

US-FLOAT.COM

The 7 steps to listing in the US with USF.

Step 1; Submit Preliminary Materials

Executive Summary, inc:

- the company' s business
- the competitive advantages, USP
- vision
- Management Bios

Financials:

- Past Results
- Balance Sheets
- Pro-forma projections (3 years)

Step 2; Company Visit

USF will always meet the management and visit the company.

At the meeting, we

- Explain the listing process in greater detail
- Validate information submitted in Step 1.
- Discuss past performance and future plans.

Step 3; Investment/Agreement/valuation

Post valuation, USF may offer investment.

Key Features

- Investment amount proposed/discussed
- USF negotiates equity for investment
- Offer is contingent in due diligence
- Cost sharing: clients share some of the
- costs for going public; legal fees, auditors, fees, etc

(Most costs are weighted towards end of process for minimal risk).

Step 4; Due Diligence

If information provided by the company is full and accurate, due diligence is relatively simple.

The company must answer a detailed checklist of due diligence questions.

Auditors and lawyers will follow up The company must deliver a complete Business Plan to USF.

Step 5; Audit

A full US GAAP audit is required, by PCAOB auditor.

USF' s investment commitment is contingent on the audit being completed, successfully.

Once completed, USF will review the audit If the audit uncovers problems, the contingent investment offer could be either renegotiated or withdrawn.

Step 6; US Filing

USF (through its legal counsel) and the company finalise the shell purchase.

We also file the necessary registration documents, as required.

Step 7; Public Listing

Trading as a public company goes live. Once public, USF can advise on

- Executive recruitment
- Business Plan assistance
- Strategic partnerships

Stock support, ie

- Road Shows
- Investor Relations
- Analyst Coverage
- Secondary offerings
- Migration to higher profile exchange.

US-FLOAT makes a great partner. We are

totally committed to the successful

conclusion, our partner success

and a total win-win situation