

An Accredited Investor meets one of the following conditions:

- (a) Any natural person whose individual net worth, or joint net worth with that person's spouse, at the time of his or her purchase exceeds US\$1,000,000;
- (b) Any natural person who had an individual income in excess of US\$200,000 in each of the two most recent years or a joint income with that person's spouse in excess of US\$300,000 in each of those years and who reasonably expects to reach the same income level in the current year;
- (c) Any person, including a natural person, corporation, partnership, trust or other entity, who purchases at least US\$150,000 of interests, where the purchase price for the interests subscribed does not exceed 20 percent (20%) of that person's net worth at the time of sale, or joint net worth with that person's spouse;
- (d) Any bank defined in Section 3(a)(2) of the Securities Act of 1933, whether acting in its individual or fiduciary capacity; any savings and loan association or other institution as defined in Section 3(a)(5)(A) of the Securities Act; any insurance company as defined in Section 2(13) of the Securities Act; any investment company registered under the Investment Company Act of 1940, or a business development company as defined in Section 2(a)(48) of the Investment Company Act of 1940, as amended; any Small Business Investment Company licensed by the US Small Business Administration under Section 301 (c) or (d) of the Small Business Investment Act of 1958;
- (e) Any employee benefit plan within the meaning of Title I of the Employee Retirement Income Security Act of 1984, if the investment decision is made by a plan fiduciary, as defined in Section 3(21) of such Act, which is either a bank, insurance company, savings and loan association or registered investment advisor, or if the employee benefit plan has total assets in excess of US\$5,000,000, or it is a self-directed plan whose investment decisions are made solely by persons that are accredited investors;
- (f) Any private business development company as defined in Section 202(a)(22) of the Investment Advisers Act of 1940, as amended;
- (g) Any tax-exempt organization described in Section 501 (c)(3) of the Internal Revenue Code, as amended, corporation, Massachusetts or similar business trust, or partnership, with total assets in excess of US\$5,000,000;
- (h) Is a director or executive of the Company;
- (i) Any trust with total assets in excess of US\$5,000,000, not formed for the specific purpose of acquiring the Shares offered, whose purchase of the Shares is directed by a sophisticated person as described in Rule 506(b)(2)(ii) of the Securities Act;
- (j) Any plan established and maintained by a state, its political subdivisions, or any agency or instrumentality of a state or its political subdivisions, for the benefit of its employees, if such plan has total assets of US\$5,000,000;
- (k) Any broker-dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934, as amended;
- (l) Any entity in which all of the equity owners are accredited investors.

\*I/we am/are an Accredited Investor (as defined in Rule 501 of Regulation D under the 1933 Securities Act) and I/we acknowledge that WaterTech Capital is relying on my/our representation, so it can release documents to me/ us.

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