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

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

Notice of Exempt Offering of Securities

1. Issuer's Identity				
CIK (Filer ID Number)	Previous Names	None	Entity Type	
0001106838	Names Livering Chanticleer Holdings, Inc.		X Corporation	
Name of Issuer	TULVINE SYSTEMS			
Sonnet BioTherapeutics Holdings, Inc.	DIC		Limited Partnership	
Jurisdiction of Incorporation/Organi	m 1 1 0 .	ms Inc	Limited Liability Company	
DELAWARE			General Partnership	
Year of Incorporation/Organization			Business Trust	
X Over Five Years Ago			Other (Specify)	
Within Last Five Years (Specify	Year)		United (Specify)	
Yet to Be Formed				
<u> </u>	10 / 11 / 11			
2. Principal Place of Business and	d Contact Information			
Name of Issuer				
Sonnet BioTherapeutics Holdings, Inc. Street Address 1		Street Address 2		
100 OVERLOOK CETNER		SUITE 102		
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer	
PRINCETON	NEW JERSEY	08540	609-375-2227	
3. Related Persons				
Last Name	First Name		Middle Name	
Mohan	Pankaj		Middle Name	
Street Address 1	Street Address 2			
100 Overlook Center	Suite 102			
City	State/Province/Co	untry	ZIP/PostalCode	
Princeton	NEW JERSEY		08540	
Relationship: X Executive Officer	Director Promoter			
Clarification of Response (if Necess	eary):			
Last Name	First Name		Middle Name	
Cross	Jay			
Street Address 1	Street Address 2			
100 Overlook Center	Suite 102			
City	State/Province/Co	untry	ZIP/PostalCode	
Princeton	NEW JERSEY		08540	
Relationship: X Executive Officer	Director Promoter			
Clarification of Response (if Necess	eary):			
Last Name	First Name		Middle Name	
Cini	John		K.	
Street Address 1	Street Address 2			
100 Overlook Center	Suite 102			
City	State/Province/Co	untry	ZIP/PostalCode	
Princeton	NEW JERSEY		08540	
Relationship: X Executive Officer	Director Promoter			
Clarification of Response (if Necess	ary):			

Date South Street Address 2 Street Address 2 Street Address 3 Street Address 4 Street Address 5 Street Address 6 Street Address 6 Street Address 6 Street Address 7 Street Addr	Last Name	First Name	Middle Name	
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100 Overlook Center	Kenny	Richard		
City	Street Address 1	Street Address 2		
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Last Name First Name Middle Name			08540	
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Raphu Street Address 1 Street Address 2 100 Overlook Center Suite 102 City State/Province/Country ZIP/PostalCode Princeton NEW JERSEY 08540 Relationship: Executive Officer X Director Promoter	Last Name	First Name	Middle Name	
Street Address 1 Street Address 2 100 Overlook Center Suite 102 City State/Province/Country Princeton NEW JERSEY Relationship: Executive Officer X Director Promoter		Raghu		
100 Overlook Center Suite 102 City State/Province/Country ZIP/PostalCode Princeton NEW JERSEY 08540 Relationship: Executive Officer Director Promoter		2		
City State/Province/Country ZIP/PostalCode Princeton NEW JERSEY 08540 Relationship: Executive Officer Director Promoter				
Princeton NEW JERSEY 08540 Relationship: Executive Officer Director Promoter			7IP/PostalCode	
Relationship: Executive Officer X Director Promoter	•			
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Cialification of Nesponse (if Necessary).				
	Jarification of Response (if Neces	ssary):		

Agriculture	Health Care	Retailing
Banking & Financial Services	X Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	Ц	
Investing	Hospitals & Physicians	Computers
Investment Banking		Telecommunications
Pooled Investment Fund	Pharmaceuticals	Other Technology
Is the issuer registered as	Other Health Care	 Travel
an investment company under the Investment Company	Manufacturing	Airlines & Airports
Act of 1940?	Real Estate	Lodging & Conventions
Yes No	Commercial	Tourism & Travel Services
Other Banking & Financial Services	Construction	
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining		
Electric Utilities	Other Real Estate	
Energy Conservation		
Environmental Services		
☐ Oil & Gas		
Other Energy		
5. Issuer Size		
Revenue Range OR	Aggregate Net	Asset Value Range
No Revenues	No Aggregate	e Net Asset Value
\$1 - \$1,000,000	\$1 - \$5,000,0	00
\$1,000,001 - \$5,000,000	\$5,000,001 -	\$25,000,000
\$5,000,001 - \$25,000,000	\$25,000,001	- \$50,000,000
\$25,000,001 - \$100,000,000	\$50,000,001	- \$100,000,000
Over \$100,000,000	Over \$100,00	00,000
X Decline to Disclose	Decline to Di	sclose
Not Applicable	Not Applicable	e
6. Federal Exemption(s) and Exclusion(s)	Claimed (select all that app	oly)
	Investme	nt 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)	Section 3	
X Rule 506(b)		
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 2023-06-3	0 First Sala Vat to Occur	
Amendment Date of First Sale 2023-06-3	0 First Sale Yet to Occur	
8. Duration of Offering		

Does the Issuer intend this offering to last more than one year?	es X No			
9. Type(s) of Securities Offered (select all that apply)				
X Equity Debt	Pooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Right to Other (describe)			
10. Business Combination Transaction				
Is this offering being made in connection with a business combination or exchange offer?	transaction, such as a merger, acquisition Yes X No			
Clarification of Response (if Necessary):				
11. Minimum Investment				
Minimum investment accepted from any outside investor \$0 USD				
12. Sales Compensation				
Recipient Chardan Capital Markets, LLC	Recipient CRD Number None			
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number X None			
None	None			
Street Address 1	Street Address 2			
17 STATE STREET	SUITE 2130 State / Drawings / Country	ZID/Dootel Code		
City NEW YORK	State/Province/Country NEW YORK	ZIP/Postal Code 10004		
State(s) of Solicitation (select all that apply)		10004		
Check "All States" or check individual States	Foreign/non-US			
13. Offering and Sales Amounts				
Total Offering Amount \$2,250,000 USD or Indefinite				
Total Amount Sold \$2,250,000 USD				
Total Remaining to be Sold \$0 USD or Indefinite				
Clarification of Response (if Necessary):				
14. Investors				
Select if securities in the offering have been or may be sold to pers such non-accredited investors who already have invested in the off Regardless of whether securities in the offering have been or may be total number of investors who already have invested in the offering:	fering. be sold to persons who do not qualify as accredited investor			
15. Sales Commissions & Finder's Fees Expenses				
Provide separately the amounts of sales commissions and finders fees check the box next to the amount.	expenses, if any. If the amount of an expenditure is not kno	wn, provide an estimate and		
Sales Commissions \$226,250 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 has been executive officers, directors or promoters in response to Item 3 above.				
\$0 USD X Estimate				
Clarification of Response (if Necessary):				
The Company shall use the net proceeds from the sale for working capital purposes.				

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, in the
 accordance with applicable law, 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 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
Sonnet BioTherapeutics Holdings, Inc.	/s/ Jay Cross	Jay Cross	Chief Financial Officer	2023-07-17

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.

* 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.