

Offering Memorandum: Part II of Offering Document (Exhibit A to Form C)

Bucks BBQ v14, Inc.
456 Maple Street
Springfield, Illinois 62701
www.bucksbbq.com

Up to \$25,000,000.00 in Common Stock at \$2.78
Minimum Target Amount: \$5,000,000.00

A crowdfunding investment involves risk. You should not invest any funds in this offering unless you can afford to lose your entire investment.

In making an investment decision, investors must rely on their own examination of the issuer and the terms of the offering, including the merits and risks involved. These securities have not been recommended or approved by any federal or state securities commission or regulatory authority. Furthermore, these authorities have not passed upon the accuracy or adequacy of this document.

The U.S. Securities and Exchange Commission does not pass upon the merits of any securities offered or the terms of the offering, nor does it pass upon the accuracy or completeness of any offering document or literature.

These securities are offered under an exemption from registration; however, the U.S. Securities and Exchange Commission has not made an independent determination that these securities are exempt from registration.

Company:

Company: Bucks BBQ v14, Inc.
Address: 456 Maple Street , Springfield, Illinois 62701
State of Incorporation: IL
Date Incorporated: January 01, 2018

Terms:

Equity

Offering Minimum: \$25,000,000.00 | 1,798,561 shares of Common Stock
Offering Maximum: \$25,000,000.00 | 8,992,805 shares of Common Stock
Type of Security Offered: Common Stock
Purchase Price of Security Offered: \$2.78
Minimum Investment Amount (per investor): \$5,000,000.00

Get the best sauce when you dine in

Investment Incentives

* In order to receive perks from an investment, one must submit a single investment in the same offering that meets the minimum perk requirement. Bonus shares from perks will not be granted if an investor submits multiple investments that, when combined, meet the perk requirement. All perks occur when the offering is completed.

Crowdfunding investments made through a self-directed IRA cannot receive non-bonus share perks due to tax laws. The Internal Revenue Service (IRS) prohibits self-dealing transactions in which the investor receives an immediate, personal financial gain on investments owned by their retirement account. As a result, an investor must refuse those non-bonus share perks because they would be receiving a benefit from their IRA account.

The Company and its Business

Company Overview

Buck's BBQ Inc. is a fast-casual restaurant chain specializing in authentic slow-cooked barbecue. Our mission is to provide high-quality delicious BBQ meals using locally sourced ingredients. Founded in Springfield Illinois in 2018 Buck's BBQ has grown to become a beloved local brand known for its exceptional food and customer service.

Competitors and Industry

The U.S. barbecue restaurant market is valued at \$4 billion and is projected to grow at a CAGR of 3.5% over the next five years.

Increasing consumer demand for high-quality authentic food experiences.

Competitors

John's BBQ Bar and Grill

BBQ Heaven

Dickey's Barbecue Pit

Business Model and Differentiators

Revenue Streams:

Dine-In Sales: Primary revenue source from our restaurant locations.

Takeout and Delivery: Increasing sales through partnerships with delivery platforms (e.g. Uber Eats DoorDash).

Catering: Growing demand for corporate events and private parties.

Merchandise: Branded sauces rubs and BBQ accessories.

Pricing Strategy:

Competitive pricing to attract a broad customer base while maintaining high-quality standards.

Key Metrics:

Average Order Value: \$25

Customer Retention Rate: 75%

Annual Revenue Growth: 20%

Current Stage and Roadmap

Expansion Plans:

Open five new locations in the next two years in targeted cities across the Midwest and Southern U.S.

Invest in state-of-the-art kitchen equipment to improve efficiency and food quality.

Marketing and Branding:

Launch a comprehensive digital marketing campaign to increase brand awareness.

Partner with local influencers and food bloggers to promote our brand.

Develop a loyalty program to reward repeat customers.

New Revenue Streams:

Introduce a food truck to serve BBQ at local events and festivals.

Expand our catering services to include corporate clients and large events.

Launch an online store to sell branded merchandise and BBQ products nationwide.

Investment Opportunity: We are seeking \$1000000 in equity financing to expand our operations enhance our marketing efforts and develop new revenue streams. Investors will benefit from our established brand loyal customer base and proven business model.

The Team

Officers and Directors

Name: Andrew Sample

Andrew's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- Position: CEO
Dates of Service: July 30, 2024 - Present
Responsibilities: I run the Buck's BBQ chain of bar and grill restaurants

Name: Rick Jefferson

Positions and offices currently held with the issuer:

- Position:
Dates of Service: July 30, 2024 - Present
Responsibilities:

Name: Michael Stewart

Positions and offices currently held with the issuer:

- Position:
Dates of Service: July 30, 2024 - Present
Responsibilities:

Name: Anthony Davidson

Positions and offices currently held with the issuer:

- Position:
Dates of Service: July 30, 2024 - Present
Responsibilities:

Name: Rich Gustafson

Positions and offices currently held with the issuer:

- Position:
Dates of Service: July 30, 2024 - Present
Responsibilities:

Name: Artur Smith

Artur's current primary role is with the Issuer.

Positions and offices currently held with the issuer:

- Position: CFO
Dates of Service: July 30, 2024 - Present
Responsibilities: Financial forecasting and board meetings

Name: Robert Francis

Positions and offices currently held with the issuer:

- Position:
Dates of Service: July 30, 2024 - Present
Responsibilities:

Risk Factors

The SEC requires the company to identify risks that are specific to its business and its financial condition. The company is still subject to all the same risks that all companies in its business, and all companies in the economy, are exposed to. These include risks relating to economic downturns, political and economic events and technological developments (such as hacking and the ability to prevent hacking). Additionally, early-stage companies are inherently more risky than more developed companies. You should consider general risks as well as specific risks when deciding whether to invest.

These are the risks that relate to the Company:

The Company may undergo a future change that could affect your investment
The Company may change its business, management or advisory team, IP portfolio, location of its principal place of business or production facilities, or other change which may result in adverse effects on your investment. Additionally, the Company may alter its corporate structure through a merger, acquisition, consolidation, or other restructuring of its current corporate entity structure. Should such a future change

occur, it would be based on management's review and determination that it is in the best interests of the Company.

Supply Chain and Logistics Risks

The availability of raw materials, transportation costs, and supply chain disruptions can all impact the ability to manufacture and distribute products or services, leading to lost revenue or increased costs. Products and services that are not available when customers need them can lead to lost sales and damage to the brand's reputation.

Ownership and Capital Structure; Rights of the Securities

Ownership

The following table sets forth information regarding beneficial ownership of the company's holders of 20% or more of any class of voting securities as of the date of this Offering Statement filing.

Stockholder Name	Number of Securities Owned	Type of Security Owned	Percentage
Michael Stewart	500000.00	Preferred Stock	22.00%
Anthony Davidson	450000.00	Preferred Stock	21.00%
Rich Gustafson	500000.00	Preferred Stock	22.00%
Robert Francis	900000.00	Preferred Stock	33.00%

The Company's Securities

The Company has authorized Preferred Stock, and Common Stock

As part of the Regulation Crowdfunding raise, the Company will be offering up to 8,992,805 of Preferred Stock.

Preferred Stock

The amount of security authorized is 10,000,000 with a total of 9,000,000 outstanding.

Voting Rights

Preferred Stock may have rights senior to those of the Common Stock with respect to dividends, liquidation, and other matters.

Material Rights

Preferred Stock may have rights senior to those of the Common Stock with respect to dividends, liquidation, and other matters.

Common Stock

The amount of security authorized is 10,000,000 with a total of 9,000,000 outstanding.

Voting Rights

Each share of Common Stock shall have one vote on all matters submitted to a vote of the shareholders. The Common Stock shall not have cumulative voting rights. The holders of Common Stock are entitled to receive dividends when and as declared by the Board of Directors out of legally available funds.

Material Rights

The holders of Common Stock are entitled to receive dividends when and as declared by the Board of Directors out of legally available funds.

What it means to be a minority holder

Dilution

Transferability of securities

For a year, the securities can only be resold:

- In an IPO;
- To the company;
- To an accredited investor; and
- To a member of the family of the purchaser or the equivalent, to a trust controlled by the purchaser, to a trust created for the benefit of a member of the family of the purchaser or the equivalent, or in connection with the death or divorce of the purchaser or other similar circumstance.

Recent Offerings of Securities

We have made the following issuances of securities within the last three years:

Financial Condition and Results of Operations

Financial Condition

You should read the following discussion and analysis of our financial condition and results of our operations together with our financial statements and related notes appearing at the end of this Offering Memorandum. This discussion contains forward-looking statements reflecting our current expectations that involve risks and uncertainties. Actual results and the timing of events may differ materially from those contained in these forward-looking statements due to a number of factors, including those discussed in the section entitled “Risk Factors” and elsewhere in this Offering Memorandum.

Results of Operations

How long can the business operate without revenue:

Foreseeable major expenses based on projections:

Future operational challenges:

Future challenges related to capital resources:

Future milestones and events:

Liquidity and Capital Resources

"What capital resources are currently available to the Company? (Cash on hand, existing lines of credit, shareholder loans, etc...)",

How do the funds of this campaign factor into your financial resources? (Are these funds critical to your company operations? Or do you have other funds or capital resources available?)

Are the funds from this campaign necessary to the viability of the company? (Of the total funds that your company has, how much of that will be made up of funds raised from the crowdfunding campaign?)

How long will you be able to operate the company if you raise your minimum? What expenses is this estimate based on?

How long will you be able to operate the company if you raise your maximum funding goal?

Are there any additional future sources of capital available to your company? (Required capital contributions, lines of credit, contemplated future capital raises, etc...)

Indebtedness

- Creditor:
Amount Owed: \$
Interest Rate: %
Maturity Date:

Related Party Transactions

- Name of Entity:
Names of 20% owners:
Relationship to Company:
Nature / amount of interest in the transaction:
Material Terms:

Valuation

Pre-Money Valuation: \$

Valuation Details:

Use of Proceeds

If we raise the Target Offering Amount of \$5,000,000.00 we plan to use these proceeds as follows:

- RESEARCH & DEVELOPMENT
94.50%

Test

If we raise the over allotment amount of \$25,000,000.00, we plan to use these proceeds as follows:

- OPERATIONS
94.50%

Test

We will not incur any irregular use of proceeds.

The Company may change the intended use of proceeds if our officers believe it is in the best interests of the company.

Regulatory Information

Disqualification

No disqualifying event has been recorded in respect to the company or its officers or directors.

Compliance Failure

The company has not previously failed to comply with the requirements of Regulation Crowdfunding.

Ongoing Reporting

The Company will file a report electronically with the SEC annually and post the report on its website no later than January 24 (120 days after Fiscal Year End). Once posted, the annual report may be found on the Company's website at website .

Updates

Updates on the status of this Offering may be found at: www.startengine.com/bucks-bbq-v14

Investing Process

See Exhibit E to the Offering Statement of which this Offering Memorandum forms a part.

Buck's BBQ, Inc.

CPA Financial Statement

For the Year Ended December 31, 2023

Independent Auditor's Report

To the Board of Directors and Shareholders of Buck's BBQ, Inc.:

We have audited the accompanying financial statements of Buck's BBQ, Inc. (the "Company"), which comprise the balance sheet as of December 31, 2023, and the related statements of income, shareholders' equity, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of

significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Buck's BBQ, Inc. as of December 31, 2023, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

[Signature]

Anderson & Co. CPAs

Springfield, Illinois

February 15, 2024

Balance Sheet

As of December 31, 2023

Assets	Amount
Current Assets:	
Cash and Cash Equivalents	\$150,000
Accounts Receivable	\$50,000
Inventory	\$40,000
Prepaid Expenses	\$10,000
Total Current Assets	\$250,000

Property and Equipment, Net	\$350,000
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Other Assets:

Intangible Assets	\$20,000
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Deposits	\$5,000
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Total Other Assets	\$25,000
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Total Assets	\$625,000
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Liabilities and Shareholders' Equity	Amount
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Current Liabilities:

Accounts Payable	\$30,000
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Short-Term Debt	\$40,000
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Accrued Expenses	\$20,000
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Total Current Liabilities	\$90,000
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Long-Term Liabilities:

Long-Term Debt	\$150,000
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Total Long-Term Liabilities	\$150,000
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Shareholders' Equity:

Common Stock	\$10,000
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Additional Paid-In Capital	\$300,000
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Retained Earnings	\$75,000
Total Shareholders' Equity	\$385,000
Total Liabilities and Shareholders' Equity	\$625,000

Income Statement

For the Year Ended December 31, 2023

Revenue	Amount
Sales	\$1,200,000
Cost of Goods Sold	\$450,000
Gross Profit	\$750,000
Operating Expenses:	
Salaries and Wages	\$300,000
Rent and Utilities	\$120,000
Marketing and Advertising	\$80,000
Depreciation and Amortization	\$50,000
General and Administrative	\$100,000
Total Operating Expenses	\$650,000
Operating Income	\$100,000

Other Income (Expense):

Interest Income	\$5,000
Interest Expense	(\$10,000)
Total Other Expense	(\$5,000)
Net Income Before Taxes	\$95,000
Income Tax Expense	\$20,000
Net Income	\$75,000

Statement of Shareholders' Equity

For the Year Ended December 31, 2023

Description	Common Stock	Additional Paid-In Capital	Retained Earnings	Total
Beginning Balance	\$10,000	\$250,000	\$0	\$260,000
Issuance of Common Stock	\$0	\$50,000	\$0	\$50,000
Net Income	\$0	\$0	\$75,000	\$75,000
Ending Balance	\$10,000	\$300,000	\$75,000	\$385,000

Statement of Cash Flows

For the Year Ended December 31, 2023

Cash Flows from Operating Activities	Amount
Net Income	\$75,000
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities:	
Depreciation and Amortization	\$50,000

Changes in Operating Assets and Liabilities:

Accounts Receivable	(\$10,000)
Inventory	(\$5,000)
Prepaid Expenses	(\$2,000)
Accounts Payable	\$10,000
Accrued Expenses	\$5,000
Net Cash Provided by Operating Activities	\$123,000

Cash Flows from Investing Activities	Amount
Purchase of Property and Equipment	(\$100,000)
Net Cash Used in Investing Activities	(\$100,000)

Cash Flows from Financing Activities	Amount
Proceeds from Issuance of Common Stock	\$50,000
Proceeds from Short-Term Debt	\$40,000
Repayment of Long-Term Debt	(\$20,000)
Net Cash Provided by Financing Activities	\$70,000

| **Net Increase in Cash and Cash Equivalents** | **\$93,000** | | Cash and Cash Equivalents at Beginning of Year | \$57,000 | | **Cash and Cash Equivalents at End of Year** | **\$150,000** |

Notes to Financial Statements

Note 1 - Nature of Business and Significant Accounting Policies

Nature of Business: Buck's BBQ, Inc. is a fast-casual restaurant chain specializing in barbecue cuisine. The Company was incorporated in 2018 and operates primarily in Springfield, Illinois.

Basis of Presentation: The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Revenue Recognition: Revenue is recognized when the related performance obligation is satisfied, typically upon delivery of food and beverages to customers.

Use of Estimates: The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents: The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Property and Equipment: Property and equipment are stated at cost less accumulated depreciation. Depreciation is computed using the straight-line method over the estimated useful lives of the assets.

Intangible Assets: Intangible assets consist of trademarks and patents and are amortized on a straight-line basis over their estimated useful lives.

Income Taxes: The Company accounts for income taxes using the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns.

Note 2 - Property and Equipment

Description	Cost	Accumulated Depreciation	Net Book Value
Leasehold Improvements	\$200,00 0	\$50,000	\$150,000
Kitchen Equipment	\$150,00 0	\$50,000	\$100,000
Furniture and Fixtures	\$50,000	\$10,000	\$40,000
Total	\$400,00 0	\$110,000	\$290,000

Note 3 - Long-Term Debt

The Company has a long-term debt agreement with a local bank. The loan is secured by the Company's assets and bears interest at an annual rate of 5%. The loan matures in 2028. Annual principal repayments are \$20,000.

Note 4 - Shareholders' Equity

The Company is authorized to issue 10,000,000 shares of common stock, par value \$0.01 per share. As of December 31, 2023, 1,000,000 shares were issued and outstanding.

Note 5 - Income Taxes

The provision for income taxes consists of the following:

Description	Amount
Current Tax Expense	\$15,000
Deferred Tax Expense	\$5,000
Total Income Tax Expense	\$20,000

Note 6 - Commitments and Contingencies

The Company leases its restaurant premises under a non-cancelable operating lease that expires in 2028. Future minimum lease payments are as follows:

Year	Amount
2024	\$60,000
2025	\$60,000
2026	\$60,000
2027	\$60,000
2028	\$60,000

[Signature]

Anderson & Co. CPAs

Springfield, Illinois

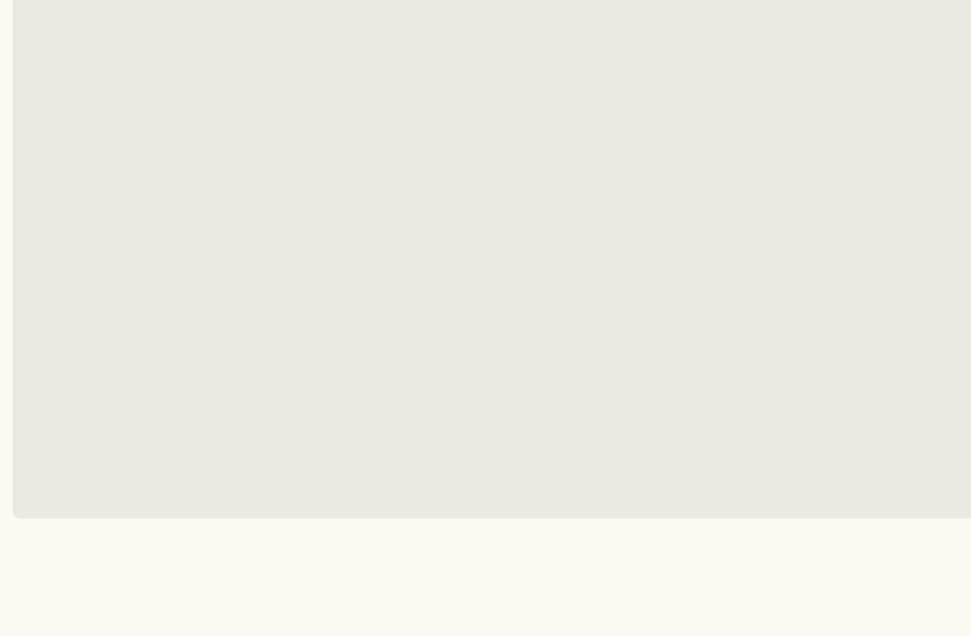
February 15, 2024

This CPA Financial Statement has been prepared to provide detailed and accurate financial information about Buck's BBQ, Inc. for the year ended December 31, 2023. It is intended for use by investors, shareholders, and other stakeholders to assess the financial health and performance of the Company.

EXHIBIT B TO FORM C

Financial Statements and Independent Accountant's Review or Audit (as applicable) for Bucks
BBQ v14, Inc.

[See attached]



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MOST MOMENTUM

Offerings that have raised the most money in the last few days

Legion M Entertainment
The world's first FAN-OWNED entertainment...

\$5.27M Raised
17484 Investors
\$40 Min. Investment

Reg A+ via StartEngine Primary, LLC

Atombeam
Hyperefficient AI Machine Communication

\$6.11M Raised
2227 Investors
\$648 Min. Investment

Reg A+ via StartEngine Primary, LLC

Doroni Aerospace
Pioneering A New Dimension in Personal &...

\$967K Raised
390 Investors
\$595 Min. Investment

Reg CF via StartEngine Capital, LLC

MOST FUNDED

Offerings that have raised the most money so far

TriAgencies
Imagine eliminating wisdom teeth extractions with a non-surgical procedure

\$4.12M Raised
1371 Investors
\$300 Min. Investment

Reg CF via StartEngine Capital, LLC

BOXABL
Mass Production Building System

\$3.74M Raised
1586 Investors
\$1,000 Min. Investment

Reg A+ via StartEngine Primary, LLC

Fanbase
Next Gen Social Media.

\$2.52M Raised
2326 Investors
\$399 Min. Investment

Reg A+ via StartEngine Primary, LLC

RECENTLY LAUNCHED

Most recently launched offerings

Printera
Pre-printed, Automated Concrete Construct...

\$68K Raised
52 Investors
\$249 Min. Investment

Reg CF via StartEngine Primary, LLC

Gameflip
The Marketplace for Gamers

\$51K Raised
33 Investors
\$275 Min. Investment

Reg CF via StartEngine Primary, LLC

Experfy
AI Co-Pilot Platform for the Future of W...

\$87K Raised
15 Investors
\$397 Min. Investment

Reg CF via StartEngine Capital, LLC

CLOSING SOON

Offerings that will be closing soon

Gaming Intelligence
The ultimate tool for navigating the wor...

\$110K Raised
57 Investors
\$400 Min. Investment

Reg CF via StartEngine Capital, LLC

Xtrades
The Future of Trading

\$552K Raised
353 Investors
\$250 Min. Investment

Reg CF via StartEngine Capital, LLC

Mazevo Coffee
Brewing Joy, One Cup at a Time

\$221K Raised
131 Investors
\$500 Min. Investment

Reg CF via StartEngine Capital, LLC

[Explore More Investments](#)

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Submit your payment and own a financial stake in a Startup or Collectible.

04 HOLD OR SELL

You can continue to invest in future rounds, hold on to your investment, or sell eligible securities on StartEngine's trading platform.

INVEST IN STARTUPS

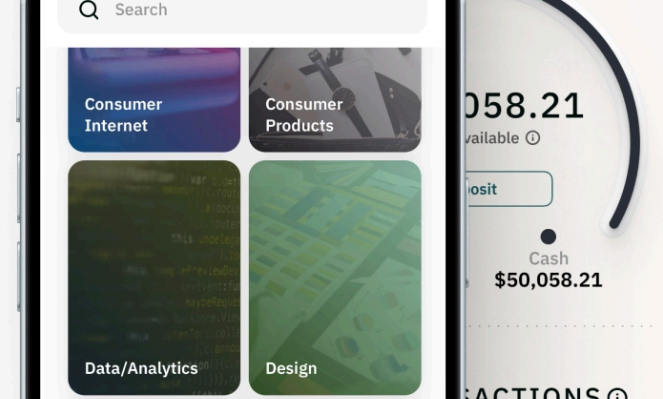
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STILL HAVE QUESTIONS?

We've got answers

- How much can I invest? ▼
- When will I receive my shares? ▼
- What will the return on my investment be? ▼
- Can I cancel my investment? ▼
- What is the difference between Regulation Crowdfunding and Regulation A+? ▼

[More FAQs](#) →

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Get To Know Us

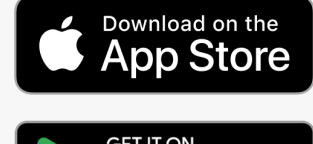
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Let's Work Together

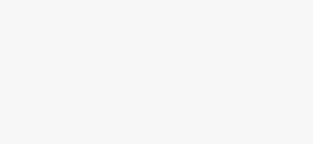
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IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. INVESTMENTS ON STARTENGINE ARE SPECULATIVE, ILLIQUID, AND INVOLVE A HIGH DEGREE OF RISK, INCLUDING THE POSSIBLE LOSS OF YOUR ENTIRE INVESTMENT.

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1) Regulation A offerings (DOBS Act Title IV, known as Regulation A+), which are offered to non-accredited and accredited investors alike. These offerings are made through StartEngine Primary, LLC (unless otherwise indicated); 2) Regulation D offerings (Rule 506(c)), which are offered only to accredited investors. These offerings are made through StartEngine Primary, LLC; 3) Regulation Crowdfunding offerings (DOBS Act Title III), which are offered to non-accredited and accredited investors alike. These offerings are made through StartEngine Capital, LLC. Some of these offerings are open to the general public, however there are important differences and risks.

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StartEngine Marketplace

StartEngine Marketplace ("SE Marketplace") is a website operated by StartEngine Primary, LLC ("SE Primary"), a broker-dealer that is registered with the SEC and a member of FINRA and the SIPC.

StartEngine Secondary ("SE Secondary") is our investor trading platform. SE Secondary is an SEC-registered Alternative Trading System ("ATS") operated by SE Primary that matches orders for buyers and sellers of securities. It allows investors to trade shares purchased through Regulation A+, Regulation Crowdfunding, or Regulation D for companies who have engaged StartEngine Secure LLC as their transfer agent. The term "rapid," when used in relation to transactions on SE Marketplace, specifically refers to transactions that are facilitated on SE Secondary. This is because, unlike with trades on the StartEngine Bulletin Board ("SE BB"), trades on SE Secondary are executed the moment that they are matched.

StartEngine Bulletin Board ("SE BB") is a bulletin board platform on which users can indicate to each other their interest to buy or sell shares of private companies that previously executed Reg CF or Reg A offerings not necessarily through SE Primary. As a bulletin board platform, SE BB provides a venue for investors to access information about such private company offerings and connect with potential sellers. All investment opportunities on SE BB are based on indicated interest from sellers and will need to be confirmed. Even if parties express mutual interest to enter into a trade on SE BB, a trade will not immediately result because execution is subject to additional contingencies, including among others, effecting of the transfer of the shares from the potential seller to the potential buyer by the issuer and/or transfer agent. SE BB is distinct and separate from SE Secondary. SE Secondary facilitates the trading of securities by matching orders between buyers and sellers and facilitating executions of trades on the platform. By contrast, under SE BB, SE Primary assists with the facilitation of a potential resulting trade off platform including, by among other things, approaching the issuer and other necessary parties in relation to the potential transaction. The term "Extended," when used in relation to transactions on SE Marketplace denotes that these transactions are conducted via SE BB, and that these transactions may involve longer processing times compared to SE Secondary for the above-stated reasons.

Even if a security is qualified to be displayed on SE Marketplace, there is no guarantee an active trading market for the securities will ever develop, or if developed, be maintained. You should assume that you may not be able to liquidate your investment for some time or be able to pledge these shares as collateral.

The availability of company information does not indicate that the company has endorsed, supported, or otherwise participates with StartEngine. It also does not constitute an endorsement, solicitation or recommendation by StartEngine. StartEngine does not (1) make any recommendations or otherwise advise on the merits or advisability of a particular investment or transaction, (2) assist in the determination of the fair value of any security or investment, or (3) provide legal, tax, or transactional advisory services.

EXHIBIT C TO FORM C

PROFILE SCREENSHOTS

[See attached]

EXHIBIT D TO FORM C

VIDEO TRANSCRIPT

[See attached]

STARTENGINE SUBSCRIPTION PROCESS (Exhibit E)

Platform Compensation

- As compensation for the services provided by StartEngine Capital, the issuer is required to pay to StartEngine Capital a fee consisting of a 5.5-13% (five and one-half to thirteen) commission based on the dollar amount of securities sold in the Offering and paid upon disbursement of funds from escrow at the time of closing. The commission is paid in cash and in securities of the Issuer identical to those offered to the public in the Offering at the sole discretion of StartEngine Capital. Additionally, the issuer must reimburse certain expenses related to the Offering. The securities issued to StartEngine Capital, if any, will be of the same class and have the same terms, conditions, and rights as the securities being offered and sold by the issuer on StartEngine Capital's website.
- As compensation for the services provided by StartEngine Capital, investors are also required to pay StartEngine Capital a fee consisting of a 0-3.5% (zero to three and a half percent) service fee based on the dollar amount of securities purchased in each investment.

Information Regarding Length of Time of Offering

- Investment Cancellations: Investors will have up to 48 hours prior to the end of the offering period to change their minds and cancel their investment commitments for any reason. Once within 48 hours of ending, investors will not be able to cancel for any reason, even if they make a commitment during this period.
- Material Changes: Material changes to an offering include but are not limited to: A change in minimum offering amount, change in security price, change in management, material change to financial information, etc. If an issuer makes a material change to the offering terms or other information disclosed, including a change to the offering deadline, investors will be given five business days to reconfirm their investment commitment. If investors do not reconfirm, their investment will be canceled and the funds will be returned.

Hitting The Target Goal Early & Oversubscriptions

- StartEngine Capital will notify investors by email when the target offering amount has hit 25%, 50%, and 100% of the funding goal. If the issuer hits its goal early, the issuer can create a new target deadline at least 5 business days out. Investors will be notified of the

new target deadline via email and will then have the opportunity to cancel up to 48 hours before the new deadline.

- Oversubscriptions: We require all issuers to accept oversubscriptions. This may not be possible if: 1) it vaults an issuer into a different category for financial statement requirements (and they do not have the requisite financial statements); or 2) they reach \$5M in investments. In the event of an oversubscription, shares will be allocated at the discretion of the issuer, with priority given to StartEngine Owners Bonus members.
- If the sum of the investment commitments does not equal or exceed the target offering amount at the offering deadline, no securities will be sold in the offering, investment commitments will be canceled and committed funds will be returned.
- If a StartEngine issuer reaches its target offering amount prior to the deadline, it may conduct an initial closing of the offering early if they provide notice of the new offering deadline at least five business days prior to the new offering deadline (absent a material change that would require an extension of the offering and reconfirmation of the investment commitment). StartEngine will notify investors when the issuer meets its target offering amount. Thereafter, the issuer may conduct additional closings until the offering deadline.

Minimum and Maximum Investment Amounts

- In order to invest, commit to an investment or communicate on our platform, users must open an account on StartEngine Capital and provide certain personal and non-personal information including information related to income, net worth, and other investments.
- Investor Limitations: There are no investment limits for investing in crowdfunding offerings for accredited investors. Non-accredited investors are limited in how much they can invest in all crowdfunding offerings during any 12-month period. The limitation on how much they can invest depends on their net worth (excluding the value of their primary residence) and annual income. If either their annual income or net worth is less than \$124,000, then during any 12-month period, they can invest either \$2,500 or 5% of their annual income or net worth, whichever is greater. If both their annual income and net worth are equal to or more than \$124,000, then during any 12-month period, they can invest up to 10% of annual income or net worth, whichever is greater, but their investments cannot exceed \$124,000.

EXHIBIT F TO FORM C

ADDITIONAL CORPORATE DOCUMENTS

[See attached]

Exhibit F

[Company Name: Buck's BBQ]

REGULATION CROWDFUNDING QUESTIONNAIRE AND REPRESENTATION

This Regulation Crowdfunding Questionnaire and Representation (the "Questionnaire") is being furnished to all persons who will be an officer, director, managing member, general partner, or beneficial owner of 20% or more of the outstanding voting equity securities of Buck's BBQ (the "Company"), in connection with the offering of securities of the Company pursuant to Regulation Crowdfunding under the Securities Act of 1933, as amended.

Each person receiving this Questionnaire is requested to answer each question to the best of his or her knowledge. Failure to answer each question may result in disqualification from participating in the Company's Regulation Crowdfunding offering. If the answer to any question is "Yes," please provide a detailed explanation on a separate sheet of paper.

Personal Information

1. **Full Legal Name:** Andrew Sample
2. **Home Address:** 456 Maple Street, Springfield, IL 62701
3. **Date of Birth:** 01/15/1980
4. **Home Phone:** (217) 555-1234
5. **Cell Phone:** (217) 555-5678
6. **Email Address:** andrew.sample@bucksbbq.com

Background Information

1. Have you been convicted, within the past ten years (or five years, in the case of the Company, its predecessors, and affiliated issuers), of any felony or misdemeanor:
 - In connection with the purchase or sale of any security?
 - Involving the making of any false filing with the SEC?
 - Arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser, or paid solicitor of purchasers of securities?
2. **Yes [] No [X]**
If yes, please describe:
3. Are you subject to any order, judgment, or decree of any court of competent jurisdiction, entered within the past five years, that restrains or enjoins you from engaging or continuing to engage in any conduct or practice:
 - In connection with the purchase or sale of any security?
 - Involving the making of any false filing with the SEC?

- Arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser, or paid solicitor of purchasers of securities?
4. **Yes [] No [X]**
If yes, please describe:
5. Are you subject to a final order of a state securities commission (or an agency or officer of a state performing like functions); a state authority that supervises or examines banks, savings associations, or credit unions; a state insurance commission (or an agency or officer of a state performing like functions); an appropriate federal banking agency; the U.S. Commodity Futures Trading Commission; or the National Credit Union Administration that:
- At the time of the order, bars you from:
 - Association with an entity regulated by such commission, authority, agency, or officer?
 - Engaging in the business of securities, insurance, or banking?
 - Engaging in savings association or credit union activities?
 - Constitutes a final order based on a violation of any law or regulation that prohibits fraudulent, manipulative, or deceptive conduct entered within the past ten years?
6. **Yes [] No [X]**
If yes, please describe:
7. Are you subject to any SEC disciplinary orders?
- Suspended or expelled from membership in, or suspended or barred from association with a member of, an exchange registered as a national securities exchange, an association registered as a national securities association, or an affiliated securities association?
 - Subject to any SEC order suspending or revoking your registration as a broker, dealer, municipal securities dealer, or investment adviser?
8. **Yes [] No [X]**
If yes, please describe:
9. Are you subject to any SEC cease and desist orders?
- Ordered to cease and desist from committing or causing a violation or future violation of:
 - Any scienter-based anti-fraud provision of the federal securities laws?
 - Section 5 of the Securities Act of 1933?
10. **Yes [] No [X]**
If yes, please describe:
11. Are you suspended or expelled from membership in, or suspended or barred from association with a member of, a registered national securities exchange or a registered national or affiliated securities association for any act or omission to act constituting conduct inconsistent with just and equitable principles of trade?
- Yes [] No [X]**
If yes, please describe:

12. Are you subject to a United States Postal Service false representation order entered within the past five years?

- Subject to a temporary restraining order or preliminary injunction with respect to conduct alleged by the United States Postal Service to constitute a scheme or device for obtaining money or property through the mail by means of false representations?

13. **Yes [] No [X]**

If yes, please describe:

14. Have you ever been, or are you currently, subject to any sanction by the SEC or any other regulatory agency regarding fraudulent, manipulative, or deceptive practices?

Yes [] No [X]

If yes, please describe:

Signature: Andrew Sample

Date: 07/23/2024

EXHIBIT G TO FORM C

TEST THE WATERS

[See attached]

Exhibit G

[Company Name: Buck's BBQ]

MATERIAL CHANGES AND UPDATES TO THE OFFERING STATEMENT

This Exhibit G outlines all material changes and updates to the offering statement of Buck's BBQ (the "Company"). It is intended to inform investors and regulatory bodies of any significant developments that may impact the Company's crowdfunding offering under Regulation Crowdfunding.

Section 1: Material Changes

Please list and describe any material changes that have occurred since the initial filing of the offering statement. Material changes may include, but are not limited to, changes in the Company's business strategy, management team, financial condition, or other critical aspects of the business.

1. **Change in Management Team**

Date of Change: 06/01/2024

Description: John Doe has been appointed as the new Chief Financial Officer (CFO) of Buck's BBQ. John brings over 15 years of experience in financial management within the food and beverage industry.

2. **Expansion of Business Operations**

Date of Change: 05/15/2024

Description: Buck's BBQ has expanded its operations to include a new location in Springfield, IL. This new branch is expected to increase the Company's market reach and revenue potential.

3. **Update in Financial Projections**

Date of Change: 07/10/2024

Description: Revised financial projections for the fiscal year 2024 indicate an expected revenue growth of 25%, attributed to the new location and increased marketing efforts.

Section 2: Risk Factors

Please list any new risk factors or changes to existing risk factors that investors should be aware of. These should include potential risks related to the Company's operations, market conditions, regulatory environment, or other relevant aspects.

1. **Operational Risks Due to Expansion**

Description: The recent expansion into a new location may present operational

challenges, including the integration of new staff, supply chain management, and maintaining consistent quality across locations.

2. **Market Competition**

Description: The food and beverage industry is highly competitive, and the new location in Springfield, IL, may face significant competition from established local businesses.

3. **Regulatory Compliance**

Description: As the Company expands, it must ensure compliance with local, state, and federal regulations. Any failure to comply with these regulations could result in legal repercussions and financial penalties.

Section 3: Updates to Use of Proceeds

Please provide updates on how the funds raised through the offering will be used, including any changes to the original plan.

1. **Initial Use of Proceeds**

Description: The original plan allocated 40% of the funds to marketing, 30% to new equipment purchases, 20% to working capital, and 10% to legal and administrative expenses.

2. **Revised Use of Proceeds**

Description: Due to the expansion, the allocation has been revised as follows: 30% to marketing, 25% to new equipment purchases, 30% to working capital, and 15% to legal and administrative expenses.

Section 4: Other Updates

Include any other significant updates that investors should be aware of.

1. **New Strategic Partnerships**

Date of Update: 06/20/2024

Description: Buck's BBQ has entered into a strategic partnership with Local Farms Inc., a supplier of organic meats and produce. This partnership aims to enhance the quality of our offerings and support local agriculture.

2. **Launch of Online Ordering Platform**

Date of Update: 07/01/2024

Description: The Company has launched an online ordering platform to improve customer convenience and increase sales. The platform is expected to attract a broader customer base and streamline operations.

Signature: Andrew Sample

Date: 07/23/2024