

SUPPLEMENT # 2 TO EMBER FUND, INC.

CONFIDENTIAL PRIVATE PLACEMENT MEMORANDUM DATED MAY 20, 2022

THE DATE OF THIS SUPPLEMENT IS AUGUST 25, 2022

This Supplement # 2 to Confidential Private Placement Memorandum (this “**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.

Modification of the Offering Deadline

The PPM originally stated that the Offering was to expire on the earliest to occur of: (i) all the Securities offered pursuant to the Offering being sold; (ii) August 31, 2022, unless extended in the sole discretion of the Company; or (iii) early termination by the Company in its sole discretion. The PPM is hereby supplemented to state that the Offering will expire on the earliest to occur of: (i) all the Securities offered pursuant to the Offering being sold; (ii) December 31, 2022, unless extended in the sole discretion of the Company; or (iii) early termination by the Company in its sole discretion.

IF YOU HAVE ALREADY SUBSCRIBED FOR UNITS IN THE OFFERING AS OF AUGUST 25, 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 Offering will expire in accordance with the above supplemented terms.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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

EMBER FUND, INC.

By: alex wang
Name: Alex Wang
Title: Chief Executive Officer

TITLE	PPM Supplement for signature
FILE NAME	Ember Fund, Inc. ..., 8-25-2022).docx
DOCUMENT ID	6556c38e41855932f18afa79c88f797b440f5f0e
AUDIT TRAIL DATE FORMAT	MM / DD / YYYY
STATUS	● Signed

Document History



SENT

08 / 30 / 2022

15:49:14 UTC

Sent for signature to Alex Wang (alex@emberfund.io) from brian@rosslawgroup.co
IP: 98.116.152.90



VIEWED

08 / 30 / 2022

21:55:38 UTC

Viewed by Alex Wang (alex@emberfund.io)
IP: 173.198.56.105



SIGNED

08 / 30 / 2022

21:55:49 UTC

Signed by Alex Wang (alex@emberfund.io)
IP: 173.198.56.105



COMPLETED

08 / 30 / 2022

21:55:49 UTC

The document has been completed.