

**SUPPLEMENT #1 TO EMBER FUND, INC.**

**CONFIDENTIAL PRIVATE PLACEMENT MEMORANDUM DATED MAY 20, 2022**

**THE DATE OF THIS SUPPLEMENT IS MAY 26, 2022**

This Supplement #1 to Confidential Private Placement Memorandum (the “**Supplement**”) supplements the Confidential Private Placement Memorandum of Ember Fund, Inc., a Delaware corporation, dated as of May 20, 2022 (the “**PPM**”). The purpose of this Supplement is to supplement certain terms and disclosures in the PPM, as more fully described below.

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

By accepting or reviewing this 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 Supplement or the PPM, 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 Supplement, the PPM, including all disclosures therein and all exhibits thereto, will continue unmodified.

**Reduction of the Minimum Individual Purchase Amount**

The PPM originally provided for a Minimum Individual Purchase Amount of \$10,000.00 for each individual Investor. The PPM is hereby supplemented to provide that the Minimum Individual Purchase Amount under the PPM is reduced from \$10,000.00 to \$5,000.00.

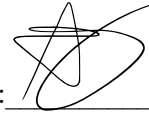
**IF YOU HAVE ALREADY SUBSCRIBED FOR UNITS IN THE OFFERING AS OF MAY 26, 2022 AND YOU DO NOT WISH TO REVOKE OR OTHERWISE MODIFY YOUR SUBSCRIPTION, YOU DO NOT NEED TO TAKE ANY ACTION.**

Ember Fund, Inc. hereby agrees to be bound by the terms of this Supplement and agrees that the Minimum Individual Purchase Amount under the PPM is reduced from \$10,000.00 to \$5,000.00.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

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

**EMBER FUND, INC.**

A handwritten signature in black ink, consisting of several overlapping loops and a horizontal line, positioned above a horizontal line.

By: \_\_\_\_\_

Name: Alex Wang

Title: Chief Executive Officer