

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

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): June 4, 2025

AMAZE HOLDINGS, 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.)

**2901 West Coast Highway, Suite 200
Newport Beach, CA**

(Address of principal executive offices)

92663

(Zip Code)

(855) 766-9463

Registrant's telephone number, including area code

Fresh Vine Wine, Inc.

(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 to 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	AMZE	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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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 Disclosure

On June 4, 2024, Amaze Holdings, Inc. (the “Company”) issued a press release announcing that it has launched a private offering of up to \$10 million aggregate principal amount of convertible promissory notes, Series 2025-A, and up to \$20 million aggregate principal amount of convertible promissory Notes, Series 2025-B (together, the “Notes”). The Notes are being offered only to persons who qualify as “accredited investors” in reliance upon the exemption from registration provided by Rule 506(c) under the Securities Act of 1933, as amended (the “Securities Act”).

A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

In connection with the offering, the Company will be providing to prospective investors the information in the investor presentation attached to this Current Report on Form 8-K as Exhibit 99.2, which is incorporated herein by reference.

This Current Report on Form 8-K does not constitute an offer to sell, nor a solicitation of an offer to buy, the Notes or any other securities. The Notes will not be and have not been registered under the Securities Act, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Description
99.1	Press release dated June 4, 2025
99.2	Amaze Holdings, Inc. Investor Presentation June 2025
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Dated: June 4, 2025

AMAZE HOLDINGS, INC.

By: /s/ Michael Pruitt

Name: Michael Pruitt

Title: Chief Executive Officer

Amaze to Participate in Webinar Series Beginning June 5, 2025

Company Conducting Capital Raise via Rule 506(c) Regulation D Offering in Conjunction with Webinar Series

Management to Provide Update on Growth, Product Innovation, and Strategic Partnerships in \$480B Creator Economy

NEWPORT BEACH, Calif., June 4, 2025 – Amaze Holdings, Inc. (NYSE American: AMZE) (“Amaze” or the “Company”), a global leader in creator-powered commerce, today announced that it will be participating in an upcoming webinar series hosted by Clout Hero. In conjunction with the webinar series, Amaze will be conducting a capital raise via a Rule 506(c) Regulation D offering for up to \$25 million. Additional details can be found on the webinar landing page and in the Company’s filings with the SEC.

During the webinars, Aaron Day, CEO of Amaze Software, will present the Company’s growth strategy and key initiatives, including product innovation, platform expansion, and new strategic partnerships.

The first event will take place virtually on Thursday, June 5, 2025, at 9:00 a.m. PDT. To register for the webinar, please visit Amaze.co/invest. The webinar series will continue every Tuesday and Thursday throughout June, with the exception of the Juneteenth market holiday.

“Amaze’s momentum comes at a defining moment for the creator economy,” said Bob Olejar, Founder of Clout Hero, organizer of the webinar series. “They’re eliminating barriers to entry and enabling creators of all sizes to monetize with ease — no minimum follower count, no operational hurdles. We’re excited to help share that story with investors and the broader market.”

With the creator economy projected to reach \$480 billion by 2027, Amaze is scaling to meet global demand. Its platform simplifies the process for creators to launch products, monetize their content, and grow their businesses — all while integrating directly with the social platforms where creators already engage their audiences.

Interested parties are encouraged to register now to attend the first webinar and learn more about Amaze’s business at Amaze.co/invest.

For investor information, please contact IR@amaze.co

For press inquiries, please contact PR@amaze.co

About Amaze:

Amaze Holdings, Inc. is an end-to-end, creator-powered commerce platform offering tools for seamless product creation, advanced e-commerce solutions, and scalable managed services. By empowering anyone to “sell anything, anywhere,” Amaze enables creators to tell their stories, cultivate deeper audience connections, and generate sustainable income through shoppable, authentic experiences. Discover more at www.amaze.co.

About Clout Hero:

Clout Hero stands out as the leading persuasive marketing company in the Regulation A and Regulation D fundraising marketplace. A spinoff of the pioneering marketing firm Placement Directory, Clout Hero brings over 20 years of marketing excellence into the finance industry. For the past three years, they have focused exclusively on supporting raises of \$20 million or more, consistently delivering bold and results-driven strategies. Their expertise helps businesses engage investors and achieve their financial goals with confidence.

Cautionary Note Regarding Forward-Looking Statements

This press release contains “forward-looking statements” within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). These statements relate to future events and developments or to our future operating or financial performance, are subject to risks and uncertainties and are based estimates and assumptions. Forward-looking statements may include, but are not limited to, statements about our market opportunity and potential growth of that market, strategies, initiatives, growth, revenues, expenditures, our plans and objectives for future operations, and future financial and business performance. These statements can be identified by words such as “may,” “might,” “should,” “would,” “could,” “expect,” “plan,” “anticipate,” “intend,” “believe,” “estimate,” “predict,” “potential” or “continue,” and are based on our current expectations and views concerning future events and developments and their potential effects on us.

These statements are subject to known and unknown risks, uncertainties and assumptions that could cause actual results to differ materially from those projected or otherwise implied by the forward-looking statement. These risks include: our ability to execute our plans and strategies; our limited operating history and history of losses; our financial position and need for additional capital; our ability to attract and retain our creator base and expand the range of products available for sale; we may experience difficulties in managing our growth and expenses; we may not keep pace with technological advances; there may be undetected errors or defects in our software or issues related to data computing, processing or storage; our reliance on third parties to provide key services for our business, including cloud hosting, marketing platforms, payment providers and network providers; failure to maintain or enhance our brand; our ability to protect our intellectual property; significant interruptions, delays or outages in services from our platform; significant data breach or disruption of the information technology systems or networks and cyberattacks; risks associated with international operations; general economic and competitive factors affecting our business generally; changes in laws and regulations, including those related to privacy, online liability, consumer protection, and financial services; our dependence on senior management and other key personnel; and our ability to attract, retain and motivate qualified personnel and senior management.

Additional risks and uncertainties that could cause actual outcomes and results to differ materially from those contemplated by the forward-looking statements are included in our Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and other future filings and reports that we file with the Securities and Exchange Commission (SEC) from time to time. Given these risks and uncertainties, you should not place undue

reliance on these forward-looking statements. Also, these forward-looking statements represent our estimates and assumptions only as of the date of the press release. Unless required by law, we undertake no obligation to update or revise any forward-looking statements to reflect new information or future events or developments.



EXCLUSIVE INVESTOR WEBINAR

The creator led retail
economy could be your
smartest investment yet.



See disclaimers on last slide or <https://www.Amaze.co/Disclaimer>

www.Amaze.co



AN INDUSTRY WIDE
SOLUTION FOR THE
CREATOR COMMUNITY



Today's Presentation

> Market Opportunity

> Creator's Reality

>  amaze

> Investing

INVESTING WITH amaze

Convertible Notes from 10-12%*
Rule 506(c) Regulation D Offering Highlights

10-12%
ANNUAL
YIELD

3-YEAR NOTE
\$3,000 Min

5-YEAR NOTE
\$50,000 Min



Cash Payout

- or -

10% Discount on Conversion

*Terms and Conditions Apply


\$25M Raise | Convertible Note | \$3,000 Min Investment



Aaron Day

CHIEF EXECUTIVE OFFICER & FOUNDER
AMAZE SOFTWARE, INC.



Aaron Day
CEO & FOUNDER
 amaze

“ A transformative leader with a sharp eye for scale and driven growth. Redefining what’s possible for traditional and tech-forward companies alike. ”

Canva

GLOBAL PARTNERSHIP LEAD



CEO &
PRESIDENT

creo

NATIONAL DIRECTOR OF
ADVANCED TECHNOLOGY



BLACKFORD CAPITAL

CHEIF EXECUTIVE OFFICER

Our Board of Directors

PENDING UPCOMING BOARD VOTE



Aaron Day

CEO & FOUNDER
BOARD MEMBER



Sandie Hawkins

BOARD NOMINEE



Amrapali (Ami) Gan

BOARD NOMINEE



Mike Pruitt

BOARD MEMBER



Eric Dolan

BOARD MEMBER



Pete Deutschman

BOARD NOMINEE



David Yacullo

BOARD MEMBER

Corporate Team amaze



Aaron Day
CEO & FOUNDER



Keith Johnson
CHIEF FINANCIAL OFFICER



Gwan Yip
CHIEF PRODUCT OFFICER



Danielle Pederson
SENIOR VP
MARKETING & BRAND



Angela Smith
VICE PRESIDENT DATA



Kate Blessing
VICE PRESIDENT
OPERATIONS



Brandi Sparks
DIRECTOR GROWTH &
CUSTOMER SERVICE



Courtney Valentine
CONTROLLER



Willis Ha
VICE PRESIDENT OF PEOPLE





ADWEEK



AXIOS



Entrepreneur



FINANCIAL TIMES

FORTUNE



Smart Money

“OUR GOAL is to empower creators to build thriving businesses and enable brands to scale authentic partnerships—connecting both through a commerce platform that drives growth, monetization, and community at the speed of culture. Amaze simplifies how creators and brands collaborate, unlocking new revenue with zero upfront risk and maximum creative freedom.”



cre·a·tor

krē·ā·tər (noun)

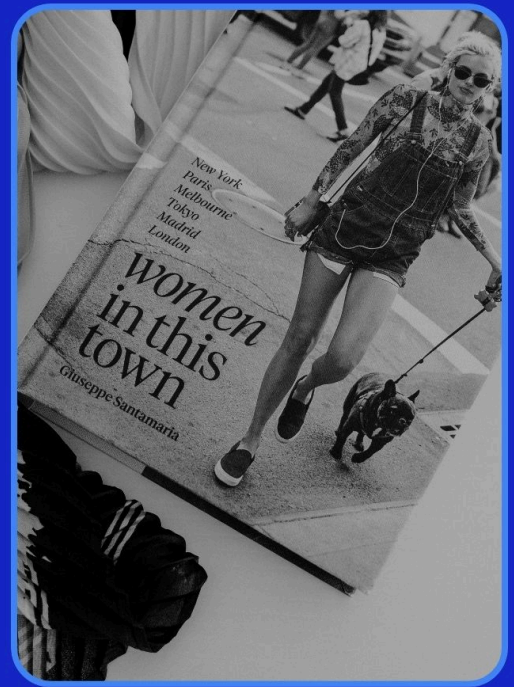
Newspaper

- FEW REPORTERS
- LIMITED REACH
- FEWER ADVERTISERS



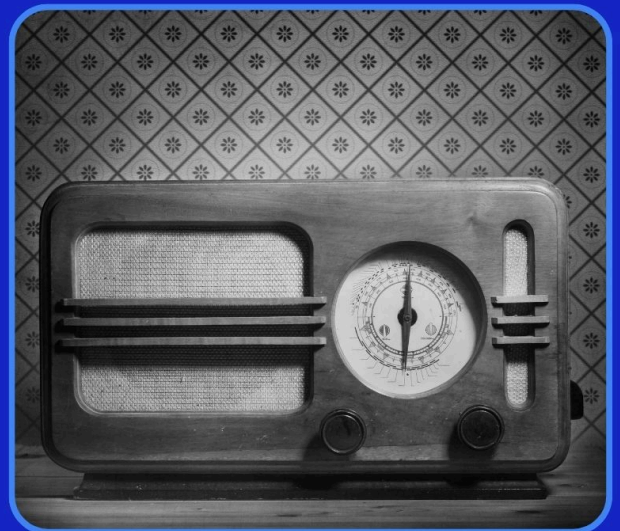
Magazines

- > MORE REPORTERS - BIGGER AUDIENCES
- > PRINT ADVERTISING TAKES OFF



Radio

- > HUNDREDS OF RADIO PERSONALITIES
- > COMMERCIALS ARE BORN



Television

- > THOUSANDS OF CREATORS
- > VIDEO COMMERCIALS



Cable TV

- > TENS OF THOUSANDS OF CREATORS
- > GATEKEEPERS REMAIN



Internet

- > MILLIONS OF CREATORS
- > VIRTUALLY UNLIMITED CONTENT



Creator Economy

207M

GLOBAL CREATORS

Source: [FastCompany](#)

THE CREATOR ECONOMY IS
EXPLODING - AND THE
INFRASTRUCTURE TO SUPPORT
THEM IS STILL CATCHING UP



Source: Global Newswire, Coherent Market Insights

Creator Pain Points

CHALLENGES	CREATOR



Creator Pain Points

CHALLENGES	CREATOR
Disjointed Sales Channels	✗



Creator Pain Points

CHALLENGES	CREATOR
Disjointed Sales Channels	✗
Fragmented Monetization Tools	✗



Creator Pain Points

CHALLENGES	CREATOR
Disjointed Sales Channels	✗
Fragmented Monetization Tools	✗
Costly Audience Growth	✗



Brand Marketing

ROI: \$5.78

CREATOR MARKETING AD CAMPAIGN
RETURN FOR EVERY \$1.00 SPENT

Source: [Digital Marketing Institute](#)

25–30%

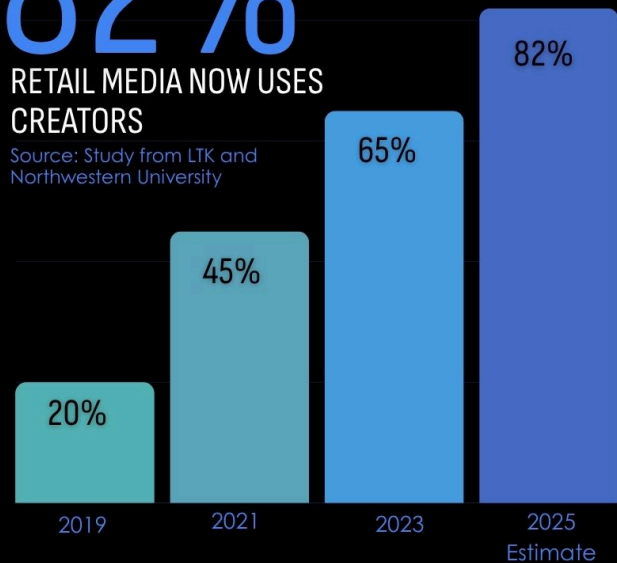
ROAS INCREASE SIMPLY BY
CHOOSING BETTER-FIT CREATORS.

Source: [The Circle](#)

82%

RETAIL MEDIA NOW USES
CREATORS

Source: Study from LTK and
Northwestern University



Brand Pain Points

CHALLENGES	BRAND



Brand Pain Points

CHALLENGES	BRAND
Limited Access to Scalable Creator Networks	✗



Brand Pain Points

CHALLENGES	BRAND
Limited Access to Scalable Creator Networks	✗
High Cost of Traditional Paid Media	✗



Brand Pain Points

CHALLENGES	BRAND
Limited Access to Scalable Creator Networks	✗
High Cost of Traditional Paid Media	✗
Misaligned Incentives with Creator Partners	✗



Poll Question 1

What best describes your interest in the webinar today?

See disclaimers and risk factors on last slides or <https://www.Amaze.co/Disclaimer>



amaze

WE ARE CREATOR POWERED COMMERCE



amaze

“We are turning creators into entrepreneurs — unlocking financial freedom through commerce, automation, and brand-building tools made for the creator economy.”

Unified Platform



No-Risk Model



Automated Growth Tools



Massive Market Reach



Scalable for All Tiers



Commerce Where Audiences Are





CHALLENGES	CREATOR	 amaze
Disjointed Sales Channels		
Fragmented Monetization Tools		
Costly Audience Growth		
CHALLENGES	BRAND	 amaze
Limited Access to Scalable Creator Networks		
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CHALLENGES	CREATOR	 amaze
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CHALLENGES	BRAND	 amaze
Limited Access to Scalable Creator Networks		
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Misaligned Incentives with Creator Partners		

NOT a concept
WE ARE LIVE

Creators Love  amaze

INTEGRATIONS




Creators Love  amaze

INTEGRATIONS



TRACTION

180K
Monthly new
creators 
12.3M
Creator
storefronts 
1.8B
TOTAL
INTERACTIONS 

Creators Love amaze

INTEGRATIONS




TRACTION

180K
Monthly new
creators 

12.3M
Creator
storefronts 

1.8B
TOTAL
INTERACTIONS 

BACKED BY


- **SAM ALTMAN**
OpenAI
 - **JERRY MURDOCK**
Insight Partners
 - **ARJUN SETHI**
Tribe Capital
-  **NYSE AMERICAN™**
ticker AMZE

Creators Love amaze


INTEGRATIONS




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Insight Partners
 - **ARJUN SETHI**
Tribe Capital
-  **NYSE AMERICAN™**
ticker AMZE

EXPANSION



Top 5 sign-up countries:

- US ➤ Mexico
- India ➤ UK
- Brazil

Brands Love  amaze

EXPANSION

100's



OF BRANDS
ALREADY ENGAGED

20-40%



SALES UPLIFT FROM
CREATOR-POWERED
CAMPAIGNS

Brands Love  amaze

EXPANSION

100's



OF BRANDS
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20-40%



SALES UPLIFT FROM
CREATOR-POWERED
CAMPAIGNS

100's of BRANDS



jamvana



DANIEL
TOSH

betr

Brands Love amaze

EXPANSION

100's



OF BRANDS
ALREADY ENGAGED

20-40%



SALES UPLIFT FROM
CREATOR-POWERED
CAMPAIGNS

100's of BRANDS



100's of CELEBRITIES

- ★ Adam DeVine
- ★ Lori Greiner (Shark Tank)
- ★ Kevin Hart
- ★ Nelson Piquet Jr
- ★ Nina & Julianne (Ellen)

The Next Step

Easy signup for brands



Find creators by
category of style



Upload your
campaign brief



Launch campaign
in minutes



A SCALABLE, MULTI-STREAM BUSINESS MODEL



% of Revenue

Amaze earns a share of every sale from creator storefronts (products, merch, experiences)



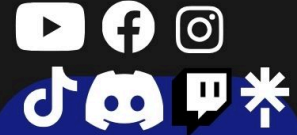
SaaS Platform Fees

Brands pay monthly/annual fees for premium tools (analytics, automation, campaign matching)



Creator Add-Ons

Optional paid upgrades (custom storefronts, advanced marketing, fulfillment services)



Marketplace Integrations

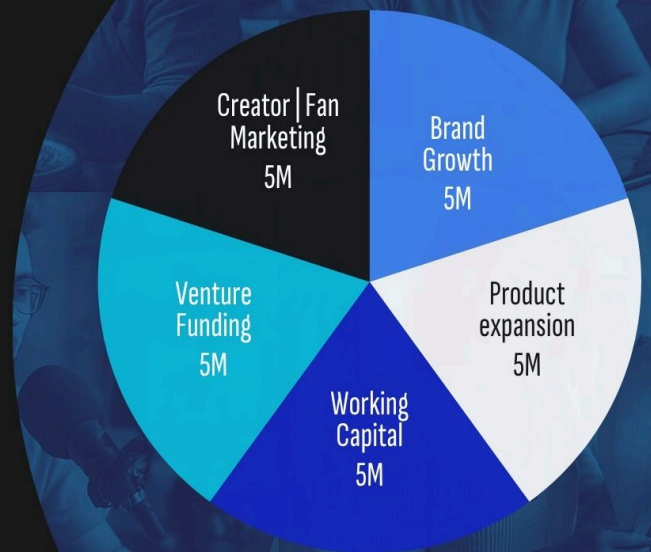
Revenue share via partners like TikTok, YouTube, Discord

amaze Use of Proceeds

▶ Brand Growth Expansion	\$5,000,000
▶ Product Expansion	\$5,000,000
▶ Working Capital	\$5,000,000
▶ Venture Funding	\$5,000,000
▶ Creator Fan Marketing	\$5,000,000

Total \$25,000,000

*Rule 506(c) Reg D proceeds



WHERE WE ARE NOW

12.3M+

CREATOR STORES
LIVE



100M+

NEW USERS
PICSART INTEGRATION



1.8B+

USER
INTERACTIONS



INTEGRATED WITH MAJOR
PLATFORMS



FULL PLATFORM
INFRASTRUCTURE

COMMERCE,
FULFILLMENT, PAYMENTS,
ADMIN SERVICES LIVE



GLOBAL EXPANSION
UNDERWAY

LAUNCHED IN MEXICO,
AUSTRALIA, INDIA &
EUROPE



WE ARE
GOING TO
DO THIS

INVESTING WITH amaze

Convertible Notes from 10-12%*
Rule 506(c) Regulation D Offering Highlights

10-12%
ANNUAL
YIELD

3-YEAR NOTE
\$3,000 Min

5-YEAR NOTE
\$50,000 Min



Cash Payout

- or -

10% Discount on Conversion

*Terms and Conditions Apply

\$25M Raise | Convertible Note | \$3,000 Min Investment

Sample Investment Scenario 3-Yr Note

ASSUMPTION:

- > 3 Year All Cash Yields
- > Convert Principal at Y3

Initial Investment	\$10,000
Rate	10%
(Company's Choice) Paid at end of Y1	\$1,000
(Investor's Choice) Paid at end of Y2	\$1,000
(Investor's Choice) Paid at end of Y3	\$1,000
Year 3 Note Value	\$10,000
Discount for Conversion	10%
Value of shares received	\$11,111
Total Interest Payments	\$3,000
Total Value	\$14,111

Total Return 41.1%

Sample Investment Scenario 5-Yr Note

ASSUMPTION:

- > 5 Year All Cash Yields
- > Convert Principal at Y5

Initial Investment	\$50,000
Rate	12%
(Company's Choice) Paid at end of Y1	\$6,000
(Investor's Choice) Paid at end of Y2	\$6,000
(Investor's Choice) Paid at end of Y3	\$6,000
(Investor's Choice) Paid at end of Y4	\$6,000
(Investor's Choice) Paid at end of Y5	\$6,000
Year 5 Note Value	\$50,000
Discount for Conversion	10%
Value of shares received	\$55,555
Total Interest Payments	\$30,000
Total Value	\$85,555
Total Return	58.4%

Conversion in Your Favor

- \$ After Y1 Investor Chooses Cash or Stock
- \$ At Maturity, Investor chooses Cash or Stock
- \$ 10% Discount for Conversion
- \$ Stock traded on NYSE American

Your Reg D Investment Starts Here

Below Market
Conversion
Protection

See disclaimers on last slide or amazon.com/disclaimers

Tax Free Investments*

Consider Investing Through Your IRA

PRESERVING TAX-FREE STATUS

You can earn tax-free passive income by using self-directed IRA funds to fund your investment. Traditional, SEP, and ROTH IRAs, 401k from Prior Employer, Retired TSP Plans, and 403b plans are eligible.*You should consult your investment advisor for more information

Tax-Deferred Yield | Custodian Fees Covered

*Consult your investment advisor for more information

1

Purchase Directly from your IRA

Our team can help you if needed

2

Purchase through your IRA Custodian

Have your custodian make the purchase or contact us for more information.

3

Ask for a Call from Amaze

Our team can help you if needed

Who Should Invest

DETERMINING IF THIS IS THE RIGHT INVESTMENT FOR YOU

YES

Have an IRA?

YES

Want to beat bonds, REITs, and ETFs?

YES

Do you have underperforming stocks?

YES

Want an investment in a company that's already public?

Who Should Invest

DETERMINING IF THIS IS THE RIGHT INVESTMENT FOR YOU

YES Have an IRA?

YES Want to beat bonds, REITs, and ETFs?

YES Do you have underperforming stocks?

YES Want an investment in a company that's already public?

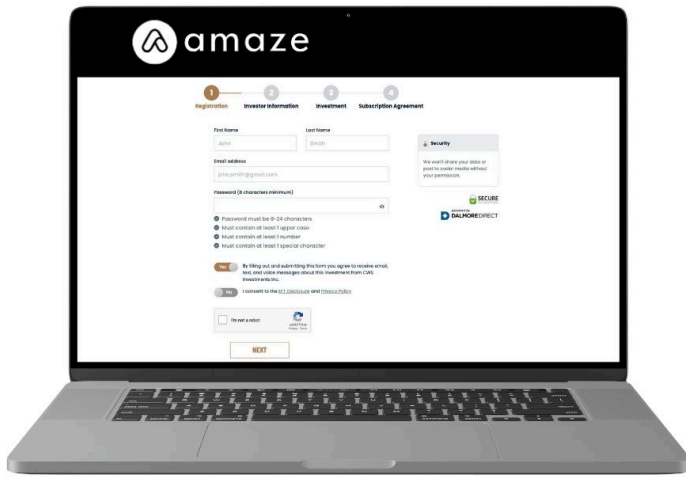
NO

If you are looking for the next Google or Amazon

Poll Question 2

How much would you consider investing in Amaze?

See disclaimers and risk factors on last slides or <https://www.Amaze.co/Disclaimer>



How to Invest with



Earn 10-12% with the
option to convert to
our common stock at
maturity.



WE ARE GOING TO DO THIS JOIN US

Questions & Answers



1 800-734-1563



Investments@Amaze.co



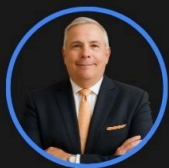
www.Amaze.co



Calendly.com/Amaze.co



AARON DAY
CEO & Founder



MIKE PRUITT
Board member

INVEST IN THE NEXT
GENERATION
OF CREATION

Disclaimers

This presentation has been prepared solely for general informational purposes by Amaze Holdings, Inc. (the "Company," "we," "us," or "our"). The Company makes no representation or warranty as to the accuracy, completeness or fairness of the information contained in this presentation. The information contained in this presentation does not purport to contain all of the information that a prospective investor may desire. In all cases, interested persons should conduct their own investigation and analysis of our company and the information contained herein and should consult their own legal, financial, accounting, and tax advisors to determine the consequences of an investment in the Company prior to making an investment decision. Except as otherwise expressly indicated, this presentation speaks as of the date hereof. We do not undertake to update the information contained herein, correct any inaccuracies that may become apparent or provide the recipient with access to any additional evaluation material. The Company expressly disclaims any and all liability relating to or resulting from the use of this presentation. This presentation should not be considered as a recommendation by the Company or its agents to purchase any securities of the Company. This presentation should not be considered as a recommendation by the Company or its agents to purchase any securities of the Company.

In this presentation the Company relies on and refers to certain information and data from third party sources which it believes to be reliable. However, the Company has not independently verified the accuracy or completeness of any such third party information. Prospective investors are cautioned not to give undue weight to such industry or market data.

The securities discussed herein have not been and will not be registered under the Securities Act of 1933, as amended (the "Securities Act"), or under the securities laws of any state of the United States, and will be offered or sold only to "accredited investors" (as defined in Rule 501 of Regulation D under the Securities Act) pursuant to an exemption from registration provided by Section 4(a)(2) of the Securities Act and Rule 506(c) of Regulation D. Neither the U.S. Securities and Exchange Commission nor any state securities regulatory has passed upon the merits or risks of the proposed investment or made any finding or determination concerning the fairness or advisability of the proposed investment.

The securities will be subject to restrictions on transferability and resale and may not be transferred or resold except as permitted under the Securities Act and applicable state securities laws pursuant to registration or an exemption therefrom. The purchase of the securities involves a high degree of risk and should be considered only by persons who can bear the risk of the investment for an indefinite period of time.

Forward Looking Statements

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements can be identified by the use of words as "may," "will," "plan," "intend," "should," "expect," "anticipate," "estimate," "continue," "potential," "target," "outlook," or comparable terminology. Statements regarding our future results of operations and financial position, business strategy and plans and objectives of management for future operations are forward-looking statements. All financial forecasts are forward-looking statements, are for illustrative purposes only and should not be relied upon as being necessarily indicative of future results. All forward-looking statements are inherently subject to certain risks, trends and uncertainties that may cause actual results to differ materially from those expressed or implied. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the risks and uncertainties described in the section titled "Risk Factors" and elsewhere in our Annual Report on Form 10-K for the fiscal year ended December 31, 2024 and in the other reports and documents that we file with the SEC, including but not limited to the following important factors: our limited operating history and history of losses; our financial position and need for additional capital; our ability to continue as a going concern; our substantial indebtedness; our ability to compete and succeed in a highly competitive industry; our ability to attract and retain our creator base and expand the range of products available for sale; we may experience difficulties in managing our growth and expenses; we may not keep pace with technological advances; there may be undetected errors or defects in our software or issues related to data computing, processing or storage; our reliance on third parties to provide key services for our business, including cloud hosting, marketing platforms, payment providers and network providers; failure to maintain or enhance our brand; our ability to protect our intellectual property; significant interruptions, delays or outages in services from our platform; significant data breach or disruption of the information technology systems or networks and cyberattacks; operational and financial risks in connection with acquisitions; risks associated with international operations; general economic conditions; changes in laws and regulations, including those related to privacy, online liability, consumer protection, and financial services; our dependence on senior management and other key personnel; our ability to attract, retain and motivate qualified personnel and senior management; we have identified material weaknesses in our internal control over financial reporting which, if not corrected, could affect the reliability of our consolidated financial statements; and the ability to maintain compliance with the listing requirements of the NYSE American.

The forward-looking statements in this presentation represent our views as of the date on which the statements are made. We undertake no obligation to update any forward-looking statements whether as a result of new information, future developments or otherwise, and we do not intend to do so.