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

1. Issuer’s Identity

CIK (Filer ID Number) 0001756692
Previous Names: None

Entity Type
- Corporation
- Limited Partnership
- Limited Liability Company
- General Partnership
- Business Trust
- Other (Specify)

2. Principal Place of Business and Contact Information

Name of Issuer
III Holdings International Ltd
Street Address 1
310 S. WEST STREET
City
RALEIGH
State/Province/Country
NORTH CAROLINA
ZIP/PostalCode 27603
Phone Number of Issuer 919-743-2500

3. Related Persons

Last Name
Darden
Street Address 1
310 S. WEST STREET
City
RALEIGH
State/Province/Country
NORTH CAROLINA
ZIP/PostalCode 27603
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)

- Equity
- Debt
- Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Pooled Investment Fund Interests
- Tenant-in-Cammon Securities
- Mineral Property Securities
- 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: (Associated) Broker or Dealer: □ None
Recipient CRD Number: □ None
Street Address 1: 
City: 
State(s) of Solicitation (select all that apply): All States
State/Province/Country: 
ZIP/Postal Code: 

13. Offering and Sales Amounts

- Total Offering Amount: $45,000,000 USD or □ Indefinite
- Total Amount Sold: $54,468,403 USD
- Total Remaining to be Sold: $10,531,597 USD or □ Indefinite

Clarification of Response (if necessary):
## SECTION C: COMPANY OFFICIALS
(Enter additional company officials in Section E.)

<table>
<thead>
<tr>
<th>NAME</th>
<th>TITLE</th>
<th>ADDRESS</th>
<th>ADDRESS</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Thomas F Darden</td>
<td>President</td>
<td>310 S. West St. Suite 100</td>
<td>Raleigh, NC 27603</td>
<td>310 S. West St. Suite 100</td>
</tr>
<tr>
<td>S H Fogleman III</td>
<td>Treasurer</td>
<td>310 S. West St. Suite 100</td>
<td>Raleigh, NC 27603</td>
<td>310 S. West St. Suite 100</td>
</tr>
<tr>
<td>John T Vaughn</td>
<td>Vice President</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### SECTION D: CERTIFICATION OF ANNUAL REPORT
Section D must be completed in its entirety by a person/business entity.

**S H Fogleman III**  
**SIGNATURE**  
**3/18/2019**  
**DATE**

Form must be signed by a Company Official listed under Section C of this form.

**S H Fogleman III**  
**Treasurer**  
**Print or Type Name of Company Official**  
**Print or Type Title of Company Official**

This Annual Report has been filed electronically.

MAIL TO: Secretary of State, Business Registration Division, Post Office Box 29525, Raleigh, NC 27626-0525