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US Capital Global

30 Years of Global Capital for the Middle Market

Referral Partner Program

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Global Offices

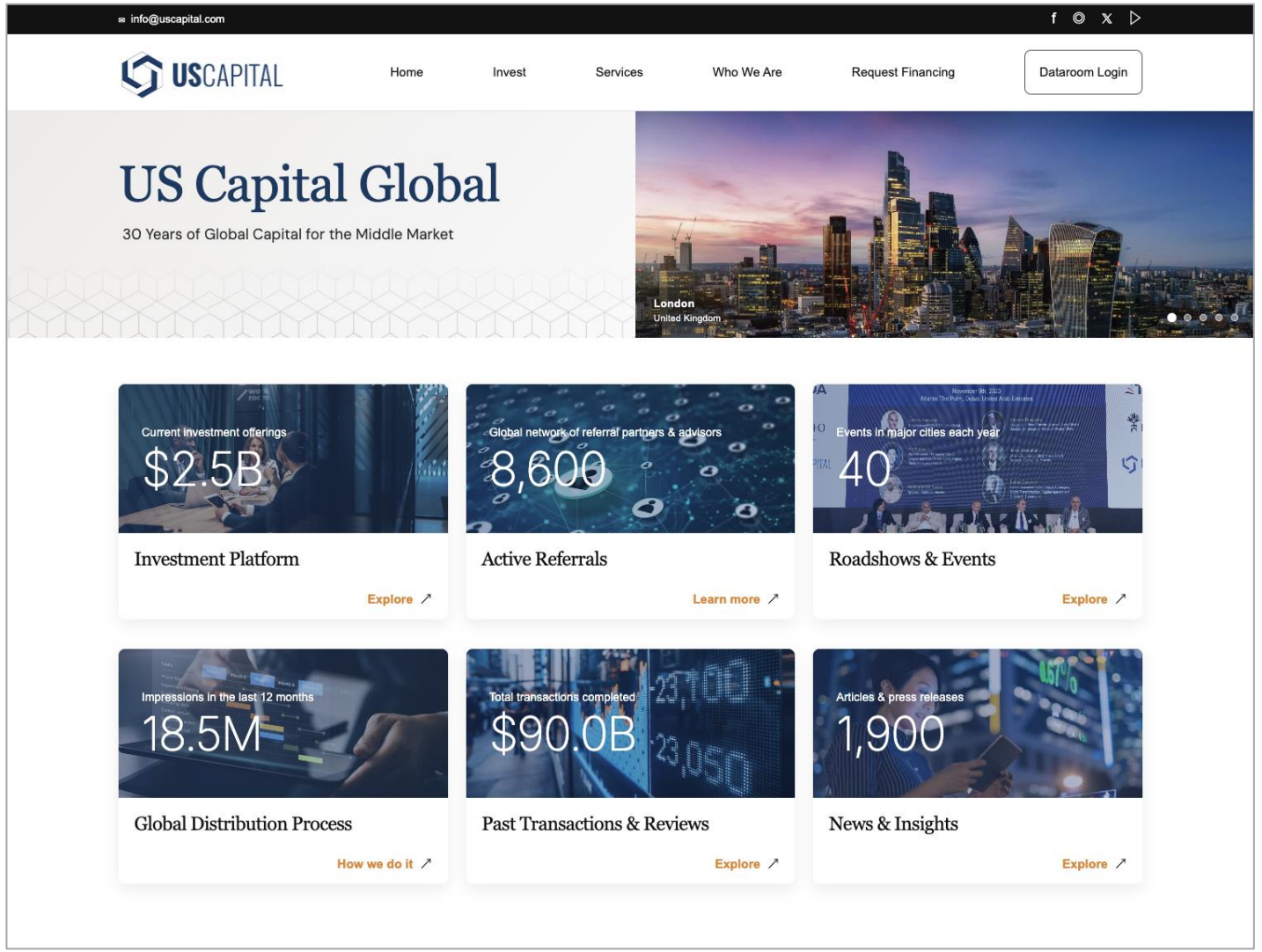
Headquartered in San Francisco, US Capital Global is a full-service global private financial group with offices in key financial centers across North America, Europe, the Middle East, and Asia. Our international presence enables us to connect clients and investors with capital, expertise, and opportunities across borders.



About US Capital Global

US Capital has an expansive Global footprint with offices on four continents.

We encourage you you to explore a referral agreement with us and discover how we can help maximize and monetarize your professional network for you.



Corporate Finance: Debt Solutions & Real Estate

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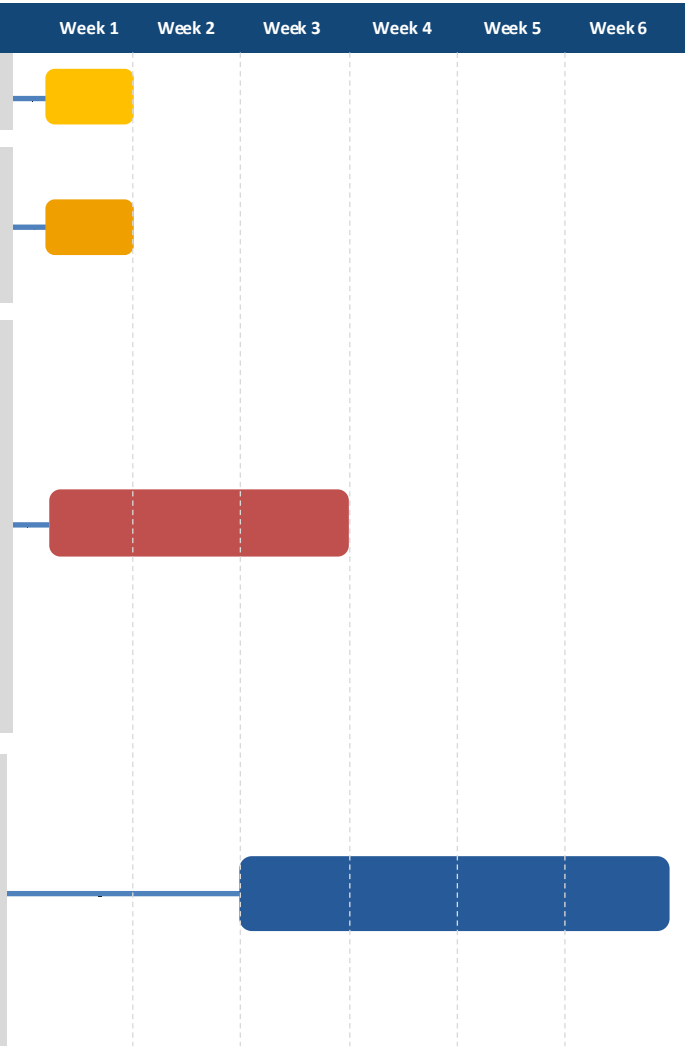
Types of Credit:

- Asset-Based Revolving Lines of Credit
- Asset-Based Term Loans
- Subordinated Debt/Cash-Flow Term Loans
- Debt Private Placements

Real Estate:

- Purchase
- Construction and Development
- Debt and Equity Combination
- Bridge Loans
- Refinancing

Securities Process with Estimated Timeline



1. Execution of Engagement Documents

2. Client Onboarding
a. Introductory meeting to USCG diligence team
b. Client data collection sheet
c. Open data room for uploading documents

3. Financial and Business Model Analysis and Credit Report
a. Financial projections
b. Financial models
c. Financial statements and tax status
d. Assess risks and value proposition
e. Review corporate documents & details of assets
f. Verify representations and warranties
g. Create credit report
h. Management review
i. Presentation of credit report to Capital Partners
j. Loan documents
k. Escrow creation, instruction, and direction of payment
l. Legal review and negotiation, then execution

4. Distribution, Solicitation, and Marketing of the Transaction to Investors
a. The Approved offering is placed on the GCPL Investment Platform
b. Outreach and Messaging to Targeted Investors
c. Press & Social Media Marketing
d. Events and pitch video/commercial
e. Physical Networking Events sponsored by both USCG and clients
f. Tracking and Follow-up with Investors
g. Detailed Reporting on the Investors contacted

Corporate Finance: Equity Solutions

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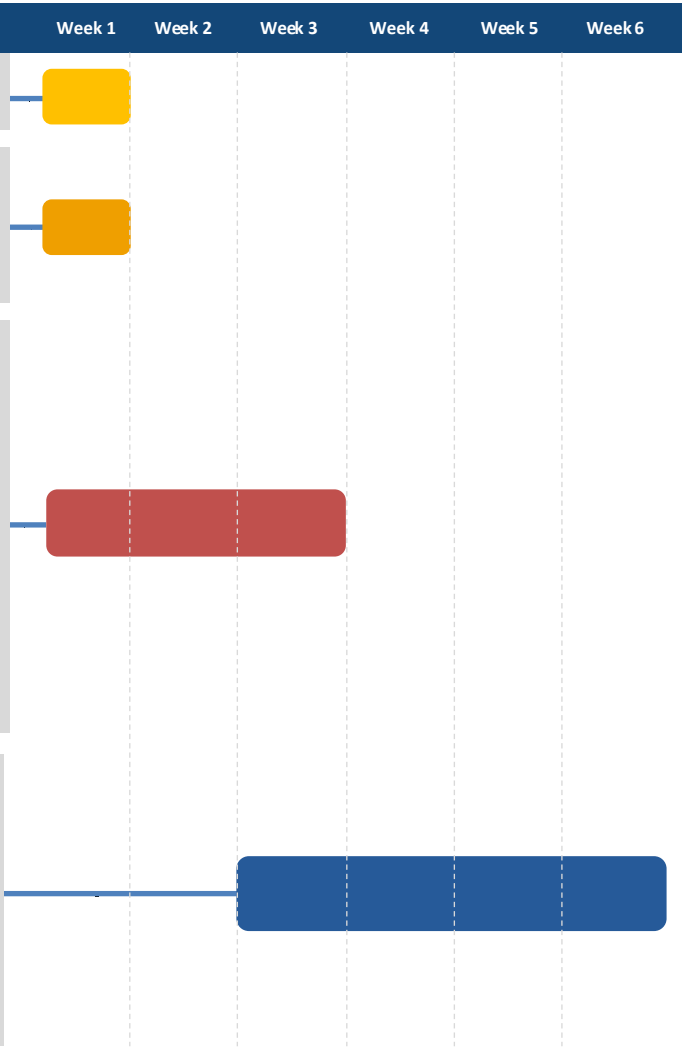
Equity Situations

- Growth and M&A
- Achieving substantial liquidity
- Effecting a partial change of ownership
- Early-stage private & commercial note holder payoffs

Equity Structures

- LP- GP Equity
- Joint Venture Equity
- Preferred Equity
- Convertible Notes

Securities Process with Estimated Timeline



1. Execution of Engagement Documents

2. Client Onboarding
a. Introductory meeting to GCPL Compliance Team
b. Determination of persons required for KYC
c. Open data room to onboard client data

3. Business Model Analysis, Marketing Materials, and Private Placement Memorandum
a. Introductory meeting interview with GCPL Diligence, Analysis, and Distribution teams
b. Review and analysis
c. Assessment of the adequacy of the required risk disclosures
d. Collaborate on a Term Sheet (Deal Structuring)
e. Marketing Materials
f. Marketing Strategy Development & Build strategic investor list for targeted outreach
g. Securities documents, subscription agreement, Private Placement Memorandum
h. Compliance Review and final buy-off

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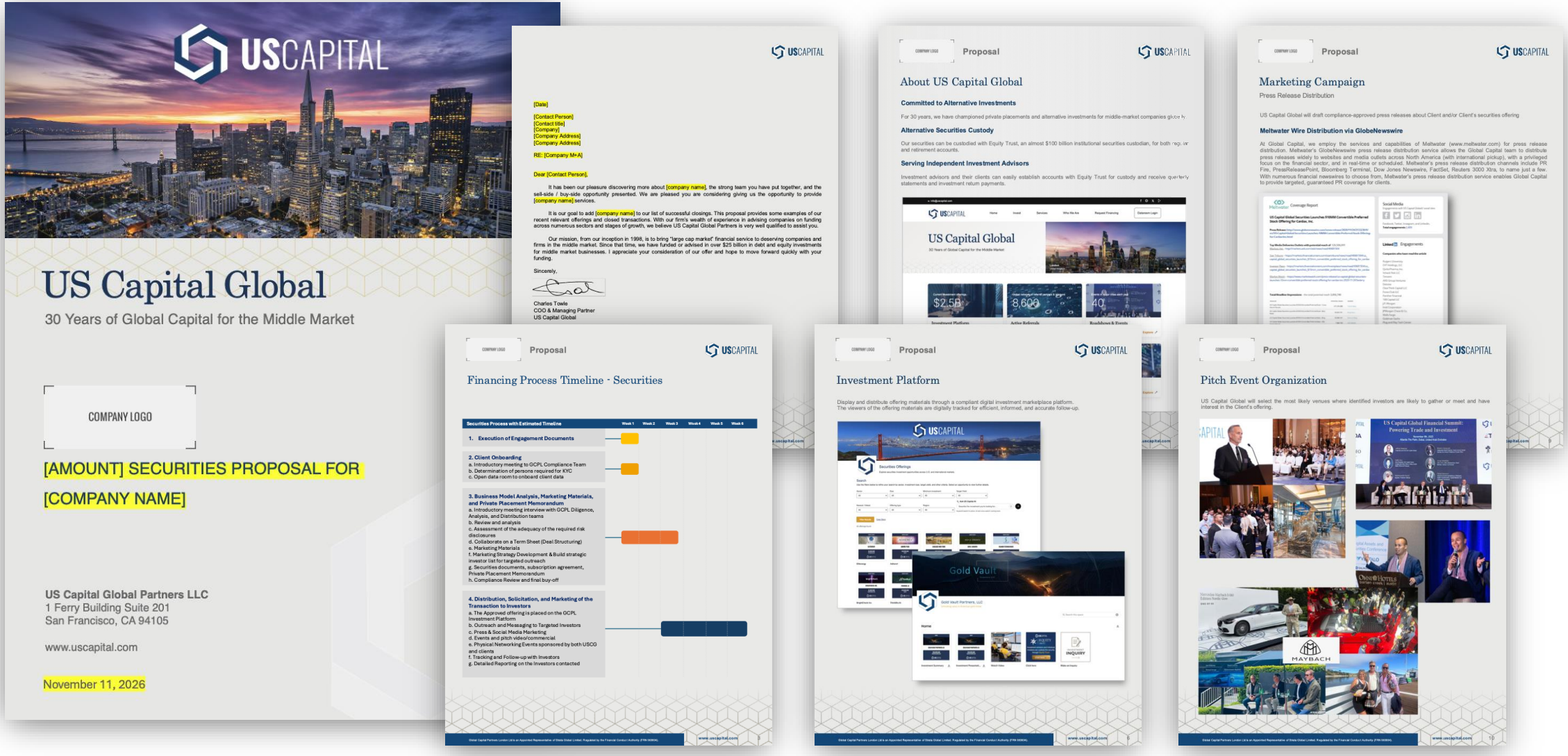
Corporate Finance: Equity Solutions

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GLOBAL NETWORK, TARGETED OUTREACH, PROVEN RESULTS

- Proprietary Investor Database: Access to a high-quality database of 850,000 proprietary relationships made of private and institutional investors, referral sources, and industry contacts.
- Global Broker Network: Exclusive network of 8,600 brokers—the largest of its kind in the industry.
- Investor Engagement: Weekly investment newsletter with a 25.5% open rate and 6.1% click-through rate—nearly three times the industry average.
- Targeted Outreach: Identification of key investor groups—family offices, investment firms, institutions, and high-net-worth individuals—most likely to engage with the client's offering.
- Securities Offering Platform: Customized, client-approved marketing documents fully compliant with 506(b) and 506(c) securities regulations.
- Engagement Tracking: Automated monitoring of investor interactions, supported by diligent banker follow-up and reporting to client.

Proposal Deck



Range of Terms Provided to Client in Proposal Book

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(Sample) Range of Terms for [Name of Company]:

- Credit Facility Size: $25 Million
- Use of Funds: Growth Equity
- Structure: Convertible Note
- Term: 36 Months
- Amortization: Interest Only
- Interest Rate Estimate: 12%
- Closing fees: 8%
- Due Diligence, Legal Costs, and Fees: $150,000
- Additional Requirements: Quarterly Financial Reporting, Company Valuation

Sample Transaction

QT Imaging, Inc. | $30 Million, Equity Financing



Company: QT Imaging LLC is a privately held developer of innovative, proprietary body imaging technology.

Problem: QT Imaging was seeking $30M to secure additional clearances for its breast scanner and fund production ramp up.

Solution: US Capital Global Securities structured $30M convertible note offering. The client is expected to go public this year following business combination agreement with GigCapital5, Inc. (NYSE: GIA).

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Thank you



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