

SUPPLEMENT # 2 TO AVAWATZ COMPANY

CONFIDENTIAL PRIVATE PLACEMENT MEMORANDUM DATED APRIL 1, 2024

THE DATE OF THIS SUPPLEMENT IS JUNE 28, 2024

This Supplement # 2 to Confidential Private Placement Memorandum (this “Second Supplement”) supplements the Confidential Private Placement Memorandum of AvaWatz Company, a corporation incorporated in the State of Texas, dated as of April 1, 2024 (the “PPM”), as supplemented by the First Supplement dated May 28th, 2024 (the “First Supplement”). The purpose of this Second Supplement is to extend Offering Period 1 of the Perks Program, during which a 25% discount is applied to the share price, to July 31, 2024.

This Second Supplement is incorporated by reference into, and should be read in conjunction with, the PPM and the First Supplement. This Second Supplement is not complete without and may not be delivered or utilized except in connection with the PPM and the First Supplement.

By accepting or reviewing this Second Supplement, you agree to hold all information contained herein in the strictest confidence and not to use this information for any purpose other than to analyze an investment in the Company. Failure to comply with this directive can result in a violation of the Securities Act of 1933, as amended, and rules and regulations promulgated thereunder. Any further distribution or reproduction of this Second Supplement or the PPM or the First Supplement in whole or in part, or the disclosure of any of its contents by an offeree, is unauthorized.

Capitalized terms used but not defined herein shall have the meanings given to them in the PPM.

Except as expressly set forth in this Second Supplement, the PPM, including all disclosures therein and all exhibits thereto, will continue unmodified.

Modification of the Offering Period 1 of the Perks Program

The PPM originally stated that the Offering Period 1 of the Perks Program was to expire on May 31, 2024. The First Supplement supplemented the PPM to state that the Offering Period 1 of the Perks Program will be extended to expire on June 30, 2024, unless extended in the sole discretion of the Company. The PPM and the First Supplement is hereby supplemented to state that Offering Period 1 of the Perks Program will now expire on July 31, 2024, at 11:59 p.m. Pacific Time, unless extended at the sole discretion of the Company. Accordingly, Offering Period 2 of the Perks Program will now commence on August 1, 2024, at 12:00 a.m. Pacific Time.

IF YOU HAVE ALREADY SUBSCRIBED FOR SHARES IN THE OFFERING AS OF JUNE 28, 2024, AND YOU DO NOT WISH TO REVOKE OR OTHERWISE MODIFY YOUR SUBSCRIPTION, YOU DO NOT NEED TO TAKE ANY ACTION.

AvaWatz Company hereby agrees to be bound by the terms of this Second Supplement and agrees that Offering Period 1 of the Perks Program will expire in accordance with the above supplemented terms.

IN WITNESS WHEREOF, the undersigned have caused this instrument to be duly executed and delivered.

AVAWATZ COMPANY

By:
Name: Rajini Anachi
Title: CEO