



Calibration-Co

Precision Calibration Management for the
Modern Industrial Enterprise

• SERIES SEED ROUND • CONFIDENTIAL INVESTOR PRESENTATION • JULY 2026



Lucian DeMarco
Founder & CEO



A \$400B Compliance Crisis Hidden in Plain Sight



Spreadsheet Chaos

01

73% still on Excel or paper logs

Nearly three-quarters of enterprises track critical calibration records in Excel or handwritten logs — a ticking compliance time bomb that guarantees audit failures.



Regulatory Exposure

02

\$2M - \$50M+ per audit failure

ISO 17025 and FDA 21 CFR Part 11 violations carry catastrophic financial penalties. A single failed audit can erase years of operating margin — or shut facilities down entirely.



Instrument Downtime

03

27 hrs avg shutdown · \$500K/incident

Untracked calibration cycles trigger unplanned manufacturing shutdowns averaging 27 hours. At \$500K per incident, even one missed cycle erodes the entire annual software budget.



No Single Source of Truth

04

Siloed across plants, labs & field ops

Disconnected systems across facilities, labs, and field teams make real-time compliance visibility impossible. When auditors arrive, nobody knows the true instrument status.



Calibration-Co: **One Platform.** Total Control.

The intelligent calibration management platform built for regulated industries.



AI-Powered Scheduling

Predictive calibration due-date engine eliminates missed cycles before they happen.

PREDICTIVE AI



Digital Certificate Engine

Auto-generate ISO/FDA-compliant calibration certificates in seconds, not hours.

ISO • FDA 21 CFR



Real-Time Dashboards

Live compliance visibility across every instrument, lab, and facility — enterprise-wide.

LIVE MONITORING



Mobile Field App

Technicians update calibration status on-site. Fully offline-capable — syncs when connected.

OFFLINE-READY



ERP / LIMS Integration

Native connectors to SAP, Oracle, LabVantage, and CMMS systems — no middleware needed.

SAP • ORACLE • LABVANTAGE



Audit-Ready Reports

One-click audit packages with full traceability chain, e-signature, and version control.

ONE-CLICK • E-SIGNATURE

A Large, Underserved Market at an **Inflection Point**



\$365.5M

Global Calibration Mgmt
Software Market (2024)

ResearchAndMarkets, 2025



\$413.4M

Projected Market Size by 2030

CAGR: 3.9% — accelerating with IIoT &
digitization



\$2.1B

Total Addressable Market
(TAM) incl. Services &
Consulting

Calibration services + software +
compliance advisory



\$420M

Serviceable Addressable
Market (SAM)

US-based regulated industries:
pharma, aerospace, manufacturing,
defense



Cloud migration and **IIoT adoption** are rapidly displacing legacy paper-based and on-premise systems, creating a **once-in-a-decade greenfield opportunity** for a cloud-native, AI-first challenger.

KEY GROWTH DRIVERS

- IIoT Sensor Proliferation
- ISO 17025 / FDA 21 CFR
- Cloud-First Enterprise
- North America (37.4% share)
- Legacy System Migration

Legacy Systems **vs.** Calibration-Co

Legacy / Competitors

 **Manual scheduling**

→ missed

 **Paper certificates**

→ corrections

 **No mobile access**

→ audit anxiety

 **Per-module pricing**

→ delayed updates

 **Weeks to implement**

→ cost bloat

 **No AI / predictive layer**

→ slow ROI

→ reactive compliance

vs

Calibration-Co

 **AI predictive engine**

→ zero missed cycles

 **Auto-digital certificates**

 **Native mobile app**

→ predictive compliance

→ real-time field

 **All-inclusive SaaS pricing**

→ updates

 **2-week onboarding**

→ predictable cost

→ fast value

 **Machine learning models**

→ machine

→ proactive compliance

 **Calibration-Co delivers 10x faster audit prep, 30% reduction in calibration labor cost, and 99.8% on-time calibration rates.**

A Scalable, **Recurring Revenue** Engine



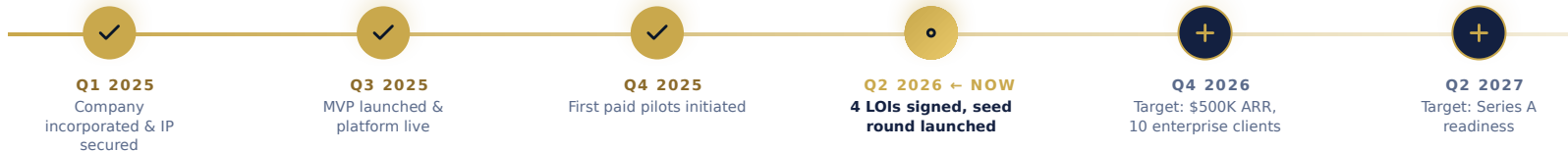
Early Signals of Product-Market Fit



COMPANY MILESTONE TIMELINE

Achieved

Target



FINANCIAL PROJECTIONS

3-Year Revenue & Path to Profitability

! Conservative projections. Base case, not bull case.



KEY ASSUMPTIONS

- Gross Margin at Scale: 80%
- Average ACV: \$62K
- Net Revenue Retention: 115%
- Sales Cycle: 45-90 days
- Client Growth: 8 → 28 → 65

PROFITABILITY MILESTONE

+\$620K

EBITDA in Year 3 (2028)

First full EBITDA-positive year. Break-even achieved between Q2-Q3 2028.

ARR TRAJECTORY

\$500K → **\$1.8M** → **\$4.2M**

2026 2027 2028

8.4x ARR growth over 3 years

Targeted GTM: Land, Expand, Dominate

1 PHASE 1 · MONTHS 1-12

Land

Foundation & First Clients

TARGET MARKET

- Regulated SMB manufacturers & contract labs (50-500 employees)
- Verticals: Pharma · Aerospace · Food & Beverage QA

GTM MOTION

- Founder-led direct enterprise sales
- LinkedIn ABM targeting QA Directors & Compliance Leads
- ISO conference presence & trade show demos

 **MILESTONE GOAL**
10 Paid Enterprise Clients

2 PHASE 2 · MONTHS 12-24

Expand

Channel Scale & Partnerships

CHANNEL STRATEGY

- OEM reseller programs: Fluke · Beamex hardware bundles
- ISO consulting firm referral partnerships (15% fee)
- CMMS platform co-sell: IBM Maximo, SAP PM, Infor EAM

EXPANSION LEVERS

- VP Sales hire + 2 enterprise AEs onboarded
- Customer Success to drive NRR to 115%+

 **MILESTONE GOAL**
30 Clients · \$2M ARR

3 PHASE 3 · MONTHS 24-36

Dominate

Market Leadership & Series A

PLATFORM EXPANSION

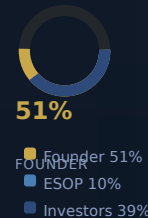
- Launch Calibration-Co Marketplace — 200+ accredited labs
- API monetization — third-party integrations & revenue share
- Government & defense vertical entry (MIL-STD compliance)

SERIES A READINESS

- Strategic acqui-hire targets identified (ML/IoT teams)
- Data moat established — proprietary calibration intelligence

 **MILESTONE GOAL**
65+ Clients · \$4M ARR · Series A

Corporate Architecture Built for Capital Efficiency & Control



01 · ENTITY TYPE **DE C-CORP**

Delaware C-Corporation

Investor-friendly, VC-standard structure · Enables SAFE & preferred stock issuance · Ideal for venture financing and QSBS eligibility



02 · AUTHORIZED SHARES **\$0,000,000**

10M Common Shares Authorized

Authorized at incorporation · Sufficient capacity for Seed, Series A, Series B & employee grants without restating the cap table



03 · FOUNDER STOCK **5,100,000 shares · 51%**

Lucian DeMarco — \$0.001/share par value

4-year vesting schedule · 1-year cliff · 51% baseline ownership floor · Maintained through all planned financing rounds



04 · EMPLOYEE OPTION POOL **1,000,000 shares · 10%**

ESOP Reserved Pre-Financing

Allocated before seed close to minimize investor dilution impact · Standard 10% pre-money ESOP for talent attraction & retention

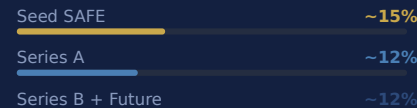


05 · INVESTOR POOL **3,900,000 shares · 39%**

Reserved for All Current & Future Fundraising Rounds

Covers Seed SAFE (\$750K), Series A (\$3M), Series B (\$8M–\$12M) & strategic investors · Structured to preserve founder control at every stage

INVESTOR POOL ALLOCATION



Structural Guarantee: Structure is engineered to maintain founder control above **51%** through all planned financing events

10M
TOTAL AUTH.

\$0.001
PAR VALUE

4-Yr
VEST. CLIFF

Seed, Series A, and Series B.



Founder-First Cap Table: Engineered for Control

POST-SEED PRO FORMA

51.0%



LUCIAN DEMARCO

FOUNDER & CEO

Minimum floor — maintained post-seed and Series A

✓ CONTROLLING INTEREST

10.0%



EMPLOYEE OPTION POOL

ESOP / EQUITY INCENTIVE

Allocated pre-financing to minimize dilution impact

🕒 1,000,000 shares reserved

15.0%



SEED ROUND INVESTORS

YC POST-MONEY SAFE

Up to \$750K via YC post-money SAFE at \$5M cap

💰 No anti-dilution · No pro-rata

24.0%



RESERVED: SERIES A + FUTURE

FUTURE FINANCING POOL

Structured pool for Series A and beyond while preserving 51%

📈 3,900,000 shares reserved

FINANCING SCENARIO

AMOUNT

VALUATION

FOUNDER %CONTROL

A

\$750K

\$5M cap

51.0%



B

\$3M

\$15M pre

51.0%



C

\$8M

\$40M pre

51.2%



DILUTION GUARDRAILS

Structural ownership protections

- ✓ Pro-rata rights waived by SAFE investors
- ✓ No anti-dilution ratchet on any instrument
- ✓ No participating preferred — 1x non-participating only
- ✓ ESOP allocated pre-financing — no post-money pool shuffle

➤ 51% FLOOR GUARANTEED THROUGH SERIES B



Capital Roadmap: Three Stages, One Vision



Total capital plan: ~\$12M through Series B. · Revenue-funded growth beyond Series B. · **Founder control ≥ 51% maintained at every stage.**

Instrument Selection: Protecting Equity at Every Stage


YC POST-MONEY SAFE
ACTIVE

Primary Instrument · Seed Round


FORM
 Standard YC Post-Money SAFE


VALUATION CAP
 \$5,000,000 post-money


DISCOUNT RATE
 20% at conversion


INTEREST
None — No interest accrual
No cost of capital while waiting for conversion


MATURITY DATE
None — No repayment risk
Not a debt instrument — no forced repayment


CONVERSION TRIGGER
 Converts at next priced equity round


MFN CLAUSE
Included — Most-Favored Nation protection

OR


CONVERTIBLE NOTE
CONTINGENT

Bridge Instrument · If Needed


MATURITY
12-18 month maturity window
Defined repayment timeline if not converted


INTEREST RATE
6% simple interest per annum
Accrues and converts alongside principal


VALUATION CAP
At or above last SAFE cap (\$5M+)


DISCOUNT RATE
15% at conversion


USE CASE
Bridge only between Seed → Series A
Deployed only if Series A is delayed


CONVERSION TRIGGER
Qualified financing ≥ \$2,000,000
Automatic conversion at qualifying priced round



KEY OWNERSHIP PROTECTION CLAUSE — ALL INSTRUMENTS INCLUDE

- No participating preferred
- 1x non-participating liquidation preference
- No weighted-average anti-dilution on founder shares
- No board seat granted below Series A



MFN CLAUSE

CALIBRATION-CO · CONFIDENTIAL



Three Valuation Methods Converge on **\$5M-\$6M** Seed Valuation

METHOD 01

Berkus Method

Sound Idea		\$500K
Prototype / MVP		\$500K
Management Team		\$400K
Strategic Relations (LOIs)		\$400K
Product / Rollout		\$400K

Pre-Revenue Floor

Conservative baseline — no revenue required

\$2.2M

METHOD 02

Scorecard Method vs. Comparables

Regional (NJ/NYC)	0.85x ↓
Team Quality vs. Average	1.2x ↑
Market Size vs. Average	1.1x ↑
Product Stage vs. Average	1.1x ↑
Competitive Position	1.0x —

\$5M median pre-seed SaaS cap × composite multiplier

Adjusted Valuation

\$6.2M

METHOD 03

VC Method — Back-Solved

- Target Exit (Year 5)
\$50M — 4x revenue at \$12M ARR
- Target VC Return Multiple
15x investor return target
- Implied Post-Money (Seed, base)
\$3.3M $\$50M \div 15x$

+ Team & Traction Premium Applied

\$5M-\$6M

BERKUS
FLOOR
\$2.2M



SCORECARD
ADJUSTED
\$6.2M



VC BACK-
SOLVED
\$5-6M

CONVERGENCE ZONE



✓ PROPOSED SEED VALUATION CAP

\$5,000,000 post-money

Conservative & investor-friendly — anchored below Scorecard result.
Significant upside room as ARR scales toward \$500K target.

Strategic Partnerships: Distribution Without Dilution



OEM Reseller Program

Fluke · Beamex · Trescal

Embed Calibration-Co software with hardware sales across global OEM distribution channels. No equity required — pure revenue alignment.

\$ 20% Revenue Share on SaaS ACV



ISO Consulting Firms

ISO 9001 · ISO 17025 Practices

Preferred software partner for ISO consulting firms. Consultants recommend Calibration-Co during audit prep and gap analysis engagements.

% 15% Referral on Year-1 Contract



CMMS / EAM Platforms

IBM Maximo · SAP PM · Infor EAM

Native API integration partnerships with leading asset management platforms. Co-marketing, marketplace listing, and joint enterprise go-to-market.

API Integration · Co-Marketing



Calibration Labs Network

200+ Accredited Labs · A2LA · NVLAP

Aggregate accredited calibration service labs into the Calibration-Co marketplace. Customers book services directly. Labs gain qualified lead flow.

\$ 8% Transaction Fee on Lab Bookings



Distributor Agreements

Grainger · MSC Industrial · Amazon B2B

Regional industrial equipment distributors bundle Calibration-Co subscriptions with instrument purchases at point of sale — reaching thousands of SMB facilities.

Bundle at Point-of-Sale · Volume Scale



Government & Defense

Tier 1 Contractors · MIL-STD-45662A

Preferred vendor agreements with Tier 1 defense contractors for MIL-STD calibration compliance. High ACV contracts with long renewal cycles.

✓ Preferred Vendor · High-ACV · Sticky

M&A Strategy: Build, Partner, or Acquire

1

Identify Acquisition Targets

Year 2-3

Target **small calibration software companies** with \$500K-\$2M ARR trading at **3-5x ARR** multiples.

Budget: \$1.5M-\$6M per acquisition.

Criteria: Customer base in pharma/aerospace verticals, proprietary instrument data, and accredited lab network access.

\$ Budget: \$1.5M-\$6M

2

Acqui-hire Engineering Talent

Year 1-2

Target **2-3 person ML/IoT engineering teams** from failed hardware startups with deep calibration or industrial sensor expertise.

Compensation: Stock + competitive salary. **Zero cash acquisition premium.**

Accelerates AI calibration engine and IIoT roadmap without burning runway on recruitment.

✓ No Cash Burn

3

Merger Negotiation Framework

Ongoing Structure

Calibration-Co maintains **≥51% post-merger** by issuing **Series B preferred stock** — not common stock — to acquired company shareholders.

Acquired founders receive **performance earnouts** tied to 24-month retention and ARR contribution metrics.

No voting rights dilution to founder at any stage.

🔒 ≥51% Control Preserved

4

Strategic Sale Positioning

Year 4-6 · Exit Horizon

Position for **strategic acquisition** at **6-10x ARR**, targeting \$60M-\$120M+ exit at \$12M ARR.

Primary acquirers:

Fluke Corp

Hexagon

Roper Tech

Fortive

Alt: Growth equity recapitalization to retain founder control & scale independently.

📈 \$60M-\$120M+ Exit



Every M&A scenario is modeled to preserve **Lucian DeMarco's ≥51% ownership floor** — across acquisition, merger, recapitalization, and strategic sale events.

≥51%
OWNERSHIP FLOOR

6-10x
EXIT ARR MULTIPLE

\$120M+
PEAK EXIT TARGET



Risk Register & **Mitigation Playbook**

EVERY IDENTIFIED RISK HAS A DOCUMENTED, EXECUTABLE COUNTERMEASURE

⚠️ KEY RISKS

01 Customer Concentration

First 5 clients represent ~80% of early revenue — overexposure to any single relationship

02 Regulatory Changes

ISO 17025 or FDA 21 CFR Part 11 standard revisions could require rapid platform re-engineering

03 Big Competitor Entry

Fluke, Hexagon, or a well-funded startup launches a directly competing cloud SaaS product

04 Talent Gap

Difficulty sourcing engineers and operators with calibration domain expertise at seed-stage salaries

05 Funding Bridge Risk

Series A delayed if traction milestones lag — potential 6-9 month runway gap before priced round



✅ MITIGATION STRATEGIES

✓ Diversify Across 4 Verticals in Year 1

Hard cap: no single client exceeds 20% of ARR by end of Year 2 — enforced in sales pipeline policy

✓ Standards Monitoring Team + Modular Engine

Compliance engine architected for re-configuration in <30 days — dedicated regulatory watch process

✓ Deep OEM Partnerships + Proprietary Data Moat

Fluke & Beamex integrations create embedded switching costs; 3+ years of calibration data = defensible moat

✓ Calibration Lab Advisory Board

Partner with ISO 17025-accredited lab directors; equity-based advisor grants attract top domain expertise

✓ \$200K Revenue-Based Financing Backstop

Pre-arranged RBF line via Clearco / Lighter Capital — draws only if Series A timeline extends beyond plan



RISK PHILOSOPHY —

Every risk on this register was stress-tested against our capital structure and operating model. No single risk event creates existential exposure for Calibration-Co.

✓ 5 of 5 Mitigated

🛡️ \$200K Backstop Ready

The Team Built to Win This Market

Founder-led · Domain-deep · Structured to scale



FOUNDER

FOUNDER & CEO

Lucian DeMarco

Domain expert in calibration & quality management systems.
Operator with deep experience in regulated industries.
Driving vision, strategy & enterprise relationships.

ISO 17025

FDA 21 CFR

Enterprise GTM



SEED HIRE

CTO / CO-FOUNDER

[Engineering Lead — TBH]

Seeking: Senior SaaS / IIoT engineer. Will own platform architecture, AI calibration scheduling engine, and mobile field app. Target: hired within 60 days of seed close.

SaaS / IIoT

AI / ML

Cloud Architecture



SERIES A HIRE

VP ENTERPRISE SALES

[Sales Leader — TBH]

Target hire: Year 1, post-seed. Background in quality management software or industrial SaaS. Will own enterprise pipeline, channel partnerships & 3-AE team build-out.

Industrial SaaS

Enterprise AE

QMS / Compliance

☆ **ADVISORY BOARD**



ISO 17025 Lab Director



FDA Compliance Counsel



Series A SaaS Founder (Exited)

Equity-based advisory grants · No cash comp

KEY HIRES ROADMAP

● **NOW** · Lucian DeMarco — Solo Founder executing

● **SEED CLOSE** — CTO / Co-Founder + 2 Engineers

○ **SERIES A** — VP Sales + 3 AEs + Customer Success Lead

○ **SERIES B**

SEED ROUND · JULY 2026

\$750K

WE ARE RAISING

INSTRUMENT **YC Post-Money SAFE**

VAL. CAP **\$5,000,000**

DISCOUNT **20%**

FOUNDER POST-ROUND **51.0% ✓**



RUNWAY

18 Months → Series A

SERIES A MILESTONES

\$1.5M
ARR

25
CLIENTS

115%
NRR

USE OF FUNDS — \$750,000

Engineering & Product

AI scheduling engine · Mobile app · 3
ERP integrations

50%

\$375,000

Sales & Marketing

Enterprise AE hire · ABM campaigns ·
Conference presence

30%

\$225,000

Operations & Legal

Compliance counsel · HR · Tools ·
Runway extension

20%

\$150,000

INVESTOR PROFILE SOUGHT

Angels & Micro-VCs

Check: \$25K - \$250K

B2B SaaS Experience

Industrial Tech

Enterprise Sales

IIoT / Compliance

- ✓ Value-add in enterprise sales networks
- ✓ Deep vertical in pharma, aerospace, or manufacturing
- ✓ Prior exits in regulated-industry software



Lucian DeMarco · Founder & CEO

luciandemarco@hotmail.com

SCHEDULE INVESTOR CALL →

CALIBRATION-CO

The Compliance Infrastructure the Industrial World Has Been
Waiting For.

Every regulated facility on the planet must calibrate. Most still do it
wrong.

We are fixing that — and building the *defining platform* of the industrial
compliance era.



\$2.1B TAM in an
underdigitized,
compliance-mandated global
market



Founder-controlled cap
table &
capital-efficient structure at
every stage



Clear path: **Seed → Series A**
→ **\$50M+ exit**
via strategic acquirer or
growth equity

**SCHEDULE A 30-MINUTE INVESTOR
CALL**



Lucian DeMarco · Founder & CEO

luciandemarco@hotmail.com