

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 22, 2024

FRESH VINE WINE, INC.
(Exact name of registrant as specified in its charter)

Nevada

(State or Other Jurisdiction
of Incorporation)

001-41147

(Commission File Number)

87-3905007

(I.R.S. Employer
Identification No.)

P.O. Box 78984
Charlotte, NC 28271

(Address of Principal Executive Offices) (Zip Code)

(855) 766-9463

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.001 per share	VINE	NYSE American

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD.

As previously disclosed, Fresh Vine Wine, Inc., a Nevada corporation (“*VINE*”), entered into a Business Combination Agreement (the “*Business Combination Agreement*”) with (i) Amaze Holdings Inc., a Delaware corporation and wholly owned subsidiary of Vine (“*Pubco*”), (ii) VINE Merger Sub Inc., a Delaware corporation and wholly subsidiary of Pubco (“*VINE Merger Sub*”), (iii) Adifex Merger Sub LLC, a Delaware limited liability company and wholly owned subsidiary of Pubco (“*Adifex Merger Sub*”), and (iv) Adifex Holdings LLC, a Delaware limited liability company (“*Adifex*”), pursuant to which (i) VINE Merger Sub will merge with and into VINE (the “*VINE Merger*”), with VINE as the surviving company in the VINE Merger and, as a result of the VINE Merger, VINE will become a wholly owned subsidiary of Pubco with holders of VINE equity interests receiving Pubco Common Stock, and (ii) Adifex Merger Sub will merge with and into Adifex (the “*Adifex Merger*”), with Adifex as the surviving company in the Adifex Merger and, as a result of the Adifex Merger, Adifex will become a wholly owned subsidiary of Pubco and each of the Adifex equity interests will be automatically converted into a pro rata portion of the merger consideration in Pubco common stock (the “*Business Combination*”).

As part of the conditions to the closing of the Business Combination Agreement, Adifex shall have closed the acquisition of the outstanding capital stock of Amaze Software, Inc. (“*Amaze*”) under a stock purchase agreement, pursuant to which the shareholders of Amaze will contribute their shares of capital stock in Amaze in exchange for membership interests in Adifex.

Attached as Exhibit 99.1 to this Current Report on Form 8-K is an investor presentation (“*Investor Presentation*”) that will be used by VINE and Amaze in connection with the transactions contemplated by the Business Combination Agreement.

The Investor Presentation is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “*Exchange Act*”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the “*Securities Act*”), or the Exchange Act, except as expressly set forth by specific reference in such filing. This current report on Form 8-K will not be deemed an admission as to the materiality of any information contained in this Item 7.01, including Exhibit 99.1.

Cautionary Note Regarding Forward-Looking Statements

This Current Report on Form 8-K contains certain statements that may be deemed to be “forward-looking statements” within the federal securities laws, including the safe harbor provisions under the Private Securities Litigation Reform Act of 1995. Statements that are not historical are forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. Forward-looking statements relate to future events or VINE’s, Pubco’s or Amaze’s future performance or future financial condition. These forward-looking statements are not historical facts, but rather are based on current expectations, estimates and projections about VINE, our industry, our beliefs and our assumptions. Such forward-looking statements include, but are not limited to, statements regarding our or our management team’s expectations, hopes, beliefs, intentions or strategies regarding the future and the proposed Business Combination. In addition, any statements that refer to projections, forecasts or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking statements. In some cases, you can identify forward-looking statements by the following words: “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “may,” “ongoing,” “plan,” “potential,” “predict,” “project,” “should,” or the negative of these terms or other similar expressions, but the absence of these words does not mean that a statement is not forward-looking.

Forward-looking statements are subject to a number of risks and uncertainties (some of which are beyond our control) that may cause actual results or performance to be materially different from those expressed or implied by such forward-looking statements. Accordingly, readers should not place undue reliance on any forward-looking statements. The following factors, among others, could cause actual results and the timing of events to differ materially from the anticipated results or other expectations expressed in the forward-looking statements: (i) the risk that the Business Combination may not be completed in a timely manner or at all, which may adversely affect the price of VINE securities; (ii) the failure to satisfy the conditions to the consummation of the Business Combination, including the adoption of the Business Combination Agreement by the stockholders of VINE (iii) the receipt of certain governmental and regulatory approvals; (iv) the occurrence of any event, change or other circumstance that could give rise to the termination or abandonment of the Business Combination Agreement; (v) the potential effect of the announcement or pendency of the Business Combination on Amaze’s or VINE’s business relationships, performance and business generally, including potential difficulties in employee retention; (vi) risks that the Business Combination disrupts current plans and operations of VINE or Amaze; (vii) the outcome of any legal proceedings that may be instituted against VINE related to the Business Combination Agreement or the Business Combination; (viii) the risk that VINE will be unable to maintain the listing of VINE’s securities on NYSE American; (ix) the risk that the price of VINE’s securities, or the price of Pubco Common Stock following the closing, may be volatile due to a variety of factors, including changes in the competitive industries in which VINE or Amaze operates, variations in performance across competitors, changes in laws and regulations affecting VINE’s or Amaze’s business and changes in the capital structure; (x) the inability to implement business plans, forecasts, and other expectations after the completion of the Business Combination and identify and realize additional opportunities; (xi) the risk of changes in applicable law, rules, regulations, regulatory guidance, or social conditions in the countries in which Amaze’s customers and suppliers operate in that could adversely impact Amaze’s operations; (xii) the risk that VINE and/or Amaze may not achieve or sustain profitability; (xiii) the risk that VINE and/or Amaze will need to raise additional capital to execute its business plan, which may not be available on acceptable terms or at all; and (xiv) the risk that VINE and/or Amaze experiences difficulties in managing its growth and expanding operations.

While forward-looking statements reflect VINE’s good faith beliefs, they are not guarantees of future performance or events. Any forward-looking statement speaks only as of the date on which it was made. VINE disclaims any obligation to publicly update or revise any forward-looking statement to reflect changes in underlying assumptions or factors, or new information, data or methods, future events or other changes. For a further discussion of these and other factors that could cause VINE’s future results or performance to differ materially from any forward-looking statements, see the section entitled “Risk Factors” in VINE’s Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on March 8, 2024, as updated by VINE’s subsequent periodic reports and other filings filed with the SEC.

Participants in the Solicitation

VINE, Adifex and Amaze and their respective directors, executive officers and other members of management may be deemed to be participants in the solicitation of proxies in respect of the proposed Business Combination. Information about VINE’s directors and executive officers is available in VINE’s Annual Report on Form 10-K for the fiscal year ended December 31, 2023, and its definitive proxy statement dated November 6, 2023 for its 2023 Annual Meeting of Stockholders. Other information regarding the participants in the proxy solicitation and a description of their interests in the transaction, by security holdings or otherwise, will be included in the proxy statement/prospectus and other relevant materials to be filed with the SEC regarding the proposed Business Combination when they become available. Investors should read the proxy statement/prospectus carefully when it becomes available before making any voting or investment decisions. You may obtain free copies of these documents from VINE or the SEC’s website as indicated above.

Important Information About the Business Combination and Where to Find It

In connection with the proposed Business Combination, VINE and Pubco will file materials with the SEC, including the Registration Statement, which will include a document that serves as a proxy statement/prospectus of VINE and an information statement of Adifex and its to be acquired subsidiary, Amaze, and other documents regarding the proposed Business Combination. INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THESE MATERIALS, INCLUDING THE REGISTRATION STATEMENT AND THE PROXY STATEMENT/PROSPECTUS, WHEN THEY BECOME AVAILABLE, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED BUSINESS COMBINATION AND THE PARTIES TO THE PROPOSED BUSINESS COMBINATION. Investors and security

holders will be able to obtain the Registration Statement, the proxy statement/prospectus and other materials filed by VINE with the SEC free of charge from the SEC's website at www.sec.gov or from VINE at the SEC Filings section of www.ir.freshvinewine.com.

Non-Solicitation

This report does not constitute, and should not be construed to be, a proxy statement or the solicitation of a proxy, consent or authorization with respect to any securities or in respect of the proposed Business Combination described herein and shall not constitute an offer to sell or a solicitation of an offer to buy any securities nor shall there be any sale of securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of the Securities Act.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Description
99.1	Investor Presentation
104	Cover Page Interactive Data File (embedded with the Inline XBRL)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FRESH VINE WINE, INC.

Date: November 22, 2024

By: /s/ Michael Pruitt

Name: Michael Pruitt

Title: Chief Executive Officer

PLEASE TAKE THE TIME TO READ THESE IMPORTANT DISCLAIMERS, WARNINGS AND CLARIFICATIONS

Amaze Software, Inc. ("Amaze") has prepared this presentation.

This presentation contains information about a proposed business combination (the "Business Combination") between Amaze (through its soon to be parent company, Adifex Holdings LLC), Fresh Vine Wine, Inc. (referred to as "VINE"), Amaze Holdings Inc. ("Pubco"), and the other signatories thereto through that certain business combination agreement dated November 4, 2024 (the "Business Combination Agreement"). The information contained in this presentation does not purport to be all-inclusive and the information is preliminary and subject to change and such changes may be material. No securities commission or securities regulatory authority in the United States or any other jurisdiction has in any way passed upon the merits of the Business Combination or the accuracy or adequacy of this presentation. Neither Amaze nor VINE provide any guarantees of any kind that the Business Combination will be consummated. This presentation does not constitute (i) a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the Business Combination or (ii) an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase, any securities of Amaze, VINE or any of their respective affiliates. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended (the "Securities Act"), or an exemption, nor shall any sale of securities in any states or jurisdictions in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction be effected.

In connection with the proposed Business Combination, Pubco will file a registration statement on Form S-4 (the "Registration Statement") with the Securities Exchange Commission (the "SEC") which will include a preliminary proxy statement to be distributed to shareholders of VINE in connection with VINE's solicitation of proxies for the vote by its shareholders with respect to the Business Combination. VINE may also file other documents with the SEC regarding the Business Combination, and prospective investors, before making any investment or voting decision, shareholders and other interested persons are advised to read, when available, the Registration Statement and preliminary proxy statement/prospectus and any amendments thereto, and the definitive proxy statement/prospectus in connection with VINE's solicitation of proxies for the special meeting to be held to approve the transactions contemplated by the Business Combination. Shareholders will also be able to obtain a copy of the preliminary proxy statement/prospectus and the definitive proxy statement/prospectus once they are available, without charge, at the SEC's website at www.sec.gov, or by directing a request to: VINE, P.O. Box 78984, Charlotte, NC 29271.

The information set forth in this presentation has been prepared for informational purposes and should be read in conjunction with the Registration Statement when filed. In addition, the information contained in this presentation is as of the date hereof, and Amaze and VINE have no obligation to update such information, including if such information becomes inaccurate. The delivery of this presentation and the information contained herein shall not create any liability or obligation whatsoever for VINE or Amaze. No representations or warranties are made by Amaze or VINE or any of their affiliates as to the accuracy or completeness of any statements contained in this presentation or any additional materials. This presentation should not be considered as a recommendation by Amaze or VINE or any of their respective agents to acquire any securities or to enter any transaction.

This presentation includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended, that reflect current views of Amaze or VINE with respect to, among other things, operations and financial performance. Forward-looking statements may be identified by the use of words such as "anticipate," "assume," "believe," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "future," "will," "seek," "foreseeable" and similar terms and phrases in this presentation. All statements about the future are forward looking statements unless unambiguously noted otherwise. Forward-looking statements contained in this presentation are based on Amaze's current expectations and are subject to changes in circumstances and other risks and uncertainties. Given Amaze's rapid growth and the significant impact of the proposed merger, the likelihood of discrepancies in these forward-looking statements is increased. Amaze and VINE cannot assure you that future developments affecting Amaze or VINE will be those that Amaze or VINE have anticipated. Actual results may differ materially from these expectations due to changes in global, regional or local economic, business, competitive, market, regulatory and other factors, many of which are beyond the control of VINE or Amaze. Any forward-looking statement made by Amaze or VINE in this presentation speaks only as of the date of this presentation. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for Amaze or VINE to predict all of them. Amaze or VINE may not actually achieve the plans, intentions or expectations disclosed in our forward-looking statements and you should not place undue reliance on our forward-looking statements. Forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures, investments or other strategic transactions Amaze may make. Amaze and VINE undertake no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable securities laws.

PLEASE TAKE THE TIME TO READ THESE IMPORTANT DISCLAIMERS, WARNINGS AND CLARIFICATIONS



There are numerous risks that could cause statements made in this presentation or in the Registration Statement that could affect Amaze. Risk factors that may cause actual results to differ materially from current expectations include, but are not limited to: (i) the risk that the Business Combination may not be completed in a timely manner or at all, which may adversely affect the price of VINE's securities; (ii) the risk that the Business Combination may not be completed by VINE's business combination deadline and the potential failure to obtain an extension of the business combination deadline if sought by VINE; (iii) the failure to satisfy the conditions to the consummation of the Business Combination, including the requirements that the Business Combination Agreement and the transactions contemplated thereby be approved by the shareholders of VINE and by the shareholders of Amaze, respectively; (iv) the failure to obtain regulatory approvals and any other third party consents, as applicable, as may be required to consummate the Business Combination; (v) the occurrence of any event, change or other circumstance that could give rise to the termination of the Business Combination Agreement; (vi) the effect of the announcement or pendency of the Business Combination on Amaze's business relationships, operating results, and business generally; (vii) risks that the proposed transaction disrupts current plans and operations of Amaze; (viii) the outcome of any legal proceedings that may be instituted against Amaze or against VINE related to the Business Combination Agreement or the Business Combination; (ix) the ability to maintain the listing of VINE's securities on the NYSE American; (x) changes in the competitive market in which Amaze operates, variations in performance across competitors, changes in laws and regulations affecting Amaze's business and changes in the capital structure of the combined company after the closing; (xi) the ability to implement business plans, growth, marketplace, customer pipeline and other expectations after the completion of the Business Combination, and identify and realize additional opportunities; (xii) the potential inability of Amaze to achieve its business and growth plans; (xiii) the ability of Amaze to enforce its current material contracts or to secure long-term or other committed contracts with new or existing customers on terms favorable to Amaze; (xiv) the risk that Amaze will need to raise additional capital to execute its business plans, which may not be available on acceptable terms or at all; (xv) the risk that Amaze experiences difficulties in managing its growth and expanding operations; (xvi) the risk of our cyber security measures being unable to prevent hacking or disruption to our customers; and (xvii) the risk of economic downturn and increased competition. The foregoing list of factors is not exhaustive. Recipients should carefully consider such factors and the other risks and uncertainties described and to be described in the "Risk Factors" sections of the Registration Statement when filed, VINE's Annual Report on Form 10-K for the year ended 2023, as filed with the SEC on March 8, 2024, and subsequent periodic reports filed by VINE with the SEC, and other documents filed or to be filed by VINE from time to time with the SEC.

The presentation also includes industry and market data from third-party sources, which Amaze believes to be reliable but which neither Amaze, nor VINE, nor any other party has not independently verified. You are cautioned not to give undue weight to such industry and market data. Trademarks, trade names, and service marks mentioned in the presentation are owned by Amaze, VINE, or another entity, and their use does not imply endorsement or sponsorship.

This presentation may also contain trademarks, trade names and service marks of other parties, and Amaze does not intend its use or display of other parties' trademarks, trade names or service marks to imply, and such use or display should not be construed to imply, a relationship with, or endorsement or sponsorship of Amaze by, these other parties.

Non-GAAP Financial Measures

The KPIs shown in this presentation are non-GAAP metrics. These non-GAAP financial measures are not defined by GAAP and should not be considered in isolation or as an alternative financial statements prepared in accordance with GAAP.

Participants in the Solicitation

VINE and Amaze and their respective directors and executive officers may be deemed participants in the solicitation of proxies of VINE's shareholders in connection with the Business Combination. VINE's shareholders and other interested persons may obtain more detailed information regarding the names, affiliations and interests of certain of VINE executive officers and directors in the solicitation by reading, in addition to the information contained in the Registration Statement to be filed, VINE's Annual Report on Form 10-K for the year ended 2023, as filed with the SEC on March 8, 2024, VINE's Quarterly Report on Form 10-Q for the year ended September 30, 2024, and VINE's other filings with the SEC. A list of the names of such directors and executive officers and information regarding their interests in the proposed Business Combination, which may, in some cases, be different from those of shareholders generally, is set forth in the Registration Statement. These documents can be obtained free of charge from the source indicated above.

To better understand AMAZE, VINE, and the Business Combination please read the most recent filed copy of the Registration Statement, when filed, with the SEC.

EMPOWERING ANYONE TO SELL ANYTHING, ANYWHERE.

WITH SIMPLE TOOLS
THAT CONNECT



WE ARE CREATOR POWERED COMMERCE.

CREATORS HAVE EVOLVED FROM
PRODUCT CURATORS TO INFLUENCING
THE ENTIRE CUSTOMER JOURNEY

Source: Antler

STORES
LAUNCHED

12.3M
All Time

UNIQUE
VISITORS

1.2B
All Time

UNIQUE
BUYERS

21.2M
All Time

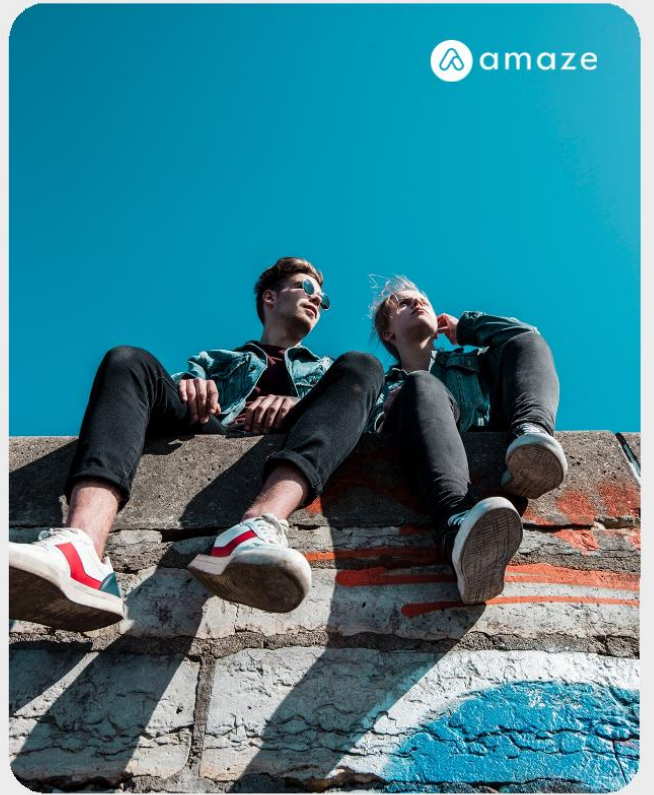


CREATOR POWERED COMMERCE

FOR THE FIRST TIME IN HISTORY, CREATORS—AND THEIR FANS—ARE POWERING A NEW ECONOMY.

THERE ARE 303M CREATORS WORLDWIDE, AND THE CREATOR ECONOMY IS EXPECTED TO GROW INTO A \$480B MARKET BY 2027

[Adobe "Future of Creativity" Study, 2023](#)
[Goldman Sachs](#)



**PROBLEM: CREATOR
MONETIZATION IS CHALLENGING**



**97% OF YOUTUBERS
DON'T MAKE ENOUGH TO
BE CONSIDERED MAKING
A SUSTAINABLE LIVING.**

**SOCIAL PLATFORMS
KEEP CHANGING
ALGORITHMS
MAKING RELIABLE
MONETIZATION HARD.**

**BRAND PARTNERSHIPS
CAN COST THEIR
AUTHENTICITY WHILE
AGENCIES COST THEM
PROFITS.**

**E-COMMERCE IS
GROWING BUT
ESTABLISHING AND
OPERATING AN ONLINE
STORE INVOLVES
HIGH RISKS.**

SOLUTION: OUR CORE TECH PLATFORMS

Studio
by amaze

Cart

Cangu Surfboard	\$750
SUBTOTAL	\$750

Shipping and discount codes are added at checkout.

CHECKOUT

TAM \$9B

SPRING
by amaze

Sales Evolution, \$

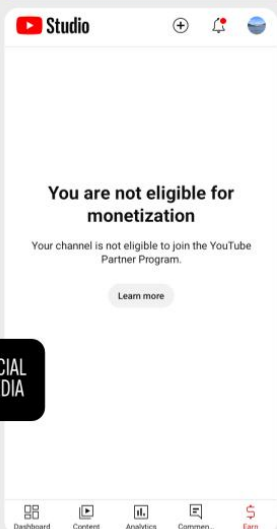
TAM \$770B

Teespring
by amaze

TAM \$10B

HOW CREATORS MONETIZE WITH AMAZE

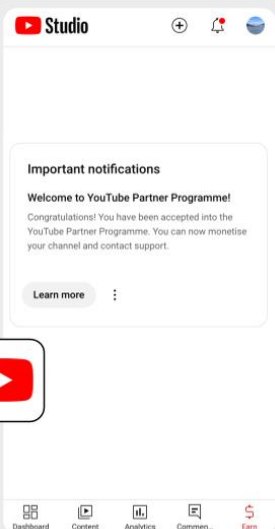
DISCOVER



SOCIAL MEDIA

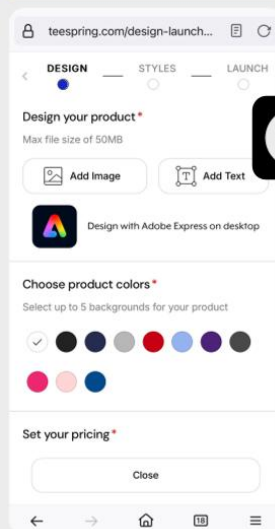
DISCOVER AMAZE IN SOCIAL MEDIA PLATFORMS
ONCE YOU HIT 500 SUBSCRIBERS

EARN/MONETIZE



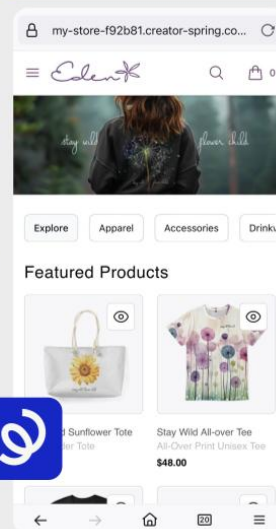
ACHIEVE MONETIZATION ON YOUR PLATFORM

CREATE/DESIGN



CREATE PRODUCTS & SET UP SHOP

SELL/PROMOTE



GO LIVE. SELL. PROMOTE YOUR SHOP.

ADOBE

INTEGRATION TO
AND FROM AMAZE

PIETRA

50K CUSTOM PRODUCT
MANUFACTURERS

SOCIAL MEDIA

YOUTUBE LINKTREE
TWITCH ONLY FANS
TIKTOK DISCORD

**AMAZE STRATEGIC
PARTNERS**



DATA & ANALYTICS

GOOGLE SNOWFLAKE TABLEAU
E

INVISIBLE STRUCTURE →

**GLOBAL SUPPLY
CHAIN**

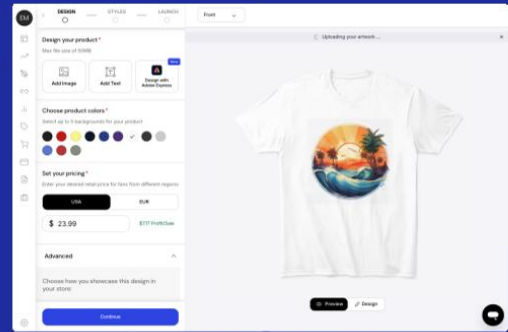
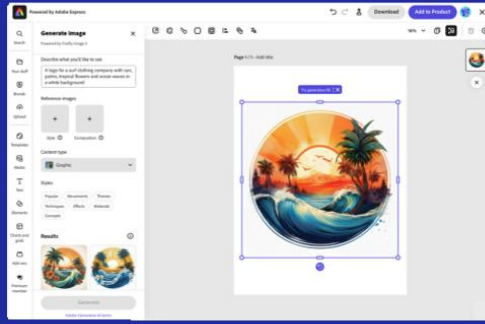
TO PARTNERS

**PAYMENTS &
FULFILLMENT**

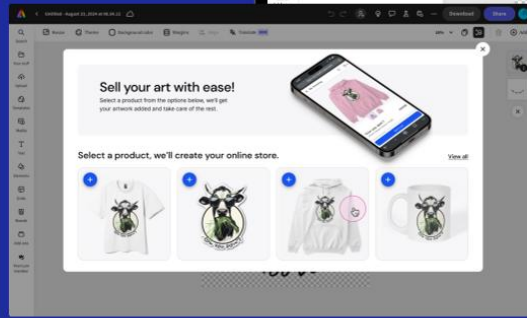
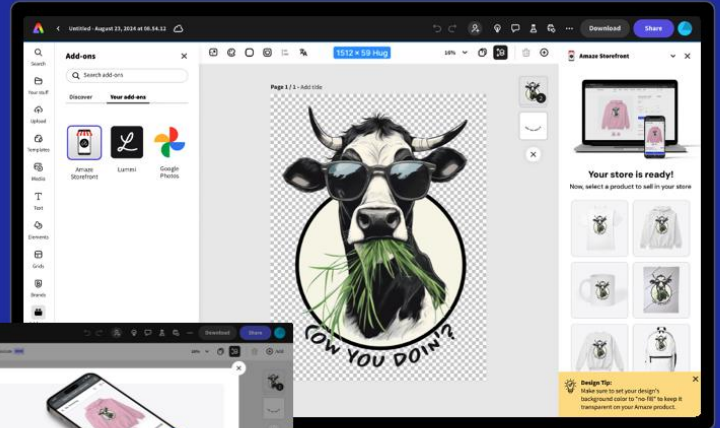
STRIPE PAYPAL KLARNA

CREATE ANYTHING EXTRAORDINARY WITH ADOBE EXPRESS.

FROM CREATOR DREAMS
TO REAL PRODUCTS.
ADOBE EXPRESS WITH AI INTEGRATION
ON SPRING EMPOWERS CREATION
WITHOUT LIMITATION



CREATE ANYTHING, SELL ANYWHERE. COMMERCE MEETS ADOBE EXPRESS.

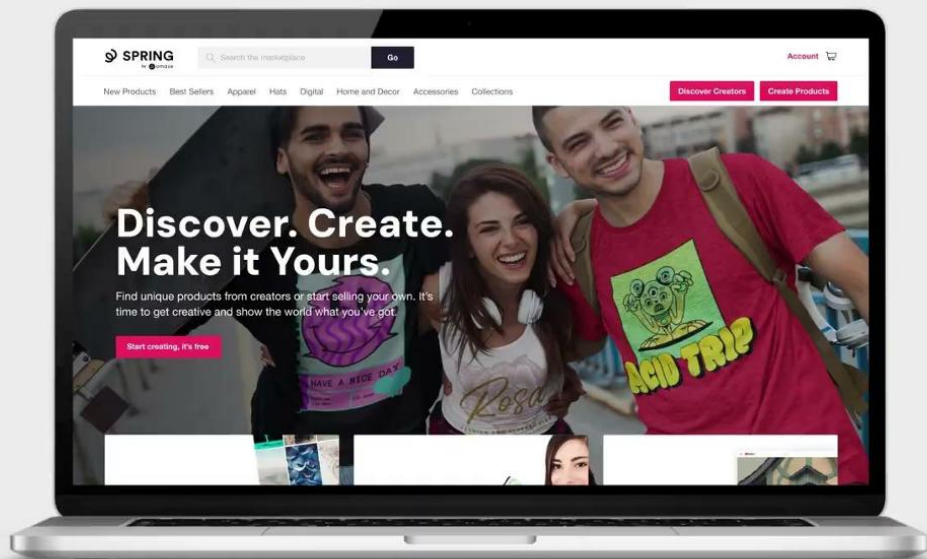


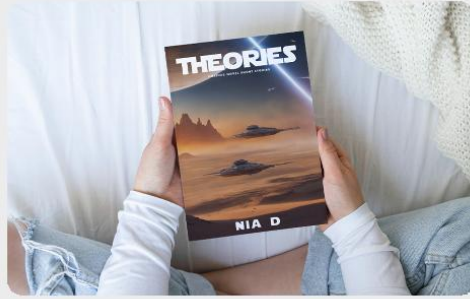
EASILY SELL ANYWHERE.

WITH SOCIAL INTEGRATIONS AND MARKETPLACE

Youtube Twitch TikTok Linktree

Only Fans Discord Beacons





CUSTOM PRODUCTS

**CAN I SPRING IT?
YES YOU CAN!**

PLUSHIES, APPAREL, HOMEWARES, DECOR,
AND EVERYTHING ELSE YOU CAN DREAM OF.

SPRING

24 VINYL MINIATURES

Simon's Cat x Rubik's Cube available to PRE-ORDER now:
bit.ly/simonscatcube 📦 (Limited Time Only) Designed by Simon Tofield, the cube features 54 new sketches and beloved characters. This is one fun item to own or gift!

**AVAILABLE FOR PREORDER
GET YOURS NOW!**

UNMATCHED DATA AND INSIGHTS ON CREATORS.

11.4 MILLION SELLERS
500 MILLION UNIQUE FANS
IN OVER 100 COUNTRIES



CREATOR DATA



6.2M

Avg. Likes



629.9M

Followers



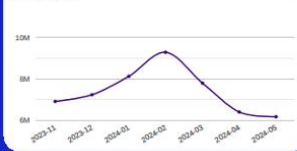
0.98%

Engagement Rate

Followers by Month



Likes by Month

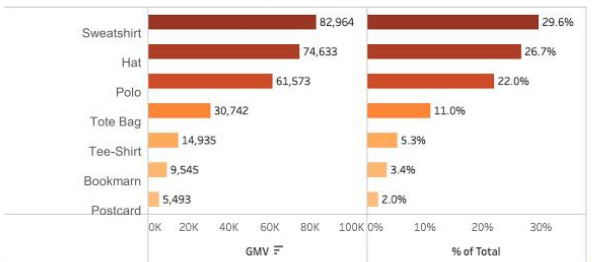


Lookalikes

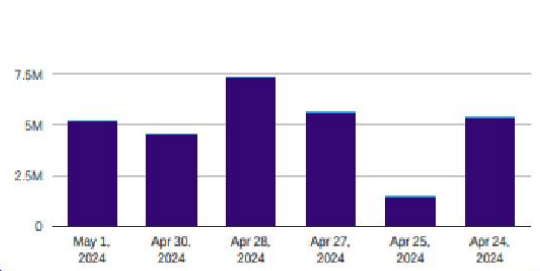
- Delta Rush (Soccer)
deltarushfootball
- Breakout Talent LLC
breakouttalentmgmt
- Marco Delgado (Creator)
marcomakesit
- Maria Vanesse (Politician)
busybrandstudio
- TwiceTheTrouble (Comedy)
twicethetroubleofficial

GMV (Items Only)	GMV (Shipping Only)	GMV (Total)	Unique Orders	AOV
\$249,909	\$29,977	\$279,885	3,798	\$73.69

Breakout by Campaign Name



Post Engagement



75.4%
Audience Credibility

87.33%
Likers Credibility

Creator Brand Affinity

- Gummies
- Herbalife
- Theragun

Creator Interests

- Beer, Wine & Spirits
- Healthy Lifestyle
- Gaming
- Travel, Tourism & Aviation
- Sports



FAN DATA

Location by country

Brazil	12.35%
India	8.24%
Indonesia	7.22%

Age & Gender split



Follower Brand Affinity

Nike	6.68%
Apple	6.6%
Adidas	5.44%
Walt Disney	4.37%
BMW	2.8%

Likers Brand Affinity

Nike	7.96%
Apple	6.89%
Adidas	6.33%
Walt Disney	3.31%
Travelgram	3.26%

Audience Interests

Interests	Likers	Followers
Friends, Family & Relationships	2,126,997 / 34.5%	200,205,016 / 31.82%
Clothes, Shoes, Handbags & Accessories	1,733,748 / 28.12%	169,085,124 / 26.88%
Camera & Photography	1,934,676 / 31.38%	154,043,591 / 24.48%
Sports	2,187,279 / 35.47%	151,450,267 / 24.07%
Travel, Tourism & Aviation	1,659,119 / 26.91%	146,263,618 / 23.25%
Cars & Motorbikes	1,337,626 / 21.69%	124,480,197 / 19.79%
Restaurants, Food & Grocery	1,070,676 / 17.36%	119,293,549 / 18.96%
Toys, Children & Baby	967,338 / 15.69%	119,293,549 / 18.96%
Music	1,133,825 / 18.39%	112,031,989 / 17.81%
Television & Film	1,004,653 / 16.29%	100,621,236 / 15.99%
Fitness & Yoga	967,338 / 15.69%	87,654,614 / 13.93%
Electronics & Computers	978,819 / 15.88%	86,098,745 / 13.69%
Pets	740,576 / 12.01%	85,579,703 / 13.6%
Art & Design	975,952 / 15.83%	80,393,054 / 12.78%
Beauty & Cosmetics	714,741 / 11.6%	76,206,406 / 11.85%

Audience Brand Affinity

Brand	Likers	Followers
Nike	490,846 / 7.96%	42,012,232 / 6.68%
Apple	424,824 / 6.89%	41,493,189 / 6.6%
Adidas	390,382 / 6.33%	34,232,259 / 5.44%
Walt Disney	203,801 / 3.31%	27,489,112 / 4.37%
Bmw	134,912 / 2.19%	17,634,857 / 2.8%
Mercedes-benz	143,519 / 2.33%	16,597,402 / 2.64%
Starbucks	166,487 / 2.7%	13,485,035 / 2.14%
Netflix	88,984 / 1.44%	12,448,208 / 1.98%
Ferrari	94,724 / 1.54%	11,929,166 / 1.9%
Honda	126,298 / 2.05%	11,410,753 / 1.81%
Audi	80,370 / 1.3%	10,891,711 / 1.73%
Nikon	103,337 / 1.68%	10,891,711 / 1.73%
Travelgram	200,928 / 3.26%	10,373,297 / 1.65%

GEOGRAPHIC & PRODUCT EXPANSION.

LAUNCH MEXICO WITH KORNI

COMPLETED

LAUNCH AUSTRALIA WITH DIRECT TO SUPPLIER

COMPLETED

EXPAND EUROPE AND COMPLETE VAT REQUIREMENTS **IN PROGRESS**

VAT in progress. Catalog expansion once completed.

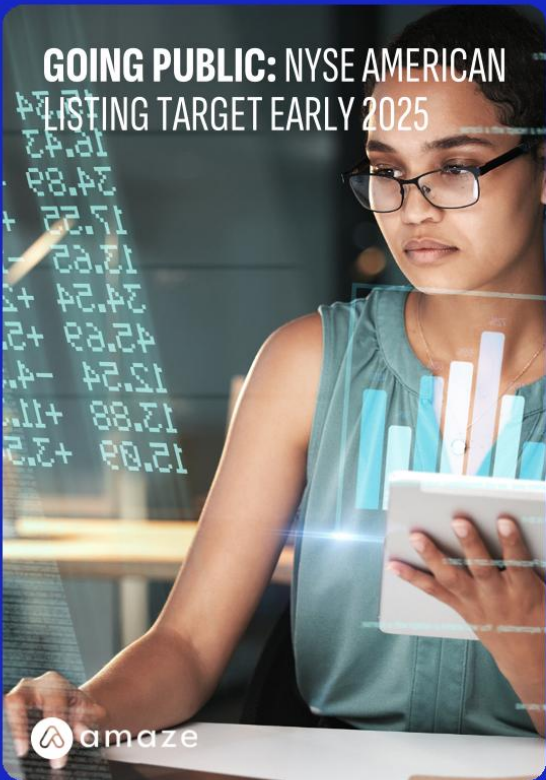
LAUNCH INDIA POC

COMPLETED

INDIA MVP

IN PROGRESS





**GOING PUBLIC: NYSE AMERICAN
LISTING TARGET EARLY 2025**

KEY POINTS

**REVERSE MERGER
WITH VINE DEFINITIVE
AGREEMENT SIGNED
NOVEMBER 4TH, 2024**

**POST-MERGER
VALUATION OF
\$140 M**

**ADDITIONAL
FUNDRAISING IN
PROGRESS**

**ROTH CAPITAL
PROPOSED LEAD
INVESTMENT
BANKING PARTNER**

SIX MONTH PLAN

**NYSE AMERICAN LISTING
OF AMAZE SOFTWARE**

Via reverse merger with
Vine

**STRATEGIC BRAND
AWARENESS AND
INVESTOR RELATIONS
ACTIVATION**

**STRATEGIC
ACQUISITIONS**

Multiple targets
lined up

**GEOGRAPHIC
EXPANSION**

Phase 1 Completed

**THIRD PARTY
PRODUCT
EXPANSION**

**FOCUS ON CASH
MANAGEMENT &
FINANCIAL OUTLOOK**

SHORT TERM FOCUS



ADOBE PHASE 2 INTEGRATION

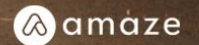
GLOBAL REACH AND AOV
IMPROVEMENT.

TEESPRING MARKETPLACE RE-LAUNCH

Q4 2024

GLOBAL CUSTOMER ACQUISITION PARTNERSHIPS

NEW CONTRACTS SIGNED AND
INTEGRATION.



KEY EXECUTIVES



AARON DAY
CEO &
CHAIRMAN OF BOARD



MIKE PRUITT
VICE-CHAIRMAN
OF BOARD



EZRA ROSENSAFT
CFO



DEREK FRANCIS
CRO



ELENA MADRIGAL
SVP PRODUCT, PRODUCT MARKETING
& MARKETING

WORLD CLASS INVESTORS HAVE JOINED THE MOVEMENT.

SAM ALTMAN - OpenAI

"I'm delighted to be an investor in Amaze Software," says Altman. "The company is making tremendous strides forward in the creator space, and I'm excited to join the team." *April 2023*

JERRY MURDOCK- Insight Partners

"As a Co-Founder of Insight Partners, I've focused on identifying and nurturing outstanding ventures. Amaze Software and its management team showcase remarkable resilience, thriving in tough conditions. I'm personally joining this round of investment alongside you." *May 2023*

ARJUN SETHI - Tribe Capital

"What we found most compelling about Amaze Software was its ability to amass first-party consumer data, use it to identify trends and empower creators to grow into the next big brand. Our analysis of growth and user engagement showed that Amaze customers recognize this value and keep coming back. We're thrilled to be a part of its journey." *May 2023*



WE ARE CREATOR POWERED COMMERCE

For more information contact: investor.relations@amaze.co