vivo

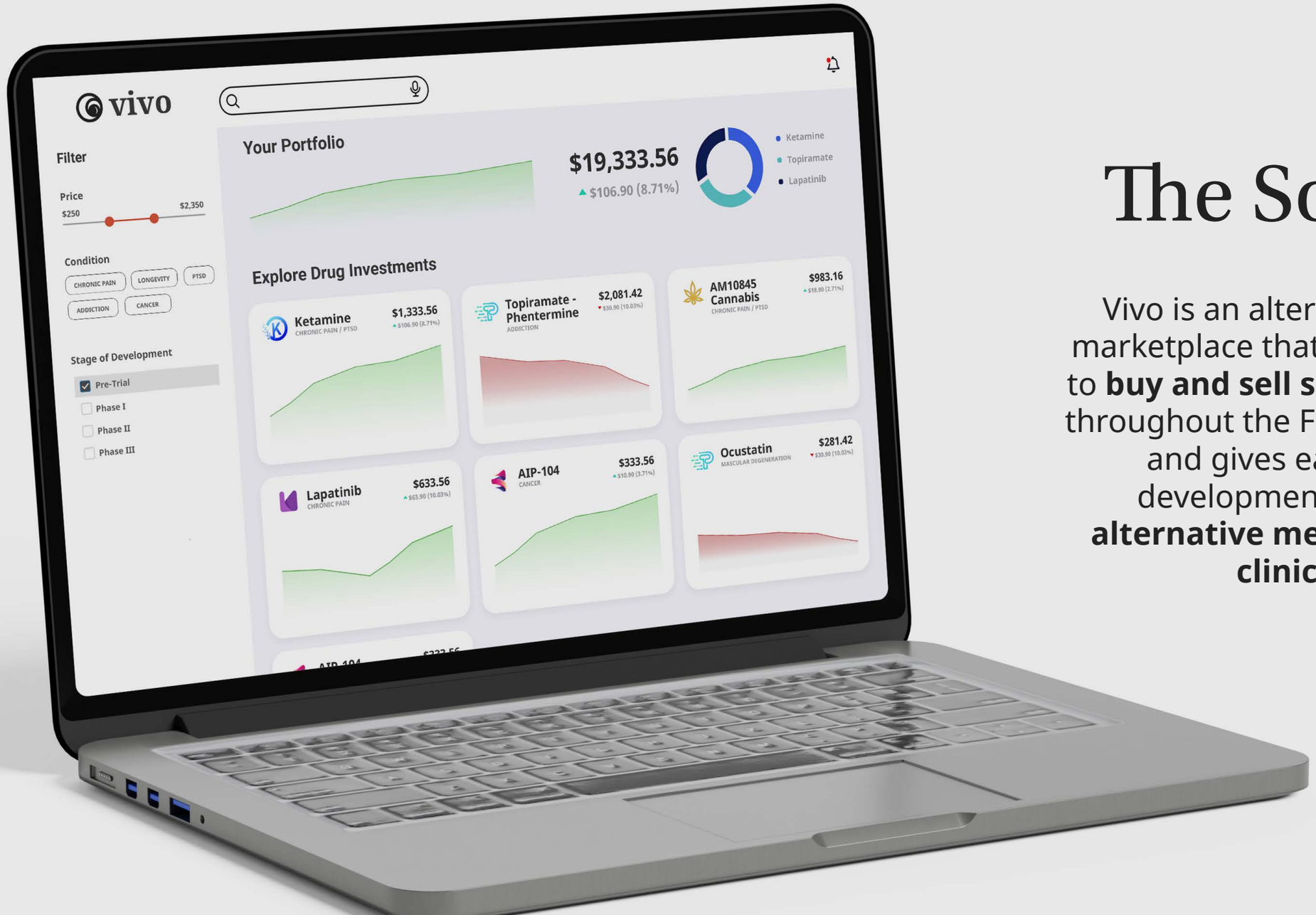
Pioneering a new model for investing in early stage drug development.

v 1.4

An Overview of the Problems

Over two-thirds of all drugs fail to make it past Phase 2 proof of concept because they lack access to adequate funding. Consequently, there are thousands of potentially life-saving, or life-changing, drugs that will never make it to market.

Regulatory barriers and high costs have made it nearly impossible for individuals, especially non-accredited investors, to invest in drug development or get exposure to individual drugs in the approval pipeline.



The Solution

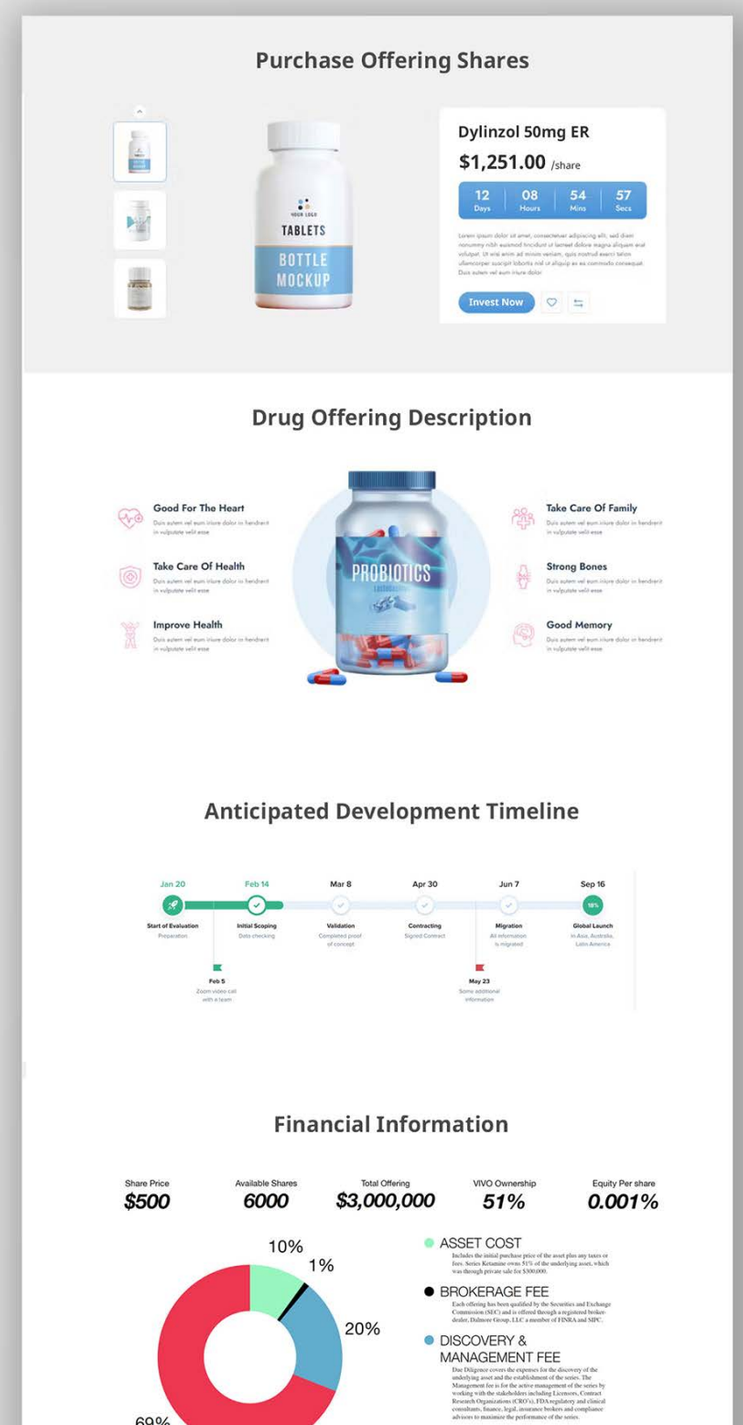
Vivo is an alternative investment marketplace that enables individuals to **buy and sell shares of new drugs** throughout the FDA approval process and gives early stage drug development companies an **alternative method of financing clinical trials.**

The Experience

Vivo acts as a marketplace for investors seeking exposure to early stage drug development opportunities. Investors can buy and sell shares of individual drug assets in the clinical trial pipeline.

Each drug offering on the platform has a detailed description, investment anaylsis, projected clinical trial timelines, market data, competitive analysis, financials and legal/regulatory documentation.

Everything an investor needs to make an informed investment decision is included in the platform and app.



How It Works

1

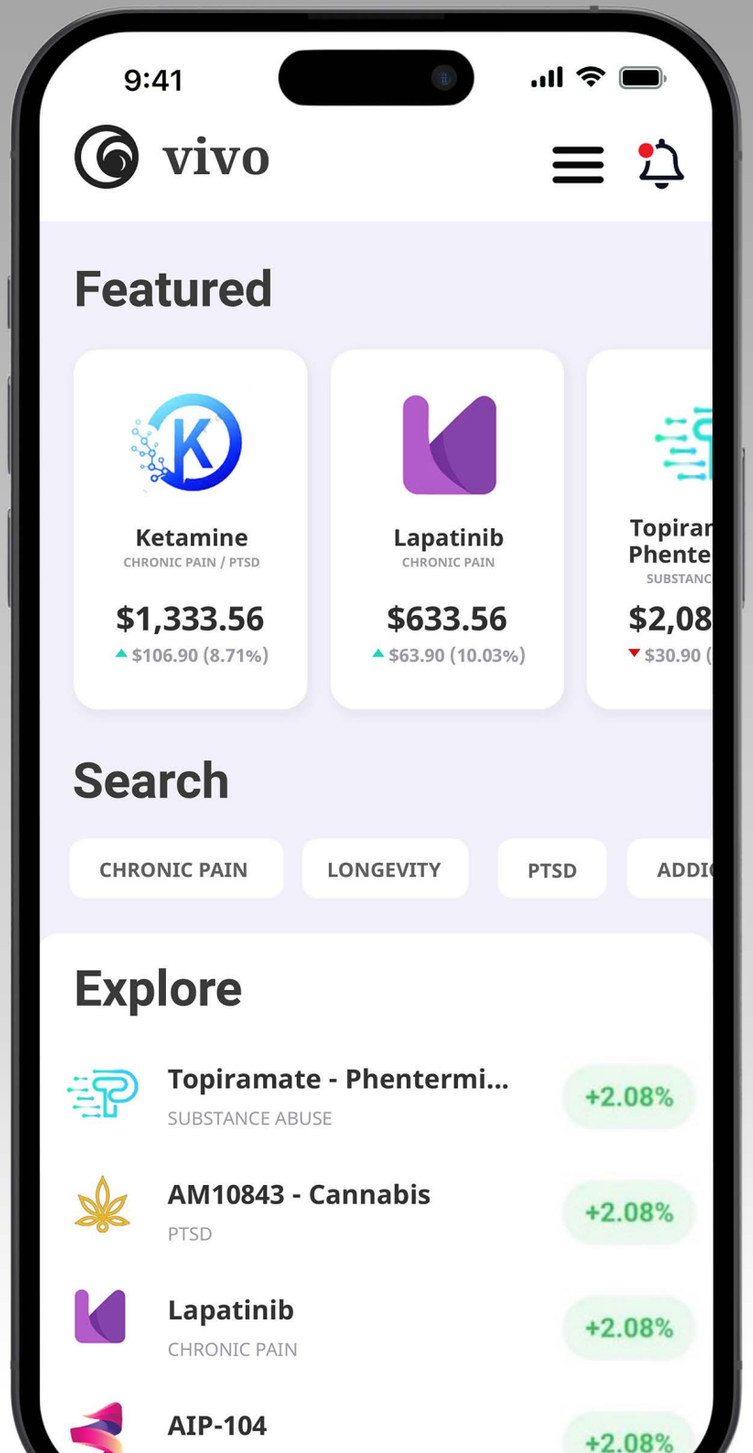
Vivo acquires licenses to drugs and treatments during the inital stages of clinical trials and forms partnership agreements with the drug developers.

2

Each asset is individually securitized with the SEC and broken into fractional shares before being offered to the public.

3

As the licensed assets go through the approval process, users can buy and sell shares of the drugs on the platform. If Vivo sells the underlying assets outright, then any profits are distributed back to the owners of the shares.



The Platform

REAL-TIME TRADING AND LIQUIDITY

Shares can be bought and sold on Vivo's platform, giving new investors an opportunity to invest, and giving current shareholders a way to exit.

EASY PORTFOLIO MANAGEMENT

Users can access their portfolio from the Vivo iPhone or Android app, or from any web browser.

INVESTMENT RESEARCH PORTAL

In-depth investor portal provides the latest news, trial results, analysis, interviews, market commentary and share price action.

The Offerings

FULLY MANAGED INVESTMENTS

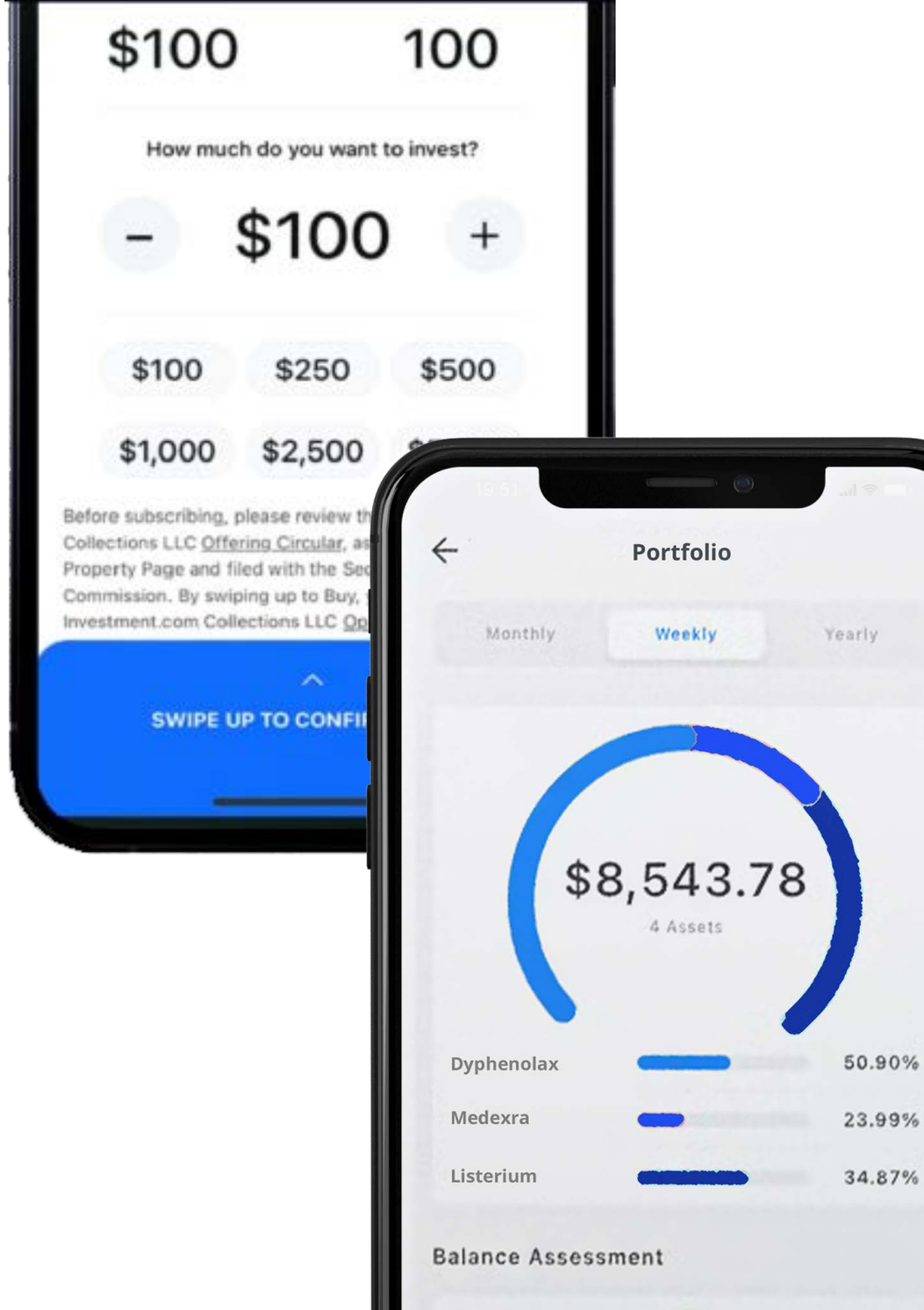
Vivo and its partners have deep experience taking new drugs and treatments to market. They take care of all of the clinical trials, administrative work and negotiations if there is a potential sale.

DIVERSIFICATION AND/OR CONCENTRATION

Vivo gives investors the flexibilty to invest in single drugs, or to build a portfolio of drugs. This approach offers investors a chance to create a highly-customized portfolio that aligns with their goals.

NEW OPPORTUNITIES

Using Vivo, investors can gain exposure to the drug development investments, a market that was previously inaccessible.



Anticipated Series Offerings

Below is a sample set of anticipated drugs that will be offered on the platform.

Condition	Drug	Mechanism of Action	Partner	Drug Type	Pre-Clinical	Submit IND	Phase I Non-Clinical	Phase II
Post Operative Pain Complex Regional Pain	**Ketamine**	NMDAR Antagonist	USC / Develco	REPURPOSED	**X**	**Jul-23**		**Jan-24**
Stimulant Use Disorder	**Topiramate - Phentermine**	NMDAR Antagonist - Norepinephrine Agonist	U KY	REPURPOSED	**X**	**Jan-24**		**Apr-24**
Acute Radiation Syndrome	**AIP-701Dx**	Alpha-Adrenoreceptor	AIP	REPURPOSED	**X**	**Jan-24**		**Apr-24**
Fibromyalgia	**Lapatinib**	MPGES-1 Inhibitor	U KY	REPURPOSED	**X**	**Apr-24**		**Jul-24**
Opioid Use Disorder	**Ethopropazine - Naltrexone**	Anti-Muscarinic - MOR Antagonist	U KY	REPURPOSED	**X**	**Jul-24**		**Oct-24**
Macular Degeneration	**Ocustatin**	HMG-CoA Reductase Inhibitor	Drusolv	REPURPOSED	**X**	**Oct-24**		**Jan-25**
Chronic Limb Ischemia	**Pegfilgrastim**	Colony Stimulating factor	Vasogenesis	REPURPOSED (BIOLOGIC)	**Jan-24**	**Jan-25**		**Apr-25**

Payment Methods

Integrated with the top payment processors for a seamless and frictionless checkout experience.

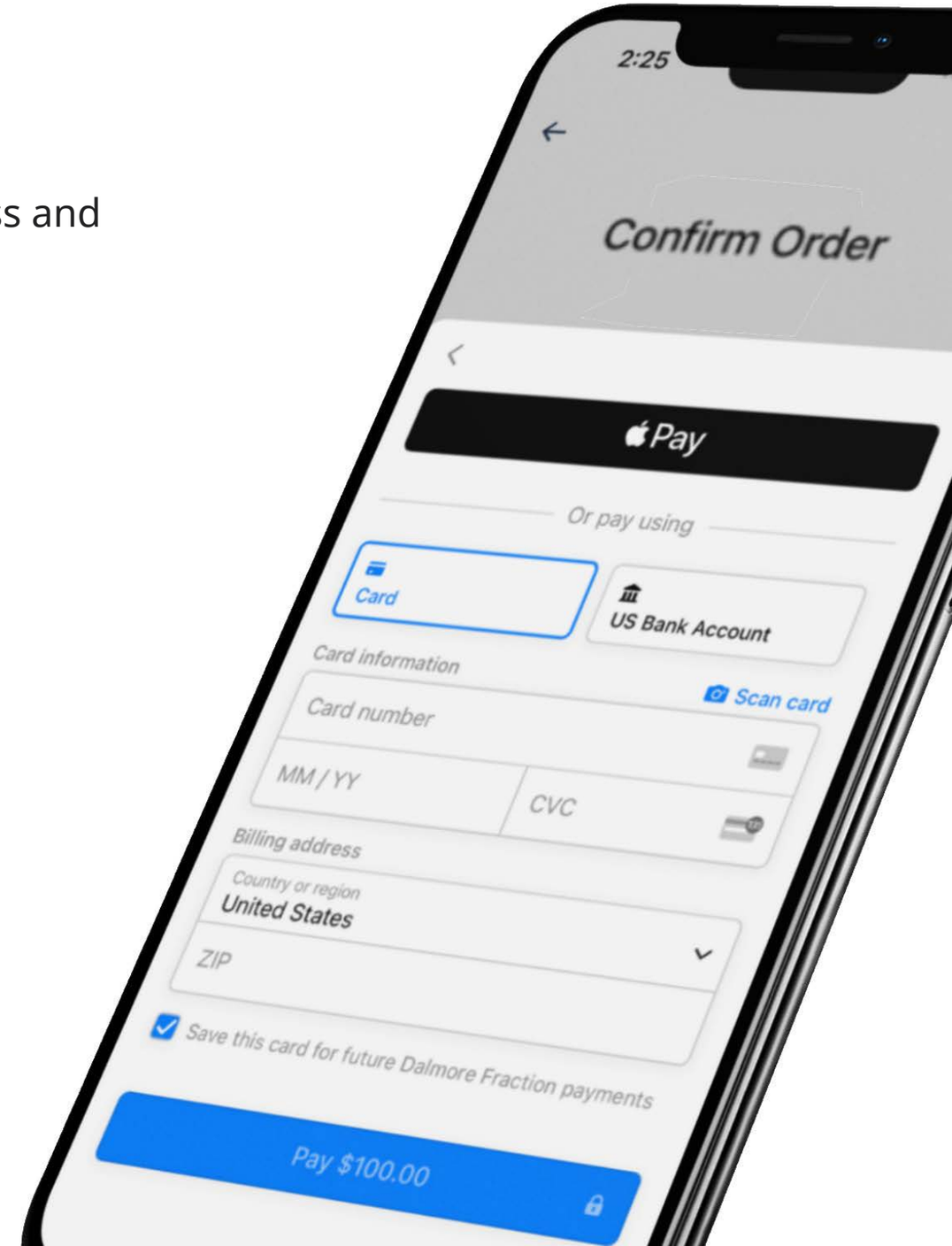
PLAID

stripe

G Pay

Pay

checkout.com



Compliance & KYC

REGULATORY COMPLIANT

Vivo bridges the regulatory and technological barriers that have made it difficult for individuals to invest in private drug development.

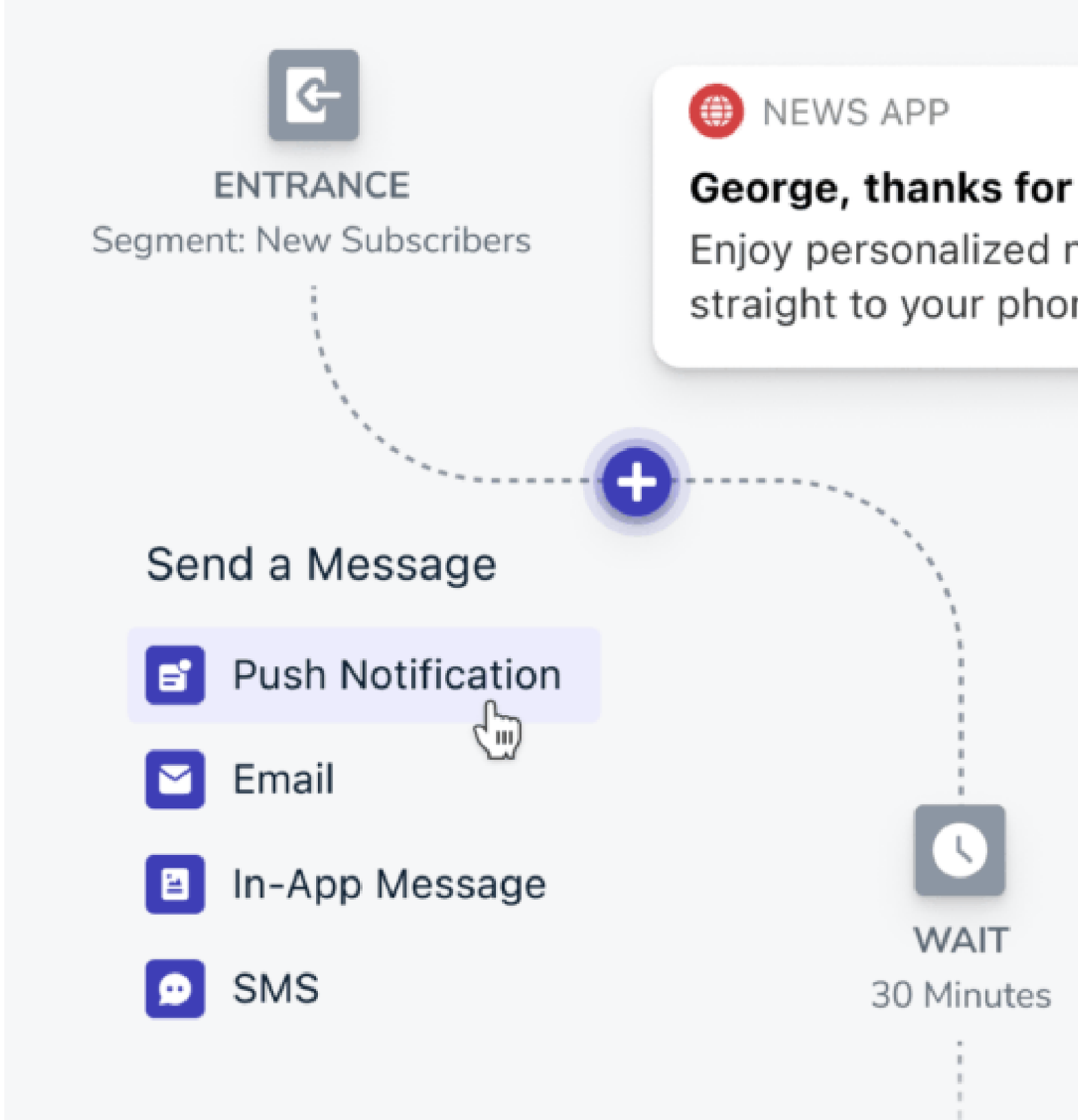
FULL CUSTOMER KYC AND CRM

Vivo uses industry leading service providers to verify customer identities and to manage investors through all stages of the pipeline.

Conversion and Retention

Automation, customized messaging and behavior analysis helps keep conversion rates high and customers happy. Messaging touch points include:

- SMS
- Email
- Chat
- In-App Messages
- Push Notifications



Asset Lifecycle

1 DISCOVERY

Vivo evaluates hundreds of potential drug candidates that have been discovered and researched by universities, pharma companies, and health providers in US and Europe.

2 ACQUISITION

Vivo acquires controlling interest of the intellectual property rights from the owner of the drug asset once it has been selected for development.

3 CAPITALIZATION

Drug Assets are individually securitized and broken into fractional shares, making them available to the public for investment on Vivo's platform.

4 DEVELOPMENT

Vivo manages the clinical development program for each drug asset with a network of university, clinical, regulatory, and service provider partners.

5 EXIT

Drug Assets that are developed successfully to 'proof of concept' will either be sold to other life science companies to commercialize, or will remain on the platform to raise additional capital for further development.

Asset Selection

By focusing on specific types of drug assets, Vivo attemps to increase the likelihood of gaining regulatory approval and commercial success in the shortest amount of time.

REPURPOSED DRUGS - 505(b)(2)

Drugs that have already been approved by the FDA and are seeking approval for a repurposed use.

HIGH UNMET NEED

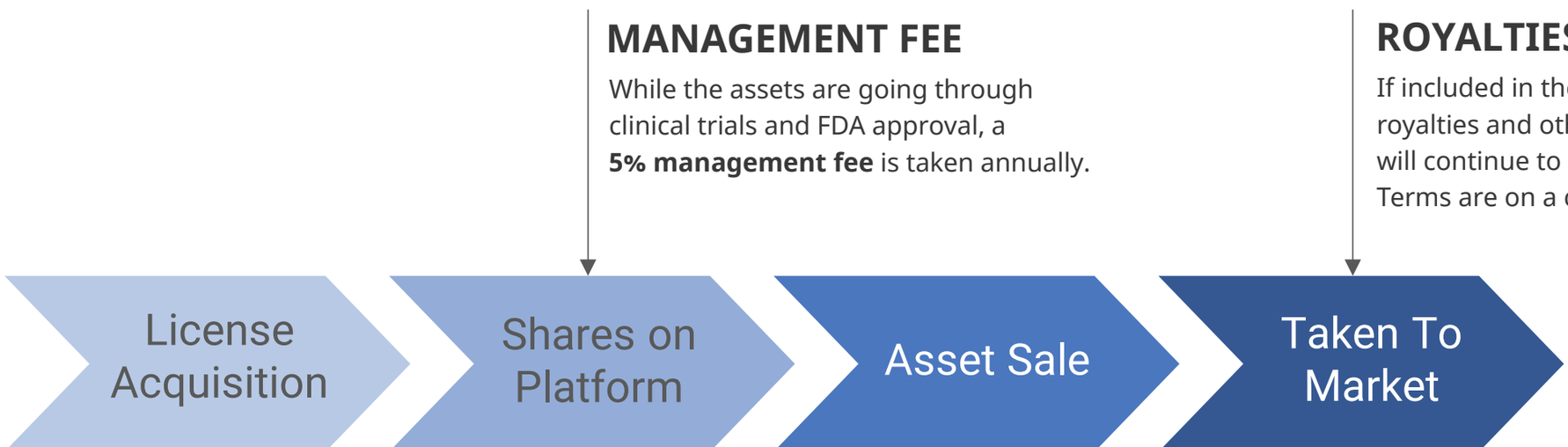
Drugs for which there are few competing drugs available on the market to treat certain illnesses.

PROVEN EXITS

Drugs that have proven buy-side demand due to various factors or circumstances.

Revenue Streams

Vivo generates revenue at each stage of the investment lifecycle, including post-sale royalties for drugs that are commercialized.



MANAGEMENT FEE

While the assets are going through clinical trials and FDA approval, a **5% management fee** is taken annually.

ROYALTIES

If included in the terms of an exit, royalties and other compensation will continue to be paid to Vivo. Terms are on a case-by-case basis.

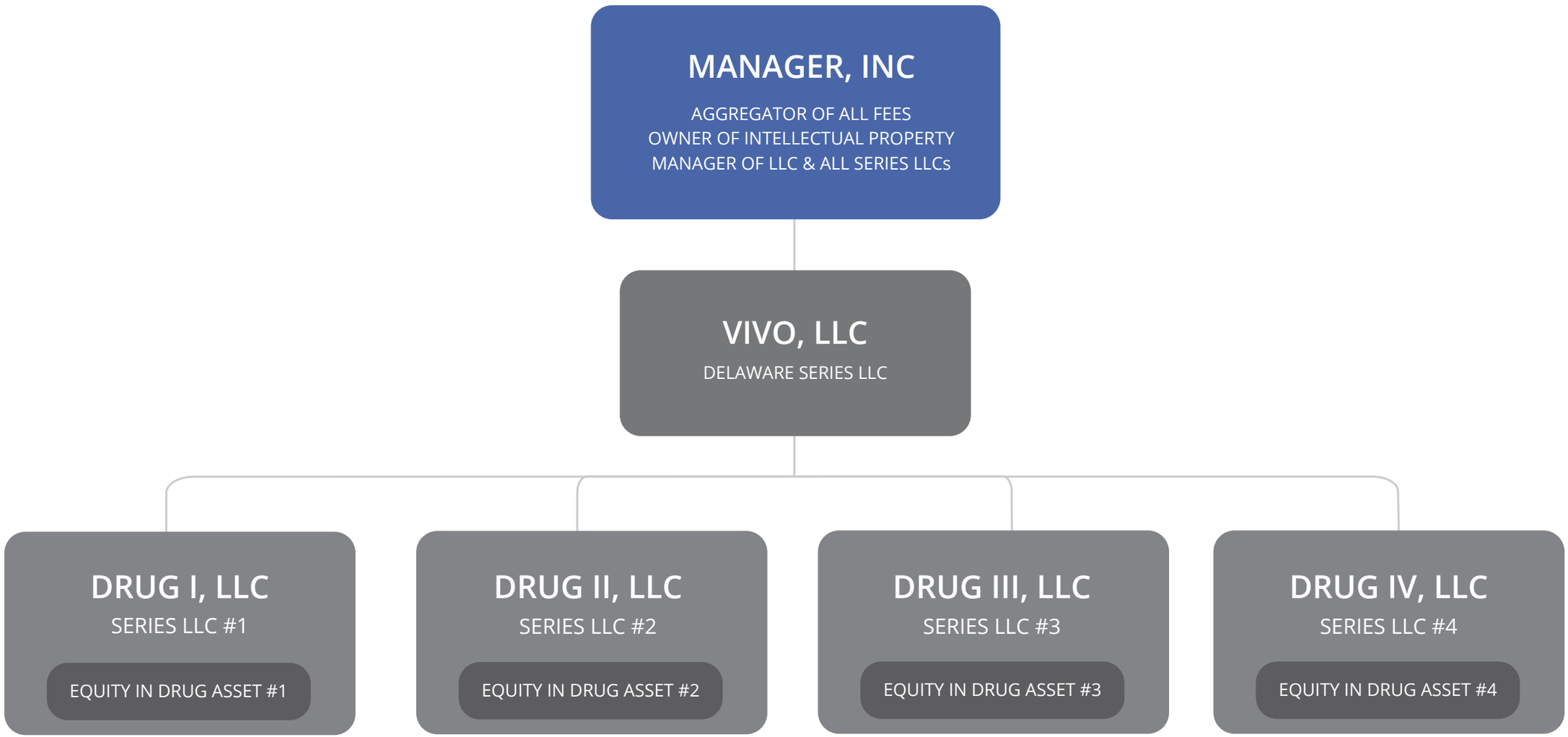
SPONSOR FEE

Vivo takes a **10% sponsor fee** of the total acquisition cost for licensing and securitizing the asset for sale.

SUCCESS FEE

If a drug license is sold for a profit, Vivo receives a **20% success fee** on the gross proceeds from shareholders.

Corporate Structure



Market Size - Drug Development

Increased incidence of chronic illness, aging global population, gene therapy, immunotherapy, and other technical advances in medication development are propelling market revenue growth. The number of FDA approvals has also been trending upwards.

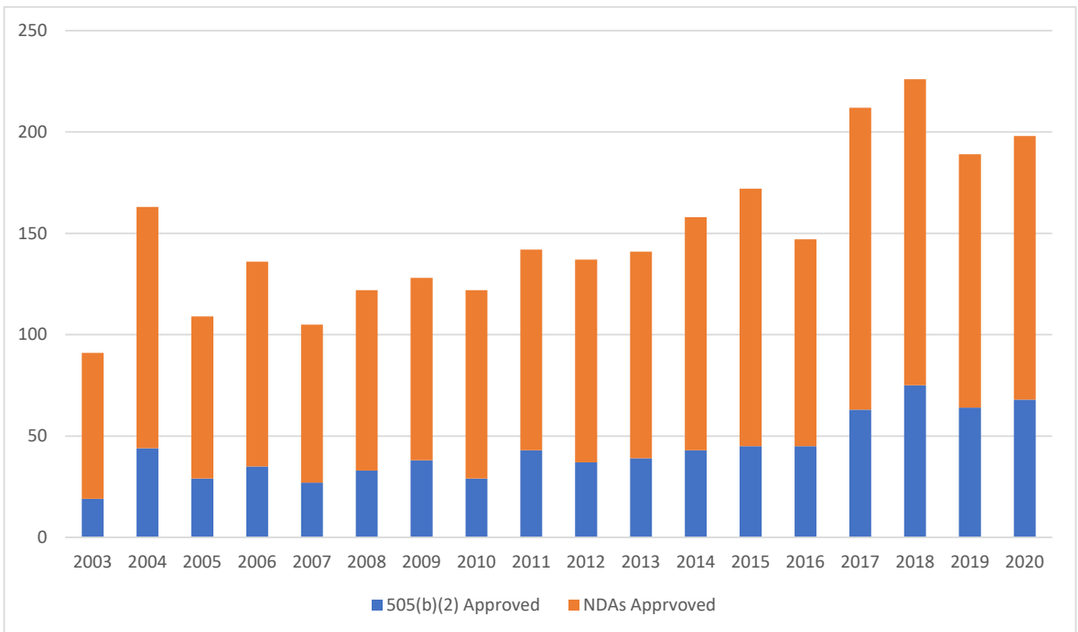
6.6%

DRUG DEV CAGR

$297 billion

2032 DRUG DEV MARKET VALUE

NEW DRUG APPLICATIONS AND 505(b)(2) APPROVALS



SOURCE: Mordor Intelligence, cbo.gov

Market Size - Alternative Investing

Interest in alternative investments is experiencing tremendous growth. Global alternative assets under management is forcasted to increase from $13.7 trillion in 2021 to $23.3 trillion in 2027. Specifically, investments from Reg A+ offerings (“Mini-IPO”) have increased from 2015 to 2022 at a CAGR of 118%.

A large driver of this growth is new platforms such as Vivo that give investors access to investments that they didn’t have previously.

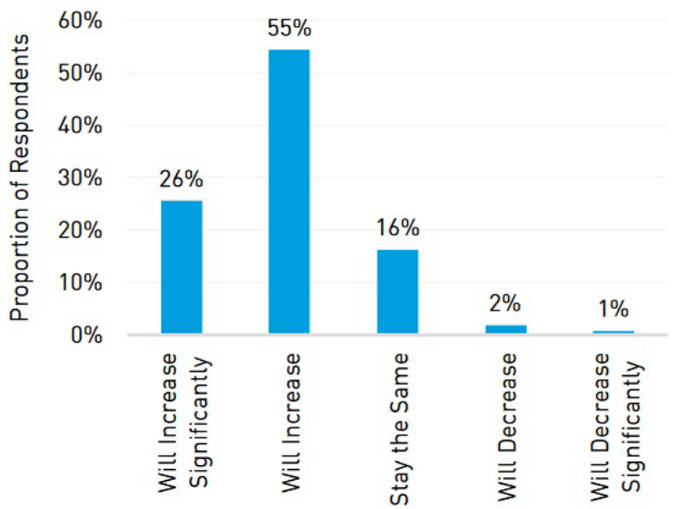
$1.8 billion
RAISED IN 2022 BY REG A+

ALTERNATIVES GROWTH BY INVESTOR TYPE

NET WORTH LEVEL	CURRENT USAGE LEVEL OF ALTERNATIVE INVESTMENTS	ESTIMATED USAGE LEVEL BY 2024
Mass affluent	14%	32%
High-net-worth	29%	46%
Very-high-net-worth	55%	68%
Ultra-high-net-worth	81%	85%

Data source: EY (2021).

INVESTOR PLANS FOR ALLOCATION TO ALTERNATIVES BY 2025



SOURCE: EY, Prequin, DERA Reports 2022

The Offering

$5 million
SEED RAISE

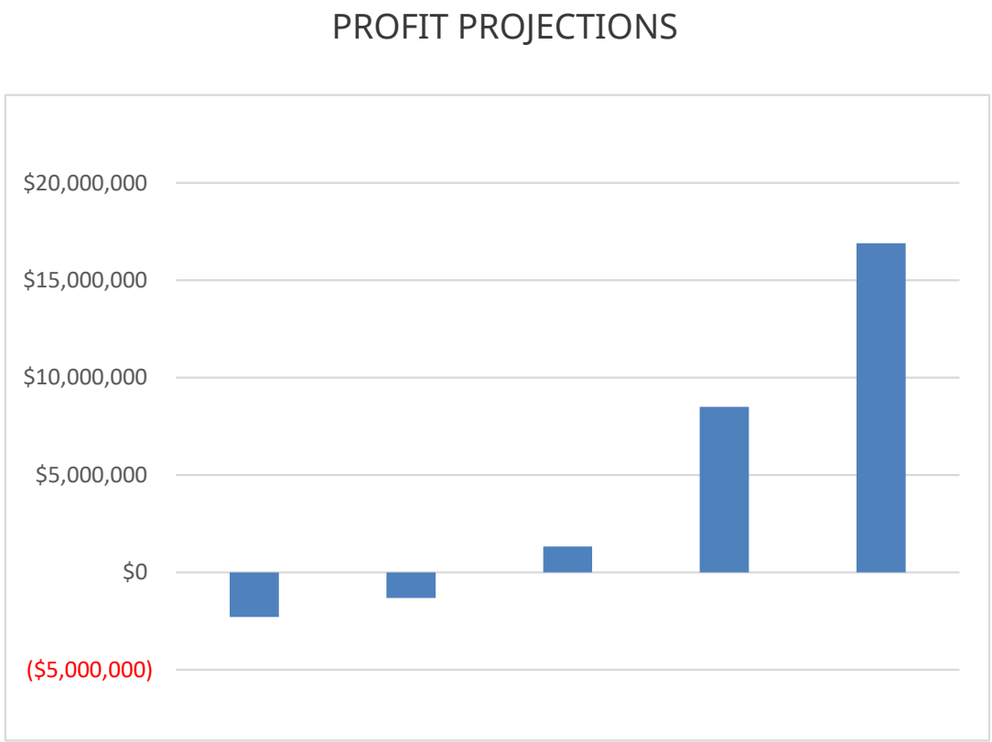
$15 million
SEED VALUATION

$200 million
TARGETED YEAR 5 VALUATION*

*Based on 6.9x revenue multiple. SOURCE: https://firstpagesage.com/business/fintech-valuation-multiples/

Platform Projections

Vivo is positioned to benefit from the growth in drug development market revenue as well as the forecasted increase in alternative investment allocations.



21 drugs
LISTED BY 2026

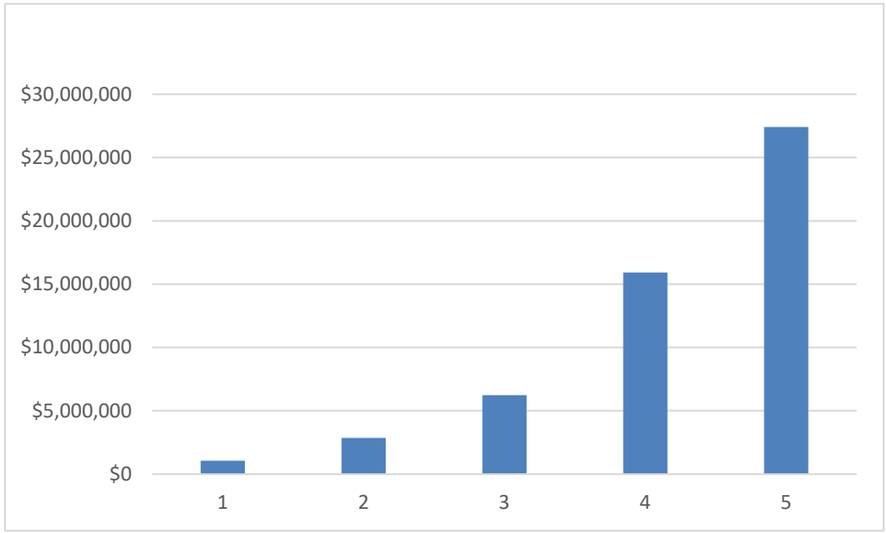
$29.1 mil
ESTIMATED YEAR 5 REVENUE

$18.4 mil
ESTIMATED YEAR 5 PROFIT

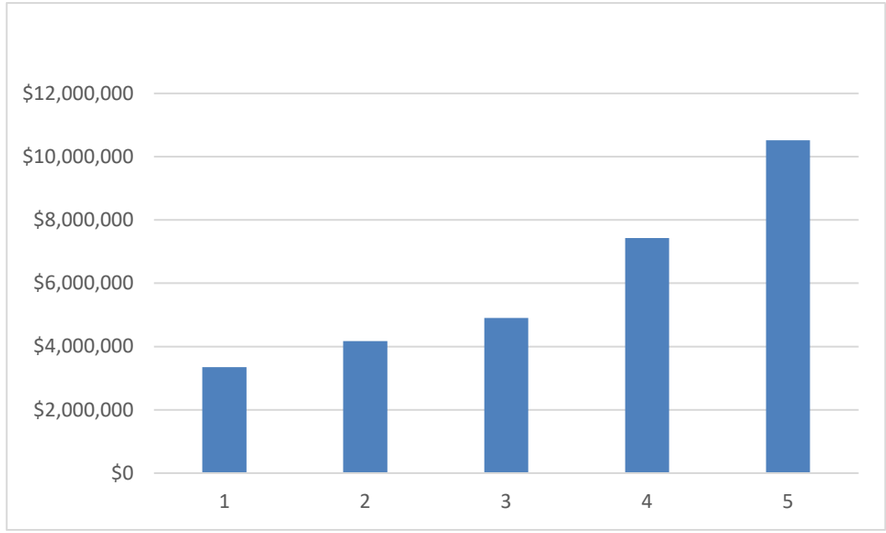
24 months
PLATFORM BREAKEVEN

Platform Projections (cont.)

REVENUE PROJECTIONS



EXPENSE PROJECTIONS



DRUG-SPECIFIC INVESTMENT PROJECTIONS

4x
TARGETED AVG RETURN ON DRUG EXIT

$13.2 million
MEDIAN PHASE II EXIT

SOURCE: Licensing Executives Society (USA & Canada), Inc. Global “Life Sciences” Royalty Rates & Deal Terms Survey. April 2022

Team

KENDRIC SPEAGLE

CEO, Co-Founder

BARRET AYRES

COO, Co-Founder

HEINO HEYMAN, PhD

Chief Science Officer

ART CHAVEZ

Chief Marketing Officer

Advisors

JIM MISH

Business Advisor

R. SHANE MCNAMARA

Legal Advisor

NING SHAN, PhD

Scientific Advisor

WALID ZAHER MD, PhD

Clinical Advisor

Anticipated Partners & Providers

FINANCIAL / LEGAL

NORTHCAPITAL

DALMORE

crowdcheck

DLA PIPER

GT GreenbergTraurig

MARKETING

Public Yield CAPITAL

beVel AN AVENUE Z COMPANY

E5A INTEGRATED MARKETING

Omneky

PHARMA

Pinney Associates

premier consulting

propharma

develco pharma

University of Kentucky

Keck School of Medicine of USC

Join us in reshaping the future of medicine.

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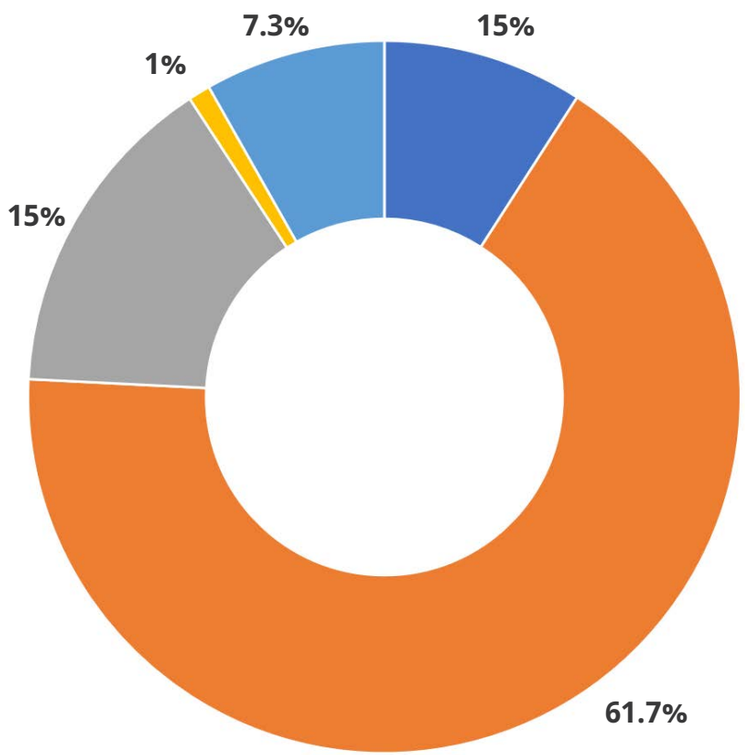
Appendix 1: Series Competitive Analysis vs. Vivo Estimates

REG A+ SERIES OFFERINGS

	Number of Investors	Avg Size of Investment	Amount Raised per Series	Time To Close Series	Equity Offered
KingsCrowd (median 254 all-industry deals)	757	$1,129	$2.9M	341 days	–
KingsCrowd (median of 42 health deals)	178	$6,456	$2.3M	178 days	–
CapitalCell CF Platform (median of 12 drug discovery deals)	284	$3,107	$1.17M	93 days	10%
CapitalCell CF Platform (avg of 12 drug discovery deals)	375	$3,711	$1.15M	91 days	11.25%
Vivo Platform (est. avg of 23 drugs by 2025)	777	$5,145	$2M - $4M	60 - 90 days	51%

Appendix 2: Sample Use of Funds Per Series Offering

SHARE PRICE	AVAILABLE SHARES	TOTAL RAISE	VIVO OWNERSHIP	EQUITY PER SHARE
$1500	2000	$3,000,000	51%	0.001%



*Estimates based upon 3 year development timeline.

ASSET COST

Includes the inital costs assoociated with asset acquisition, asset screening, interest and the sponsor fee.

BROKERAGE FEE

Each offering has been qualified by the Securities and Exchange Commission (SEC) and is offered through a registered broker-dealer, Dalmore Group, LLC a member of FINRA and SIPC.

MANAGEMENT FEE

The Management fee covers the active management of the series, including but not limited to, working with stakeholders such as Licensors, Contract Research Organizations (CRO's), FDA regulatory and clinical consultants, finance, legal, insurance brokers and compliance advisors to maximize the performance of the asset.

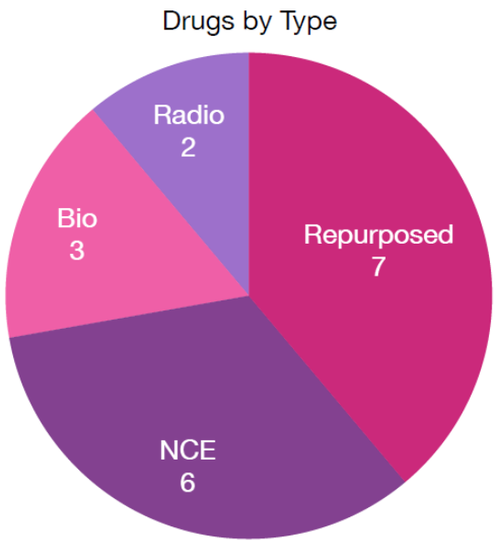
ORGANIZATIONAL AND PLATFORM FEE

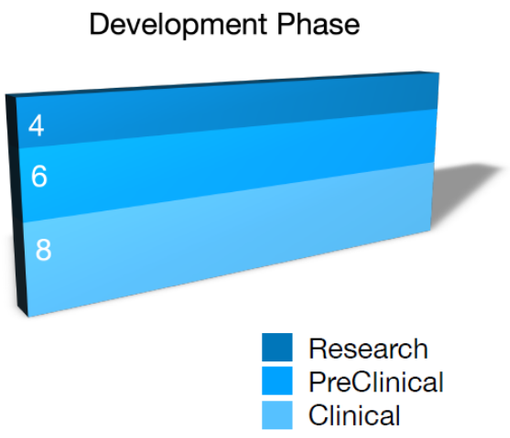
Organizational expenses that are covered include key essential services including legal, compliance, marketing, grant writing and establishment of the financial and corporate framework in connection with an Offering of a Series of Interests.

RESEARCH AND DEVELOPMENT

Research and Development includes direct expenses in the development pipeline such as clinical research costs, drug product formulation, clinical trial insurance, administrative, audit, taxes, and transportation costs.

Appendix 3: Stable of Drugs Available for Offerings





C - Clinical P - PreClinical R - Research

		Condition	Drug	Mechanism of Action	Partner	Drug Type	Pre-Clinical	Submit IND	Phase I Non-Clinical	Phase II
1	C	Post Operative Pain Complex Regional Pain	**Ketamine**	NMDAR Antagonist	USC / Develco	REPURPOSED	X	Jul-23		Jan-24
2	C	Acute Lymphocytic Leukemia	**AIP-104Dx**	18F-FLT "Lumaseek"	AIP	RADIO DIAGNOSTIC	X	Jul-23		Jan-24
3	C	Diffuse Intrinsic Pontine Glioma (DIPG)	**GCR-001Dx GCR-002Tx**	18F-FMISO (Fluoromisonidazole)	AIP	RADIO THERANOSTIC	X	Jul-23		Jan-24
4	C	Stimulant Use Disorder	**Topiramate - Phentermine**	NMDAR Antagonist - Norepinephrine Agonist	U KY	REPURPOSED	X	Jan-24		Apr-24
5	C	Acute Radiation Syndrome	**AIP-701Dx**	Alpha-Adrenoreceptor	AIP	REPURPOSED	X	Jan-24		Apr-24
6	C	Fibromyalgia	**Lapatinib**	MPGES-1 Inhibitor	U KY	REPURPOSED	X	Apr-24		Jul-24
7	C	Opioid Use Disorder	**Ethopropazine - Naltrexone**	Anti-Muscarinic - MOR Antagonist	U KY	REPURPOSED	X	Jul-24		Oct-24
8	C	Macular Degeneration	**Ocustatin**	HMG-CoA Reductase Inhibitor	Drusolv	REPURPOSED	X	Oct-24		Jan-25
9	P	Chronic Limb Ischemia	**Pegfilgrastim**	Colony Stimulating factor	Vasogenesis	REPURPOSED (BIOLOGIC)	Jan-24	Jan-25		Apr-25
10	P	Metastatic Ovarian Cancer	**AT-101**	Conjugated Polypeptide	A28	BIOLOGIC	Jan-24	Jan-25		Apr-25
11	P	Post Traumatic Stress Disorder	**AM10843**	Cannabinoid R-1 Agonist	NEU	NEW CHEMICAL ENTITY	Jan-24	Jan-25		Apr-25
12	P	Diabetic Nephropathy	**AM6545**	Neutral Cannabinoid R-1 Antagonist	NEU	NEW CHEMICAL ENTITY	Jan-24	Jan-25		Apr-25
13	P	Chemotherapy Induced Peripheral Neuropathy	**KLS-13019**	GPR55 Antagonist (CBIII)	Neuropathix	NEW CHEMICAL ENTITY	Jan-24	Jan-25		Apr-25
14	P	Opioid Use Disorder	**ZHA-NAY1**	Partial Mu Opioid Agonist	VCU	NEW CHEMICAL ENTITY	Jan-24	Jan-26		Apr-26
15	R	ALS	**TDP-43 EPTP**	RNA Splice Variants	NYU	BIOLOGIC	Jan-24	Jan-27		Jul-27
16	R	Ameliogenesis Imperfecta	**JSL0327**	Piper Marginatum Ilex Guayusa	U. JAVERIANA	BOTANICALLY DERIVED	Jan-24	Jan-27		Apr-27
17	R	Neuropathic Pain	**EC21a**	CB2 PAM, CB2 Bitopic, CB1/2 Orthostatic, CB1/2 Dual	U. FLORENCE U. PISA	NEW CHEMICAL ENTITY	Jan-24	Jan-27		Apr-27
18	R	Tobacco Use Disorder	**ARP100101**	Nicotinic Acetycholine Ligands	VCU	NEW CHEMICAL ENTITY	Jan-24	Jan-27		Apr-27

Appendix 4: Metrics of an Exit at Proof of Concept

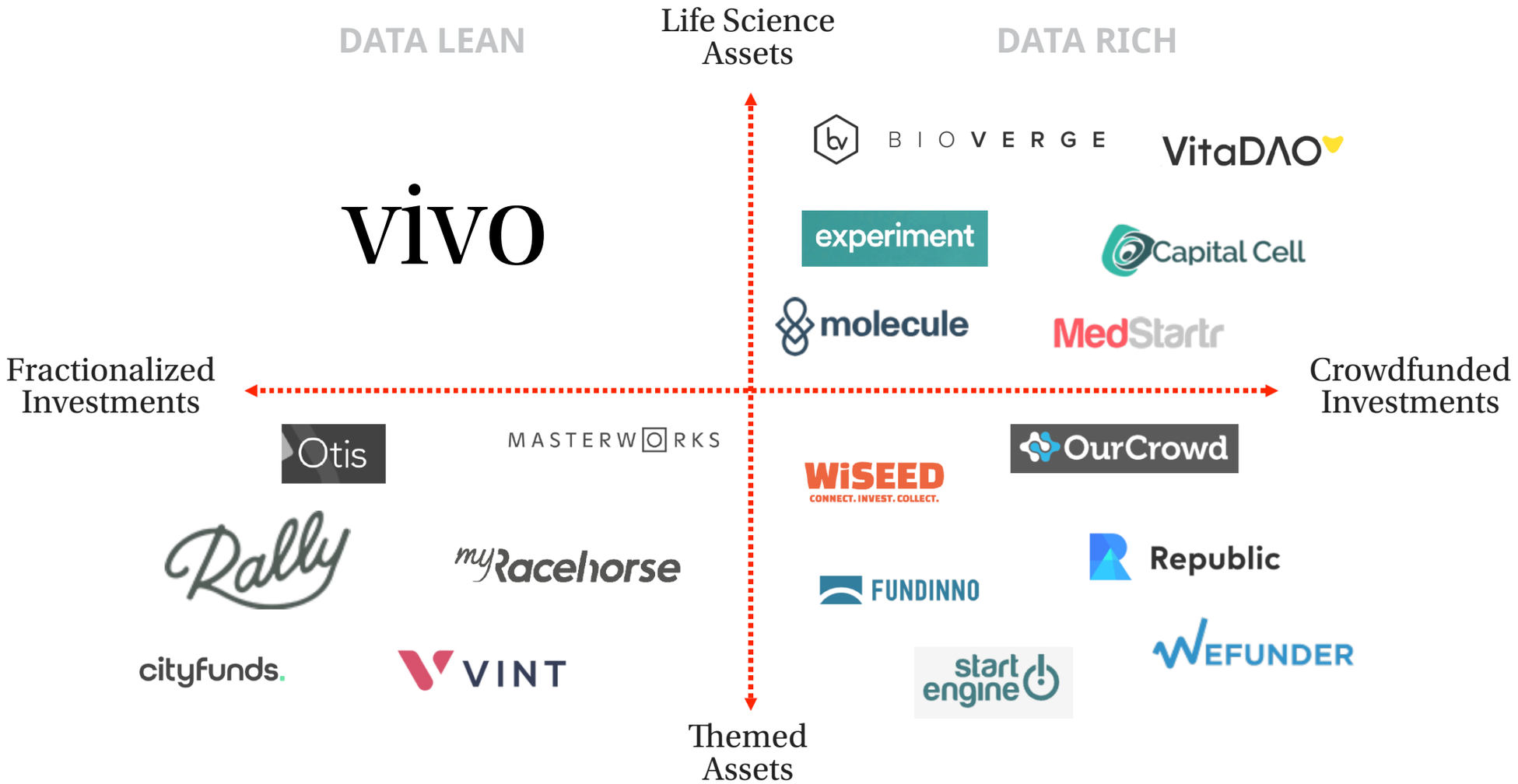
The metrics of an exit at PH II *proof of concept* "POC" is based on either **A)** an **"Equity Sale"**, or **B)** a **"Licensing Deal"**, which includes a combination of Up-Front Payments, Development Milestones, Sales Milestones, and a Royalty Percentage of Net Sales

(The example below represents one (1) single drug asset only)

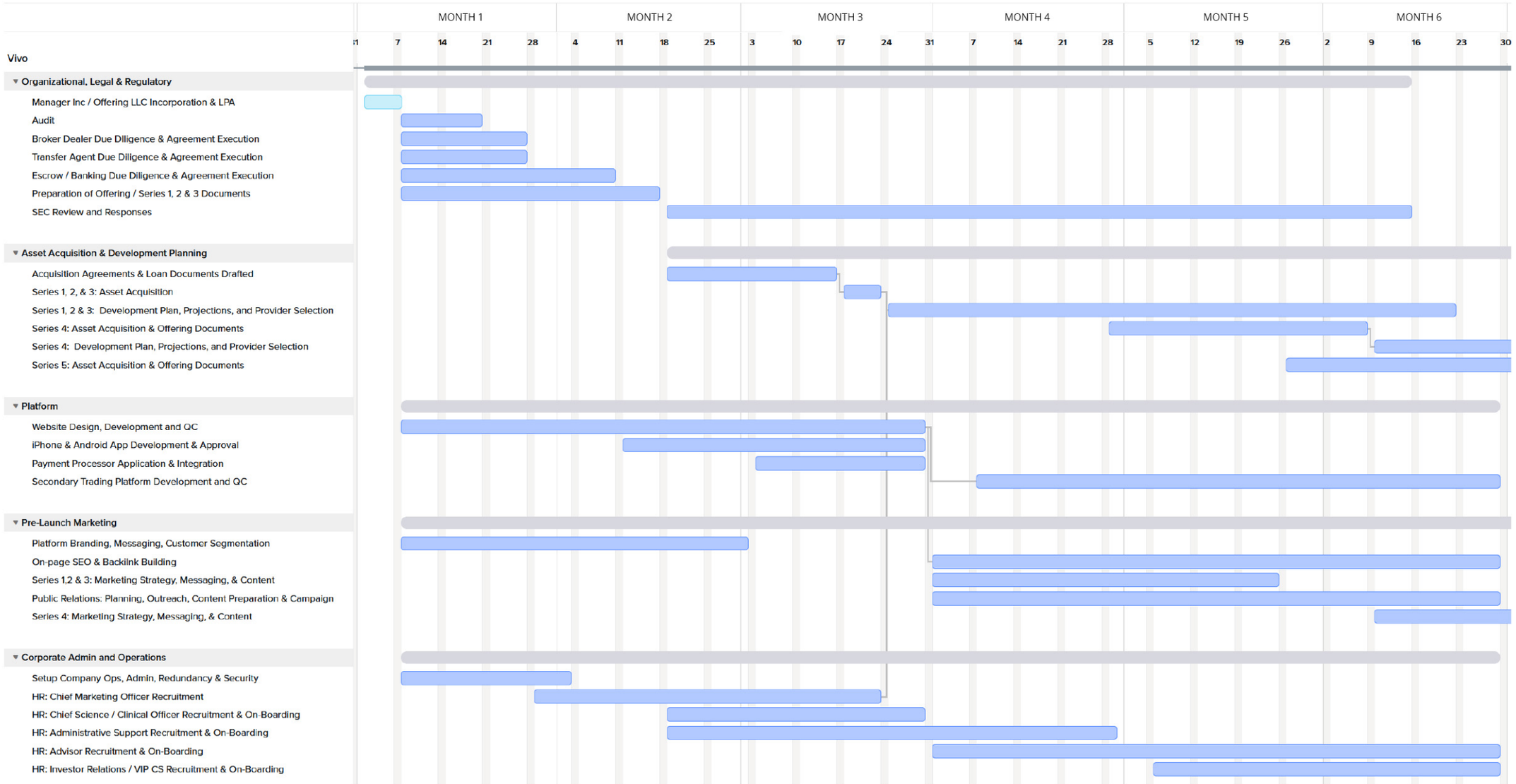
	Financial Component	**Post POC** (Mean)	**Single Drug Asset $1B Cum. Sales over 6-years** (Example)
A.	**"Equity Sale"** of Drug Asset	$13.2M	
B.	**"Licensing Deal"** for Drug Asset		
	Up-Front Payment		$12M
	Development Milestones		$42.5M
	Sales Milestones		$82.5M
	Commercial Sales **(Average Royalty Rate)**		$118M (11.8%)
	Total Deal Value	**$13.2M**	**$255M** [1]

1. Licensing Executives Society (USA & Canada), Inc. Global "Life Sciences" Royalty Rates & Deal Terms Survey, April 2022.

Appendix 5: Competitive Landscape



Appendix 6: Pre-Launch Timeline



TARGETED LAUNCH: APRIL 2025