Secretary of State
Business Programs Division

1500 11th Street, 3rd Floor
P.O. Box 944230
Sacramento, CA 94244-2300

Statement of Information
(916) 657-5448

CORPORATE DISCLOSURE STATEMENT
General Information

Due Date: Every domestic stock and foreign publicly traded corporation must file with the Secretary of State a Corporate Disclosure Statement (Form SI-PT) annually, within 150 days after the end of its fiscal year.

Publicly Traded Corporation: A publicly traded corporation is a California or foreign corporation, as defined in Corporations Code section 162 or 171, respectively, that is an issuer as defined in Section 3 of the Securities Exchange Act of 1934, as amended (15 U.S.C. Sec. 78c), and has at least one class of securities listed or admitted for trading on a national securities exchange, on the National or Small-Cap Markets of the NASDAQ Stock Market, on the OTC-Bulletin Board, or on the electronic service operated by Pink Sheets, LLC.

Authority: Statutory filing provisions are found in California Corporations Code sections 1502.1 and 2117.1, unless otherwise indicated.

Definitions: The following definitions apply to the Corporate Disclosure Statement:

> "Independent auditor" means an auditor that meets the requirements for auditor independence stated in 17 C.F.R. Sec. 210.2-01.
>
> "Compensation" includes all plan and nonplan compensation awarded to, earned by, or paid to the person for all services rendered in all capacities to the corporation and to its subsidiaries, as the compensation is specified by Item 402 of Regulation S-K of the Securities and Exchange Commission (Section 229.402 of Title 17 of the Code of Federal Regulations).
>
> "Executive officer" means the chief executive officer, president, any vice president in charge of a principal business unit, division, or function, any other officer of the corporation who performs a policymaking function, or any other person who performs similar policymaking functions for the corporation.
>
> "Loan" excludes an advance for expenses, the corporation's payment of life insurance premiums and an advance of litigation expenses as permitted according to the applicable laws of the state or place of incorporation. For California corporations, see Corporations Code sections 315(d), 315(e) and 317, respectively.

Fee: There is no fee for filing the Corporate Disclosure Statement.

Where to file: For easier completion, the Corporate Disclosure Statement is available on the Secretary of State's website at http://www.ss.ca.gov/business and can be viewed, filled in and printed from your computer. The completed form can be mailed to Secretary of State, Statement of Information Unit, P.O. Box 944230, Sacramento, CA 94244-2300 or delivered in person to the Sacramento office, 1500 11th Street, 3rd Floor, Sacramento, CA 95814. If you are not completing this form online, please type or legibly print in black or blue ink.

Additional Filing Requirements: In addition to the Corporate Disclosure Statement, all publicly traded corporations must also file, during their applicable filing period, a Statement of Information as required by Corporations Code section 1502 or 2117. For faster processing, the Statement of Information can be filed online at https://businessfilings.ss.ca.gov.

INSTRUCTIONS FOR COMPLETING FORM SI-PT

Every domestic stock and foreign publicly traded corporation must file a Corporate Disclosure Statement (Form SI-PT) annually, within 150 days after the end of its fiscal year.

There is no fee for filing the Corporate Disclosure Statement.

COPIES: The Secretary of State will endorse file one copy of the statement if an exact copy is submitted along with the statement to be filed. Copies submitted with the statement to be filed can be certified upon request and payment of the $8.00 per copy certification fee.

Statutory filing provisions are found in California Corporations Code sections 1502.1 and 2117.1, unless otherwise indicated.

Complete Corporate Disclosure Statement (Form SI-PT) as follows:

Item 1. Enter the name of the corporation **exactly** as it is of record with the California Secretary of State.

Item 2. Enter the name of the independent auditor that prepared the most recent auditor's report on the corporation's annual financial statements.

Item 3. Enter a description of other services, if any, performed for the corporation during its two most recent fiscal years and the period between the end of its most recent fiscal year and the date of the statement by the independent auditor named in Item 2, by its parent corporation, or by a subsidiary or corporate affiliate of the independent auditor or its parent corporation. If more space is needed, enter the additional information in Item D of the Attachment (Form SI-PTA).

Item 4. Enter the name of the independent auditor employed by the corporation on the date of this statement, if different from the individual named in Item 2.

Item 5. Enter the name of each director and the compensation (in U.S. dollars) paid to each director for the most recent fiscal year, including the number of any shares issued, options for shares granted, and similar equity-based compensation granted to each director.

Check YES or NO to indicate whether or not an order for relief has been entered in a bankruptcy case during the 10 years preceding the date of this statement with respect to each director.

Check YES or NO to indicate whether or not each director has been convicted of fraud during the 10 years preceding the date of this statement, if the conviction has not been overturned or expunged.

If the corporation has additional directors, complete Item B of the Attachment (Form SI-PTA).

Item 6a. Enter the names of the five most highly compensated executive officers of the corporation, **excluding** any executive officer who is also a member of the board of directors. Enter the compensation (in U.S. dollars) paid to each executive officer for the most recent fiscal year, including the number of any shares issued, options for shares granted, and similar equity-based compensation granted to each executive officer.

Check YES or NO to indicate whether or not an order for relief has been entered in a bankruptcy case during the 10 years preceding the date of this statement with respect to each executive officer.

Check YES or NO to indicate whether or not each executive officer has been convicted of fraud during the 10 years preceding the date of this statement, if the conviction has not been overturned or expunged.

Item 6b. Complete Item 6b if the information regarding the chief executive officer is not included in Item 6a.

Item 6c. Enter the names and check any of the applicable boxes for additional executive officers who have had an order for relief entered in a bankruptcy case or who have been convicted of fraud during the 10 years preceding the date of this statement, if the conviction has not been overturned or expunged.

If more space is needed, enter the additional information in Item D of the Attachment (Form SI-PTA).

Item 7. Enter a description of each loan made to a director by the corporation during the corporation's two most recent fiscal years at an interest rate lower than the interest rate available from unaffiliated commercial lenders generally to a similarly situated borrower. Include the name of the director receiving the loan, the amount of the loan (in U.S. dollars) and the terms of the loan. If more space is needed for the description of the loan, enter the additional information in Item D of the Attachment (Form SI-PTA). If no such loans were made, the field should be left blank.

If the corporation has made additional loans to directors, complete Item C of the Attachment (Form SI-PTA).

Item 8. Check YES or NO to indicate whether or not an order for relief has been entered in a bankruptcy case during the 10 years preceding the date of this statement with respect to the corporation.

Item 9. Check YES or NO to indicate whether or not the corporation or any of its subsidiaries has been a party to, or any of their property has been subject to, any material pending legal proceeding, other than ordinary routine litigation incidental to the business, as specified by Item 103, Part 229 of Regulation S-K of the Securities Exchange Commission (17 C.F.R. Sec. 229.103). If yes, attach a description.

Item 10. Check YES or NO to indicate whether or not the corporation has been found, in any material legal proceeding, legally liable by entry of a final judgment or final order (that was not overturned on appeal) during the five years preceding the date of this statement. If yes, attach a description.

Item 11. Type or print the name and title of the person completing this form and enter the date this form was completed. By submitting this Corporate Disclosure Statement to the Secretary of State, the corporation certifies the information contained herein, including any attachments, is true and correct.

State of California

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Secretary of State

CORPORATE DISCLOSURE STATEMENT
(Domestic Stock and Foreign Corporations)

There is no fee for filing the Corporate Disclosure Statement.

IMPORTANT — PLEASE READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

1. **CORPORATE NAME** Clear Item 1

This Space For Filing Use Only

INDEPENDENT AUDITOR Clear Item 2 Clear Item 3 Clear Item 4

2. NAME OF THE INDEPENDENT AUDITOR THAT PREPARED THE MOST RECENT AUDITOR'S REPORT

3. DESCRIPTION OF OTHER SERVICES, IF ANY, PERFORMED BY THE INDEPENDENT AUDITOR NAMED IN ITEM 2

4. NAME OF THE INDEPENDENT AUDITOR EMPLOYED BY THE CORPORATION ON THE DATE OF THIS STATEMENT, IF DIFFERENT FROM ITEM 2

DIRECTORS AND EXECUTIVE OFFICERS Clear Item 5 Clear Item 6a Clear Item 6b Clear Item 6c

5. NAMES OF DIRECTORS	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
1)				☐ YES ☐ NO	☐ YES ☐ NO
2)				☐ YES ☐ NO	☐ YES ☐ NO
3)				☐ YES ☐ NO	☐ YES ☐ NO

IF THE CORPORATION HAS ADDITIONAL DIRECTORS, COMPLETE ITEM B OF THE ATTACHMENT (FORM SI-PTA).

6a. NAMES OF EXECUTIVE OFFICERS	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
1)				☐ YES ☐ NO	☐ YES ☐ NO
2)				☐ YES ☐ NO	☐ YES ☐ NO
3)				☐ YES ☐ NO	☐ YES ☐ NO
4)				☐ YES ☐ NO	☐ YES ☐ NO
5)				☐ YES ☐ NO	☐ YES ☐ NO

6b. CHIEF EXECUTIVE OFFICER (if not named in 6a)	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
				☐ YES ☐ NO	☐ YES ☐ NO

6c. ADDITIONAL EXECUTIVE OFFICERS (if not named in 6a or 6b)

1) ☐ BANKRUPTCY ☐ FRAUD
2) ☐ BANKRUPTCY ☐ FRAUD
3) ☐ BANKRUPTCY ☐ FRAUD

IF MORE SPACE IS NEEDED, ENTER ADDITIONAL INFORMATION IN ITEM D OF THE ATTACHMENT (FORM SI-PTA).

LOANS TO MEMBERS OF THE BOARD OF DIRECTORS Clear Item 7

7. NAMES OF DIRECTORS	DESCRIPTION OF LOAN (INCLUDING AMOUNT AND TERMS)
1)	
2)	
3)	

IF THE CORPORATION HAS MADE ADDITIONAL LOANS TO DIRECTORS, COMPLETE ITEM C OF THE ATTACHMENT (FORM SI-PTA).

ADDITIONAL STATUTORY DISCLOSURES Clear Items 8-11

8. Has an order for relief been entered in a bankruptcy case with respect to the corporation during the preceding 10 years? ☐ YES ☐ NO

9. Has the corporation or any of its subsidiaries been a party to, or any of their property been subject to, any material pending legal proceedings, as specified by Item 103, Part 229 of SEC Regulation S-K? If yes, attach a description. ☐ YES ☐ NO

10. Has the corporation been found legally liable in any material legal proceeding during the preceding five years? If yes, attach a description. ☐ YES ☐ NO

11. By submitting this Corporate Disclosure Statement to the Secretary of State, the corporation certifies the information contained herein, including any attachments, is true and correct.

TYPE OR PRINT NAME OF PERSON COMPLETING THE FORM	SIGNATURE	TITLE	DATE

Clear Form Print Form

INSTRUCTIONS FOR COMPLETING FORM SI-PTA

For easier completion, this form is available on the Secretary of State's website at http://www.ss.ca.gov/business and can be viewed, filled in and printed from your computer. Completed forms along with the applicable fees can be mailed to Secretary of State, Statement of Information Unit, P.O. Box 944230, Sacramento, CA 94244-2300 or delivered in person to the Sacramento office, 1500 11th Street, 3rd Floor, Sacramento, CA 95814. If you are not completing this form online, please type or legibly print in black or blue ink. This form should not be altered.

Statutory filing provisions are found in California Corporations Code sections 1502.1 and 2117.1, unless otherwise indicated.

Use this form to add additional directors' names and information; additional loans made to directors; and any additional information that does not fit on the Corporate Disclosure Statement (Form SI-PT).

COPIES: The Secretary of State will endorse file one copy of the statement if an exact copy is submitted along with the statement to be filed. Copies submitted with the statement to be filed can be certified upon request and payment of the $8.00 per copy certification fee.

Complete Attachment to Corporate Disclosure Statement (Form SI-PTA) as follows:

Item A. Enter the name of the corporation exactly as it is of record with the California Secretary of State.

Item B. If this attachment adds additional directors:

- Enter the name of each director and the compensation (in U.S. dollars) paid to each director for the most recent fiscal year, including the number of any shares issued, options for shares granted, and similar equity-based compensation granted to each director.
- Check YES or NO to indicate whether or not an order for relief has been entered in a bankruptcy case during the 10 years preceding the date of this statement with respect to each director.
- Check YES or NO to indicate whether or not each director has been convicted of fraud during the 10 years preceding the date of this statement, if the conviction has not been overturned or expunged.

Attach additional pages as needed.

Item C. Enter a description of each loan made to a director by the corporation during the corporation's two most recent fiscal years at an interest rate lower than the interest rate available from unaffiliated commercial lenders generally to a similarly situated borrower. Include the name of the director receiving the loan, the amount of the loan (in U.S. dollars) and the terms of the loan.

Attach additional pages as needed.

Item D. If extra space is needed to complete the information requested on the Corporate Disclosure Statement (Form SI-PT) or this Attachment to Corporate Disclosure Statement (Form SI-PTA), please enter the additional information in Item D. Please reference the item number from Form SI-PT or Form SI-PTA, as applicable, that corresponds with each item of additional information.

State of California
Secretary of State

ATTACHMENT TO
CORPORATE DISCLOSURE STATEMENT
(Domestic Stock and Foreign Corporations)

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IMPORTANT — READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

A. CORPORATE NAME

Clear Item A

B. ADDITIONAL DIRECTORS (Continued from Item 5 on Form SI-PT)

Clear Item B

NAMES OF DIRECTORS	COMPENSATION	SHARES	OPTIONS	BANKRUPTCY	FRAUD
4)				☐ YES ☐ NO	☐ YES ☐ NO
5)				☐ YES ☐ NO	☐ YES ☐ NO
6)				☐ YES ☐ NO	☐ YES ☐ NO
7)				☐ YES ☐ NO	☐ YES ☐ NO
8)				☐ YES ☐ NO	☐ YES ☐ NO
9)				☐ YES ☐ NO	☐ YES ☐ NO
10)				☐ YES ☐ NO	☐ YES ☐ NO
11)				☐ YES ☐ NO	☐ YES ☐ NO
12)				☐ YES ☐ NO	☐ YES ☐ NO
13)				☐ YES ☐ NO	☐ YES ☐ NO
14)				☐ YES ☐ NO	☐ YES ☐ NO
15)				☐ YES ☐ NO	☐ YES ☐ NO
16)				☐ YES ☐ NO	☐ YES ☐ NO
17)				☐ YES ☐ NO	☐ YES ☐ NO
18)				☐ YES ☐ NO	☐ YES ☐ NO

IF THE CORPORATION HAS ADDITIONAL DIRECTORS, ATTACH ADDITIONAL PAGES AS NEEDED.

C. ADDITIONAL LOANS TO MEMBERS OF THE BOARD OF DIRECTORS (Continued from Item 7 on Form SI-PT)

Clear Item C

NAMES OF DIRECTORS	DESCRIPTION OF LOAN (INCLUDING AMOUNT AND TERMS)
4)	
5)	
6)	
7)	
8)	

IF THE CORPORATION HAS MADE ADDITIONAL LOANS TO DIRECTORS, ATTACH ADDITIONAL PAGES AS NEEDED.

D. ADDITIONAL INFORMATION (Please reference item number from Form SI-PT or Form SI-PTA, as applicable)

Clear Item D