



FORM NCFP INSTRUCTIONS (Revised April 2017)

This document provides instructions for completion and filing of the Form North Carolina Intrastate Funding Portal (Form NCFP). The Form NCFP is used to register with the Administrator as a North Carolina Intrastate Funding Portal (Funding Portal). The Form NCFP may be accessed online and downloaded at: <https://www.sosnc.gov/sec/crowdfunding.aspx>.

Items you will need to complete this form:

- Your company's business formation and registration documents,
- Any contracts between you, your company and any service providers who will help you operate your funding portal,
- A sample escrow agreement.

General Instructions:

- Do not staple or bind your application materials together.
- Submit your application and attachments on "letter" size (8.5" x 11") white paper in single-side (simplex) format if possible.
- Type or clearly print in black ink responses in the spaces provided.
- If answer(s) require more space than the form permits, provide a comprehensive attachment to this document. Identify individual responses with the corresponding item number(s) provided on this form.

Additional Resources

- NC PACES Act - G.S. 78A-17.1 ([click here](#))
- Rules governing an claim of exemption under the NC PACES Act - 18 NCAC 06A .2000. ([click here](#))
- FAQs published on the Secretary of State's website. ([click here](#))

Instructions for Individual Line Items:

Checkbox. Check this box if you have already filed a Form NCFP or if this is an annual amendment.

Item 1. State the full legal name of the company. If your company's legal name has changed, submit a copy of the document making the legal name change.

Item 2.

Sub a. State the State where you established your company.

Sub b. State the date your company was formed. If you do not know this date, you can often find it on the state website where you formed the company.

Sub c. State the type of business entity. Examples are corporations, nonprofit corporations, limited liability companies (LLC), limited partnership (LP), etc.

Item 3.

Sub a. State your company's principal street address with sufficient detail to enable delivery of certified mail. A Post Office Box address is not acceptable.

- Item 4.** State the name and title of the person we should contact if we have any questions.
Sub a. State the contact person's telephone number including area code and extension.
Sub b. State the email address of the contact person.
- Item 5.** State the company's office telephone number including area code and extension.
- Item 6.** State the email address of the contact at the company's office who will handle the funding portal's inquiries.
- Item 7.** State all the Internet site addresses that your company will use to promote and offer securities in North Carolina.
- Items 8 and 9.** State the name of your company's registered agent and its address including full address, city, state, and zip code with sufficient detail to enable delivery of certified mail.
- Item 10.** State the names and titles of every person who will be responsible for filing amendments to the Form NCFP. That could include you, employees of your company, consultants, friends, family, and any person or company that you contract to help you. If you need more space, attach a page and note the number of the item you are answering.
- Item 11.** State the names and titles of every officer, director, or person occupying a similar status. You are only required to list people who work at an executive or managerial capacity. If you need more space, attach a page and note the number of the item you are answering.
- Item 12.** Please be as specific as possible when answering this question. If you need more space, attach a page and note the number of the item you are answering.
- Item 13.** State the name of the entity that you intend to use as the escrow agent to administer the escrow account on behalf of your issuers.
- Item 14.** By signing this form you are telling us that you understand and that you agree with each of the statements listed in Item 14. If you have any questions, you should conduct your own research or contact an attorney.
- Item 15.** Your attachments may be uploaded as one document or individually.
Sub a. Include your sample escrow agreement. An escrow agreement is one between the Funding Portal, the escrow agent, and a potential issuer.
Sub b. Include contracts between the Funding Portal and service provider(s) that facilitate the transferring of investor funds to the escrow account, and also include contracts between those service providers and the institutions where the funds are ultimately held.
- Item 16.** By signing this form you are telling us that you are authorized to sign on behalf of the company, and that you understand and agree with each of the statements listed in Item 16. If you have any questions, you may contact the Securities Division at 919-807-2100 or secdiv@sosnc.gov.