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

1. Issuer's Identity

Name of Issuer     X     Corporation       Allis Motor Vehicles Ine     Limited Liability Company       Jurisdiction of     Idental Limited Liability Company       DerJAWARE     General Partnership       DELAWARE     Other (Specify)       Vear of Incorporation/Organization     Business Trust       DELAWARE     Other (Specify)       Vear of Incorporation/Organization     Other (Specify)       Vear of Incorporation/Organization     Other (Specify)       Vare of Sucer     Street Address 1       Street Address 1     Street Address 2       1828 N HIGLEY RD     SUTTE 116       City     State/Province/Country     ZIP/PostalCode       MESA     ARIZONA     85205       3. Related Persons     East Name     First Name       Last Name     First Name     Middle Name       Hanchett     Mark     Street Address 2       Y259 E POSADA AVE     City     State/Province/Country     ZIP/PostalCode       MESA     ARIZONA     85212       Relationship: X Executive Officer     Director     Province/Country     ZIP/PostalCode       MESA     ARIZONA     85212       Relationship: X Executive Officer     Director     Province/Country     ZIP/PostalCode       MESA     ARIZONA     85212     Street Address 1 </th <th>CIK (Filer ID Numb</th> <th>per) Previous</th> <th>X None</th> <th>Entity Type</th>	CIK (Filer ID Numb	per) Previous	X None	Entity Type
Name of IssuerLimited PartnershipAtlis Motor Vehicles IncLimited PartnershipJurisdiction ofGeneral PartnershipJurisdiction of Incorporation/OrganizationBusiness TrustDELAWAREOther (Specify)Vear of Incorporation/OrganizationUther (Specify)X Over Five Years AgoWithin Last Five Years (Specify Year)Yet to Be FormedSurfner2. Principal Place of Business and Contact InformationStreet Address 1Street Address 1Street Address 2Street Address 1Street Address 21828 N HIGLEY RDSUITE 116CityState/Province/CountryZIP/PostalCodeMarkMiddle NameHanchettMarkStreet Address 1Street Address 2259 E POSADA AVEStreet Address 2CityState/Province/CountryZIP/PostalCodeMESAARIZONA85212Relationship: X Executive OfficerDirector PromoterClarification of Response (if Necessary):Last NameFirst NameMiddle NameFirst NameMiddle NamePRATTANNIEStreet Address 1Street Address 1Street Address 21321 CASTEC DRIVEState/Province/CountryZIP/PostalCode1321 CASTEC DRIVEState/Province/CountryZIP/PostalCode	,	Names		
Atlis Motor Vehicles Inc Limited Liability Company Jurisdiction of General Partnership Business Trust DELAWARE Offee	Name of Issuer			-
Jurisdiction of General Partnership Business Trust DELAWARE Other (Specify) Year of Incorporation/Organization DELAWARE Other (Specify) Year of Incorporation/Organization X 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 Atlis Motor Vehicles Inc Street Address 1 Street Address 2 1828 N HIGLEY RD SUITE 116 City State/Province/Country ZIP/PostalCode Hanchett Mark Street Address 1 Street Address 2 7259 E POSADA AVE City State/Province/Country CityProstalCode Street Street Address 1 Street Address 2 1321 CASTEC DRIVE				*
Incorporation/Organization     Business Trust       DEL WARE     Other (Specify)       Vear of Incorporation/Organization     Other (Specify)       X Over Five Years Ago     Within Last Five Years (Specify Year) Yet to Be Formed     Street Address 1       2. Principal Place of Business and Contact Information     Name of Issuer     Street Address 2       Atlis Motor Vehicles Inc     Street Address 1     Street Address 2       Street Address 1     Street Address 2     SUITE 116       City     State/Province/Country     ZIP/PostalCode     Phone Number of Issuer       MESA     ARIZONA     85205     602-309-5425       3. Related Persons     Street Address 2     Street Address 1     Street Address 1       Mark     Street Address 1     Street Address 2     SUIP       T259 E POSADA AVE     ZIP/PostalCode     MESA     ARIZONA     85212       Relationship: X Executive Officer     Director     Promoter     City     Street Address 2       Relationship: X Executive Officer     Director     Promoter     Street Address 2       City     Street Address 2     Street Address 2     Street Address 2       Izairlication of Response (if Necessary):     Last Name     Middle Name       PRATT     ANNIE     Street Address 2     Street Address 2       Izairlication City <td< td=""><td></td><td></td><td></td><td></td></td<>				
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Year of Incorporation/Organization         X Over Five Years Ago         Within Last Five Years (Specify Year)         Yet to Be Formed         2. Principal Place of Business and Contact Information         Street Address 1         Street Address 2         1828 N HIGLEY RD       SUITE 116         City       Street Address 1         Street Province/Country       ZIP/PostalCode       Phone Number of Issuer         MESA       ARIZONA       Street Address 2         3. Related Persons       First Name       Middle Name         Hack Topo Sall Cole         MESA       ARIZONA       Street Address 1         Street Address 1       Street Address 2         7259 E POSADA AVE       S212       Relationship: X Executive Officer       Director       Promoter         City       Street Address 2         Street Address I       First Name       Middle Name         PRATT <td>DELAWARE</td> <td></td> <td></td> <td></td>	DELAWARE			
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Vet to Be Formed         Name of Business and Contact Information         Name of Issuer         Attlis Motor Vehicles Inc         Street Address 1         Street Address 2         Street Address 2         1828 N HIGLEY RD       SUITE 116         City       State/Province/Country       ZIP/PostalCode       Phone Number of Issuer         MESA       ARIZONA       85205       602-309-5425         Street Address 1       Street Address 1       Street Address 2         City       Street Address 2         Street Address 1       Street Address 2         Street Address 1       Street Address 2         City       Street Address 2         City State/Province/Country       ZIP/PostalCode         Middle Name         Middle Name         Middle Name         Street Address 1       Street Address 2         Street Address 1       Street Address 2         Street Address 1 <td>X Over Five Years Ago</td> <td></td> <td></td> <td></td>	X Over Five Years Ago			
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3. Related Persons          Last Name       First Name       Middle Name         Hanchett       Mark       Mark         Street Address 1       Street Address 2         7259 E POSADA AVE       ZIP/PostalCode         MESA       ARIZONA       85212         Relationship: X Executive Officer       Director       Promoter         Clarification of Response (if Necessary):        Middle Name         Last Name       First Name       Middle Name         PRATT       ANNIE          Street Address 1       Street Address 2          1321 CASTEC DRIVE       Street Address 2          City       State/Province/Country       ZIP/PostalCode	City	State/Province/Country	y ZIP/PostalCode	Phone Number of Issuer
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MESA     ARIZONA     85212       Relationship: X Executive Officer     Director     Promoter       Clarification of Response (if Necessary):		Street	t Address 2	
Relationship: X Executive OfficerDirectorPromoterClarification of Response (if Necessary):Last NameFirst NameMiddle NamePRATTANNIEStreet Address 1Street Address 21321 CASTEC DRIVECityState/Province/CountryZIP/PostalCode	City	State/Pro	vince/Country	ZIP/PostalCode
Clarification of Response (if Necessary):       Last Name     First Name     Middle Name       PRATT     ANNIE       Street Address 1     Street Address 2       1321 CASTEC DRIVE     State/Province/Country       City     State/Province/Country	MESA	ARIZONA	8521	12
Last NameFirst NameMiddle NamePRATTANNIEStreet Address 1Street Address 21321 CASTEC DRIVECityState/Province/CountryZIP/PostalCode	Relationship: X Executive Of	fficer Director Promo	oter	
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City State/Province/Country ZIP/PostalCode	Street Address 1	Street	t Address 2	
City State/Province/Country ZIP/PostalCode				
		State/Pro	vince/Country	ZIP/PostalCode
	•		-	
Relationship: X Executive Officer Director Promoter				

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name			
DWIVEI	APOORV				
Street Address 1	Street Address 2				
4364 S PHOTON					
City	State/Province/Country	ZIP/PostalCode			
MESA	ARIZONA	85212			
Relationship: X Executive Officer	Director Promoter				
Clarification of Response (if Necessary):					

# 4. Industry Group

Banking & Financial Services Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund Is the issuer registered as X I		Health Care Biotechnology Health Insurance Hospitals & Physicians Pharmaceuticals Other Health Care X Manufacturing Real Estate Commercial	Retailing Restaurants Technology Computers Telecommunications Other Technology Travel Airlines & Airports Lodging & Conventions
		Construction	Tourism & Travel Services
Other Banking & I	Financial Services	REITS & Finance	Other Travel
<b>Business Services</b>		Residential	Other
Energy		Other Real Estate	
Coal Mining			
Electric Utilities			
Energy Conservati	on		

- Environmental Services
- Oil & Gas
- Other Energy

### 5. Issuer Size

<b>Revenue Range</b>	OR	Aggregate Net Asset Value Range
X 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
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))	Investment Company	Investment Company Act Section 3(c)		
Rule 504 (b)(1)(i)	Section 3(c)(1)	Section $3(c)(9)$		
Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii)	Section $3(c)(2)$	Section $3(c)(10)$		
X Rule 506(b)	Section 3(c)(3)	Section 3(c)(11)		

Rule 506(c)	Section 3(c)	(4) Section 3(c)(12)	
Securities Act Section 4(a)(5)	Section 3(c)	(5) Section 3(c)(13)	
	Section 3(c)	(6) Section 3(c)(14)	
	Section 3(c)	(7)	
7. Type of Filing			
X New Notice Date of First Sale 2022-05-20 Amendment	) First Sale Yet to	o Occur	
8. Duration of Offering			
Does the Issuer intend this offering to last mo	re than one year?	Yes X No	
9. Type(s) of Securities Offered (select all that	apply)		
X Equity		Pooled Investment Fund Interest	S
Debt Option, Warrant or Other Right to Acquire	Another Security	Tenant-in-Common Securities Mineral Property Securities	
Security to be Acquired Upon Exercise of (	•	Other (describe)	
Other Right to Acquire Security		Other (desende)	
10. Business Combination Transaction			
Is this offering being made in connection with as a merger, acquisition or exchange offer?	a business combir	action transaction, such Yes X	No
Clarification of Response (if Necessary):			
11. Minimum Investment			
Minimum investment accepted from any outs	ide investor \$127,4	00 USD	
12. Sales Compensation			
Recipient	Recip	ient CRD Number X None	
(Associated) Broker or Dealer X None	(Asso Numb	ciated) Broker or Dealer CRD	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 For States	eign/non-US	
13. Offering and Sales Amounts			
Total Offering Amount \$50,000,007 USE	or Indefinite		
Total Amount Sold\$127,400 USD	)		
Total Remaining to be Sold \$49,872,607 USE	or Indefinite		
Clarification of Response (if Necessary):			
14. Investors			
Select if securities in the offering have been investors, and enter the number of such not			

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:

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1		

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
Atlis Motor Vehicles Inc	Annie Pratt	Annie Pratt	President	2022-05-24

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.