

SI Securities, LLC

Business Continuity Plan

As of September 2019

[FINRA Rule 4370, Notices to Members 09-60, 06-74 and 04-37]

SI Securities, LLC (“SI Securities”) has developed a Business Continuity Plan to provide procedures for response and recovery in the event of a significant business disruption. The purpose of the Plan is to identify responsible personnel in the event of a disaster; safeguard employees' lives and firm property; evaluate the situation and initiate appropriate action; recover and resume operations to allow continuation of business; provide customers with access to their funds and Securities; and protect books and records. The Plan was developed considering the types of business conducted, systems critical to support business, and geographic dispersion of offices and personnel.

Types of Business Conducted

The Firm engages in the traditional business of the private placement of securities pursuant to Regulation D (under Rules 506(b) and Rules 506(c)) Regulation A+, and Regulation Crowdfunding through its online platform. In connection with these offerings, the Firm and its Associated persons shall conduct a customary review of the offering materials, conduct due diligence and shall conduct a suitability analysis on investors.

The Firm is approved to operate an Internet-based alternative trading system (“ATS”). The ATS will be used to facilitate transactions between buyers and sellers of equity and convertible debt securities previously issued through private placements. The securities transactions effected through the ATS will be made in reliance on Rule 144, Rule 144A, Regulation A+, Regulation CF, and Section 4(a)(7). The Firm’s subscribers for the ATS will primarily consist of retail investors; however the Firm also anticipates conducting business with institutional investors.

Office Location

SI Securities has only one office which is located at 123 William Street, 26th Floor, 19th Floor, New York, New York 10038.

Designation of Responsibilities

The following is a list of those responsible for SI Securities' Business Continuity Plan.

Responsibility	Names or Titles
Maintain and update Plan	Aryeh Friedman, CCO and General Counsel
Approve Plan and Plan revisions; conduct annual review	Aryeh Friedman, CCO and General Counsel
Annual testing of Plan	Aryeh Friedman, CCO and General Counsel
Implementation of Plan when a disruption occurs	Aryeh Friedman, CCO and General Counsel
Quarterly review of Emergency Contact Persons and report changes to regulators	Aryeh Friedman, CCO and General Counsel
Maintain and distribute Emergency Contact List	Aryeh Friedman, CCO and General Counsel

Maintain and update Books and Records Chart	Aryeh Friedman, CCO and General Counsel
Provide Plan information to customers: <ul style="list-style-type: none"> At time of account opening Upon request 	Aryeh Friedman, CCO and General Counsel
Post Plan disclosure on SI Securities' web site and update, as required	Aryeh Friedman, CCO and General Counsel
Review critical third party assurances or disaster plans or plan summaries: <ul style="list-style-type: none"> At initial engagement of third party Annually when SI Securities' Plan is reviewed 	Aryeh Friedman, CCO and General Counsel

Retention and Location of The Plan

Copies of the current and prior versions of the Business Continuity Plan are retained as follows. Copies are dated as of the effective date of the version of the Plan.

- An electronic copy is retained by Compliance with a record of the senior manager's approval.
- Prior versions (including approvals) are retained by Compliance.

Significant Business Disruption (SBDs): Implementation of The Plan

The Plan has been designed to be implemented in the event of a disaster that results in a significant business disruption. Whether all or only parts of the Plan are implemented depends on the nature of the disruption. Generally, a significant business disruption would include:

- Destruction of SI Securities' offices or facilities, whether by natural causes or by other means
- Loss of life or major injuries to personnel in an office location that disables that office's ability to conduct business
- Disruption of service from a critical service provider
- Disruption of service due to wide-ranging regional outages such as a power outage

1.1.1 Emergency Response Team

SI Securities has designated an Emergency Response Team that is responsible for implementing necessary procedures included in this Plan. The Response Team's action will depend on the nature and scope of the disruption. The "first responder" has the primary responsibility for taking action, and the "secondary responder" acts as a back-up in the event the first responder is unable to act. Where feasible, the two responders are located in different office locations.

Action	First Responder/Location	Secondary Responder/Location
Contact emergency services such as police, fire department	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Establish off-site command center and notify employees	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Contact employees regarding Plan initiatives	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO

For affected offices, evaluate business disruption and transfer employees and business operations to other locations	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Appoint individuals to manage business areas where needed	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Assess financial and operations capabilities	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Determine financial and credit risk and contact banks and other counter-parties, if necessary, to secure financing to continue operations	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Notify regulators in the event of a capital deficiency	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Interface with SIPC if liquidation of business is initiated	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Contact critical service providers	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Transfer mission critical functions that are disrupted	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Initiate alternative customer communications systems or procedures	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Notify customers regarding alternative access to funds and Securities	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Recover back-up records when primary records are destroyed or inaccessible	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO
Contact regulators and notify them of contact persons and recovery plans	Aryeh Friedman, CCO and General Counsel	Ryan Feit, CEO

Emergency Contact List

SI Securities has established an Emergency Contact List that includes the names, phone numbers (cell and land lines), e-mail addresses, and other contact information for individuals critical to SI Securities' business including key employees, key vendors or service providers, regulators, insurance carriers, banks, attorneys, and other key contacts. A copy of the List is provided to each member of the Response Team and other key personnel. This list will be reviewed and updated on at least an annual basis.

The Emergency Contact List is attached to this plan as Appendix A.

Alternative Business Locations

In the event employees can no longer conduct business at one of SI Securities' office locations, the following actions may be taken:

- Transfer employees to the closest unaffected personal home office and notify personnel
- Transfer critical systems to another office or a back-up firm or system
- Transfer business operations to a different broker-dealer or other entity

Data Back-Up and Recovery

SI Securities maintains its books and records solely in electronic format via Dropbox. Aryeh Friedman is responsible for the maintenance of the books and records.

The Firm uses Global Relay Communications Inc., a WORM-compliant third party, to archive email correspondence for the Firm.

In the event of an internal or external significant business disruption that causes the loss of SI Securities' records, back-up records will be recovered from Dropbox.

Mission Critical Systems

Mission critical systems are systems that are necessary to ensure prompt and accurate processing of Securities transactions including order taking, entry, execution, comparison, allocation, clearance and settlement, maintaining customer accounts, and providing access to customer funds and Securities.

The Mission Critical Systems chart (Appendix C to the Plan) identifies systems (or generally describes procedures) that are critical to the operation of SI Securities' business; identifies third parties that provide those systems; and potential alternate procedures or systems for handling these critical functions in the case of a disruption.

Order Taking

The Firm intends on providing its customers with ability to enter orders via its electronic alternative trading system ("ATS"). In the event of a SBD, the Firm's first priority will be to efficiently bring the ATS platform back online. During an SBD, the Firm will inform customers when communications become available to tell them what alternatives they have to send their orders to the Firm if appropriate.

Order Entry

The Firm will maintain a list of its customers that it is currently engaged with so that they can be contacted during an SBD, either internal or external. The Firm will continue to transact business through the normal methods that are available and reliable, and in addition, as communications permit, the Firm will inform customers when communications become available to tell them what alternatives they have to communicate and to transact business.

Financial and Operational Assessments

The following describes procedures for assessing changes in operational, financial, and credit risk exposures in the event of a significant business disruption.

Operational Risk

In the event of a significant business disruption, alternative systems will be implemented to communicate with customers, employees, critical business constituents (banks, counter-parties, *etc.*), regulators, and other key parties depending on the nature and impact of the disruption. Communication systems are described in the section *Alternative Communications*.

Financial and Credit Risk

In the event of a significant business disruption, SI Securities' financial status will be evaluated to determine the need for additional financing or identify capital deficiencies including the following:

- Review the impact of the disruption on SI Securities' ability to conduct business
- Identify inability to satisfy obligations with counter-parties
- Contact banks or other counter-parties to secure needed additional financing
- Notify regulators of capital deficiencies
- Reduce or cease business as may be required due to capital deficiencies or inability to conduct business
- Transfer business to other financial institutions until SI Securities may resume conducting business

Alternative Communications

SI Securities may use a wide range of communication systems to communicate with its customers, employees, counter-parties, and regulators including telephone; mail; fax; e-mail;; and personal meetings. Procedures for instituting alternative communications in the event of a significant business disruption include the following, depending on the nature of the disruption:

- Identify the most expedient remaining means of communication
- Notify employees if an off-site command center has been activated
- Notify employees of alternative communication systems to be used
- Transfer communications to another firm

Determination of what communication system will be used depends on the nature of the disruption and which communication systems (electronic mail, telephone calls, *etc.*) are functional and the availability of personnel in the event telephone contact is necessary.

Between Customers and the Firm

In the event of a significant business disruption that disables communications systems, alternative system procedures will be implemented, including the following:

- Identify the most expedient remaining means of communication
- Notify employees regarding how to contact customers
- Contact customers about how to enter orders, how to access accounts and account assets, and other alternative business operations

Between The Firm and Its Employees

In addition to the above, SI Securities has developed a system to enable senior management to contact employees in the event of an emergency. The system may include, depending on geographic dispersion of employees:

- A central list of all personnel and their contact information

Between the Firm and Regulators

Communications with regulators will be conducted using the most expedient available communication system. The designated Response Team person will contact regulators regarding any major business disruption and plans for continuing business.

The Firm's current regulators are:

FINRA District 10 Office
 One World Financial Center
 200 Liberty Street
 New York, New York 10281
 212-858-4000

SEC New York Regional Office
Brookfield Place
200 Vesey Street, Suite 400
New York, New York 10281-1022
212-336-1100

SEC Headquarters
100 F Street, NE
Washington, DC 20549
202-942-8088

Office of the Attorney General
Investor Protection Bureau
120 Broadway 23rd Floor
New York, New York 10271
212-416-8000

Business Constituent, Bank, and Counter-Party Impact

This section describes business continuity procedures regarding third parties that are critical to the conduct of SI Securities business. In most instances, contracts with critical third parties will include assurances regarding the third party's disaster recovery plans. A disruption impacting SI Securities' ability to conduct business may occur either at SI Securities itself or at the third party.

The Business Constituent, Bank, And Counter-Party chart (Appendix D to the Plan) identifies key parties and potential alternatives in the event of a disruption.

Business Constituents

- Determine whether the third party is able to continue providing critical services.
- If not, identify and contact an alternate third party to provide services.

Banks and Other Financial Institutions

- Determine whether the bank is able to continue providing financial information
- If not, the Firm will seek alternative means immediately.

Critical Counter-Parties

- Determine whether transactions may be completed with counter-parties.
- If not, contact counter-party directly to make alternative arrangements to complete transactions.

Other Obligations to Customers

Accepting Customer Business

In the event SI Securities' systems for accepting customer business (e.g. the Electronic Deal File) are disrupted, alternative systems will be communicated to customers and to employees including, where appropriate including:

- Accepting requests by telephone or other alternative means
- Special Note: In the event that the electronic deal file becomes inoperable, all records will continue to be accessible via email storage and data backup systems. Any transactions

that are in process can be completed via email, phone, fax similar to how private placements are currently conducted offline without such systems.

Prompt Access to Funds and Securities

SI Securities does not hold or custody customer funds or securities nor does the Firm carry customer accounts. Customer payments are sent via wire or automated clearing house ("ACH") to the Firm's Special Account for the Exclusive Benefit of Customers held at First Republic Bank and promptly forwarded thereafter by noon of the next business day to their escrow agent, Bryn Mawr Trust Company of Delaware or an appropriate customer account. All customer subscriptions for primary issuances will be disbursed to the issuer of the securities upon a closing notice and instruction letter sent by the Firm authorizing such disbursement. The contact information for the Firm's escrow agent is:

Phone: (302) 798-1792

Address: 20 Montchanin Road Suite 100 Greenville, DE 19807

SI Securities is not a party in the settlement process of its secondary trading business conducted through the ATS with the exception of receiving money from the buyers and promptly transmitting the money to the sellers (within 24 hours of funds clearing through the bank). SI Securities will maintain a separate Special Account for the Exclusive Benefit of Customers at First Republic Bank to facilitate transfer of money. The Firm will make this information available to customers through its disclosure policy.

SIPC Liquidation

In the event SIPC liquidation of SI Securities' business is required, designated personnel will work with the SIPC-appointed trustee to wind down SI Securities' operations.

Disclosure of Business Continuity Plan

[FINRA Rule 4370(e)]

Information about SI Securities' Business Continuity Plan is provided to customers as follows:

- At the time of account opening
- On our website
- Upon request, by mail or email

The following is the text of the Business Continuity Disclosure Form:

SI Securities, LLC

Business Continuity Planning

SI Securities LLC has developed a Business Continuity Plan on how we will respond to events that significantly disrupt our business. Since the timing and impact of disasters and disruptions is unpredictable, we will have to be flexible in responding to actual events as they occur. With that in mind, we are providing you with this information on our business continuity plan.

Contacting Us – If after a significant business disruption you cannot contact us as you usually do at (617) 863-2136 or you should call our alternative number (857) 201-0143.

Our Business Continuity Plan – We plan to quickly recover and resume business operations after a significant business disruption and respond by safeguarding our employees and property,

making a financial and operational assessment, protecting the firm's books and records, and allowing our customers to transact business. In short, our business continuity plan is designed to permit our firm to resume operations as quickly as possible, given the scope and severity of the significant business disruption.

Our business continuity plan addresses: data back-up and recovery; all mission critical systems; financial and operational assessments; alternative communications with customers, employees, and regulators; alternate physical location of employees; critical supplier, contractor, bank and counter-party impact; regulatory reporting.

Emails are managed by Microsoft Office 365. All web traffic related log files are backed up daily on Amazon AWS S3.

We have a primary database and a "hot" standby database, located across two different Availability Zones on Amazon AWS EC2. The "hot" standby database is a near-instant replica of the main database at any point in time. Different Availability Zones on Amazon AWS are isolated and engineered to fail independently of each other. By having both of our databases in separated Availability Zones, data is protected should one Availability Zone happen to fail. Amazon AWS is responsible for maintaining S3 and EC2.

In the event of primary database failure, we will continue operations from our standby database with minimal data-loss. In addition to having redundant database, every night, we take a snapshot of all the data in the database and store that snapshot in Amazon AWS S3. In the event of complete database failure, we will be able to manually restore data from the previous night's snapshot.

Varying Disruptions – Significant business disruptions can vary in their scope, such as only our firm, a single building housing our firm, the business district where our firm is located, the city where we are located, or the whole region. Within each of these areas, the severity of the disruption can also vary from minimal to severe. In a disruption to only our firm or a building housing our firm, we will transfer our operations to a local site when needed and expect to recover and resume business within a 24-hour period. In a disruption affecting our business district, city, or region, we will transfer our operations to a site outside of the affected area, and recover and resume business within 48 hours.

For more information – If you have questions about our business continuity planning, you can contact us (617) 863-2136.

Emergency Contact Information

[FINRA Rule 4370]

SI Securities has provided FINRA with the names of two emergency contact persons who are registered and are members of senior management.

Emergency contact information will be promptly updated, when necessary. The FINRA Executive Representative (or other designated employee) will review the contact information within 17 business days of the end of each calendar year and will retain a written record of the review. If the Executive Representative delegates this responsibility, a written memorandum designating another employee will be provided to Compliance, where it will be retained with the current Plan. The annual review of the Plan will include verification that only the Executive Representative or delegate is conducting the review and updates.

The emergency contacts are:

Aryeh Friedman, (617) 863-2136, aryeh@seedinvest.com, CCO and General Counsel of the Firm;

Ryan Feit, (617) 863-2136, ryan@seedinvest.com, CEO of the Firm and;

James Han, (617) 863-2136 james@seedinvest.com, registered principal of Firm.

1.1.2 Widespread Health Emergencies

[Federal government Business Pandemic Influenza Planning Checklist:
<http://www.pandemicflu.gov/plan/pdf/businesschecklist.pdf>]

A widespread pandemic or any biologically based threat could have significant impact on the ability of SI Securities to continue conducting business. This section outlines the steps SI Securities has taken and will take in the event of a widespread pandemic.

1.1.2.1 Preparatory Steps

- Document government resources for information about a pending pandemic
- Identify and document an alternative firm or firms to handle SI Securities' business for extended periods of time
- Identify and document medical resources to assist employees, including administering vaccinations or other medications
- Stock antibacterial and other hygiene products for use by employees
- Identify employees that can telecommute and establish a list of those employees and what computers and technology will be necessary

1.1.2.2 Action If a Pandemic Occurs

The following procedures will be followed in the event of a threatened health emergency.

1. The Emergency Response Team will meet to determine the potential seriousness of the threat and what action to be taken as the threat escalates.
2. Notify employees of:
 - available vaccinations or other medication and whether they are mandated
 - necessary conduct such as avoiding personal contact such as handshaking
 - access to antibacterial or other hygiene products to reduce infections and transmission of communicable disease
 - requirement to stay home and telecommute
 - transfer of business/functions to other firms
 - contact list of key personnel
3. Restrict access to SI Securities by outsiders (customers, vendors, *etc.*).
4. The Emergency Response Team will meet or communicate regularly to determine steps to be taken.

1.1.3 Education of Employees

The Business Continuity Plan is communicated to employees as follows:

- A summary is included in the Firm's Written Supervisory Procedures Manual chapter *SUPERVISORY PROCEDURES* in the section *BUSINESS CONTINUITY* and is available for all employees on the Firm's intranet.
- A current copy of the Plan is provided to the Emergency Response Team and key employees with responsibilities for aspects of the Plan.
- The most recent Emergency Contact List is provided to key employees.

1.1.4 Updating, Annual Review, and Testing

The Plan will be reviewed on at least an annual basis and revised as needed. Each revision will be approved by the designated senior manager and copies of the revised Plan distributed to the Emergency Response Team and key employees. Some material events require updating the Plan when they occur, including:

- Material changes to SI Securities' business
- A change in SI Securities' main office location
- Added office locations
- A change in a major service provider

When the Plan is reviewed, the procedures and accompanying lists and charts will be reviewed and updated as needed including the:

- Emergency Response Team list
- Emergency Contact List (Appendix A)
- Books and Records chart (Appendix B)
- Mission Critical Systems chart (Appendix C)
- Business Constituent, Bank, and Counter-Party chart (Appendix D)
- Any other charts or information related to the Plan

A written record of the annual review including the date reviewed and name and signature of the reviewer will be retained by Compliance.

Senior Manager Approval

I have approved this Business Continuity Plan as reasonably designed to enable our firm to meet its obligations to customers in the event of an SBD.

Signed: _____

Print Name: _____

Title: _____

Date: _____

Appendix A- Emergency Contact List

Name	Phone Number 1	Phone Number 2	Email
Ryan Feit	(617) 863-2136	(347) 674-1912	ryan@seedinvest.com
James Han	(617) 863-2136	(857) 203-0095	james@seedinvest.com
Aryeh Friedman	(617) 863-2136	(857) 201-0143	aryeh@seedinvest.com

Appendix B- Books and Records

The following vendors have access to the Firm's books and records:

Name	Address	Detail
Global Relay Communications Inc. "(Global Relay")	220 Cambie Street, 2 nd Floor Vancouver, BC V6B 2M9	Global Relay retains electronic correspondence of the Firm.
Dropbox	185 Berry Street #400 San Francisco, CA 94107	Dropbox stores and backs up books and records of the Firm.
Seedinvest Technology, LLC	222 Broadway, 19 th Floor, New York, New York 10038	Seedinvest Technology provides technology services to the Firm including web-based trading platform (ATS) customer data and information retention.

Appendix C- Mission Critical Systems

The following vendors support the operating activities of SI Securities:

Dropbox	185 Berry Street #400 San Francisco, CA 94107	Dropbox stores and backs up books and records of the Firm.
Seedinvest Technology, LLC	222 Broadway, 19 th Floor, New York, New York 10038	Seedinvest Technology provides technology services to the Firm including the web-based trading platform (ATS), customer data and information retention.

Appendix D- Business Constituents, Banks, and Counter-Parties

Name	Contact	Description
Bryn Mawr Trust Company	20 Montchanin Road Suite 100 Greenville, DE 19807	Escrow agent for initial offerings
First Republic Bank	1230 Avenue of the Americas New York, NY 10020	Firm operating account and Special account for the Exclusive Benefit of Customers of SI Securities, LLC
New Direction Trust Company	1070 W Century Dr., Ste. 101 Louisville, CO 80027	Custodian for customer accounts.