



# SV Latam Fund II, LP

## Unaudited financial statements

For the period from July 1, 2023 to September 30, 2023

# SV Latam Fund II, LP

## Statement of assets, liabilities, and partners' capital

September 30, 2023

### Assets

Investments, at fair value (cost \$15,346,849)	\$	17,860,159
Cash		89,108
Capital contributions receivable		219,072
<b>Total assets</b>		<b>18,168,339</b>

### Liabilities and partners' capital

#### Liabilities

Due to related parties		887
Deferred capital calls		101,759
Accounts payable		800
<b>Total liabilities</b>		<b>103,446</b>

#### Partners' capital

<b>Total partners' capital</b>		<b>18,064,893</b>
<b>Total liabilities and partners' capital</b>	\$	<b>18,168,339</b>

# SV Latam Fund II, LP

## Schedule of investments

September 30, 2023

Investments, at fair value	Inv't. date	Shares	Cost	Fair value	Unrealized gain (loss)	Cost/share	Fair value/share
<b>Ares Materials, Inc.</b>							
Series A Preferred	06/27/2019	9,921,946	\$ 1,500,000	\$ 1,500,000	\$ —	\$ 0.15	\$ 0.15
<b>Biomakers, Inc.</b>							
SAFE	12/16/2021	—	1,000,000	2,320,200	1,320,200	—	—
<b>Compound Foods, Inc.</b>							
		—	1,200,000	1,200,000	—	—	—
SAFE	09/27/2020	—	200,000	200,000	—	—	—
SAFE	03/25/2021	—	1,000,000	1,000,000	—	—	—
<b>Cubbo Holdings Limited</b>							
Series Seed-1 Preferred	11/08/2021	856,245	900,000	900,000	—	1.05	1.05
<b>DProtein Inc.</b>							
		—	200,000	200,000	—	—	—
SAFE	07/23/2021	—	100,000	100,000	—	—	—
SAFE	11/15/2022	—	20,000	20,000	—	—	—
SAFE	05/18/2023	—	80,000	80,000	—	—	—
<b>Encellin, Inc.</b>							
Series Seed-1 Preferred	06/28/2019	1,357,632	1,250,000	2,539,994	1,289,994	0.92	1.87
<b>Equator Therapeutics, Inc.</b>							
SAFE	12/14/2021	—	500,000	500,000	—	—	—
<b>Fiado, Inc.</b>							
		—	750,000	750,000	—	—	—
SAFE	08/03/2021	—	500,000	500,000	—	—	—
SAFE	10/29/2021	—	250,000	250,000	—	—	—

## SV Latam Fund II, LP

### Schedule of investments (continued)

September 30, 2023

Investments, at fair value	Invt. date	Shares	Cost	Fair value	Unrealized gain (loss)	Cost/share	Fair value/share
<b>Finless Foods Inc.</b>							
Series A-3 Preferred	09/11/2020	336,020	\$ 245,093	\$ 1,132,119	\$ 887,026	\$ 0.73	\$ 3.37
<b>GEn1E Lifesciences Inc.</b>							
		<b>1,319,190</b>	<b>1,000,000</b>	<b>2,342,725</b>	<b>1,342,725</b>	—	—
Series Seed-3 Preferred	12/06/2022	520,724	500,000	1,417,965	917,965	0.96	2.72
Series Seed-4 Preferred	12/06/2022	798,466	500,000	924,760	424,760	0.63	1.16
<b>ItsMello Inc.</b>							
SAFE	09/03/2021	—	250,000	—	(250,000)	—	—
<b>Justo Inc.</b>							
		<b>953,670</b>	<b>647,640</b>	<b>1,462,510</b>	<b>814,870</b>	—	—
Series A Preferred	03/26/2021	86,454	73,820	132,583	58,763	0.85	1.53
Series A-9 Preferred	03/26/2021	780,762	500,000	1,197,345	697,345	0.64	1.53
Series A Preferred	08/26/2021	86,454	73,820	132,582	58,762	0.85	1.53
<b>LHVF LLC -- DBA 'Canal DStak</b>							
SAFE	11/05/2021	—	500,000	127,835	(372,165)	—	—
<b>Micro Meat, Inc.</b>							
SAFE	05/10/2021	—	250,000	—	(250,000)	—	—
<b>Musa Technology, LLC</b>							
Series A-2 Preferred	09/30/2021	702,350	304,118	1,261,280	957,162	0.43	1.80

## SV Latam Fund II, LP

### Schedule of investments (continued)

September 30, 2023

Investments, at fair value	Invt. date	Shares	Cost	Fair value	Unrealized gain (loss)	Cost/share	Fair value/share
<b>Oyster Financial Inc.</b>		<b>2,099,529</b>	<b>\$ 1,850,000</b>	<b>\$ —</b>	<b>\$ (1,850,000)</b>	<b>\$ —</b>	<b>\$ —</b>
Series Seed-1 Preferred	03/12/2019	1,694,277	900,000	—	(900,000)	0.53	—
Series Seed-2 Preferred	02/28/2020	405,252	500,000	—	(500,000)	1.23	—
Promissory Note	03/14/2022	—	250,000	—	(250,000)	—	—
Promissory Note	03/31/2022	—	200,000	—	(200,000)	—	—
<b>PRIXZ, INC.</b>							
Series A-1 Preferred	04/15/2022	62,988	1,000,000	1,000,000	—	15.88	15.88
<b>Retail Integrated Ltd. -- DBA 'Mercê do Bairro'</b>		<b>730,302</b>	<b>1,499,998</b>	<b>123,496</b>	<b>(1,376,502)</b>	<b>—</b>	<b>—</b>
Series A Preference	09/02/2021	530,302	1,299,998	—	(1,299,998)	2.45	—
Series A-1 Preferred	09/08/2021	200,000	200,000	123,496	(76,504)	1.00	0.62
<b>Torch Systems Inc.</b>							
SAFE	11/10/2021	—	500,000	500,000	—	—	—
<b>Total</b>			<b>\$ 15,346,849</b>	<b>\$ 17,860,159</b>	<b>\$ 2,513,310</b>		

Asset type	Fair value as of September 30, 2023
Preferred stock	\$12,262,124
Convertible promissory note/SAFEs	5,598,035

# SV Latam Fund II, LP

## Statement of operations

For the period from July 1, 2023 to September 30, 2023

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### Expenses

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Management fees	\$	130,122
Other expenses		70,867
<i>Fund administration fees</i>		6,250
<i>Tax preparation fees</i>		2,500
<i>Legal fees</i>		555
<b>Total professional fees</b>		<b>9,305</b>
<b>Total expenses</b>		<b>210,294</b>
<b>Net investment loss</b>		<b>(210,294)</b>

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### Unrealized gain (loss) from investments

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Unrealized loss on investments		(1,493,475)
<b>Net loss from investments</b>		<b>(1,493,475)</b>
<b>Net decrease in partners' capital from operations</b>		<b>\$ (1,703,769)</b>

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## SV Latam Fund II, LP

### Statement of changes in partners' capital

For the period from July 1, 2023 to September 30, 2023

	General Partner		Limited Partners		Total
<b>Partners' capital, beginning of period</b>	\$	<b>894,153</b>	\$	<b>18,874,509</b>	\$ <b>19,768,662</b>
Management fees		—		(130,122)	(130,122)
Net operating income (loss)		(2,610)		(77,562)	(80,172)
Unrealized gain (loss)		(48,614)		(1,444,861)	(1,493,475)
Carried interest accrued		(177,423)		177,423	—
<b>Partners' capital, end of period</b>	\$	<b>665,506</b>	\$	<b>17,399,387</b>	\$ <b>18,064,893</b>

# SV Latam Fund II, LP

## Statement of cash flows

For the period from July 1, 2023 to September 30, 2023

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### Cash flows from operating activities

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Net decrease in partners' capital from operations	\$	(1,703,769)
Adjustments to reconcile net decrease in partners' capital from operations to net cash used in operating activities:		
Unrealized loss on investments		1,493,475
Changes in operating assets and liabilities:		
Decrease in prepaid assets		4,167
Increase in due to related parties		555
<b>Net cash used in operating activities</b>		<b>(205,572)</b>

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### Cash flows from financing activities

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Capital contributions		9,758
<b>Net cash provided by financing activities</b>		<b>9,758</b>

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<b>Net decrease in cash and cash equivalents</b>		<b>(195,814)</b>
<b>Cash and cash equivalents, beginning of period</b>		<b>284,922</b>
<b>Cash and cash equivalents, end of period</b>	<b>\$</b>	<b>89,108</b>

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