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PQ-Suite

Question	Answer
About PQ	PQ stands for " Pre-Qualified ". At its core PQ Suite helps middle market businesses be fully prepared for deal making with pre-qualified credentials, credit, and valuations. On the financing side of transactions, potential purchasers, investors, and lenders know that the middle market companies they see on PQ are already vetted and match well with their financing criteria. Being Pre-Qualified enhances the leverage of all parties and streamlines the transaction workflow.
	Many users have assumed that PQ stands for "Pretty Quick" because one of the features of our products is a faster route to closing financial transactions.
	As we have grown, PQ has also come to stand for " Post Quantum " security. With ever- increasing global concern within the FinTech community about hacks of private company information, banks, cryptocurrency wallets and deal data, and now with the advent of quantum computers and their ability to hack even blockchain security, PQ's founders have focused on hardening our platform to be quantum computer proof . We have been working for nearly three years with PQ Solutions Ltd on applications for our PQ-Suite of products. Learn more here <u>https://www.post-quantum.com</u>
	PQ started in 2018 with SellPQ as a highly secure tool for business owners and M&A intermediaries on the "sell side" of transactions. We have expanded with BorrowPQ for pre- qualified asset-based commercial financing, and with the PQ Community for exclusive, PQ- vetted, on-demand professional services for PQ members. We will soon be introducing DIY equity fundraising with EquityPQ, and more products for core corporate transaction services.
	Please <u>contact us</u> for more information about our technology and security capabilities.
How can I trust my data is secure?	PQ Suite utilizes state-of-the-art encryption, full-stack security, and complies with regulatory requirements for information security. Our virtual data room technology has ultra-high encryption that has never been hacked. As stated in the section "About PQ" we are moving toward even higher security standards including post quantum cryptography designed to withstand the most advanced cyber-attacks.
Will PQ Suite use my data? I'm uploading extremely confidential information	PQ Suite does not use your individual customer data. Your data belongs only to you, is held in highly secure data vaults, is kept confidential and only you control who sees your information, when they see it and how much of it is revealed.
	For product and customer experience improvement, PQ Suite does aggregate de-identified data. For example, PQ Suite will utilize de-identified industry and loan request information to ensure we have the right lenders in-network to satisfy current and future customer needs. We also track usage patterns to identify bottlenecks and improve the user experience. As an example, in plain English, we analyze customer traffic patterns so we can identify areas where users get stuck, so we can fix it.
	For our full policy, please see https://pq-suite.com/privacy

What is PQ Suite's data retention policy?	PQ Suite removes accounts and all related data & files at any time that a client makes a request to do so. PQ also removes all data following cancellation of service.
Can I enable my business advisors (e.g. tax, legal) to have access to my information on PQ Suite?	As a business owner, only you have full control over who has access to your information. You define the team and their respective rights to view, add, and/or edit materials on PQ Suite, whether the team member is an employee or an outside business advisor.
Does PQ Suite	PQ Suite does not monetize individual customer data in any way.
monetize my data? If so, how?	For our full policy, please see https://pq-suite.com/privacy
Who owns the data uploaded to PQ Suite products?	You do. As the business owner, you retain full ownership of your data and can request that your data be deleted at any time.
What products are part of the PQ Suite?	 Current product offerings are: SellPQ - Online software for middle-market business exits, with customized virtual data rooms, 6 different company valuation tools and more. Online Seller Guides and live "concierge services" support end-to-end M&A workflow, ultra-secure communications with team members and purchaser prospects, leading to greater rate of consummation of business exits BorrowPQ - Online software tools for asset-based commercial finance, including preparation, comparison shopping for terms & conditions offered by lenders and consummation of asset-based loans for middle market companies PQ Community - On demand network of pre-qualified, third party professional service providers vetted and made available exclusively to PQ Suite members. The PQ Community covers over 20 categories of professional services including valuation, insurance, and risk management, legal, investment banking, accountants, wealth managers, tax advisors, management consultants, and much more. Fees for these services are negotiated by PQ customers individually with each service provider.

What products are planned for the future?	PQ has several products currently under development and more on the roadmap:
	<i>EquityPQ</i> - to facilitate DIY equity fundraising for middle market companies (currently
	under development and scheduled for release in Q2 2021.
	PropertyPQ - like BorrowPQ but with customized templates for lending to the
	commercial property sector (currently being designed and scheduled for release in Q3
	2021.
	Start UnDO , similar to Equity PO but focused on raising capital for startups and early
	StartUpPQ - similar to EquityPQ but focused on raising capital for startups and early stage companies.
	DevelopmentPQ - like SellPQ but focused on aiding corporate development departments
	with divestitures and acquisitions.
	CrossBorderPQ - designed for international acquisitions and joint ventures.
	PortfolioPQ - designed to manage portfolio companies of private equity firms and family
	offices. Like SellPQ but with a reporting module attached to provide reports to LPs and government agencies.

BorrowPQ

Question	Answer
What is BorrowPQ?	BorrowPQ is a highly secure workflow tool for middle market asset-based borrowing. It leverages cutting-edge encryption and secure virtual data rooms that you control. BorrowPQ streamlines the debt-financing process from start to finish, connects you with our network of lenders, and helps you shop for the best lending rates, terms, and covenants. You have control of what and how information is shared with each lender you choose.
How much does BorrowPQ cost?	BorrowPQ is free to use. When you agree on terms and close the loan, lenders pay the industry standard 1% referral fee to BorrowPQ.
Why should I use BorrowPQ?	At any point in time (and especially in times of economic stress) it is prudent to compare your cost of capital alternatives. BorrowPQ provides a fast, confidential, and cost-effective way to compare lending rates, covenants and lender terms and conditions. You can search for lenders that meet your borrowing requirements - or the BorrowPQ "Concierge" will confidentially search for lenders on your behalf.

How does BorrowPQ work?	BorrowPQ is designed around 4 phases - Preparation, Lender Qualification, Underwriting and Closing/Servicing. Each step of the process is designed to address your specific needs. And every step is supported by our on-demand Borrower's Guide and live human-contact through the PQ Concierge service (which you can reach by phone, text, email, or Zoom) to address your specific needs and questions.
How much time should I expect to invest?	It takes just a couple of minutes to get registered, and right away you can start searching for lenders that match your borrowing criteria and send them a teaser. You contact lenders directly through our ultra-secure loan-shopping capabilities or make use of the PQ Concierge to reach out to lenders confidentially and anonymously on your behalf. Beyond preparation of your teaser, eventually you will also need to collect and organize additional documentation so that lenders can evaluate your credit worthiness. Once you get into discussions with lenders, you will also be responding to their requests for documentation, or to schedule appraisals and asset inspections. Once due diligence is completed, closing and entering into debt servicing becomes a simple checklist process.
How long does the process take?	Asset-based commercial financing <i>typically takes 6-8 weeks to get to a close.</i> Many of our lenders offer streamlined, integrated processes to accelerate that path. The actual duration is always case-by-case and dependent on how prepared and accurate the borrower's documentation is, and how well qualified the borrower's assets are - both of which BorrowPQ is designed to optimize. Once your teaser is available you will immediately be able to connect to potential lenders over the BorrowPQ platform. If you want greater outreach, the BorrowPQ "Concierge" can anonymously introduce your loan to lenders within minutes. Under the most expeditious timetable, the entire process of document preparation, borrowing base certification, due diligence, appraisals and inspections, negotiation, LOI, closing and dispersal of proceeds <i>takes a minimum of 3 weeks</i> .
How do I get my institution added as a lender?	Lenders get registered in minutes at <u>https://borrowpq.com/login</u> (choose "registration"). If you have any questions, book a time to chat at <u>https://pq-suite.com/talk-to-us</u> . Or email <u>pq-concierge@pq-suite.com</u> and we'll work with you to get your lending institution on our platform.
What is asset- based lending?	Asset-based lending is the business of loaning money secured by business assets like receivables, inventory, machinery and equipment, and real estate. Typical loan types are lines of credit, short term financing, and term loans.
What assets could I typically expect to leverage?	Accounts receivable, inventory, machinery and equipment (M&E), and real estate are the most common assets utilized as collateral for a loan.

How does BorrowPQ help me "value" my assets as potential collateral?	BorrowPQ has created a software tool that utilizes two principal models to estimate your borrowing base in much the same way as a lender would: <i>book value</i> and <i>net orderly</i> <i>liquidation value (NOLV)</i> . Book value takes your inventory book value and adjusts for items lenders would consider ineligible. NOLV applies discount rates to your inventory book value to determine your NOLV borrowing rate. BorrowPQ provides tools to input your company data and calculate book value and NOLV.
What support does BorrowPQ provide throughout the process?	While you remain in the driver's seat, you are never on your own with BorrowPQ. You are supported by (1) our online, in-depth Borrower's Guide that can walk you through every step of the process and (2) our PQ Concierge service (available via phone, text, email, or Zoom) to help with your individual questions and needs.
Is there a loan minimum or maximum?	<i>There is no loan minimum or loan maximum.</i> However, lenders on the BorrowPQ platform are typically offering middle market loans greater than \$1 million, and up to \$100 million or more.
What information about my business do potential lenders see and when?	They only see what you choose to show them. You control what information is shared and with whom. Information uploaded into BorrowPQ is NOT accessible by lenders until you explicitly choose to share this data. You have control over which lender sees what financial data and when. For example, if one lender asks for additional information, you control whether you share this additional information with other lenders.

SellPQ

Question	Answer
What is SellPQ?	SellPQ is a highly secure online M&A workflow management tool that leverages cutting-edge data encryption within secure virtual data rooms. An important part of the SellPQ service for your company is our valuation process that provides 6 different valuation methodologies. We use proprietary tools utilizing a 30+ million company database. SellPQ streamlines the M&A process from start to finish and connects you with potential buyers. You are always in full control of which information is shared and who may see it.
Why should I use SellPQ?	Selling a company is a complex process. SellPQ greatly simplifies it while potentially saving millions of dollars in fees for individual company owners. Transaction fees from 3rd party advisors can be as much as 6% to 10% of the ultimate company sales price. It is therefore not surprising that most middle market companies prefer to DIY the sale of their enterprise. Unfortunately, nearly 2/3rds of company owners are dissatisfied with the results. Most have never sold a company before, they are not familiar with what steps to follow, nor do they know what issues to take into consideration. SellPQ is the ultimate M&A workflow tool for company exits. SellPQ provides step-by-step guidance and saves users time and money.
How does SellPQ work?	SellPQ is designed around the 4 phases of a company sale - Preparation, Prospecting, Deal Making and Closing/Integration. The workflow consists of 15 steps customized to your specific needs. Each step is supported by our integrated Seller's Guide and live, human-contact "PQ Concierge" service (available via phone, text, email, or Zoom) to help with your individual questions and needs.
How much does SellPQ cost?	There is an initial \$1000 Set Up Fee that provides access to 6 different company valuation methodologies and a comprehensive, custom 30-page Company Valuation Report. Thereafter, a SellPQ subscription costs \$2,500 per month. You can cancel at any time. If you wish to temporarily cease active marketing of your company, SellPQ will securely store your account for a \$1000 monthly "Parking Fee".
How much time should I expect to spend on SellPQ?	It takes less than 5 minutes to register. How much time you spend will depend on how active you are preparing for and marketing your deal. If you are in negotiations with multiple potential purchasers, it will depend on the complexity of the due diligence process with each prospect. Using SellPQ will streamline your work and help you at each step to be prepared and execute accordingly. In the complex and time-consuming task of selling a business, SellPQ will save you time and money, and improve the probability of a successful outcome.
	For example, the time you spend assembling documentation (Step 3) will depend upon whether you already have company background information, historical financials, balance sheet and P&L information, and financial projections already in place. The good news is that once assembled, all your documentation is secure and well-organized.
	With SellPQ you easily and securely share your documents with any number of purchaser prospects - saving you much needed time. Ultimately your overall time commitment on SellPQ will depend on your success with prospecting, deal negotiations, due diligence, and integration planning. See FAQ "How long does the entire "company exit" process take?"

How long does the entire "company exit" process take?	Typically, you should expect the entire process of selling a company to take at least 12 months. If a quick exit is required due to financial stress or an unsolicited offer to purchase the company, months can be shaved off the timeframe. An extremely fast exit might be accomplished in 3 months if no obstacles are encountered. Under normal circumstances you need to carefully consider all your objectives for undertaking the sale. Once underway SellPQ will help you with assembling your internal team and outside advisors, preparing your documentation, agreeing on a valuation for the company, marketing your deal, negotiating with potential purchasers, conducting due diligence, closing the deal and integrating with the purchaser.
What support does SellPQ provide throughout the process?	While you remain in the driver's seat, you are never on your own with SellPQ. You are supported by (1) our on-demand, in-depth Seller's Guide that can walk you through every step of the process and (2) our PQ Concierge service - available by phone, text, email, or Zoom - to help with your individual questions and needs.
How does SellPQ help me value my company's business?	SellPQ produces comprehensive valuation reports based on 6 well-established industry standard methodologies including a patented process that compares your company to over 30 million other businesses: Equity Valuation, Asset Sale Valuation, Enterprise Valuation, Liquidation Valuation, Discounted Cash Flow (DCF) and Price/Earnings (P/E) multiples.
What information about my business do potential buyers see and when?	You control what information is shared and with whom. Information uploaded into SellPQ is NOT accessible by potential purchasers until you explicitly choose to share this data. Even then you have control over which potential purchaser sees what financial data and when. For example, if one interested party asks for additional information, you control whether you share this additional information with other potential purchasers. You disclose your information selectively like peeling an onion.
I'm not looking to sell my business; why would SellPQ be relevant?	Over 30% of all company sales occur because of an unanticipated event - a sudden economic downturn, health issues for a key management member, or <i>an unsolicited offer from a third party.</i> SellPQ helps you be prepared for these unexpected events. Even when a company owner decides well in advance to undertake an exit, it often takes months to prepare. Historically, there is a strong correlation between being prepared and deal satisfaction; you get the best deal when you are prepared. Market research shows that 45% of all sellers did not expect to sell and 20% of buyers were not planning on making the purchase they ultimately finalized. Furthermore, while 67% of middle market business owners expect to pass the business to the next generation, only 30% actually do.
	SellPQ prepares you to take action either when necessity demands a sale, or an opportunity presents itself.

PQ Community

What is the PQ Community?	An online directory of dozens of third-party professional service providers vetted and made available to customers of the PQ Suite. PQ Community members cover over 20 categories of professional services including valuation services, insurance advisors, law firms, investment bankers, accountants, wealth managers, tax advisors, management consultants, etc.
How are companies chosen to be part of the PQ Community?	Companies apply to PQ to become part of the PQ Community. PQ will permit listing if the company is well-known to PQ executives and has a history of high-quality service provision. In the case of applicants that are not well-known to PQ, management reference checks are undertaken with the company's clients, the Better Business Bureau and, if appropriate, governmental agencies.
What is the cost of using PQ Community Advisors?	Fees for these services are negotiated by PQ customers individually with each service provider.

