SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Pompliano Anthony John III	Silvia, Inc. [SVIA]	☑ Director ☑ 10% Owner
(Last) (First) (Middle)	Foreign Trading Symbol	☑ Officer (give title below) ☐ Other (specify below)
600 LEXINGTON AVENUE, FLOOR 2	3. Date of Earliest Transaction (Month/Day/Year)	Chief Executive Officer
(Street)	04/06/2026	
NEW YORK NY 10022	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(City) (State) (Zip)	04/07/2026	☑ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $0.001	04/06/2026		J(1)(2)		4,240,520(2)	A	(1)(2)	14,803,020(2)	I	By Inflection Points Inc.(3)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Contingent Earnout Right(4)	(4)	04/06/2026		J(4)		4,534,265(4)		(5)	04/06/2031(5)	Common Stock, par value $0.001	4,534,265(4)	(4)	4,534,265(4)	I	By Inflection Points Inc.(3)

Explanation of Responses:

1. Reference is made to that certain Agreement and Plan of Merger, dated as of February 9, 2026 (the "Merger Agreement"), by and among Silvia, Inc., a Delaware corporation (formerly known as ProCap Financial, Inc.) (the "Issuer"), Silvia Merger Sub, Inc. ("Merger Sub"), CFO Silvia, Inc. (the "Target"), Shain Noor, an individual, Inflection Points Inc d/b/a Professional Capital Management, a Delaware corporation ("Inflection Points"), and Shain Noor, solely in his capacity as stockholder representative. Pursuant to the Merger Agreement, on April 6, 2026, Merger Sub merged with and into the Target, with the Target surviving as a wholly owned subsidiary of the Issuer (the "Merger").

2. Represents shares of common stock, par value $0.001 per share, of the Issuer ("Common Stock") received by Inflection Points in connection with the Merger, consisting of 3,787,094 shares of Common Stock issued at the closing of the Merger and 453,426 shares of Common Stock deposited into an escrow account with PNC Bank, N.A. (the "Escrow Shares"). The 453,426 Escrow Shares are held in escrow for the benefit of Inflection Points to secure indemnification obligations under the Merger Agreement and may be voted, but may not be transferred, by Inflection Points while held in escrow. In addition, the Escrow Shares are subject to transfer restrictions under a lock-up agreement dated April 6, 2026, by and among Inflection Points, the Issuer, and the other parties thereto.

3. Anthony Pompliano (the "Reporting Person") is the founder and Chief Executive Officer of Inflection Points. Accordingly, the Reporting Person shares voting and dispositive power over the securities held by Inflection Points.

4. Represents the contingent earnout right to receive up to 4,534,265 shares of Common Stock (the "Earnout Shares") that Inflection Points received as additional merger consideration under the Merger Agreement. The amounts reported in Table II represent the maximum number of Earnout Shares issuable under the contingent earnout right, not shares of Common Stock issued on that date. No separate cash exercise payment is required.

5. The contingent earnout right is contingent upon the volume-weighted average trading price of the Common Stock over the 10-day period specified in the Merger Agreement equaling or exceeding $9.00 per share of Common Stock, subject to adjustment, during the 5-year period beginning April 6, 2026. The contingent earnout right terminates upon the earlier of the issuance of the Earnout Shares or April 6, 2031, and is subject to the other terms and conditions of the Merger Agreement. Any Earnout Shares issued will be subject to a 6-month lock-up following the Earnout Release Date (as defined in the Merger Agreement).

Remarks:

This Form 4/A amends the Form 4 filed on April 7, 2026, to include 453,426 Escrow Shares in the shares of Common Stock acquired in the Merger, and in the shares of Common Stock beneficially owned following the Merger. The corrected acquisition amount is 4,240,520 shares of Common Stock. Table I, Column 5 is also corrected to report only the 14,803,020 shares held indirectly through Inflection Points, including the Escrow Shares, and to exclude shares held directly by the Reporting Person. This Form 4/A also reports in Table II the contingent earnout right to receive up to 4,534,265 shares of Common Stock acquired by Inflection Points on April 6, 2026, in connection with the Merger, which was inadvertently omitted from the original Form 4.

/s/ Anthony Pompliano — 11/06/2026

** Signature of Reporting Person — Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.