RESCISSION OFFER - FORM RO

NORTH DAKOTA SECURITIES DEPARTMENT
SFN 53742 (6-2021)

Securities Department
600 E Boulevard Ave
Bismarck ND 58505
(701) 328-2910
www.securities.nd.gov

Under oath and pursuant to the provisions of N.D.C.C. Section _____ the undersigned makes application for approval to offer to repurchase a security.

(If you need additional space to answer any question, type the item number and your answer on a separate sheet and attach the sheet to the application).

1. Name of issuer:
2. Address and telephone number of principal executive office of issuer:
3. Name, address and telephone number of correspondent to whom correspondence regarding this application should be addressed:
4. Legal form of organization, state and date of organization:
5. Describe the type or class of security subject to the offer to repurchase and price per share or unit at which the security will be repurchased.
6. List all states in which the offer to repurchase will be made.
7. For each sale of the security subject to the offer to repurchase, provide in columnar form the name and address of each North Dakota resident, the date of sale and the dollar amount of securities purchased. (Attach as an exhibit)
8. Provide the name and address of each person who effected the transactions which are the subject of the offer to repurchase.
9. Were sales commissions or other remuneration paid directly or indirectly on the securities transactions? ☐ Yes ☐ No

10. Include the following exhibits:
    A. Consent to Service of Process (Form U-2);
    B. Organization document, by-laws, member agreement, partnership agreement;
    C. Offering disclosure document (offering circular);
    D. Offer to repurchase explanatory pages to be attached to the front of the offering disclosure document.
    E. Correspondence to the offeree accompanying the offering disclosure document.
    F. A check for payment of the applicable fee.

11. Each person executing this application hereby represents that:

    A. In capital letters of not less than 12-point type, the following legend will appear on the cover page of the offering disclosure document: "THIS OFFER OF REPURCHASE HAS BEEN APPROVED BY THE SECURITIES DEPARTMENT IN ACCORDANCE WITH THE NORTH DAKOTA SECURITIES ACT OF 1951 ONLY TO ITS FORM. SUCH APPROVAL DOES NOT IMPLY A FINDING BY THE COMMISSIONER THAT ANY STATEMENTS MADE HEREIN OR IN ANY ACCOMPANYING DOCUMENTS ARE TRUE OR COMPLETE AND THE COMMISSIONER DOES NOT ENDORSE THE OFFER AND MAKES NO RECOMMENDATION AS TO ITS ACCEPTANCE OR REJECTION."

    B. The offer to repurchase will set forth reasonable provisions regarding the manner of acceptance or rejection, including the name and address of the party to whom acceptance, rejection and tender is to be made and will include a statement that payment will be made immediately upon delivery of acceptance of the offer to repurchase.

    C. A statement, that the offer to repurchase will remain open for a period of 30 days from the date the offeree receives notice, will be included in the correspondence relating to the offer.

    D. A statement, that the disclosure materials should be reviewed carefully by the offeree before deciding whether to accept or reject the offer to repurchase, will be included in the correspondence relating to the offer.

    E. Information regarding the issuer and security will be set forth in the form of an offering circular and information pertinent to the offer to repurchase will be set forth in attachments to the offering circular and correspondence to the offeree.

    F. If the financial condition of the issuer is such that the acceptance of the offer to repurchase by some or all of the offerees will imperil its ability to continue in business, the offer will clearly state the risks undertaken by those who elect to reject the offer.

    G. If the financial condition of the issuer is such that it may be unable to honor the offer of acceptance by all, or a part of, the offerees, the offer to repurchase will clearly state the legal consequences and investment risks of such failure of performance as to the issuer and the investors.

    H. The statements made in this application, including the exhibits, are not incomplete in any material respect or false or misleading with respect to a material fact.

    I. The issuer or legal counsel representing the issuer will advise the Securities Commissioner of the results of the offer to repurchase within 30 calendar days after the expiration of the offer to repurchase period.

    J. The notice of offer to repurchase and accompanying disclosure documents will be delivered to the offeree in person or be sent by certified mail, return receipt requested, to each offeree's last known address.

    K. The notice of offer to repurchase will not be distributed to each offeree until the Securities Commissioner has provided notice to the correspondent named in Item 3 of this form that the offer may proceed.

The issuer has duly caused this Rescission Offer Form to be signed on its behalf by the undersigned.

Date	Type or Printed Name of Signatory
Signature	Title

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

_____
(Notary Public Signature)

In and for the County of _____

State of _____

My commission expires on: _____