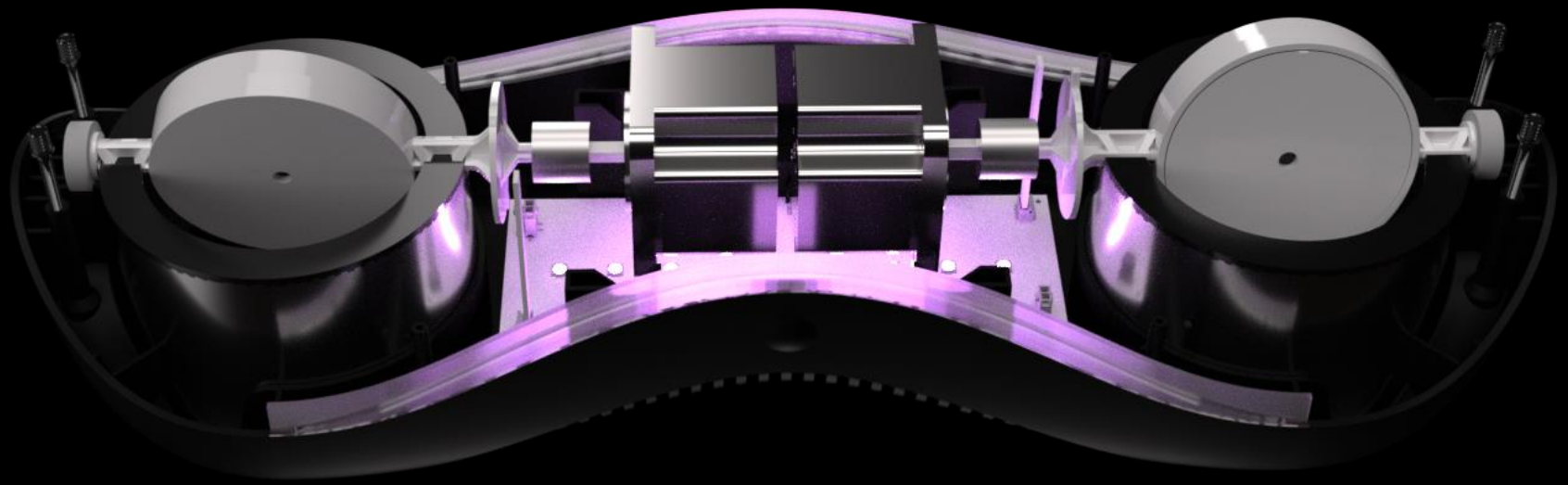
SOLTEC HEALTH

Introducing A New Non-Invasive Neuromodulation Technology

For Peripheral & Central Nervous System Activation and Regeneration



Neuromodulation Plus:

According to a report by Mordor Intelligence, the global neuromodulation market size is estimated to be USD 6.12 billion in 2024 and is expected to reach USD 9.26 billion by 2029 with a CAGR of 11.20%[1].

The neuromodulation devices market is segmented by technology into internal neuromodulation (spinal cord stimulation, deep brain stimulation, vagus nerve stimulation, sacral nerve stimulation, gastric electrical stimulation) and external neuromodulation (transcutaneous electrical nerve stimulation, transcranial magnetic stimulation, and others). The market is also segmented by application into Parkinson's disease, epilepsy, depression, dystonia, pain management, and other applications[1].

Present-day neuromodulation technologies do not address the two primary healthcare issues that cause most medical conditions and medical costs – stress/anxiety syndromes and sleep/insomnia. These issues result from dysfunction at the brainstem level (orange region), which hasn't been addressable with existing neuromodulation technologies, until now. This could greatly expand the size of the neuromodulation market.

SOLTEC's technology is best categorized as a neuromodulation device. The FDA's safety guidelines allow it to be considered either a wellness or medical device, based upon claims made.

1. Neuromodulation Market - Size, Trends & Growth (mordorintelligence.com)

SOLTEC's Path To Reduced Stress & Better Sleep

(as reflected in Round River patent submissions)

Early Research

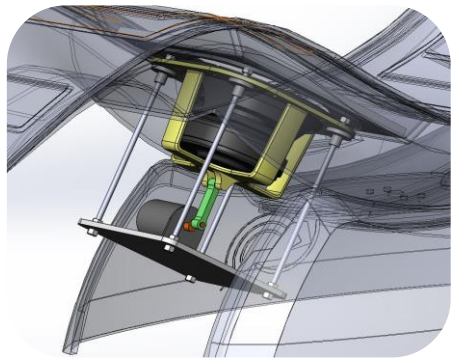
2000

Meditation/Relaxation Techniques

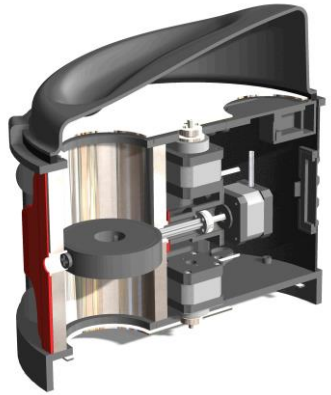
Pros: 1) This can be done any time and anywhere. 2) It costs nothing. 3) It is claimed to produce more than relaxation.

Cons: 1) Difficult to master. 2) Physiologic and psychological effects may take years to manifest. 3) Requires a significant commitment of time.

Habituation of CNS Cortex via Vibro-Acoustics for Relaxation



2003



2006

2009

Vibro-Acoustics provides sounds (music, nature sounds) and vibrations that can easily be heard and felt. It habituates the cerebral cortex to diminish the fight or flight response and lowers one's guard – causes one to be less hypervigilant and much more relaxed.

Pros: 1) This practice produces relaxation for most people. 2) It is reasonably cost-effective. 3) Over months, positive physiologic effects will likely result – lower blood pressure, greater calm, resulting in less stress and stress-related illness. 4) It requires no training.

Cons: 1) Reduced vigilance can cause patients suffering from PTSD and severe anxiety to become upset – bad memories surface. 2) It requires 3 to 4 hours of dedicated use per week for sustained benefit – the user cannot be doing anything else. 3) It requires dedicated space to isolate the loud sound level.

Entrainment of Specific Neural Structures Causing Activation & Regeneration

2012

2015

2018

2021

2024

Frequency is the language of the nervous system. Entrainment works by creating specific magnetic frequencies in one's local environment. The specific frequencies used, resonate with the intended neural structures causing activation (enhancement of function) and/or regeneration of neural structures with restoration of function.

Pros: 1) This technology can enhance sleep and restore deep sleep, which is an important stage of sleep that we lose as we age. 2) It produces stress reduction with limited negative effects in those with PTSD and severe anxiety. 3) It can-treat numerous medical conditions. 4) Given all the applications, it is cost-effective. 5) It does not require time dedicated exclusively to its' use – can be used during sleep, while watching TV, working at your computer, etc. 6) It is easy to use – just turn it on.

Cons: 1) If you stop using it, the issues that improved will slowly return, but with use, the benefits return more quickly or immediately. 2) It is not easily transported from one location to another in its' present form.

How The SOLTEC•HEALTH™ System Operates

SOLTEC•Z™

App on App Store
and Google Play

Communicates with Z•TRACK to start and end Sleep and Stress Reduction Sessions and displays the data. That data is then transferred to the Cloud-Based Database.

Z•TRACK™

Analyst

Measures Heart Rate Variability (HRV), motion, oxygen levels and snoring to stage sleep, and detect breathing difficulties. It stages sleep in real time and instructs Z•GEN to emit the proper magnetic frequencies for each stage of sleep – Real Time Sleep Stage Enhancement. It also tracks HRV and pulse rate during stress reduction sessions. All data is transferred to the SOLTEC•Z app at the end of each session for further analysis

Z•GEN™

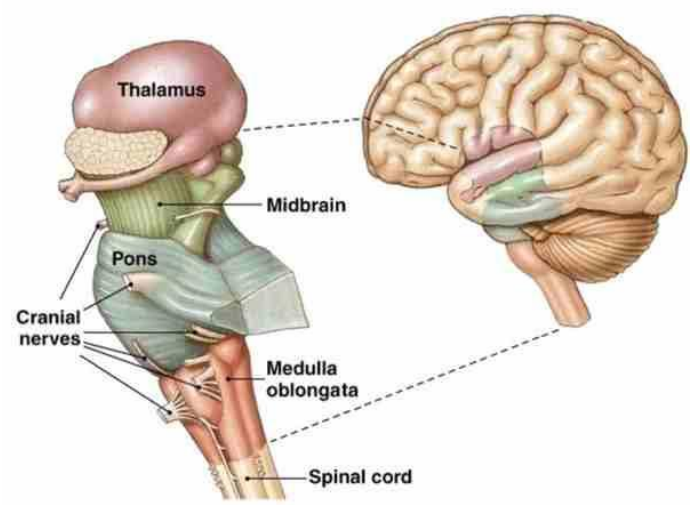
Magnetic Conditioner

Emits the magnetic waves (personalized frequencies) to influence the peripheral and central nervous system.

Z•GEN Emits Specific Frequencies to Influence Areas of the Nervous System

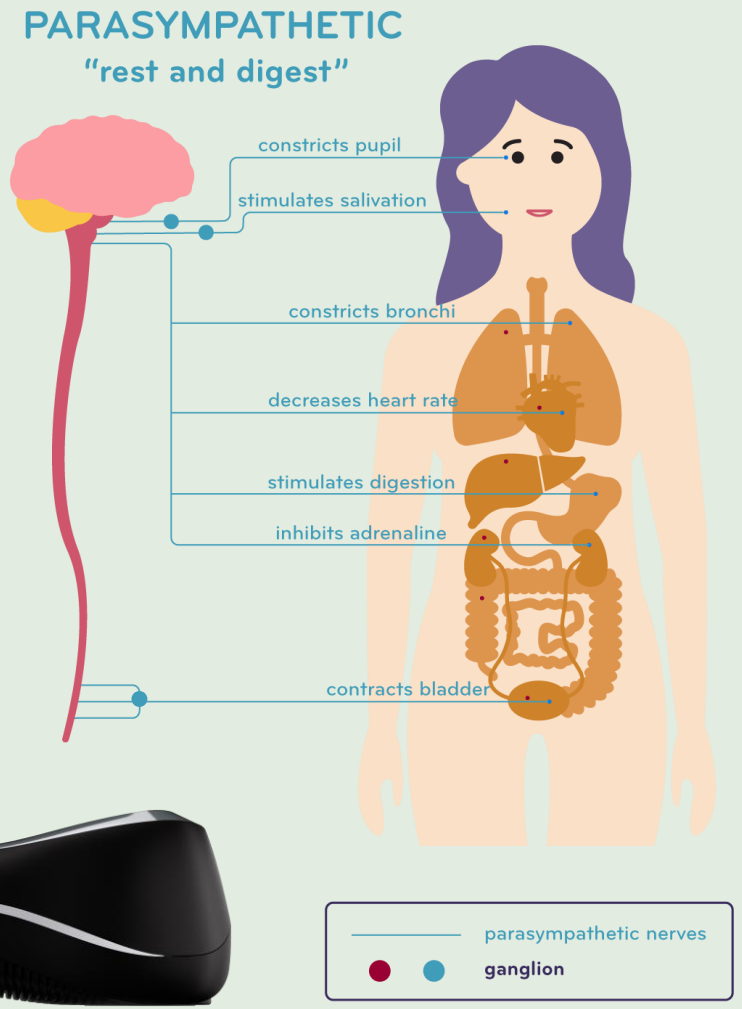
The Language of the Nervous System is Frequency-Based (Per Region)

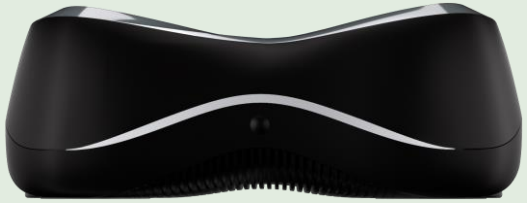
Cerebral Cortex	0.5 to 40 Hz
Thalamus	0.5 to 12 Hz
Midbrain	0.4 to 0.5 Hz
Pons	**0.15 to 0.4 Hz**
Medulla Oblongata	**0.003 to 0.15 Hz**
Cranial & Peripheral Nerves	dc (0) to 0.04 Hz



As the nervous system evolved, layer upon layer, each new layer had to operate at faster frequencies to monitor and control the activities of lower centers. Evolutionary biology followed a path that engineers today refer to as Control Theory.

The Autonomic Nervous System Responds to 0.003 – 0.4 Hz

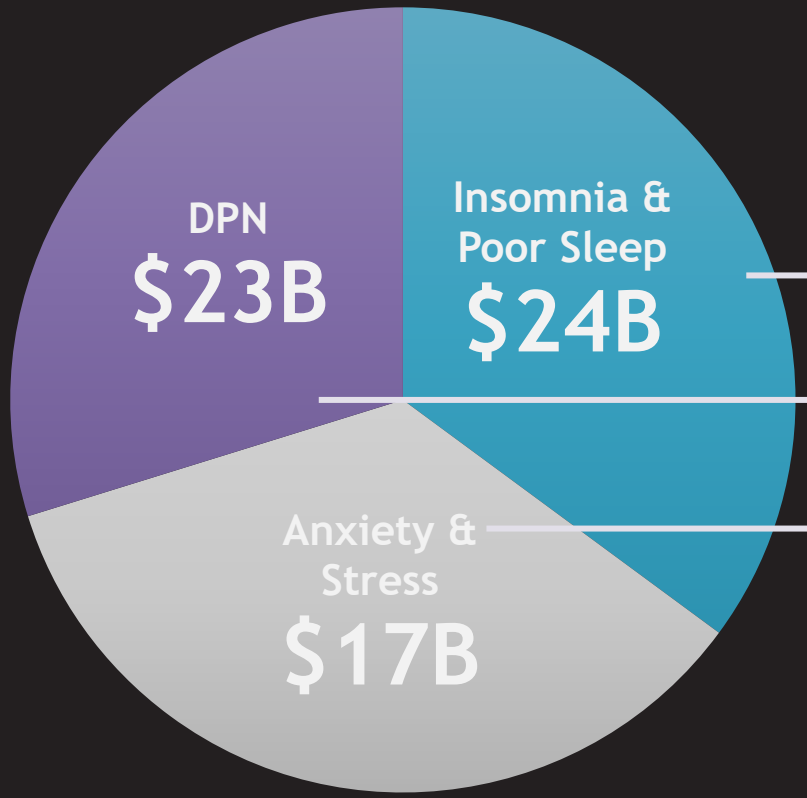




SOLTEC Addresses Large Unmet Consumer and Medical Needs (> $63B)

Potential Addressable Market ($B)

(US Only)



SOLTEC's Estimated Share

(Assumes 1% market penetration for each segment, 3 years post launch)

Poor Sleep	$	240M
DPN	Revenue Begins 2026	
Stress	$	170M

https://www.ncbi.nlm.nih.gov/pmc/articles/PMC5278808/
https://www.sciencedirect.com/science/article/pii/S016503272300530X

DPN
- Roughly 50% of diabetes patients have peripheral neuropathy.
- The prevalence of diabetes will increase by 54% to 55 million Americans by 2030.

Insomnia/Poor Sleep
- Sleep starts to decline in the 30's and worsens throughout life, due to loss of Delta (deep) sleep.
- Insufficient sleep is a risk factor for Alzheimer's disease, coronary artery disease, anxiety, depression, and suicide.

Anxiety/PTSD
- An estimated 19% of U.S. adults had an anxiety disorder in the past year.
- The cost estimate for anxiety disorders comprises >30% of the total expenditures for psychiatric disorders.

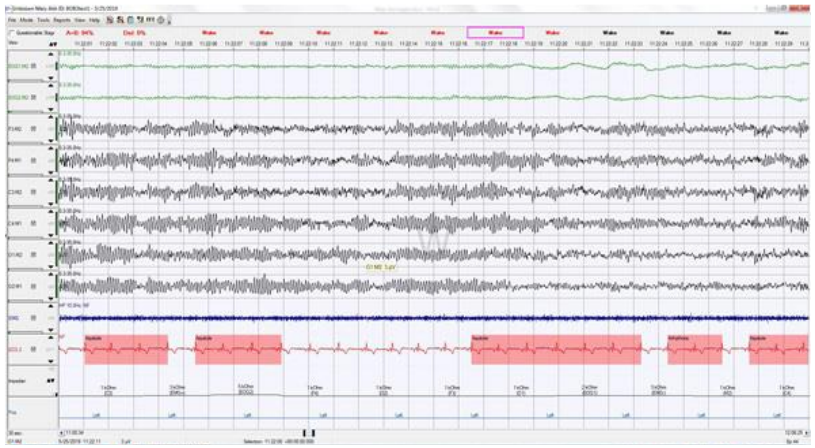
Evaluation of the Effectiveness of Extremely Low Frequency (ELF) Magnetic Stimulation on Sleep During A 60-Minute Nap Study

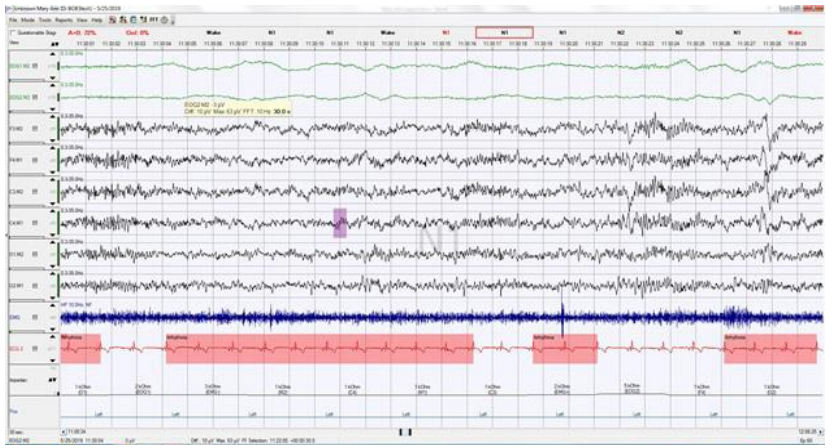
Martin Scharf, PhD, FABSM

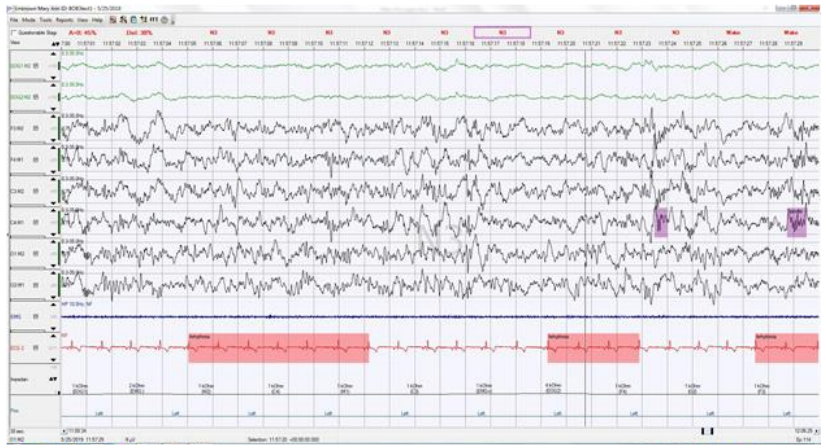
Key Takeaways:

1. All subjects showed long trains of normal-appearing slow rolling eye movements (SREM) in the EOG (electro-oculogram). SREMs normally are present only in the latter part of stage 1 light sleep. The SREMs persisted during the presence of alpha/theta prominence in the EEG of stage one and continued in stage two and surprisingly, were even present during some epochs of wake. The Observed SREMs in this study were unique in that they occurred in wake to some degree and stage 1 and 2 in long trains of calm slow waves not suggesting intense mentation. The consistency of these SREMs in each subject may be a marker for biological EEG override – an inducement of normal sleep.
2. Slower brain waves and slow wave (delta) sleep were induced in 3 of the 4 subjects with 2 of them reaching the deepest stage of sleep. This is unusual since daytime naps in middle age to elderly patients are rarely accompanied by stage 3 sleep and especially not during daytime naps. All 4 subjects fell asleep.
3. Another observation was the essential absence of movement in 3 of the subjects. Usually there are at least several body movements at the start of the recording as subjects identify their most comfortable sleep position. In this study, 3 subjects barely moved for an hour.

The polysomnographic tracings below illustrate the typical findings in this study – normal progression from Wake to Light Sleep to Deep delta sleep. This study was performed in 2018. Subsequently, more than 10,000 overnight sleep sessions have been performed using the SOLTEC System in approximately 150 subjects, with improved sleep and no negative effects.







Evaluation of 67 Subjects Using the SOLTEC•Health System During Sleep

Methodology:

The data in this study was derived from sixty-seven subjects, who used the SOLTEC System for on average, 116 nights (7,772 recordings). All users wore the Z•TRACK wearable, which measured, heart rate, movement, blood oxygen saturation and snoring sounds. Heart rate variability (HRV) was analyzed in all subjects, resulting in both time and frequency-based metrics. All data was stored in an encrypted, cloud-based, database.

The data collected during the last 30 days of each subject's data (Gold area) were compared to the data collected during the first 30 days of each subject's data (Blue area) to determine any changes in Sleep Time, Time spent in Delta sleep, Time spent in REM sleep, and Non-REM (NREM) sleep quality. Non-REM sleep quality reflects the depth of Light and Delta sleep quantitatively. This metric allows for a more granular assessment of the depth of Non-REM sleep, which provides a more sensitive indicator of quality of Non-REM sleep, which typically comprises 75% of sleep time.

Results:

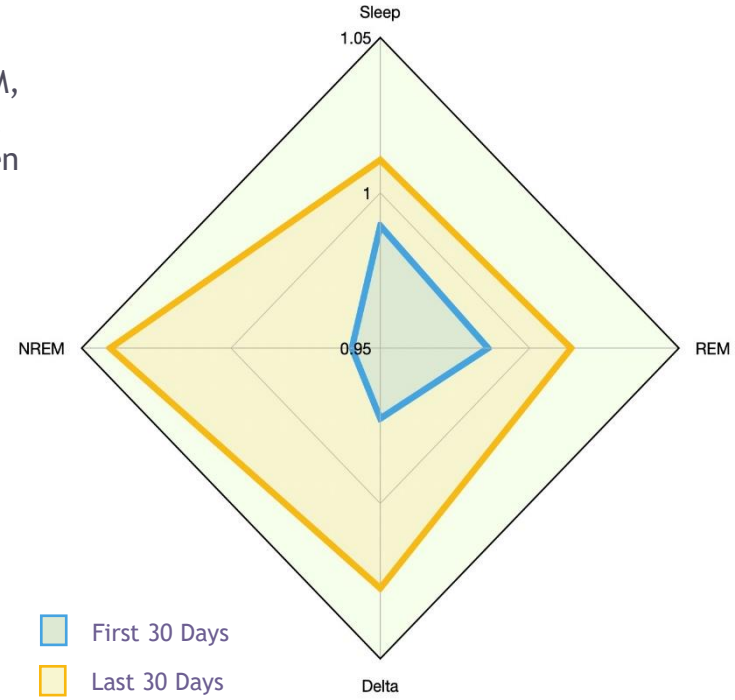
Statistically significant results related to Sleep Time (p = .011), Delta sleep (p = .02), and extremely significant results related to nonREM quality (p = .0000022) were achieved. Of the 67 subjects, 49 (73%) responded positively regarding Non-REM quality, 46 subjects (69%) responded with improved Delta sleep, and Sleep Time. REM sleep did not change to a significant degree. Many of the subjects had reasonable sleep scores early in the study, so there was little chance for meaningful improvement over time. For instance, 33 of the 67 subjects had greater than or equal to 75 minutes (average of 97 minutes) of Delta sleep during the initial period and 20 of those 33 subjects (61%) improved, but only, on average by 1.5%. On the other hand, 26 of the 34 subjects (76%) with initial Delta levels below 75 minutes (average of 55 minutes) improved, on average by 15%, demonstrating that those that were more Delta deficient improved to a greater extent.

Statistics:

This diagram illustrates the substantial improvement in NREM, Sleep Time, Delta Time, and to a lesser extent, REM Time, between the first 30 days (blue area) and last 30 days (gold area) of use.

NREM	p = .0000022
Sleep Time	p = .011
Delta Time	p = .02
REM Time	p = .13

Note: Even during the first 30 days, subjects were receiving treatment.

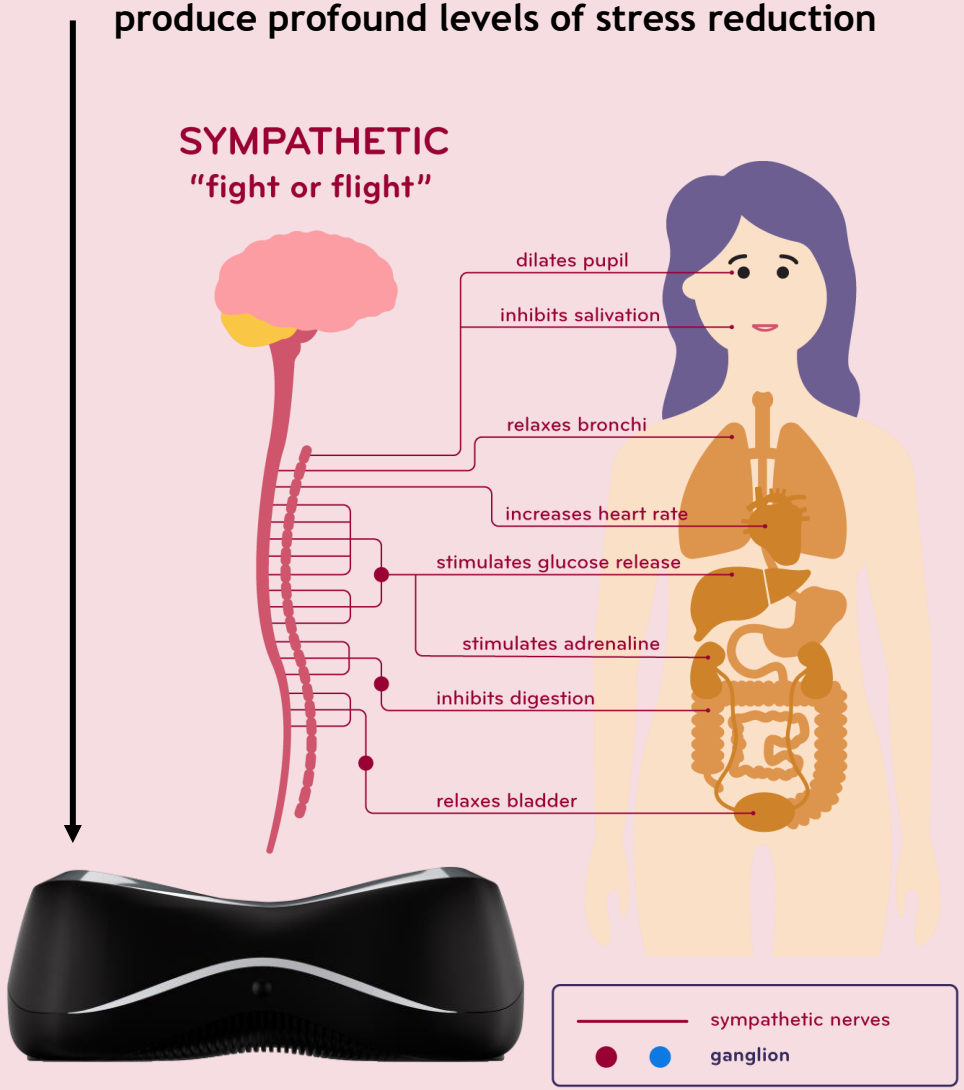


Key Takeaways:

1. The SOLTEC System can improve Delta Sleep and Sleep Time using specific extremely low frequency magnetic waves timed with normally occurring Light and Delta sleep – Real Time Sleep Stage Enhancement. Results improve over time.
2. Non-REM quality is an early sensitive indicator of improved sleep, as it considers the deepening of Light sleep, which often comprises half of the sleep session.
3. Subjects did not receive the benefits of customized (personalized) frequencies for sleep induction and Delta sleep protocols, which had not yet been released.
4. No negative side effects were reported by the subjects.

Stress-Related Illnesses – Healthcare's Biggest Problem

The same frequencies that promote Delta (deep) sleep, produce profound levels of stress reduction



Stress Effects

HAIR
Excessive hair loss and baldness.

BRAIN
Mental and emotional problems such as insomnia, headaches, personality changes, irritability, anxiety and depression.

MOUTH
Ulcers and excessive dryness.

LUNGS
Asthmatic conditions.

HEART
Cardiovascular disease and hypertension.

REPRODUCTIVE ORGANS
Menstrual disorders and recurrent vaginal infections in women. Impotence and premature ejaculation in men.

DIGESTIVE SYSTEM
Aggravate diseases of digestive tract including gastritis, stomach and duodenal ulcers, ulceration, colitis and irritable colon.

MUSCLES
Spasmodic pain in the neck and shoulders. Musculoskeletal aches, lower back pain.

SKIN
Acne, Eczema and Psoriasis. Dull skin.

75-90%
Of All Illnesses

Stress is the common risk factor for 75-90% of all diseases, including the diseases which cause the foremost morbidity and mortality[1].

75-90%
PCP Visits

It has also been estimated that 75-90% of all visits to primary care physicians are for stress-related problems[2].

1. Liu YZ, Wang YX, Jiang CL. Inflammation: The Common Pathway of Stress-Related Diseases. Front Hum Neurosci. 2017 Jun 20;11:316. doi: 10.3389/fnhum.2017.00316. PMID: 28676747; PMCID: PMC5476783.
2. American Academy of Family Physicians Survey, 1988,U.S. News & World Report, December 11, 1995.

Peripheral Neuropathy Improved by Magnetic Neural Entrainment

A Double-Blind, Randomized Controlled, Crossover Study to Evaluate the Effect of Low Frequency Magnetic Stimulation for the Treatment of Peripheral Neuropathy

Principal Investigator: Steven J. Kavros, DPM, MAPWCA, FACCWS

Past Director - Mayo Clinic Vascular Wound Healing Center, Rochester, MN

Past President - American Professional Wound Care Association

Objective: The purpose of this double-blind, placebo-controlled study was to determine whether autonomic (parasympathetic) frequency stimulation would produce a reduction in pain and numbness in subjects with DPN.

Methods: Ten (10) subjects used the device positioned between their feet for thirty (30) minutes daily. The placebo group crossed over to the active group at 4 months. Patients were evaluated and tested once per month for a total of 6 months.

Neurological Examination: Semmes-Weinstein monofilament nylon testing to assess plantar sensation, vibratory tuning fork to assess feeling at the first and fifth metatarsal heads and the medial and lateral malleolus bilaterally.

Results: All 7 of the subjects with pain improved, however 6 subjects had little or no pain at the onset of the study due their advanced disease. All 10 subjects with numbness substantially improved, strongly indicative of peripheral nerve regeneration. All results were statistically significant. The placebo group did not show improvement until using the active device.

Months Used	0 = No Pain		16- Normal		16- Normal	
(A) - Active all 6	5 = Moderate Pain		32 = Reduced		32 = Reduced	
(I) - Placebo 1st 3	10 = Worst Pain		48 = Absent		48 = Absent	
	Pain		**Sensation - Touch**		**Sensation - Vibration**	
Name	**Baseline/M1**	**M5/M6**	**Baseline/M1**	**M5/M6**	**Baseline/M1**	**M5/M6**
K. A. (A)	2.5	2	32	26	32	24
K. H. (A)	0.5	0	37	20	28	17
M. L. (A)	0	0	42	36	40	24
D. N. (A)	6	0	45	16	40	16
A. O.(A)	0	0	46	24	44	16
T. P. (I)	0	0	24	16	22	16
D. R. (I)	0.5	0	29	16	32	16
G. R. (I)	1.5	0	26	20	24	16
B. S. (A)	0.5	0	24	16	22	16
T. T. (I)	3	0	36	16	32	16
Mean	1.45	0.2	34.1	20.6	31.6	17.7
P-Value	**0.033843818**		**0.000266017**		**0.000129727**	

K. A. (A)	Continued intermittent use
K. H. (A)	Continues to feel better. Increase in sensation.
M. L. (A)	Walking and balance improved; vibratory sensation better
D. N. (A)	Better sensation. "Balance seems better." "Safer in shower"
A. O.(A)	Significant increase in sensation, very aware of ground and shoes
T. P. (I)	Good sensation. Sees improvement. Without pedal/ankle edema.
D. R. (I)	Good sensation; much less numbness
G. R. (I)	Patient improved; especially forefoot
B. S. (A)	Better feeling overall. Good balance and lack of night discomfort
T. T. (I)	Continues to feel more sensation. Can feel hot and cold better now.

Peripheral Neuropathy Proposed De Novo FDA Submission
(Assumption: Clinical Safety and Efficacy Study)

Clinical Study & Filing Assumptions

- 30-patient prospective study, IRB approved
- 6-month follow-up; interim analysis at 4 months
- Primary endpoints: pain reduction and sensory restoration
- Secondary endpoint: wound healing
- Clinical Study Cost: $90,000
- Filing Costs: $100,000

In The Future, Management Anticipates Submitting 510(k) Clearance Applications For Insomnia & Anxiety Claims After The FDA Grants Marketing Authorization For Peripheral Neuropathy

Go-To-Market & Exit Through Strategic Partnerships

Strategies

For Awareness, Credibility, Partnerships, & Sales Generation

- Public Relations
- Social Media
- Influencers
- E-Commerce

Partnerships

Med Tech Development Partners

- Stress-Related Illnesses
- Erectile Dysfunction
- Movement Disorders
- Alzheimer's Disease

Partnerships

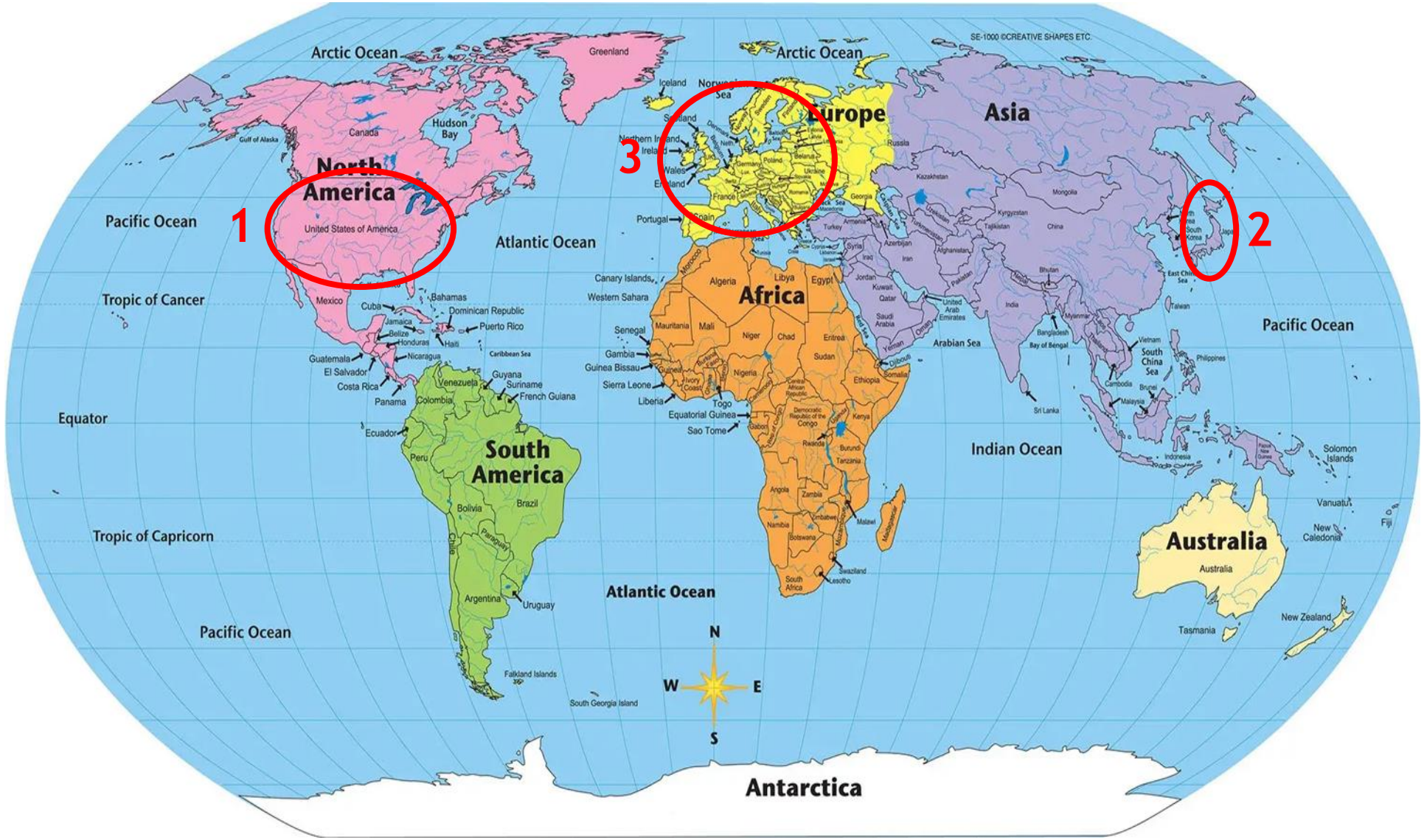
Consumer & Medical Distribution Partners

- Wearable companies to co-sell Z•GEN for Sleep and Stress Reduction on a non-exclusive basis.
- Med Tech Company(s) for DPN, exclusive per geography.

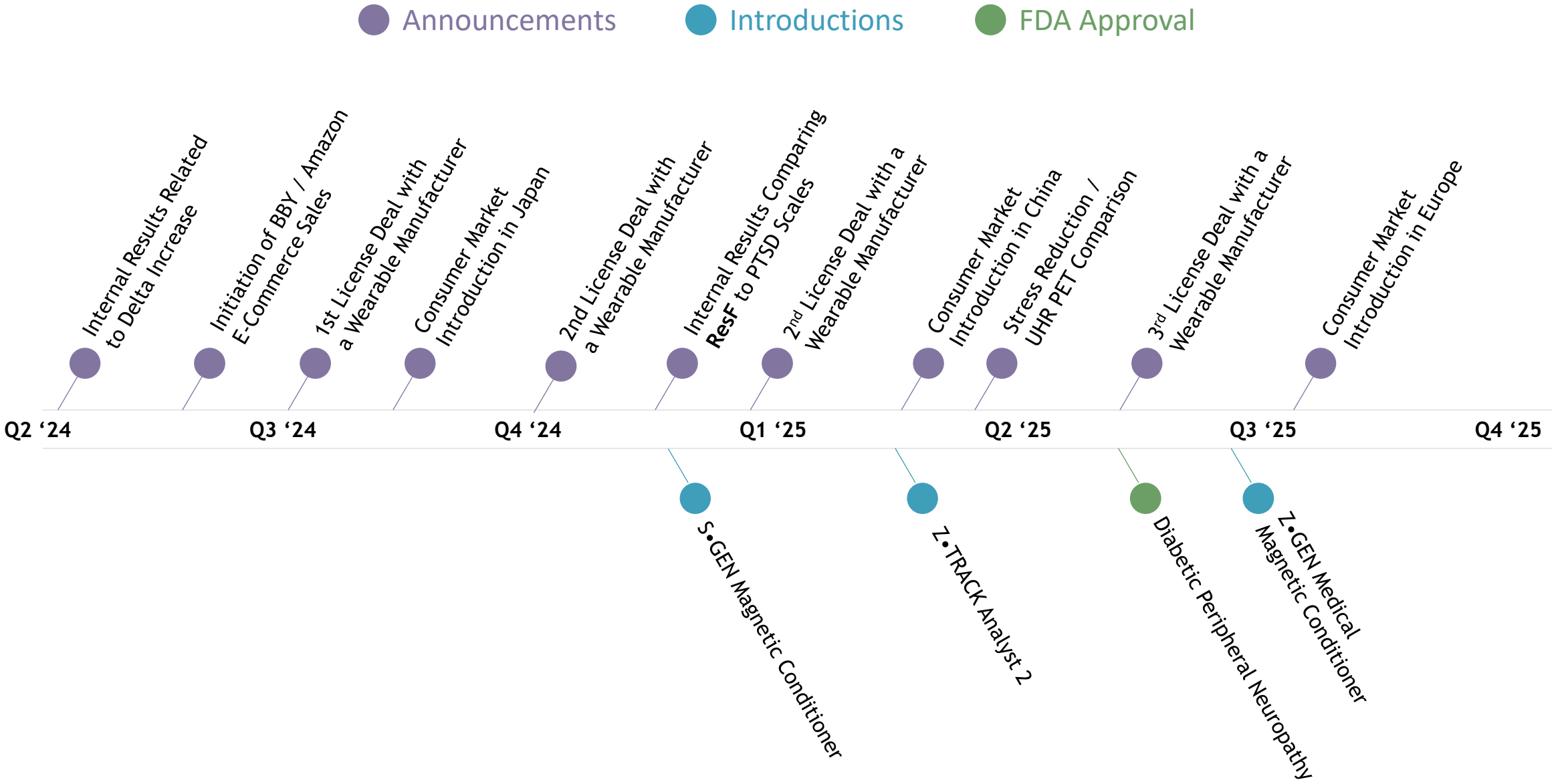
We Plan To Reach Out To 50 Potential Partners

OMRON, Boston Scientific, Fisher & Paykel Healthcare, Medtronic, Johnson & Johnson, Lifescan, Teladoc Health, Inspire Sleep Apnea Innovation, Peloton, BigHealth, Eight Sleep, Refresh Mental Health, cerevel, Optum, Masimo, Ascensia Diabetes Care, Tandem Diabetes Care, Novartis, Altos, Retro Biosciences, sleep number, alector, Mitsubishi Tanabe Pharma, Calm, Abbott, Samsung, Hologic, Denali Therapeutics, Biogen, Roche, AC Immune, spring health, Best Buy Health, lyra, Modern Health, Livongo, headspace, Oura, Whoop, Garmin, Amgen, ResMed, nevro, LifeFitness interactive fitness solutions, dexcom, novo nordisk, abbvie, Zimmer Biomet, Philips, Terumo, sanofi, Exact Sciences, PHC Group

Geographic Expansion: Asia Before Europe



Awareness Generation: Planned Press Release Timeline



Planned Use Of Proceeds (2024 - 2025) $2.5M Raise

Capitalize on what we have and Build for the Future

- $250,000 - Research and Development
  - Clinical research
  - Furthering Product Development extending the technology
- $800,000 - Product Launch
  - Including Asian partner development, with particular focus on Japan and Korea
  - Development of Affiliate/B2B Sales for Consumer Applications
- $550,000 - Inventory
- $700,000 - General Corporate
  - Including regulatory and legal support

A Visionary Leader and Serial Entrepreneur and Management Team Capable of Launching a New Industry

SOLTEC HEALTH is led by Dan Cohen, MD, a neurologist, inventor, and strategic marketer.

Dan Cohen MD, Chairman, CEO, and Co-Founder

"SOLTEC Health is ready to launch a revolutionary sleep and stress-reduction product, but more importantly, this will lead to a new industry comprised of consumer and professional medical products that will dramatically change healthcare globally."

Dr. Cohen, a Neurologist, co-founded and managed CNS, Inc. CNS.

- Lead developer of brainwave monitors and sleep disorders diagnostic equipment
- Developer and marketer of the **Breathe Right®** nasal strip and
- **FiberChoice™** chewable fiber supplement

CNS was acquired by GlaxoSmithKline in 2006 for $566M.

Creative Marketing & Selling Strategies

- Conducted 400 radio interviews to force distribution into 40,000 US retail outlets, pre-internet.
- Enlisted > 150 NFL players to wear the strip at no cost.
- Developed and sold an automation analysis product to sleep labs, enabling growth from 300 to 3,000+ labs during the '80s & '90s.

Scientific Breakthroughs & Discoveries

- Developed the metrics and automated the analysis of the data measured in sleep labs with high clinical accuracy. Then extended the technology for home use. **All FDA-cleared.**
- Discovered the key heart rate variability metrics associated with each stage of sleep to effectively stage sleep. Discovered how to use magnetic frequencies to enhance sleep stages in real-time and induce sleep and deep states of relaxation and meditation. Discovered how to utilize habituation and entrainment methods to impact health.
- Proved that plastic within a bandaid could improve nasal breathing like a decongestant or nasal spray without any drug-induced side effects.

A Seasoned & Accomplished Management Team

Bob Hiben, CFO

- Served as a CFO for more than 30 years, providing finance, administrative and operational leadership to several entrepreneurial organizations including Halo Innovations, HighJump Software and Funco Inc.
- During his 11 years with Halo, revenues grew from $6 million to $50 million, and the company achieved strong EBITDA results. Sold in 2016. FuncoLand grew explosively (annual revenues from $6M to $220 million), completed an IPO and follow-on, and culminated in a successful sale to Barnes and Noble during his eight-year tenure.

Dave Campbell, VP Marketing

- Over 30 years in consumer-packaged goods, health and wellness, and healthcare innovation with Pillsbury, Thomson Reuters, Life Time Fitness, United Healthcare and Qualcomm.
- Record of consistent profitable growth, improved engagement and NPS scores and marketing effectiveness in executive roles spanning marketing, M&A, new ventures, and general management.
- In his 7 years as CMO at Life Time Fitness, Dave tripled store count, delivered same-store CAGR of 21%, improved NPS by 43% and reduced cost per acquired member by 26%.

Peter Weissman, COO

- More than 25 years of experience in the medical device industry Proven track record in launching innovative products on a global scale for Fortune 500 and startup companies.
- As a senior marketing executive at Smith & Nephew, he led a global team of marketing, sales and R&D professionals for the Company's $200 million knee arthroscopy business.
- During his tenure, Peter spearheaded the introduction of new products and management of surgeon relationships, resulting in 20% growth for the franchise.

Barry McMahon, VP Creative

- 30 years of experience in crafting creative solutions for a range of businesses and industries. His expertise spans web design, graphic arts, branding, app development, animation and video production.
- Years of design work for Prince produced some of the best loved moments of the artist's career. McMahon's scenic film credits include A Simple Plan, Grumpy Old Men and Little Big League.

Six Year Forward Projections*	**Year 1**	**Year 2**	**Year 3**	**Year 4**	**Year 5**	**Year 6**
($ in 000's)						
Product Net Sales	$ 1,703	$ 10,063	$ 52,377	$ 215,113	$ 679,705	$ 1,721,349
Licensed Revenue	-	3,830	14,454	48,759	123,161	230,434
Net Revenue	1,703	13,893	66,831	263,873	802,866	1,951,782
Cost of Good Sold	602	3,271	15,326	60,205	185,374	462,074
Product Gross Margin	1,101	6,792	37,051	154,909	494,331	1,259,274
Product Margin %	65%	67%	71%	72%	73%	73%
Gross Margin (incl License Rev)	1,101	10,622	51,505	203,668	617,492	1,489,708
Operating Expenses:						
Sales & Marketing	1,353	4,366	18,277	66,155	195,165	459,214
Research & Development	774	1,264	3,212	5,795	9,389	12,220
Manufacturing Operations	125	588	1,168	2,423	8,293	19,485
Clinical & Regulatory	224	476	757	1,380	2,815	3,941
General & Administrative	1,727	4,417	8,461	12,840	18,169	23,382
Royalties	204	1,667	8,020	31,665	96,344	234,214
Total Operating Expense	4,393	12,778	39,895	120,258	330,174	752,455
Operating Income (Loss)	(3,293)	(2,156)	11,610	83,411	287,319	737,253
Less: Provision for Tax	-	-	-	25,857	89,069	228,548
Net Income (Loss)	$ (3,293)	$ (2,156)	$ 11,610	$ 57,553	$ 198,250	$ 508,705

*** The entirety of this spreadsheet consists of "forward-looking statements". Please see Risk Disclosures.**

Management Comments on the Financial Projections

- General:
  - Projections based on multiple revenue streams (Domestic and Int'l) including Consumer, Medical, Licensed and Recurring Subscriptions.
    - International and Licensed Revenue begin by Q1 2025; Medical (initially through DPN) by Q1 2026.
  - Consumer product pricing begins at $1,299, with Medical $2,999
  - Stellar product margins – approximating 70% on Consumer, 75% on Medical
  - Achieves Positive Net Income and Cash Flow Q1 of Year 3
- Opportunities
  - Medical applications provide opportunity for revenue upside
  - Possible revenue gains through higher than planned adoption rates in International and Domestic Markets
  - Possible profit enchantment through margin improvement and cost leveraging on higher revenue.
- Risks
  - Risk if revenue opportunities don't develop as projected
  - Risks relating to the regulatory approval process for our medical applications
  - Risks relating to management execution, financing availability, economic conditions, competition, and other factors; please see "Risk Disclosures."

Summary Terms - $2.5M Raise

- Size of offering: up to $2.5 million
- Securities to be offered: Unsecured Convertible Notes
- Minimum investment size: $100,000, accredited investors only
- 10% annual simple interest
- No payment of principal or interest due other than on an Event of Default
- Notes mature March 31, 2027
- 20% warrant coverage on the first $1.25 million of investment proceeds
- Conversion features:
  - Automatic conversion upon completion of the Company's Next Financing which raises minimum equity capital of $2.5 million at **lessor** of (a) 80% of the offering price per share of Next Financing, or (b) $11.00
  - Maturity conversion price per share of $9.00
  - Optional conversion into shares of common stock prior to completion of Next Financing or the Maturity Date at a price per share of $11.00. Pre-money valuation at the optional conversion price is approximately $84.6 million
- Safe harbor: 1933 Securities Act, Regulation D, Section 506(c)
- The offering is being made through a Note Purchase Agreement which will include extensive risk disclosures
- We are anticipating a follow-on Institutional round in the 2nd half of 2024. See Appendix

Top 10 Takeaways For Investors

1. The SOLTEC Health System is not just another wearable monitor. It provides both monitoring and therapy. The therapy has been scientifically proven to be effective.
2. The SOLTEC System addresses several multi-billion-dollar markets and will add more in the future.
3. SOLTEC has an IP portfolio of Issued and Pending Patents and a Trade Secrets file.
4. The therapy provided by Z•GEN can be interfaced with wearables manufactured by other companies, providing a licensing and distribution opportunity.
5. The therapy is automatically personalized for each user. Machine learning provides real time sleep stage enhancement & personalized frequency protocols for sleep and stress reduction.
6. We lose Delta (deep) sleep as we age. The SOLTEC System can restore Delta sleep, demonstrating central nervous system regeneration. Delta sleep causes cell repair, regeneration, improved immune system functioning, and growth hormone secretion.
7. SOLTEC Health has successfully completed a clinical study on Diabetic Peripheral Neuropathy, demonstrated peripheral nerve regeneration, and will be seeking FDA approval for this indication.
8. SOLTEC has a well-defined product and applications pipeline that will dramatically enhance its' value.
9. SOLTEC Health has a knowledgeable complement of Executives.
10. SOLTEC Health has defined its' go-to-market and Exit strategies for its' platform technology.

A Neuromodulation Technology Dedicated To Peripheral and Central Nervous System Activation and Regeneration

Risk Disclosures

Incompleteness of information; **investor due diligence required.** This Company Profile contains selected information about the Company and does not purport to be all-inclusive. The Company materials do not contain all the information that may be required to evaluate an investment in the Company. The delivery of the Company materials does not imply that the information contained herein is correct as of any time after its release date. No reliance should be placed on the information and no representation or warranty, express or implied is made by SOLTEC Health or any of its respective directors or employees or any other person, nor on any registered broker-dealers associated with this offering, and no liability whatsoever is accepted by any such entity or person, in relation thereto. Further due diligence by investors is required before making any definitive commitments. Potential investors should consult with their professional advisers with respect to legal and financial matters, as well as federal, state, and local tax consequences of an investment in the Company.

Forward-looking statements: This Company Profile contains financial projections as well as references to potential future events, possible outcomes, and projected growth (known as "forward-looking statements" under federal securities law). Readers are cautioned not to assume that the forward-looking statements will prove true. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, contributing to the possibility that the forward-looking statements and projections may miss the mark; this may cause the Company's actual performance and financial results in future periods to differ materially from the forward-looking statements and projections.

Final terms of any offering will be contained in a Subscription Agreement; joinder to Bylaws and Shareholder Agreement. The Company material is indicative, and it should not be construed as a final offering. Such an offering may be made only by the Company through approved offering documents, including a definitive Subscription Agreement, a joinder of the investor to the Company's Bylaws and Shareholder Agreement, and any other documents that pertain to the offering (collectively, the "offering documents"). The final terms of any offer will be found only in the offering documents. Offering terms are subject to change or withdrawal without notice.

High degree of risk: The purchase of RRR securities involves a high degree of risk. You should carefully review the investment risks in the applicable offering documents prior to making an investment. Investors in early-stage companies should be aware that their investment may be impaired, or even rendered worthless, by exposure to numerous risks, including but not limited to (not in rank order of likelihood): risks relating to the US Food and Drug Administration as to timely approval of drugs, devices, or new indications for existing drugs and devices; patent and trademark risk; federal and/or state legislation or regulation; risks related to legitimate medical use of psychedelic drugs, including legal and regulatory hurdles, unintended side effects, and drug and device tolerance or habituation; litigation; mistakes in strategy and tactics; shortcomings in management execution; challenges from competitors; failures in protection of intellectual property; difficulties in financing; equity dilution; loss of key personnel; incidents of epidemic disease, war, mass violence, and natural or man-made disasters; macro-and micro-economic setbacks; operational difficulties; infrastructure failures; and technological risks.

Not a public security: restricted liquidity. The potential offering would seek exemption from registration under 17 CFR §230.506(c), as promulgated under the Securities Act (1933) and the JOBS Act (2012). Offerings seeking this exemption must verify the accredited status of each investor and keep archival records of that verification process. There is no assurance that the securities will ever be registered or will trade on an exchange. There are restrictions on the transfer of securities contained in the Operating Agreement, which should be studied with care. Certificates of ownership, whether physical or virtual, will include a legend informing any prospective purchasers or assignees of such restrictions.

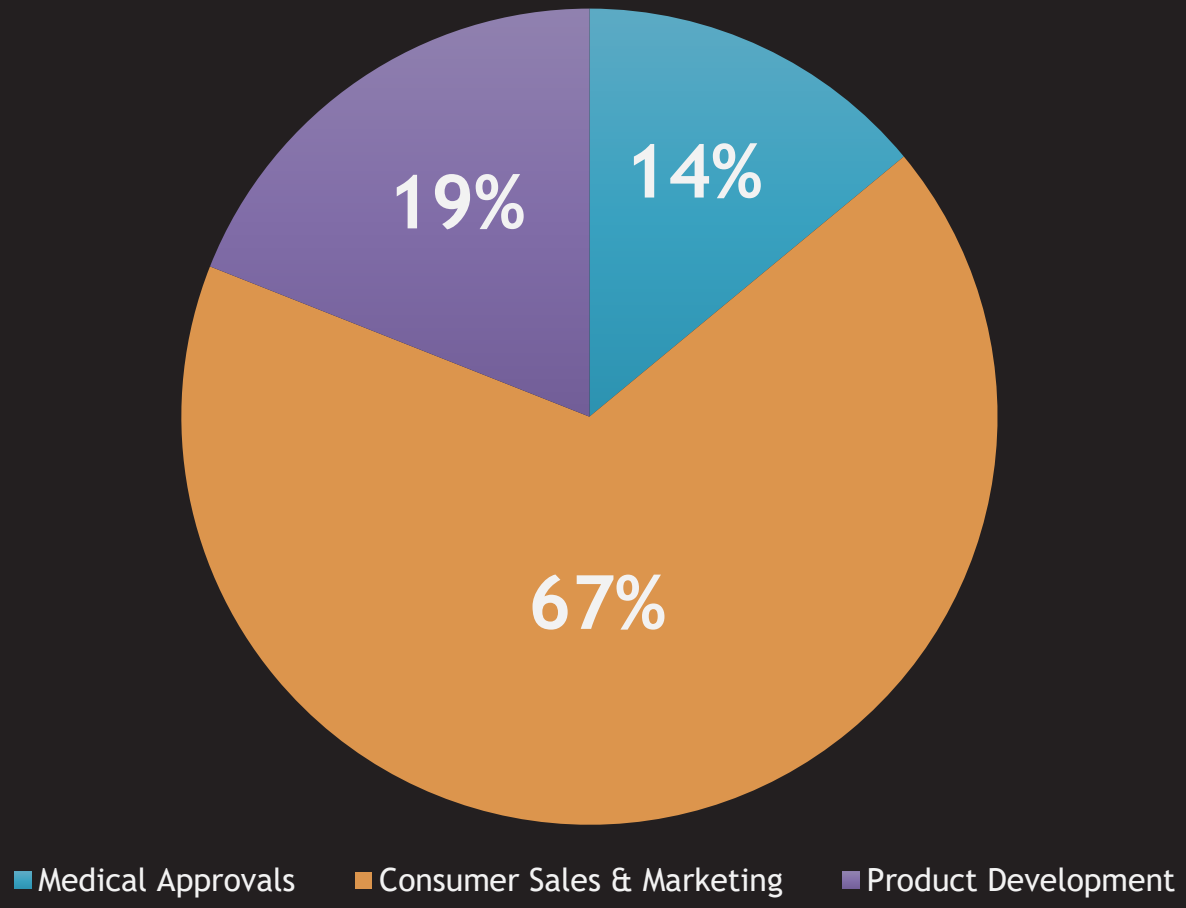
Appendix

SOLTEC•Health's Patent Portfolio

ROUND RIVER RESEARCH INTELLECTUAL PROPERTY PORTFOLIO				
M38712.00067	DEVICE FOR SYNCHRONIZED SOUND, VIBRATION AND MAGNETIC FIELD STIMULATION	US	Sep 28, 2022	Pending
M38712.00054	DEVICE FOR SYNCHRONIZED SOUND, VIBRATION AND MAGNETIC FIELD STIMULATION	US	Apr 20, 2018	Issued
M38712.00072	DUAL MAGNET APPARATUS AND METHOD FOR GENERATING A MAGNETIC STIMULATION FOR THERAPEUTIC APPLICATIONS	US	Sep 14, 2023	Pending
M38712.00070	SENSING AND CONTROL DEVICE AND METHOD FOR A MAGNETIC PULSATION STIMULATION SESSION	US	Aug 9, 2023	Pending
M38712.00044	SOUND AND VIBRATION TRANSMISSION DEVICE	US	Jul 6, 2013	Issued
M38712.00040	SOUND AND VIBRATION TRANSMISSION PAD AND SYSTEM	US	Apr 4, 2011	Issued
M38712.00026	SOUND AND VIBRATION TRANSMISSION PAD AND SYSTEM	US	May 13, 2009	Issued
M38712.00060	SYSTEMS AND METHODS FOR MODULATED MULTI-SPECTRAL MAGNETIC STIMULATION	US	Oct 30, 2019	Pending
M38712.00071	USER CONTROLLABLE METHOD AND APPARATUS AND FOR GENERATING A MAGNETIC STIMULATION FOR THERAPEUTIC APPLICATIONS	US	Sep 18, 2023	Pending
M38712.00063	SYSTEMS AND METHODS FOR MODULATED MULTI-SPECTRAL MAGNETIC STIMULATION	IN	Oct 30, 2019	Pending
M38712.00066	SYSTEMS AND METHODS FOR MODULATED MULTI-SPECTRAL MAGNETIC STIMULATION	AU	Oct 30, 2019	Pending
M38712.00069	SYSTEMS AND METHODS FOR MODULATED MULTI-SPECTRAL MAGNETIC STIMULATION	IN	Oct 30, 2019	Pending
M38712.00062	SYSTEMS AND METHODS FOR MODULATED MULTI-SPECTRAL MAGNETIC STIMULATION	JP	Oct 30, 2019	Pending
M38712.00065	SYSTEMS AND METHODS FOR MODULATED MULTI-SPECTRAL MAGNETIC STIMULATION	MX	Oct 30, 2019	Pending
M38712.00061	SYSTEMS AND METHODS FOR MODULATED MULTL-SPECTRAL MAGNETIC STIMULATION	EP	Oct 30, 2019	Pending
M38712.00064	SYSTEMS AND METHODS FOR MODULATED MULTL-SPECTRAL MAGNETIC STIMULATION	CA	Oct 30, 2019	Pending
M38712.TBD.1	AN INDIRECT NEUROMODULATION THERAPY FOR ABNORMAL SLEEP	US	Jan 2024	Pending Filing
M38712.TBD.2	AN INDIRECT NEUROMODULATION THERAPY FOR ABNORMAL SLEEP	IN	Jan 2024	Pending Filing
M38712.TBD.3	AN INDIRECT NEUROMODULATION THERAPY FOR ABNORMAL SLEEP	JP	Jan 2024	Pending Filing
M38712.TBD.4	AN INDIRECT NEUROMODULATION THERAPY FOR ABNORMAL SLEEP	MX	Jan 2024	Pending Filing
M38712.TBD.5	AN INDIRECT NEUROMODULATION THERAPY FOR ABNORMAL SLEEP	EP	Jan 2024	Pending Filing
M38712.TBD.6	AN INDIRECT NEUROMODULATION THERAPY FOR ABNORMAL SLEEP	CA	Jan 2024	Pending Filing
M38712.TBD.7	AN INDIRECT NEUROMODULATION THERAPY FOR ABNORMAL SLEEP	AU	Jan 2024	Pending Filing
M38712.TBD.8	SYSTEMS AND METHODS FOR INDIRECT NEUROMODULATION THERAPIES FOR NEURAL DISORDERS	US	Feb 2024	Pending Filing
M38712.TBD.9	SYSTEMS AND METHODS FOR INDIRECT NEUROMODULATION THERAPIES FOR NEURAL DISORDERS	IN	Feb 2024	Pending Filing
M38712.TBD.10	SYSTEMS AND METHODS FOR INDIRECT NEUROMODULATION THERAPIES FOR NEURAL DISORDERS	JP	Feb 2024	Pending Filing
M38712.TBD.11	SYSTEMS AND METHODS FOR INDIRECT NEUROMODULATION THERAPIES FOR NEURAL DISORDERS	MX	Feb 2024	Pending Filing
M38712.TBD.12	SYSTEMS AND METHODS FOR INDIRECT NEUROMODULATION THERAPIES FOR NEURAL DISORDERS	EP	Feb 2024	Pending Filing
M38712.TBD.13	SYSTEMS AND METHODS FOR INDIRECT NEUROMODULATION THERAPIES FOR NEURAL DISORDERS	CA	Feb 2024	Pending Filing
M38712.TBD.14	SYSTEMS AND METHODS FOR INDIRECT NEUROMODULATION THERAPIES FOR NEURAL DISORDERS	AU	Feb 2024	Pending Filing

Planned Use Of Proceeds (2024 - 2025) $10M Raise

Capitalize on what we have and Build for the Future



Medical Approvals 1.25M
(DPN, Anxiety/PTSD, Insomnia)

Regulatory Affairs	0.35M
FDA Clinical Studies	0.5M
Proof of Concept Clinicals	0.4M

Consumer Sales & Marketing 6.0M
(For Existing Applications – Sleep & Stress)

Influencers & PR	1.0M
Customer Support	1.5M
DTC Market Development	3.0M
Affiliate & Best Buy Sales	0.25M
Z•GEN Licensing	0.25M

Product Development 1.75M
(S•GEN, Z•TRACK 2, Z•GEN Medical)

Summary Terms* - $10M Raise

- Size of offering: up to $10 million, plus management over-allocation option (“greenshoe”) of up to $1 million
- Nature of offering: Series Seed Convertible Preferred Stock
- Minimum size of offering: no minimum
- Minimum investment size: $100,000, accredited investors only
- Safe harbor: 1933 Securities Act, Regulation D, Section 506(c)
- Liquidation preference: 1x non-participating
- Rights and duties: standard Series Seed terms, including pro-rata participation rights, optional conversion, forced conversion
- Governing law : State of Minnesota
- Restricted shares—limited liquidity—no guarantee of public listing

*Proposed terms; the final terms of this offering will be contained exclusively in the Purchase Agreement.