



favoland.com  
1666 Pendrell Street, Suite 1208  
Vancouver, BC, V6G 1S9

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## Raising CAD \$100,000 for 2.5% of Favoland Canada Inc.

Crowdfunding Offering Document (Form 45-110F1)



**Item 1: RISKS OF INVESTING**

1.1 “No securities regulatory authority or regulator has assessed, reviewed or approved the merits of these securities or reviewed this offering document. Any representation to the contrary is an offence. This is a risky investment.”

1.2 “The forecasts and predictions of an early-stage business are difficult to objectively analyze or confirm. Forward-looking statements represent the opinion of the issuer only and may not prove to be reasonable.”

**Item 2: THE ISSUER**

Favoland Canada Inc.

1208-1666 Pendrell Street

Vancouver, BC

V6G 1S9

778 302 0286

[jeff@favoland.com](mailto:jeff@favoland.com)

<https://favoland.com/>

**2.1 CONTACT PERSON**

Jeffrey Clark

Founder/President

1208-1666 Pendrell Street

Vancouver, BC

V6G 1S9

778 302 0286

[jeff@favoland.com](mailto:jeff@favoland.com)



### Item 3: ISSUER'S BUSINESS

Favoland is a double-sided marketplace that is in the development stage. We will be launching the full MVP platform between Jan 30 – Feb 15, 2024.

For consumers, we are a personalized beauty recommendation platform that caters to all beauty consumers but with a focus on helping those with skin issues, allergies, religious beliefs, and personal preferences.

For business, we want to bring transparency and trust to consumers by highlighting their operations and products which will drive new customers to their business.

Our research has highlighted that is 260 million consumers in North America and over 5 billion globally.

We launched Favoland in 2020, we have been busy researching the opportunity and building the product. We are scheduled to launch the platform in Spring 2024. Our goal is to attract consumers, brands, retailers, suppliers, and more to the platform. Once launched, we will be looking for country partners to help us grow internationally.

Jeff Clark has worked in the consumer goods industry for over three decades and can see the disconnect between consumers, brands, retailers, and suppliers. Favoland will bring structure and support with transparency to the beauty industry.

The problem, the industry is \$750 billion and is not regulated globally. Every country has their own standards, Europe does the best job by banning over 3,000 ingredients in beauty products, but the USA only bans 30 ingredients. Over 50% of the products sold in North America have dangerous ingredients, are carcinogenic or cancerous.

Our solution, Favoland will report on the product ingredients, like our competitors, but we will also focus on bringing insights about sustainability, traceability, ethics, scents, and textures to the discovery process.

For reporting on product ingredients, Favoland will be more specific, firstly discovering the usage to help provide a more accurate and reliable rating. Then for the ingredients, we will focus on what it is and what the research says. For rating the ingredients, we have devised a system that reports on unhealthy alternatives vs what is clean and safe.

The industry, in 2022, the beauty tech industry was valued at \$62 billion and expected to grow to \$225 billion by 2028.

The number one major hurdle is cost, ensuring we have a budget to help us mature and grow in the marketplace. The second major hurdle, is marketing, making sure we have a solid strategy to promote the business. The third major hurdle is sales, bringing in the right sales people who can help bring businesses onto Favoland.

The funds raised today will be used for further software development and for our GTM strategy.



Our goal in three years is to have Favoland valued at \$30 million and in five years to sell or go public for over \$100 million in five years.

Favoland currently has four contract employees, but will need a domestic and international team to help us grow globally.

Favoland is incorporated in the province in British Columbia. Yes, we have financial statements available. Jeff Clark has 10 million common shares.

#### Management:

President/Founder – Jeff Clark

Over three decades of experience in the consumers goods sector, branding, operations, supply chain, sourcing and a serial entrepreneur.

#### Competition:

Our main competitors are Think Dirty and Yuka, but many others have started to appear in the last few years. They all seem to focus on the Product Ingredients only. Favoland will report differently on the product ingredients, but also report on sustainability, traceability, ethics, scents, and textures. That makes Favoland the most comprehensive and thorough platform.

### 3.2 Legal Structure

Favoland Canada Inc. is incorporated in the province of British Columbia

#### 3.3 Issuer's articles of incorporation location

Segev LLP

905 West Pender Street, Sixth Floor

Vancouver, BC, V6C 1L6

#### 3.3 Issuer's Operations

The issuer Favoland Canada Inc. is planning to launch the full platform this Spring 2024.

#### 3.4 Financial Statements

The five-year projections and past history are in this document.



3.5 Securities of the issuer outstanding as at the date of the offering document.

**Item 4: MANAGEMENT**

| Full legal name, municipality of residence and position at issuer | Principal occupation for the last 5 years | Expertise, education, and experience that is relevant to the issuer's business | Number and type of securities of the issuer owned | Date securities were acquired and price paid for the securities | Percentage of the issuer's securities held as of the date of this offering document |
|---|---|--|---|---|---|
| Jeff Clark  | President/founder                         | Entrepreneur   | 10,000,000  | Aug 30 <sup>th</sup> 2023                                       | 100%  |
|   |   |  |   |   |   |
|   |   |  |   |   |   |

4.2 Provide the name of the person involved and details of the time, nature and the outcome of the proceedings for each of the persons listed under item 4.1 and the issuer who, as the case may be:

- (a) has ever pleaded guilty to or been found guilty of
  - (i) a summary conviction or indictable offence under the *Criminal Code*, Jeff Clark does not have a criminal record and has never been convicted of a crime.
  - (ii) a quasi-criminal offence in any jurisdiction of Canada or a foreign jurisdiction, N/A
  - (iii) a misdemeanor or felony under the criminal legislation of the United States of America, or any state or territory therein, or N/A
  - (iv) an offence under the criminal legislation of any other foreign jurisdiction, N/A
- (b) is or has been the subject of an order (cease trade or otherwise), judgment, decree, sanction, or administrative penalty imposed by, or has entered into a settlement agreement with, a government agency, administrative agency, self-regulatory organization, civil court, or administrative court of Canada or a foreign jurisdiction in the last 10 years related to:
  - (i) the person's involvement in any securities, insurance or banking activity, or
  - (ii) a claim based in whole or in part on fraud, theft, deceit, misrepresentation, conspiracy, breach of trust, breach of fiduciary duty, insider trading, unregistered trading, illegal distributions, failure to disclose material facts or changes, or allegations of similar conduct, N/A



- (c) is or has been the subject of an order, judgment, decree, sanction or administrative penalty imposed by a discipline committee, professional order or administrative court of Canada or a foreign jurisdiction in the last ten years related to any professional misconduct, N/A
- (d) is or has ever been the subject of a bankruptcy or insolvency proceeding, or
- (e) is a director, officer, founder or control person of a person or company that is or has been subject to a proceeding described in paragraph (a), (b), (c) or (d) above. N/A

**Item 5: CROWDFUNDING DISTRIBUTION**

5.1 Provide the name of the funding portal the issuer is using to conduct its crowdfunding distribution. If the issuer is using a funding portal that is operated by a registered dealer, provide the name of the registered dealer.

**Funding Portal: Backers Securities Inc.**

5.2 Indicate all the jurisdictions (Canadian provinces and territories) where the issuer intends to raise funds and make this offering document available.

- Alberta
- Newfoundland and Labrador
- Ontario
- British Columbia
- Prince Edward Island
- Manitoba
- Northwest Territories
- Québec
- New Brunswick
- Nova Scotia
- Saskatchewan
- Nunavut
- Yukon

5.3 Provide the following information with respect to the crowdfunding distribution:

(a) the date before which the issuer must have raised the minimum offering amount for the closing of the distribution (no later than 90 days after the date this offering document is first made available on the funding portal); July 16<sup>th</sup> 2024

(b) the date(s) and description of amendment(s) made to this offering document, if any.  
N/A



5.4 Indicate the type of eligible securities offered.

Class B non-voting common shares

- Common shares
- Non-convertible preference shares
- Securities convertible into common shares
- Securities convertible into non-convertible preference shares
- Non-convertible debt linked to a fixed interest rate
- Non-convertible debt linked to a floating interest rate
- Limited partnership units
- Shares in the capital of an association. Specify type of shares (e.g. membership, investment, preference, etc.):

5.5 The securities offered have the following rights, restrictions and conditions:

- voting rights; Non-Voting. This category of securities does not grant the holder any voting rights in the company's decisions or elections, such as voting for the board of directors. Non-voting shareholders are typically not involved in the management or strategic decision-making processes of the company.
- dividends or interest; At the discretion of the corporation. Holders of these securities have the right to receive dividends or interest, but this is not guaranteed. The payment of dividends or interest is at the discretion of the corporation, usually decided by the board of directors. This means dividends or interest payments can vary in frequency and amount, and there might be periods when no dividends are paid.
- rights on dissolution; Participating. In the event of the company's dissolution or liquidation, holders of participating securities have the right to a share of the company's remaining assets after all debts and obligations have been paid. This often means they receive their investment back and might also participate in any remaining assets proportionally, along with other shareholders.



- conversion rights (describe what each security is convertible into); Non-convertible. These securities are non-convertible, meaning they cannot be exchanged for another type of security, such as converting preferred stock into common stock. This is an important distinction for investors, as it limits their flexibility to change their investment type based on market conditions or company performance.
- tag-along rights; Not Applicable
- drag-along rights; Not Applicable
- pre-emptive rights; Not Applicable
- other (describe the rights).

*Instruction: This information is found in the organizing documents referred to in item 3.3.*

- 5.6 Provide a brief summary of any other material restrictions or conditions that attach to the eligible securities being offered, such as tag-along, drag along or pre-emptive rights.

*Instruction: The restrictions and conditions required to be described here are found in by-laws, shareholder's agreements or limited partnership agreements.*

- 5.7 In a table, provide the following information:

|                         | Total amount (\$) | Total number of securities issuable |
|-------------------------|-------------------|-------------------------------------|
| Minimum offering amount | \$10,000          | 25,000                              |
| Maximum offering amount | \$100,000         | 250,000                             |
| Price per security      | \$0.40            |                                     |

- 5.8 Indicate the minimum investment amount per purchaser, or if the issuer has not set a minimum investment amount, state that fact.  
 \$100

- 5.9 Include the following statement in bold type:

**“Note: The minimum offering amount stated in this offering document may be satisfied with funds that are unconditionally available to Favoland Canada Inc. that are raised using other prospectus exemptions.”**



**Item 6: USE OF FUNDS**

6.1 Provide the following information on the funds previously raised by the issuer:

To date, Jeff Clark has invested over \$160,000 into this business.

| Description of intended use of funds | Assuming Minimum | Assuming Maximum |
|--------------------------------------|------------------|------------------|
| GTM Strategy                         | \$5,000          | \$50,000         |
| Developers                           | \$5,000          | \$40,000         |
| Founder Salary                       | N/A              | \$10,000         |
|                                      |                  |                  |

**Item 7: PREVIOUS CROWDFUNDING DISTRIBUTIONS**

7.1 For each crowdfunding distribution in which the issuer group and each founder, director, officer and control person of the issuer group have been involved in the past five years, provide the following information:

- (a) the full legal name of the issuer that made the distribution: Favoland Canada Inc
- (b) the name of the funding portal: Backers Securities Inc
- (c) whether the distribution successfully closed, was withdrawn by the issuer or did not close because the minimum offering amount was not reached, and the date on which any of these occurred: April 16 2024 Withdrawn by issuer.

*Instruction: Provide the information for all previous crowdfunding distributions involving the issuer group and each founder, director, officer and control person of each member of the issuer group, even if the previous crowdfunding distribution was made by an issuer that is not a member of the issuer group.*

**Item 8: COMPENSATION PAID TO FUNDING PORTAL**

8.1 Provide a description of each commission, fee or other amount expected to be paid by the issuer to the funding portal for this crowdfunding distribution and the estimated amount to be paid. If a commission is being paid, indicate the percentage that the commission will represent of the gross proceeds of the offering assuming both the minimum and maximum offering amount. 10% of Funds raised paid to Backers Securities Inc.

**Item 9: RISK FACTORS**



- 9.1 Describe in order of importance, starting with the most important, the risk factors material to the issuer that a reasonable investor would consider important in deciding whether to buy the issuer's securities.
- 9.2 If the securities being distributed are to pay interest, dividends or distributions and the issuer does not have the financial resources to make such payments, (other than from the sale of securities) state in bold type:

**"We do not currently have the financial resources to pay [interest, dividends or distributions] to investors. There is no assurance that we will ever have the financial resources to do so."**

**Item 10: REPORTING OBLIGATIONS**

- 10.1 Describe the nature and frequency of any disclosure of information the issuer intends to provide to purchasers after the closing of the distribution and explain how purchasers can access this information.
- 10.2 If the issuer is required by corporate legislation, its constating documents (e.g., articles of incorporation or by-laws) or otherwise to provide annual financial statements or an information circular/proxy statements to its security holders, state that fact.
- 10.3 If the issuer is aware, after making reasonable inquiries, of any existing voting trust agreement among certain shareholders of the issuer, provide the information:
- (a) the number of shareholders party to the agreement;
  - (b) the percentage of voting shares of the issuer subject to the agreement;
  - (c) the name of the person acting as a trustee;
  - (d) whether the trustee has been granted any additional powers;
  - (e) whether the agreement is limited to a specified period of time.

**Item 11: RESALE RESTRICTIONS**

- 11.1 Include the following statement, in bold type:

**"The securities you are purchasing are subject to a resale restriction. You might never be able to resell the securities."**



**Item 12: PURCHASERS' RIGHTS**

12.1 Include the following statement, in bold type:

**“Rights of Action in the Event of a Misrepresentation**

**If there is a misrepresentation in this offering document, you have a right**

- (a) to cancel your agreement with [name of issuer or other term used to refer to issuer] to buy these securities, or**
- (b) to damages against [name of issuer or other term used to refer to issuer] and may, in certain jurisdictions, have the statutory right to damages from other persons.**

**These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the securities.**

**If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations. Two-day cancellation right:**

**You may cancel your agreement to purchase these securities. To do so, you must send a notice to the funding portal not later than midnight on the second business day after you enter into the agreement. If there is an amendment to this offering document, you can cancel your agreement to purchase these securities by sending a notice to the funding portal not later than midnight on the second business day after the funding portal provides you notice of the amendment.”**

**Item 13: DATE AND CERTIFICATE**

13.1 Include the following statement in bold type:

**“This offering document does not contain a misrepresentation.”**

13.2 Provide the signature, date of the signature, name and position of the authorized individual certifying this offering document.

13.3 If this offering document is signed electronically, include the following statement in bold type:





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**“I acknowledge that I am signing this offering document electronically and agree that this is legal equivalent of my handwritten signature.”**

Name: Jeffrey Clark Date: April 18 2024

Position: Founder/CEO

Signature: