

大麻和生物技术领域的场



MERGERSCORP

场外交易市场（OTC）是一个分散的市场，各方通过经纪商网络直接进行证券交易，没有纽约证券交易所或纳斯达克这样的集中式交易所。

该公司是一家在美国注册的上市公司，在大麻生物技术领域开展业务，专注于大麻素技术的开发和商业化。

该公司为寻求进入受监管的大麻和生命科学市场的投资者提供了一个平台。

公司在外柜台交易市场（OTCQB）挂牌，交易活跃，并符合 DTC 资格，确保高效的清算和结算。

公司经营状况良好，州和联邦税务申报及时，被列为非空壳实体，适合进行战略交易、资本募集或业务扩展。

- 财政年度结束：12 月 31 日
- 符合 DTC 要求：是（已启用 DWAC）
- 过户代理：太平洋股份转让公司
- 审计员：到位
- 证券顾问：到位

TARGET PRICE

\$ 0

GROSS REVENUE

\$ 0

EBITDA

\$ 0

BUSINESS TYPE

制药

COUNTRY

美国

BUSINESS ID

L#20261031

类别	详细信息
法定普通股	500,000,000
已发行普通股	~50,000,000
普通股流通量	~50,000,000
面值	\$0.001
授权优先股	9,410,000

可转换优先股

- 共计：9 410 000

- 转换：最多可转换为 ~470,000,000 股普通股
- 特点为股权架构和资本募集提供显著的可扩展性

公司专注于大麻生物技术，包括

- 开发基于大麻素的疗法
 - 大麻衍生技术的研究和商业化
 - 可能扩展到受监管的大麻市场和相关垂直市场
-
- 公开交易的 OTCQB 公司（较高级别的场外交易市场）
 - 多个做市商的活跃交易状态
 - 稳固的股东基础（约 330 名股东）
 - 完全合规且信誉良好
 - 无诉讼或未决法律问题
 - 定位于高增长的大麻和生物技术领域
-
- 交付资产：~300,000 美元
 - 交付负债：~\$650,000

1. 不提供投资建议和保密

本简介仅供参考，并不构成出售任何证券的要约或购买任何证券的要约邀请。

此处包含的信息由公司或其他被认为可靠的来源提供，但未经投资银行家独立核实。

潜在买家应自行开展“尽职调查”，并在进行任何交易前咨询法律、财务和税务顾问。

2. 前瞻性陈述（安全港）

本说明包含《1995 年私人证券诉讼改革法案》界定的“前瞻性陈述”。

有关公司未来增长、市场地位和运营规模的声明涉及重大风险和不确定性。

实际结果可能与预测结果有实质性差异。该公司能否继续在 OTCQB

上市，取决于能否持续遵守上市标准。

3. 大麻行业监管风险

公司在大麻生物技术领域开展业务。

虽然基于大麻素的研究在许多司法管辖区都是合法的，但根据美国联邦法律（《受控物质法》），大麻的种植、销售和分销仍然是非法的。投资者和潜在收购者必须意识到

“州与联邦”的冲突以及对银行业务、税收（第 280E 条）和联邦起诉的潜在影响。

4. 稀释和优先股转换警告

潜在收购者应注意股权稀释的巨大潜力。9,410,000 股可转换优先股可转换为约 470,000,000 股普通股。这种转换将大大稀释现有普通股股东的所有权比例和投票权。

5.场外交易市场和流动性风险

在 OTCQB 市场交易的证券通常交易稀少，波动性可能很大。

不保证这些股票的流通市场会继续存在，也不保证公司会保持其 OTCQB 的地位。DTC 资格 “和 “DWAC “状态可能会根据存管信托公司的政策发生变化。

6.非壳代表免责声明

虽然该公司被称为 “非空壳

“实体，但空壳地位的最终决定权在美国证券交易委员会（SEC）和美国金融业监管局（FINRA）手中。如果该公司日后被监管机构认定为 “空壳

“公司，那么根据《规则》第 144 条的规定，转售证券将受到重大限制。

The information contained herein does not constitute an offer to sell or a solicitation of an offer or a recommendation to purchase securities under the securities laws of any jurisdiction, including the United States Securities Act of 1933, as amended, or any US state securities laws, or a solicitation to enter into any other transaction

The projected financial information contained in the Memorandum is based on judgmental estimates and assumptions made by the management of the target Company, about circumstances and events that have not yet taken place. Accordingly, there can be no assurance that the projected results will be attained. In particular, but without prejudice to the generality of the foregoing, no representation or warranty whatsoever is given in relation to the reasonableness or achievability of the projections contained in the Memorandum or in relation to the bases and assumptions underlying such projections and you must satisfy yourself in relation to the reasonableness, achievability and accuracy thereof.

By delivering this Memorandum, neither MergersUS Inc., nor its authorized agents are making any recommendations regarding the acquisition or strategies outlined herein. Interested parties shall exercise independent judgment in, and have sole responsibility for, determining whether an acquisition of the Company is suitable for them, and neither MergersUS Inc, nor its authorized agents have responsibility to, and will not, monitor the condition of interested parties to determine that an acquisition is or remains suitable for them. Among other things, suitability of an acquisition will depend upon an interested party's investment and business plans and financial situation.

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