Founding Members Investment Memorandum (Unified Public Edition)

JOBBYIST [DOCUMENT REFERENCE: SERIES FM-1]

SKINLABS SOUTH AFRICA [DOCUMENT REFERENCE: SERIES FM-2]

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1. Executive Summary

Gravitas Industries is advancing two high-growth, AI-powered platforms designed to transform professional development and personalised skincare in South Africa:

Jobbyist - an AI-powered career management ecosystem built for African professionals.

SkinLabs South Africa - an AI-driven personalised skincare marketplace combining science-backed recommendations with curated product discovery.

The Founding Members Program provides early supporters with the opportunity to participate in the launch and commercial expansion of both platforms. This unified public edition memorandum outlines the strategic vision, market opportunity, high-level participation framework and comprehensive investor risk disclosures for both SERIES FM-1 (Jobbyist) and SERIES FM-2 (SkinLabs).

All confidential governance mechanics, valuation models, shareholder documentation, vesting schedules, securities registers and legal agreements remain accessible only after NDA & Indemnity execution.

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2. Market Opportunity

Jobbyist - Career Management & Employment Ecosystem

Africa's professional population is rapidly expanding, yet millions face fragmented job markets, weak professional branding, limited recruiter visibility and insufficient access to modern AI career tools.

Jobbyist addresses these gaps by providing:

- AI-powered career optimisation tools
- Unified professional identity management
- Recruiter enablement workflows
- Modern job discovery and application systems
- Long-term employment marketplace capabilities

SkinLabs South Africa - AI-Powered Skincare Marketplace

South Africa's skincare and wellness market is evolving quickly due to:

- Rising demand for personalised skincare
- Growth of AI-driven beauty technology
- Expanding e-commerce adoption
- Increased consumer interest in science-backed skincare

SkinLabs aims to become the leading AI-powered skincare marketplace by offering:

- AI-driven skin analysis
- Dermatologist-aligned product recommendations
- Curated marketplace of trusted brands
- Exclusive SkinLabs product ranges
- Subscription-based premium skincare experiences

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3. Vision

Jobbyist Vision

To become Africa's leading career management platform, empowering professionals to:

- Discover opportunities
- Build stronger professional identities

- Optimise career assets
- Access AI-powered career assistance
- Connect with employers and recruiters

SkinLabs Vision

To provide personalised, science-backed skincare guidance through:

- AI-powered skin diagnostics
- Personalised product matching
- Professional-grade skincare insights
- A unified marketplace of trusted brands
- Community-driven skincare education

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4. Business Model Overview

Jobbyist

- Subscription-based professional tools (Jobbyist Pro)
- Recruiter and employer enablement services
- AI-powered workflow automation
- Future employment marketplace transactions

SkinLabs South Africa

- Subscription-based premium skincare services
- AI-powered skin analysis tools
- Marketplace revenue from curated skincare brands
- Exclusive SkinLabs product ranges
- Long-term loyalty and rewards systems

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5. Why the Founding Members Program Exists

This round is intentionally small and focused on execution rather than expansion. The objective is to:

- Launch and validate both platforms
- Generate early traction
- Prepare for future regional and continental growth

Participation is limited to invited individuals and is not a public fundraising campaign.

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6. High-Level Description of Participation

Founding Members receive:

- Early platform access
- Priority feature previews
- Invitations to private events
- Access to periodic strategy updates
- Permanent recognition as Official Founding Members of Jobbyist and/or SkinLabs South Africa

Founding Members may also be considered for equity participation, subject to legal documentation and regulatory compliance. No equity allocation or ownership right is guaranteed by this memorandum.

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7. General Overview of Equity Participation

Jobbyist - SERIES FM-1

A limited equity allocation pool of **up to 3%** is reserved for Founding Members.

SkinLabs South Africa - SERIES FM-2

A limited equity allocation pool of **up to 5%** is reserved for Founding Members.

This public edition memorandum provides only a high-level description of participation. All specific equity rights, vesting provisions, dilution protections, transfer restrictions, governance rights and shareholder protections are fully detailed in the confidential Founding Member Documentation accessible after NDA & Indemnity execution.

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8. High-Level Governance Principles

Both platforms follow a governance framework designed to balance founder flexibility with investor transparency.

Key principles include:

- Quarterly business updates
- Revenue and growth reporting
- Major milestone notifications
- Annual performance summaries
- Compliance with the South African Companies Act
- Solvency and Liquidity Test adherence for any distributions

Founding Members do not receive operational control, employment rights, platform administration rights or day-to-day management authority.

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9. Founder Commitment

The founders of Jobbyist and SkinLabs commit to:

- Transparent communication
- Responsible capital allocation
- Long-term platform development
- Protection of digital assets and user data
- Compliance with all regulatory requirements

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10. Participation Framework (High-Level)

36-Month Vesting Framework

Any equity interest issued under the Founding Members Program will follow a high-level 36-month vesting structure.

12-Month Dividend Reinvestment Period

For the first 12 months following official launch, all revenue will be reinvested into platform growth.

Quarterly Distribution Policy

After the reinvestment period, distributions may be considered quarterly, subject to:

- Board approval
- Solvency and Liquidity Test compliance
- Adequate operating reserves
- Continued funding of growth objectives

Pre-emptive Participation Rights

Where applicable, Founding Members may be offered preferential access to future capital rounds.

Future Capital Raising & Dilution

Future fundraising may dilute any equity interests issued.

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11. Next Steps

1. Participate in the Founding Members Auction
2. Review the Founding Members Welcome Pack
3. Sign the NDA & Indemnity Form
4. Sign the Equity Subscription Agreement
5. Submit your contribution
6. Receive confirmation of allocation
7. Access the confidential Founding Member Documentation
8. Join the official Founding Members community

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12. Comprehensive Legal Disclaimer

This memorandum is for informational purposes only. It does not constitute a public offer, prospectus, solicitation, financial advice, tax advice or legal advice.

Participation is speculative and high risk. No return, dividend, exit, liquidity event, valuation increase or future fundraising success is guaranteed.

All final terms are subject to signed legal documentation, regulatory compliance and company approvals.

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13. Expanded Investor Risk Disclosure

Participation in early-stage ventures involves substantial risk. Prospective Founding Members should carefully consider the following:

Startup Investment Risk

Early-stage companies may fail.

Total Loss of Capital

Participants may lose all contributed funds.

Illiquidity

Any equity interest issued may be illiquid.

No Guaranteed Dividends or Returns

Distributions are discretionary.

No Guaranteed Exits

There is no assurance of acquisition, IPO or liquidity event.

Future Dilution

Future capital raising may dilute ownership.

Regulatory Risk

Compliance with South African law may affect operations.

Technology Risk

AI systems and marketplace infrastructure may fail.

Execution Risk

Launch and growth milestones may not be met.

Founder Key-Person Risk

Departure of key founders may impact the business.

Market Adoption Risk

User acquisition targets may not be met.

Competitive Risk

Other platforms may outperform Jobbyist or SkinLabs.

Intellectual Property Risk

IP challenges may arise.

Economic Conditions

Macroeconomic factors may affect performance.

Currency Risk

Fluctuations in USD/ZAR exchange rates may impact planning.

Tax Considerations

Participants should seek independent tax advice.

Forward-Looking Statement Disclaimer

All projections are speculative.

No Financial Advice

This memorandum does not constitute financial advice.

Suitability Statement

Participation is suitable only for individuals who can bear total capital loss.

Independent Professional Advice

Prospective participants should obtain legal, financial and tax advice.

Governing Law

All participation is governed by South African law.

Privacy & Confidentiality

This memorandum may not be distributed without written consent.

Limitation of Liability

The company is not liable for any loss arising from reliance on this memorandum.

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14. Final Notice

This unified public edition memorandum is designed for general circulation on the Gravitas Industries Founding Members Platform. All confidential information, legal agreements, valuation models, governance protocols and shareholder documentation are accessible only after NDA & Indemnity execution.
