

**PRIVATE PLACEMENT MEMORANDUM SUPPLEMENT
(to Private Placement Memorandum dated May 28, 2024 and
the Supplement to the Private Placement Memorandum dated
June 13, 2024)**

**Offering of myco Equity and Token Interests
Regulation D Offering**

July 12, 2024

This Supplement to Private Placement Memorandum (this “*Supplement*”) supplements the Private Placement Memorandum (“*PPM*”) dated May 28, 2024, and the Supplement to the PPM dated June 13, 2024, in connection with the issuance of Equity and Token Interests by myco Holdings Ltd., under the laws of the Abu Dhabi Global Market, located at 6th Floor, Sheikh Rashid Tower, Dubai World Trade Centre, Dubai, United Arab Emirates. The purpose of this Supplement is to amend certain information in the PPM, as more fully described below.

This Supplement is incorporated by reference into, and should be reviewed in conjunction with, the PPM. This Supplement is not complete without and may not be delivered or utilized except in connection with the PPM. If the description in this Supplement differs from the description in the May 28, 2024 Memorandum or the Supplement to the PPM dated June 13, 2024, the description in this Supplement supersedes the description in the May 28, 2024 Memorandum or the Supplement to the PPM dated June 13, 2024.

Capitalized terms used but not defined herein shall have the meanings set forth in the PPM. Expressly as set forth in this Supplement, the PPM, including all disclosures therein and all exhibits thereto, shall remain unmodified.

The recipient, by accepting delivery of this Supplement, agrees to return this Supplement and all accompanying or related documents to the Company if the recipient does not agree to purchase any of the SAFTs offered in the Offering.

<i>Period of Offering:</i>	May 28, 2024 at 14:00 UTC (10am EDT) through August 15, 2024 at approximately 14:00 UTC (the “ <i>Offering Period</i> ”). The Company reserves the right to reject any payments not made within the Offering Period. The Offering Period may be extended or shortened by the Company in its sole discretion, by providing notice through a supplement to this Private Placement Statement or announcement on the relevant offering page.
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