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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	<input type="checkbox"/> None	Entity Type
0001842356	CHW Acquisition Corp		<input checked="" type="checkbox"/> Corporation
Name of Issuer			<input type="checkbox"/> Limited Partnership
Wag! Group Co.			<input type="checkbox"/> Limited Liability Company
Jurisdiction of Incorporation/Organization			<input type="checkbox"/> General Partnership
DELAWARE			<input type="checkbox"/> Business Trust
Year of Incorporation/Organization			<input type="checkbox"/> Other (Specify)
<input type="checkbox"/> Over Five Years Ago			
<input checked="" type="checkbox"/> Within Last Five Years (Specify Year) 2022			
<input type="checkbox"/> Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer			
Wag! Group Co.			
Street Address 1	Street Address 2		
55 FRANCISCO STREET, SUITE 360			
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
SAN FRANCISCO	CALIFORNIA	94133	(707) 324-4219

3. Related Persons

Last Name	First Name	Middle Name
Smallwood	Garrett	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Davidian	Alec	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Storm	Adam	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Allread	Dylan	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Arjomand	Maziar	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Cane	David	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
McCarthy	Patrick	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Yu	Nicholas	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Chellah	Melinda	
Street Address 1	Street Address 2	
55 Francisco St	Suite 360	
City	State/Province/Country	ZIP/PostalCode
San Francisco	CALIFORNIA	94133
Relationship: <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name

Marcelo

Street Address 1

55 Francisco St

City

San Francisco

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

Sheila

Street Address 2

Suite 360

State/Province/Country

CALIFORNIA

ZIP/PostalCode

94133

Clarification of Response (if Necessary):

Last Name

Blackwell

Street Address 1

55 Francisco St

City

San Francisco

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

First Name

Kimberly

Street Address 2

Suite 360

State/Province/Country

CALIFORNIA

Middle Name

ZIP/PostalCode

94133

Clarification of Response (if Necessary):

Last Name

Mangan

Street Address 1

55 Francisco St

City

San Francisco

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

First Name

Jocelyn

Street Address 2

Suite 360

State/Province/Country

CALIFORNIA

Middle Name

ZIP/PostalCode

94133

Clarification of Response (if Necessary):

Last Name

Lee

Street Address 1

55 Francisco St

City

San Francisco

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

First Name

Roger

Street Address 2

Suite 360

State/Province/Country

CALIFORNIA

Middle Name

ZIP/PostalCode

94133

Clarification of Response (if Necessary):

Last Name

Yee

Street Address 1

55 Francisco St

City

San Francisco

Relationship: ☐ Executive Officer ☒ Director ☐ Promoter

First Name

Brian

Street Address 2

Suite 360

State/Province/Country

CALIFORNIA

Middle Name

ZIP/PostalCode

94133

Clarification of Response (if Necessary):

4. Industry Group

☐ Agriculture

☐ Banking & Financial Services

☐ Commercial Banking

☐ Insurance

☐ Investing

☐ Investment Banking

☐ Pooled Investment Fund

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

☐

☐

☐ Health Care

☐ Biotechnology

☐ Health Insurance

☐ Hospitals & Physicians

☐ Pharmaceuticals

☐ Other Health Care

☐ Manufacturing

☐ Real Estate

☐ Commercial

☐

☐ Retailing

☐ Restaurants

☐ Technology

☐ Computers

☐ Telecommunications

☒ Other Technology

☐ Travel

☐ Airlines & Airports

☐ Lodging & Conventions

☐

<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Construction	<input type="checkbox"/> Tourism & Travel Services
<input type="checkbox"/> Other Banking & Financial Services	<input type="checkbox"/> REITS & Finance	<input type="checkbox"/> Other Travel	
<input type="checkbox"/> Business Services	<input type="checkbox"/> Residential	<input type="checkbox"/> Other	
Energy	<input type="checkbox"/> Other Real Estate		
<input type="checkbox"/> Coal Mining			
<input type="checkbox"/> Electric Utilities			
<input type="checkbox"/> Energy Conservation			
<input type="checkbox"/> Environmental Services			
<input type="checkbox"/> Oil & Gas			
<input type="checkbox"/> Other Energy			

5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
<input type="checkbox"/> No Revenues		<input type="checkbox"/> No Aggregate Net Asset Value
<input type="checkbox"/> \$1 - \$1,000,000		<input type="checkbox"/> \$1 - \$5,000,000
<input type="checkbox"/> \$1,000,001 - \$5,000,000		<input type="checkbox"/> \$5,000,001 - \$25,000,000
<input type="checkbox"/> \$5,000,001 - \$25,000,000		<input type="checkbox"/> \$25,000,001 - \$50,000,000
<input checked="" type="checkbox"/> \$25,000,001 - \$100,000,000		<input type="checkbox"/> \$50,000,001 - \$100,000,000
<input type="checkbox"/> Over \$100,000,000		<input type="checkbox"/> Over \$100,000,000
<input type="checkbox"/> Decline to Disclose		<input type="checkbox"/> Decline to Disclose
<input type="checkbox"/> Not Applicable		<input type="checkbox"/> 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"/> Investment Company Act Section 3(c)	
<input type="checkbox"/> Rule 504 (b)(1)(i)	<input type="checkbox"/> Section 3(c)(1)	<input type="checkbox"/> Section 3(c)(9)
<input type="checkbox"/> Rule 504 (b)(1)(ii)	<input type="checkbox"/> Section 3(c)(2)	<input type="checkbox"/> Section 3(c)(10)
<input type="checkbox"/> Rule 504 (b)(1)(iii)	<input type="checkbox"/> Section 3(c)(3)	<input type="checkbox"/> Section 3(c)(11)
<input checked="" type="checkbox"/> Rule 506(b)	<input type="checkbox"/> Section 3(c)(4)	<input type="checkbox"/> Section 3(c)(12)
<input type="checkbox"/> Rule 506(c)	<input type="checkbox"/> Section 3(c)(5)	<input type="checkbox"/> Section 3(c)(13)
<input type="checkbox"/> Securities Act Section 4(a)(5)	<input type="checkbox"/> Section 3(c)(6)	<input type="checkbox"/> Section 3(c)(14)
	<input type="checkbox"/> Section 3(c)(7)	

7. Type of Filing

<input checked="" type="checkbox"/> New Notice	Date of First Sale	2023-04-06	<input type="checkbox"/> First Sale Yet to Occur
<input type="checkbox"/> 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 checked="" type="checkbox"/> Equity	<input type="checkbox"/> Pooled Investment Fund Interests
<input type="checkbox"/> Debt	<input type="checkbox"/> Tenant-in-Common Securities
<input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security	<input type="checkbox"/> Mineral Property Securities
<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 \$0 USD

12. Sales Compensation

Recipient	Recipient CRD Number	<input checked="" type="checkbox"/> None
(Associated) Broker or Dealer	(Associated) Broker or Dealer CRD Number	<input checked="" type="checkbox"/> None
Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply)	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/non-US
Check "All States" or check individual States		

13. Offering and Sales Amounts

Total Offering Amount \$100,000 USD or ☐ Indefinite

Total Amount Sold \$100,000 USD

Total Remaining to be Sold \$0 USD or ☐ Indefinite

Clarification of Response (if Necessary):

\$0 Total Remaining to be Sold. Agreement offers 100,000 shares. As of market close on 4/6/2023, share closing price was \$2.26

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:

0

7

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
Wag! Group Co.	Nicholas Yu	Nicholas Yu	Director of Legal	2023-04-13

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.