

Notice of Issuance of New Shares

pursuant to the Constitution of Unicorn Pte. Ltd. (UEN: 201712345A) (the "Company")

Guinan ("You")
3 Example Ave
Singapore 000000

Unicorn Pte. Ltd.
UEN 201712345A
33 Pond Lane Willowmere
Narnia 1138

Background

Whereas:-

- A For the purpose of raising working capital to serve the operational needs of the Company, the Company intends to enter into simple agreement(s) for future equity in substantially the same form as that annexed hereto (each simple agreement for future equity, a "SAFE" and collectively, the "SAFEs"), up to a total of SGD\$250,000 (such intention of the Company shall be hereinafter referred to as the "Offer").
- B Under a SAFE, an investor will, *inter alia*, provide a sum of monies to the Company in exchange for future convertible shares in the Company's share capital in accordance with the terms and conditions set out in the respective SAFE.
- C Regulation 45 of the Constitution of the Company states that:
- (1) Subject to any direction to the contrary that may be given by the company in general meeting, all new shares must, before issue, be offered to all persons who, as at the date of the offer, are entitled to receive notices from the company of general meetings, in proportion, or as nearly as the circumstances admit, to the amount of the existing shares to which they are entitled.
 - (2) The offer must be made by notice specifying the number of shares offered, and limiting a time within which the offer, if not accepted, is treated to be declined.
 - (3) After the expiration of the time referred to in paragraph (2), or upon the person to whom the offer is made declining the shares offered, the directors may dispose of those shares in any manner as they think is the most beneficial to the company.
 - (4) The directors may dispose of any new shares which (by reason of the ratio which the new shares bear to shares held by persons entitled to an offer of new shares) cannot, in the opinion of the directors, be conveniently offered under this regulation.
- D Regulation 45 of the Constitution of the Company further clarifies that such "persons who, as at the date of the offer, are entitled to receive notices from the company of general meetings" (hereinafter each referred to as "Entitled Person", and collectively referred to as "Entitled Persons") means:
- (a) every member;
 - (b) every person entitled to a share in consequence of the death or bankruptcy of a member who, but for his death or bankruptcy, would be entitled to receive notice of the meeting; and
 - (c) the auditor for the time being of the company.

Notice

Notice of the Offer is hereby given to all Entitled Persons of the Company.

Specifics applicable to You

1 As an Entitled Person, You possess the right to participate in the Offer in proportion, or as nearly as the circumstances admit, to the amount of the existing shares of the Company to which You are entitled.

2 Given that you presently hold 99 out of 999999 shares eligible for pro-rata calculations (which is to say, fully-diluted, as-if-converted shares, excluding all unvested shares), you have the right to subscribe for up to 0.01% of the Offer ("**Your Right to Subscribe**").

This means that should you wish to participate in the Offer, you can (provided that You execute a valid SAFE with the Company) provide up to \$24.75 to the Company in exchange for future convertible shares in the Company's share capital, in accordance with the terms and conditions set out in the respective SAFE.

3 Please indicate your firm response on Your Right to Subscribe on this Notice by:-

- (1) filling in and signing the section entitled 'Response' below, as appropriate; and
- (2) returning such duly completed Notice via email to us at directors@Unicorn.example.com within 7 days of the date of this Notice.

Unicorn Pte. Ltd.
UEN 201712345A
directors@Unicorn.example.com

I, Guinan (Passport 33333333), being a shareholder of Unicorn Pte. Ltd. hereby decline to subscribe for the SAFEs in this issue and give my approval for any subsequent conversion of the SAFEs resulting in a future issue of equity securities.

Guinan
Passport 33333333
guinan@example.com