OMB APPROVAL	
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM D

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	X None	Entity Type
0001788013			X Corporation
Name of Issuer			Limited Partnership
Lionano SE Inc.			Limited Liability Company
Jurisdiction of Incorporation/Organization			General Partnership
DELAWARE			Business Trust
Year of Incorporation/Organization			Other (Specify)

Over Five Years Ago
X Within Last Five Years (Specify Year) 2019
Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer			
Lionano SE Inc.			
Street Address 1		**Street Address 2**	
19 PRESIDENTIAL WAY			
City	**State/Province/Country**	**ZIP/PostalCode**	**Phone Number of Issuer**
WOBURN	MASSACHUSETTS	01801	617-315-9733

3. Related Persons

Last Name	First Name	Middle Name
Yu	Yingchao	
Street Address 1	**Street Address 2**	
19 Presidential Way		
City	**State/Province/Country**	**ZIP/PostalCode**
Woburn	MASSACHUSETTS	01801

Relationship: X Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Chang	Raymond	
Street Address 1	**Street Address 2**	
19 Presidential Way		
City	**State/Province/Country**	**ZIP/PostalCode**
Woburn	MASSACHUSETTS	01801

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Huang	Siyu	
Street Address 1	**Street Address 2**	
19 Presidential Way		
City	**State/Province/Country**	**ZIP/PostalCode**
Woburn	MASSACHUSETTS	01801

Relationship: X Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Ren	Dong	
Street Address 1	**Street Address 2**	
19 Presidential Way		
City	**State/Province/Country**	**ZIP/PostalCode**
Woburn	MASSACHUSETTS	01801

Relationship: X Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Sahay	Praveen	
Street Address 1	**Street Address 2**	
19 Presidential Way		
City	**State/Province/Country**	**ZIP/PostalCode**
Woburn	MASSACHUSETTS	01801

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Taylor	Joseph	
Street Address 1	**Street Address 2**	
19 Presidential Way		
City	**State/Province/Country**	**ZIP/PostalCode**
Woburn	MASSACHUSETTS	01801

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Meidar	Liad	
Street Address 1	**Street Address 2**	
19 Presidential Way		
City	**State/Province/Country**	**ZIP/PostalCode**
Woburn	MASSACHUSETTS	01801

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

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4. Industry Group

Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance		

Investing
Investment Banking
Pooled Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?

Yes No

Other Banking & Financial Services

Business Services

Energy

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

Hospitals & Physicians
Pharmaceuticals
Other Health Care

Manufacturing

Real Estate

Commercial
Construction
REITS & Finance
Residential
Other Real Estate

Computers
Telecommunications
X Other Technology

Travel

Airlines & Airports
Lodging & Conventions
Tourism & Travel Services
Other Travel

Other

5. Issuer Size

Revenue Range	**OR**	**Aggregate Net Asset Value Range**
No Revenues		No Aggregate Net Asset Value
$1 - $1,000,000		$1 - $5,000,000
$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 $100,000,000
X Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

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

Rule 504(b)(1) (not (i), (ii) or (iii))
Rule 504 (b)(1)(i)
Rule 504 (b)(1)(ii)
Rule 504 (b)(1)(iii)
X Rule 506(b)
Rule 506(c)
Securities Act Section 4(a)(5)

Investment Company Act Section 3(c)

Section 3(c)(1)
Section 3(c)(2)
Section 3(c)(3)
Section 3(c)(4)
Section 3(c)(5)
Section 3(c)(6)
Section 3(c)(7)
Section 3(c)(9)
Section 3(c)(10)
Section 3(c)(11)
Section 3(c)(12)
Section 3(c)(13)
Section 3(c)(14)

7. Type of Filing

X New Notice Date of First Sale 2021-02-17 First Sale Yet to Occur
Amendment

8. Duration of Offering

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

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

X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	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 X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor $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	All States	Foreign/non-US

13. Offering and Sales Amounts

Total Offering Amount	$27,188,067 USD	or	Indefinite
Total Amount Sold	$17,188,062 USD		
Total Remaining to be Sold	$10,000,005 USD	or	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, and enter the 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:	3

15. Sales Commissions & Finder's 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	$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 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.

$0 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, 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
Lionano SE Inc.	/s/ Siyu Huang	Siyu Huang	Chief Executive Officer	2021-02-24

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.