

SERIES C FUNDING ROUND CAP TABLE

NAVIFLOOR ROBOTICS, INC.

CAPITALIZATION TABLE - SERIES C FUNDING ROUND

As of January 11, 2024

CONFIDENTIAL AND PROPRIETARY

This document contains confidential information of NaviFloor Robotics, Inc.

1. SUMMARY OF CAPITALIZATION

1.1 Authorized Capital Stock

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Common Stock: 20,000,000 shares authorized, \$0.0001 par value

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Preferred Stock: 12,000,000 shares authorized, \$0.0001 par value

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Series A Preferred: 3,000,000 shares

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Series B Preferred: 4,000,000 shares

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Series C Preferred: 5,000,000 shares

1.2 Outstanding Shares Summary

Total Shares Outstanding (Fully Diluted): 15,872,450

2. DETAILED OWNERSHIP BREAKDOWN

2.1 Common Stock Holdings

Stockholder	Shares	Ownership %
Dr. Sarah Chen (Founder)	2,500,000	15.75%
Marcus Depth (Founder)	2,500,000	15.75%
Employee Stock Option Pool	1,750,000	11.02%
Reserved for Future ESOP	500,000	3.15%
Other Common Stockholders	872,450	5.50%
Total Common Stock 8,122,450 51.17%		

2.2 Series A Preferred Stock

Investor	Shares	Ownership %
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| Automation Ventures Fund | 1,250,000 | 7.87% |

| RoboTech Capital | 1,000,000 | 6.30% |

| Individual Investors | 250,000 | 1.58% |

Total Series A | 2,500,000 | 15.75%

2.3 Series B Preferred Stock

| Investor | Shares | Ownership % |

|-----|-----|-----|

| Industrial Innovation Partners | 1,500,000 | 9.45% |

| TechGrowth Ventures | 1,000,000 | 6.30% |

| Strategic Investors | 750,000 | 4.73% |

Total Series B | 3,250,000 | 20.48%

2.4 Series C Preferred Stock

Investor	Shares	Ownership %
Global Automation Fund	1,000,000	6.30%
Future Robotics Capital	600,000	3.78%
Strategic Corporate Investors	400,000	2.52%
Total Series C		2,000,000 12.60%

3. CONVERSION AND LIQUIDATION TERMS

3.1 Conversion Rights

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Series A Preferred: 1:1 conversion ratio
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Series B Preferred: 1:1 conversion ratio

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Series C Preferred: 1:1 conversion ratio

3.2 Liquidation Preferences

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Series C: 1.5x liquidation preference, non-participating

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Series B: 1.3x liquidation preference, non-participating

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Series A: 1x liquidation preference, non-participating

4. ANTI-DILUTION PROVISIONS

4.1 Price-Based Protection

All preferred stock series carry weighted average anti-dilution protection based on a broad-based weighted average formula.

4.2 Exclusions

Standard carve-outs apply for:

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Employee stock options

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Shares issued in strategic partnerships

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Shares issued in acquisition transactions

5. VOTING RIGHTS

5.1 Common Stock

One vote per share

5.2 Preferred Stock

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Series A: Votes as converted to common

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Series B: Votes as converted to common

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Series C: Votes as converted to common

6. CERTIFICATION

The undersigned hereby certifies that this capitalization table is true and accurate as of the date first written above.

NAVIFLOOR ROBOTICS, INC.

By: _

James Wilson

Chief Financial Officer

Date: January 11, 2024

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DISCLAIMER: This capitalization table is confidential and proprietary

