

FORM D

Notice of Exempt
Offering of SecuritiesUNITED STATES SECURITIES
AND EXCHANGE COMMISSION
Washington, D.C.

OMB APPROVAL

OMB Number: 3235-0076

Expires: August 31, 2015

Estimated Average burden hours
per response: 4.0

1. Issuer's Identity

CIK (Filer ID Number)

0001668370

Previous Name(s)

☐ None

Phalanx, Inc.

Entity Type

☒ Corporation☐ Limited Partnership☐ Limited Liability Company☐ General Partnership☐ Business Trust☐ Other

Name of Issuer

Toughbuilt Industries, Inc

Jurisdiction of
Incorporation/Organization

NEVADA

Year of Incorporation/Organization

☒ Over Five Years Ago☐ Within Last Five Years
(Specify Year)☐ Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

Toughbuilt Industries, Inc

Street Address 1

25371 COMMERCENTRE DRIVE

Street Address 2

SUITE 200

City

LAKE FOREST

State/Province/Country

CALIFORNIA

ZIP/Postal Code

92630

Phone No. of Issuer

(800) 288-4695

3. Related Persons

Last Name

Panosian

First Name

Michael

Middle Name

Street Address 1

25371 Commercentre Drive

Street Address 2

City

Lake Forest

State/Province/Country

CALIFORNIA

ZIP/Postal Code

92630

Relationship:



Executive Officer



Director



Promoter

Clarification of Response (if Necessary)

Chief Executive Officer and President

Last Name

Khachatoorian

First Name

Zareh

Middle Name

Street Address 1

25371 Commercentre Drive

Street Address 2

City

State/Province/Country

ZIP/Postal Code

Lake Forest	CALIFORNIA	92630
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Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
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Clarification of Response (if Necessary)

Chief Operating Officer and Secretary

Last Name	First Name	Middle Name
Ohri	Manu	
Street Address 1		Street Address 2
25371 Commercentre Drive		
City	State/Province/Country	ZIP/Postal Code
Lake Forest	CALIFORNIA	92630

Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
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Clarification of Response (if Necessary)

Chief Financial Officer

4. Industry Group

- | | | |
|---|--|---|
| <input type="radio"/> Agriculture
<input type="radio"/> Banking & Financial Services
<input type="radio"/> Commercial Banking
<input type="radio"/> Insurance
<input type="radio"/> Investing
<input type="radio"/> Investment Banking
<input type="radio"/> Pooled Investment Fund
<input type="radio"/> Other Banking & Financial Services
<input type="radio"/> Business Services
<input type="radio"/> Energy
<input type="radio"/> Coal Mining
<input type="radio"/> Electric Utilities
<input type="radio"/> Energy Conservation
<input type="radio"/> Environmental Services
<input type="radio"/> Oil & Gas
<input type="radio"/> Other Energy | <input type="radio"/> Health Care
<input type="radio"/> Biotechnology
<input type="radio"/> Health Insurance
<input type="radio"/> Hospitals & Physicians
<input type="radio"/> Pharmaceuticals
<input type="radio"/> Other Health Care
<input checked="" type="radio"/> Manufacturing
<input type="radio"/> Real Estate
<input type="radio"/> Commercial
<input type="radio"/> Construction
<input type="radio"/> REITS & Finance
<input type="radio"/> Residential
<input type="radio"/> Other Real Estate | <input type="radio"/> Retailing
<input type="radio"/> Restaurants
<input type="radio"/> Technology
<input type="radio"/> Computers
<input type="radio"/> Telecommunications
<input type="radio"/> Other Technology
<input type="radio"/> Travel
<input type="radio"/> Airlines & Airports
<input type="radio"/> Lodging & Conventions
<input type="radio"/> Tourism & Travel Services
<input type="radio"/> Other Travel
<input type="radio"/> Other |
|---|--|---|

5. Issuer Size

- | | |
|---|---|
| Revenue Range
<input type="radio"/> No Revenues
<input type="radio"/> \$1 - \$1,000,000
<input type="radio"/> \$1,000,001 - \$5,000,000
<input type="radio"/> \$5,000,001 - \$25,000,000
<input type="radio"/> \$25,000,001 - \$100,000,000
<input type="radio"/> Over \$100,000,000
<input checked="" type="radio"/> Decline to Disclose | Aggregate Net Asset Value Range
<input type="radio"/> No Aggregate Net Asset Value
<input type="radio"/> \$1 - \$5,000,000
<input type="radio"/> \$5,000,001 - \$25,000,000
<input type="radio"/> \$25,000,001 - \$50,000,000
<input type="radio"/> \$50,000,001 - \$100,000,000
<input type="radio"/> Over \$100,000,000
<input type="radio"/> Decline to Disclose |
|---|---|

☐ Not Applicable

☐ Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

<input type="checkbox"/>	Rule 504(b)(1) (not (i), (ii) or (iii))	<input type="checkbox"/>	Rule 505
<input type="checkbox"/>	Rule 504 (b)(1)(i)	<input checked="" type="checkbox"/>	Rule 506(b)
<input type="checkbox"/>	Rule 504 (b)(1)(ii)	<input type="checkbox"/>	Rule 506(c)
<input type="checkbox"/>	Rule 504 (b)(1)(iii)	<input type="checkbox"/>	Securities Act Section 4(a)(5)
<input type="checkbox"/>		<input type="checkbox"/>	Investment Company Act Section 3(c)

7. Type of Filing

☒ New Notice Date of First Sale **2018-03-14** ☐ First Sale Yet to Occur

☐ Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? ☐ Yes ☒ No

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

<input type="checkbox"/> Pooled Investment Fund Interests	<input checked="" type="checkbox"/> Equity
<input type="checkbox"/> Tenant-in-Common Securities	<input type="checkbox"/> Debt
<input type="checkbox"/> Mineral Property Securities	<input checked="" type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security
<input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	<input type="checkbox"/> Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? ☐ Yes ☒ No

Clarification of Response (if Necessary)

11. Minimum Investment

Minimum investment accepted from any outside investor \$ **100000** USD

12. Sales Compensation

Recipient Recipient CRD Number ☐ None

Joseph Gunnar & Co., LLC **24795**

(Associated) Broker or Dealer ☒ None (Associated) Broker or Dealer CRD Number ☒ None

<input type="text"/>	<input type="text"/>
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Street Address 1

Street Address 2

<input type="text"/>	<input type="text"/>
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30 BROAD STREET

11TH FLOOR

City

State/Province/Country

ZIP/Postal Code

NEW YORK

NEW YORK

10004

State(s) of Solicitation

☐ All States

☐ Foreign/Non-US

CALIFORNIA

COLORADO

CONNECTICUT

FLORIDA

ILLINOIS

IOWA

KANSAS

KENTUCKY

MASSACHUSETTS

NEW HAMPSHIRE

NEW JERSEY

NEW YORK

NORTH CAROLINA

PENNSYLVANIA

TEXAS

WISCONSIN

WYOMING

13. Offering and Sales Amounts

Total Offering Amount \$ 1500000 USD ☐ Indefinite

Total Amount Sold \$ 810000 USD

Total Remaining to be Sold \$ 690000 USD ☐ Indefinite

Clarification of Response (if Necessary)

14. Investors

☐ Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

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15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ 64800 USD ☒ Estimate

Finders' Fees \$ 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.

\$ USD☐ Estimate

Clarification of Response (if Necessary)

Signature and Submission

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 this notice is filed.
- 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
Toughbuilt Industries, Inc	/s/ Michael Panosian	Michael Panosian	Chief Executive Officer	2018-03-14