

**OTC Markets Disclosure Guidelines**

**1) Name of the issuer and its predecessors (if any)**

**Twin Vee PowerCats, Inc**

**2) Address of the issuer's principal executive offices**

Company Headquarters

Address 1: 3101 US-1

Address 2: Fort Pierce, Florida, 34952

Email: Joseph@twinvee.com

Website(s): www.twinvee.com

**3) Security Information**

Trading Symbol: **TVPC**

Exact title and class of securities outstanding: COMMONCLASS SHARES

CUSIP: **90177L101**

Par or Stated Value: .001

Total shares authorized: 130,000,000 as of: 3/31/2019

Total shares outstanding: 100,004,175 as of: 3/31/2019

**Transfer Agent**

Direct Transfer, LLC, a subsidiary of Issuer Direct Corporation

1981 Murray Holladay Road, Suite 100

Salt Lake City, UT 84117

(801) 272-9294

Is the Transfer Agent registered under the Exchange Act?\* Yes

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

NONE

Describe any trading suspension orders issued by the SEC in the past 12 months.

NONE

Within the past year please list any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:

NONE

#### 4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

**Promissory Note Conversions:** In 2017, investors who held promissory notes for an investment by Via Visconti, LLC, a subsidiary of Twin Vee Powercats, Inc. were provided an opportunity to convert their promissory note principal amounts to shares of common stock with restrictive trading legend.

- If promissory note holder agreed, Twin Vee PowerCats, Inc. retired their investment and converted their promissory note with Via Visconti, LLC in exchange for shares of Twin Vee PowerCats, Inc. stock (Symbol: TVPC) equal to 15 cents per share. For example, if an investor had a \$50,000 promissory note with Via Visconti, LLC, they received 333,334 common shares of Twin Vee PowerCats, Inc.
- The common stock, were not be registered under the Securities Act. The shares of common stock included in a Unit contained a legend restricting their transfer unless they are registered under the Securities Act or if Twin Vee have received an opinion of counsel reasonably satisfactory to us stating that the shares do not need to be registered.
- Approximately 1,666,674 shares of common stock with restrictive legend were issued.

**Private Placement Memorandum #1:** 2016-2017 to purchase an industrial grade 35-foot overhead five-axis computer numerical control (“CNC”) router. This offering was exempt from registration under the Securities Act based upon the exemption under Sections 4(a)(2) of the Securities Act and the provisions of Regulation D of the Securities Act.

- 20, \$50,000 Units, each Unit consisting of 500,000 shares of Twin Vee PowerCats, Inc. common stock (TVPC:OTCMARKET)
- The common stock was only offered and sold to “accredited investors” as that term is defined in Rule 501(a) of Regulation D promulgated by the Securities and Exchange Commission (the “SEC”) under the Securities Act of 1933, as amended (the “Securities Act”).
- Units sold in this Offering, including the common stock, were not be registered under the Securities Act. The shares of common stock included in a Unit contained a legend restricting their transfer unless they are registered under the Securities Act or if Twin Vee have received an opinion of counsel reasonably satisfactory to us stating that the shares do not need to be registered.
- Approximately \$1,345,000 was raised by the end of the offering in Q2 2017 from 53 separate subscription agreements. 13,450,000 shares of common stock with restrictive legend were issued.

**Private Placement Memorandum #2:** For new product development, dealership development, generate working capital. This offering was exempt from registration under the Securities Act based upon the exemption under Sections 4(a)(2) of the Securities Act and the provisions of Regulation D of the Securities Act.

- (50) \$25,000 Units, each Unit consisting of 250,000 shares of Twin Vee PowerCats, Inc. common stock (TVPC:OTCMARKET) and 200,000 three (3) year warrants with an exercise price of 25 cents per share. There was no minimum offering amount and the maximum offering amount is \$1,250,000.
- The common stock was only offered and sold to “accredited investors” as that term is defined in Rule 501(a) of Regulation D promulgated by the Securities and Exchange Commission (the “SEC”) under the Securities Act of 1933, as amended (the “Securities Act”).
- Units sold in this Offering, including the common stock, were not be registered under the Securities Act. The shares

of common stock included in a Unit contained a legend restricting their transfer unless they are registered under the Securities Act or if Twin Vee have received an opinion of counsel reasonably satisfactory to us stating that the shares do not need to be registered.

- Approximately \$480,000 was raised by the end of June 30, 2018 from 16 separate subscription agreements. 4,800,000 shares of common stock with restrictive legend were issued.
- From June 30, 2018 to September 30<sup>th</sup>, 2018 there were (8) separate subscription agreements totaling 4,864,334 shares of common stock with restrictive legend were issued. The shares were issued to:
  - John F Schutz, 250,000, July 15, 2018.
  - Jeffrey Grossman , 100,000, July 20<sup>th</sup>, 2018
  - Sule Cakmak, 150,000 , July 2018
  - James Spivey, 250,000, July 2018
  - Mitchell Clark, 250,000, July 2018
  - Terrance Beausir, 250,000, July 2018
  - David Heroux, 2,500,000 august 2018.
  - Michael Carricarte , 1,114,334, august 2018
- From October 1, 2018 to December 31, 2018 there were (3) separate subscription agreements totaling 1,200,000 shares of common stock with restrictive legend were issued. The shares were issued to:
  - Madison Trust Company FBO: Sule Cakmark, 750,000, November 20, 2018
  - John Nicolson, 250,000, December 26, 2018.
  - Ira J Gaines Revocable Trust, 200,000 shares, December 26, 2018.
- From January 1, 2019 to March 31, 2019 there were (7) separate subscription agreements totaling 400,000 shares of common stock with restrictive legend were issued. The shares were issued to:
  - Mitchell Clark: 50,000, March 5, 2019
  - Brendon Dejonge: 50,000, March 5, 2019
  - Jeff and April Gano: 50,000, March 5, 2019
  - Dwight Head: 50,000, March 5, 2019
  - Jon F. Schutz: 100,000, March 5, 2019
  - Tim Wilkinson: 50,000, March 5, 2019
  - Samuel & Sandra Bressler: 50,000, March 5, 2019

**Promissory Note Conversion:** On December 26, 2018, investor Strat Holdings, Inc. who held promissory note for an investment of Twin Vee Powercats, Inc. converted its promissory note principal amounts to shares of common stock with restrictive trading legend.

- Twin Vee PowerCats, Inc. retired its investment and converted their promissory note in exchange for shares of Twin Vee PowerCats, Inc. stock (Symbol: TVPC) equal to 10 cents per share.
- The common stock, was not be registered under the Securities Act. The shares of common stock contained a legend restricting their transfer unless they are registered under the Securities Act or if Twin Vee have received an opinion of counsel reasonably satisfactory to us stating that the shares do not need to be registered.

- 1,000,000 shares of common stock with restrictive legend were issued on December 26, 2018.

## **5) Financial Statements**

The Company's financial statements for Quarter #1 2019 have been posted on the OTC Markets website on or about May 31, 2019, and are incorporated herein.

## **6)**

### **A. Description of the issuer's business operations**

Twin Vee PowerCats, Inc. markets and sells its power catamaran boats in the United States and abroad. Twin Vee boats are used for deep water, bay and lake fishing, water sports, as well as general recreational and pleasure boating. It is one of the most recognized brand names in the power catamaran category and its portfolio of PowerCats is manufactured to the highest specifications in quality, performance, and styling. Twin Vee has cultivated our brand through industry-leading innovation, which has led to numerous industry achievements, awards, and accolades.

Formally known as Value Rich, Inc. between 2006 and 2015, we were in the business of real estate development and publishing. However, on September 9, 2015, we acquired Twin Vee Catamarans, Inc. Twin Vee Catamarans was founded in 1994 and since that time has designed, manufactured, and sold power boats, primarily under the "Twin Vee" brand name. Since we acquired Twin Vee Catamarans we have concentrated on perfecting the high-speed, twin displacement hull design also known as a "catamaran powerboat" or which we call "PowerCats".

We then changed our name to Twin Vee PowerCats, Inc. in 2016. The Twin Vee business mission continues to be based upon the principle of producing a safe, reliable, quality twin hull powerboat at an affordable price. Our Twin Vee boats are priced (without motors) from \$7,500, for the 17- foot Bay Cat, to \$135,000 for the 36-foot Ocean Cat.

All Twin Vee PowerCats, from hull to upholstery, are handcrafted by our skilled workforce at our corporate headquarters in Ft. Pierce, Florida. We use only the highest quality materials from industry-preferred suppliers and our boats are extensively tested prior to sale. We have made significant investments in new technology. Over the past two years, Twin Vee has added two five-axis overhead gantry computer numerical control ("CNC") routers responsible for milling Twin Vee's new line of PowerCats that saw production time cut significantly. Since then, Twin Vee has begun working on plans to build an entirely new building on the property to help increase its production capacity even further. Moreover, Twin Vee is seeking to increase its workforce to 100 employees to help meet the demand of power catamarans has seen in the marine industry. We believe our new product development capabilities will enable us to consistently create new and unique hull shapes and product features with shorter lead times and at lower development costs than our competitors. We are able to design, develop and produce a new model in 50-70% less the time and money required by competing boat companies. Most boat manufactures outsource their design and mold building to an outside source or vendor. Twin Vee, however, has made the investment to bring all these time-consuming and expensive processes in-house.

Recent investments in infrastructure, value-added processes, and engineering have resulted in lower material waste, reduced labor hours per boat, reduced re- work, and increased production efficiencies. We are able to narrow pricing gaps while increasing margins by controlling costs through disciplined engineering and manufacturing processes.

We primarily market and sell our boats through a network of 16 independent dealers in 22 locations in North America. However, we are always striving to recruit and establish new dealers and distributors domestically and abroad to help spread brand awareness and allow us to reach consumers in underrepresented areas.

### **B. Date and State (or Jurisdiction) of Incorporation:**

Twin Vee PowerCats, Inc. was incorporated in 2006 in DE.

### **C. the issuer's primary and secondary SIC Codes;**

90177L101 as of March 31, 2019

**D. The issuer's fiscal year end date;**

December 31, 2019

**E. Principal products or services, and their markets;**

Twin Vee was an early innovator in power catamaran engineering by refining the hydrodynamic vortex channeled between the dual hulls to create a smoother, more stable and power-efficient ride. For over 20 years, Twin Vee has built a strong following of boaters who value the unique dual-hull performance, durability and cost-efficiency of Twin Vee Bay Cat and Ocean Cat power catamarans. The Ocean Cat 260, Twin Vee's most popular line, was the first to receive an above-the-waterline update. To simplify the ordering process, Twin Vee Ocean Cats are now divided into two packages: the Sports Edition (SE) for cruising and fishing and the Go Fish Edition (GF) for tournament level and sport fishing enthusiasts.

Visit [www.twinvee.com](http://www.twinvee.com) to learn more about the many advantages to twin-hulled power boating and see the full line of Twin Vee Ocean Cat and Bay Cat power catamarans

**7) Describe the Issuer's Facilities:**

Twin Vee is located at 3101 US-1, Fort Pierce, Florida. The Company occupies over 7 acres of with 8 buildings totaling over 85,000 square feet of manufacturing facility. Twin Vee employees approximately 55 skilled craftsmen with departments ranging from Gel coat, Lamination, Rigging, Finishing, Mill shop, Upholstery, Metal shop and QC (quality control). The factory has gone through a couple of upgrades in the past couple of years, including the installation of two five-axis computer numerical control routers to help manufacture boat parts.

A mortgage held by BankUnited, N.A. is currently recorded against the Twin Vee property located at 3101 US-1, Fort Pierce, Florida. Dated July 6, 2016, the BankUnited, N.A. mortgage has a 25-year term.

**8) Officers, Directors, and Control Persons:**

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

EXECUTIVE OFFICERS: Joseph C. Visconti CEO, President

DIRECTORS: Joseph C. Visconti, Preston Yarborough

CONTROL PERSONS (greater than 5% owners):  
Joseph C. Visconti, approximately 65% ownership

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

NONE

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of

competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

NONE

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

NONE

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

NONE

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Joseph C. Visconti, approximately 65% share ownership  
511 N LYRA CIRCLE  
JUNO BEACH FL 33408

## **9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

### **Legal Counsel**

Glenn Sonoda, Esq.  
8131 Vineland Ave. #249  
Orlando, FL 32821  
Direct: (561) 283-4412  
Email: glenn.sonoda@gmail.com

### **Accountant or Auditor**

Name: Gretchen Cabrera, CPA  
Firm: CPA Family Group LLC  
Address: 1800 Forest Hill Blvd, Suite A-7  
West Palm Beach, FL 33406  
Phone: (561) 827-7107  
Email: GCabrera@cpafamilygroup.com

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

I, Joseph Visconti certify that:

1. I have reviewed this Quarter #1 2019 disclosure statement of Twin Vee PowerCats, Inc;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 31, 2019  
/s/ Joseph Visconti  
[CEO's Signature]