

# **Special Capital-Raiser Offer**

## **Global Surgical AI Healthcare, Inc.**

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### **Mandate Overview**

**Global Surgical AI Healthcare, Inc. ("GS-AI")** is seeking a senior capital-raising partner to lead the closing of an initial institutional-grade private placement.

The selected partner will work directly with the Founder to close an initial financing round for a platform company building a next-generation AI and Digital Twin operating system for regulated and safety-critical environments.

#### **Target Raise (Mandate):**

**\$5,000,000.00 USD**

#### **Equity Approval / Vesting Trigger:**

**\$3,000,000.00 USD raised and received \$120,000 equity**

**Target Close Date: Receive \$200,000 equity for \$5 million total and \$5,000 for advertising  
On or before March 31, 2026**

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### **Compensation & Strategic Incentive**

The selected capital-raising partner will receive:

#### **Equity Compensation**

**Four percent (4%) ownership in Global Surgical AI Healthcare, Inc. after raising the first  
\$5,000,000.00 Five Million Dollars.**

#### **Vesting Condition**

The four percent (4%) equity interest shall vest in stock only after the Company has received a minimum of:

**Three Million Dollars (\$3,000,000.00 USD)**

in cleared investor funds from investors introduced or sourced by the capital-raising partner.

There is:

- no pro-rata vesting
- no partial vesting
- no milestone vesting

If less than \$3,000,000.00 is received, 3% equity is earned.

This engagement is structured as a true **performance-based equity partnership**, not a commission role.

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### Capital Strategy

The capital-raising partner leads and closes the primary raise.

- Additional capital will be generated in parallel through targeted investor outreach and advertising campaigns using **LinkedIn Sales Navigator**.
- Minimum individual investment: **\$50,000**
- Offering structure: **Private placement to accredited investors (Regulation D)**

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### What You Are Selling

(Technology & Platform Overview)

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### The Company

Global Surgical AI Healthcare, Inc. is developing a **next-generation, AI-enabled operating system for real-time visualization and simulation across displays**, including:

- surgical monitors,
- computers,
- tablets,
- and smart-glasses devices.

The platform is designed specifically for **high-risk, high-precision environments** where professionals must visualize, test, and execute complex procedures with speed and accuracy.

Originally founded to support AI-assisted surgery and operating-room intelligence, the architecture has expanded to serve both:

- healthcare, and
- advanced engineering and aerospace markets

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## **Core Platform**

### **GS-AI Display Operating System™**

GS-AI is building a proprietary, display-first operating system that enables professionals to:

- visualize live data, medical imaging, and system telemetry across multiple display devices,
- receive real-time, AI-driven workflow instructions and guidance, and
- deploy secure applications through a standardized platform layer.

The operating system functions as a **unified runtime environment** for:

- visualization,
- simulation, and
- execution

across clinical and engineering environments.

This is an operating-system layer — not a single point solution or application

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## **Native Digital Twin & Simulation Engine**

At the core of the GS-AI platform is a fully integrated Digital Twin and simulation engine.

The system enables users to create real-time virtual replicas of:

- organs,
- surgical tools,
- operating rooms and clinical workflows, and

- complex industrial systems such as aircraft engines, robotics platforms, and manufacturing equipment.

This allows surgeons and engineers to test procedures, workflows, and prototypes before real-world execution or manufacturing.

The result is:

- improved safety,
- reduced development and operational risk,
- lower cost of failure,
- and faster validation of complex systems

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### **Primary Markets & Use Cases**

GS-AI serves two initial vertical markets:

#### **Healthcare & Surgery**

- surgical planning and rehearsal
- real-time procedural visualization
- training and simulation
- operating-room workflow intelligence

#### **Advanced Engineering & Aerospace**

- prototype validation
- Digital Twin testing of complex systems
- workflow simulation in safety-critical environments

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### **Revenue-First, Modular Product Strategy**

GS-AI is executing a disciplined, modular, revenue-driven platform strategy.

Each phase is independently sellable and deployable.

## Regulatory & Commercial Strategy

For healthcare use, the platform follows a phased regulatory strategy:

- beginning with visualization, planning and simulation use cases,
- followed by regulated clinical decision-support functionality under FDA software-as-a-medical-device frameworks.

This staged approach enables early commercial deployment while managing regulatory risk

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## Competitive Advantage

GS-AI differentiates by delivering:

- an operating-system-level platform rather than a single application,
- native Digital Twin and simulation capability,
- true multi-device deployment,
- and real-time AI-driven workflow guidance designed for regulated and safety-critical environments

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## Leadership

The Company is led by: **Contact**

**Mark Kembel – Founder & CEO**

**mhkembel@outlook.com**

A serial technology entrepreneur with experience in:

- large-scale software platforms,
- operating-system and systems-level development,
- AI and advanced visualization technologies,
- and regulated enterprise environments

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## Use of Proceeds

Capital raised will be used to:

- complete core operating-system development,
- build and scale the Digital Twin and simulation engine,
- execute hospital and engineering pilot programs,
- advance regulatory readiness,
- secure intellectual property,
- and establish strategic industry partnerships

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## Who This Capital-Raising Role Is For

This mandate is designed for:

- senior placement agents,
- strategic capital partners,
- and experienced private-market fundraisers

who is comfortable closing multi-million-dollar accredited-investor rounds and who want **long-term equity participation in a platform company**, not transactional commissions. Stock vesting is done in 4 years after the offering.