



Confidential Information Memorandum

January 31, 2018

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1. Executive Summary

healthy mee

Anywhere, Anytime, Access To Your Health

Priorities
Your Health Comes First

The most important App on your home screen. Your health is at your fingertips with healthy mee.

Your HEALTH at Your Finger Tips

Your One Stop CONNECTION for...
Quality HEALTH, WELLNESS & LIFE

www.healthymee.com

1.1 Company Overview

HealthyMee™ aims to change the face of healthcare by creating a secure platform that enables patients to take charge of their own health. The platform will enable patients to easily access their comprehensive healthcare information in a consumer-friendly, understandable format. In addition, patients will be able to provide feedback to their doctors, thereby becoming a part of their own medical team. The platform will also enable healthcare professionals across multiple fields to use one interface to access a patient's full health history, reducing physician error, allowing effective collaboration across disciplines and lowering costs, all resulting in a higher level of care. The information on the platform will be protected with security similar to that utilized by financial institutions. HealthyMee™ aims to take the complexity of medical information and bring it to consumers and healthcare providers in an engaging and accessible, user-friendly manner, with comprehensive and critical healthcare information available anywhere, anytime, on demand.

1.2 Company Mission Statement

The Company's global mission is to Become the market leading consumer digital health and wellness platform worldwide by transforming the healthcare IT Industry through:

- Providing individuals with the ability to own their personal health information and to empower individuals to manage their health
- Addressing every aspect of healthcare and wellness through the HealthyMee™ proprietary, open access and security protected platform; creating synergies, reducing redundancies and accelerating the flow of vital information across multiple providers
- Transforming and improving the provision of healthcare globally

1.3 Industry Overview

HealthyMee™ operates within the business categories of Electronic Health Records (“EHR”) and Consumer Health. Transparency Market Research has estimated the EHR market in the U.S. alone for 2017 will surpass \$13 billion, with projected compound annual growth exceeding 5% through 2025¹.

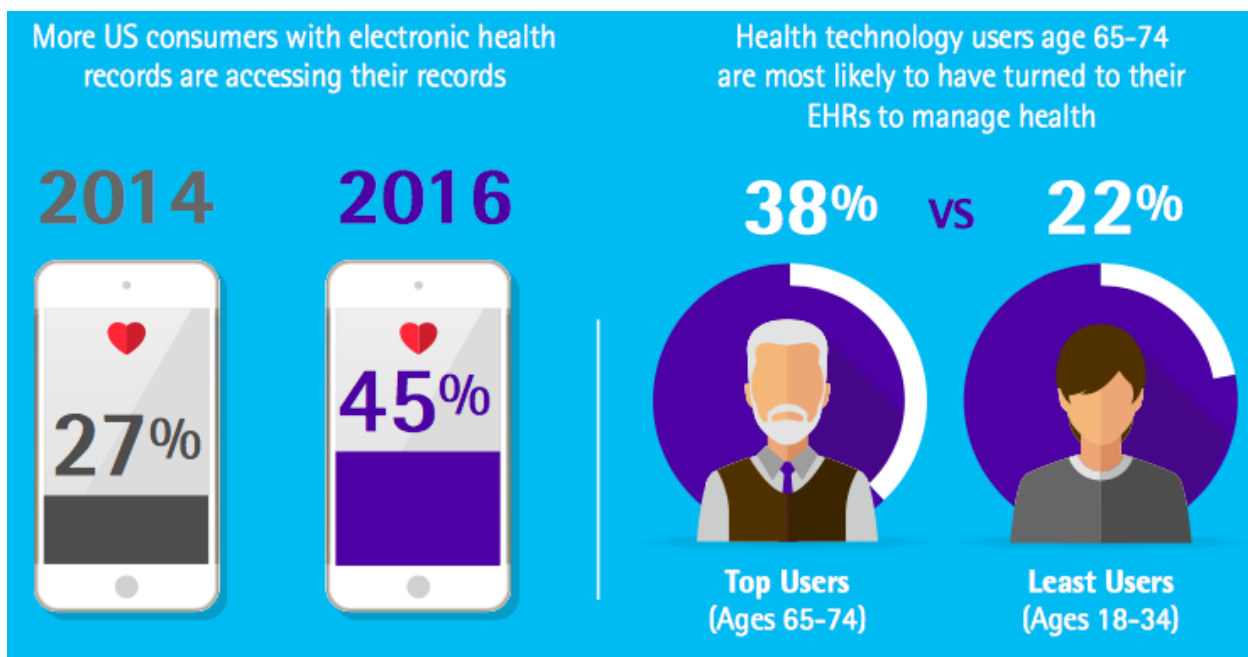
In the current market, consumers and healthcare providers are faced with complex and asymmetrical information. Currently, no single EHR platform exists between all providers or patients, and ownership generally resides with the provider. Moreover, most EHR platforms operate with a hospital/physician/provider focus. To obtain their records, patients must contact providers to request them. The provider is required to relinquish records, but the process is time consuming and cumbersome. Nor is the information delivered in a format that is easy to use and comprehend. Ironically, despite the provider-focus of most EHR systems, providers themselves find these systems difficult to use.

¹ Transparency Market Research. *Global Electronic Health Record Market: Government Sanctions and Incentives Encourage Players, says TMR.* Available at: <https://www.transparencymarketresearch.com/pressrelease/electronic-health-records-market.htm>

HealthyMee™ does not replace existing EHR companies. Rather it interfaces with these companies to create a tool that enables patients and providers to access already existing information. The HealthyMee™ platform is designed to improve both consumer and provider user-experiences and well as to facilitate collaboration between them.

By comparison to the fragmented EHR market, the financial banking system allows instant transfer between accounts held at different institutions. Account balances, transaction history, and performance are tracked in real-time from any internet-connected device. The technology is accepted as secure for the most sensitive transactions and most private accounts. HealthyMee™'s goal is to provide the same level of ease of use and secure interoperability for healthcare institutions and individual consumers.

1.4 Exponential Growth Opportunity

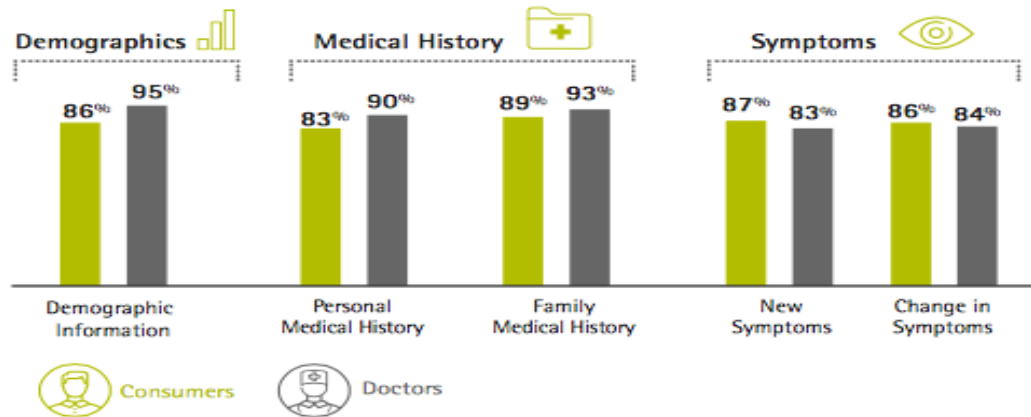


Source: Rock Health

In 2016, consumers adopted digital health tools at a record rate, with 46% of consumers now considered active digital health adopters. Consumer willingness to pay for health expenses and to actively engage in their own health also saw a dramatic threefold increase from 2015². This, alongside the fact that a majority of Americans are interested in obtaining an electronic copy of their health records, and over 20% have asked for or downloaded a copy in recent months, demonstrates the potential high demand for the Company's product. Furthermore, HealthyMee™ will be a first of its kind system that will allow consumers to truly own their health data, with the ability to update and share it in order to achieve better health.

² Rock Health. *Digital Health Consumer Adoption: 2015*.

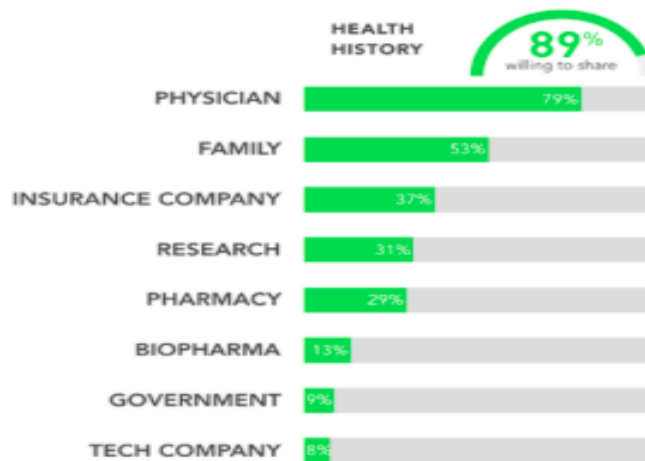
Consumers and doctors agree that patients should be able to update their EHR information



Source: Rock Health

As patient experience is going digital and consumers are leading the way by accessing EHRs and using digital tools (such as wearables and apps) to manage their health, the need for systems such as HealthyMee™ to support this trend is ever increasing.

HEALTH DATA SHARING
Percent willing to share by stakeholder



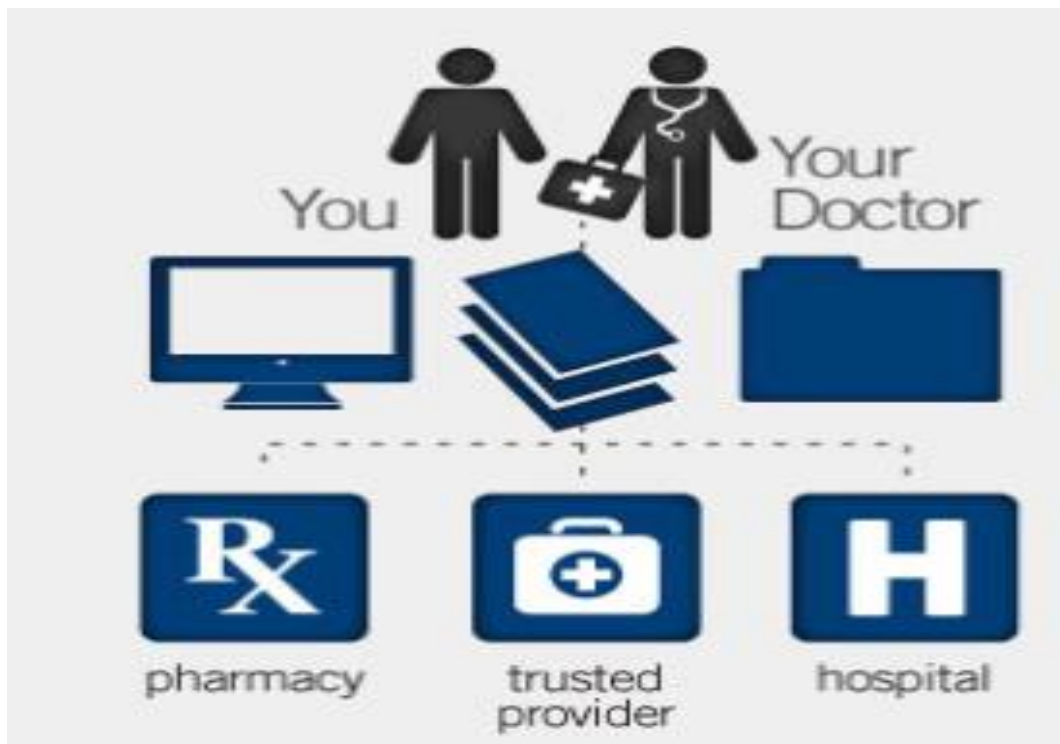
Source: Rock Health

Similar to how Fitbit transformed the wearable’s industry by providing consumers an easily understandable and accessible User Interface (“UI”) that allows them to keep track of exercise and fitness, HealthyMee™ aims to transform the consumer and digital health industry by providing easily understandable and accessible UIs for both patients and their healthcare providers.

1.5 Financial Projections

After the minimum viable product is created, utilizing funds from the issuance of its Series Seed Preferred Stock, the Company will need to raise additional capital. With that additional capital, the Company believes that over the subsequent five-year period revenue will grow to over \$150MM with gross margins expected to remain above 80%. Please see Section 6 below for more detail. The model set forth in Section 6 assumes by the end of such five-year period that the platform will have a total number of approximately 1.6MM users, a tiny fraction of the total number of the patients seen each year in the United States. The model also projects that HealthyMee™ will utilize approximately \$9.4MM over the first two years of such period as it ramps up its product offering and sales engine. The Company will require a talented pool of developers and UI specialists to design and implement many of its features. Post investment the Company has projected that its EBITDA Margin should grow, long-term, to the mid 40% range.

2. Company Overview

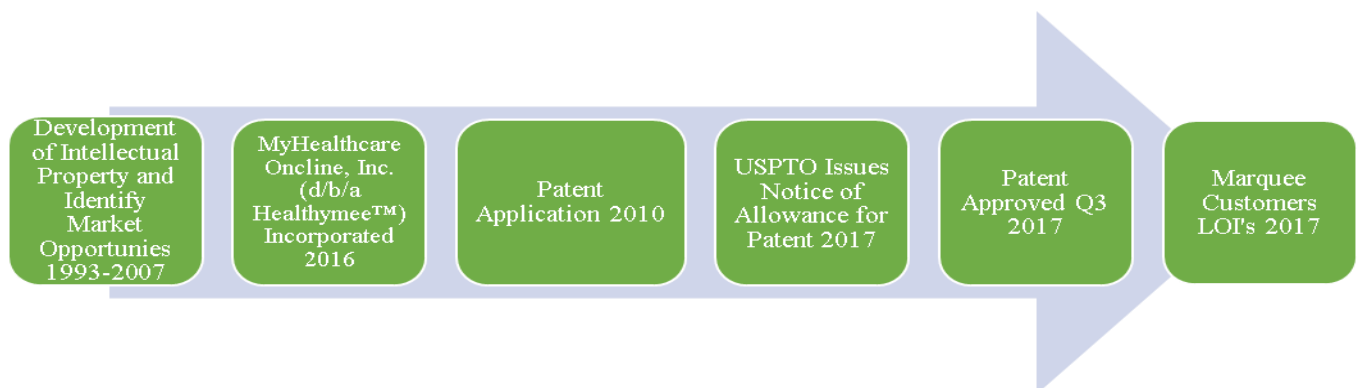


2.1 Company History

The concept for HealthyMee™ was conceived and developed by Gail Bronwyn Lese, M.D., M.B.A., during her medical practice and business career. Starting in 1993, when Dr. Lese was a resident physician at Children’s Hospital Los Angeles, she found herself creating patient records without a clear unified system for doctors or her patients to be able to communicate with each other effectively. While one doctor might have one set of information, another very well could have another set unknown to the first doctor, with the patient unable to access any of this information. This results in doctors lacking efficient access to complete real-time information that would ensure the delivery of optimal healthcare. Despite significant information technology advances in other industries that have empowered end-users, healthcare continues to lag significantly behind. As a result of these experiences, Dr. Lese saw the need for an integrated user-friendly platform that serves the comprehensive needs of patients and healthcare providers alike. Such a platform would allow a patient to quickly understand their health status and to update and share information with their healthcare providers. The platform would provide access for healthcare providers to all of a patient’s information, improving outcomes and reducing physician error. Even as the technology developed that could make her vision a reality, the suite of tools Dr. Lese envisioned has not been built. This led her to establish MyHealthcare Online, Inc., d/b/a HealthyMee™ in 2016 to meet this critical need. The Company’s founding team, whose members have deep expertise in technological and healthcare innovation (please see management biographies in Section 7), have been working together since the inception of the Company.

2.2 Intellectual Property

The U.S. Patent No. 9,760,962, patents-pending globally and trademarks used by the Company have all been invented and developed by Dr. Lese starting in 1993 and have been personally financed by Dr. Lese in all global jurisdictions. All intellectual property (“IP”) is domiciled with Everything Success IP LLC. Everything Success IP LLC is wholly-owned by Dr. Lese. Everything Success IP LLC and My Healthcare Online, Inc. are entering into an exclusive worldwide license for the Company to utilize all of the Everything Success IP LLC intellectual property in the field of Electronic Health Records for a license fee of 5.3% of gross revenue.



3. Product Overview

3.1 Introduction

HealthyMee™ intends to create the first secure, patent-protected patient-centric healthcare interface that allows patients to easily access their medical records and enables doctors across multiple fields to access a patients' full medical history in one location. HealthyMee™ will take complicated and dispersed medical information and through a unique UI allow patients a simple single point of access to all of their medical records in a clear and understandable format, just as many people can currently log into a system to see all of their financial information. The problem HealthyMee™ intends to solve is truly painful and the opportunity is huge. The user experience of current EHR systems is poor. The two critical end-user customers, healthcare providers and patients, only utilize them because they have to, not because they have engaging user experiences.

HealthyMee™ will take the complexity of medical information and repackage it for patients in an engaging, easily understandable manner. By using a comprehensive system to collect all of the patients' medical records, patients and healthcare providers alike will have any-time on-demand access to all their medical information in one location. In addition, patients will be able to provide feedback to their doctors, thereby becoming a part of their own medical team.

Not only do current systems fail to adequately serve the needs of consumers, they fail to serve the needs of healthcare providers as well, as reflected in comments from physicians:

Most systems today are not designed around clinical care. They are set to comply with the federal regulations and with policymakers as opposed to actual physician-patient care.

It's been a nightmare for us. Because of the way these meaningful use requirements are set out there isn't really a patient portal that is efficient.

The designers of the EHR software seem to labor under the delusion that to have more data is equivalent to having more useful and actionable information. There are just so many things that seem poorly designed or incomplete in current EHRs.

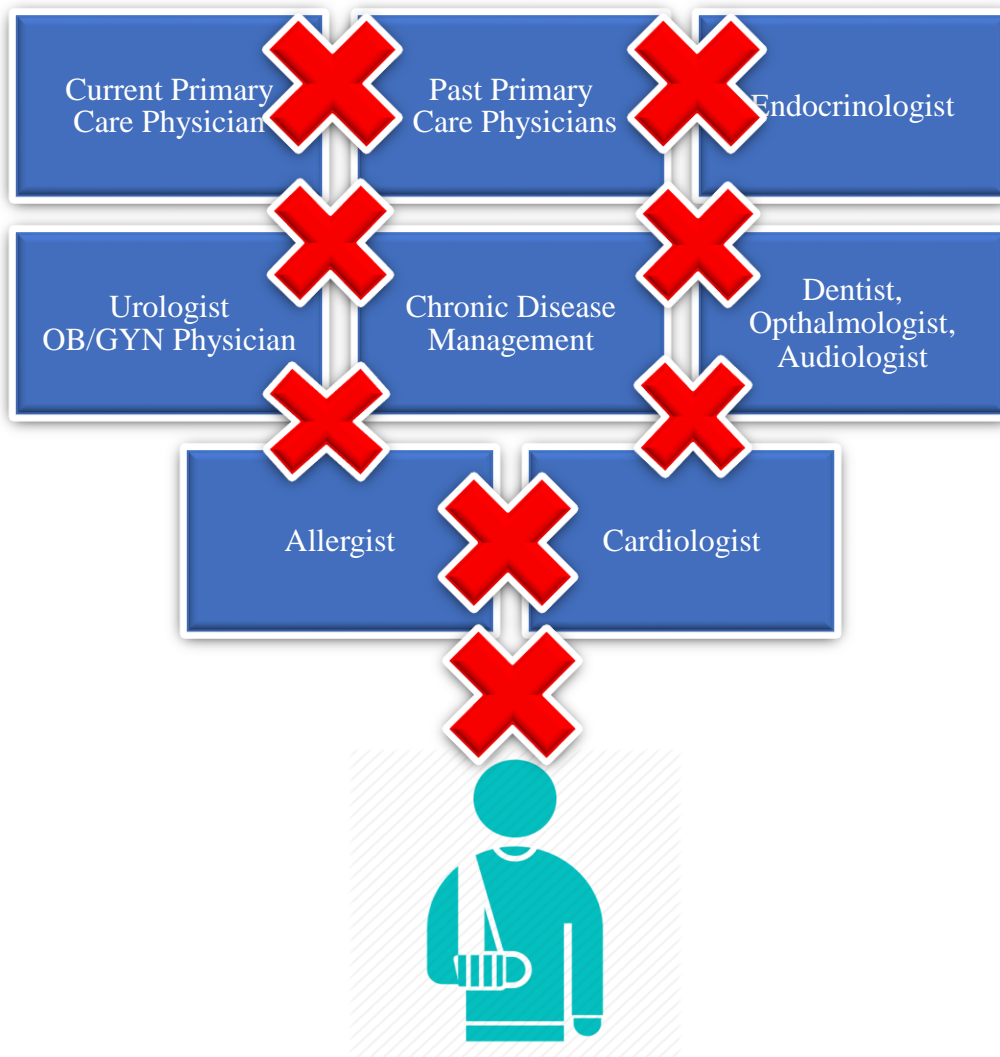
I probably spend an extra eight to 10 hours per week just navigating the chart, the documentation, electronic prescriptions, patient communication — that used to be a lot quicker before these current EHR systems.

Source: Comments submitted by doctors to the AMA's Break the Red Tape Town Hall event; compiled by Max Green | October 02, 2015

From a doctor standpoint, the EHR systems that exist today are not presented in an easy-to-read or uniform manner. If a doctor is not on the same system as a patient's other doctors, he or she call and request records and go through a logistical maze to retrieve them. Moreover, it is uncertain whether the records accessed are adequately comprehensive and complete. As a bridge between EHR systems, the platform will enable doctors to access all relevant information in one location. In addition, it will enable doctors to collaborate more effectively across medical disciplines, thereby providing a higher level of care to their patients. Furthermore, the doctor will be able to get real-time feedback from their patients.

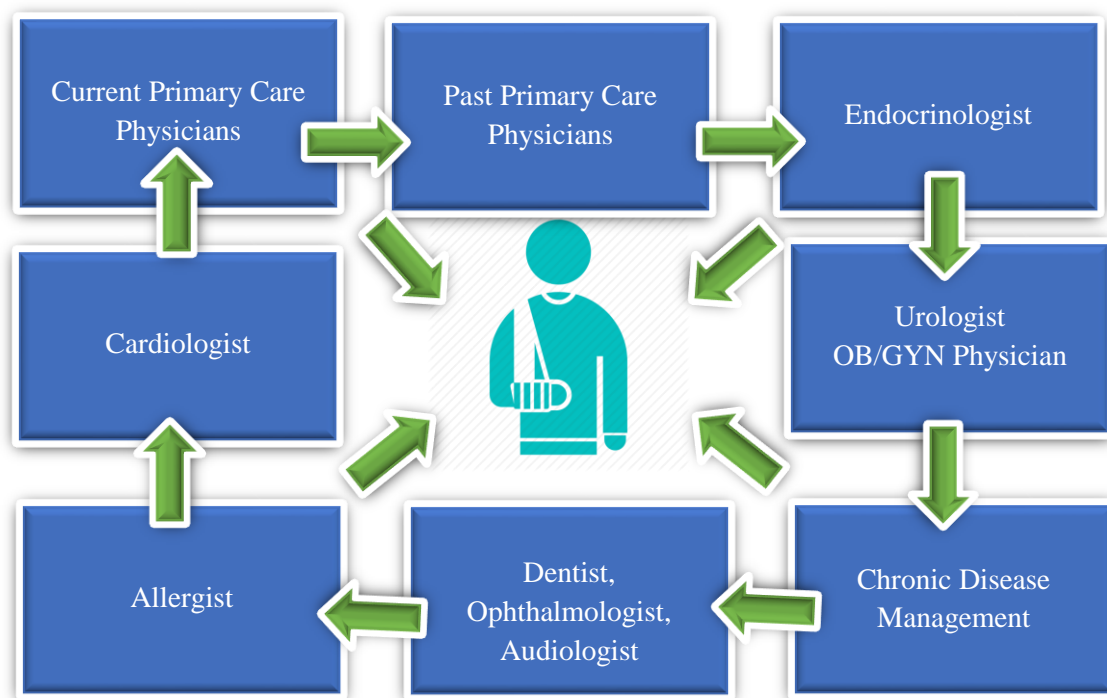
3.2 The HealthyMee™ Solution - Competitive Advantages

Using current EHR systems, medical professionals are often prevented from seeing and assimilating the information necessary to do their respective jobs correctly. And enabling cooperation is a major logistical challenge. Furthermore, patients do not have one location where they can easily access all of their medical information, let alone having such information presented in a useful manner.



Now imagine that you as the patient can log into a secure portal and retrieve all necessary medical information, in a format and language that is engaging, accessible, and comprehensible so that you can participate in your own care.

As a doctor, you can now ask your patient for their credential to log into the HealthyMee™ system and see a patient's medical history without having to go through a complicated system. In addition, because the system is intended to be backwards compatible with existing EHR solutions, healthcare providers and institutions will not have to make wholesale changes to their existing systems.



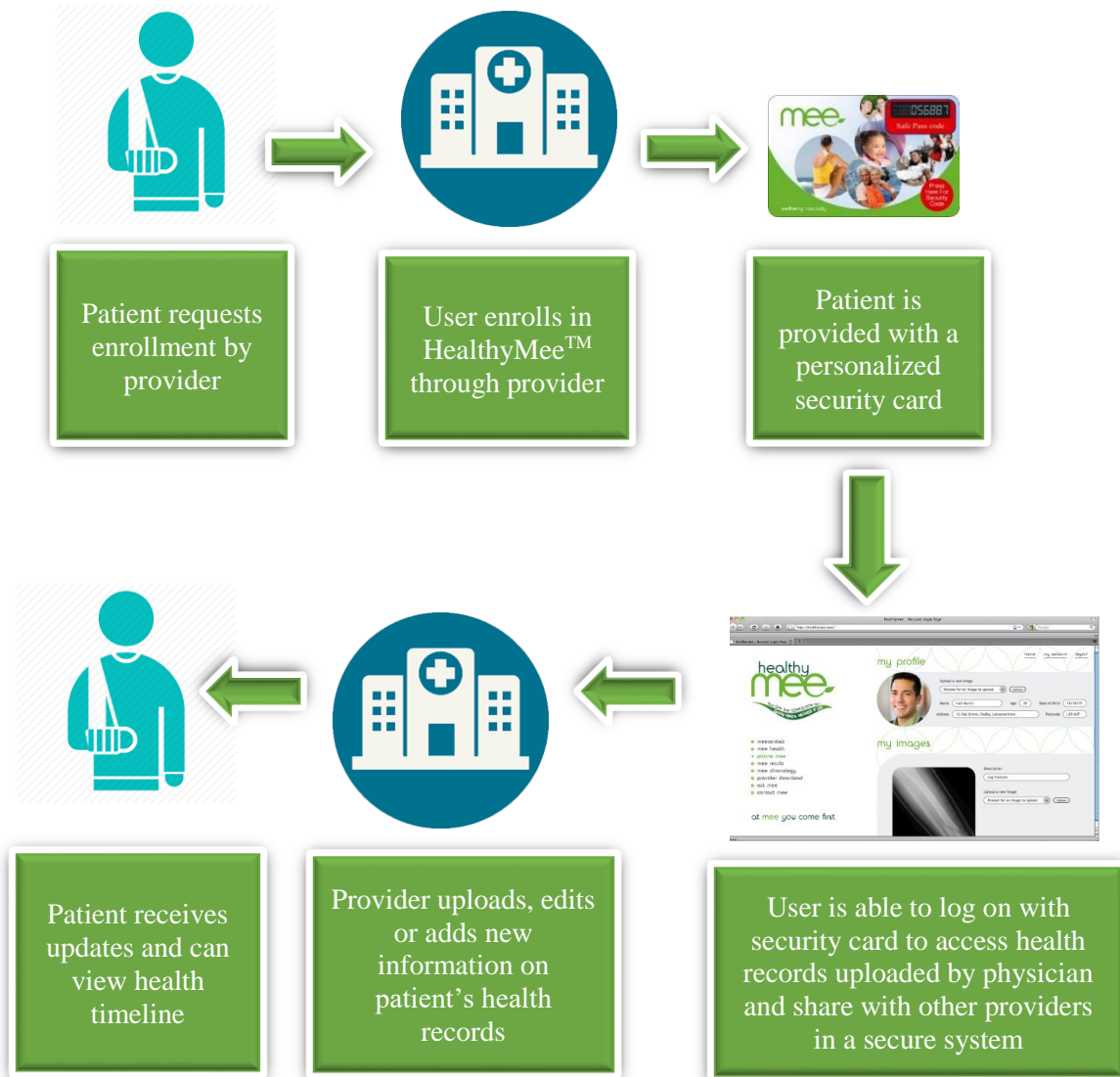
3.3 HealthyMee™ Distinguishing Features:

- With comprehensive, accurate and updated information, medical errors are reduced, and healthcare is improved.
- Information sharing reduces duplicate testing, saving patients and providers time, money and unnecessary duplicative procedures.
- Optimized information access improves prescribing medication accuracy, safety and reliability.
- Promoting patient participation encourages healthier lifestyles and more frequent and effective preventative care.

- More complete information yields more accurate diagnoses and improves health outcomes.

The HealthyMee™ system makes healthcare provision more efficient and less costly, making its implementation a good investment for our nation’s healthcare and global healthcare provision.

3.4 How it Works



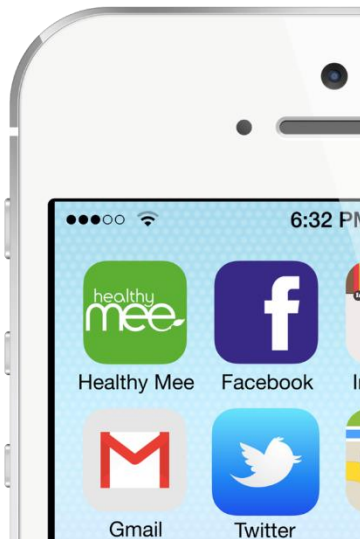
Security Features Patent Protected



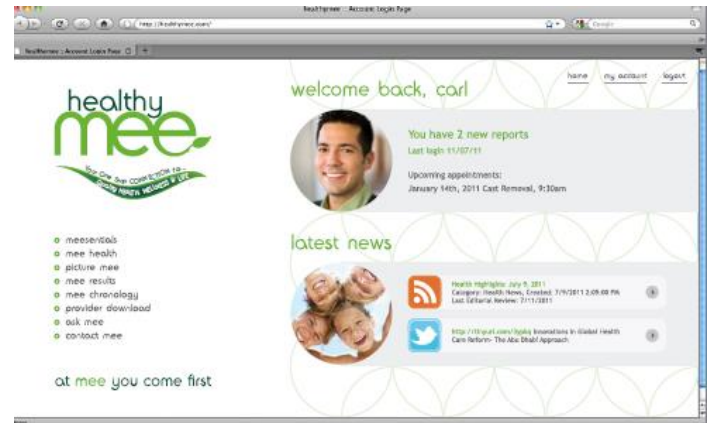
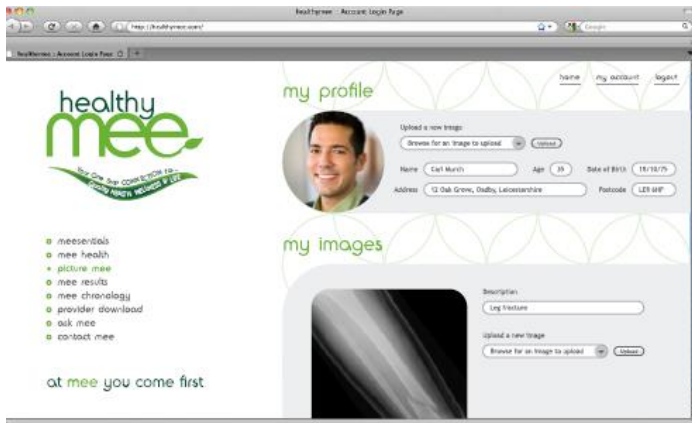
securemee

is a user-friendly, patent-protected, encrypted password generating tool that provides support to a two-level security authentication system developed according to industry encryption standards. A simple wallet-sized card ensures ease of use by generating a one-time security code which can be entered anywhere via mobile devices/apps. Both patients and healthcare providers will have unique logon I.D.'s for role-based HealthyMee™ access.

HealthyMee™ is All About the User Experience (UX)



User Experience (UX) is the single most crucial feature when it comes to digital landscape. The HealthyMee™ proprietary UX and brands will define how the user feels and thinks about their own comprehensive health and wellness needs. The uniquely consumer focused HealthyMee™ platform is about making health and wellness information easy to use and understand.



The HealthyMee Brand



Brands in the digital age are more important than ever before. Brands are psychology and science brought together as a “promise mark” as opposed to a trademark. Products have life cycles. Brands outlive products. Brands convey a uniform quality, credibility and experience. The HealthyMee™ proprietary system is based on a family of brands that are designed to evoke knowledge, radiance, wellbeing, caring and active living.

mee the brand

mee is a family health & wellness, lifestyle brand.

Our values form a foundation from which to build and benchmark our brand against.

- Trust** we are medical people
- Knowledge** with a broad knowledge
- Radiance** on radiant health & wellness.
- Wellbeing** we promote positive, happy and family - friendly values
- Caring** from children to adults
- Living** with active lifestyles.



Compatibility with Existing Systems

A key feature of the system will be that providers will not have to change their existing EHR systems. The Company intends to create application programming interface (API) bridges to connect with all of the major EHR systems including (but not limited to): EPIC, Allscripts, ClinicWorks and Cerner. This allows providers to begin using the system immediately without the added cost and time required to switch to a new system.

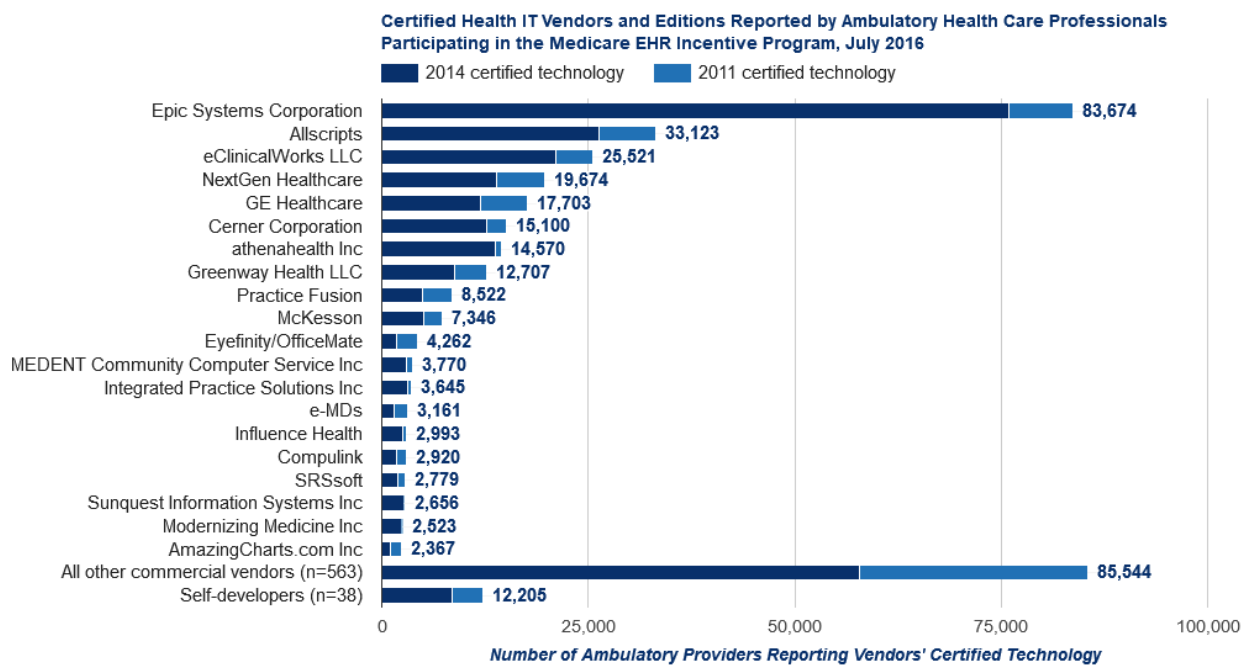
4. Sales and Development Strategy

The Company envisions selling the product directly to patients through agreements with large providers. As an example, the Company is currently in discussions with Massachusetts Eye and Ear / Massachusetts General Hospital, whereby patients who receive services will receive HealthyMee™

subscriptions so that patients will be able to manage their ophthalmological health in collaboration with their doctors.

Product development will initially focus on one practice area, incorporating other fields as development progresses. This would also enable the Company to use one health vertical as a pilot in a live environment, to test and refine the platform. The Company can then leverage what is learned during the pilot phase, and the refinements made as a result, to move onto development and implementation of the larger platform, which will operate across multiple specialties. Capitalizing on its relationship with top ophthalmologists at Massachusetts Eye and Ear / Massachusetts General Hospital, the Company anticipates that the first medical practice area incorporated into the platform will be ophthalmology. Ophthalmologic patients today do not have the ability to securely access all of their health records related to their vision, in a user-friendly design. The plan is that after logging into the HealthyMee™ secure platform, they will be able to see, amongst other things, their vision history, sight changes, and retinal views across time. The Company expects to offer subscriptions to patients undergoing these treatments at Massachusetts Eye and Ear / Massachusetts General Hospital.








5. Competitive Landscape and Potential Partners



HealthyMee™ is not a direct competitor to EHR companies, instead it is adjunctive as an important user interface which is intended to integrate with existing systems, allowing access to already existing information.

Management believes that there are currently no comparable direct competitors in the market place. HealthyMee™'s platform takes into account both healthcare providers and the patient in order to improve

their individual user experiences as well as to facilitate the collaboration between them. . Current approaches in the marketplace have key weaknesses.

EXAMPLE	BUSINESS	DIFFERENTIATORS
	Free EHR software	<ul style="list-style-type: none"> • Sub-optimal secure access • Doctor is customer
	Mobile Health Platform	<ul style="list-style-type: none"> • Sub-optimal secure access • Focused on clinical trials and pharmacovigilance
	Statewide health information network of New York	<ul style="list-style-type: none"> • Sub-optimal secure access • Use limited to restricted geographic area and provider network
	HER provider	<ul style="list-style-type: none"> • Sub-optimal secure access • Focus on provider practice management
	Licensed EHR software	<ul style="list-style-type: none"> • Sub-optimal secure access • Poor user experience • Health business is customer
	Free and Open EHR	<ul style="list-style-type: none"> • Sub-optimal secure access • Cumbersome user experience
	Proprietary, open access, security protected healthcare management platform	<ul style="list-style-type: none"> • Patented, encrypted-password-generating, two-factor security (like financial institutions) • First class user experience for patients and healthcare providers • Customer acquisition strategy • Sustainable business model • EHR platform agnostic

6. Financials & Projections

The following projections are based on development of a successful minimum viable product followed by at least one additional capital raise. The projections further assume that the medical institutions with whom the Company enters into contractual relationships will offer the program to their patients and that a certain percentage of patients will adapt the platform. In addition, patients will have a choice to renew each year thereafter. This model is based on a patient adoption rate of 15% of users, with a renewal rate of just 50%. The numbers below represent what management believes is a conservative case. For example, in a recent meeting with one of the largest hospitals in Massachusetts, executives at the hospital have represented that

in just two departments the Company might be able to acquire 200,000 patient-users per year at a price that is three times the amount assumed in the projections below. Based on these conservative assumptions, the Company believes that it can grow to over \$150MM in revenue in approximately 5 years after completion of the minimum viable product.

The cost of goods sold (“COGS”) are relatively minimal. There are licensing fees related to use of the trademarks and other intellectual property. Other material costs are related to data storage, security, and the actual manufacturing of the secure cards. The COGS of the Company are expected to rise as its need for secure storage will increase. However, the gross profit margin for the Company is expected to remain in the 80% range.

	Year 1	Year 2	Year 3	Year 4	Year 5
Revenue					
Number of New Institutions	3	30	54	100	149
Potential Users per Institution	20,000	25,000	42,500	50,000	57,500
% of patient subscriptions	15.0%	15.0%	15.0%	15.0%	15.0%
Number of New Subscribers	9,000	112,500	344,250	750,000	1,285,125
Number of Potential Renewals	-	9,000	117,000	378,000	890,250
% of Subscribers Renewing	50.0%	50.0%	50.0%	50.0%	50.0%
Total Number of Renewing Subscribers	-	4,500	58,500	189,000	445,125
Total Number of Subscribers	9,000	117,000	378,000	890,250	1,652,625
Price Per Subscription	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100
Total Revenue	\$ 900,000	\$ 11,700,000	\$ 37,800,000	\$ 89,025,000	\$ 165,262,500
Cost of Goods Sold					
HealthMEE trademark Licensing	\$ 17,550	\$ 228,150	\$ 737,100	\$ 1,735,988	\$ 3,222,619
Secure Patent License	22,500	292,500	945,000	2,225,625	4,131,563
Cloud Service Provider	45,000	585,000	2,835,000	6,676,875	12,394,688
Cost for Secure Cards	18,000	225,000	639,000	1,402,500	2,415,000
Total Cost of Goods Sold	\$ 103,050	\$ 1,330,650	\$ 5,156,100	\$ 12,040,988	\$ 22,163,869
Gross Profit	\$ 796,950	\$ 10,369,350	\$ 32,643,900	\$ 76,984,013	\$ 143,098,631
<i>Gross Profit Margin</i>	<i>88.6%</i>	<i>88.6%</i>	<i>86.4%</i>	<i>86.5%</i>	<i>86.6%</i>

Selling, General & Administration	Year 1	Year 2	Year 3	Year 4	Year 5
Employee Headcount					
C-Level Executives	\$ 1,032,500	\$ 1,204,500	\$ 1,445,400	\$ 1,734,480	\$ 2,081,376
Sales	116,667	478,750	743,250	1,020,650	1,277,280
Marketing	158,333	375,000	450,000	540,000	648,000
Development	764,167	1,983,000	3,834,183	6,268,687	8,738,174
General Admin Support	597,917	1,118,333	1,456,167	1,778,400	2,134,080
Total Employee Costs	\$ 2,669,583	\$ 5,159,583	\$ 7,929,000	\$ 11,342,217	\$ 14,878,910
Benefits					
Benefits	\$ 800,875	\$ 1,547,875	\$ 2,378,700	\$ 3,402,665	\$ 4,463,673
Employee Commissions	27,000	351,000	1,134,000	2,670,750	4,957,875
Commission to Institutions	180,000	2,340,000	7,560,000	17,805,000	33,052,500
Total Benefits	\$ 1,007,875	\$ 4,238,875	\$ 11,072,700	\$ 23,878,415	\$ 42,474,048
Total Other Administration Costs	\$ 2,960,000	\$ 4,440,000	\$ 6,660,000	\$ 9,990,000	\$ 14,985,000
Total Selling General & Administratio	6,637,458	13,838,458	25,661,700	45,210,632	72,337,958
EBITDA	(5,840,508)	(3,469,108)	6,982,200	31,773,381	70,760,673
<i>EBITDA Margin</i>	<i>NM</i>	<i>NM</i>	18.5%	35.7%	42.8%

The Company's Selling General and Administrative ("SG&A") costs will grow to reflect the growth in business. Company overall headcount is projected to be almost 100 full time employees by the end of year five. The largest expense, however, is the commission paid to the healthcare providers for patient referrals. Management believes that such commissions will likely in the range of 20% of revenue. By the end of year five, it is expected that the Company will be running an EBITDA margin in the mid 40% range.

7. Management

Gail Bronwyn Lese, M.D., M.B.A. Founder and CEO

Dr. Lese is the Founder and Chief Executive Officer of HealthyMee™.

Dr. Lese has a distinguished track record in finance and medicine. As the Fund Manager of the \$100 million Fidelity Select Food and Agriculture Portfolio, Dr. Lese led the fund to achieving one of the highest absolute returns in the United States (within nine months of assuming leadership of the fund), during one of the worst financial market declines in United States history. The fund was identified by *BusinessWeek* as one of "The Best Mutual Funds" (October 8, 2001). Dr. Lese outperformed the S&P 500 by 29.3% during her tenure as fund manager, with beta=0.20. The *Morningstar* fund rating was raised to the highest rating of 5 Stars from 3 Stars (3-year performance) during her leadership.

Dr. Lese earned a Master in Business Administration from Harvard Business School, a Doctor in Medicine from Cornell University Medical College, and she is a Phi Beta Kappa graduate of Lehigh University, earning a Bachelor of Arts with Honors in Philosophy and Biology. Prior to entering the investment profession, Dr. Lese practiced medicine in Los Angeles. She did her medical training in Pediatric Medicine and Pediatric Neurological Surgery at the Children's Hospital of Los Angeles. Dr.

Lese has conducted medical and policy research that has received national and international acclaim and she has been an invited speaker at national and international medical meetings. Her research has been published in leading medical journals including: *Neurosurgery*, *Archives of Neurology*, and the *European Journal of Pediatric Surgery*.

Dr. Lese has a deep commitment to public service and volunteerism. Her extensive volunteer service has included serving on the board of directors of the Foundation for Gender Equality, the Mass Mentoring Partnership, the American Red Cross and Big Brothers Big Sisters of Cape Cod; tutoring and mentoring students in the Boston, Los Angeles, and New York public school systems; founding multiple community service programs including an after-school program at one of the largest high schools in Massachusetts and a scholarship program to help economically disadvantaged students attend college; service as a volunteer physician at the L.A. Free Clinic; and helping to procure and grant wishes for terminally ill children with the Make a Wish Foundation. As a result of her distinguished leadership and impact in public service, Dr. Lese was named a Warm2Kids Leader Role Model. She is a member of the Young Presidents' Organization, YPO New York City Chapter, having previously been a member of the YPO London Chapter.

David Friend

Founder Investor and Senior Advisor

Mr. Friend is Co-founder of Wasabi, and has started, built, led and sold five successful technology companies. Wasabi is the revolutionary hot storage company that does cloud storage, faster, cheaper and more securely than anyone else. Wasabi's mission is to make cloud storage a simple, open-standard commodity, much like electricity. Most recently, he co-founded Carbonite, one of the world's leading cloud backup companies. Carbonite is the number one choice in data backup, backing up hundreds of millions of new files every day using technology that he and his team created. It was his shared vision for a next generation cloud storage architecture that gave birth to Wasabi storage.

Previously, Mr. Friend founded Computer Pictures, Corp., an early player in computer graphics, followed by: Pilot Software, which pioneered multidimensional databases for crunching large amounts of customer data for companies like McDonalds, Sears, Burger King, JC Penney, and other retail giants; Faxnet, which became the world's largest provider of fax-to-email services; and Sonexis, a leading provider of VoIP conferencing. Mr. Friend also co-founded ARP Instruments, an important manufacturer of synthesizers for rock bands. He spent 10 years working with leading musicians of the day, including Stevie Wonder, Pete Townsend of the Who, Led Zeppelin, and dozens of others.

Mr. Friend is a respected philanthropist and supporter of the arts in Boston. Mr. Friend is on the board of Berklee College of Music which has a concert hall named for him. He is also President of the board of Boston Baroque, an orchestra and chorus that has received 7 Grammy nominations, and he has served on the board of the Brookings Institution in Washington, DC, for over 15 years. He is an avid mineral and gem collector and donated the Friend Gem and Mineral Hall at the Yale Peabody Museum of Natural History. In the tech space, he has served on numerous private and public boards.

Samrat Kulkarni
Chief Technology Officer

Samrat Kulkarni is a Data Science and Management Practice Leader at Nokia Bell Labs (formerly AT&T Bell Laboratories, Bell Telephone Laboratories and Bell Labs), the historic American scientific development company, internationally-recognized for its Noble Prize winning, leading-edge technology experts.

Mr. Kulkarni is credited with the development of cutting-edge predictive data analytic techniques and information technology based on his expertise in artificial intelligence and machine learning. He has over 15 years of experience in technology and driving multi-billion-dollar transformation projects for global telecom operators. He has led global projects in over fifteen countries, in both developed and developing economies, working closely with the C-suite of leading operators.

Mr. Kulkarni has led, designed, and implemented technology projects for major global customers in broad-ranging areas of technology, including: mobile app development and lifecycle models by mining iOS data for millions of apps across five genres, identifying and implementing critical features. He has performed comprehensive modeling and analysis in the areas of primary market research, cost optimization, network transformation, operations analysis, and data monetization.

Mr. Kulkarni holds a M.Sc. degree in Data Science/Business Analytics (NYU Stern), as well as a M.Sc. degree in Electrical & Computer Engineering from Purdue University. His work has been published in professional journals and he actively participates in state-of-the-art Data Science conferences, including MLConf, Strata & Hadoop World, ODSC and Spark Summit.

Roberto Pineda II, M.D.
Chief Medical Officer and Director

Dr. Roberto Pineda is a global leader in Ophthalmology. He is the Director of Refractive Surgery on the Keratorefractive Surgery Service at Massachusetts Eye and Ear Hospital (MEE). He serves on the American Academy of Ophthalmology's Ethics Committee and the Practicing Ophthalmology Committee (POC), Cataract Section. Dr. Pineda previously served as the Division Chief of Ophthalmology at the Brigham and Women's Hospital and Director of the Anterior Segment Fellowship as well as Director of Refractive Surgery for Harvard Vanguard Medical Associates which he helped to establish in 1996. Dr. Pineda is often referred to as the "doctor's doctor" operating on many of the Harvard Medical School faculty and their families. Additionally, Dr. Pineda has established two longitudinal clinical sites in Ethiopia and Sudan. Global medicine is an important part of his practice, serving as the Director of the International Council of Ophthalmology (ICO) fellowship at MEE and also as an advisor for the Harvard College Chapter of Unite for Sight. Furthermore, Dr. Pineda serves as a Board Member of Visionaries International, a non-profit organization whose aim is to train corneal surgeons in developing countries. He also has a leadership position participating annually with ORBIS International, teaching ophthalmologists the latest surgical techniques. He has been a pioneer in bringing new techniques and technology to MEE and the New England region including: conductive keratoplasty, Intacs with Intralase for keratoconus and DLEK, DSEK, and DALK (novel lamellar corneal

transplantation). Furthermore, he has major teaching responsibilities which include the Harvard Medical School medical students, MEE ophthalmology residents and cornea fellows.

Dr. Pineda is the recipient of numerous awards of distinction, including: the prestigious Harvard Medical School Teacher of the Year Award, the Academy of Ophthalmology's Achievement Award, the Department of Ophthalmology at MEE Medical Staff Recognition Award, and the Partners in Excellence Award- United Arab Emirates Project Team. Dr. Pineda has been consistently named one of the Best Doctors in America and the Best of Boston in Ophthalmology.

Charles H. Baker

Advisor

Charles Baker is Co-Chair of O'Melveny's Sports Industry Group. His corporate practice encompasses mergers and acquisitions, private equity, and venture capital transactions, with a core focus in the sports, media and consumer sectors. Mr. Baker has represented buyers and sellers of sports franchises in the National Football League, National Basketball Association, National Hockey League, Major League Baseball, Major League Soccer and many of the European football leagues. He has been featured by dozens of national publications and other media outlets as a thought leader in the fields of sports and entertainment law, and is also a frequent public speaker on those topics. He has also been recognized nationally for sports law in the last six editions of *Chambers USA: America's Leading Lawyers for Business*, by *Law360* in 2015 and 2016 for his stellar M&A and sports law work, and by the *Global M&A Network* for his work on the sale of the Atlanta Hawks NBA team, naming it the "2015 USA Deal of the Year" at its prestigious M&A Atlas Awards. In 2016, he was featured in *Sports Business Journal's* "Power Players: Sports Lawyers & Outside Counsel" 2016 list.

Mr. Baker holds a J.D. from Cornell University, is a Distinguished Lecturer at NYU's Tisch Institute for Sports Management, Media, and Business. He is also a member of the University of Miami School of Law's Entertainment, Arts, and Sports Law board. Baker also served as a staff associate for former Senator Bill Bradley. He is active at the board level with the March of Dimes, the Challenged Athletes Foundation, the Leukemia & Lymphoma Society, and USA Triathlon.

John Flanagan

Advisor

John Flanagan has served as a Director of St. Elizabeth's Medical Center in Brighton Massachusetts since 1996. Mr. Flanagan has been a practicing attorney for 35 years, alternating between public service and private practice. He began his career as an Assistant District Attorney in Suffolk County, MA from 1982 to 1986, and served as Special Assistant District Attorney in Bristol County, MA from 1995 to 2000. In the interim and thereafter he continued in private practice, and has been a partner or owner since 1998.

Mr. Flanagan holds a J.D. from New England Law School and a B.A. in political science from Fairfield University. He currently also serves on the Board of Directors of the Boston College HS Alumni Association.

Sharon Hawkins
Advisor

Sharon Hawkins is the Owner and Chief Executive of the South Street Beautification Trust, a real estate investment private company. As a successful entrepreneur, Ms. Hawkins has founded or led a number of enterprises in the real estate, insurance, restaurant, and retail industries. Most recently, Ms. Hawkins was the Senior Vice President of Dowling & O'Neill Insurance Agency, one of the Northeastern United States' oldest and largest independent insurance agencies. As a Certified Insurance Counselor, Ms. Hawkins served her clients' needs in property, casualty, and financial planning.

Ms. Hawkins is dedicated to Corporate and Philanthropic Board service and she is committed to giving back through philanthropy, dedicated service, and mentorship. Her Board of Directors' service has included serving as: Chairman of the Board of the American Red Cross, Mass Southeast Council; Chairman of the Board of the Greater Hyannis Area Chamber of Commerce; Board Member and Campaign Chair, United Way of Cape Cod; and Board Member of Cape Cod Child Development. As a result of her impact and leadership, Ms. Hawkins has been the recipient of numerous awards, including the prestigious John F. Kennedy, Jr. Community Service Award and the Business and Professional Women Cape Cod Woman of the Year Award.

Ms. Hawkins is a graduate of McGill University, earning an Associate's Degree from McDonald College. Ms. Hawkins is often sought out as a leading speaker regarding Entrepreneurship, Women in Business, Board Service, and Social Impact Investing.

Ed Schifman
Advisor

Ed Schifman is currently President and CEO of Veco Holdings, LLC, a group of companies focused on investments in real estate, railcar leasing, aircraft leasing, early stage ventures, and operating companies.

Early in Mr. Schifman's career he specialized in new product development for Aladdin Industries and Kenner Products, and was responsible for iconic product lines such as Play Doh and Spirograph. Working with George Lucas, Ed was responsible for the initial development of all Star Wars toys, characters and affiliated products, growing a business from scratch of over \$365,000,000 in less than two years. In 1981, Mr. Schifman joined Interconnect Devices, Inc. (IDI), becoming President and CEO in 1984. Under his leadership, IDI, and its wholly-owned subsidiary Synergetix, built businesses centered on the use of high quality spring contact probes in a variety of applications. Both companies grew to become the largest of their kind in the industry, with offices in every major industrialized country in the world. In 2005 Ed joined Cerner Corporation, serving as Vice President of Device Innovation at Cerner Corporation, where he focused on developing hardware-related medical devices and products.

Mr. Schifman has been recognized as regional Entrepreneur of the Year, Exporter of the Year for the State of Kansas, and the SBA Small Business Person of the Year for the State of Kansas. Kansas City business leaders named him one of Kansas City's Up and Comers and he is the recipient of the most recent Future of Business Award for the Kansas City business

community. Ed is involved in the Industrial Designers Society of America and the World Presidents Organization. He has been a board member of Commerce Bank and the University of Kansas School of Business. He is also a board or advisory board member of several privately held companies.

Mr. Schiffman graduated magna cum laude from the University of Kansas with a BFA, with a major in industrial design and a minor in marketing. He is also an alumnus of the Harvard Business School Presidents Program.

Lise Van Susteren, MD
Advisor

Dr. Lise Van Susteren is a practicing psychiatrist, environmental activist, commentator, philanthropist and entrepreneur. Dr. Van Susteren is board certified in both general and forensic psychiatry. In addition to her private medical practice, she has served as a consultant to the Central Intelligence Agency, conducting psychological assessments of world leaders, and as an Assistant Clinical Professor of Psychiatry at Georgetown University Department of Psychiatry. Among her many charitable medical activities, Dr. Van Susteren has volunteered with Physicians for Human Rights, evaluating and testifying on behalf of torture victims seeking political asylum in the United States. In 1984 she co-founded Friends of St. Elizabeths, a non-profit organization dedicated to the humane treatment of the mentally ill and the historic preservation of St. Elizabeth's Hospital in Washington D.C. Among her writings published in professional journals include articles on the insanity defense, PTSD, and psychiatric abandonment. Dr. Van Susteren is also a frequent television commentator, publishes a blog at the Huffington Post, and hosted a weekly radio segment on WTNT – 570 AM called “The Doctor is In.”

In 2006 Dr. Van Susteren received training from Al Gore at the The Climate Project. She joined the organization's board of directors in 2009. She is a frequent speaker about the impacts of climate change, with a focus on its health and psychological impacts. She has served on the advisory board of the Center for Health and Global Environment at Harvard Medical School, and on the board of directors of the National Wildlife Federation and the Chesapeake Climate Action Network. In 2011 Dr. Van Susteren co-founded “Interfaith Moral Action on Climate”, a multi-faith coalition dedicated to speaking out against climate change.

Dr. Van Susteren is the founder and CEO of Lucky Planet Foods, a company dedicated to providing low-carbon, plant-based, healthy foods for sustainable living.

Dr. Van Susteren received her medical degree in 1982 from the University of Paris. She interned at the Hospital St. Anne, the American Hospital of Paris and at the Hospital Tokoin in Lomé, Togo. She completed her residency training in psychiatry at St. Elizabeth's Hospital in Washington, D.C.

Dr. Van Susteren is married to Jonathan Kempner, President of Tiger 21, headquartered in New York City. Mr. Kempner is the former President and CEO of the Mortgage Bankers Association and the National Multi Housing Council. They have three daughters. Dr. Van Susteren has two siblings: Dirk

Van Susteren, a journalist, and Greta Van Susteren, attorney and former host of the national television show “*On the Record*.”

Glenn Schoenfeld
General Counsel

Glenn Schoenfeld has over two decades’ experience negotiating mergers and acquisitions, financings, and a variety of sophisticated corporate transactions. He has represented startups, private equity funds and venture capital investors in their investment and capital raising efforts, and in the formation of joint ventures/partnerships, and has provided general corporate advice to startups and other companies. His corporate law experience includes over seven years at Gibson, Dunn & Crutcher LLP and over four years at Paul, Hastings, Janofsky & Walker LLP. Mr. Schoenfeld received his B.A., *summa cum laude*, from the University of Baltimore and his J.D., *cum laude*, from Georgetown University Law Center. He is a member of the New York Bar.

8. Risk Factors

An investment in the Company's Series Seed Preferred Stock (the "Series Seed Preferred Stock") involves a high degree of risk. Like other companies in the Electronic Health Record and Consumer Health industries, the Company is subject to a variety of risks, many of which are beyond its control. You should carefully consider the risks described below before deciding whether to purchase the Company's Series Seed Preferred Stock. *If any of the following risks actually occur, our business, financial condition and results of operations could be harmed and could result in a complete loss of your investment.*

Risks Related to our Business

The Company has no operating history and we face a high risk of business failure.

The Company was formed on November 17, 2016, and has no operating history with no revenues to date upon which an evaluation of its prospects can be based. Its prospects must be considered in light of the risks, expenses and difficulties frequently encountered by small companies seeking to develop new and rapidly evolving technologies. To address these risks the Company must, among other things, continue to attract investment capital, respond to competitive factors, attract, retain and motivate qualified personnel and develop and commercialize its products and services.

The Company has a small management team and may not be able to manage growth.

Our growth may place significant demands on our management. Our ability to manage our growth will require us to implement and improve our operational, financial and management systems and to identify, retain, motivate and effectively manage a workforce that may rapidly expand. There can be no assurance that we can manage that growth moving forward. In addition, our success will depend in large part on our ability to scale our systems to meet forecasted growth. If we are unable to effectively manage any of these variables, the quality of our services, our ability to retain key personnel and results of operations could be materially and adversely affected. No assurance can be given that we will grow or be successful in managing any growth.

We operate in a competitive industry, and we may not be able to compete successfully.

The electronic health record and consumer health industries are highly competitive. We may end up competing with numerous companies, some of which may be larger than us and have more capital to invest in their businesses. Any of these developments would make it more difficult for us to market and sell our services and could result in increased pricing pressure, reduced profit margins, increased sales and marketing expenses or reduced market share.

Rapid Technological Change

The market in which the Company competes is characterized by rapidly changing technology, evolving industry standards, frequent new service and product announcements, introductions and enhancements and changing customer demands. These market characteristics are exacerbated by the changing nature of the Internet. In addition, the Company's products must interface with the systems developed by other companies, over which we have no control. Accordingly, the Company's future success will depend on its ability to adapt to rapidly changing technologies, to adapt its services to evolving industry standards and to continually improve the performance, features and reliability of its service in response to competitive service and product offerings and evolving demands of the

marketplace. The failure of the Company to adapt to such changes would have a material adverse effect on the Company's business, results of operations and financial condition. In addition, the widespread adoption of new Internet, networking or telecommunications technologies or other technological changes could require substantial expenditures by the Company to modify or adapt its services or infrastructure, which could have a material adverse effect on the Company's business, results of operations and financial condition.

Risks Associated With New Services, Features And Functions

The Company is developing new services and will have to continue to develop new products and services in the future. There can be no assurance that the Company would be able to expand its operations in a cost-effective or timely manner or that any such efforts would maintain or increase overall market acceptance. Furthermore, any new business or service launched by the Company that is not favorably received by consumers could damage the Company. Expansion of the Company's operations in this manner would also require additional expense and development, operations and other resources and would strain the Company's management, financial and operational resources. The lack of market acceptance of such services or the Company's inability to generate satisfactory revenues from such expanded services to offset their cost could have a material adverse effect on the Company's business, results of operations and financial condition.

Our business depends on our ability to collect and use data, and any limitation on the collection and use of this data could significantly diminish the value of our services.

We will be collecting personally identifiable information, including medical information, information about the usage of our services and other information about our users. Our users might decide not to allow us to collect some or all of this data or might limit our use of this data. Any limitation on our ability to collect data about user behavior and interaction with and between users could make it more difficult for us to improve our services, monitor transactions and create consistent revenue streams.

Our business practices with respect to data could give rise to liabilities or reputational harm as a result of governmental regulation, legal requirements or industry standards relating to consumer privacy, privacy of medical records and data protection.

In the course of providing our services, we transmit and store information related to each user, including personally identifiable information and medical information, with that user's consent. Federal, state and international laws and regulations govern the collection, use, retention, sharing and security of data that we collect across our platform. We strive to comply with all applicable laws, regulations, policies and legal obligations relating to privacy and data protection. However, it is possible that these requirements may be interpreted and applied in a manner that is inconsistent from one jurisdiction to another and may conflict with other rules or our practices. Any failure, or perceived failure, by us to comply with U.S. federal, state, or other applicable laws, including the Health Insurance Portability and Accountability Act of 1996 ("HIPAA"), and other applicable laws and regulations regulating privacy or consumer protection could result in proceedings or actions against us by governmental entities or others. These proceedings could hurt our reputation, force us to spend significant amounts in defense of these proceedings, distract our management, increase our costs of doing business, adversely affect the demand for our services and ultimately result in the imposition of monetary liability. We may also be contractually liable to indemnify and hold harmless our business partners from the costs or consequences of inadvertent or unauthorized disclosure of data

that we store or handle as part of providing our services. The regulatory framework for privacy issues worldwide is evolving. It is possible that new laws and regulations will be adopted in the United States and internationally, or existing laws and regulations may be interpreted in new ways, that would affect our business, the collection or use of data and communication with consumers via the Internet or otherwise.

Complying with any new regulatory requirements could force us to incur substantial costs or require us to change our business practices in a manner that could compromise our ability to effectively pursue our growth strategy.

System failures could significantly disrupt our operations and cause us to lose clients.

Our success depends on the continuing and uninterrupted performance of our own internal systems, which we will utilize to place provide services, monitor the performance and manage users' relationships and accounts. Sustained or repeated system failures that interrupt our ability to provide services to users, including technological failures, could significantly reduce the attractiveness of our services and reduce our revenue. Our systems are vulnerable to damage from a variety of sources, including telecommunications failures, power outages, malicious human acts and natural disasters. In addition, any steps we take to increase the reliability and redundancy of our systems may be expensive and may not be successful in preventing system failures. Any service interruption or error with our system or platform may negatively impact our business.

We may not be able to adequately protect our intellectual property rights or may be accused of infringing intellectual property rights of third parties

We regard our U. S. Patent (No. 9,760,962), trademarks, trade secrets, proprietary technology and similar intellectual property as critical to our success, and we will rely on trademark, copyright and patent law, trade secret protection and confidentiality and/or license agreements with our employees and others to protect our proprietary rights. Effective intellectual property protection may not be available in every country in which our website and/or products and services are available. We also may not be able to acquire or maintain appropriate domain names or trademarks in all countries in which we plan to do business. Furthermore, regulations governing domain names may not protect our trademarks and similar proprietary rights. We may be unable to prevent third parties from acquiring and using domain names that are similar to, infringe upon or diminish the value of our trademarks and other proprietary rights. We may be unable to prevent third parties from using and registering our trademarks, or trademarks that are similar to, or diminish the value of, our trademark in some countries. The protection of our intellectual property may require the expenditure of significant financial and managerial resources. Moreover, the steps we take to protect our intellectual property ay not adequately protect our rights or prevent third parties from infringing or misappropriating our proprietary rights. We may be subject to claims that our technology infringes third-party proprietary rights or trademarks. Such claims, whether or not meritorious, may result in the expenditure of significant financial and managerial resources, injunctions against us or the payment of damages by us. We may need to obtain licenses from third parties who allege that we have infringed their rights, but such licenses may not be available on terms acceptable to us or at all. These risks have been amplified by the increase in third parties whose sole or primary business is to assert such claims.

Our business will depend on our ability to maintain and scale the network infrastructure necessary to operate our applications, and any significant disruption in service on our applications could result in a loss of users

Our users will rely on our technology. Our reputation and ability to acquire, retain and serve the users will be dependent upon the reliable performance of our technology and applications and the underlying network infrastructure. As our user base and the amount of information on our platform grow, we will need an increasing amount of network capacity and computing power. The operation of these systems is expensive and complex and could result in operational failures. Interruptions in these systems, whether due to system failures, computer viruses or physical or electronic break-ins, could affect the security or availability of platform. A substantial portion of our network infrastructure is expected to be hosted by third-party providers. Any disruption in these services or any failure of these providers to handle existing or increased traffic could significantly harm our business. Any financial or other difficulties these providers face may adversely affect our business, and we will have no control over these providers, which increases our vulnerability to problems with the services they provide. If we do not maintain or expand our network infrastructure successfully or if we experience operational failures, we could lose potential users, which could harm our operating results and financial condition.

Our business is subject to interruptions, delays or failures resulting from earthquakes, other natural catastrophic events or terrorism.

Our planned services, operations and the data centers from which we will provide our services, will be vulnerable to damage or interruption from earthquakes, fires, floods, natural disasters, power losses, telecommunications failures, terrorist attacks, acts of war, human errors, break-ins and similar events. A significant natural disaster, such as an earthquake, snow events, fire or flood, could have a material adverse impact on our business, financial condition and results of operations. Users will be unlikely to utilize our services in such cases. Acts of terrorism could cause disruptions to the internet, our business or the economy as a whole. We may not have sufficient protection or recovery plans in certain circumstances, such as natural disasters affecting areas where data centers upon which we rely are located. If our security measures are compromised users may curtail or stop use of our services.

Risks Related To Our Financial Condition

The Company's need for additional capital.

The Company believes that it will need to raise additional capital in the future and anticipates that it will sell additional securities to do so. The Company anticipates that the proceeds from any such financing will be used for continued development of products and services, working capital, salary, for acquisitions and growth and for general corporate purposes, as well as a number of other purposes, in its sole discretion. We believe that we need additional capital based on our continued operating needs and plans. The Company is seeking \$1,900,000 in connection with this offering for developing our technology, and working capital, salary and general corporate purposes. The shares of Series Seed Convertible Stock are convertible into Class B common stock of the Company. The issuance of any additional shares of equity of any kind in the Company would dilute your ownership in the Company if you do not participate in the applicable financing. In addition, the additional equity may have rights that are senior to the rights of the Series Seed Preferred Stock. You may or may not be permitted to participate in any such future issuances.

The valuation of the Company is based on subjective factors

The valuation of the Company was established by our management, who believe the valuation is

reasonable based on a number of factors, including without limitation the nature of the Company's business and the future prospects of the Company, but no assurance can be given that the valuation is accurate or will be achieved.

We will have broad discretion in using our net proceeds received from Investors

Our management will have broad discretion over the allocation of the Company's net proceeds received from investors as well as over the timing of their use without investor approval. As a result, investors will be relying upon management's judgment with respect to the best way to optimize use of these proceeds. Our failure to apply these proceeds effectively could cause our business to suffer. The net proceeds may be used for corporate purposes that do not increase our operating results or market value. Until the net proceeds are used, they may be placed in investments that do not produce significant income or that may lose value.

Risks Related To This Offering

Limited Liquidity of Securities

The Series Seed Preferred Stock and the Class B common stock into which it is convertible have limited transferability. The securities would be characterized as "restricted securities" under federal and state securities since they would be acquired from the Company in a transaction not involving a public offering. Therefore, the Series Seed Preferred Stock and the Class B common stock could be resold without registration under the Act only in certain limited circumstances. Furthermore, there is no market for these securities, and a market may never develop. Therefore, investors may not be able to liquidate their investments. In addition, the Series Seed Preferred Stock and the Class B common stock would be subject to further restrictions on transfer pursuant to separate agreements between the Company and its shareholders, such as right-of-first-refusal-agreements, the Series Seed Investment Agreement and other agreements entered into between the Company and its stockholders from time to time. Consequently, the investment in the Series Seed Preferred Stock should be considered only as a long-term investment by qualified investors. Investors must be prepared to bear the economic risk of their investment for an indefinite period of time and be able to withstand a total loss of their investment.

Investing in our Company is highly speculative and could result in the entire loss of your investment

Purchasing the Series Seed Preferred Stock is highly speculative and involves significant risk. The Series Seed Preferred Stock should not be purchased by any person who cannot afford to lose their entire investment. For this reason, each investor should review all pertinent documents carefully, and consult with their attorney, business and/or investment advisor.

Conflicts of Interest

Gail Bronwyn Lese may be subject to a variety of conflicts of interest in managing the Company's assets and affairs as Chief Executive Officer of the Company and sole owner of Everything Success IP LLC, from which the Company licenses its trademarks and a patent-protected access card technology. She is the founder of the Company and owns approximately 71% of the outstanding equity of the Company prior to this Offering, on a fully diluted basis. Consequently, she will be able to control decision making of the Company. There can be no assurance that, in the future, conflicts of interest will not arise or that if they do arise, they will be resolved in a manner favorable to the Company or

holders of the Series Seed Preferred Stock.

No Tax Advice

Each Investor's tax status is different and there can be no assurance given by the Company as to the treatment of his or its investment in the Company. Each Investor should seek advice from his or her tax professional to understand the tax treatment of its investment in the Company, as well as distributions from the Company.

Private Offering Exemption.

The Company is selling the Series Seed Preferred Stock without registration under the Securities Act and without registration or qualification under state laws. It will rely on an exemption for "transactions by an issuer not involving any public offering." While the Company believes reliance on that exemption is justified, there can be no assurance that factors such as the manner in which offers and sales are made, the scope of disclosure provided, failures to file notices or renewals of claims for exemption or changes in applicable laws, regulations or interpretations will not cause the Company to fail to qualify for the exemption under federal or one or more states' laws. Loss of the exemption could result in the rescission of sales of securities at prices higher than the current value of those securities, potentially materially and adversely affecting the Company's performance and business. Further, even non-meritorious claims that offers and sales of securities were not made in compliance with applicable securities laws could materially and adversely affect the Company's ability to conduct business.