

# Detailed Equity Distribution Breakdown

**Confidential Document - Nexus Intelligent Systems, Inc.**

## PRELIMINARY STATEMENT

This Detailed Equity Distribution Breakdown ("Document") is prepared as of January 22, 2024, by and for Nexus Intelligent Systems, Inc., a Delaware corporation (the "Company"), providing a comprehensive analysis of the company's equity capitalization and ownership structure.

### 1. EQUITY STRUCTURE OVERVIEW

#### 1 Authorized Shares

The Company is authorized to issue:

- 10,000,000 shares of Common Stock, par value \$0.0001 per share
- 2,000,000 shares of Preferred Stock, par value \$0.0001 per share

#### 2 Current Issued and Outstanding Shares

| Shareholder Category | Total Shares | Percentage Ownership |

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

| Founders | 3,250,000 | 42.5% |

| Series A Investors | 1,750,000 | 22.8% |

| Series B Investors | 1,500,000 | 19.6% |

| Employee Equity Pool | 1,000,000 | 13.1% |

| Unallocated | 500,000 | 6.5% |

### 2. FOUNDER EQUITY DISTRIBUTION

#### 1 Founder Shareholding

- Dr. Elena Rodriguez (CEO): 1,250,000 shares (16.3%)
- Michael Chen (CTO): 1,000,000 shares (13.1%)
- Sarah Williamson (CSO): 1,000,000 shares (13.1%)

#### 2 Founder Vesting Schedule

All founder shares are subject to a four-year vesting schedule with a one-year cliff, standard in technology startup equity arrangements.

### **3. INVESTOR EQUITY BREAKDOWN**

#### **1 Series A Investment Round**

- Total Raised: \$3,500,000
- Lead Investor: Horizon Ventures
- Investor Shares: 1,750,000
- Liquidation Preference: 1x

#### **2 Series B Investment Round**

- Total Raised: \$8,250,000
- Lead Investor: Quantum Capital Partners
- Investor Shares: 1,500,000
- Liquidation Preference: 1.5x

### **4. EMPLOYEE EQUITY POOL**

#### **1 Stock Option Allocation**

- Total Options Reserved: 1,000,000 shares
- Current Granted: 650,000 shares
- Remaining Unallocated: 350,000 shares

#### **2 Option Grant Details**

- Typical Grant Range: 10,000 - 75,000 shares per employee
- Vesting Period: 4 years with 1-year cliff
- Exercise Price: \$1.25 per share (based on most recent 409A valuation)

### **5. TRANSFER RESTRICTIONS**

#### **1 Share Transfer Limitations**

- Founders are subject to a 180-day lock-up period post-liquidity event
- Investor shares have right of first refusal and co-sale provisions
- No shares may be transferred without written consent of the Board of Directors

### **6. DILUTION PROTECTION**

#### **1 Anti-Dilution Provisions**

Investors maintain weighted average anti-dilution protection to preserve ownership percentage in future financing rounds.

## **7. LEGAL DISCLAIMERS**

### **1 Confidentiality**

This document is strictly confidential and intended solely for authorized parties involved in potential investment or due diligence processes.

### **2 Limitation of Liability**

All information is provided "as is" without warranty of any kind. Recipients are advised to conduct independent verification.

## **EXECUTION**

Authorized by:

Dr. Elena Rodriguez

Chief Executive Officer

Nexus Intelligent Systems, Inc.

Date: January 22, 2024