

Continental Advisory Services, LLC
Unbiased Strategic Expertise



DISCLAIMER

This material is provided at your request for informational purposes only. It is not an offer or solicitation to buy or sell any securities. For Recipient Use Only - Not For Distribution to your clients or the General Public.

Confidentiality: No part of this material may, without CAS's prior written consent, be (i) copied, photocopied or duplicated in any form, by any means, or (ii) distributed to any person that is not an employee, officer, director, or authorized agent of the recipient.

Since March 2002 CAS has leveraged the resources of its debt and equity partners subject to legal, internal and regulatory restrictions. There is no guarantee that these objectives will be met.

BUILDING & GROWING VALUE

Founded in 2002, Continental Advisory Services LLC (“Continental”) is an investment and advisory firm specializing in middle market public and private companies valued with TEV up to \$ 500 million.

With over \$ 10 billion in assets under shared management, our flexible approach allows us to offer a wide array of investment structures.

CAS focuses primarily on these industries:

- Oil, Gas, and Alternative Energy
- TMT/SDLC-Cybersecurity
- Health Care
- Capital Equipment
- Financial Services & Risk Management Real
- Estate Capital Markets and Sales
- Professional engineering services provided by www.ulasinc.com
- Securities are offered through US Capital Global

WHO WE ARE

Jacob H. Yahiyayan, Managing Member

During his 30 years in corporate banking, Jacob H. Yahiyayan, founder and Managing Member of Continental Advisory Services, LLC has successfully structured over USD 5 billion in corporate financing in North American and international markets. In his last management role, Mr. Yahiyayan was the Assistant General Manager and Head of Corporate Banking at a subsidiary of Standard Chartered Bank, Plc. Previously Mr. Yahiyayan was the Vice President of the Corporate and Institutional Group for Standard Chartered Bank's New York Branch, and Head of Credit and Business Development for the New York Branch of Bank Bumiputra Malaysia Berhad. Mr. Yahiyayan received his BA from New York University, MBA from New York Institute of Technology, International Management Certification from INSEAD, Fontainebleau-France, and an MS-Education from CUNY.



WHO WE ARE

Joshua Maldonado, Managing Director: With over 30 years of progressive and diverse experience in banking and financial services with Federal Reserve Bank of New York, Mr. Maldonado brings a unique perspective as a seasoned professional. His credentials are in bank supervision and regulation with emphasis on accounting, finance, credit, audit and internal controls, and risk management. As a Senior Relationship Specialist, his continuous interaction with the management of foreign agencies and representative offices, commercial banks, broker/dealers, and investment Edge corporations, contributed to advanced risk knowledge in credit, market, liquidity, operations and legal compliance. Mr. Maldonado has also coordinated, supervised and performed multiple risk assessments of these institutions while training and coaching junior specialists. He also has headed examination teams who conducted safety and soundness examinations within the 2nd Federal Reserve District to assess risk management, operational controls, asset quality and the financial condition of the institutions. Mr. Maldonado has participated in various training programs at the Board of Governors of the FRS and the Federal Financial Institutions Examination Council in Washington, D.C. He earned his BA from Hunter College and MBA from Fairleigh Dickinson University with a specialty in Bank Management.

Aldo Andreoli, Managing Director, PE: Mr. Andreoli has over 35 years experience in civil and environmental engineering working with Northville Industries, Suffolk County Department of Health Services, Southampton Village, and other prominent institutions. Mr. Andreoli is a licensed Professional Engineer in the states of New York and New Jersey, and teaches at SUNY Stony Brook . Additionally, Mr. Andreoli has been awarded Engineer of the Year Award from the National Society of Professional Engineers and Civil Engineer of the Year Award from the American Society of Professional Engineers. Mr. Andreoli received his MCE from NYU and a Fulbright Grant Recipient, Laureate at the University of Naples.

Carol McCrae, Managing Director: Ms. McCrae started her career in 1998 with a big four public accounting firm until she left as an audit manager in 2006. In 2007, she started her own firm C.A MCCRAE, CPA, LLC, a M/WBE certified entity in both the State and City of New York. Carol is a member of the American Institute of Certified Public Accountants (AICPA), New York State Society of Certified Public Accountants (NYSSCPA), amongst others. She holds a Bachelor of Science (B.S) in Accounting from New York University and a Master of Science (M.S) in Taxation from LIU and has been a C.P.A since 2000. Ms. McCrae is replacing Dr. Bruce Fabrizio who has been a part of the Continental Advisory family for over 10 years.

WHO WE ARE

Tim Carroll, Managing Director: Mr. Carroll has 24 years experience. He served as a project manager and lead energy engineer for companies such as Clough Harbour and Associates, a top 100 engineering firm and has worked as an independent consultant across NYS, NJ and New England. His project management experience includes client identification, scope development, proposal presentation, contract negotiations and client relations. He is proficient with various energy analysis software programs as well as Energy Star Portfolio Manager. He has extensive experience in all facets of commercial, educational campus, healthcare, industrial energy/water conservation and renewable energy industries. Mr. Carroll received his BS in Mechanical Engineering from the University of North Carolina Charlotte and is a graduate of the U.S. Naval Officer Candidate school.

Aram Minasyan, Director: Mr. Minasyan has over 20 years of financial auditing expertise. Mr. Minasyan earned his Master Degree in Radio-physics and electronics from Yervan State University in Yervan, Armenia. Mr. Minasyan is fluent in 4 language and hold several certifications which include, ACCA (Chartered Certified Accountant UK) and CIA (Certified Internal Auditor, US) qualified finance and accounting professional with 15+ years (including working for KPMG Big 4 Audit and Coca-Cola HBC FMCG) of international extensive experience in Internal and External Auditing, Sarbanes-Oxley (SOX 302/404) compliance, corporate accounting and finance, risk management, FCPAs, COSO, SAP implementation projects, forensic investigations and IT controls. Mr. Minasyan has a proven track record of leading and building an audit function to support large global operations helping to develop efficient and well-controlled processes across the enterprise.

Ani Gesheva, Director: Ms. Gesheva has over 15 years experience in international finance and econometrics, including asset management, C&IB, and monetary policy. Ms. Gesheva has earned an MBA from Columbia Business School, BA in Economics & Business from American University in Bulgaria and MA in Economics from NYU where Ms. Gesheva also received a Fulbright Honors Scholarship.

Tony Hoyt, Director: Prior to joining Continental Advisory Services, LLC, Tony worked for the past 15 years in a variety of Finance, Accounting, and Consulting roles across the financial services, real estate, and advertising industries. In addition, Tony served as a Peace Corps Volunteer, doing community development work in Ukraine. Tony received his BBA from Ohio University, and an MBA in Sustainability from Bard College.

Jordan Hamad, Director, IT Solutions: With over 15 years in the technology industry, Mr. Hamad has worked as a strategist for the design and implementation of complex software products. Having streamlined process and implement technical solutions for Standard & Poor's, Amgen Pharmaceuticals and nearly a hundred other companies, Mr. Hamad is well versed in software development and related business strategy and has led special-purpose teams. In 2007, he and his team launched revolutionary enterprise, polymorphic security solutions (both hardware and software). Mr. Hamad graduated from the University of Idaho with a degree in Computer Science, and a focus in Cryptography.

WHO WE ARE

Rajen K. Tiberwala, Senior Advisor:

With over 40 years expertise in MNE operations management expertise, Dr. Tiberwala brings a measured growth strategy and EVA expertise to complicated projects. Mr. Tiberwala has an Engineering Science Doctorate from Columbia University, Masters in Industrial Engineering from Columbia and a Bachelor's of Science in Mechanical Engineering from B.I.T.S.

Arsen Tavadyan, Board Member:

CAS EurAsia CJSC: Mr. Tavadyan has over 10 years experience as Legal Counsel for International Energy Corporation CJSC, Lecturer of Law at Yerevan State University as well as Senior Legal Counsel for the Legal and Business Consultative Company "TER- TACHATYAN". Mr. Tavadyan received his B.A in Faculty of Law from Yerevan State University in 2009, M.B.A in Law in 2011, and his PhD in "Legal Regulation of Anti-Competitive Agreements in RA

Rob H.W. den Otter, Senior Advisor:

Mr. den Otter has over 20 years of international logistics expertise, working with a range of multi-national companies, mainly in retail and manufacturing/consumer business as well as various supply chain roles at Deloitte. Mr. den Otter earned his Master of Business Administration IT management from State University Groningen, the Netherlands

Dr. Mosoian Arevik, Chief Scientific Adviser:

Mosoian Arevik, Ph.D, is the Chief Scientific Officer at SkinAxis. Scientist with profound knowledge gained from a multinational and multidisciplinary career in top research institutions including Columbia University, NYU, Mount Sinai School of Medicine, with expertise in innate immunity and immunology, virology, molecular biology and cancer biology. Her specialty is in novel groundbreaking approaches in drug discovery of immune-

modulatory therapies for serious acute and chronic diseases. Dr. Mosoian is renowned for her pioneering scientific work in screening and isolating innate inhibitors of HIV replication by establishing cell lines for isolation of anti-HIV factors that Mount Sinai acquired patent on it. While working at NYU in New York Dr. Mosoian isolated, cloned and characterized primary breast cancer cell lines from breast cancer tissue and received SBIR funding on breast cancer research at SkinAxis. She is passionate about finding groundbreaking approaches in the drug discovery of immune-modulatory, metabolism-related therapies for different disease.

Steven J. Shapiro, Ph.D, Senior Advisor:

Mr Shapiro has over 30-years expertise in econometrics and financial risk expertise as well as several publications and white papers. Mr. Shapiro has a Ph.D., Financial Economics from Georgetown University, M.A., Economics from Georgetown University as well as a B.A. in Economics and Mathematics from University of Virginia.

Jess S. Boronico, Ph.D., Executive Advisor:

Mr. Boronico has over 20-years expertise in operations research and measured growth strategies. Mr. Boronico has earned his Doctor of Philosophy in Operations research and Management Science from the University of Pennsylvania, The Wharton School, Masters of Science and Bachelor of Science in Mathematics from Fairleigh Dickinson University.

WHO WE ARE

Steve Gill, Head of Special Projects:

Experienced C-level executive, entrepreneur, & advisor in International Banking & Healthcare. Outstanding record of strategy formulation, M & A, turnarounds, change management, & goal achievement in complex, dynamic markets. As a Group EVP at Standard Chartered Bank, & HSBC, he formed, inspired, & directed executive teams that delivered highly profitable business development, centralized operations, technology alignment, geographic optimization, & superior customer service. Provided accessible, direct, influential leadership of businesses spanning N. America, Europe, China, India, Africa & the Emerging Markets. Co-founded successful US start-ups in value-based healthcare, ecosystem digital transformation, & open marketplace platforms. Education: London School of Economics, M.Sc. (Econometrics), B.Sc. (Econ.) & Farr Medal - Imperial College, M.Sc. (Operational Research) - London Business School, Sloan Fellow - Templeton College Oxford, Technology - Harvard Law School, Negotiation.

Megan Wahnnon, Media Analyst:

Ms. Wahnnon specializes in Media and Graphic Design. Her work includes but is not limited to designing brochures, fliers, business cards, business advertisements and web design. She has 12 years experience with digital 4k photography, shooting events and such. She has earned her Bachelors of Technology at New York City College of Technology, City University of New York (CUNY).



SERVICES

CAS provides commercial & investment advisory services:

- Securities executed by US Capital Global
- Trade receivables securitization
- Treasury policy and cash management
- Mergers and acquisitions
- Divestiture advisory (spin-offs)
- Loan workout plans
- Professional engineering services provided by www.ulasinc.com

METHODOLOGY

CAS Certifications & Affiliations:

- Licensed New York State Real Estate Broker
- Willis
- TMA (Cornerstone 15)
- Real Estate Board of New York
- Building Materials Reuse Association
- Association for Corporate Growth
- Association of Financial Professionals
- Associated Builders & Owners of Greater N.Y., Inc.
- National Association of Home Builders
- New York State Builders Association
- American Planning Association
- OSHA 30 – NYC Department of Buildings
- Securities are offered through US Capital Global a fully licensed investment bank broker dealer

METHODOLOGY

Investment Criteria:

US investment \$ 10 - US \$ 500 million
EBITDA between \$ 5 -US \$ 150 million

Investment Structures:

Senior Secured Convertible Notes
Straight Equity / ESOP
Mezzanine

Transaction Types:

Mergers and Acquisitions (M&A)
Refinancing
Growth Capital (Capital Growth Strategy)
Leveraged Buyout
Recapitalization Investment restructuring

Continental maintains a close relationship to its clients to identify new opportunities and develop strategies to promote business expansion.

Our team has extensive experience in investments, which are in various parts of maturity and economic cycles.

We pride ourselves on our ability to achieve goals quickly and creativity, and remain committed to build long-term relationships with our customers to support the growth of their business.

CORPORATE & INSTITUTIONAL PARTNERS





Helping Hands



SUPPORTED NON-PROFIT ORGANIZATIONS

<p>\$20,000,000 Private Equity</p> <p>CRO- Pharmaceutical U.S.A.</p>	<p>\$200,000,000 Debt & Equity</p> <p>Pharmaceutical EUROPE</p>	<p>\$100,000,000 Debt & Equity</p> <p>Engineering U.S.A.</p>	<p>\$200,000,000 Debt</p> <p>European Hospitality Group</p>	<p>\$100,000,000 Debt & Equity</p> <p>Insurance Company U.S.A.</p>	<p>\$10,000,000 Debt & Equity</p> <p>IP/SaaS C.I.S.</p>
<p>\$250,000,000 Debt & Equity</p> <p>Mixed Use Development U.S.A.</p>	<p>\$100,000,000 Debt & Equity</p> <p>Hotel Conversion U.S.A.</p>	<p>\$100,000,000 Debt</p> <p>HNW-Life Insurance U.S.A.</p>	<p>\$10,000,000 Debt</p> <p>Healthcare Centers U.S.A.</p>	<p>\$10,000,000 Debt & Equity</p> <p>Luxury Fixtures & Appliances U.S.A.</p>	<p>\$15,000,000 Debt</p> <p>I.T. Reseller U.S.A.</p>

MAJOR TRANSACTIONS

CONTACTS

MAILING ADDRESS:

Continental Advisory Services, LLC
26 Hill Street, #530
Southampton, New York 11968

STEM CENTER:

www.lmhq.nyc
www.parkslopehq.nyc

ASSOCIATE OFFICES:

Brazil/Armenia/Denmark

COMPLIANCE/ENGINEERING/ FINANCIAL ANALYSIS OFFICE:

(e) info@continentaladvisory.com
(o) 347-560-1971

