

First Sovereign Equity Research -- Summary of Opportunity

Provide efficient and inexpensive deal making software to the start-up and early stage markets, followed by even more powerful deal making tools for larger, established businesses. All software offered has the potential to generate consulting fees for acquisitions and mergers.

Since 1996, First Sovereign Equity Research (FSER) has been involved in deal structuring and designing Excel VBA software. FSER's experience in deal structuring lead it to developing the Shark Cap Table line of software, which helps entrepreneurs rapidly structure a fair offering to investors using industry standard terms and methods.

We offer software that integrates the deal making function into financial projections with double entry Income, Balance, and Cash Flow statements that always balance. No other free or for-sale cap table offers the depth of features found in our cap tables, nor do standard business plan software packages like LivePlan.com or BusinessPlanPro.com offer investment structuring.

SharkCapTable.com

Mobile Web App - Mini BizPlan / Deal Making Tool – no financials

FSER.net

Classic ---- Excel – one round – no financials – 2 page Exsum

3-Fin ---- Excel – one round – 3 sets of financials – 9 page Summary

Angel ----- Excel – 3 rounds – 1 set of financials - 28 page Mini PlanPro ---

-VBA Excel – 3 sets of financials – 7 page ExSum

Other consulting firms such as wisebusinessplans.com will write plans for a fee that have capital raising capabilities through sale of equity. However, no software or consulting services offer COMBO deals (Equity and Royalties), Royalty Deals (Gross Sales, Preferential, and Payback), Equity with Dividends and Preferential Returns.

We think that our deal making capabilities sets us apart from the competition, as there is more than one way to raise capital beyond equity. We believe that our competition will not offer the capital raising variations that we offer due to the complexity of retro-programming these variations. Of course, given enough time and market share other near competitors may decide to offer integrated deal making tools like our SharkCapTable Line.

We designed the software with dashboards to support rapid and real time negotiation of Investor returns using a combination of Exit and Pre-Money Values, which drives share price and shares issued. Deals can be structured using Equity, of COMBO- Equity and preferential Royalties, or three types of Royalties --- Gross Sales, Payback, and Preferential.

Shark Cap Table 3-FIN, for example, produces semi-automatically, a printable, 9-page, written investment summary using the numbers and industry investment jargon, and includes tables describing the proposed investment returns.

The FAST version is a great teaching tool, quick, intuitive and suitable for marketing promotions. LITE is good for early stage angel round funding in that it allows Gross Sales Royalties as an alternative to diluting ownership through sales of equity. SharkCapTable.PRO allows rapid Revenue or EBITDA projections with three scenarios and has five levels of investment and a tutorial that automatically stages five rounds of finance. It structures deals using a combination of Common, Warrants, Options, Preferred with preferential distributions and convertible notes.

Currently, we are selling CLASSIC for \$75 through key word searches (Cap Table & Capitalization Table) on Youtube with modest sales. We are launching 3-FIN for the same price (\$75), which includes a separate 2-page deal making calculator, and also has three sets of financials for projection purposes. We believe the market is much larger than the 8,000 searches conducted monthly on Youtube. With 1,000,000 incorporations annually in North America, a similar number in Europe, and likely double that in Asia, the underlying market maximum potential could be 4,000,000 units. We are seeking marketing expertise and investment to experiment. Should marketing efforts produce positive, scalable unit sales, additional investment in creating online tools to replace the downloadable Excel, would be sought.

Management Team



Bruce Badeau - CEO

Our Founder has over 35 years experience structuring deals and designing software. For six years he developed business planning software for Volvo Construction Equipment Rents which resulted in 150 franchises and \$300 million in financing. Experience in Biotech, Oil & Gas, Technology, Real Estate, Communications, Healthcare, and Consumer Products.



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Bruce Badeau - CTO

Our Founder has over 35 years experience structuring deals and designing software. For six years he developed business planning software for Volvo Construction Equipment Rents which resulted in 150 franchises and \$300 million in financing. Experience in Biotech, Oil & Gas, Technology, Real Estate, Communications, Healthcare, and Consumer Products.



Bruce Badeau - Marketing

Our Founder has over 35 years experience structuring deals and designing software. For six years he developed business planning software for Volvo Construction Equipment Rents which resulted in 150 franchises and \$300 million in financing. Experience in Biotech, Oil & Gas, Technology, Real Estate, Communications, Healthcare, and Consumer Products.

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Bruce Badeau - Operations

Our Founder has over 35 years experience structuring deals and designing software. For six years he developed business planning software for Volvo Construction Equipment Rents which resulted in 150 franchises and \$300 million in financing. Experience in Biotech, Oil & Gas, Technology, Real Estate, Communications, Healthcare, and Consumer Products.

INVESTMENT SUMMARY: We are seeking from the Investors an investment of \$100,000 for 25% of the fully diluted equity of the company. For this Investment, we will issue 800,000 Shares at \$.125 per Share. Founders and Options collectively own the balance or 75% on a fully diluted basis, and Founders maintain voting control with 71.4% of the issued shares outstanding. From the Exit Value of \$5,000,000 achieved in Year-5, the Investors will earn an Investment Multiple of 12.5 or a 65.7% Internal Rate of Return.

Capitalization Table	Types of PMV	Valuation	Investment	Shares Issued	Share Price	Post Money	Exit Value	I-Mult.	XIRR	YR-5
Investor	Investor	\$300,000	\$100,000	800,000	\$0.125000	25.0%	\$1,250,000	12.5		66%
Founders	Founder	\$500,000	\$5,000	2,000,000	\$0.002500	62.5%	\$3,125,000	625.0		262%
Option Pool			\$250	400,000	\$0.000625	12.5%	\$625,000	2500		HUGE IRR
Capitalization Table Totals			\$105,250	3,200,000	\$0.032891	100.0%	\$5,000,000	47.5		