

# **INVESTOR DISTRIBUTION SCHEDULE SERIES A-C**

## **INVESTOR DISTRIBUTION SCHEDULE**

### **SERIES A, B, AND C PREFERRED STOCK**

**NaviFloor Robotics, Inc.**

**As of December 31, 2023**

**CONFIDENTIAL - FOR INTERNAL USE ONLY**

## **1. OVERVIEW**

This Investor Distribution Schedule (the "Schedule") sets forth the complete

capitalization and distribution rights for all series of Preferred Stock issued by NaviFloor Robotics, Inc., a Delaware corporation (the "Company"), as authorized under the Company's Amended and Restated Certificate of Incorporation dated September 15, 2023.

**2. SERIES A PREFERRED STOCK**

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- 1 **\*\*Original Issue Date\*\***: April 15, 2019
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- 2 **\*\*Original Issue Price\*\***: \$2.50 per share
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- 3 **\*\*Total Shares Issued\*\***: 4,000,000
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- 4 **\*\*Aggregate Investment Amount\*\***: \$10,000,000

**Series A<sub>2</sub> Investors:**

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Automation Ventures Fund III, LP: 2,000,000 shares (50%)

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RoboTech Capital Partners: 1,200,000 shares (30%)

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Industrial Innovation Fund: 800,000 shares (20%)

**3. SERIES B PREFERRED STOCK**

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1 **\*\*Original Issue Date\*\***: June 30, 2021

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2 **\*\*Original Issue Price\*\***: \$5.00 per share

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3 **\*\*Total Shares Issued\*\***: 5,000,000

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4 **\*\*Aggregate Investment Amount\*\***: \$25,000,000

**Series B Investors:**

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Growth Capital Partners IX: 2,500,000 shares (50%)

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Strategic Robotics Fund II: 1,500,000 shares (30%)

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Automation Ventures Fund III, LP: 750,000 shares (15%)

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NaviTech Opportunities Fund: 250,000 shares (5%)

**4. SERIES C PREFERRED STOCK**

- - 4 -

1 **\*\*Original Issue Date\*\***: November 30, 2023

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2 **\*\*Original Issue Price\*\***: \$12.00 per share

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3 **\*\*Total Shares Issued\*\***: 4,166,667

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4 **\*\*Aggregate Investment Amount\*\***: \$50,000,000

**Series C Investors:**

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Global Tech Growth Fund: 2,083,334 shares (50%)

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Industrial Innovation Fund II: 833,333 shares (20%)

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Strategic Robotics Fund II: 625,000 shares (15%)

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Growth Capital Partners IX: 625,000 shares (15%)

## **5. DISTRIBUTION RIGHTS AND PREFERENCES**

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1 **\*\*Liquidation Preference\*\***:

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Series C: 1.5x preference, pari passu with Series B

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Series B: 1.5x preference, pari passu with Series C

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Series A: 1x preference, subordinate to Series B and C

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2 **\*\*Dividend Rights\*\***:

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Series C: 8% non-cumulative when and if declared

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Series B: 8% non-cumulative when and if declared

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Series A: 6% non-cumulative when and if declared

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3 **\*\*Conversion Rights\*\***:

All series convertible to Common Stock on a 1:1 basis, subject to anti-dilution adjustments as specified in the Certificate of Incorporation.

## **6. PARTICIPATION RIGHTS**

- - 7 -

1 **Series C**: Fully participating preferred up to 3x original investment

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2 **Series B**: Fully participating preferred up to 3x original investment

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3 **Series A**: Non-participating preferred

## 7. VOTING RIGHTS

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1 Each share of Preferred Stock entitled to votes equal to number of shares of

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2 **Protective Provisions**: Separate class votes required for:

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Any adverse change to rights, preferences, or privileges

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Creation of senior or pari passu securities

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Increase in authorized shares

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Material changes to Certificate of Incorporation or Bylaws

## **8. CERTIFICATION**

The undersigned hereby certifies that this Schedule accurately reflects all outstanding shares of Preferred Stock of the Company as of the date first written above.

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NAVIFLOOR ROBOTICS, INC.

**By: \_**

James Wilson

Chief Financial Officer

Date: December 31, 2023

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## **9. DISCLAIMER**

This Schedule is confidential and proprietary to NaviFloor Robotics, Inc. The information contained herein is subject to change and does not constitute an offer to sell or solicitation of an offer to buy any securities. Any unauthorized use, disclosure, or distribution is strictly prohibited.

