

**PRIVATE PLACEMENT MEMORANDUM
SUPPLEMENT (to Private Placement Memorandum
dated November 19, 2024)
\$H1 Tokens
Regulation D Offering
November 22, 2024**

This Supplement to Private Placement Memorandum (this “*Supplement*”) supplements the Private Placement Memorandum (“*PMM*”) dated November 19, 2024, in connection with the issuance of \$H1 Tokens by Haven1, a Swiss not for profit association incorporated under the laws of Switzerland. The purpose of this Supplement is to amend certain information in the PPM, as more fully described below. All bold and underlined text are additions to the PPM.

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 November 19, 2024, PPM, the description in this Supplement supersedes the description in the November 19, 2024, PPM.

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 TPAs offered in the Offering.

TERMS OF THE OFFERING

Period of Offering:

November **22**, 2024, at **2:00PM** Eastern Standard time (“EST”) through November **27**, 2024, at 11:59 PM **EST** (the “Offering Period”). Purchasers who are on the Association’s “allowlist” are eligible to participate in this Offering starting on November 19, 2024, at 9:00 AM EST **through November 22, 2024, at 1:59 PM EST**. The Association reserves the right to reject any payments not made within the Offering Period. The Offering Period may be extended or shortened by the Association in its sole discretion by posting a Memorandum supplement on the Offering Website.

Price:

Purchaser may purchase TPAs through the following options (and note that the Association may increase or decrease the initial supply of any option at its discretion, meaning that the ultimate number of H1 Tokens available for purchase may be higher or lower than the amount displayed below):

Allowlist Regulation D Offering

Price: US\$0.03/H1 Token

Delivery Restrictions: Purchased Tokens will be delivered as described below in “Delivery of H1 Tokens”. H1 Tokens sold in this Offering will be locked up for a period of twelve (12) months commencing at the time of the Token Integration Event. H1 Tokens sold in this Offering are subject to a vesting schedule, with H1 Tokens under each such grant vesting over twenty-one (21) months commencing **at the time of the Token Integration Event, with 5% of the H1 Tokens vesting at the time of the Token Integration Event, with the remaining H1 Tokens vesting** on the first (1) day of the fourth (4) month following the Token Integration Event with H1 Tokens vesting on a linear and continual basis each month, until all such granted H1 Tokens have been vested on the last day of the twenty-fourth (24) month following the Token Integration Event.

Regulation D Offering

Price: US\$0.03/H1 Token

Delivery Restrictions: Purchased Tokens will be delivered as described below in “Delivery of H1 Tokens”. H1 Tokens sold in this Offering will be locked up for a period of twelve (12) months commencing at the time of the Token Integration Event. H1 Tokens sold in this Offering are subject to a vesting schedule, with H1 Tokens under each such grant vesting over twenty-one (21) months commencing **at the time of the Token Integration Event, with 5% of the H1 Tokens vesting at the time of the Token Integration Event, with the remaining H1 Tokens vesting** on the first (1) day of the fourth (4) month following the Token Integration Event with H1 Tokens vesting on a linear and continual basis each month, until all such granted H1 Tokens have been vested on the last day of the twenty-fourth (24) month following the Token Integration Event.

PLAN OF DISTRIBUTION

Investors

A total number of 450,000,000 H1 Tokens, equal to 22.5% of the total network supply of H1 Tokens, is allocated to the investors of the Association for their capital contributions to the Association. Lock-up and vesting schedules in this distribution category are as follows:

- **Early Backers.** H1 Tokens will be locked up for a period of three (3) months commencing at the time of the Token Integration Event. H1 Tokens in this distribution category are subject to a vesting schedule, with H1 Tokens under each such grant vesting over twenty-one (21) months commencing **at the time of the Token Integration Event, with 5% of the H1 Tokens vesting at the time of the Token Integration Event, with the remaining H1 Tokens vesting** on the first (1) day of the fourth (4) month following the Token Integration Event with H1 Tokens vesting on a linear and continual basis each month, until all such granted H1 Tokens have been vested on the last day of the twenty-fourth (24) month following the Token Integration Event.
- **Public.** H1 Tokens sold in this Offering will be locked up for a period of twelve (12) months commencing at the time of the Token Integration Event. H1 Tokens sold in this Offering are subject to a vesting schedule, with H1 Tokens under each such grant vesting over twenty-one (21) months commencing **at the time of the Token Integration Event, with 5% of the H1 Tokens vesting at the time of the Token Integration Event, with the remaining H1 Tokens vesting** on the first (1) day of the fourth (4) month following the Token Integration Event with H1 Tokens vesting on a linear and continual basis each month, until all such granted H1 Tokens have been vested on the last day of the twenty-fourth (24) month following the Token Integration Event.