

VI d

## NEXXT MEDTECH INC. TERM SHEET

This Term Sheet summarizes the principal terms of the proposed private offering (the “Offering”) of securities by **Nexxt MedTech Inc.**, a Colorado Corporation (the “Company”). This summary is qualified in its entirety by the detailed information appearing elsewhere in this Private Placement Memorandum (the “Memorandum”), the Subscription Agreement, and other definitive documentation relating to the Offering.

---

### Issuer:

Nexxt MedTech Inc.  
427 Wright St, #205  
Lakewood, Colorado 80228  
EIN: 33-1480793  
State of Incorporation: Colorado  
Date of Incorporation: October 15, 2024

250,000 shares issued to founders Claudio Tassi 125,000 and Steven Jacobs 125,000

---

### Securities Offered:

Up to 200,000 shares of the Company’s Common Stock (the “Shares”).

---

### Offering Price:

\$20.00 per Share.

---

### Minimum Investment:

\$25,000 (equivalent to 1250 Shares), unless waived by the Company in its sole discretion.

---

### Maximum Offering Size:

\$4,000,000 in gross proceeds.

---

### Offering Type:

Private placement conducted pursuant to Rule 506(c) of Regulation D under the Securities Act of 1933, as amended (the “Securities Act”).



Nexxt Medtech Inc  
427 Wright Street #205,  
Lakewood, Colorado 80228

---

**Use of Proceeds:**

The Company intends to use the net proceeds of this Offering for the following purposes:

- (i) product development and R&D;
- (ii) regulatory compliance and FDA submission;
- (iii) manufacturing and production;
- (iv) go-to-market and commercialization;
- (v) key personnel hires and operating expenses.

A detailed breakdown is provided under “Use of Proceeds” in this Memorandum.

---

**Capitalization:**

The Company’s capitalization before and after the Offering is set forth in the “Capitalization Table” section of this Memorandum.

---

**Investor Qualifications:**

Participation in the Offering is limited to persons who are “Accredited Investors,” as defined under Rule 501 of Regulation D. All investors must provide independent verification of Accredited Investor status as required under Rule 506(c).

---

**Subscription Procedures:**

Prospective investors must:

- (a) complete and sign the Subscription Agreement;
  - (b) submit full payment for Shares subscribed for;
  - (c) provide acceptable documentation to verify Accredited Investor status.
- 

**Restrictions on Transfer:**

The Shares have not been registered under the Securities Act or any state securities laws and are subject to significant restrictions on transferability and resale. No public market currently exists for the Shares, and none is expected to develop.

---

**Offering Period:**

The Offering will continue until the earlier of: (i) the sale of all offered Shares; or (ii) termination of the Offering by the Company in its sole discretion.



**NMT**  
NEXXT MEDTECH



Next Medtech Inc  
427 Wright Street #205,  
Lakewood, Colorado 80228

### **Dividends and Distributions:**

The Company does not anticipate declaring or paying dividends on the Shares in the foreseeable future. Any decision to declare dividends will be at the sole discretion of the Board of Directors, subject to applicable law and the Company's financial condition.

---

### **Voting Rights:**

Each Share of Common Stock entitles the holder thereof to one vote on all matters submitted to a vote of the Company's shareholders.

---

### **Risk Factors:**

An investment in the Shares involves significant risk. Prospective investors should carefully review the "Risk Factors" section of this Memorandum before making an investment decision.

---

### **Governing Law:**

This Offering and all related documents shall be governed by and construed in accordance with the laws of the State of Colorado.

---

This Term Sheet is for informational purposes only and does not constitute an offer to sell, or a solicitation of an offer to buy, any securities of the Company. Any such offer or solicitation will be made only by means of this Memorandum and related definitive offering documents, and only to persons who qualify as Accredited Investors.



**NMT**  
NEXXT MEDTECH



Next Medtech Inc  
427 Wright Street #205,  
Lakewood, Colorado 80228