

FORM C

OMB APPROVAL

FORM C

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB Number: ####-####

Estimated average burden hours per
response: ##.#

Form C: Filer Information

Filer CIK:

Filer CCC:

Is this a LIVE or TEST Filing?
 LIVE TEST

Is this an electronic copy of an official
filing submitted in paper format in
connection with a hardship exemption?

Would you like a Return Copy?

Submission Contact Information

Name:

Phone Number:

Contact E-Mail Address:

Notify via Filing Website only?

Form C: Issuer Information

Issuer Information

Name of Issuer:

Legal Status of Issuer:

Form:

Jurisdiction of Incorporation/Organization:

Date of Incorporation/Organization:

Physical Address of Issuer:

Address 1:

City:

State/Country:

Mailing Zip/Postal Code:

Website of Issuer:

Intermediary through which the Offering will be Conducted:

CIK:

Company Name:

Commission File Number:

CRD Number:

Form C: Offering Information

Offering Information

Amount of compensation to be paid to the intermediary, whether as a dollar amount or a percentage of the offering amount, or a good faith estimate if the exact amount is not available at the time of the filing, for conducting the offering, including the amount of referral and any other fees associated with the offering:

7.5% of the offering amount upon a successful fundraise, and be entitled to reimbursement for out-of-pocket third party expenses it pays or incurs on behalf of the Issuer in connection with the offering.

Any other financial interest in the issuer held by the intermediary, or any arrangement for the intermediary to acquire such an interest:

No

Type of Security Offered:

Preferred Stock

Specify:

Target Number of Securities to be Offered:

243903

Price:

0.59000

Price (or Method for Determining Price):

Dividing pre-money valuation (\$52,841,157, or \$36,720,126 for investors in the first \$250,000.37) by number of shares outstanding on fully diluted basis.

Target Offering Amount:

100000.23

Maximum Offering Amount (if different from Target Offering Amount):

1069999.48

Oversubscriptions Accepted:

Yes No

If yes, disclose how oversubscriptions will be allocated:

Other

Provide a description:

As determined by the issuer

Deadline to reach the Target Offering Amount:

04-29-2020

NOTE: If the sum of the investment commitments does not equal or exceed the target offering amount at the offering deadline, no securities will be sold in the offering, investment commitments will be cancelled and committed funds will be returned.

Form C: Annual Report Disclosure Requirements

Annual Report Disclosure Requirements

Current Number of Employees:

45

Total Assets Most Recent Fiscal Year-end:

2244929.00

Total Assets Prior Fiscal Year-end:

1506061.00

Cash and Cash Equivalents Most Recent Fiscal Year-end:

584481.00

Cash and Cash Equivalents Prior Fiscal Year-end:

346900.00

Accounts Receivable Most Recent Fiscal Year-end:

0.00

Accounts Receivable Prior Fiscal Year-end:

0.00

Short-term Debt Most Recent Fiscal Year-end:

5971106.00

Short-term Debt Prior Fiscal Year-end:

1387086.00

Long-term Debt Most Recent Fiscal Year-end:

0.00

Long-term Debt Prior Fiscal Year-end:

Revenue/Sales Most Recent Fiscal Year-end:

Revenue/Sales Prior Fiscal Year-end:

Cost of Goods Sold Most Recent Fiscal Year-end:

Cost of Goods Sold Prior Fiscal Year-end:

Taxes Paid Most Recent Fiscal Year-end:

Taxes Paid Prior Fiscal Year-end:

Net Income Most Recent Fiscal Year-end:

Net Income Prior Fiscal Year-end:

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

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KANSAS

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

KENTUCKY

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

LOUISIANA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MAINE

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MARYLAND

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MASSACHUSETTS

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MICHIGAN

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MINNESOTA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MISSISSIPPI

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MISSOURI

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

MONTANA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NEBRASKA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NEVADA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NEW HAMPSHIRE

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NEW JERSEY

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NEW MEXICO

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NEW YORK

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NORTH CAROLINA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NORTH DAKOTA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

OHIO

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

OKLAHOMA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

OREGON

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

PENNSYLVANIA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

RHODE ISLAND

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

SOUTH CAROLINA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

SOUTH DAKOTA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

TENNESSEE

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

TEXAS

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

UTAH

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

VERMONT

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

VIRGINIA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

WASHINGTON

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

WEST VIRGINIA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

WISCONSIN

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

WYOMING

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

AMERICAN SAMOA

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

GUAM

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

PUERTO RICO

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

VIRGIN ISLANDS, U.S.

Using the list below, select the jurisdictions in which the issuer intends to offer the securities:

NORTHERN MARIANA ISLANDS

Form C: Signature

Signature

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100-503), the issuer certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form C and has duly caused this Form to be signed on its behalf by the duly authorized undersigned.

Issuer:

Denim.la Inc.

Signature:

John H DAVIS

Title:

CEO

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100-503), this Form C has been signed by the following persons in the capacities and on the dates indicated.

Signature:

Reid William Yeoman

Title: CFO

Date: 03-19-2020

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100-503), this Form C has been signed by the following persons in the capacities and on the dates indicated.

Signature: Mark T. Lynn

Title: Board Member

Date: 03-19-2020

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100-503), this Form C has been signed by the following persons in the capacities and on the dates indicated.

Signature: Trevor Pettennude

Title: Board Member

Date: 03-19-2020

Pursuant to the requirements of Sections 4(a)(6) and 4A of the Securities Act of 1933 and Regulation Crowdfunding (§ 227.100-503), this Form C has been signed by the following persons in the capacities and on the dates indicated.

Signature: John H DAVIS

Title: CEO

Date: 03-19-2020

