



U B I Q W I F I

May 1, 2019

This Summary is neither an offer to sell nor a solicitation of an offer to buy the Units; an offer can only be made by the Confidential Offering Documents, which contain more complete information about the Company and its proposed business. This Summary is qualified in its entirety by reference to the Confidential Offering Documents.

RE: TERM SHEET FOR UBIQWIFI CORP CAPITAL RAISE

The purpose of this proposal is to set forth indicative terms, pursuant to which investors, subject to certain terms, would invest up to \$1,000,000 USD and purchase up to 40,000,000 common shares of equity in UBIQWIFI CORP for \$.025 per share. The terms and conditions under which an investor would agree to buy this Unit are subject to change until the Term Sheet is signed. The issuance is authorized only after signature on a Subscription Agreement.

Seller: UBIQWIFI CORP, a St. Thomas Corporation Loyalty/Rewards App Platform designed to use an ERC 20 token and smart contracts based on provisioned blockchain analytics.

Investor: Open to Accredited and 35- Non-Accredited investors as outlined by the SEC in Regulation D 506 b and in accordance to the 2012, JOBS Act with signed subscription agreements.

Common Shares: UBIQWIFI CORP is selling up to 20 Million shares of common shares equity in the new UBIQWIFI CORP platform under development.

Price: Each share is priced at \$0.025. Total to be raised is up to \$1,000,000.

Token Bonus: UBIQWIFI will be conducting a Token Generation Event following the Crowdfund. Ask about the details See Addendum B

Business Model: The business is enabling local Brick & Mortar retailers the ability to "**Fight Back**" against e-commerce giants and the Big Box stores with Proximity Marketing. We start by "**Developing Audiences**" in a Yelp-like Social Media manner featuring **User-Generated Content** derived from **Live Video-Streaming**. UBIQWIFI's usage of "**Disruptive Technologies**" which include; **Geo Intelligent Software, Blockchain Technology** and **Cryptocurrency** enables it to drive revenue to retail outlets and provide a media buy opportunity for brand manufacturers. The creation of a **Hybrid-Retail** entry which factors location into the equation. Virtually expanding the store fronts of Brick and Mortar retailers to a 30-mile radius so they may better compete with e-commerce



businesses. Ultimately, the UBIQWIFI CORP will develop other verticals and introduce additional disruptive technologies that will call upon **Artificial Intelligence (AI)** and **Augmented Reality (AR)** to create a **Virtual Shopping Experience (VSE)** and will operate under the "*Shared Economy Business Model*", where it owns no grow operations, vehicles to transport goods or Brick and Mortar locations yet UBIQWIFI can generate revenue from each state or country that has legal sales of Cannabis and CBD products

Pro Forma

See the Investor Presentation at www.equitynet.com/c/ubiqwifi-corp

Financial Projection:

Use of Proceeds:

The proceeds will be used for capital expenditures to build the Loyalty Rewards App platform, to pay for process patents and product patents and contracts, trademarks, SEC compliance, governance, and to develop and launch a TGE and provisioned blockchain. Proceeds will also be used for operational expenses, marketing and advertising, and expanding and growing the businesses. Small offices and staff will be hired in St Thomas, U S Virgin Islands and in Northern California.

Investor Rights:

This financing round will receive rights defined in the Subscription Agreement. Subscription Agreements and Investor Questionnaires must accompany any investment.

Form of Payment:

Upon mutual execution of the Subscription Agreement, we will receive credit/debit card, personal or business checks, or wires to:

To pay by Credit/Debit Card: <https://www.paypal.me/ubiqwifinetwork>

To pay online by Check please visit: [Ubiqwifigateway](#)

Wiring Instructions: Bank's Name: Wells Fargo

Bank's Address: 420 Montgomery Street, San Francisco CA 94104

Name of Account: UBIQWIFI CORP

Account #: 6653702925

Domestic (U.S.) wire: Wire routing transit number/ABA: 121000248

SWIFT code: WFBIUS6S for incoming international wires in U.S. dollars.

SWIFT code: WFBIUS6WFFX for incoming international wires in foreign currency.



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Tax Matters:

Issuer has given no tax advice. Investors should consult tax advisors for any tax issues or questions.

Closing:

UBIQWIFI CORP may close the offering 10 business days at any time with 5 days notice.

Risks:

Investing in UBIQWIFI CORP involves normal risks associated with investing in a start-up company. Issuer has made representations in good faith based on current knowledge and plans. Investors are advised that this involves significant risk and are making such investment with knowledge that it is "at risk capital" and Issuer may not be successful executing its plans.

By signing below Investor and UBIQWIFI CORP agree to the terms and conditions stated herein and agree to proceed to signing a Subscription Agreement and Investor Questionnaire and to proceed with the investment into UBQWIFI as stated herein.

UBIQWIFI CORP:

INVESTOR:

Anthony Sousa

By: Anthony Sousa

By _____

Title: CEO

Date: _____



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Contact:

Common shares are being offered by CEO. If you are interested in purchasing Common Shares, or finding out more about UBIQWIFI CORP, please contact:

Anthony Sousa, CEO

UBIQWIFI CORP.

Phone: 650-309-4077 or 530 523-3200

Anthony@ubiqwifi.io

FORWARD LOOKING STATEMENT:

Some of the statements contained in the Confidential Offering Documents discuss future expectations, contain projections of results of operation or financial condition, or state other "forward-looking" information. In particular, all projections included in the Confidential Offering Documents were prepared using assumptions detailed with those projections. The assumptions used to prepare projections should be examined carefully and critically.

The Confidential Offering Documents contain forward-looking statements that involve risks and uncertainty. Words such as "believes," "anticipates," "expects," "intends," "plans" and similar expressions are intended to identify forward-looking statements, but are not the exclusive means of identifying such statements. The forward-looking statements in the Confidential Offering Documents are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and include estimates, assumptions and projections regarding economic, competitive and other conditions. You are cautioned that actual events or results may differ materially from those discussed in the forward-looking statements. Factors that might cause actual events or results to differ materially from those indicated by such forward-looking statements may include the matters set forth below and elsewhere in the Confidential Offering Documents.

All statements of forward-looking information are subject to known and unknown risks, uncertainties and other factors, certain of which are beyond our control that could cause the actual results to differ materially from those contemplated by the statement. The forward-looking information is based on various factors and was derived using numerous assumptions. In light of the risks, assumptions and uncertainties involved, there can be no assurance that the forward-looking information contained in the Confidential Offering Documents will in fact transpire or prove to be accurate.