

Investor Deck



WWW.ZOOPHARMADYNAMICS.COM



Placement Agent
CIM Securities, LLC
Member FINRA / SIPC



A Choice for ALL Seasons

About Us

A Pharmacognosy Research & Development Company

For more than 11 years, Zoo Pharma Dynamics (“ZPD” or the “Company”) and its predecessor companies have been conducting research and development to find a solution to fight against [the Prion Disease that causes Chronic Wasting Disease \(“CWD”\)](#). CWD is a serious disease that is characterized by a fatal neurodegenerative disease of wild, farmed, and captive Cervid’s. CWD [affects 243,000 farmed Cervid’s and is estimated to have a \\$7.9 billion-dollar economic impact annually](#) in the US and Canada alone. ZPD focuses on animal nutrition, zoonotic diseases with an emphasis on eliminating CWD in Cervid’s. ZPD is currently in the new drug approval process with the FDA Center for Veterinary Medicine (“CVM”) for the prion fighting supplement Cervid Prion Preventative, “CPP”.

ZPD has been field testing these products since 2013 with our President investing several million dollars to improve formulations of the ingredients that fight against the Prion Disease.

ZPD is dedicated to keeping animals healthy and happy through innovative research and development (“R&D”) of animal healthcare products. We have been working with veterinarians, scientists and researchers to find ethical solutions to optimize animal healthcare. Our R&D involves the use of animals; we believe we hold some of the highest quality standards in the treatment of animals pursuant to USDA guidelines.



- U.S. FDA Registration No. 19452852264
- USDA Class R- Research Facility No. 74-R-0248
- Office of Texas State Chemist Commercial Feed License No. 708771-3
- *These 3 documents are in our Corporate Due Diligence Data room*

Stopping Hunger

- How Hunters Are Positioned to Address Food Insecurity in America. Each state has some variation on the [Hunters for the Hungry program](#). In some states and regions, you might be more familiar with Buckmaster's Project Venison, Farmers and Hunters Feeding the Hungry (FHFH), [Hunters Sharing the Harvest \(HSH\)](#), or Sportsmen Against Hunger (SAH). But the upshot is that all provide a way to convert healthy, hunter-obtained venison into meals and vital nutrition for our neighbors who might not have the means or funds to acquire their own protein.
- The bigger picture is that donations of [healthy, organic protein have never been more needed](#). Food insecurity, especially in rural areas, is rampant as grocery stores leave smaller towns and as inflation eats into budgets for critical needs such as food, transportation, and health care.
- When you consider that a whitetail deer can yield 50 pounds of processed venison, and that a single deer can feed up to 200 people, deer donations can make a huge impact in many a family's food budget. Recent survey data shows that hunters donate nearly 10 million pounds of game meat annually, which provides approximately [40 million healthy meal servings](#) that help battle food insecurity.
- Hunters are uniquely positioned to do more to help close this nutrition gap and tangibly improve the lives of others. CWD is hampering the hunter with the Good Samaritan practice of donating to those in need. Chronic wasting disease is running rampant among deer populations, [and hunters have much less meat to donate to food banks](#).
- As of April 2024, the [CDC says there is no strong evidence that chronic wasting disease \(CWD\) can infect humans](#), and no reported cases have been confirmed.

Our Objectives



VISION

To be a trusted research and development company for specialized animal healthcare.



MISSION

ZPD leverages the power of science in real time situations to accelerate innovation through creative problem solving, objective analysis and expert interpretation of data.



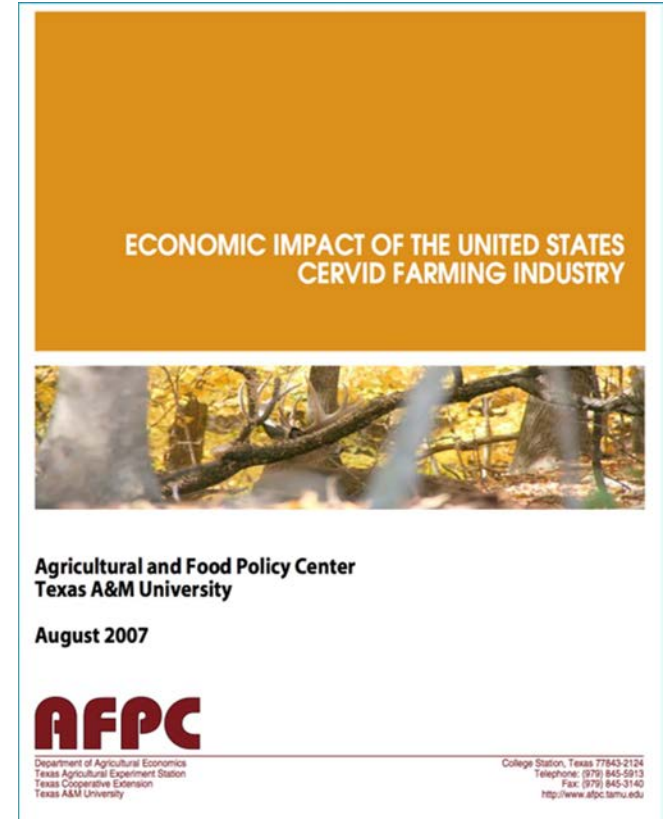
VALUES

We face new and unique challenges every day and find new and creative ways to try and solve them.

Executive Summary Texas Deer Farming

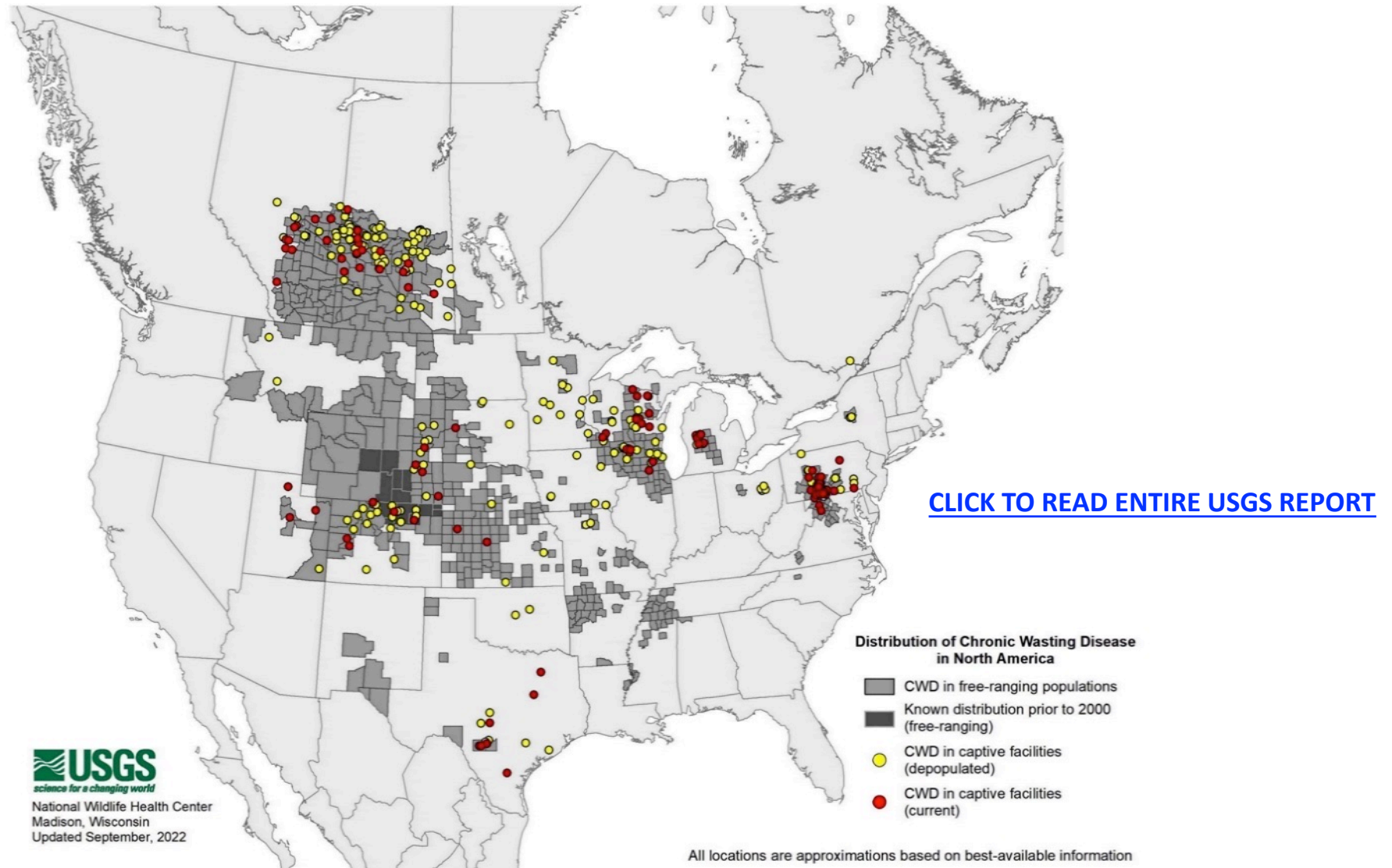
- This 2016 Economic Feasibility report is an update to the initial study completed in 2007 that reported impacts as of 2005. This survey was performed in mid-2016 and asked for information describing the operations in 2015.
- The survey asked detailed questions regarding inventory, size of operation, annual expenditures, revenue sources, and production system. This survey asked additional questions regarding CWD testing in the area of veterinary & animal supplies.
- Breeding operations reported expenditures averaging \$283,000* per year.
- The deer breeding industry has a direct economic impact of \$349.4 million* annually.
- When incorporating the indirect impacts of the industry, for example, the farm's expenditures on feed, veterinary supplies, fuel and other purchases, the total economic impact of the industry to the Texas economy is \$786.9 million*.
- Many of these breeding operations also have hunting or sell stocker bucks to other hunting operations. The study estimated the impact of hunting dollars spent on the products of deer breeders (with hunters as buyers of the deer breeders' products) and determined an additional \$860 million* is generated by the deer breeding industry.
- The total impact of the industry to the Texas economy, combining the breeding and hunting components, is \$1.6 billion* annually.
- The economic activity of the deer breeding industry supports 16,892* jobs, most of which are in rural areas of the state. If this industry did not exist, those jobs would have to be supported by some other economic activity.
- These results continue to highlight the fact that the deer breeding industry is a growing and important segment of the Texas economy, contributing to the vitality of rural areas of the state.

*Agricultural and Food Policy Center Texas A&M University in 2017 and USD cost prices are based on 2016 USD prices and jobs numbers, of which Management believes there has been no future update.



[CLICK HERE TO READ ENTIRE AFPC REPORT](#)

Chronic Wasting Disease MAP



CWD in the News (Just Click On Videos)



[Fox 5 Zombie Deer](#)



[Fox 13 Zombie Deer Could Infect Humans](#)



[Fox 5 Virginia CWD](#)



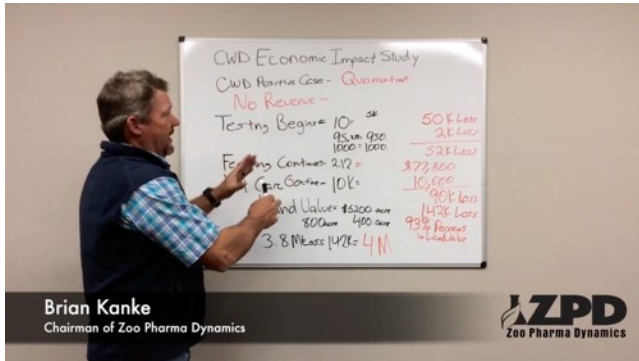
[KCRA 3 CWD Found in California](#)

CWD Solution



ZPD utilized a billboard campaign through Clear Channel Communications to strengthen brand awareness.

CWD Economic Impact



[CLICK TO VIEW VIDEO](#)

The figures in the presentation are estimates obtained from deer farmers that have lost their deer herds due to the rules and regulations for CWD.

This chart is based on estimated numbers, every Deer Breeding Ranch / Deer Farm will be different depending on population of cervid herd. When Chronic Wasting Disease is found the entire ranch/farm goes into quarantine indefinitely. There have been ranches and farms locked down for years.

When CWD is discovered your ranch or farm will IMMEDIATELY:

1. Go Into **QUARANTINE WHICH = NO REVENUE!**
2. Then **TESTING BEGINS** - A representative of TPWD, TAHC and USDA will visit you to test more deer to see if you have more CWD positives (sample numbers below based on 100 head herd):

Out of 100 deer, officials will likely test (means kill) 10 Deer.
 If each deer is valued at \$5,000 you IMMEDIATELY TAKE A LOSS OF... **\$50,000**
 \$95 a Test X 10 Deer = **\$950 cost (loss)**
 Allocate another \$1,000 for Vet Expenses **\$1,000**
\$51,950 TOTAL LOSS

While you are quarantined and \$0 revenue is generated, you still have to feed the deer and maintain them

3. Feeding Still Continues @ \$2.12 per head **\$77,800**
 4. Vet Care Continues around estimated \$10K **\$10,000**
- \$87,800K LOSS**
\$139,750 COMBINED LOSS

WHAT HAPPENS TO YOUR LAND VALUE? (estimated numbers)

5. Land Value (before CWD found) \$5,200 an acre = **\$4.1 Million** (based on 800 acres)
 After CWD is discovered - land value is \$400 an acre = **\$320K** (based on 800 acres)

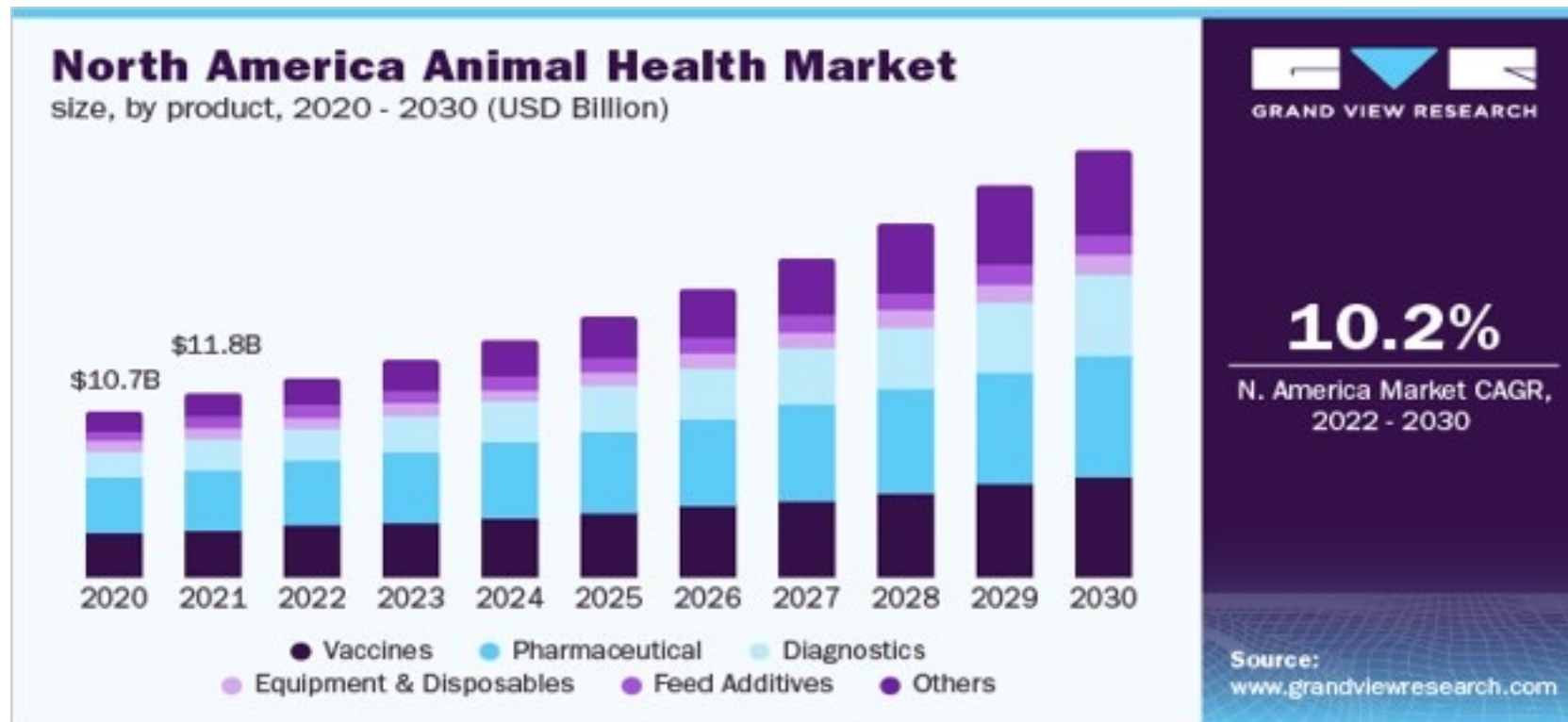
93% DECREASE
LOSS IN
LAND VALUE

YOUR ESTIMATED COMBINED LOSS:

\$3.8 MILLION LOSS + \$140K LOSS = \$4 MILLION LOSS

Animal Health Market Chart

The global animal health market size was valued at USD 39.9 billion in 2021* and is expected to witness a compound annual growth rate (CAGR) of 10.0% from 2022 to 2030. The market is largely driven by a significant rise in demand for protein food and an increase in the incidence of zoonotic and food-borne diseases globally. This unprecedented rise in disease prevalence has triggered companies to produce advanced vaccines and pharmaceuticals. The high demand has also resulted in a subsequent increase in the number of companies undertaking consistent efforts to control pathogen contamination risks and food-borne diseases, which is contributing to market growth. In addition, the rising number of government initiatives to promote animal health products is presumed to drive the overall market.



* [CLICK TO READ REPORT](#)

CERTAIN ILLUSTRATIVE FINANCIAL PROJECTIONS

Forward Looking Statements

- The financial projections of Zoo Pharma Dynamics, Inc. (the “Company”) (the “Projections”) set forth below constitute forward looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Our actual results, performance or achievements or industry standards may differ materially from those express or implied in in such forward-looking statements. The forward-looking statements in the Projections are not guarantees of future results and are subject to risks that could cause actual results to differ materially and adversely from those expressed in any forward-looking statements, including that: regulatory issues, supply chain, or another pandemic similar too Covid and if the Company fails to efficiently manage the development of these components, its operations and results of operations will be negatively affected.
- As such, you are cautioned not to place undue reliance on such forward-looking statements. The Company is under no obligation (and expressly disclaims any such obligation) to update or alter its forward-looking statements whether as a result of new information, future events or otherwise. All forward-looking included below are qualified in their entirety by this cautionary statement and the statements under “Important Information” below.

Important Information

- The Projections and the underlying assumptions were prepared internally by the Company’s management and were not prepared with a view towards compliance with published SEC or the American Institute of Certified Public Accountants for preparation and presentation of financial forecasts or generally accepted accounting principles. Neither the Company’s independent auditors, nor any other independent accountants, have compiled, examined or performed any procedures or review with respect to the Projections, nor have they expressed any opinion or given any form of assurance with respect to such information or its achievability.
- Furthermore, the Projections are necessarily based on numerous variables, assumptions and estimates that are inherently uncertain, many of which are beyond the Company’s control, including a wide variety of industry performance, general business, economic, regulatory, market and financial conditions, as well as matters specific to the Company’s business.
- The Projections should not be regarded as an indication that any of Company or its affiliates or management considered to be predictive of actual future events. Actual results will likely vary from the Projections, and such variations may be material. Neither the Company or its affiliates or management can give you any assurance that actual results will not differ materially from the Projections.
- The Projections should be read together with the Company’s historical financial statements, which may be accessed at: [\[REDACTED\]](#)

Financial Projections

Income Statement Zoo Pharma Dynamics

	Year 1	Year 2	Year 3
Revenue	\$31,400,000.00	\$39,000,000.00	\$44,000,000.00
Cost Of Goods Sold	\$3,768,000.00	\$5,850,000.00	\$5,920,000.00
Gross Profit	\$27,632,000.00	\$34,150,000.00	\$38,080,000.00
Expenses			
Operating Expense	\$6,280,000.00	\$7,800,000.00	\$8,800,000.00
Depreciation Expense	\$50,235.00	\$55,845.00	\$60,745.00
Total Expenses	\$6,330,235.00	\$7,855,485.00	\$8,860,745.00
EBITDA	\$25,069,765.00	\$31,144,515.00	\$35,139,255.00

These projections are based on the Company raising the full Maximum \$9mm; the projections begin the month after the Maximum Raise is achieved.

Use of Proceeds

Allocation	Estimated Operating Cost – 100% of Financing	Estimated Operating Cost – 75% of Financing	Estimated Operating Cost – 50% of Financing	Estimated Operating Cost – 25% of Financing
Brokerage and Legal	\$975,000	\$725,000	\$495,000	\$251,000
General administrative expenses, management salaries and key man life insurance policy.	\$491,500	\$491,500	\$220,400	\$220,400
Strategic partnerships with industry experts.	\$279,100	\$279,100	\$279,100	\$65,000
FDA/CVM regulations training	\$79,100	\$79,100	\$79,100	\$65,000
National sales drive to increase brand awareness and market penetration.	\$831,262	\$600,000	\$300,000	\$354,000
Hiring of sales representatives. Sales training on products for market penetration.	\$885,200	\$585,200	\$339,200	\$304,700
Anticipated request for payment from FDA/CVM for new drug approval.	\$1,692,479	\$1,692,479	\$1,692,479	\$0.0
Open INADE and ONADE File with FDA/CVM	\$700,000	\$464,200	\$464,200	\$464,200
Research and Development	\$3,066,359	\$1,833,421	\$630,251	\$525,700
TOTALS	\$9,000,000	\$6,750,000	\$4,500,000	\$2,250,000

The Company anticipates that approximately \$6,525,000 of the proceeds from the Offering will be used to fund the working capital and research & development.

The Company anticipates approximately \$1,000,000, inclusive of \$500,000 short-term liabilities, to repay certain liabilities to strengthen the balance sheet.

Should the proceeds from the Offering be less than \$4,000,000, the priority will be to use the proceeds for working capital and current liabilities in order to ensure FDA final approval.

If the maximum amount from this Offering is not received, the Company reserves the right to seek additional financing to support the intended use of the proceeds of this Offering. In such a case, there can be no assurance that additional financing will be available when needed and, if available, will be on terms acceptable to the Company.

These projections are based on the Company raising the full Maximum \$9mm; the projections begin the month after the Maximum Raise is achieved.

Cervid Prion Preventative “CPP”

ZPD CPP Evaluation

ZPD
Zoo Pharma Dynamics
800 Isom Rd Ste 106
San Antonio, Texas 78216
210.634.0693
www.zoopharmadynamics.com



REFERENCE TABLE

* [The Wildlife Society Fact Sheet](#)

** www.WorldDeer.org

+ [AFPC 2017 Economic Impact Study](#)

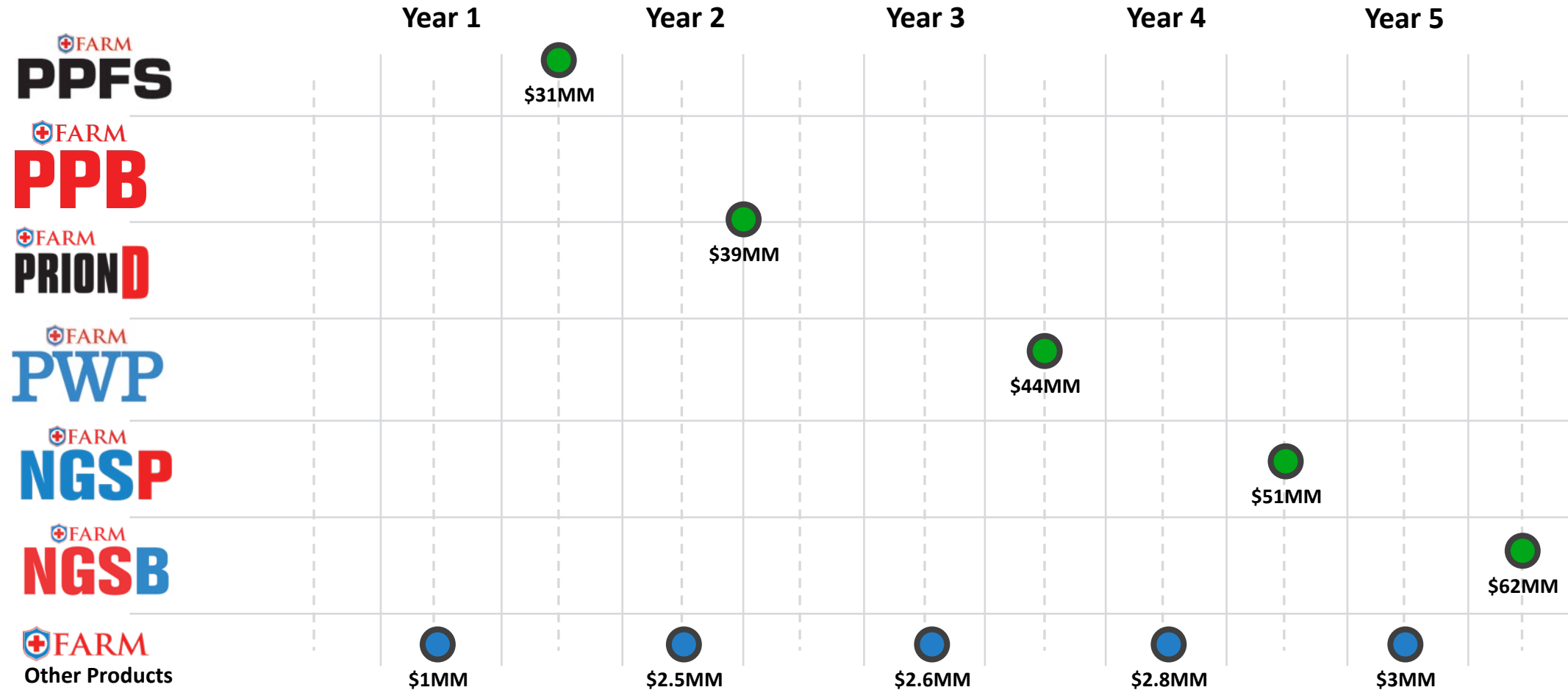
Cervid Prion Preventative “CPP”



Cervid Prion Preventative, "CPP" contains the active ingredients used in our research and field trial testing to fight against the Prion Disease that causes Chronic Wasting Disease. "CPP" is formulated to be an additive to four different products. Each product has a specific application. CPP is patent pending in the United States and Internationally. The logo CPP is a registered trademark. CPP is in the new drug approval process with the FDA/CVM. We are continuing to conduct field trials to improve the current formulas. We are projecting full approval late 2024 or early 2025.

[CLICK TO WATCH CERVID PRION PREVENTATIVE VIDEO](#)

ZPD Anticipated Product Launch Plan



Projected Market Date

Projected Revenue from Licensing Partnerships

ZPD Distribution

These projections are based on the Company raising the full Maximum \$9mm; the projections begin the month after the Maximum Raise is achieved.

Our Brands

 FARM
PRIOND

 **FARM**
Head 2 Foot Heal

 FARM
PWP

 FARM
PPFS

 FARM
PPB

 FARM
NGSB

 FARM
NGSP

 FARM
POWER UX

 FARM
KELPPLUS

 FARM
VM CRUMBLES

ZPD's complete list of brands being currently marketed can be viewed at www.zpddistribution while other products are still in final development.

Product Descriptions

- There are 4 products containing Cervid Prion Preventative (CPP) to be sold in 2025 thru 2028. The products are PPB, PWP, PPFS and PrionD. PPB is a protein block containing CPP that can be fed to farmed or free range Cervid's. PWP is a water-soluble supplement containing CPP that can be utilized in a controlled water environment, "water trough". PPFS is a feed pellet containing CPP that can be fed to farmed or free range Cervid's. Prion D is a disinfectant spray containing CPP that has the ability to destroy the prion upon contact. The intellectual property rights of each product will be marketed separately. Product details are on our website. The products each fit a specific use with the same result; by destroying the prion that causes CWD on deer farms and free ranging Cervid's. The products are scientifically designed to be used in combinations for a more effective way of treating and preventing CWD.
- CPP is in the FDA approval process, trademarks have been approved and are under patent pending process.
- There are at a minimum of 840,000 cervids on over 10,000 deer farms to benefit from CPP. Source: ["AFPC 2017 Economic Impact Study"](#).

Product Descriptions Continued

- There are two scientifically created products containing NGS to help prevent [EHD \(Epizootic Hemorrhagic Disease\)](#). The products are NGSP and NGSB. NGSP is a feed pellet containing the ingredients to repel and deter the midge fly that causes EHD. NGSB is a protein block containing the ingredients to repel and deter the midge fly that causes EHD. The intellectual property rights of these products are projected to be sold in 2026 (NGSP) and 2027 (NGSB). The products are in the patent and trademark process. We will submit for FDA approval in late 2024.
- EHD is the number one killer of cervids in the world and can wipe out an entire herd in some cases. The economic impact just to deer farms can be in the billions of dollars; Thus, having the largest negative economic impact in the deer industry than any other cervid disease known. Source: [NDA, “National Deer Association”](#)
- EHD also affects cattle, sheep and other livestock. Another market that EHD causes billions of revenue loss. We are conducting R&D for solutions for the livestock industry.

Product Descriptions Continued

- KelpPlus is scheduled to be sold in late 2024. This product is a green fodder with added ingredients formulated to enhance the overall health and appearance of the show animal or an animal with a compromised immune system. KelpPlus can be fed to all classes of hoofed livestock to include Cervid's.
- This product is in the patent and trademark process. This product will not require FDA approval.
- The Stock Show Industry is a multi-million-dollar industry. Participants spend hundreds of dollars on each of their show animals in nutrition and health maintenance.
- There are 94.4 million cattle, 72.2 million swine, 5.2 million sheep, 2.55 million goats and in total 174,350,000 million of the 4 major classes of livestock. Source: [USDA, "United States Department of Agriculture"](#)
- In Texas \$108,774,353.75 is generated by the showing of livestock for competition.
<https://texasagriculture.gov/About/Texas-Ag-Stats>

ZPD Distribution



ZPD Distribution operates under the trademark FARM for our products. Products are formulated through scientific research using quality ingredients to assist animal's overall health. Our line of products are developed to fight against disease and to enhance the well-being of animals. All the current products are for the animal healthcare industry.

ZPD Distribution manufacturers select products from our portfolio. Our other products are brokered to a largescale manufacturer.

Zoo Pharma Dynamics, Inc. (ZPD) is a Pharmacognosy Research & Development Company with small scale manufacturing capabilities. ZPD Distribution operates 2 pellet and mixing mills at our South Texas Research Facility in Yancey, Texas in accordance with our U.S. FDA Registration No.: 19452852264.

FARM products can be purchased online at www.ZPDDistribution.com. ZPD actively markets to wholesalers to carry the line of FARM products.

ZPD Facilities

ZPD facilities encompass approximately 25 acres at its South Texas Research Facility in Yancey, Texas. The facility includes offices, laboratory, research pens, animal working facilities, holding pens, milling and manufacturing equipment.



Strategic Partners

- [Brakke Consulting](#) has partnered with ZPD and will be mentoring operations, FDA processes and the marketing of ZPD portfolio of products to manufacturers. Brakke is a leading consulting firm in the animal health and nutrition industries: companion animals, farm animals, and the veterinary industry. No other animal health-consulting firm can match their team of senior-level executive insiders, internal market research expertise, or their track record of more than 35 years of consulting at the heart of the industry.
- [Clinglobal](#) has partnered with ZPD to support our regulatory issues with FDA/CVM. They will also provide lab support and third-party formulations and testing.
- [Business Wire](#) reaches over 160 Countries, 100,000 Media Outlets and over 200 Industry and Trade Categories. We will use Smart News Release, Business Wire Interactive Media, Business Wire NewsTrak Reports.
- [Colonial Investor Relations Services](#) will provide distribution for full disclosure, filing with certainty to meet statutory obligations and reduce risks associated with regulatory requirements.
- [Verso Media Group \(VMG\)](#) will design and create the press releases which will be uploaded to Business Wire through Workiva's desk platform. VMG will provide oversight on all marketing and communications.
- [Harvest Growth \(HG\)](#) will be promoting brand awareness and specialty marketing through social media platforms. HG will also provide support to the sales team for Brakke Consulting.

ZPD management reserves the right to make changes in the relationships with strategic partners.

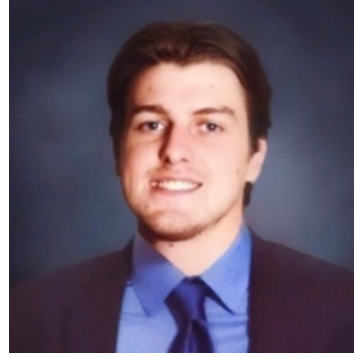
Our Team



Brian Kanke

President

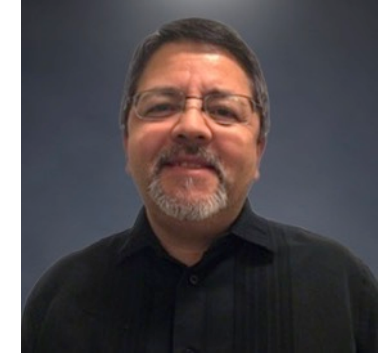
Brian Kanke, President and Founder of Zoo Pharma Dynamics, spearheads a thriving livestock production ranch “BK Whitetails LLC”, housing over 700 animals. A 4th generation farmer and rancher, Brian's dedication to animal healthcare innovation is unparalleled. His background as a U.S. Army Veteran adds a unique perspective to his leadership, demonstrated through roles such as District Commander for the American Legion and past President of Rotary. Brian's commitment extends to advocacy work, serving as a political action committee President. As the owner of Kanke Enterprises LLC and other small businesses, Brian's entrepreneurial spirit shines through. A philanthropist at heart, he prioritizes community involvement and Americanism education through various initiatives and events. Brian's multifaceted expertise and unwavering commitment to excellence position him as a valuable contributor to Zoo Pharma Dynamics.



Hunter Matula

Operations Manager

A distinguished graduate of Texas A&M University, College Station, with a Bachelor's Degree in Finance, Matula brings a wealth of expertise from his extensive tenure in the commercial banking industry. With experience as a Loan Officer and Credit Analyst, he has a proven track record of strategic financial management and operational acumen. In addition to his banking background, Matula is heavily involved in the agricultural industry, further enhancing his understanding of the business landscape in which the animal healthcare firm operates. His background in finance, along with his agricultural expertise, make him a valuable addition to the ZPD team.



Charles Rodriguez

Secretary

Charles Rodriguez brings over 25 years of experience in creative and marketing to the table, making him a seasoned professional with a profound understanding of both business-to-business (B2B) and business-to-consumer (B2C) industries. His exceptional skills in advertising, marketing and strategy, coupled with a deep passion for wildlife agriculture and ranching, have enabled him to successfully collaborate with a diverse clientele in the agriculture business sector. His track record of achieving remarkable market share growth and driving industry development highlights his contribution to the team.

Disclaimer Financial Projection Assumptions

This Investor Presentation (“Presentation”) contains only preliminary information regarding our Company and should be read in conjunction with the entire Private Placement Offering Memorandum (“Memorandum” and/or Subscription Agreement including all the Risk Factors mentioned therein. An investment in this Offering is highly speculative, an investor could experience an entire loss of principal, and that the investment is illiquid for an indefinite period of time.

Summary of Risk Factors Include:

- Because this Offering will be conducted on a “best efforts” basis and there is no minimum requirement to close, there can be no assurance that we can raise the money we need, and earlier investors are more at risk than later stage investors.
- We are an early-stage business for commercialization. We are in the late stage with research and development with 5 of the 10 products in our portfolio on the market.
- We have a limited operating history, a limited history of revenues and there can be no assurance of commercial success of the products and underlying technology.
- The Company may have future capital needs and there exists the uncertainty of additional financing, including future potential dilution.
- If we are unable to protect our intellectual property, the value of our brand and other intangible assets may be diminished, and the Company may be adversely affected.
- Our operating results may vary and be unpredictable, making period-to-period comparisons less meaningful, and making our future results difficult to predict.
- We will have broad discretion over the use of the proceeds we receive in the Offering and may not apply the proceeds in a manner that increases the value of your investment.
- Our projections and forward-looking information may prove to be incorrect. There might be unanticipated obstacles to the execution of our business plan.
- We may not be able to execute on the business plan and planned growth and expansion.
- We have no known competition from other companies in a cure for CWD.
- We depend on key personnel, and if we fail to retain and attract skilled management and other key personnel, our business may be harmed.
- No public market for our securities.
- An investment in the Company is highly speculative in nature and the Company cannot assure you of a return on your investment.

Disclaimer Financial Projection Assumptions

The Company and our officers and representatives may from time to time make, "forward-looking statements" within the meaning of the Safe Harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by words such as: "anticipate", "intend", "plan", "goal", "seek", "believe", "project", "estimate", "expect", "strategy", "future", "likely", "may", "should", "will" and similar references to future periods.

Examples of forward-looking statements include, among others, statements we make regarding: guidance relating to revenues, gross margins, operating income, net income and net income per share; expected operating results, such as revenue growth and earnings; anticipated levels of capital expenditures for the fiscal year; current or future volatility in the credit markets and future market conditions; our belief that we have sufficient liquidity to fund our business operations as planned; expectations of the effect on our financial condition of claims, litigation, contingent liabilities and governmental and regulatory investigations and proceedings; strategy for growth, product development, market position, financial results and reserves; strategy for risk management. Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control.

Our actual results and financial condition may differ materially from those indicated in the forward-looking statements. Therefore, you should not rely on any of these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements include, among others, the following: economic and financial conditions, continued volatility in the capital or credit markets; the adequacy of our cash flow and earnings and other conditions; developments and changes in laws and regulations. Investors are strongly encouraged to review all Risk Factors and the entire Private Placement Memorandum ("Memorandum") and/or Subscription Agreement(s) before investing.

Any forward-looking statement made by us in this document is based only on information currently available to us and speaks only as of the date on which it is made. We undertake no obligation to publicly update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise.

This Presentation is intended for general solicitation under the exemption for Regulation D 506(c) but does not constitute an offer to sell or a solicitation of an offer to buy any securities. The information contained herein has been prepared by Management of the Company to assist interested parties in making their evaluation of the Company and does not purport to contain all of the information that a party may desire. In all cases, interested parties should conduct and rely on their own investigation and analysis of the Company and the data set forth herein.

THESE ARE HIGHLY SPECULATIVE AND ILLIQUID SECURITIES, WHICH INVOLVE A HIGH DEGREE OF RISK. ONLY THOSE INVESTORS WHO CAN BEAR THE LOSS OF THEIR ENTIRE INVESTMENT SHOULD INVEST IN THESE SECURITIES AND INVESTORS MUST ALSO BE WILLING TO HOLD THESE SECURITIES FOR AN INDEFINITE PERIOD OF TIME.

An offer of to buy these securities can only be made by obtaining the Company's confidential Memorandum and/or Subscription Agreement(s) interested parties should only rely on the information contained in such Offering Materials. Confidential and Proprietary Information. All information contained herein is the confidential and proprietary information of the Company and as such, cannot be disclosed, reproduced or distributed without the prior written consent of the CEO of the Company or its Placement Agent CIM Securities, LLC.

PLACEMENT AGENT DISCLOSURE:

This Disclosure Statement is being provided to you to describe the relationship among **ZOO PHARMA DYNAMICS, INC.** (the "Company") and **CIM Securities, LLC** ("CIM"), relating to your investment in the Company private placement transaction ("Transaction"). CIM is a registered broker dealer member **FINRA** and SIPC. The Company and CIM are not related parties.

The Company and CIM have entered into an Engagement Letter Agreement ("Agreement") under which CIM provides advisory services and solicits investor prospects of preferred shares ("Shares") for the Company and the Company

compensates CIM for referring investors to the Company. For each person or entity (including "You", the "Investor") that is solicited by CIM pursuant to the terms and conditions of the Agreement, who acquires or commits to acquire an interest in the Company, within a defined time period, as a result of such solicitation, Company shall pay, or cause to be paid, to CIM and any licensed Selling Agents it may be working with a fee of up to Ten percent (10%) of gross transaction proceeds to the Company, in cash and Seven Percent (7%) of Placement Agent Common Stock Warrants ("PA Warrants") based on the number of Securities purchased by Investors with a seven year term and cashless exercise provision exercisable at \$2.00 per Share warrants. CIM has been paid approximately \$24,500 as an Engagement Fee and Reimbursement for Background Checks.

This compensation to CIM does not in any way affect the number of shares that would be issued to you in the event that you acquired such interest without the solicitation of CIM or any of its Selling Agents. These fees may cause a conflict between your interests and CIM's. Registered Representatives of CIM and their family members may be or may become investors in this Transaction or any other Company issuance. This may also cause a conflict of interest in your investment. Registered Representatives of CIM and Selling Agents may be engaged to solicit other transactions at higher or lower compensation agreements, which may also be a conflict of interest to your solicitation for this investment. Please review the [Customer Relationship Summary \(CRS\) of CIM Securities](#).

Thank You



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