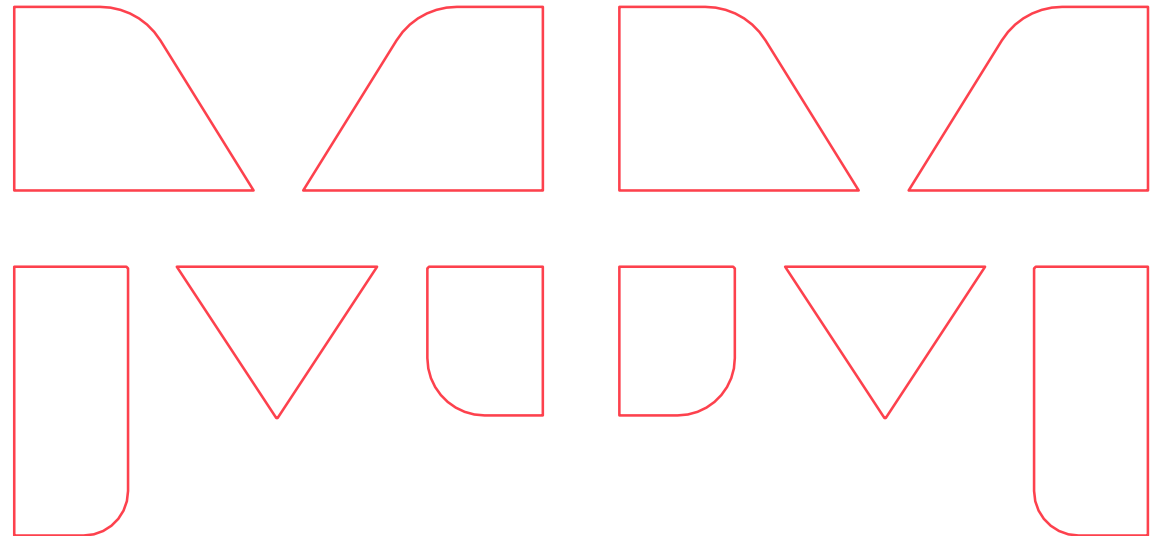




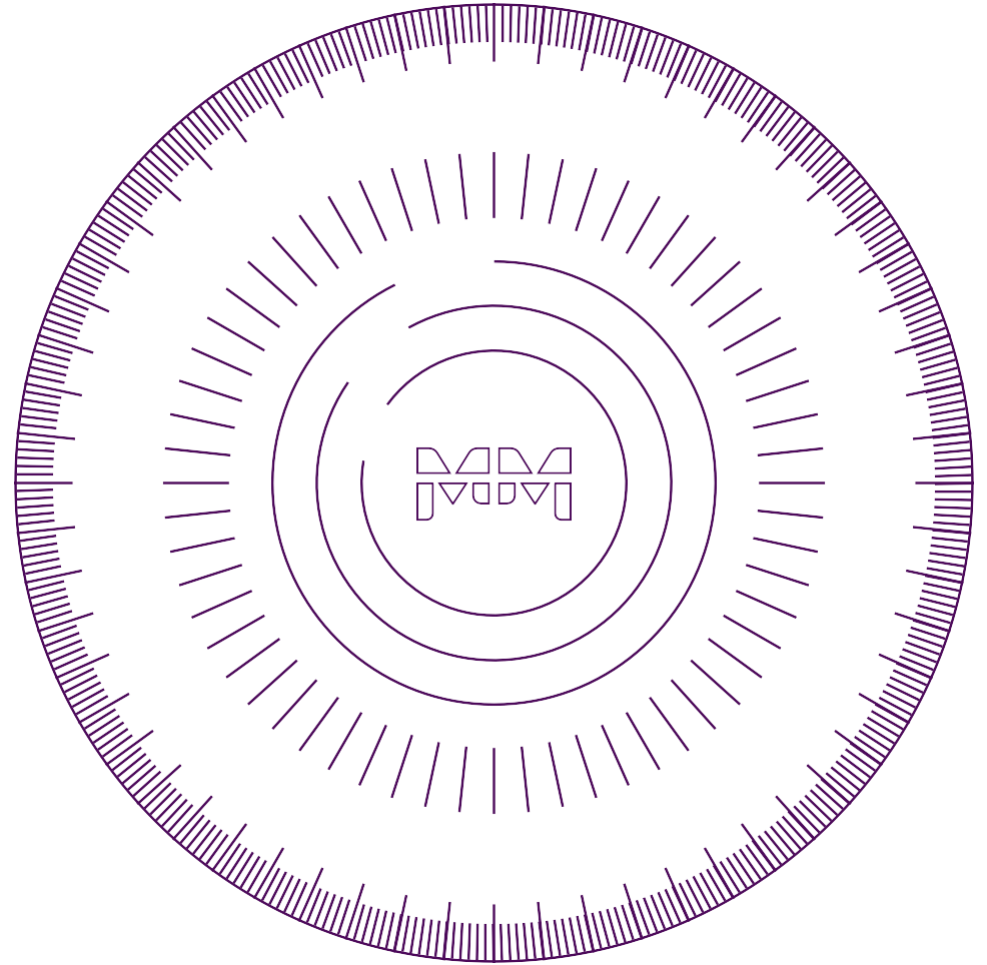
# Rearchitecting Micro-cap IPO, Uplisting and Cross-Listing Bridge Financing

Comprehensive bridge financing  
resources for global growth companies

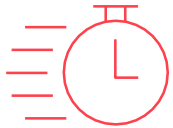


## Problem

The current pre-IPO and Uplisting bridge financing environment exhibits both high 'friction' related to funding discoverability, turnaround times and the depth of available capital as well as opaque and often 'toxic' deal terms.

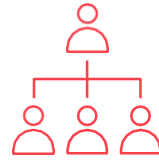


# Why companies love us



## Fast

Streamlined process and decisive decision making (5-10 business days).



## Team

Deep capital markets and entrepreneurial opco experience.



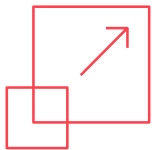
## Transparent

Simple, clear and transparent investment terms and documentation.



## Terms

Business pragmatic, standard terms and legal agreements.



## Scale

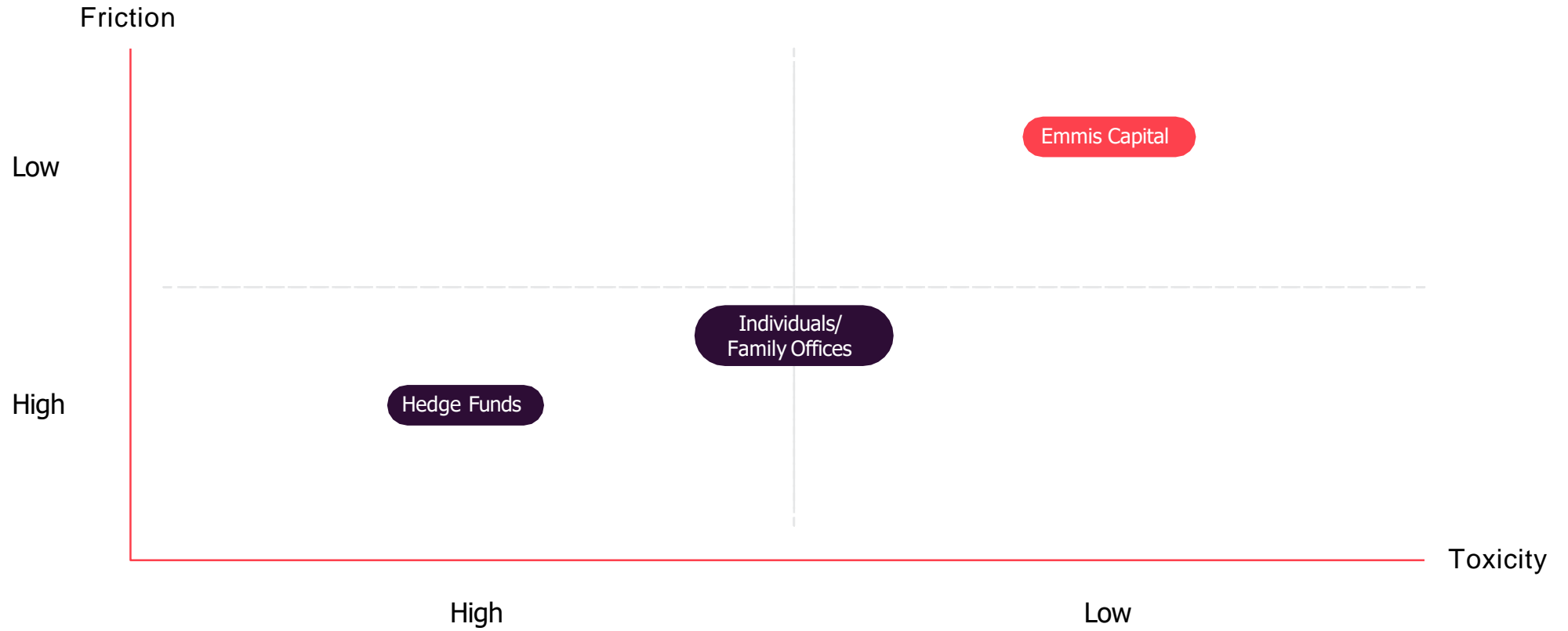
Fund plans to invest in 10-20 transaction per year.



## Discoverability

Web presence and channel marketing materially increases awareness.

# Competitive Dynamics



# US Market - Micro-Cap<sup>1</sup> & Small-Cap<sup>2</sup> IPO's



<sup>1</sup>Micro-cap issuers have market caps at IPO of \$300M or less.

<sup>2</sup>Small-cap issuers have market caps at IPO between \$300M and \$1B.

<sup>3</sup>Internally compiled data from several third-party sources.

# Deal Flow

Go-to-market enabled by deep network of existing relationships and focused digital marketing.

- 1 Deep channel partner relationships
- 2 Website, Digital Marketing
- 3 Co-investment relationships



# Criteria

What we look for:

## Business type

- ✓ Emerging growth and industry
- ✓ Business transformation
- ✓ M&A/Roll-up

## Business sectors

- ✓ Technology in health and finance
- ✓ Sustainability, EV, and psychedelics
- ✓ Any catalyst with demonstrable execution

## Our sweet spot

Cap raise \$ 15m - \$ 100m

Revenue \$ Early - \$ 100m  
(early stage-revenue in emerging industries)

Valuation / Market cap \$ 30m - \$ 500m

Exchanges Nasdaq, NYSE, Cboe

# Indicative<sup>1</sup> Investment Terms

Original Issuer Discount	10% -15%
Maturity	The earlier of twelve (12) months from execution or a registered public offering of the company (the "Maturity").
Interest	General range of (i) 10%-15% p.a.
Conversion	Principal, interest to be converted at a 20%-30% discount to the lower of: a) current valuation; or b) listing price.
Warrants	5 years Warrants to purchase the number of shares equal to the amount of shares to be issued at full conversion of the note (100% warrant coverage) at a price equal to the listing price.
Commitment Shares	Commitment shares equal to 25%-100% of the Principal Amount Invested priced at the lower of: a) current valuation; or b) listing price.
Amortization Schedule	The principal and any accrued and unpaid interest shall be payable upon maturity or converted at Lender's discretion
Default Interest	In the event of a Default, interest shall accrue at the lesser of: (i) 24% and (ii) the maximum legal rate
Default Monitoring Fee	In the event of a Default, the company shall incur a monthly monitoring fee of \$10,000.

<sup>1</sup>Expected summary of terms for future investments. Terms may change and all future investments are subject to negotiation and modification of indicative investment terms at the discretion of Emmis Capital.



# Team



**Peter Goldstein**  
Founder

Peter Goldstein is a seasoned executive and entrepreneur with more than 30 years as a C-suite executive for public and private companies. An expert in navigating the ever-changing climate of Wall Street, Goldstein has emerged as an international voice for the evolving industry and has successfully launched several highly innovative companies amidst today's disruption and shifting investment practices.

Goldstein is the founder, chairman, and chief executive officer of Grandview Capital Partners, Inc., a specialized boutique investment bank that provides innovative financial services to select entrepreneurial emerging growth companies. He serves as managing director of Exchange Listing, LLC, which provides a myriad of services in the strategic planning and implementation of listing on a senior exchange, such as Nasdaq or NYSE, for private companies or those that are listed on alternate exchanges.



**David Lowenstein**  
Partner

Senior executive with broad experience scaling businesses from start-up to IPO and subsequent public and private market success and has particularly strong expertise in mergers and acquisitions, strategic planning as well as both public and private financing and has served on the boards of several public companies.

Mr. Lowenstein was a Co-Founder, Director and Consultant at SOURCECORP (NASDAQ: SRCP) and served in various senior management positions. Mr. Lowenstein was also previously a Director and Audit Chair of Cricket Media (TSX.V: CKT), Board Chairman, Chair of the Compensation and Nominating committees, and Audit committee member of The Princeton Review (NASDAQ: REVU) and has also been a director of CAPITAL ENVIRONMENTAL SERVICES INC. (NASDAQ: CERI).

## Summary

**\$1.2M**

Raised

**\$.9M**

Deployable

**5**

Investments Made

**4**

Investments Monetized

## Investments Overview

**Weighted Average ROI = 42%<sup>1</sup>**

**Total Investor Realized Returns = 33%<sup>2</sup>**

Industry	Type	Size	Status	Target Exit	Expected ROI <sup>3</sup>
Life Sciences	Equity Marketing	\$150,000	Monetized	n/a	58%
Life Sciences	Pre-IPO Bridge	\$400,000	Monetized	Q2 2023	37%
Real Estate	Pre-IPO Bridge	\$250,000	Monetized	Q3 2023	92%
Artificial Intelligence	Pre-IPO Bridge	\$200,000	Monetized	Q1 2024	80%
Fintech	Uplisting	\$200,000	Active	Q2 2024	51%

<sup>1</sup> Calculation prior to the application of Management and Performance Fees.

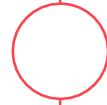
<sup>2</sup> After application of Management and Performance Fees.

<sup>3</sup> Assumes exit period monetization stock price at sale equal to 50% of initial IPO valuation and on last day of target exit period.

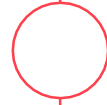
## Fund Summary

Issuer	Emmis Capital II, LLC
Fund Size Target	\$10m
Investment Stage	Pre-IPO, Uplisting, Cross-Listing, Bridge financings. Retail Equity Marketing and Follow-ons
Investment Range	\$50,000 to \$1m
Dividend	12% annually, paid quarterly prorata
Target Rate of Return	30%
Time to Invest Cash Proceeds	3 years (4 year total investment period)
Management Fees	2% annually
Performance Fees	20%
Minimum Investment	\$50,000
Closing	Closing dates will be set from time to time at the Company's discretion

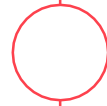
# Investment Highlights



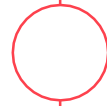
Fund focused exclusive on pre-IPO, Uplisting bridge financing and follow-ons



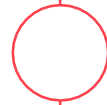
Deal flow driven by strong channel partnerships and relationships



Deep market awareness and partnerships reduces execution risk



Seasoned team with strong investment experience



Focus on highest quality companies enables highly attractive investment returns while mitigating market risk

# Invest with us in redefining IPO and Uplisting bridge financings.

Let's get started!

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(954) 294-6285

Connect with us: [LinkedIn](#)

