

**WAC 460-99C-040 Filing requirements.** In addition to filing a properly completed Washington Crowdfunding Form, issuers seeking to rely on the crowdfunding exemption in RCW 21.20.880 shall file the following with the division:

- (1) The filing fee as prescribed in WAC 460-99C-260;
- (2) The issuer's articles of incorporation or other charter documents pursuant to which the issuer is organized and all amendments thereto;
- (3) The issuer's bylaws or operating agreement, and all amendments thereto;
- (4) A copy of any resolutions by directors setting forth terms and provisions of capital stock to be issued or by managing members setting forth terms and or capital ownership interest to be issued;
- (5) The issuer's financial statements as of the end of the issuer's most recent fiscal year, prepared in accordance with generally accepted accounting principles in the United States. If the date of the most recent fiscal year end is more than ninety days prior to the date of filing, the issuer must also submit an unaudited balance sheet and unaudited statement of income or operations prepared in accordance with generally accepted accounting principles in the United States for the issuer's most recent fiscal quarter;
- (6) A copy of any agreements between the issuer and any broker-dealer or other intermediary;
- (7) A copy of the escrow agreement between the issuer and an escrow agent located in the state of Washington in which offering proceeds will be deposited;
- (8) A copy of any subscription agreement for the purchase of securities in this offering;
- (9) A specimen or copy of the security to be offered, or other document evidencing the security, including required legends, if the issuer will issue physical certificates;
- (10) A copy of all advertising and other materials directed to or to be furnished to investors in this offering; and
- (11) Any other document reasonably requested by the director.

[Statutory Authority: RCW 21.20.450, 21.20.880 and 2017 c 113. WSR 17-17-022, § 460-99C-040, filed 8/8/17, effective 9/8/17. Statutory Authority: RCW 21.20.450, 21.20.880, 21.20.883, 21.20.886, and 2014 c 144. WSR 14-21-001, § 460-99C-040, filed 10/1/14, effective 11/1/14.]