



S. JORDAN ASSOCIATES

FINTECH ADVISORS & BUSINESS DEVELOPMENT

We leverage the latest FinTECH (Financial Technology) platforms to help you achieve your fundraising and business development goals



WHO WE ARE

S. Jordan Associates (SJA) is an investment bank/management consulting firm with offices in Chicago led by Scott Jordan, an executive with over 25 years of healthcare experience

Add period



Note: this message is backwards. Too much leading/talking about ourselves. Instead make a stronger and immediate emotional connection with the audience by leading with what's in it for them. For example: "We help you raise capital via direct investing (institutional capital) and crowd-finance (retail) by identifying and leveraging the latest FinTech platforms."



HOW WE HELP

Identify and execute strategies leveraging FinTECH (Financial Technology) advancing client development goals including raising capital via "Direct" Investing (institutional capital) and Crowdfinace (retail)



Typo

CORE SERVICES

SJA assists clients with executing corporate finance, business development, and strategic advisory initiatives



CORPORATE FINANCE

Corporate Finance: Raise capital from “alternative” (Accredited/Family Offices) and institutional investors including Limited Partners (LP’s) participating on a “direct” basis



BUSINESS DEVELOPMENT

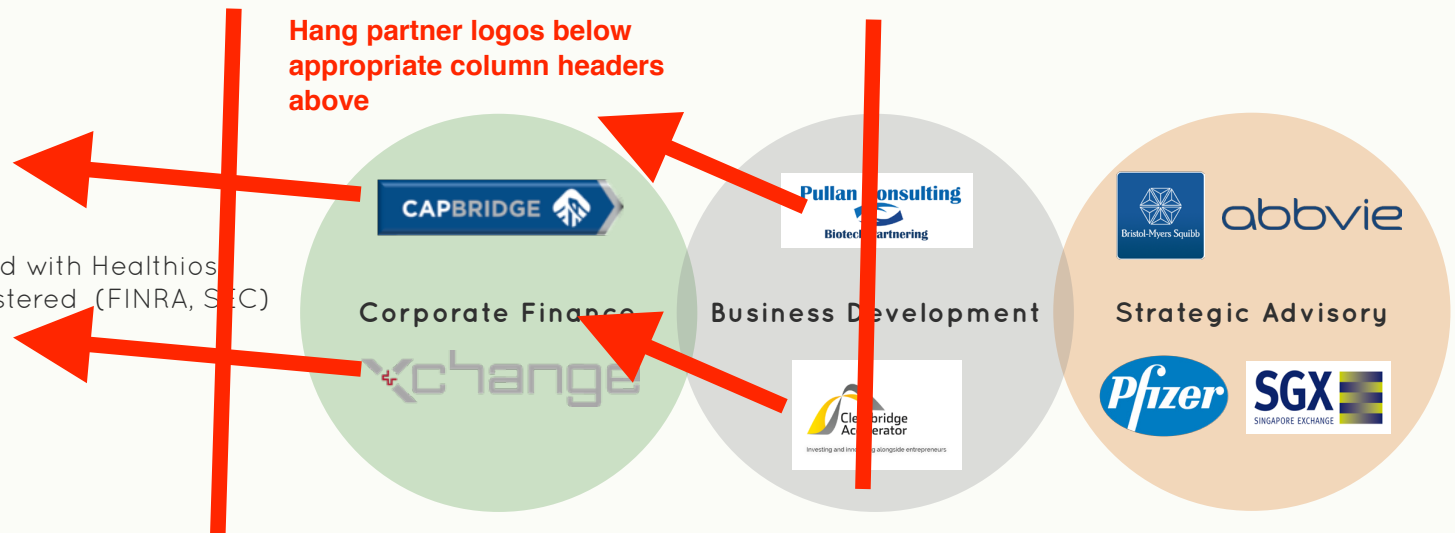
Business Development: Structure creative deals with large biopharma, medical devices, and healthcare services companies seeking to externalize R&D via partnerships



STRATEGIC ADVISORY

Strategic Advisory: SJA works closely with “buy side” (large biopharma, medical devices, healthcare services) and “sell side” (emerging growth companies) facilitating “exits” (M&A, IPO’s)

HealthiosXchange is affiliated with Healthios Capital Markets, LLC, a registered (FINRA, SEC) registered broker dealer





GLOBAL STRATEGIC PARTNERS

S. Jordan Associates is globally positioned to achieve client strategic objectives via partnerships with leading FinTECH platforms (HealthiosXchange, Capbridge) and public stock exchanges, Catalist/Singapore Stock Exchange (SGX).



HEALTHIOSXCHANGE

The HealthiosXchange is the premiere investment marketplace dedicated exclusively to the global healthcare industry

Employing crowdfinance as the cornerstone of a new paradigm in healthcare investing, the HealthiosXchange offers direct access to the broadest investment opportunities on a “Fee Free, Carry Free” basis in the most trusted online environment

- 3,500 members—Accredited Investors, Early-Stage/Growth Company Executives, Investment Professionals, Strategic Buyers
- 1,500 “Active” healthcare companies in 46 market sectors seeking development capital, licensing partners, and “Exits”



CAPBRIDGE

CapBridge is the global private capital platform connecting institutional investors to professionally led transactions in emerging growth companies. LPs receive terms identical to the Lead Investor’s, and the Lead Investor’s economics arise solely out of the purchased security

CapBridge is a venture between SGX, Healthios Capital Markets, and Clearbridge Accelerator

Singapore Stock Exchange (SGX)—the premier access point for managing Asian capital and investment exposure

Healthios—boutique investment bank focused on serving the financing needs of emerging growth companies and institutional investors

Clearbridge Accelerator—leading Singapore venture capital and incubation firm



SINGAPORE STOCK EXCHANGE

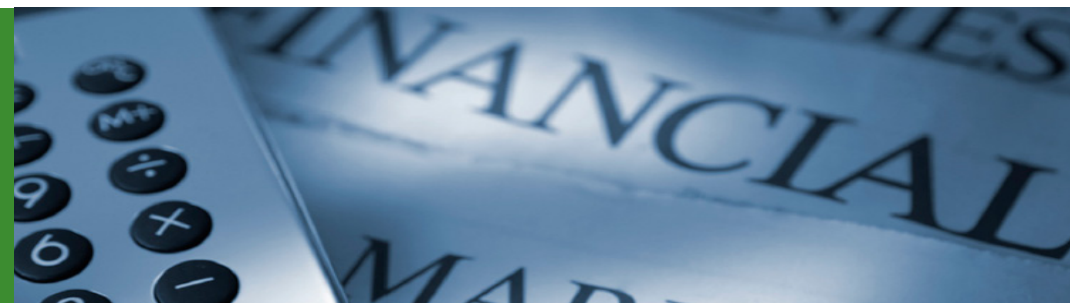
- Worldwide center of institutional and sovereign financing
- 2015: \$2.4 trillion AUM
- 2020: Largest global private banking market
- 72% of SGX listings comprised of foreign companies
- Asia HQ for 42% of Fortune 500
- \$383 billion daily foreign exchange volume (#1 in Asia)
- Source of 62% of foreign private capital flows into China
- Singapore is only foreign investor in China banking system
- Legacy in life sciences: \$1.6 billion invested in 2014

CORPORATE FINANCE



CORPORATE FINANCE

{FINANCING VEHICLES} 1 of 2



	JOBS Act Title I	JOBS Act Title II	JOBS Act Title III
Approval Date	9/2013	9/2013	10/2015
Description	Making IPO's Easier	Reg D 506 (c) - Private Placements	Crowdfunding
Value Propositions	"Testing the Waters" Confidential Registration Statement Only 2 Years Audited Statements	Lifted Ban on General Solicitation Marketing: Leverage Social Media Lower Cost: Legal/Filings	Raise up to \$1MM in 12 Month Period Reviewed Financials: Capital Raise \$100K<-\$500K General Solicitation - w/Limitations
Impact	Doubled Biotech IPOs from 2013-14	>\$1 Billion Raised	TBD
Security	Public Equity	Private Equity	Private Equity
Investor Type	Non/Accredited	Accredited	Non-Accredited
Investor Limits (\$'s)	None	None	<\$100K Annual Income \$2,000 or 5% of Lesser Annual Income, Net Worth >\$100K Annual Income \$100K or 10% of Lesser of Annual Income, Net Worth

CORPORATE FINANCE

{FINANCING VEHICLES} 2 of 2



	JOBS Act Title IV - Tier I	JOBS Act Title IV - Tier 2	Crowdfunding Hybrid: Equity/Reward
Approval Date	3/2015	3/2015	Equity: See Title II - IV
Description	Reg A+	Reg A+	Pre-Sales/Royalties + Equity
Value Propositions	Raise up to \$20M in 12 Months Reviewed Financials General Solicitation	Raise up to \$50M in 12 Months State Pre-Emption General Solicitation	Sell Equity to Customers Investors Incentivized w/ Rewards Strengthen Brand w/Customers and Investors
Impact		34 Companies Publicly Filed 16 Filed Non-Public	Elio Motors Example: \$16M in Equity Commitments
Security	Private Equity	Private Equity	Private Equity
Investor Type	Non-Accredited	Non-Accredited	Non-Accredited
Investor Limits (\$'s)	None	Non-Accredited: Up to 10% of Net Worth	Equity: See Title II - IV

CORPORATE FINANCE

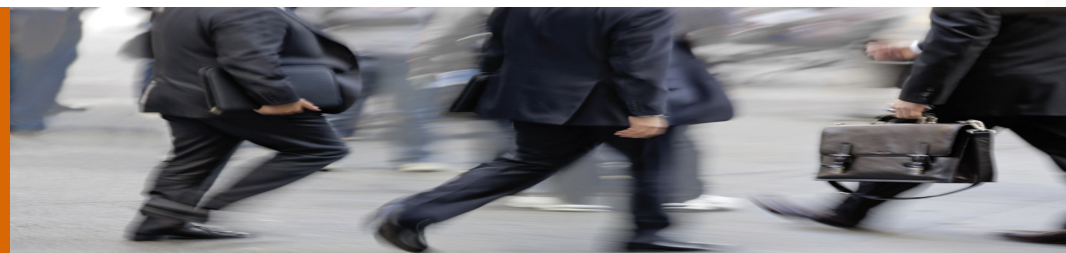
{SJA SERVICE OFFERINGS} 1 of 2



	JOBS Act Title I "Making IPO's Easier"	JOBS Act Title II Reg D 506 © - General Solicitation	JOBS Act Title III Crowdfunding
\$'s Raised	Unlimited	<\$2.0M	\$<1M
Cost	< \$2MM+	Accounting/Legal: \$10,000+	Accounting/Legal: \$10,000+
Company Stage	Late Stage	Early - Late Stage	Early Stage
Existing Customer Lists	~Loyal3—Sell Public Equity to Customers	Biopharma/Medical Devices—N.A.	Biopharma/Medical Devices—N.A.
FinTECH Platform	Catalist/Singapore Stock Exchange (SGX)	Capbridge - Singapore HealthiosXchange - U.S.	TBD
SJA Services	Manage Relationship w/ SGX	Identify Lead Investor XchangeDirect@\$5,000	Pre-Crowdfunding XchangeDirect@\$500

CORPORATE FINANCE

{SJA SERVICE OFFERINGS} 2 of 2



	JOBS Act Title IV - Tier I Reg A+, Mini-IPO	JOBS Act Title IV - Tier 2 Reg A+, Mini-IPO	Hybrid: Equity/Reward Pre-Sales/Royalties + Equity
\$'s Raised	<\$20M	<\$50M	<\$1M
Cost	Filings (1-A): \$25K - \$50K Accounting/Audit: \$12K - \$30K Broker Dealer/Promotion: 5-10%	Filings (1-A): >\$25K - \$50K Accounting/Audit: >\$12K - \$30K Broker Dealer/Promotion: 5-10%	Media Budget: \$50-\$100K Originator Platform: ~5% of Proceeds
Company Stage	Mid - Late Stage	Mid - Late Stage	See Equity: Title II - IV
Existing Customer Lists	Biopharma/Medical Devices—N.A.	Biopharma/Medical Devices—N.A.	Yes, Companies w/o Regulatory Risk
FinTECH Platform	Capbridge - Singapore HealthiosXchange - U.S.	Capbridge - Singapore HealthiosXchange - U.S.	TBD
SJA Services	SJA Reg A+	SJA Reg A+	SJA Hybrid

SGX: THE GLOBAL MARKET FOR GROWTH CAPITAL

SGX intends to be the public market of choice for emerging growth companies seeking a reliable, consistent, effective and efficient IPO alternative to complement their existing pathways



Participation by Institutional Investors (% of IPO Allocation)	82%	59%
Target market capitalization	\$100 to \$300 M	\$350+ M
Time to IPO (from registration statement filing)	(7) to (8) weeks	(16) to (20) weeks
Cost of IPO Transaction (excluding underwriting fees)	\$1.5 million	\$3.5 million
On-Going Public Company Costs	\$0.6 million	\$2.0 million
Historical audited financials	(3) years	(2) years
Cash on hand at time of IPO	(12) months	(12) months
Minimum historical institutional invested capital	\$20 M	\$50+ M
Validated news flows at time of IPO	(12) months	(24) months
Requirements for local Board governance	(1) Director	None
Regulatory Authority	M.A.S.	S.E.C.
Sarbanes Oxley Requirements	No	Yes

ARE YOU LEVERAGING TECHNOLOGY TO CLOSE YOUR NEXT ROUND?

Take the first step by subscribing to XchangeDirect@ \$5,000



Increase exposure to institutional and accredited investors globally via leading online healthcare investment portals, HealthiosXchange - “H/X” (U.S.) and Capbridge (Singapore)

Subscribe to XchangeDirect@ \$5,000 and receive the following services:

Planning the Transaction

- Valuation and Financial models (income statement, balance sheet, cash flows through investment horizon)
- Document development (executive summary, management presentation)
- Investor review including venture capitalists and “alternative” investors (accredited investors, family offices, and Limited Partners investing on a “direct” basis)

Marketing

- Preparation of a HTML with key highlights
- Match offerings to institutional and alternative investors by market stage, stage of development, and financing stage

List on Next-Generation Portal, Capbridge (Singapore)

- Lead investor secured - syndicate capital with venture capital and LP’s on direct basis
- Seeking Lead investor - increase exposure to Asia-Pacific capital sources

ARE YOU LEVERAGING TECHNOLOGY TO CLOSE YOUR NEXT ROUND?

Take the first step by subscribing to XchangeDirect@ \$500



XchangeDirect@ \$500 is a “Pre-Crowdfunding” platform sponsored by S. Jordan Associates, Founder of HealthiosXchange (H/X) and advisor to Capbridge, assisting companies raise capital online including:

Regulatory

- Filing of Reg D 506 (b) or (c) with the SEC
- 506 (c) filing allows “generally solicitation” meaning issuers are not required to have preexisting relationships with investors prior to sending/discussing deal terms

Big Data

- “Capital flows” analysis detailing the “most active” healthcare institutional investors and strategic buyers
- Weekly reporting of H/X company page activity including identity of page visitors

Marketing

- Preparation of HTML - email marketing
- Schedule webinar on issuers’ behalf advancing discussions with “vetted” investors

List on Next Generation Portal — Capbridge (Singapore)

- Leverage Capbridge to identify and close “Lead” investors necessary for syndication (General Partners/Venture Capital) and co-investing (Limited Partners)
- Increase exposure to Asia-Pacific capital sources

ARE YOU SELLING EQUITY TO YOUR MOST VALUED CONNECTIONS?

Take the first step by subscribing to SJA Hybrid (Equity/Reward)



SJA Equity/Reward is a corporate finance vehicle for raising capital from existing customers.



REWARD-BASED CROWDFUNDING

SJA helps clients to effectively architect and execute strategic rewards-based crowdfunding campaigns that build brand and equity and drive growth.

- Branding and Advertising
- Crowdfunding Strategy
- Crowdfunding Design
- Social Media Marketing

- Influencer Marketing
- Public Relations
- Digital Media Buying
- Collateral Design

- Website Design
- Print/Digital Design
- Video Production
- Photography

BUSINESS DEVELOPMENT



BUSINESS DEVELOPMENT

Structure creative deals with large biopharma, and medical devices companies seeking to externalize R&D via partnerships.



1 “Understanding the Process”

“When Should I Partner?”

“Am I Ready to Partner?”

Define Goals Including Timelines

Alternative Corporate Structures (LLC, C-Corp)

Alternative Licensing Structures (Early Pharma Structured Buyouts)

2 Core Document Preparation

Executive Summary

Management Presentation

Financial Valuation/Modeling

3 Identify, Communicate, Manage Licensing Agreements w/Strategics

Identify – SJA “Rolodex” and Data Analytics (HealthiosXchange, Capbridge)

Communicate – Online (inbound marketing, social media), Offline (partnering events, one-on-one’s)

Manage/Due Diligence

4 Negotiation

Term Sheets

Full Agreement

CLOSE - WIN



CREATIVE DEAL STRUCTURING - “External R&D”

Direct External Innovation Models - Partnering Around a Specific Company/Project

- **Venture Co-Creation** — Large Pharma/Medical Device participate with venture capital firms in early moments of launching a company
- **Built-to-Buy-Deals** — Asset-centric drug discovery startups with pre-defined acquisition rights at Development Company nomination
- **Broad Company Accelerating R&D Collaborations** — Upfront capital in exchange for pre-specified product rights (e.g. Agios/Celgene)

Fund Related Portfolio Approaches - Large Pharma/Medical Device Expand Reach and Exposure to Innovation

- **Corporate Venture Capital** — Syndicate partners of choice in the early-stage arena
- **Limited Partnership Commitments** — To established venture funds
- **Option Funds** — Either in-house funds with product rights or LP-relationships where Pharma/Medical Device gains direct rights to option-in or access the underlying investments in the portfolio

STRATEGIC ADVISORY



STRATEGIC ADVISORY

“BUY-SIDE M&A ENGAGEMENTS”

Leverage Technology Platforms (“Big Data”) — SJA has access to over 1,500+ “Active” (seeking to transact) emerging growth companies sourced via online portals, HealthiosXchange (U.S. & Europe) and Capbridge (Asia-Pacific)

Company Breadth — Identify companies by market sector (46), financing stage (seed-to-exit), and stage of development (Pre/Clinical—Marketed)

Notifications (“First Mover Advantage”) — “Follow” companies and receive catalyst updates in real-time meaningful to company evaluation/due diligence





STRATEGIC ADVISORY

“SELL-SIDE M&A ENGAGEMENTS”

“Rolodex” — SJA and investment banking partner, Healthios, have an extensive network of C-level suite executives at leading biopharma, medical device, medtech, and healthcare services companies

Events — SJA connects companies and strategic buyers via online (webinars) and offline events (one-on-one’s, Healthios conferences-JP Morgan)

Online Data Room — SJA provides valued tools for strategic buyers to efficiently conduct due diligence on companies of interest via online data rooms



SCOTT JORDAN
President & CEO

Overview

Scott is an accomplished life sciences executive with over 25+ years of experience negotiating strategic corporate alliances, securing international licensing agreements, building national sales teams, and contributing to successful product development, approval, and launch. Cross functional experience including C-Level roles in sales & marketing, licensing, finance, and business development.

MBA from Kellstadt Graduate School of Management (DePaul) and Level II Candidate in the Chartered Financial Analyst (CFA) Program and holds Series 7, 66, 63 & 31 Certifications.

Career Highlights

Adviser to the global private capital platform connecting institutional investors to professionally led transactions in emerging growth healthcare companies, Capbridge <http://www.capbridge.sg/s/> sponsored by the Singapore Stock Exchange (SGX), and venture capital firm, Clearbridge Accelerator.

Founder of HealthiosXchange, an investment marketplace serving the healthcare industry. Raised over \$150 million for private companies from 2013-2015.

Supervised corporate finance initiatives for IRX Therapeutics leading to collaboration with

a leading pharmaceutical company, and Corium Int. completing an initial public offering.

Signed a licensing agreement with Nippon Kayaku, a leading Japanese pharmaceutical company with over \$1.2 billion in revenues, for the rights to IL13-PE38QQR (fusion protein - glioblastoma multiforme) on December 28, 2004. NeoPharm received a \$3 million upfront payment with potential milestones of \$25 million.

Negotiated a licensing agreement with Wyeth-Ayerst for the rights to NeoPharm's LErafAON (antisense) in 2002.



DAN VERAKIS
Chief Operating Officer

Dan is an accomplished international business consultant, marketing expert and technology entrepreneur with more than 20 years of corporate experience in delivering and supporting strategic business and operations objectives. His expertise includes business strategy development and execution, leadership training, investor relations,

and executing healthcare, scientific, consumer branded, crisis management, change management communications and marketing programs for Fortune 500 companies including Monsanto and Whirlpool.

OUR TEAM



ERIC HOLLOWATY
Chief Financial Officer

Eric brings diverse professional experience that most recently includes over five years as an award-winning sell-side equity research analyst at investment bank Stephens Inc. and over two years as an adviser to Chicago-based internet crowdfunding platform company CrowdFundConnect, Inc. (CFC).

Prior to Stephens and CFC, Mr. Hollowaty held progressively senior strategy and operations positions at global for-profit education company Kaplan Inc., where he helped identify, analyze and implement initiatives to accelerate top and bottom-line growth.

He also previously worked as an IT consultant at Booz Allen & Hamilton. Mr. Hollowaty earned a BA (Political Science) from Yale University and an MBA from Harvard Business School.



COREY MENDOZA
Chief Marketing Officer

Corey is a multiple award-winning Executive Producer, Writer, Director, Editor, Musician, and Marketing Strategist with over 17 years of professional experience in the television, film, production, advertising, live-event, and non-profit industries.

Was Co-Founder and Creative Director of O'Mara Mendoza Advertising Agency servicing tier 3 automotive groups. The company eclipsed 5M in billings within its first year of business.

- (5) Emmy Awards (NATAS/Mid-Atlantic)
- (3) Telly Awards for "Best Production" in TV
- (3) Axiem Awards in Electronic Media
- (2) Silver Mic Awards for ad commercials
- (1) New York Film Festival Award for "Best Documentary" for short film, "Worth It All"
- (1) MarCom Creative Award



MELISSA NEWCOMER
Vice President, Regulatory

Melissa is a clinical trial operations expert with over 16 years of industry experience including managing Phase I-IV studies in both drug and medical device trials.

Melissa has a deep understanding of clinical trials from both a Sponsor and Contract Research Organization (CRO) perspective. Having direct oversight of project progress, including patient recruitment and retention, risk management, audit-readiness, as well as financial and team management, Melissa is experienced in handling standard clinical operations execution.



S. JORDAN ASSOCIATES
FINTECH ADVISORS & BUSINESS DEVELOPMENT

47 West Division Street #442
Chicago, IL 60610
P: (312) 451-6210

scott@sjordanassociates.com
www.sjordanassociates.com
[@sjordanassociat](#)