

PHOCIS Tech©

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Pre-Seed Investment Terms

Simple Agreement for Future Equity (SAFE) · Pre-Seed Round · March 2026

This is a summary term sheet. Full SAFE document available upon request.

\$250,000 TOTAL RAISE	\$10M VALUATION CAP	None DISCOUNT RATE	SAFE INSTRUMENT
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TERM DETAILS

Term	Detail
Instrument	Simple Agreement for Future Equity (SAFE) Y Combinator Post-Money SAFE — standard, attorney-reviewed form
Round Size	\$250,000 (Pre-Seed) Targeting 5–10 angels · No syndicate required · Checks accepted individually
Check Size	\$25,000 – \$50,000 per investor No minimum below \$25K · No maximum above \$50K by exception only
Valuation Cap	\$10,000,000 (Post-Money) Fixed cap · No negotiation · Reflects early infrastructure value
Discount Rate	None Cap-only SAFE · Investors convert at the lesser of cap price or Series A price
Conversion Trigger	Qualified Financing, Liquidity Event, or Dissolution Converts at next priced equity round (Series A target: \$2.5M at higher cap)
Pro-Rata Rights	Included Investors retain right to participate in future rounds up to their ownership %
MFN Provision	Included Most Favored Nation — if PHOCIS issues a SAFE on better terms, existing holders receive same

Board Seats	<p>None</p> <p>Pre-seed angels receive no board seats · Founder retains full control</p>
Information Rights	<p>Annual financials + quarterly AUM updates</p> <p>Informal investor updates via email · No audit requirement at this stage</p>
Use of Proceeds	<p>See Use of Funds document</p> <p>40% Platform Dev · 30% Lender Acquisition · 20% Legal/Regulatory · 10% Operations</p>
Closing	<p>Rolling close · No hard deadline</p> <p>Funds deployed upon each signed SAFE + wire · Room fills on first-come basis</p>
SAFE Document	<p>Available upon request</p> <p>Standard YC Post-Money SAFE · No side letters · No special provisions</p>

WHAT THIS ROUND UNLOCKS

- **USDC Crypto Rails** — Opens digital-asset lenders and international capital — first mover in private lending crypto settlement.
- **LOS Integrations** — Embeds PHOCIS directly inside Loan Origination Systems used by thousands of lenders nationwide — the distribution flywheel.
- **Canada Regulatory Filings** — First international market. CA private lending market mirrors U.S. — same model, new geography.
- **\$2.5M Seed Round Positioning** — These three milestones compound AUM to \$30M+, at which point PHOCIS has \$1.35M+ ARR and a clean story for institutional seed.

Are You In?

One check. \$25K–\$50K. SAFE at \$10M cap. No negotiation. No pitch calls required.

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