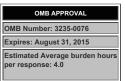
FORM D

Notice of Exempt Offering of Securities

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



1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) 🔲 None	Entity Type
0001753162	Fathom Ventures, Inc.	Corporation
Name of Issuer		C Limited Partnership
Fathom Holdings Inc.		C Limited Liability Company
Jurisdiction of Incorporation/Organization		C General Partnership
NORTH CAROLINA		C Business Trust
Year of Incorporation/Organiza	tion	C Other
O Over Five Years Ago		
<ul> <li>Within Last Five Years</li> <li>(Specify Year)</li> </ul>	2017	

○ Yet to Be Formed

 2. Principal Place of Business and Contact Information

 Name of Issuer

 Fathom Holdings Inc.

 Street Address 1

 Street Address 2

 6841 Virginia Parkway

 City

 State/Province/Country

 ZIP/Postal Code

 Phone No. of Issuer

 McKinney

 TEXAS

## 3. Related Persons

Last Name	First Name		Middle Name
Harley	Joshua		
Street Address 1		Street Address 2	
c/o Fathom Holdings	Inc.	6841 Virginia P	arkway, Suite 103
City	State/Province/	Country	ZIP/Postal Code
McKinney	TEXAS		75071
Relationship:	Executive Officer	Director	Promoter Promoter
Clarification of Response	(if Necessary)		

4. Industry Group

## C Agriculture

#### **Banking & Financial Services**

- C Commercial Banking
- C Insurance
- C Investing
- C Investment Banking
- C Pooled Investment Fund

Other Banking & Financial C Services

#### C Business Services

#### Energy

- C Coal Mining
- C Electric Utilities
- C Energy Conservation C Environmental Services
- C Oil & Gas
- C Other Energy

#### C Retailing

- C Biotechnology C Restaurants Health Insurance
  - Technology
  - C Computers
- Pharmaceuticals C Other Health Care

Hospitals & Physicians

Health Care

0

0

0

C Manufacturing

**Real Estate** 

0

C

C Commercial

C Residential

Construction

Other Real Estate

**REITS & Finance** 

- C Telecommunications
  - C Other Technology

### Travel

- C Airlines & Airports
- C Lodging & Conventions
- C Tourism & Travel Services
- O Other Travel

#### C Other

## 5. Issuer Size

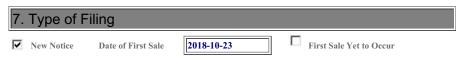
## **Revenue Range**

- C No Revenues
- C \$1 - \$1,000,000
- C \$1,000,001 - \$5,000,000
- C \$5,000,001 - \$25,000,000
- C \$25,000,001 - \$100,000,000
- C Over \$100,000,000
- $\odot$ Decline to Disclose
- C Not Applicable

- set Value Range
  - gate Net Asset Value
  - \$1 \$5,000,000
- C \$5,000,001 - \$25,000,000
- C \$25,000,001 - \$50,000,000
- C \$50,000,001 - \$100,000,000
- Over \$100.000.000 C
- C Decline to Disclose
- C Not Applicable

#### 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply) Rule 504(b)(1) (not (i), (ii) Rule 505 or (iii))

Rule 504 (b)(1)(ii)       Rule 506(c)         Rule 504 (b)(1)(iii)       Securities Act Section 4(a)(5)         Image: Rule 504 (b)(1)(iii)       Image: Rule 506(c)         Image: Ru	Rule 504 (b)(1)(i)	Rule 506(b)
	Rule 504 (b)(1)(ii)	Rule 506(c)
Investment Company Act Section 3(c)	Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
		Investment Company Act Section 3(c)



Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

C Yes O No

#### Type(s) of Securities Offered (select all that apply) 9.

Pooled Investment Fund Equity Г Interests

Tenant-in-Common Securities 🔲 Debt

Aggr	egate Net Ass
C	No Aggreg

0

Γ	Mineral Property Securities	Γ	Option, Warrant or Other Right to Acquire Another Security
	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire		Other (describe)

Security				
10. Business Combination Transaction				
Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?	С	Yes	œ	No
Clarification of Response (if Necessary)				

11. Minimum Investment		
Minimum investment accepted from any outside nvestor	\$ 0	USD

12. Sales Compensation	
Recipient	Recipient CRD Number 🔽 None
(Associated) Broker or Dealer 🔲 None	(Associated) Broker or Dealer CRD 🔲 None
Street Address 1	Street Address 2
City State	/Province/Country ZIP/Postal Code
State(s) of Solicitation	All States

# 13. Offering and Sales Amounts

investor

Total O	ffering Amount	2000000 USD 🗖 Indefinite	
Total A	mount Sold	1685000 USD	
Total Ro Sold	emaining to be	315000 USD 🗌 Indefinite	
Clarific	ation of Respons	Necessary)	
14. I	nvestors		
Į.			
	do not qualify	n the offering have been or may be sold to persons who ccredited investors, n-accredited investors who already have invested in the	
	to persons who	her securities in the offering have been or may be sold not qualify as accredited investors, enter the total s who already have invested in the offering:	
15. 8	Sales Con	issions & Finders' Fees Expenses	
		nts of sales commissions and finders' fees expenses, if any. If the amount of ovide an estimate and check the box next to the amount.	f an

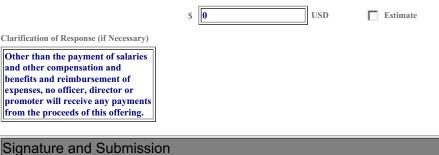
Sales Commissions \$ USD

ΓE	stimate
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Finders' Fees \$	0	USD	Estimate
Clarification of Response (if Necessary)			

## 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.



Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

**Terms of Submission** 

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains is principal place of business or any State in which the issuer maintains is principal place of business or any State in which the issuer maintains is principal place of business or any State in which the issuer maintains is principal place of business or any State in which the issuer maintains is principal place of business or any State in which the issuer maintains is principal place of business or any State
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Fathom Holdings Inc.	/s/ Joshua Harley	Joshua Harley	President	2018-10-24