiming that our continued use or sale of products and product enhancements infringe a third party's intellectual property rights; prevent us from selling or developing our products and product enhancements; enable others to compete with us using the same licensed technology; or require us to obtain substitute technology of lower quality or performance standards or at greater cost, which could slow our development efforts and harm our business, financial condition and results of operations.

We are subject to environmental laws and regulations that may expose us to significant liabilities.

We must comply with various environmental laws and regulations in the jurisdictions in which we operate, including those relating to the handling and disposal of solid and hazardous wastes, recycling of batteries and the remediation of contamination associated with the use and disposal of hazardous substances. A release of such substances due to accident or an intentional act could result in substantial liability to governmental authorities or to third parties. Pursuant to certain environmental laws, we could be subject to joint and several strict liability for contamination relating to our or our predecessors' current or former properties or any of their respective third-party waste disposal sites. In addition to potentially significant investigation and remediation costs, any such contamination can give rise to claims from governmental authorities or other third parties for natural resource damage, personal injury, property damage or other liabilities. The discovery of contamination or the imposition of cleanup obligations could have a material adverse effect on our businesses, results of operations or financial condition. We have incurred, and will continue to incur, capital and operating expenses and other costs in complying with environmental laws and regulations. As new laws and regulations are introduced, we could become subject to additional environmental liabilities in the future that could cause a material adverse effect on our results of operations or financial condition.

Laws regulating the manufacture or transportation of batteries may be enacted which could result in a delay in the production of our batteries or the imposition of additional costs that could harm our ability to be profitable.

Laws and regulations exist today, and additional laws and regulations may be enacted in the future, which impose environmental, health and safety controls on the storage, use and disposal of certain chemicals and metals used in the manufacture of batteries. Complying with any laws or regulations could require significant time and resources from our technical staff and possible redesign of one or more of our products, which may result in substantial expenditures and delays in the production of one or more of our products, all of which could harm our business and reduce our future profitability. The transportation of certain batteries is regulated both domestically and internationally. Compliance with these regulations, when applicable, increases the cost of producing and delivering our products.

RISK FACTORS

RISKS ASSOCIATED WITH OWNING THE INTERESTS

Our management will have broad discretion over the use of proceeds from this offering.

We expect to use the net proceeds from the sale of the Interests to continue to develop our technology, add key executive personnel, fund our working capital needs, and for other general corporate purposes. Our management will have significant flexibility in applying the net proceeds of this offering. If we fail to apply the net proceeds effectively, our business could be negatively affected.

There is no public market for, and you may be unable to sell, our Interests.

You must bear the economic risks of your investment for an indefinite period of time. The offer and sale of our Interests will not be registered under the Securities Act or under any state securities laws. You will be required to represent that you are purchasing our Interests for your own account for investment purposes and not with a view to resale or distribution. No transfer of our Interests may be made unless the transfer is registered under the Securities Act and applicable state securities laws, or an exemption is available. As a precondition to the effectiveness of any transfer, we may require the transferor to provide us with an opinion of legal counsel stating that the transfer is legal and to pay any costs we incur in connection with the transfer. There is no public trading market for our Interests and a trading market for our Interests may never develop. In addition, Rule 144, which permits the resale, subject to various terms and conditions, of restricted securities after they have been held for one year, does not apply to our Interests, because we are not required to file and we do not file, current reports under the Securities Exchange Act of 1934, as amended. We have no plans to become a reporting company in the foreseeable future.

Some of our existing members can exert control over us, and they may not make decisions that reflect the interests of the Company or other members.

As of March 31, 2018, our officers and managers together controlled approximately 89% of our outstanding voting securities. As a result, these members, if they act together, and certain members acting alone, will be able to exert a significant degree of control over our management and affairs and control matters requiring member approval. In addition, this concentration of ownership may delay or prevent a change in control of the Company. The interests of these members may not always coincide with the interests of the Company or the interests of other members.

In addition, Charles Maslin, our founder and manager, directly or indirectly controls a majority of the voting power of our outstanding voting securities and therefore has the ability to control the outcome of matters submitted to our members for approval, including the election of managers and officers, and any merger, consolidation, or sale of all or substantially all of our assets. Because of the control that Mr. Maslin is able to exert over our outstanding voting securities and the non-voting nature of the Interests sold in this Offering, Mr. Maslin will continue to be able to control all matters submitted to our members for approval. This concentrated control will limit your ability to influence company matters and, as a result, the Company may take actions that you may not view as beneficial.

Investing in private placements like this offering involve significant risks not present in investments in public offerings.

Investing in private placements involves a high degree of risk. Securities sold through private placements are typically not publicly traded and, therefore, are less liquid. Additionally, investors may receive restricted securities that may be subject to holding period requirements. Companies seeking private placement investments tend to be in earlier stages of development and have not yet been fully tested in the public marketplace. Investing in private placements requires high risk tolerance, low liquidity concerns, and long-term commitments. Investors must be able to afford to lose their entire investment. Investment products are not FDIC insured, may lose value, and there is no bank guarantee.

Possible additional issuances will cause dilution.

If we issue additional securities, our members may find their relative percentage ownership of the Company's interests drastically diluted, which means that they would own a smaller percentage of our company. Additionally, the Company may from time to time issue Profit Interests, pursuant to the terms of the Company's operating agreement, to certain service providers of the Company, which would also dilute the relative percentage of ownership interests of each member and result in such member owning a smaller percentage of our company

The offering price in this offering may not represent the value of our securities.

The price of the securities being sold in this offering has been determined based on a number of factors and does not necessarily bear any relationship to our book value, assets, operating results or any other established criteria of value. Prices for our securities may not be indicative of the fair market value of our securities now or in the future.

There can be no assurance of an initial public offering or any other liquidity event.

An investment in the securities involves a very high degree of business and financial risk that can result in substantial losses. No assurance can be given that an initial public offering or other liquidity event will be consummated or that, if consummated, it would result in increased value of the securities sold in this offering.

You may never receive distributions on your investment.

We are not obligated to declare distributions with respect to any of our currently issued and outstanding limited liability company ownership interests. We have no present intention of declaring any cash distributions on any of our currently issued and outstanding securities. For the foreseeable future, we intend to retain our earnings, if any, to finance the growth and development of our business.

We have entered into letter agreements with existing investors.

We are potentially bound by certain letter agreements or "side letters" with existing investors that attempted to modify the existing operating agreement of the Company to provide those investors with certain benefits and rights. We do not think that these letter agreements are enforceable contracts because they were not contemplated and authorized in the operating agreement of the Company based on recent Delaware case law finding that in similar circumstances, letter agreements are unenforceable contracts. Although we do not think that the existing letter agreements are enforceable contracts, a party to one of those agreements may sue the Company in connection with those agreements, including to attempt to enforce its rights as set forth in its letter agreement. Such litigation would put a strain on the Company's resources.

We have not entered into separation agreements containing full releases of claims against the Company with each of our former managers.

While we endeavor to enter into an agreement with each of our former managers providing for the full release of any claims against the Company or any related party arising out of relationship, we did not enter into such an agreement with a former manager of the Company. Due to the absence of a general release of claims, such individual may sue the Company in connection with his prior status, which would require the Company to utilize resources to address such claims.

Thank You.

NEHEMIAH MCCOMBS

Office: +1-646-850-5986
Mobile: +1-646-249-3063
Email: nmccombs@gpcfl.com

GREAT POINT CAPITAL LLC

200 W. Jackson Blvd., Suite 1000
Chicago, IL 60606

www.gpcfl.com

Placement Agent: Great Point Capital, LLC, Chicago, IL, Member FINRA / SIPC

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