

Eubier LLC Investor Brief

Disclaimer: This investor brief is a summary for convenience only and does not replace or supersede the official offering documents. Investors should carefully review all legal documents before investing. See MNvest PPM (Private Placement Memorandum) at <https://eubier.sppx.io> for full details.

Offering Overview

Eubier LLC, a Minnesota limited liability company, is raising funds through a private offering of **Convertible Promissory Notes** to support the acquisition and operation of LynLake Brewery (LLB), LLC.

- **Minimum Raise:** \$50,000 (200 Notes)
- **Maximum Raise:** \$250,000 (1,000 Notes)
- **Price per Note:** \$250
- **Minimum Investment:** \$500 (subject to waiver)
- **Investor Type:** Minnesota residents only
- **Security Type:** Convertible Promissory Notes, subject to future equity conversion under qualifying conditions
- **Escrow Agent:** Luminate Bank (formerly American Equity Bank)
- **Offering Structure:** Funds held in escrow until \$50,000 threshold met

Return Potential & Conversion Mechanics

Interest & Repayment Terms

- **Interest Rate:** 6% simple annual interest
- **Term:** 5 years from date of purchase. Converted to equity if not repaid in 5 years.
- **Maturity:** All principal and interest due at maturity unless converted or prepaid

Conversion Scenarios

- **Qualified Financing:** Automatic conversion into equity at a discounted price during an equity raise exceeding an established capital threshold
- **At Maturity:** Optional conversion into common shares based on company capitalization at that time

- **Sale of the Company:** If acquired before repayment or conversion, investor receives full principal and accrued interest

Prepayment & Default

- Company may prepay without investor consent
- In event of default (payment failure, bankruptcy, covenant breach), repayment accelerates
- Investors share proportionally in repayments under limited liquidity scenarios

Use of Funds

Investor capital will be deployed to:

- **Purchase LynLake Brewery (LLB), LLC**
- **Acquire capital equipment** to enhance brewing infrastructure
- **Provide working capital** to support operations during transition
- **Launch high-quality European-style craft beer offerings**, designed to distinguish Eubier in Minnesota's competitive market

Investment Risks

Business & Market Risks

- Revenue volatility due to competition, legislative shifts, and consumer trends
- Dependent on securing additional financing, including potential SBA-backed loans
- High competition within Minnesota's craft beer scene, with ~130 licensed breweries
- Need to obtain and maintain federal, state, and local permits — not guaranteed
- Loss or disagreement among Founders may disrupt strategic execution

Offering-Specific Risks

- Notes are **illiquid and speculative** — resale is restricted and market does not exist
- Pricing of notes is **arbitrarily determined**, not tied to assets or historical value
- Founders retain **majority control**, limiting investor influence
- Investment must be held indefinitely unless resale exemptions are met

- Securities are offered under exemption from federal registration and subject to Rule 147A

Regulatory Disclosures

- Offering restricted to **Minnesota residents**
- Cancellation rights available within prescribed notice periods
- If minimum raise isn't met, **all funds are refunded**
- No endorsement or review by SEC or other federal/state authorities

Strategic Vision

With investor support, Eubier aims to acquire a proven brewing operation and deliver high-quality craft beer with European roots. The structure allows for both fixed return potential and future equity upside, while mitigating early-stage risks through escrow and conversion options. Investors are positioned to participate in the long-term growth of a brand focused on quality, differentiation, and community connection