

Free Writing Prospectus
Fresh Vine Wine, Inc. Investor Presentation

This free writing prospectus relates to the proposed initial public offering (the “Offering”) of shares of common stock of Fresh Grapes, LLC (to be converted into Fresh Vine Wine, Inc.) (the “Company”), which are being registered on a Registration Statement on Form S-1 (No. 333-261037) (the “Registration Statement”). This free writing prospectus should be read together with the preliminary prospectus dated December 7, 2021 included in the Registration Statement, which can be accessed through the following link:

https://www.sec.gov/Archives/edgar/data/1880343/000121390021063872/fs12021a2_freshgrapesllc.htm

The Company has filed the Registration Statement (including a preliminary prospectus) with the Securities and Exchange Commission (the “SEC”) for the Offering. Before you invest, you should read the preliminary prospectus in the Registration Statement (including the risk factors described therein) and other documents the Company has filed with the SEC for more complete information about the Company and the Offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, copies of the preliminary prospectus related to the Offering may be obtained from The Oak Ridge Financial Services Group, Inc. at 701 Xenia Avenue South, Suite 100 Golden Valley, MN 55416, by calling Jake Newsom at (763) 923-2278 or by emailing JNewsom@oakridgefinancial.com, or from Boustead Securities, LLC at 6 Venture, Suite 395, Irvine, CA 92618, by calling Brinson Lingenfelter at (949) 375-6879 or by emailing Brinson@boustead1828.com. The final terms of the Offering will be disclosed in a final prospectus to be filed with the SEC.



fresh Vine
NAPA, CALIFORNIA

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Some of the statements made in this presentation are forward-looking statements. These forward-looking statements are based upon our current expectations and projections about future events. The forward-looking statements generally relate to our plans, objectives and expectations for future operations and are based upon our management's current estimates and projections of future results or trends. Although we believe that our plans and objectives reflected in or suggested by these forward-looking statements are reasonable, we may not achieve these plans or objectives and our actual future results may be materially different from what we expect. Specific factors that might cause actual results to differ from our expectations or may affect the value of the common stock, include, but are not limited to:

- our limited operating history and limited revenue generated to date;
- our ability to expand our wholesale, retail and DTC distribution channels;
- our ability to expand and strengthen key supply chain relationships, including with current and future juice suppliers, bottlers, materials and dry goods suppliers and other third-party vendors;
- our ability to compete successfully with current or future competitors within our industry; our ability to retain our key employees and to hire additional personnel;
- the reputations of our celebrity ambassadors, the success of their efforts in promoting our brand and the success of our affinity-based marketing promotions
- inclement weather, drought, pests, plant diseases and other factors could reduce the amount or quality of the grapes available to produce our wines; a decline in general economic conditions or an adverse change in consumer demand for wine; and
- our ability to develop new varietals that fit within the better-for-you category and are consistent with our brand.

Other factors that could cause actual results to differ from those implied by the forward-looking statements in this presentation are more fully described in our preliminary prospectus dated November 29, 2021. The forward-looking statements in the preliminary prospectus are primarily located under the headings "Prospectus Summary," "Risk Factors," "Management's Discussion and Analysis of Financial Condition and Results of Operations," and "Description of the Business," but are found in other locations as well. We urge you to read the preliminary prospectus in its entirety but call your attention to the fact that we are not required to update the forward-looking statements set forth in our preliminary prospectus even though our situation may change in the future.

Investment Highlights

Better For You Category

- Better For You Category exists in other beverage markets (47% light beer / 27% diet soda)
- Health trends are accelerating – less Calories, less carbs, less sugar, and low sulfates
- Establish first premium brand (taste profile) while maintaining traditional ABV (alcohol profile)

Wine is a large and growing market

- \$69B domestic market, premium segment growing 6%-8%
- Simple business: Increase awareness and expand distribution
- Position brand as an affordable luxury price point (\$15-\$20/bottle)

Nina Dobrev & Julianne Hough - Co-Founders

- Active and engaged business partners
- Large social platform - 30M Instagram followers

Fresh Vine Wine established relationships with four of the top 5 distributors

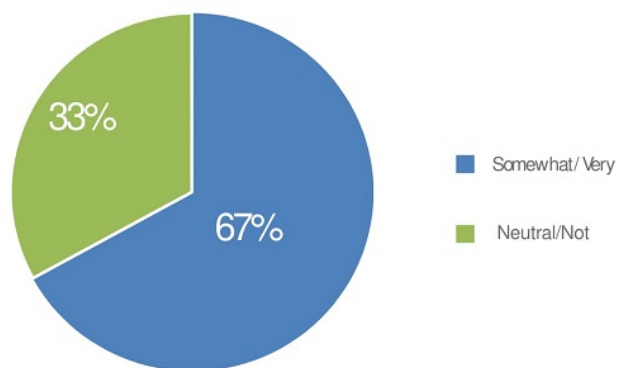
- Southern Glazer, RND, Breakthru and Johnson Bros.

Strong management team

*“To be the leading premium
lower-carb and lower-calorie wine
for the active trendsetter
consumer”*

Better For You trends driving growth and new categories

% Consumer Concerned About Sugar



**95 Cal 4.5%
ABV**



Source: Businesswire; allied market research; Euromonitor international; Outside VoiceADM

Product differentiation key to leading Better For You Category



fresh Vine.
NAPA, CALIFORNIA
PREMIUM, LOW-CAL, LOW-CARB WINES

Dark ruby in color with a ripe, expressive nose full of blackberry pie, dark cherry, spice, box and a hint of mint. Secondary notes ripe plum and vanilla. Medium bodied with concentrated flavors of boysenberry, blackberry, tobacco, chocolate. Finishes long with supple tannins and flavor of plum.

0.4g SUGAR	3.9 CARBS
103 CALORIES	13.5% ABV

"The perfect pairing to your active lifestyle."
Ned Zeff

NEW! 100% @FreshVineWine
FRESHVINEWINE.COM
Average alcohol per 5oz glass: 13.5% (27.0g)
BOTTLED AND BLENDED IN CALIFORNIA, USA



fresh Vine.
NAPA, CALIFORNIA
PREMIUM, LOW-CAL, LOW-CARB WINES

Golden straw in color with a big bouquet of ripe pear, green apple, lychee, honeysuckle and toasty oak. Background hints of tropical fruit and citrus. Creamy, full-bodied palate of green apple, tropical fruit and citrus. Finishes long with lingering notes of pear and bright acidity.

0.1g SUGAR	2.8 CARBS
98 CALORIES	13.5% ABV

"The perfect pairing to your active lifestyle."
Ned Zeff

NEW! 100% @FreshVineWine
FRESHVINEWINE.COM
Average alcohol per 5oz glass: 13.5% (27.0g)
BOTTLED AND BLENDED IN CALIFORNIA, USA



fresh Vine.
NAPA, CALIFORNIA
PREMIUM, LOW-CAL, LOW-CARB WINES

Ruby in color with a big floral nose of rose, petal, dark cherry and baking spices. Secondary notes of strawberry, red currant and raspberry. Medium-bodied flavor of blackberry, red raspberry and ripe plum. Tasty long finish of red plums and baker's chocolate with a hint of acidity.

0.3g SUGAR	3.7 CARBS
118 CALORIES	13.5% ABV

"The perfect pairing to your active lifestyle."
Ned Zeff

NEW! 100% @FreshVineWine
FRESHVINEWINE.COM
Average alcohol per 5oz glass: 13.5% (27.0g)
BOTTLED AND BLENDED IN CALIFORNIA, USA



fresh Vine.
NAPA, CALIFORNIA
PREMIUM, LOW-CAL, LOW-CARB WINES

A delightful blend of Pinot Grigio and Pinot Noir whole cluster pressed, fermented and aged in stainless steel. Bright floral bouquet of rose petal and poppy petals, summer of white peach and ruby red grapefruit. Tasty flavors of nectarine, stone fruit and raspberry. Finishes wonderfully with notes of mouth-watering acidity.

0.1g SUGAR	2.8 CARBS
98 CALORIES	13.1% ABV

"The perfect pairing to your active lifestyle."
Ned Zeff

NEW! 100% @FreshVineWine
FRESHVINEWINE.COM
Average alcohol per 5oz glass: 13.1% (26.2g)
BOTTLED AND BLENDED IN CALIFORNIA, USA

Superior Balance - Premium Taste and ABV with Less Calories, Less Sugar & Less Carbs

Better For You trends continue, and a category is emerging



27%
Diets/Zero
\$406.9BCDS



47%
Light/Ultra
\$120Beer



??%
BFY Wine
\$69B

Source: statista 2021

Celebrity Brand Success

George Clooney
Casamigos



Up to \$1B sale to Diageo

120M cases in 2016
Sold in 2017

Ryan Reynolds
Aviation Gin



Up to \$610MM sale to Diageo

96M cases in 2019
Sold in 2020

Conor McGregor
Proper No. Twelve
Whiskey



\$600MM to Proxima

38M cases 2019
Sold in 2021

Jay Z
Ace of Spades
Armand de Brignac



\$600MM to Moët Hennessy

42M cases 2019
Sold in 2021

Power of Social Media...Not A Fad

Celebrity Co-Founders - Nina Dobrev & Julianne Hough



Nina Dobrev is engaged and has strong reach

Face of Dior



Drives Fashion Trends



24.5M Followers



Julianne Hough offers strong engagement and reach

Dancing with the Stars
Kinrgy Founder



Drives Fitness & Health
Trends



4.9M Followers



Wine is a large market, and the premium category is growing

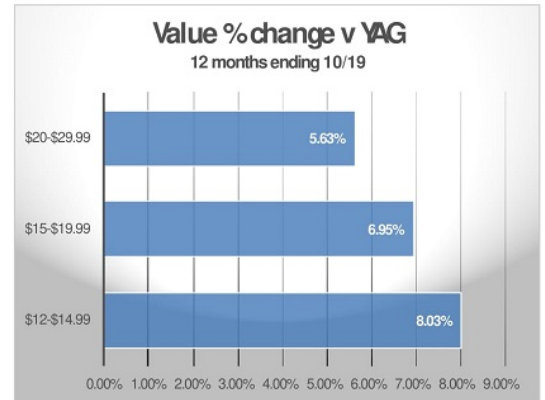
Global Market

\$340B

US Market

\$69B

Premium Segment Growth



Fresh Vine is an affordable luxury and Our target audience is large, young, affluent, and active



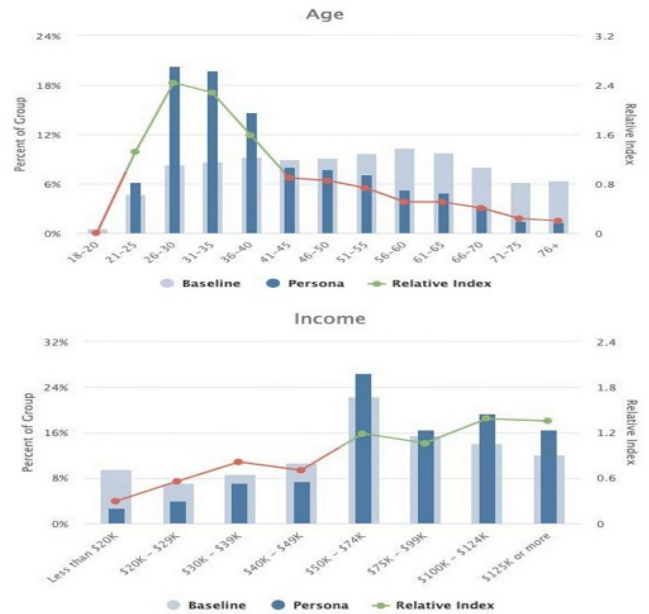
Among 24 –29
Trendsetters



Inspire 30 –39
Trendseekers



Aspire 40 –49
Trendfollowers



Source: 1st party data and 3rd party matched; Nielsen bev Oct 2019

Marketing strategy is working, 1/3 of a Superbowl ad with each post

**March to September 2021,
Fresh Vine Wine successfully garnered:**

Total Impressions: 11.5B



**7.5+ billion impressions worldwide
#2 topic in USA when announced**



Stadium deals drive impressions and exposure



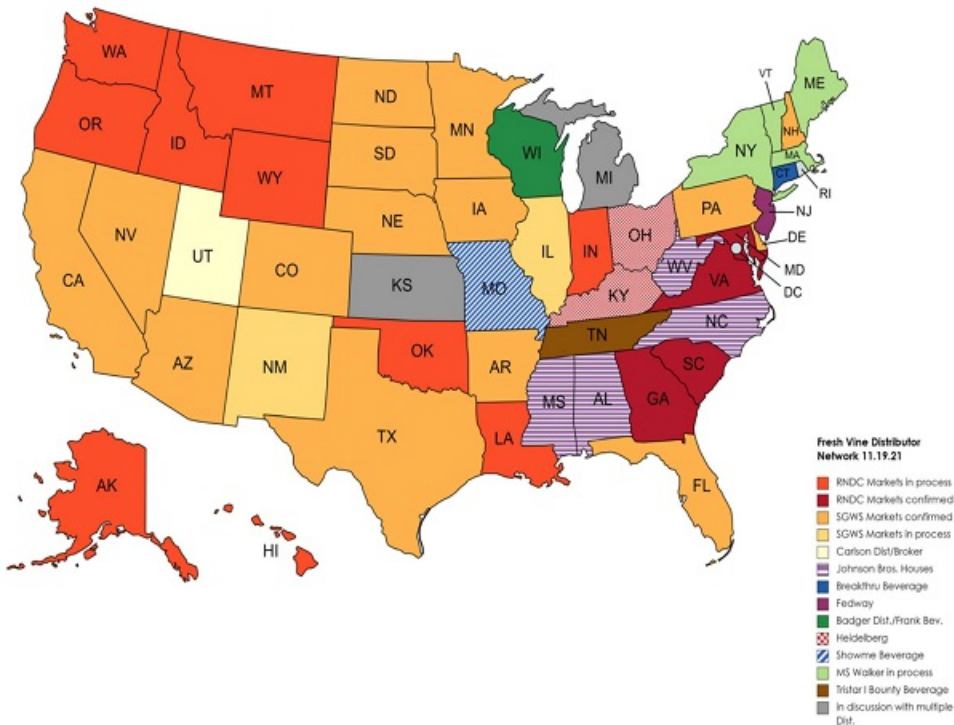
Top Trending NFL Vlog for 11 Days

Total Impressions: 111M+

SoFi Stadium



Partnering with big distributors to drive national coverage



Distribution

- 900 plus Retail & Restaurant
- Hy-Vee 7 states; 92% Distro
- Southern Glazer Wine & Spirits -15 states, 2 states in process
- RNDC: 4 committed states + 10 states in process
- Johnson Bros.: 2 committed states, 2 in process
- MS Walker: 5 states in process
- Looking for partners in 2 states

Building retail partnerships

Customer Proposition



Increase Category
Prices



Drive Store Traffic



Q4 2021



On HyVee sponsored TV ad

Q1



Seasons digital
New Year New You

Q2



Bottle Signings
Past yield
\$50,000/store/day

Q3



Incorporate into
HyVee platforms



Real-time, opt-in location
history collected via proprietary
or 3rd-party applications



Users tied to mapped data

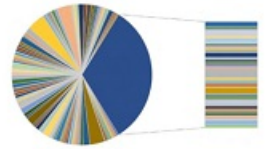
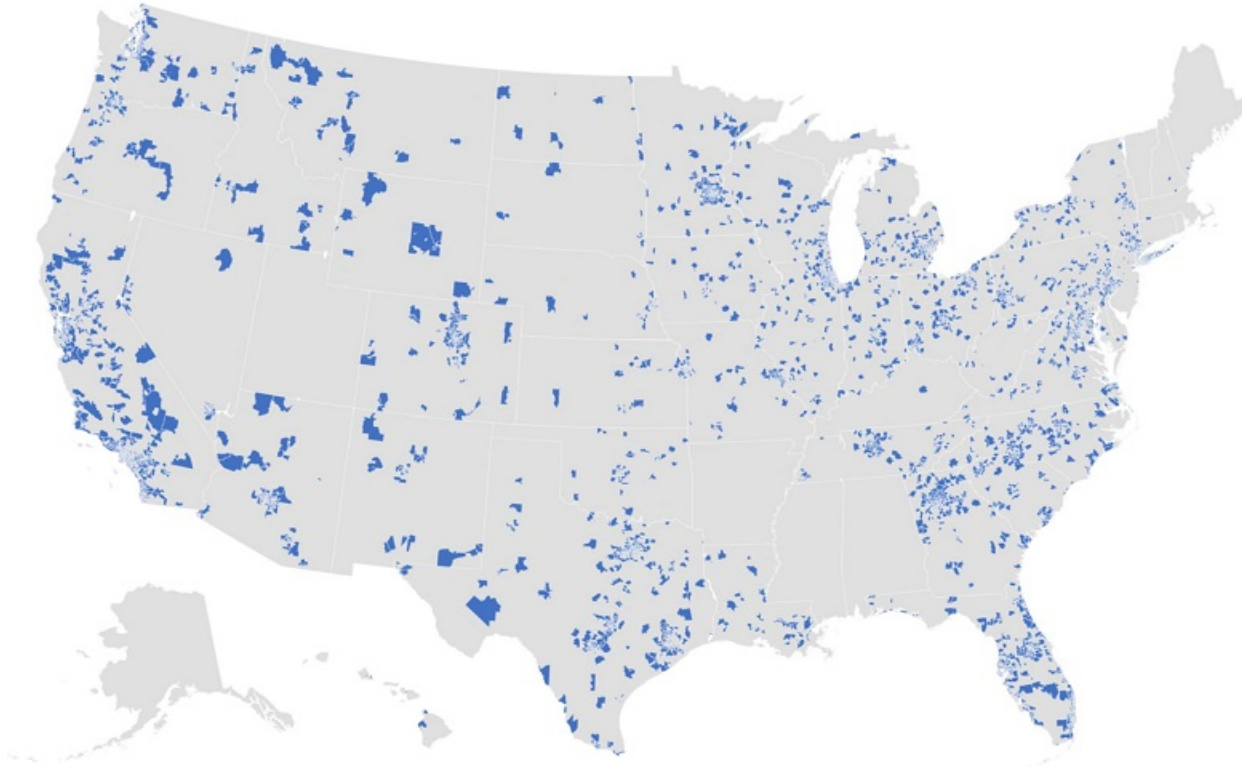


Ads targeted to custom
audiences. User views or
clicks ad and is recorded



Exposed users
matched and
matched to store visit

Direct to Consumer Sales



25,168+ DTC Customers

32% Age 21 - 32
50% Age 33 - 44
14% Age 45 - 60
4% Age 61 - 80 (Primarily Gifting to Millennials)

Top Selling Items

- 1 - Cabernet Sauvignon
- 2 - Pinot Noir
- 3 - Chardonnay
- 4 - Rose
- 5 - Wine Club
- 6 - Gift Box

Top States:

- | | |
|---------|---------|
| 1 - CA | 13 - OH |
| 2 - NY | 12 - NC |
| 3 - TX | 13 - MI |
| 4 - FL | 14 - GA |
| 5 - NJ | 15 - VA |
| 6 - PA | 16 - MA |
| 7 - IL | 17 - AZ |
| 8 - CO | 18 - TN |
| 9 - MN | 19 - CT |
| 10 - WA | 20 - MD |

Top Cities:

- | | |
|-------------------|------------------|
| 1 - Los Angeles | 11 - San Diego |
| 2 - New York | 12 - Charlotte |
| 3 - Chicago | 13 - Pittsburgh |
| 4 - Denver | 14 - Nashville |
| 5 - Houston | 15 - Miami |
| 6 - Washington DC | 16 - Arlington |
| 7 - Vegas | 17 - Seattle |
| 8 - Dallas | 18 - Tampa |
| 9 - Austin | 19 - San Jose |
| 10 - Brooklyn | 20 - San Antonio |

YTD Ending Oct 2021

Large and growing market provides opportunity for earlier success

Marketing Investments

- Create a market leading “BFY” Wine
 - Premium Taste
 - Less calories, sugar, carbs gluten-free
 - Balanced Alcohol
- Celebrity Co-Owners
 - 30MM followers
 - Highly engaged
- Targeting \$50MM ad investment over 3 years
- 5 sports team deals to drive awareness



Diverse and highly experience executive team



Damian Novak
Co-Founder &
Chairman

- 30+ years of startup to profitable growth
- Strategies for acquisitions, operations, & private investment
- MBA University of St. Thomas. Electrical Computer Engineering UW-Madison



Rick Nechio
Co- Founder &
President

- 22+ year Adult Beverage
- Anheuser-Busch
- 14 countries
- Harvard Business School Exec Education



Nina Dobrev
Co-Founder

- Actress, Exec Producer
- #1 Netflix Romantic Comedy Love Hard
- Vampire Diaries
- Face of Dior
- Instagram sensation
- Multiple TV & movies



Julianne Hough
Co-Founder

- 2X professional champion & judge on "Dancing with the Stars"
 - "Footloose", "Rock of Ages" films among others
 - NBC's "Holidays with the Houghs"
 - Kinrgy Founder, CEO of Canary House Productions
-



Janelle Anderson

CEO

- **Janelle Anderson** CEO since August 1, 2021.
- American Airlines: Officer Global Marketing, Customer Experience & Digital 2018-2020.
 - Led strategy and execution of rebranding and marketing, lounge, WIFI and entertainment, online booking and trip management.
- VP Shopper Marketing PepsiCo 2015-2018, VP Shopper Marketing Frito Lay 2014-2015.
 - 14+ years of leading PEP teams on marketing strategies, brand visioning, advertising, innovation and positioning.
- Janelle's career began at GE Capital in Leadership Development.
- MBA from the University of Michigan Ross, with distinction.
- BA in Business from the University of St. Thomas.

Mantra: "Lead From Every Seat"

Jamey Whetstone



ABOUT OUR WINEMAKER

The defining factor that really sets our wines apart from other low-carb wines is the craftsmanship and dedication to high quality winemaking from our Award-Winning Napa Valley winemaker, Jamey Whetstone.

Jamey shares in our vision to create premium wines that compliment his active lifestyle. Jamey is an avid surfer, skier, and all-around outdoorsman. His passion for winemaking is mirrored by his passion for adventure, and he wanted to create a health-conscious wine alternative that he can be proud to bring to the table.



Jamey moved out to Napa Valley in 1996. Simply captivated by the community, lifestyle, and culture of wine country, he found himself quickly growing roots. By 1998, he had begun his winemaking education at Turley Wine Cellars where he would remain in his apprenticeship until 2005. During that time, he spent a summer sabbatical working for the Seysses family at Domaine Dujacin Morey-Saint-Denis and laid the groundwork for Whetstone Wine Cellars, which he founded in 2002.

Since then, Jamey has collaborated and made remarkable wines for a handful of producers, leading him to creating Fresh Vine Wines.



Mike Fine National Sales

- **Mike Fine** has over 35 years experience and is 3rd generation in Wine & Spirits, he is recognized nationally as an expert.
- 2019-21 Mike led national sales at Penrose Hill/Firstleaf Wines.
- 2016 GM & VP Sales & Marketing Smith Family Wines.
- 2013 Truett Hurst Inc., a public wine company, as National Sales Manager.
- Mike's 13 years Southern Glazer Wines & Spirits; Supplier Tier, starting first as Western Regional Manager in 2009.
- 13 years as National Director of Retail Chains for C. Mondavi & Family.
- 21 years as a retailer owner and operator. He grew 5 stores & wine bars to AZ's highest grossing independent.
- Recognized by Arizona Business Magazine's "Best of Arizona" for six years running and The New Times' "Best of Phoenix" for 19 years.

Retailer Opportunities

Highly Qualified Sales Leads		# Location
Walgreens	Retailer	9,000
7Eleven	Convenience Store	5,786
Kroger	Retailer	2,750
Albertson's	Retailer	2,253
Safeway	Retailer	1,694
Target	Retailer	1,350
Food Lion	Retailer	1,029
Publix	Retailer	779
Whole Foods	Retailer	506
HEB	Retailer	319
Hy-vee	Retailer	265
Jewel Osco	Retailer	188
BevMo	Retailer	161
Wegman's	Retailer	106
Resort World	Hotel	1
Sandbox Bar	Retailer	1
Total Leads		26,188

Long Term Sales Leads		# Location
CVS	Retailer	9,600
Walmart	Retailer	4,769
Rite-Aid	Retailer	2,500
Kwik Trip	Convenience Store	621
Piggly Wiggly	Retailer	530
Costco	Retailer	448
Harris Teeter	Retailer	261
Meijer	Retailer	253
Hannaford	Retailer	183
Natural Grocer	Retailer	174
ABC	Distributor	153
Fred Meyer	Retailer	130
Sprouts	Retailer	126
Schnuck's	Retailer	111
Lowe's Food's	Retailer	105
Market Basket	Retailer	85
Sendik's	Retailer	17
State of Utah	State-owned	1
Total Leads		20,067

|

Use of Proceeds / IPO

Use of Proceeds

- Targeting 8% of revenue marketing spend
- Target demo outside of Instagram who know Nina & Julianne
 - In store activations
- Inventory
- Repayment of related party payables: \$1.61M at 9/30/2021

Media Coverage

- Marketing efficiencies post IPO will result in market awareness of the stock and brand
- Launch results - 55 Media hits resulting in 11.5B impressions
- Expecting significantly larger response to a female run celebrity wine company IPO on NYSE American with the ticker symbol "VINE"

Celebrity Alcohol Brands – Clooney, Reynolds, McGregor, Jay Z

- Unique opportunity for general public to invest on the ground floor of a celebrity brand

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Contact

Janelle Anderson
Cell: 214-493-1997
Email: Janelle@FreshVineWine.com

Damian Novak
Cell: 612-804-7771
Email: Damian@FreshVineWine.com