



PROUDLY PRESENTS

THE NEW ERA OF **PRIVATE MARKETS**

TRANSFORMING PRIVATE CAPITAL MARKETS
AND SECONDARIES TRADING



Shaping the Capital Markets of the Future

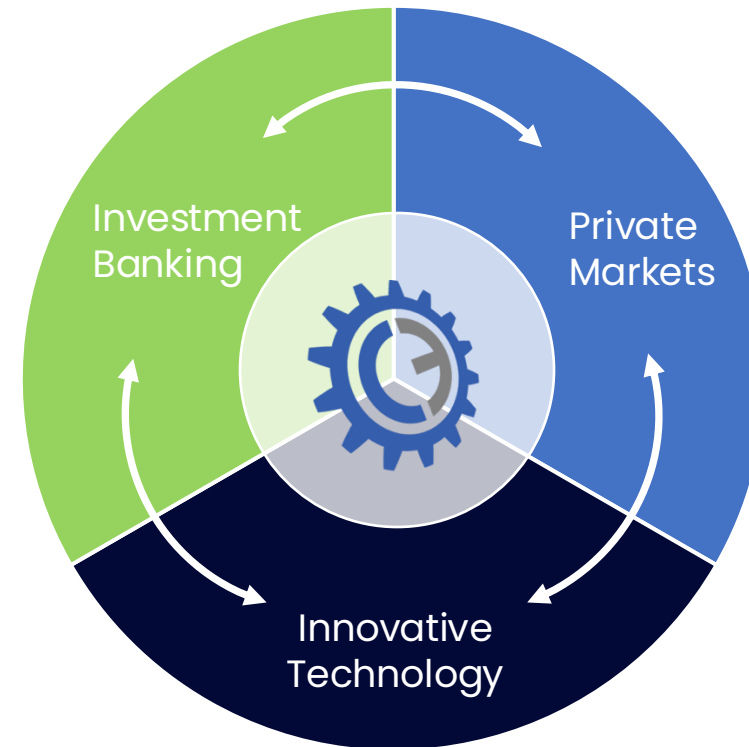
Building Mission Critical Infrastructure for Private Markets

Capital Engine® is a global fintech firm that operates at the intersection of **private markets, investment banking,** and **tech-driven innovation.**

The firm leverages its proprietary technology and expertise to offer a comprehensive suite of services, including a network of **retail-focused investment platforms, an enterprise advisory arm, and investment banking operations** facilitated through its acquisition of Mallory Capital Group, a registered broker-dealer and member of SEC and FINRA.

We are transforming Private Markets and Secondaries Trading Infrastructure

Capital Engine® Key Components



Private Securities Markets Lack the Infrastructure of Public Markets*

Illiquid, Inaccessible and Inefficient



Investor Access

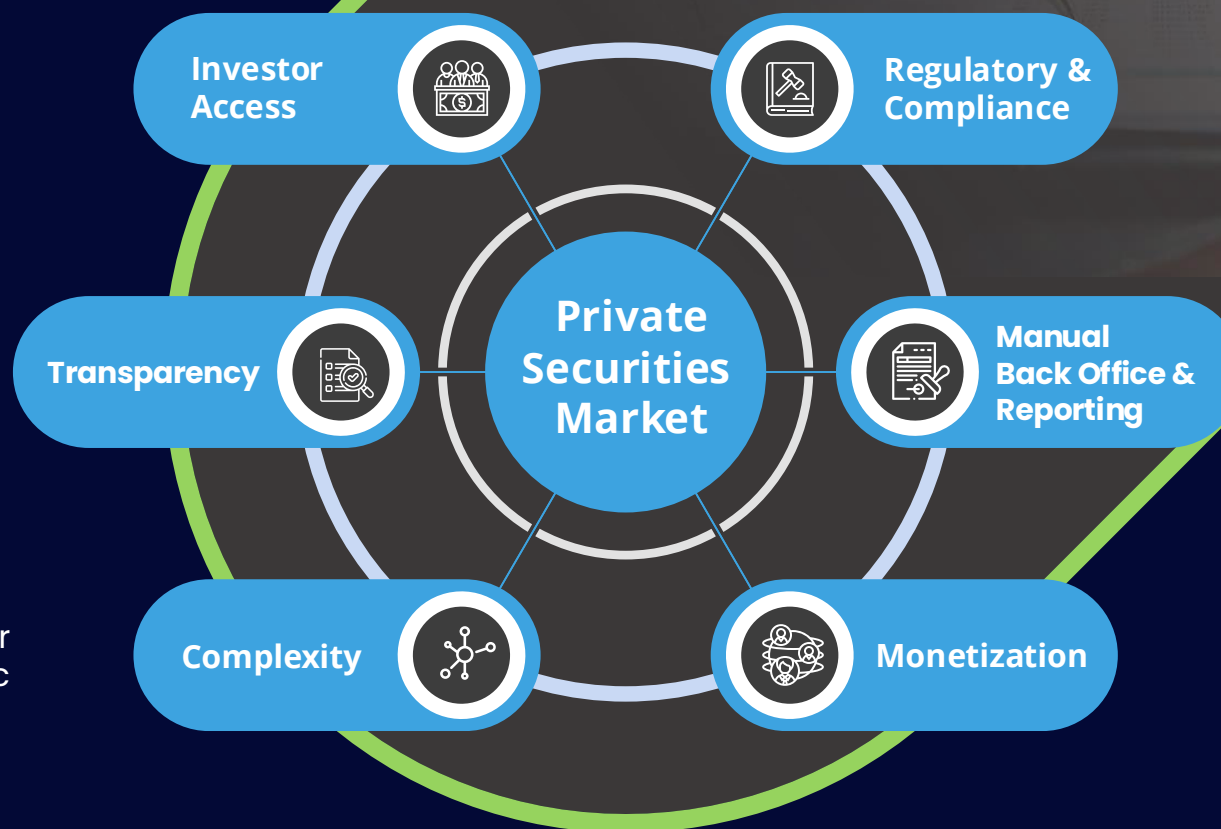


Limited Liquidity



Transparency

* There is no established secondaries trading platform for exempt private securities market to match the public market infrastructure of the NYSE or Nasdaq



Rise of the Retail Investor

The Next Big Shift in Financial Services

Private markets are no longer the exclusive domain of institutional investors. A seismic shift is underway, with retail investors demanding access to alternative assets like private equity, venture capital, real estate, and private credit.

- ✓ 70% of high-net-worth individuals are open to investing in private markets with the right access
- ✓ New fund structures, like interval and evergreen funds, are unlocking participation
- ✓ General Partners (GPs) face operational hurdles in onboarding, managing, and reporting for retail investors at scale
- ✓ President Trump recently signed an executive order democratizing access to alternative assets in 401(k)s

The financial services industry is not yet fully equipped to support this transition, creating a multi-trillion-dollar gap in investment infrastructure.



Capital Engine® Technology Powering Private Market Access

We Solve the Biggest Barriers to Retail Private Investing

- ✓ Retail investors control \$10T+ in assets and are shifting allocations toward private markets
- ✓ Regulatory changes (Reg CF, Reg A+, etc.) are expanding access to alternative investments
- ✓ Traditional infrastructure is outdated, creating a need for seamless digital solutions

Capital Engine® is the technology bridge enabling this transformation.

We are actively partnering with brokers, wealth platforms, and financial institutions to democratize access, drive liquidity, and scale private market investing.



Case Study: AccretivUSA

Reg A+ Solution

Client Objective:

Client: AccretivUSA, a white label solution for Regulation A+

Goal: Build a high-scale, streamlined fundraising platform to onboard both accredited and non-accredited investors efficiently.

Solution: white-label, cloud-based private capital raising and investor management solution tailored for AccretivUSA.

Core Features & Capabilities:

- ✓ **Full Lifecycle Support:** investor onboarding and management
- ✓ **Regulatory Compliance:** built-in compliance tailored for Reg A+
- ✓ **User Experience:** investor-friendly interface and payment flow
- ✓ **Scalable Architecture:** supports future growth / volume

Value Proposition:

- ✓ **Accelerated Fundraising:** speeds up Reg A+ capital formation
- ✓ **Operational Efficiency:** eliminates manual compliance processes
- ✓ **Broader Investor Reach:** both accredited & retail investors
- ✓ **Future-Ready Infrastructure:** adaptability & long-term scalability

Revenue Model: monthly SaaS fee plus 1% transaction fee



Accretiv

Case Study: RegimentXpress Broker Dealer Solution

Client Objective:

Client: Regiment Securities, a FINRA registered broker dealer specializing in alternative investments, serving lower and middle-market enterprises, founder-led businesses, and family offices

Goal: create an advanced broker-dealer platform Regiment Xpress, to seamlessly connect issuers and fund managers with investors via a modern digital brokerage marketplace.

Solution: white-labeled, cloud-based broker dealer solution tailored for Regiment Securities operational and regulatory compliance needs.

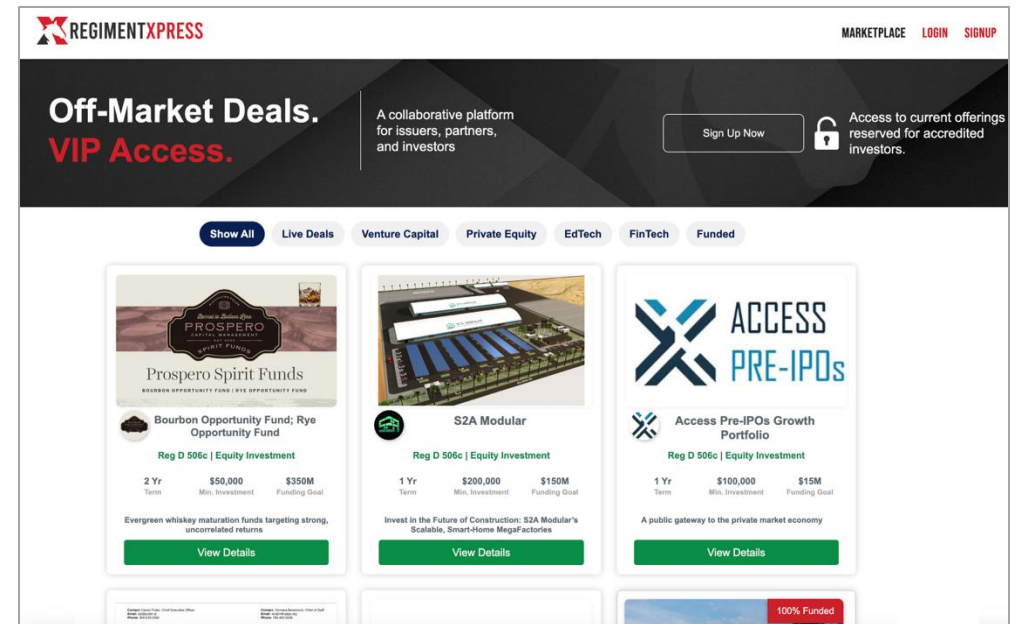
Core Features & Capabilities:

- ✓ **Marketplace Interface:** enabling real-time investing
- ✓ **End-to-End Workflow:** investor onboarding and management
- ✓ **Compliance & Licensing:** built-in FINRA and SEC compliance tools
- ✓ **Scalable Architecture:** supporting future growth and volume

Value Proposition:


- ✓ **Accelerated Deal Execution:** digitizing capital formation
- ✓ **Operational Efficiency:** Eliminates manual compliance processes
- ✓ **Improved Investor Experience:** intuitive user journeys
- ✓ **Future-Ready Infrastructure:** Adaptability & long-term scalability

Revenue Model: monthly SaaS fee plus transaction fee or revenue share



Business Model

Our Growth Strategy has the Revenue Streams to get us to our \$100 Million Revenue Target



**Private
Label
Solutions**

Example:

OrbVest
CRE Income Fund

SaaS & B2C
Transactional Fees



**Strategic
Partnerships**

Example:

Angel Investor
Network
Easy Properties
Raffles Capital

Revenue Share 50 / 50



**International
Expansion**

Example:

Altvest Securities
Second Market
Registered FSP
African Markets




**Vertical
Marketplace**

Example:

CE Marketplace
USA REIT Markets

Asset
Management &
Transactional Fees



**Investment
Bank**

Example:

Mallory Capital
\$10 Billion
transactions

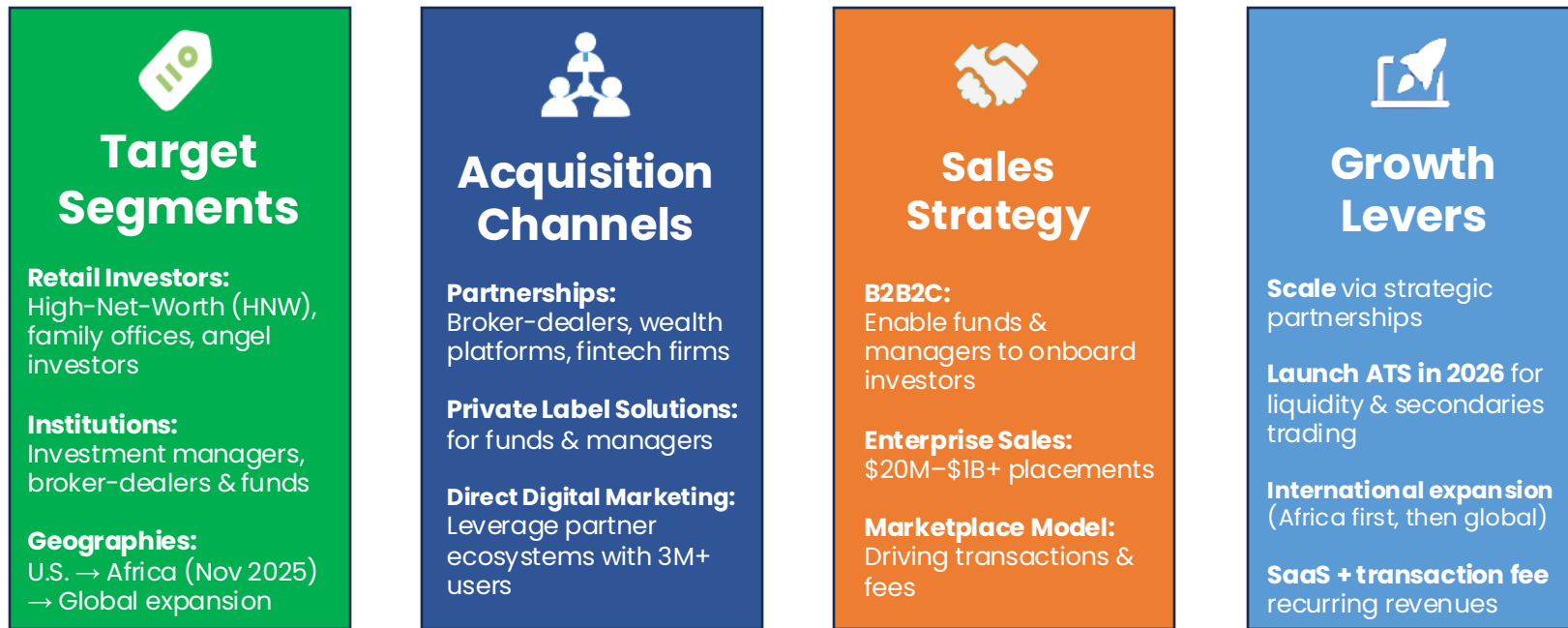
Transactional Fees
& Warrants

1. A fully integrated, white-label platform connecting retail investors to vetted private market deals.
2. Strategic Partnerships with investment managers, broker dealers, family offices, social impact (ESG), and real estate funds to manage their investor communities using our technology
3. Global fintech company and strategic partnerships
4. Our online trading platforms connect potential investors with private company shareholders and enables them to efficiently facilitate private share transactions in the Reg D, Reg CF and Reg A space including real estate, venture capital, healthcare, renewable energy, social impact and digital assets to name a few.
5. investment bank and private placement, focusing on larger capital raises from institutional sources, typically \$20 million to over \$1 billion, for investment managers and private placements.

Go-to-Market Strategy

Target Segments, Acquisition Channels, Sales, and Growth

Multi-tiered Business Model, Revenue Streams and Growth Strategy



Notes to GTM: Capital Engine® is a global fintech platform transforming how private market investments are raised, managed, and traded.

We connect retail and institutional investors with high-quality private market opportunities through white-labeled solutions, strategic partnerships, and our own transaction-driven marketplaces. With a focus on compliance, scalability, and liquidity including the launch of our Automatic Trading System (ATS) in 2026 we are positioned to expand from the U.S. into Africa and beyond, delivering SaaS and transaction-based recurring revenues.

Competitive Analysis

Capital Engine® vs. Market Alternatives

Platform	Core Focus	Key Strengths	Gaps vs. Capital Engine
Capital Engine®	Primary + secondary markets, investment bank, advisory & BD services	End-to-end capital raising stack, white-labeled SaaS, retail & institutional reach, & regulatory execution	Brand scale vs. legacy secondaries, Reg A+, BD solution, & ATS in rollout
Forge Global	Venture secondaries, market data	Deep liquidity pool; indices; institutional network	No white-label; limited primary issuance/advisory
Hiive	Venture secondary order book	Transparent pricing; Hiive50 index	Primarily venture-focused; no issuer advisory/white-label
EquityZen	Curated venture secondaries	Consumer brand; steady deal flow	Not a tech stack for issuers; limited structuring support
Destiny Tech100	Public fund of private tech	Retail exposure via one ticket	Not an execution venue for issuers
Augment	FINRA-registered private stock marketplace	Low minimums; streamlined UX	Narrower product scope; no enterprise advisory
Juniper Square	Fund admin + LP portals	Best-in-class reporting & admin	Not a BD; no liquidity platform
Nasdaq Private Market	Company-led liquidity programs	Scale; tender offers & auctions	No retail white-label marketplace; less primary focus
Carta	Cap table + tenders/auctions	Deep equity mgmt penetration	No open marketplace; limited secondary scope

Capital Engine® is a global financial firm and investment bank delivering an integrated platform for primary issuance, secondary trading with an ATS planned for 2026, enterprise advisory, and broker-dealer services. Unlike single-purpose secondary platforms or back-office software, Capital Engine® offers a full-stack, white-label solution for issuers, funds, and financial intermediaries.

LEADERSHIP & EXPERIENCE

Company and Securities Team

We have assembled a strong management team and board of advisors comprising seasoned executives in global financial services, venture capital, commercial real estate, alternative investments, fintech, blockchain, marketing and digital securities.



Conrad Weymann
Chairman



Bryan Smith
CEO



Erik Cooper
COO / CRO



Cooley
Corporate Counsel



Prakash Parwani
Head Software Engineer



Marty Jensen
Business Advisor



Anthony Stonefield
Business Advisor

UK / Europe



Andrew Schrieber
Director

South Africa



William Mzimba
Director



Will Green
Director

Mallory Capital Group*



Conrad Weymann
President



Mike Ireland
Director



Bryan Smith
Director



Laura Pamatian
RR / COO USA REIT



Capital Engine® Revenue Projections

Primary / Secondaries Market

Primary Market Revenue – Marketplace and Broker Dealer (Private Placements)

	Deals 2025	Commission %	Revenue	Deal Pipeline 2026+	Annual Revenue
Regulation D	\$30,000,000	4%	\$1,200,000	\$60,000,000	\$2,400,000
Regulation A	\$20,000,000	3%	\$600,000	\$50,000,000	\$1,500,000
Broker Dealer	\$50,000,000	2.5%	\$1,250,000	\$200,000,000	\$5,000,000
Total Revenue			\$3,050,000		\$8,900,000

Secondaries Market and Private Label Revenue

	Revenue / Issuance	Issuances 2025	Revenue	Pipeline 2026+	Annual Revenue
Listings Fees	\$20,000	10	\$200,000	60	\$1,200,000
Commission (SM)	2.5%		\$125,000		\$1,250,000
Private Label	Recurring Fees	\$40,000 / MRR	\$480,000	\$80,000 / MRR	\$960,000
Total Revenue			\$805,000		\$3,410,000

* Capital Engine is actively raising \$250M for clients, with a \$650M+ deal pipeline on our investment marketplace and private placement platform

Why Invest Now?

Raising up to \$4M Series A

- ✓ Series Seed: **\$1 million** closed Jan 2025
- ✓ Funded acquisition of broker-dealer Mallory Capital Group
- ✓ Funded development of Capital Engine's investment marketplace and software solutions
- ✓ Currently raising **\$250 million** for clients
- ✓ Deal pipeline of over **\$650 million**
- ✓ Min. Investment: **\$24,000**
- ✓ Share price: **\$6 / share**
- ✓ Post-money valuation: **\$34 million**

Uses of Capital


- ✓ Accelerate & scale revenue growth: **\$2 million**
- ✓ Develop strategic partnerships: **\$500,000**
- ✓ Expand broker-dealer sales & marketing staff, and onboard key management team members: **\$1 million**
- ✓ Automatic Trading System: **\$500,000**

Technology Shaping the Capital
Markets of the Future

See visionary analyst Michael Markowski's [recommendations](#) on Capital Engine®


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 WATCH VIDEO



Technology Shaping the Capital
Markets of the Future

Appendix:

Illustrating the Capital Engine® Thesis

Recent Accomplishments

Revenue Growth

50% pro-forma revenue growth (YoY)

Mallory Capital Group (MCG), enables Capital Engine to directly receive commissions on all transaction and platforms radically improving economics and revenue opportunities.

Estimated Revenue for 2025

\$3M – \$4M

Estimated Revenue for 2026

\$9M – \$12M

New Products / Services

Acquisition of Mallory Capital Group (MCG)

Investment Bank / Broker Dealer

With over \$10 billion raised and combined 80 years of capital raising and advisory experience, MCG is a leading boutique private securities placement agent.

Advisory arm delivers strategic guidance to businesses seeking to navigate capital markets and raise funds.

Investment

Successfully raised series seed preferred round of \$1 M at pre-money valuation of \$12M – 15M

**Current Raise: \$4M
(post-money valuation of \$20M – \$30M)**

10X Return 2028

New Strategic Partners & Investors

Angel Investors Network
Oldest online Angel Investor Community in the US.

EasyProperties
sourcing US commercial real estate opportunities for 3 million user base

USA REIT
Real estate investment marketplace for real estate opportunities, CRE funds and 1031 exchanges

Raffles Capital
Singapore Hedge Fund

Investment Banking

Acquisition of Mallory Capital Group

SEC and FINRA Registered Broker Dealer

- ✓ Capital Engine® acquisition and strategic partnership with SEC and FINRA-registered broker-dealer Mallory Capital Group
- ✓ Enable company to directly receive transaction commissions
- ✓ Radically improve the economics of Capital Engine® tiered business ecosystem and revenue opportunities
- ✓ Apply to operate an Alternative Trading System (ATS) in 2026 providing secondaries trading and liquidity
- ✓ ATS will support investing and trading in exempt private securities, digital and fractionalized assets
- ✓ With over \$10 billion raised and combined 80 years of capital raising and advisory experience, MCG is a leading private securities placement agent boutique.



Why Private Markets are the Biggest Opportunity in Financial Services and the Driving Forces

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Brief

Private Asset Investing Desperately Needs New Market Infrastructure

Firms need to build robust digital infrastructure to keep up with demand from individuals.

THE WALL STREET JOURNAL.

World Business U.S. Politics Economy Tech Markets & Finance Opinion Arts Lifestyle

EXCLUSIVE

DEALS

Private Markets Seem Out of Reach for Individual Investors. BlackRock Thinks It Has an Answer.

Bloomberg

● Live TV

Markets ▼ Economics Industries Tech Politics Businessweek Opi

BlackRock Muscles Into Private Assets Market for Wealth Clients

BlackRock Inc. is expanding further into private-markets investing, striking a new partnership to include the assets alongside traditional

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Talking Point Oct 7 2024

Increasing focus on private markets from next generation of family offices

Asset Managers Must Invest in Private Markets Now, Bain Says

- Private-market assets under management to reach \$65 trillion
- Bain calls it ‘the biggest opportunity in financial services’

By Loukia Gyftopoulou

August 21, 2024 at 3:00 PM GMT+2

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Private market assets to grow at more than twice the rate of public assets, reaching up to \$65 trillion by 2032, Bain & Company finds

Profitability from public markets falls by half, forces asset managers to tap into alternative revenue streams, analysis shows

J.P.Morgan PRIVATE BANK

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Private Markets – A Growing, Alternative Asset Class

Alternative Assets Are Poised to Keep Growing

Bain estimates they will rise to more than \$60 trillion of all AUM by 2032

■ Private equity ■ Real estate ■ Alternative credit ■ Infrastructure, natural resources ■ Hedge fund

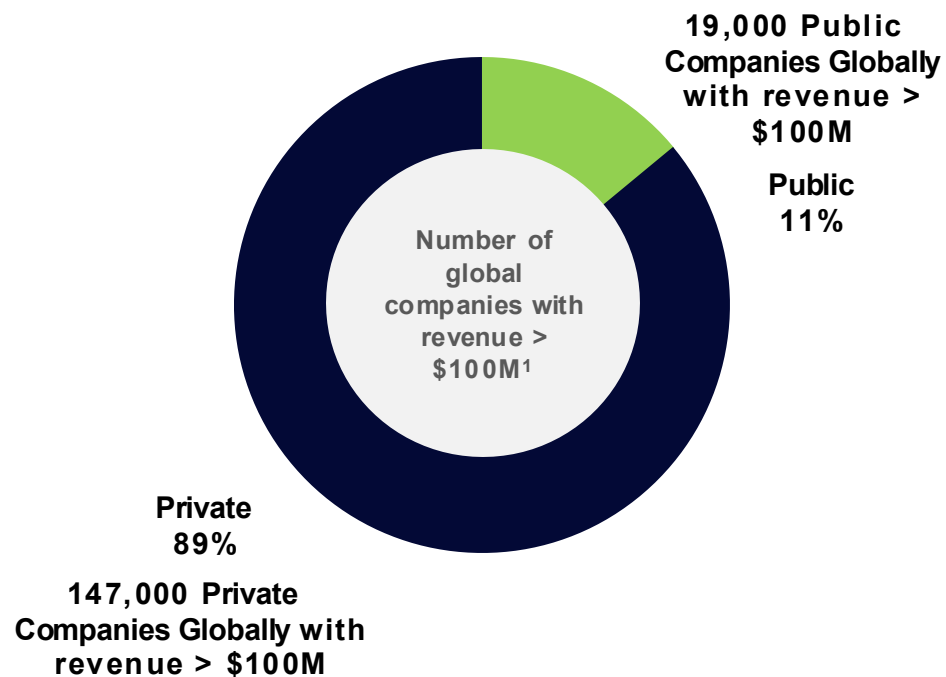
Year	Private equity	Real estate	Alternative credit	Infrastructure, natural resources	Hedge fund
2002	1	1	1	1	1
2012	2	2	2	2	2
2022	12	2	8	2	2
2032 Estimate	30	2	20	5	3

Source: Bain & Company

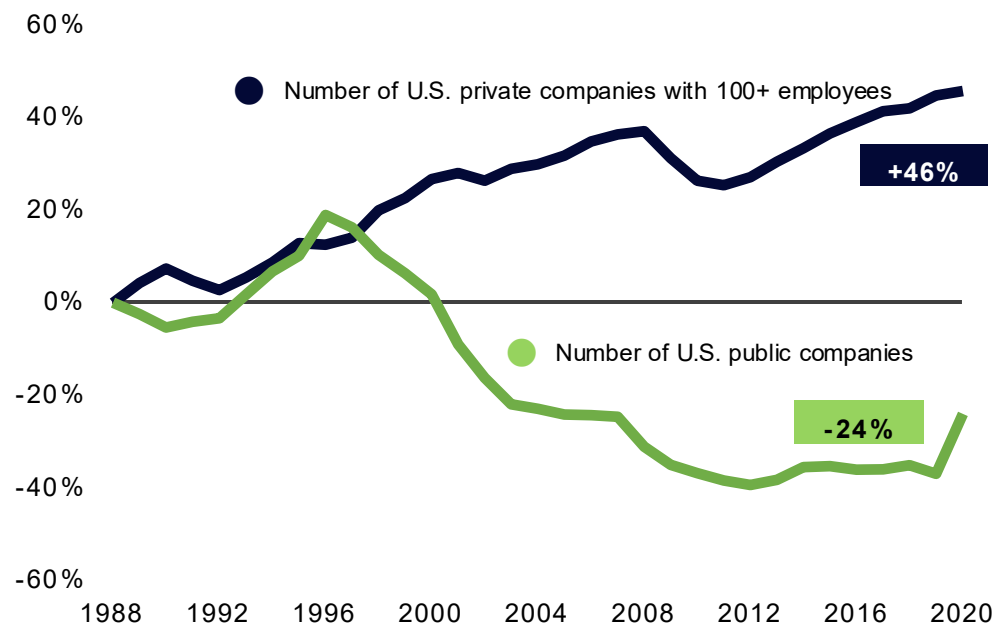
It's More Important than ever to Invest in Private Markets

Public markets are shrinking, while private markets represent a large and growing opportunity set.

A broader opportunity set



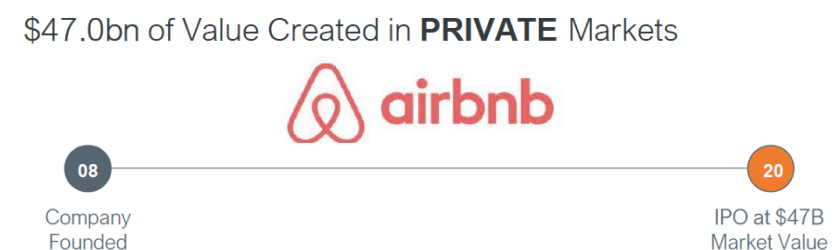
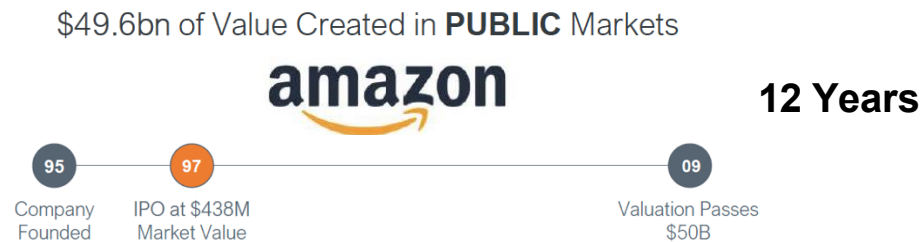
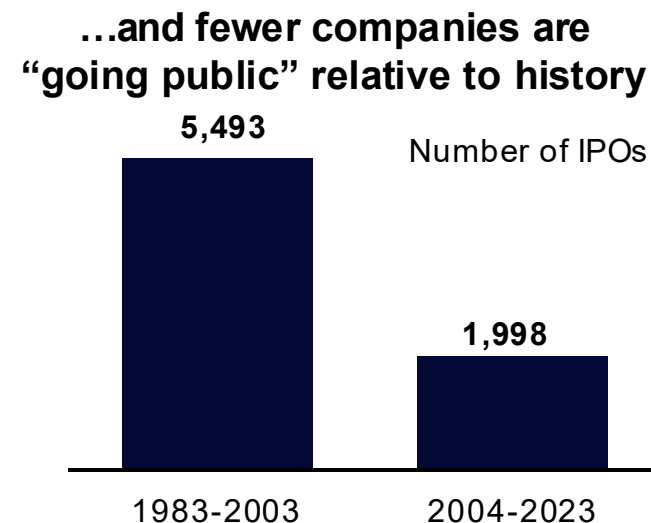
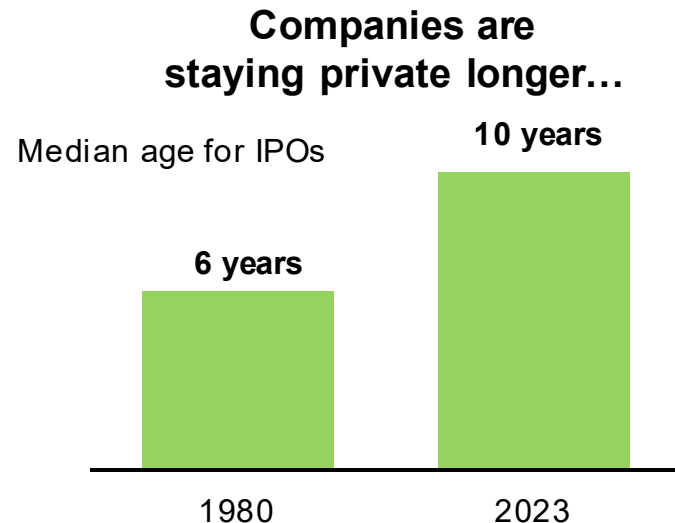
The rise in private markets



1 Source: Capital IQ, BlackRock as of 12/31/23. Represents the number of companies with annual revenues greater than \$100 million. 2 Source: U.S. Census Bureau – Statistics of U.S. Businesses, The World Bank World Federation of Exchanges database as of December 2023. Represents the latest data available through 2020. Past performance is no guarantee of future performance..

A Shift in Value Creation to Private Markets

There's been a shift of wealth creation toward private equity. Companies are staying private longer, and fewer IPOs are coming to market. Companies today can generate billions in private market (Pre-IPO) value.



Source - University of Florida, of 4/26/2024. JR Ritter Initial Public Offerings: Median Age of IPOs Through 2023. Example reflects median age to IPO for IPOs after excluding those with an offer price below \$5.00 per share, unit offers, ADRs, closed-end funds, oil & gas limited partnerships, acquisition companies, REITs, bank and S&L IPOs, and firms not listed on CRSP. Source - University of Florida

Don't Miss the Boat in Private Markets

Private markets grew exponentially over the last twenty years and are expected to grow at more than twice the rate of public assets, reaching up to \$65 trillion by 2032

Private Capital Markets are Transforming

\$1.23 T

Public Markets

\$4.45 T

Private Markets

\$2.3 T

Private Placements



2023

* According to the most recent [SEC data](#), exempt offerings accounted for approx. \$4.45 trillion in capital raising, whereas during that same time period, publicly raised funds accounted for roughly \$1.23 trillion in fundraising.

That's 3.5 times more capital raised in the private markets than in the public markets.

Secondaries Market For Private Capital is Growing

10

Years

6 X

Growth

\$130 B

Secondary Markets



2024

* The secondaries market, where buyers and sellers trade existing interests in private equity funds and their portfolio companies, has grown to \$130 billion, a six-fold increase during the past decade and is anticipated to grow to \$800 billion by 2028.

Given the rapidly expanding need for liquidity solutions in private capital, the potential for continued growth is exponential.

The First Global Marketplace for African Private Shares

Leveraging our technology, track record and market, regulatory know-how, Capital Engine® will provide liquidity programs for companies, a digital marketplace that brings together buyers and sellers of private growth company shares.

Capital Engine® is targeting its launch in South Africa with **Africa Markets**, before expanding to the rest of Africa.

**Launch targeted November 2025,
subject to the requisite regulatory
approvals**

