

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
 File No. 3-21655

In the Matter of
Stoner Cats 2, LLC,
Respondent.

PLAN NOTICE OF STONER CATS FAIR FUND

TO: Individuals and entities, or their lawful successors, who purchased Stoner Cats NFTs (the “Security”) sold by Stoner Cats 2, LLC on July 27, 2021 (the “Offering”).

If you fall within the group above, you must submit a completed Claim Form by May 23, 2026 (the “Claims Bar Date”), to be considered for eligibility to receive a Distribution Payment from the Stoner Cats Fair Fund.

I. Purpose of this Plan Notice

The purpose of this Plan Notice is to inform you that you may be eligible to share in the proceeds of the Stoner Cats Fair Fund described herein. To be potentially eligible to share in the Stoner Cats Fair Fund, you must file a Claim Form in accordance with the steps set forth in this Plan Notice and in the Plan of Distribution (the “Plan”) approved by the Securities and Exchange Commission (“SEC” or “Commission”). Claim Forms, together with this Plan Notice, are being mailed to all known Preliminary Claimants¹ who are identified as Preliminary Claimants by the Commission-appointed Fund Administrator (“Fund Administrator”), Epiq Class Action & Claims Solutions, Inc. (“Epiq”).² Copies of the Plan, this Plan Notice, and the Claim Form are available on the Stoner Cats Fair Fund website at www.StonerCatsFairFund.com. Additionally, a copy of the Plan is available through the Commission’s website at www.sec.gov/enforcement-litigation/distributions-harmed-investors/stoner-cats. Certain persons are excluded from eligibility under the Plan; these exclusions are summarized in Section III below.

Please Note: Receipt of this Plan Notice does not mean you are an Eligible Claimant as that term is defined in the Plan.

PLEASE READ THIS PLAN NOTICE CAREFULLY AND IN ITS ENTIRETY. IF YOU SATISFY THE ELIGIBILITY CRITERIA DESCRIBED BELOW, YOU MAY BE ELIGIBLE TO RECEIVE A DISTRIBUTION PAYMENT FROM THE STONER CATS FAIR FUND. THIS PLAN NOTICE CONTAINS IMPORTANT INFORMATION REGARDING YOUR POSSIBLE ELIGIBILITY TO SHARE IN THE STONER CATS FAIR FUND.

¹ Capitalized terms not defined here are defined in the Plan.

² On March 28, 2025, the Commission appointed Epiq Class Action & Claims Solutions, Inc. (“Epiq”) as the Fund Administrator.

II. Background

On September 13, 2023, the Commission issued the Order instituting and simultaneously settling administrative proceedings against Respondent Stoner Cats 2. In the Order, the Commission found that on July 27, 2021, Stoner Cats 2 conducted an unregistered offering of crypto assets offered and sold as securities in the form of non-fungible tokens called Stoner Cats (“Stoner Cats NFTs” or “NFTs”). According to the Order, Stoner Cats 2 offered and sold to the public, including U.S. investors, 10,320 NFTs for 0.35 ETH (approximately \$800) each. According to the Order, the offering sold out in 35 minutes and generated gross proceeds in ETH equal at the time to approximately \$8.2 million. The Commission found that Stoner Cats 2 was required to, but did not, register the offer and sale of Stoner Cats NFTs with the Commission and no exemption from registration was available. As described in the Order, Stoner

Cats 2 thus violated Sections 5(a) and 5(c) of the Securities Act of 1933. The Commission ordered the Respondent to pay a \$1,000,000 civil money penalty to the Commission. The Commission also created a Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalty collected can be distributed to harmed investors.

The Respondent has paid in full. The Fair Fund has been deposited in a Commission-designated account at the United States Department of the Treasury, and any accrued interest will be added to the Fair Fund.

III. Eligibility Criteria and the Distribution Methodology

To qualify for a payment from the Stoner Cats Fair Fund, you must satisfy certain eligibility criteria that are described in detail in the Plan. The Plan is available on the Fair Fund website at www.StonerCatsFairFund.com and on the Commission's public website at <https://www.sec.gov/enforcement-litigation/distributions-harmed-investors/stoner-cats>. You can also request a copy of the Plan by calling the Fund Administrator at 1-888-896-8824 or by emailing info@StonerCatsFairFund.com. The eligibility criteria include the following:

- You must have purchased Stoner Cats NFTs from Stoner Cats 2, LLC in the Offering on July 27, 2021.
- Your approved transactions must calculate to a Recognized Loss as calculated under the Plan and your Distribution Payment must equal or exceed \$20.00.

You are excluded from participation in the Stoner Cats Fair Fund if you are an Excluded Party as defined in the Plan, including

- The Respondent;
- Present or former officers or directors of Respondent or any assigns, creditors, heirs, distributees, spouses, parents, dependent children, or controlled entities of any of the foregoing Persons or entities;
- Any employee or former employee of the Respondent or any of its affiliates who has been terminated for cause or has otherwise resigned, in connection with the conduct described in the Order;
- Any Person who, as of the Claims Bar Date, has been the subject of criminal charges related to the conduct described in the Order or any related Commission action;
- Any firm, trust, corporation, officer, or other entity in which Respondent has or had a controlling interest;
- The Fund Administrator, its employees, and those Persons assisting the Fund Administrator in its role as the Fund Administrator;
- Any purchaser or assignee of another Person's right to obtain a recovery from the Fair Fund for value; provided, however, that this provision shall not be construed to exclude those Persons who obtained such a right by gift, inheritance, or devise; or
- Any person who is confirmed by the Fund Administrator through Wallet Screening or otherwise to be subject to sanctions.

The Recognized Loss incurred by an Eligible Claimant shall be determined as set forth in the Plan. The methodology used to determine eligibility and calculate Distribution Payments is set forth in the Plan of Allocation attached to the Plan as Exhibit A.

IV. Claim Forms

YOU MAY SUBMIT A CLAIM FORM ELECTRONICALLY ON THE FAIR FUND WEBSITE AT WWW.STONERCATSFAIRFUND.COM. A CLAIM FORM IS ALSO AVAILABLE FOR DOWNLOAD FROM THE FAIR FUND WEBSITE AND MAY BE SUBMITTED BY MAIL OR EMAIL.

THE DEADLINE TO SUBMIT A CLAIM FORM ONLINE OR BY MAIL OR EMAIL IS MAY 23, 2026 — ALSO REFERENCED HEREIN AS THE “CLAIMS BAR DATE.” IF YOU FAIL TO SUBMIT A CLAIM BY THE CLAIMS BAR DATE, YOU MAY BE BARRED FROM RECEIVING A PAYMENT FROM THE STONER CATS FAIR FUND. CLAIMS SUBMITTED ELECTRONICALLY THROUGH THE FAIR FUND WEBSITE OR BY EMAIL MUST BE SUBMITTED BY MAY 23, 2026. PAPER CLAIMS SUBMITTED BY MAIL MUST BE POSTMARKED BY MAY 23, 2026. THE CLAIM FORM MUST BE ACCOMPANIED BY APPROPRIATE SUPPORTING DOCUMENTS FOR EACH TRANSACTION LISTED IN PARTS II–III OF THE CLAIM FORM.

V. Claim Determinations

The Fund Administrator will send a Claim Status Notice within 120 days of the Claims Bar Date to all Preliminary Claimants that submitted a Claim Form. The Claim Status Notice will set forth the Fund Administrator's determination of the eligibility of the claim. If a claim is denied in whole or in part, the Fund Administrator will state the reason for such denial. Preliminary Claimants with deficient or denied claims will be given an opportunity to cure the deficiency or seek reconsideration of the denial.

The Fund Administrator will send, as appropriate, a Final Determination Notice to any Preliminary Claimants who responded to the Claim Status Notice in an effort to cure a deficiency or to seek reconsideration of a denied claim, or otherwise dispute the Fund Administrator's determination, notifying the Preliminary Claimant of its determination.

VI. Instructions for Submitting a Claim Form

YOU MUST COMPLETE AND SIGN THE CLAIM FORM AND SUBMIT IT TO THE FUND ADMINISTRATOR SO THAT IT IS RECEIVED (OR IF SENT BY U.S. MAIL, POSTMARKED) NO LATER THAN MAY 23, 2026, TO BE CONSIDERED FOR ELIGIBILITY TO RECEIVE A DISTRIBUTION PAYMENT FROM THE STONER CATS FAIR FUND. CLAIM FORMS SENT BY U.S. MAIL SHOULD BE ADDRESSED TO:

**Stoner Cats Fair Fund
Fund Administrator
P.O. Box 2930
Portland, OR 97208-2930**

VII. Additional Information

Additional information regarding the Stoner Cats Fair Fund may be found at www.StonerCatsFairFund.com. Additional Claim Forms and Plan Notices may also be downloaded at the Stoner Cats Fair Fund's website. You may obtain additional information or request copies of Claim Forms and Plan Notices by calling the Stoner Cats Fair Fund's toll-free number at 1-888-896-8824, or by emailing info@StonerCatsFairFund.com.

**PLEASE CHECK THE WEBSITE WWW.STONERCATSFAIRFUND.COM
FREQUENTLY FOR UPDATES.**