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Filing Information

Schedule A must be completed as part of all initial applications.
Amendments to Schedule A must be provided on Schedule B.
Schedule C must be completed by *nonresident funding portals*.
If this is a withdrawal of a *funding portal's* registration, complete Schedule D.

Item 1 – Identifying Information

Exact name, principal business address, mailing address, if different, and contact information of the *funding portal*.

A. Full name of the *funding portal*: NextSeed US LLC

C. IRS Empl. Ident. No: _____

D. If a name and/or website URL in (1A) or (1B) has changed since the *funding portal's* most recent Form Funding Portal, enter the previous name and/or website URL and specify whether the name change is of the:
 funding portal name (1A) business name/website (1B)

E. *Funding portal's* main street address (Do not use a P.O. Box):

Address 1: 4101 GREENBRIAR DR
Address 2: Suite 122K
City: HOUSTON
State/Country: TEXAS
Mailing Zip/Postal Code: 77098

F. Mailing Address (es) (if different) and office locations (if more than one):

Mailing Address
Check here if mailing address is the

same as the main address entered in Item 1.E.	
Address 1:	4101 GREENBRIAR DR
Address 2:	Suite 122K
City:	HOUSTON
State/Country:	TEXAS
Mailing Zip/Postal Code:	77098

Other Office Locations

G. Contact Information:

Telephone Number:	832-533-2700
Fax Number:	888-908-8011
E-mail Address:	filings@nextseed.com

H. Contact employee information:

Prefix	
First Name:	Sojeong
Middle Name:	NMN
Last Name:	Hong
Suffix:	

Title:	Director of Legal & Compliance
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Direct Telephone Number:	
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Direct E-Mail Address:	
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I. Month <i>applicant's</i> fiscal year ends:	December
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J. Registrations

Was the <i>applicant</i> previously registered on Form Funding Portal as a <i>funding portal</i> or with the Commission in any other capacity?	<input type="radio"/> Yes <input checked="" type="radio"/> No
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K. Foreign registrations:

(1) Is the <i>applicant</i> registrant with a <i>foreign financial regulatory authority</i> ? Answer "no" even if affiliated with a business that is registered with a <i>foreign financial regulatory authority</i>	<input type="radio"/> Yes <input checked="" type="radio"/> No
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If "yes", complete Section K.2 below.

(2) List the name, in English, of each *foreign financial regulatory authority* and country with which the *applicant* is registered. A separate entry must be completed for each *foreign financial regulatory authority* with which the *applicant* is registered.

Item 2 – Form of Organization

A. Indicate legal status of *applicant*.

- Corporation
- Sole Proprietorship
- Partnership
- Limited Liability Company
- Other (Please specify)

B. If other than a sole proprietor, indicate date and place applicant obtained its legal status (i.e., state or country where incorporated, where partnership agreement was filed, or where applicant entity was formed):

State/Country of formation:

DELAWARE

Date of formation:

02-11-2016

Item 3 – Successions

A. Is the *applicant* at the time of this filing succeeding to the business of a currently registered *funding portal*? Do not report previous successions already reported on Form Funding Portal. If "yes," complete Section 3.B. below.

- Yes
- No

Item 4 – Control Relationships

In this Item, identify every *person* that, directly or indirectly, *controls* the *applicant*, *controls* management or policies of the *applicant*, or that the *applicant* directly or indirectly *controls*.

The Next Seed Inc.

In this Item, identify every *person* that, directly or indirectly, *controls* the *applicant*, *controls* management or policies of the *applicant*, or that the *applicant* directly or indirectly *controls*.

Youngro Lee

If this is an initial application, the *applicant* also must complete Schedule A. Schedule A asks for information about direct owners and executive officers. If this is an amendment updating information reported on the Schedule A filed with the *applicant's* initial application, the *applicant* must complete Schedule B.

Item 5 – Disclosure Information

In this Item, provide information about the *applicant's* disciplinary history and the disciplinary history of all *associated persons or control affiliates* of the *applicant* (as applicable). This information is used to decide whether to revoke registration, to place limitations on the

applicant's activities as a *funding portal*, and to identify potential problem areas on which to focus during examinations. One event may result in the requirement to answer "yes" to more than one of the questions below. Check all answers that apply. Refer to the Explanation of Terms section of Form Funding Portal Instructions for explanation of italicized terms.

If the answer is "yes" to any question in this Item, the applicant must complete the appropriate Disclosure Reporting Page ("DRP") (FP) – Criminal, Regulatory Action, Civil Judicial Action, Bankruptcy/SIPC, Bond, or Judgment/Lien, as applicable.

Criminal Disclosure

If the answer is "yes" to any question below, complete a Criminal DRP.

A. In the past ten years, has the *applicant* or any *associated person*:

(1) been convicted of any *felony*, or pled guilty or nolo contendere ("no contest") to any charge of a *felony*, in a domestic, foreign, or military court? Yes No

The response to the following question may be limited to charges that are currently pending:

(2) been charged with any *felony*? Yes No

B. In the past ten years, has the *applicant* or any *associated person*:

(1) been convicted of any *misdemeanor*, or pled guilty or nolo contendere ("no contest"), in a domestic, foreign, or military court to any charge of a *misdemeanor* in a case involving: investment-related business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses? Yes No

The response to the following question may be limited to charges that are currently pending:

(2) been charged with a *misdemeanor* listed in Item 5-B(1)? Yes No

Regulatory Action Disclosure

If the answer is "yes" to any question below, complete a Regulatory Action DRP.

C. Has the SEC or the Commodities Futures Trading Commission ("CFTC") ever:

(1) *found* the *applicant* or any *associated person* to have made a false statement or omission? Yes No

(2) *found* the *applicant* or any *associated person* to have been *involved* in a violation of any SEC or CFTC regulations or statutes? Yes No

(3) *found* the *applicant* or any *associated person* to have been a cause of the denial, suspension, revocation, or restriction of the authorization of an *investment-related* business to operate? Yes No

(4) entered an *order* against the *applicant* or any *associated person* in connection with *investment-related* activity? Yes No

(5) imposed a civil money penalty on the *applicant* or any *associated person*, or ordered the *applicant* or any *associated person* to cease and desist from any activity? Yes No

D. Has any other federal regulatory agency, any state regulatory agency, or any *foreign financial regulatory authority*:

(1) ever *found* the *applicant* or any *associated person* to have made a false statement or omission, or been dishonest, unfair, or unethical? Yes No

(2) ever found the *applicant* or any *associated person* to have been involved in a violation of *investment-related* regulations or statutes? Yes No

(3) ever found the *applicant* or any *associated person* to have been the cause of a denial, suspension, revocation, or restriction of the authorization of an *investment-related* business to operate? Yes No

(4) in the past ten years entered an order against the *applicant* or any *associated person* in connection with an *investment-related* activity? Yes No

(5) ever denied, suspended, or revoked the registration or license of the *applicant* or that of any *associated person*, or otherwise prevented the *applicant* or any *associated person* of the *applicant*, by order, from associating with an *investment-related* business or restricted the activities of the *applicant* or any *associated person*? Yes No

E. Has any *self-regulatory organization* or commodities exchange ever:

(1) found the *applicant* or any *associated person* to have made a false statement or omission? Yes No

(2) found the *applicant* or any *associated person* to have been involved in a violation of its rules (other than a violation designated as a *minor rule violation* under a plan approved by the SEC? Yes No

(3) found the *applicant* or any *associated person* to have been the cause of a denial, suspension, revocation or restriction of the authorization of an *investment-related* business to operate? Yes No

(4) disciplined the *applicant* or any *associated person* by expelling or suspending the *applicant* or the *associated person* from membership, barring or suspending the *applicant* or the *associated person* from association with other members, or by otherwise restricting the activities of the *applicant* or the *associated person*? Yes No

F. Has the *applicant* or any *associated person* ever had an authorization to act as an attorney, accountant, or federal contractor revoked or suspended? Yes No

G. Is the *applicant* or any *associated person* currently the subject of any regulatory proceeding that could result in a "yes" answer to any part of Item 5-C, 5-D, or 5-E? Yes No

Civil Judicial Disclosure

If the answer is "yes" to a question below, complete a Civil Judicial Action DRP.

H. Has any domestic or foreign court:

(1) in the past ten years, *enjoined* the *applicant* or any *associated person* in connection with any *investment-related* activity? Yes No

(2) ever found that the *applicant* or any *associated person* was involved in a violation of *investment-related* statutes or regulations? Yes No

(3) ever dismissed, pursuant to a settlement agreement, an *investment-related* civil action brought against the *applicant* or any *associated person*? Yes No

associated person by a state or foreign financial regulatory authority?

I. Is the *applicant* or any *associated person* now the subject of any civil *proceeding* that could result in a "yes" answer to any part of Item 5-H(1)-(3)? Yes No

Financial Disclosure

If the answer is "yes" to a question below, complete a **Bankruptcy/Disclosure, Bond Disclosure or Judgment/Lien DRP, as applicable.**

J. In the past ten years, has the *applicant* or a control *affiliate* of the *applicant* ever been a securities firm or a control *affiliate* of a securities firm that:

(1) has been the subject of a bankruptcy petition? Yes No

(2) has had a trustee appointed or a direct payment procedure initiated under the Securities Investor Protection Act? Yes No

K. Has a bonding company ever denied, paid out on, or revoked a bond for the *applicant*? Yes No

L. Does the *applicant* have any unsatisfied judgments or liens against it? Yes No

Item 6 – Non-Securities Related Business

Does the *applicant* engage in any non-securities related business? Yes No

Item 7 – Qualified Third Party Arrangements; Compensation Arrangements

A. Qualified Third Party Arrangements.

Complete the following information for each *person* that will hold investor funds in escrow or otherwise pursuant to the requirements of Rule 303(e) of Regulation Crowdfunding (17 CFR 227.303(e)).

Name of <i>person</i> :	Happy State Bank, d/b/a GoldStar Trust Company
Address 1:	1401 4th Ave
City:	Carson
State/Country:	TEXAS
Mailing Zip/ Postal Code:	79015
Phone Number:	800-486-6888

B. Compensation.

Please describe any compensation arrangements the *funding portal* has with issuers.

NextSeed expects to charge an initial setup fee to issuers that offer securities through NextSeed. NextSeed may also charge a crowdfunding fee to issuers that successfully complete an offering.

EXECUTION

The *funding portal* consents that service of any civil action brought by or notice of any proceeding before the Securities and Exchange Commission or any *self-regulatory organization* in connection with the *funding portal's* investment-related business may be given by registered or certified mail to the *funding portal's* contact person at the main address, or mailing address, if different, given in Items 1.E, 1.F. and 1.H.. If the applicant is a *nonresident funding portal*, it must complete Schedule C to designate a U.S. agent for service of process.

The undersigned represents and warrants that he/she has executed this form on behalf of, and is duly authorized to bind, the *funding portal*. The undersigned and the *funding portal* represent that the information and statements contained herein and other information filed herewith, all of which are made a part hereof, are current, true and complete. The undersigned and the *funding portal* further represent that, if this is an amendment, to the extent that any information previously submitted is not amended, such information is currently accurate and complete.

Date:	02-25-2016
Full Legal Name of Funding Portal:	NextSeed US LLC
By: (Signature)	Youngro Lee
Title:	Chief Executive Officer

FORM FUNDING PORTAL SCHEDULE A
Direct Owners and Executive Officers

1. **Complete Schedule A only if submitting an initial application.** Schedule A asks for information about the applicant's direct owners and executive officers. Use Schedule B to amend this information.

Guidance: To determine direct ownership and executive officer status, see instruction 2 below.

2. **Direct Owners and Executive Officers.** List below the names of:

- a. each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer, director and any other individuals with similar status or functions;
- b. **if applicant is organized as a corporation**, each shareholder that is a direct owner of 5% or more of a class of the applicant's voting securities, unless applicant is a public reporting company (a company subject to Section 13 or 15(d) of the Exchange Act);

Direct owners include any person that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of 5% or more of a class of the applicant's voting securities. For purposes of this Schedule, a person beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.

- c. **if the applicant is organized as a partnership**, all general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 5% or more of the applicant's capital.
- d. **in the case of a trust**, (i) a person that directly owns 5% or more of a class of the applicant's voting securities, or that has the right to receive upon dissolution, or has contributed, 5% or more of the applicant's capital, (ii) the trust and (iii) each trustee; and
- e. **if the applicant is organized as a limited liability company ("LLC")**, (i) those members that have the right to receive upon dissolution, or have contributed, 5% or more of the applicant's capital, and (ii) if managed by elected managers, all elected managers.

3. **In the DE/FE/NP column** below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "NP" if the owner or executive officer is a natural person.

4. **Complete the Title or Status column** by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).

5. **Ownership codes are:**

- o NA – less than 5%
- o A – 5% but less than 10%
- o B – 10% but less than 25%
- o C – 25% but less than 50%
- o D – 50% but less than 75%
- o E – 75% or more
- o G – Other (general partner, trustee, or elected member)

6. **Control Person:**

- a. **In the Control Person column**, enter "Yes" if the person has control as defined in the Glossary of Terms to Form Funding Portal, and enter "No" if the person does not have control. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are "control persons".
- b. **In the PR column**, enter "PR" if the owner is a public reporting company under Section 13 or 15(d) of the Exchange Act.

Complete each of the following:

FULL LEGAL NAME (Natural Persons: Last Name, First Name, Middle Name)	The Next Seed Inc.
Domestic Entity/Foreign Entity (entity organized, incorporated, or domiciled in a foreign country)/Natural Person:	<input checked="" type="radio"/> DE (Domestic Entity) <input type="radio"/> FE (Foreign Entity) <input type="radio"/> NP (Natural Person)
Title or Status	Member
Date Title or Status Acquired (MM/YYYY)	02/2016

NA-less than 5% A-5% but less than 10% B-10% but less than 25%
 C-25% but less than 50% D-50% but less than 75% E-75% or more
 Ownership Code G - Other (general partner, trustee, or elected member)
 Control Person Yes No
 PR PR
 CRD No
 Social Security Number
 Date of Birth
 IRS Tax No.
 IRS Employer ID No.

Complete each of the following:

FULL LEGAL NAME

(Natural Persons: Last Name, First Name, Middle Name)

Domestic Entity/Foreign Entity (entity organized, incorporated, or domiciled in a foreign country)/Natural Person: DE (Domestic Entity) FE (Foreign Entity) NP (Natural Person)

Title or Status

Date Title or Status Acquired (MM/YYYY)

NA-less than 5% A-5% but less than 10% B-10% but less than 25%
 C-25% but less than 50% D-50% but less than 75% E-75% or more
 Ownership Code G - Other (general partner, trustee, or elected member)

Control Person Yes No
PR PR

CRD No
 Social Security Number
 Date of Birth
 IRS Tax No.
 IRS Employer ID No.

Complete each of the following:

FULL LEGAL NAME

(Natural Persons: Last Name, First Name, Middle Name)

Domestic Entity/Foreign Entity (entity organized, incorporated, or domiciled in a foreign country)/Natural Person: DE (Domestic Entity) FE (Foreign Entity) NP (Natural Person)

Title or Status

Date Title or Status Acquired (MM/YYYY)

Ownership Code	<input checked="" type="radio"/> NA-less than 5% <input type="radio"/> A-5% but less than 10% <input type="radio"/> B-10% but less than 25% <input type="radio"/> C-25% but less than 50% <input type="radio"/> D-50% but less than 75% <input type="radio"/> E-75% or more <input type="radio"/> G - Other (general partner, trustee, or elected member)
Control Person	<input checked="" type="radio"/> Yes <input type="radio"/> No
PR	<input type="checkbox"/> PR
CRD No	<input type="text"/>
Social Security Number	<input type="text"/>
Date of Birth	<input type="text"/>
IRS Tax No.	<input type="text"/>
IRS Employer ID No.	<input type="text"/>

Complete each of the following:

FULL LEGAL NAME

(Natural Persons: Last Name, First Name, Middle Name)

Domestic Entity/Foreign Entity (entity organized, incorporated, or domiciled in a foreign country)/Natural Person:

DE (Domestic Entity)
 FE (Foreign Entity)
 NP (Natural Person)

Title or Status

Date Title or Status Acquired (MM/YYYY)

Ownership Code	<input checked="" type="radio"/> NA-less than 5% <input type="radio"/> A-5% but less than 10% <input type="radio"/> B-10% but less than 25% <input type="radio"/> C-25% but less than 50% <input type="radio"/> D-50% but less than 75% <input type="radio"/> E-75% or more <input type="radio"/> G - Other (general partner, trustee, or elected member)
Control Person	<input type="radio"/> Yes <input checked="" type="radio"/> No
PR	<input type="checkbox"/> PR
CRD No	<input type="text"/>
Social Security Number	<input type="text"/>
Date of Birth	<input type="text"/>
IRS Tax No.	<input type="text"/>
IRS Employer ID No.	<input type="text"/>