Form 133.15

Texas State Securities Board
P.O. Box 13167
Austin, Texas 78711-3167

Texas Crowdfunding Portal Registration
(§115.19)

Notice: This form is for use in filing an original application for registration as a Texas crowdfunding portal that acts as an intermediary in a transaction pursuant to §139.25 of this title relating to the Intrastate Crowdfunding Exemption and to file amendments and supplementary information with the Securities Commissioner as necessary to keep this form current. Any material change to the information or responses to questions herein must be updated within 30 days of the change by filing an amendment with the Securities Commissioner.

☐ Application ☐ Amendment

☐ Schedule A ☐ Schedule B ☐ Schedule C

1. Applicant information:

A. Full name of the Applicant: _____

B. IRS Employer Identification Number: _____

C. Name(s) under which business is conducted, if different from Item 1A: _____

_____

D. If this filing makes a name change on behalf of the Applicant, enter the new name: _____

_____

and specify whether the name change is of the ☐ Applicant name (1.A.) or ☐ Business name (1.C.).

E. Applicant's main address (do not use a P.O. Box): _____

_____

(Other business locations must be reported on Schedule C)

F. Telephone Number: _____ Website(s) URL: _____

G. Contact employee: Email Address: _____

Name and Title: _____

Direct Telephone Number: _____

2. **Form of Organization.** Indicate the legal status of Applicant.

☐ Texas Corporation ☐ Texas Partnership

☐ Texas Limited Liability Company ☐ Other (specify): _____

Date of Formation: _____

3. **Successions.** Is the Applicant at the time of this filing succeeding to the business of a currently-registered Applicant? If yes, provide name of acquired Applicant: _____

_____

4. **Owners, Officers, Directors and Control Persons.** If this is an initial application, the Applicant must complete Schedule A providing information about these persons. If this is an amendment to update information previously filed on Schedule A, Schedule B must be completed.

5. **Disclosure Information.** Provide information about the Applicant's disciplinary history and the disciplinary history for any person listed on Schedule A or B. One event may result in the requirement to answer "yes" to more than one of the questions below.

If the answer is "yes" to a question in any part of Item 5, detailed information must be submitted as part of the application or amendment including:

Criminal Actions: Docket/case number, whether felony or misdemeanor, jurisdiction where charges were brought, detailed description of the offense and circumstances leading to the charge, relevant dates when the conduct occurred that was the subject of the charge, disposition of the case, and date of disposition.

Regulatory Actions and Self-Regulatory Organization Actions: Docket/case number, filing date of action, agency/organization initiating regulatory action, sanctions, date of sanctions, detailed description of the case and circumstances leading to the action, relevant dates when the conduct occurred that was the subject of the action, disposition of the case, and date of disposition.

Civil Judicial Actions: Docket/case number, filing date of court action, detailed description of the case and circumstances leading to the litigation, current status, resolution date, detailed description of the resolution and sanctions.

5.A. **Criminal Actions.** Check all that apply.	**Yes**	**No**
1. In the past 10 years has the Applicant or any person on Schedule A or B been convicted of any felony, or pled guilty or nolo contendere ("no contest") to any charge of a felony, in a domestic, foreign, or military court?	☐	☐
2. Is the Applicant or any person on Schedule A or B currently charged with any felony in a domestic, foreign, or military court?	☐	☐

3. In the past 10 years has the Applicant or any person on Schedule A or B been convicted of any misdemeanor, or pled guilty or nolo contendere ("no contest"), in a domestic, foreign, or military court to any charge of a misdemeanor in a case involving investment-related business, fraud, false statements, omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses? ☐ ☐

4. Is the Applicant or any person on Schedule A or B currently charged with any misdemeanor in a domestic, foreign, or military court involving investment-related business, fraud, false statements, omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses? ☐ ☐

5.B. Regulatory Actions. Check all that apply. Has any state, federal, or foreign financial regulatory authority ever: **Yes** **No**

1. found the Applicant or any person on Schedule A or B to have made a false statement or omission, or been dishonest, unfair, or unethical? ☐ ☐

2. found the Applicant or any person on Schedule A or B to have been involved in a violation of any regulation or statute? ☐ ☐

3. found the Applicant or any person on Schedule A or B to have been a cause of the denial, suspension, revocation, or restriction of the authorization of an investment-related business to operate? ☐ ☐

4. entered an order against the Applicant or any person on Schedule A or B in connection with investment-related activity? ☐ ☐

5. imposed a civil money penalty on the Applicant or any person on Schedule A or B, or ordered the Applicant or any person on Schedule A or B to cease and desist from any activity? ☐ ☐

6. denied, suspended, or revoked the registration or license of the Applicant or any person on Schedule A or B, or otherwise restricted the activities of the Applicant or any person on Schedule A or B? ☐ ☐

5.C. Self-Regulatory Organization Actions. Check all that apply. Has any self-regulatory organization ever: **Yes** **No**

1. found the Applicant or any person on Schedule A or B to have made a false statement or omission? ☐ ☐

2. found the Applicant or any person on Schedule A or B to have been involved in a violation of its rules? ☐ ☐

3. found the Applicant or any person on Schedule A or B to have been the cause of a denial, suspension, revocation, or restriction of the authorization of an investment-related business to operate? ☐ ☐

4. disciplined the Applicant or any person on Schedule A or B by expelling, suspending, or otherwise restricting the activities of the Applicant or any person on Schedule A or B? ☐ ☐

5.D. Is the Applicant or any person on Schedule A or B currently the subject of any proceeding that could result in a "yes" answer to any part of Item 5.B or 5.C? **Yes** ☐ **No** ☐

5.E. **Civil Judicial Actions**. Check all that apply. **Yes** **No**

1. In the past 10 years has any domestic or foreign court enjoined the Applicant or any person on Schedule A or B in connection with any investment-related activity? ☐ ☐

2. In the past 10 years has any domestic or foreign court ever found that the Applicant or any person on Schedule A or B was involved in a violation of investment-related statutes or regulations? ☐ ☐

3. In the past 10 years has any domestic or foreign court ever dismissed, pursuant to a settlement agreement, an investment-related civil action brought against the Applicant or any person on Schedule A or B by a state or foreign financial regulatory authority? ☐ ☐

4. Is the Applicant or any person on Schedule A or B now the subject of any civil proceeding that could result in a "yes" answer to any part of Items 5.E.1, 5.E.2, or 5.E.3? ☐ ☐

5. Is the Applicant or any person on Schedule A or B currently the subject of any unsatisfied judgments or liens? ☐ ☐

5.F. Has the Applicant or any person on Schedule A or B ever had an authorization to act as an attorney, accountant, or state or federal contractor revoked or suspended? **Yes** ☐ **No** ☐

6. **Non-Securities Related Business.** Does the Applicant engage in any non-securities related business? **Yes** ☐ **No** ☐

If "yes," briefly describe the non-securities business: _____

_____

_____

_____

EXECUTION

The undersigned hereby represents that he/she has executed this form on behalf of the Applicant and that the information contained herein and other information filed herewith, all of which are made a part hereof, are current, accurate and complete. The undersigned and the Applicant further represent that, to the extent that any information previously submitted is not amended, such information is currently accurate and complete.

_____
(Name of Applicant)

By: _____
(Signature)

_____
(Print name and title)

Subscribed and sworn to before me this _____ day of _____, 20_____.

_____

Notary Public in and for the County of _____

State of _____

My commission expires _____

SCHEDULE A, Owners, Officers, Directors and Control Persons

1. ***Complete Schedule A only if submitting an initial application.*** Schedule A asks for information about the Applicant's owners, officers, directors and control persons. Use Schedule B to amend this information.

2. List below the names of:

   a. Each officer, director, or other person having the power, directly or indirectly, to direct the management or policies of the Applicant, whether by contract or otherwise;

   b. If the Applicant is a corporation, each person that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of 25% or more of a class of the Applicant's voting securities. For purposes of this Schedule, a person beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security;

   c. If the Applicant is organized as a partnership, all general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 25% or more of the Applicant's capital;

   d. In the case of a trust, (i) a person that directly owns 25% or more of a class of the Applicant's voting securities, or that has the right to receive upon dissolution, or has contributed, 25% or more of the Applicant's capital, (ii) the trust, and (iii) each trustee; and

   e. If the Applicant is organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 25% or more of the Applicant's capital, and (ii) if managed by elected managers, all elected managers.

3. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).

4. Enter an ownership code if applicable. Ownership codes are:
   A - Less than 25%
   B - 25% or more but less than 50%
   C - 50% or more but less than 75%
   D - 75% or more

5. Enter the social security number and date of birth of the person or, if a business entity, the IRS Tax ID number or Employer ID number.

Form 133.15

SCHEDULE A, Owners, Officers, Directors and Control Persons

Full Name	Title / Status	Ownership Code	SSN and Date of Birth / IRS Tax No. or Employer ID No.

SCHEDULE B, Amendments to Schedule A

1. ***Use Schedule B only to amend information requested on Schedule A.*** Refer to Schedule A for specific instructions for completing Schedule B. Complete each column. File with a completed Execution Page.

2. In the first column, indicate "A" (addition), "D" (deletion), or "C" (change in information about the same person).

A, D, or C	Full Name	Title / Status	Ownership Code	SSN and Date of Birth / IRS Tax No. or Employer ID No.

SCHEDULE C, Other Business Locations

1. ***Initial Applications.*** Use Schedule C to report business locations of the Applicant other than the main address designated in the application.

2. ***Amendments.*** Use Schedule C to update information previously reported for the main office or other business locations of the crowdfunding portal.

☐ Application ☐ Amendment

1. Full name of the Applicant: _____

2. Applicant's main address (do not use a P.O. Box): _____

_____

3. Other business locations:

Address	Contact Person	Telephone No.

INSTRUCTIONS FOR FORM 133.15

A. GENERAL INSTRUCTIONS

1. EXPLANATION OF FORM

- This is the form that a Texas crowdfunding portal ("portal") must use to register with the Texas State Securities Board and to amend its registration as a portal. Form 133.16 must be used to withdraw from registration as a portal.
- Information on this form, including amendments, with the exception of certain personally identifiable information (such as social security numbers) is available to the public upon request.

2. WHEN TO FILE FORM 133.15

- A portal's registration must become effective before offering or selling any securities in reliance on §139.25, the Intrastate Crowdfunding Exemption.
- A portal must promptly (within 30 days) file an amendment to Form 133.15 when any information previously submitted on the form becomes inaccurate or incomplete for any reason.
- A successor portal may succeed to the registration of a registered portal by filing a registration on Form 133.15 within 30 days after the succession.
- If a portal succeeds to and continues the business of a registered portal and the succession is based solely on a change of the predecessor's date of incorporation, form of organization, or composition of a partnership or similar reason, the successor may, within 30 days of the succession, amend the registration on Form 133.15 to reflect these changes.
- A portal must also file a withdrawal on Form 133.16 promptly upon ceasing to operate as a portal.
- A Form 133.15 filing will not be considered complete unless it complies with all applicable requirements.

3. CONTACT EMPLOYEE--The individual listed as the contact employee must be authorized to receive all compliance information, communications, and mailings, and be responsible for disseminating it within the applicant's organization.

4. REQUESTED INFORMATION

- Items 1-6 must be answered and all fields requiring a response must be completed before the filing will be accepted.
- Detailed information relating to an item reportable under Item 5 must be included in a separate document submitted as part of the application or amendment.
- Specific instructions for Schedules A, B, and C are set forth at the beginning of each of those sections in Form 133.15.
- The execution page must be signed in the presence of a notary. The applicant and individual signing the execution page certify that the information contained in the form is current, accurate and complete and that, to the extent any information previously submitted is not amended, such information is currently accurate and complete.

5. FILING INSTRUCTION--The original application, amendment, and other information included as part of the filing must be submitted along with any applicable fees to the Securities Commissioner, Attn: Registration Division, P.O. Box 13167, Austin, Texas 78711. A copy of the initial Form

133.15 filing, amendments, and disclosure reporting information must be retained by the applicant and be made available for inspection by the Securities Commissioner upon request.

B. EXPLANATION OF TERMS

1. GENERAL

APPLICANT--The portal applying on or amending this form.

TEXAS CROWDFUNDING PORTAL ("PORTAL")--One acting as an intermediary in a transaction involving the offer or sale of securities in reliance on §139.25, Intrastate Crowdfunding Exemption, and in compliance with the requirements of §115.19, Texas Crowdfunding Portal Registration and Activities.

PERSON--An individual, partnership, corporation, trust, or other organization.

SELF-REGULATORY ORGANIZATION ("SRO")--The Financial Industry Regulatory Authority (''FINRA'') or any other national securities association registered with the Securities and Exchange Commission or any national securities exchange or registered clearing agency, as such terms are defined in Section 3 of the Exchange Act.

SUCCESSOR--A portal that assumes or acquires substantially all of the assets and liabilities, and that continues the business of, a registered predecessor portal that ceases its portal activities.

2. FOR THE PURPOSE OF ITEM 5

CHARGED--Being accused of a crime in a formal complaint, information, or indictment (or equivalent formal charge).

ENJOINED--Includes being subject to a mandatory injunction, prohibitory injunction, preliminary injunction, or temporary restraining order.

FELONY--For jurisdictions that do not differentiate between a felony and a misdemeanor, a felony is an offense punishable by a sentence of at least one year imprisonment and/or a fine of at least $1,000. The term also includes a general court martial.

FOREIGN FINANCIAL REGULATORY AUTHORITY--Includes (1) a foreign securities authority; (2) other governmental body or foreign equivalent of a SRO empowered by a foreign government to administer or enforce its laws relating to the regulation of investment or investment-related activities; and (3) a foreign membership organization, a function of which is to regulate the participation of its members in the activities listed above.

FOUND--Includes adverse final actions, including consent decrees in which the respondent has neither admitted nor denied the findings, but does not include agreements, deficiency letters, examination reports, memoranda of understanding, letters of caution, admonishments, and similar informal resolutions of matters.

INVESTMENT or INVESTMENT-RELATED--Pertaining to securities, commodities, banking, savings association activities, credit union activities, insurance, or real estate (including, but not limited to, acting as or being associated with a funding portal broker-dealer, portal, municipal

securities dealer, government securities broker or dealer, issuer, investment company, investment adviser, futures sponsor, bank, security-based swap dealer, major security-based swap participant, savings association, credit union, insurance company, or insurance agency).

INVOLVED--Doing an act or aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another in doing an act.

JURISDICTION--Any state of the United States, the District of Columbia, the Commonwealth of Puerto Rico, the U.S. Virgin Islands, any other territory of the United States, or any subdivision or regulatory body thereof.

MISDEMEANOR--For jurisdictions that do not differentiate between a felony and a misdemeanor, a misdemeanor is an offense punishable by a sentence of less than one year imprisonment and/or a fine of less than $1,000. The term also includes a special court martial.

ORDER--A written directive issued pursuant to statutory authority and procedures, including orders of denial, suspension, or revocation; does not include special stipulations, undertakings or agreements relating to payments, limitations on activity or other restrictions unless they are included in an order.

PROCEEDING--Includes a formal administrative or civil action initiated by a governmental agency, SRO or a foreign financial regulatory authority; a felony criminal indictment or information (or equivalent formal charge); or a misdemeanor criminal information (or equivalent formal charge). Does not include other civil litigation, investigations, or arrests or similar charges effected in the absence of a formal criminal indictment or information (or equivalent formal charge).