The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549 **FORM D** 

## **Notice of Exempt Offering of Securities**

OMB APPROVAL		
OMB Number:	3235-00	

OMB Number: 3235-0076 Estimated average burden hours per response: 4.00

1. Issuer's Identity			
11 looder o lacinary			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001602409	Property Mar	nagement Corp of America	X Corporation
Name of Issuer			Limited Partnership
FingerMotion, Inc.			Limited Liability Company
Jurisdiction of Incorporation/Or	ganization		General Partnership
DELAWARE			
Year of Incorporation/Organiza	tion		Business Trust
X Over Five Years Ago			Other (Specify)
Within Last Five Years (Spe	ecifv Year)		
Yet to Be Formed	, , ,		
2. Principal Place of Business	and Contact Information		
Name of Issuer			
FingerMotion, Inc.			
Street Address 1		Street Address 2	
1460 BROADWAY			
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
NEW YORK	NEW YORK	10036	(347) 349-5339
3. Related Persons			
Last Name	First Name		Middle Name
Shen	Martin		
Street Address 1	Street Address 2		
1460 BROADWAY			
City	State/Province/Co	ountry	ZIP/PostalCode
NEW YORK	NEW YORK	•	10036
Relationship: X Executive Off	icer Director Promoter		
Clarification of Response (if Ne	cessary):		
Last Name	First Name		Middle Name
Leong	Yew Poh		made rame
Street Address 1	Street Address 2		
1460 BROADWAY	0.0007.100.000 =		
City	State/Province/Co	ountry	ZIP/PostalCode
NEW YORK	NEW YORK	Surra y	10036
	cer X Director Promoter		
Clarification of Response (if Ne	cessary):		
Last Name	First Name		Middle Name
Chan	Michael		Middle Hairie
Street Address 1	Street Address 2		
1460 BROADWAY	Olicel Addiess 2		
City	State/Province/Co	ountry	ZIP/PostalCode
NEW YORK	NEW YORK	Janu y	10036
_	cer X Director Promoter		
Treiationship. Executive Offi	Co. A Director Promoter		

Clarification of Response (if Necessary):		
Last Name	First Name	Middle Name
Wong	Hsien Loong	
Street Address 1 1460 BROADWAY	Street Address 2	
City NEW YORK	State/Province/Country NEW YORK	ZIP/PostalCode
Relationship: Executive Officer X Dire	ector Promoter	
Clarification of Response (if Necessary):		
Last Name	First Name	Middle Name
Ng	Eng Ho	
Street Address 1	Street Address 2	
1460 BROADWAY		
City	State/Province/Country	ZIP/PostalCode
New York	NEW YORK	10036
Relationship: Executive Officer X Dire	ector Promoter	
Clarification of Response (if Necessary):	_	
Last Name	First Name	Middle Name
Lee	Yew Hon	
Street Address 1	Street Address 2	
1460 BROADWAY		
City	State/Province/Country	ZIP/PostalCode
New York	NEW YORK	10036
Relationship: X Executive Officer Dire	ector Promoter	
Clarification of Response (if Necessary):		
Last Name	First Name	Middle Name
Li	Li	
Street Address 1	Street Address 2	
1460 BROADWAY	State/Duesianes/Country	710/0004010040
City New York	State/Province/Country NEW YORK	ZIP/PostalCode 10036
<u> </u>		10050
Relationship: X Executive Officer Directly Directly Directly Clarification of Response (if Necessary):	ector Promoter	
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	☐ Heapitale <sup>9</sup> Physicians	
Investing	Hospitals & Physicians	Computers
Investment Banking	Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	X Other Technology
Is the issuer registered as	Manufacturing	Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?		
	Commercial	Lodging & Conventions
YesNo	Construction	Tourism & Travel Services
Other Banking & Financial Service	REITS & Finance	Other Travel
Business Services	Residential	
Energy		Other
Coal Mining	Other Real Estate	
Electric Utilities		
Licotile Otilities		

Energy Conservation	
Environmental Services	
Oil & Gas	
Other Energy	
5. Issuer Size	
	Aggregate Net Asset Value Range
No Revenues \$1 - \$1,000,000	No Aggregate Net Asset Value  \$1 - \$5,000,000
\$1,000,000 - \$5,000,000	\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$25,000,000
\$25,000,001 -	H
\$100,000,000	\$50,000,001 - \$100,000,000
Over \$100,000,000	Over \$100,000,000
X Decline to Disclose	Decline to Disclose
Not Applicable	Not Applicable
6. Federal Exemption(s) and Exclusion(s) Claimed	d (select all that apply)
	Investment Company Act Section 3(c)
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)
Rule 504 (b)(1)(i)	Section 3(c)(2) Section 3(c)(10)
Rule 504 (b)(1)(ii)	Section 3(c)(3) Section 3(c)(11)
Rule 504 (b)(1)(iii)	
X Rule 506(b)	Section 3(c)(4) Section 3(c)(12)
Rule 506(c)	Section 3(c)(5) Section 3(c)(13)
Securities Act Section 4(a)(5)	Section 3(c)(6) Section 3(c)(14)
	Section 3(c)(7)
7. Type of Filing	
X New Notice Date of First Sale 2023-01-19	irst Sale Yet to Occur
Amendment	
8. Duration of Offering	
Does the Issuer intend this offering to last more than	n one year? Yes X No
9. Type(s) of Securities Offered (select all that ap	nlv)
_	
X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire Another Security to be Acquired Upon Exercise of Option	
Right to Acquire Security	Other (describe)
10. Business Combination Transaction	
10. Dusiness Combination Transaction	
Is this offering being made in connection with a busin merger, acquisition or exchange offer?	ness combination transaction, such as a Yes X No
Clarification of Response (if Necessary):	
11. Minimum Investment	
Minimum investment accepted from any outside inve	estor \$0 USD
12. Sales Compensation	
Recipient	Recipient CRD Number X None
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number X None

Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	Foreign/non-US	
13. Offering and Sales Amounts		
Total Offering Amount \$524,950 USD or Indefinite		
Total Amount Sold \$524,950 USD		
Total Remaining to be Sold \$0 USD or Indefinite		
·		
Clarification of Response (if Necessary):		
Total Offering Amount represents the aggregate deemed price of 211,3 shares @ \$2.85, 16,313 shares @ \$6.13, and 40,000 shares @ \$4.13).		es @ \$1.44, 25,000
14. Investors		
Select if securities in the offering have been or may be sold enter the number of such non-accredited investors who already	d to persons who do not qualify as accredited investors, and eady have invested in the offering.	
Regardless of whether securities in the offering have been investors, enter the total number of investors who already h	or may be sold to persons who do not qualify as accredited have invested in the offering:	7
15. Sales Commissions & Finder's Fees Expenses		
Provide separately the amounts of sales commissions and finde an estimate and check the box next to the amount.	ers fees expenses, if any. If the amount of an expenditure is no	ot known, provide
Sales Commissions \$0 USD Estimate		
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 have named as executive officers, directors or promoters in responsible box next to the amount.		
\$0 USD Estimate		
Clarification of Response (if Necessary):		
Signature and Submission		
Please verify the information you have entered and review to file this notice.	the Terms of Submission below before signing and clicking	ng SUBMIT below
Terms of Submission		
In submitting this notice, each issuer named above is:		
<ul> <li>Notifying the SEC and/or each State in which this notice upon written request, in the accordance with applicable</li> </ul>	e is filed of the offering of securities described and undertaking law, the information furnished to offerees.*	to furnish them,
	and, the Securities Administrator or other legally designated	

- 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 the issuer 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 Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) 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
FingerMotion, Inc.	/s/ Martin Shen	Martin Shen	CEO	2023-02-02

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.