USCAPITAL

The Leading Global Provider of Financing in the Middle Market

ADVISOR PROGRAM

By invitation for super brokers and long-standing referral partners

BECOME A US CAPITAL GLOBAL ADVISOR

For our most valued referral partners, we offer a seat at the table. Advisors carry the US Capital Global name — title, @uscapital.com e-mail, business cards, and a profile on our website and LinkedIn — and earn enhanced commissions on every deal they bring us. In return, Advisors bring every lead to us first. We either accept the lead and develop it with them, or release it promptly so they can pursue it on their own.

10%	30%	40%
engagement and advisory fees	**success fees, Advisor projects**	**success fees, investors introduced**

WHO IS ELIGIBLE

Advisors are invited by US Capital Global management. Candidates are:

- **Super brokers** who regularly originate financing, capital-raising, lending or M&A opportunities
- **Long-standing referral relationships** with a track record of deals introduced to us
- **Partners whose deal flow we want to see first**, consistently, rather than case by case

Every Advisor signs our mutual NDA and completes a background check and KYC before receiving the branding privileges. Advisors are independent contractors.

WHAT ADVISORS GET

Enhanced commissions
10% of eligible engagement and advisory fees and 30% of eligible success fees on projects from the Advisor's leads.

Investor introductions
40% of eligible success fees on capital from investors the Advisor introduces.

The title
"Advisor, US Capital Global."

A US Capital Global e-mail address
In the uscapital.com domain.

US Capital Global business cards
Bearing the Advisor title.

A profile on our website
With photo and biography.

LinkedIn identification
As an Advisor of US Capital Global.

Our platform behind their deals
Underwriting, due diligence, investor network and execution.

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Securities offered through US Capital Global Securities, LLC, member FINRA/SIPC. This document is for information only and is not an offer of any security.

HOW COMMISSIONS WORK

The house keeps 40% of every fee; the other 60%, after related costs, is the **eligible fee** that commission is paid on.

Illustration: a $1,000,000 fee of each type	Advisor rate	Advisor earns	% of total fee
House share (40%)	**—**	**$400,000 kept**	**40%**
Engagement fees, Advisor's project	10%	—	—
Success fees, Advisor's project	**30%**	**$180,000**	**18%**
Success fees, investor the Advisor introduces	**40%**	**$240,000**	**24%**
Advisory fees, Advisor's project	10%	$60,000	6%

Investor introductions. When an investor the Advisor introduces invests in a US Capital Global project, the Advisor earns **40%** of the eligible success fee on that capital. If the Advisor introduced both the client and the investor in the same transaction, the Advisor receives the **greater** of the two commissions, not both.

Illustration assumes no related costs; eligible fees are reduced by third-party expenses, referral costs and commissions to others on the deal. Commission is paid only on fees actually received. Commission on securities transactions is available only to Advisors licensed and registered with US Capital Global Securities LLC.

WHAT WE ASK IN RETURN: FIRST RIGHT OF REFUSAL

The first right of refusal is what makes an Advisor an Advisor. Every lead an Advisor sees comes to US Capital Global first.

- Advisors send each lead to us within **5 business days** of learning of it. A lead that reaches us directly from one of the Advisor's registered contacts counts as sent in by the Advisor.
- While we decide, the Advisor does not take on the lead in a retainer, advisory or other role.
- We accept or decline within **10 business days** (extendable once by 10). No answer counts as a decline.
- **Accepted:** we develop the lead together, and the Advisor earns commission once it becomes a project.
- **Declined:** the Advisor is free to pursue it independently, without US Capital branding or our contacts.
- Advisors register their contact base in our CRM, so leads from those contacts are credited to them.
- Deals the Advisor was already working on before joining are listed and excluded.

FROM LEAD TO PROJECT

Every deal moves through three stages, and the Advisor is paid at the last one.

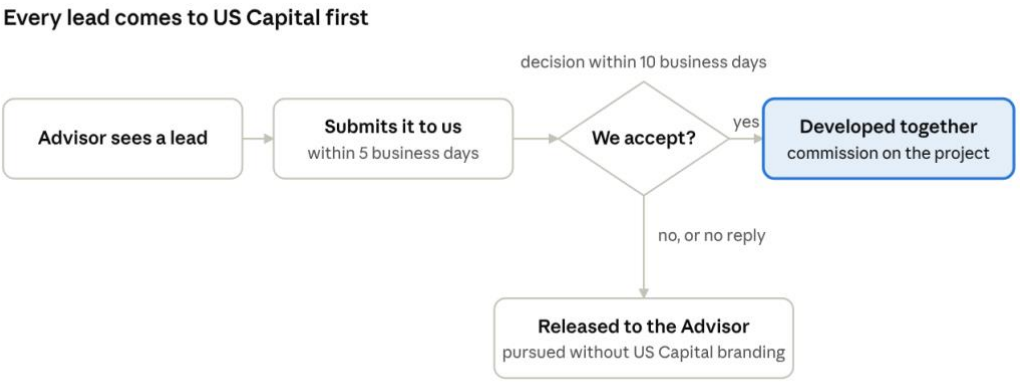
STAGE 1
LEAD
A potential deal brought to our attention by the Advisor or one of the Advisor's registered contacts. We accept or decline it under the first right of refusal.

STAGE 2
OPPORTUNITY
An accepted lead that has moved forward. The client has shown interest, and we have sent a range of terms or other documents.

STAGE 3
PROJECT
The client has signed an engagement or advisory agreement and paid fees. Commission is earned on projects.

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HOW IT WORKS



If the terms of a released lead change materially (more than 25% in size, or a different type of transaction), the Advisor brings it back to us before going further.

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