

## Offering Instructions

Investing in Bannon Maher Corporation can be done in as little as fifteen minutes, and because the offering is relatively small, at \$1,070,000, it could be bought out by a single investor at any moment. No further opportunity to invest may be available, because after funding the production of at least one fully functional prototype, the company is expected to be permanently self-funding after a single significant sale to a utility company.

As stated in the Shareholder Agreement, you must be an accredited investor, and reside in a location that permits stock sales after a general solicitation (for residents of the United States, a link to a list of requirements by state is available at [bannonmaher.com](http://bannonmaher.com)). As stated in the Shareholder Agreement, the Form C on file with the Securities Exchange Commission is the only information that may be relied upon in connection with this offering, which was prepared by and filed with the Securities Exchange Commission by the experienced crowdfunding compliance team at StartEngine, a lawyer, and an accountant. StartEngine successfully exhaustively vetted both me and the company – background, banking, corporate, patent, financial, regulator, and documentation checks – over many months, with a lawyer and accountant, ensuring complete disclosure of risks and full legal compliance. The crowdfunding offering was launched but not completed because crowdfunding platforms are required to assess comments, which are able to be made by anyone at all to the campaign page, and multiple individuals who did not provide any indication they had reviewed this work specifically or demonstrated any relevant expertise, and may have even had a vested interest in existing energy technologies, stated the concept of less expensive electricity isn't possible, and then the platform then stated it did not have the expertise to make an assessment of the comments and so was unable to host the offering, despite multiple significant investor commitments having been made. The sections of the offering Form C related to StartEngine and regulation crowdfunding are obviously not applicable, and the place of business is California. This offering is for \$1,070,000 at a \$8,930,000 USD pre-money valuation, though the valuation is not legally fixed.

The total shares offered are the authorized 4,280 common non-voting stock, out of a total of 40,000 shares, as provided for in the amended articles of incorporation included in the Form C. No prior share sale has occurred, and the sole owner of all outstanding shares is Jonathan Bannon Maher. The post money valuation of 10,000,000 USD was determined by identifying the lowest valuation possible – given the capital needs of the

business, and that there is no possibility for negotiation in a crowdfunding offering – that is expected to maximize the return for investors, and minimize the risks for investors.

The exclusive license period for sales of the motor and generator systems is expected to be doubled. Though the offering is atypical, there is no game going on, and you're welcome to ask me every question you have.

The shareholder agreement for this offering is a minimally modified version of the standard agreement utilized during the crowdfunding offering, which has been signed by thousands of crowdfunding investors, except for the following modifications: location of the business, removal of references to crowdfunding and crowdfunding related third parties, and the addition of the section on investor eligibility including accredited investor status.

All applicable laws will continue to be followed at all times.

If you are eligible to invest, and are interested in doing so, simply do the following:

- (1) If desired, send any questions you have by emailing Jonathan Bannon Maher at [bannonmaher@bannonmaher.com](mailto:bannonmaher@bannonmaher.com). We can setup a call as well. If you haven't been able to fully logically validate the functionality of all four generator and motor systems, or have any other significant concerns, this may be a good first step.
- (2) Email a request to electronically sign a Shareholder Agreement to Jonathan Bannon Maher at [bannonmaher@bannonmaher.com](mailto:bannonmaher@bannonmaher.com).
- (3) Receive and electronically sign through docusign.com the Shareholder Agreement.
- (4) Email verification of accredited investor status and residency to [bannonmaher@bannonmaher.com](mailto:bannonmaher@bannonmaher.com).
- (5) If you are accepted as an investor, you will receive a note from the Jonathan Bannon Maher providing thanks for your support, and fund transfer instructions.
- (6) Wire funds to the bank account for Bannon Maher Corporation.