

Service Proposal

**From Startup Incubation + Startup
Accelerator to Pre-IPO + IPO Consulting**

MBA Capital Market Inc (“MBA”)

As of January 2025

www.mbacapitalmarket.com | 310 800 1747

Service A | VC Incubation

A-1. Entry Package

USD 30,000 One Time Payment.

Test Water Package

Our Test Water Package offers a comprehensive suite of services designed to establish and elevate your presence in the heart of innovation. This package includes:

- **US Office Establishment Through MBA Desk:** Set up your company's local office to strengthen your footprint in US territory through MBA Capital Market Desk.
- **Company Representation:** Act as your own representative, giving you control and authenticity in your interactions

Our Services

We provide extensive support to help you succeed in the US Start-up community ecosystem:

- **Investor Engagement:** We promote your products, technologies, and services to the US investor community, helping you expand your business and attract potential funding.

Networking and Events

Benefit from exclusive opportunities to showcase your company:

- **Global VC Interactions:** Engage with international venture capitalists to expand your network and investment prospects.
- **Corporate Partnerships:** Forge alliances with US corporations to boost your business development.
- **Educational Seminars:** Attend seminars to stay informed about the latest industry trends and insights.
- **Test-the-Waters Events:** Participate in events designed to gauge market interest and gather valuable feedback.
- **Demo Day:** Present your innovations during Demo Day events to attract potential investors and partners.

A-2. US Market Entry Package

USD 70,000 /yr. or Installment (\$22,000+\$4,000/Month)

US Market Entry Package

Our US Market Entry Package offers a comprehensive suite of services designed to establish and elevate your presence in the heart of innovation. This package includes:

- **US Registered Company & Office Establishment:** Set up your company's US registered company & Office to strengthen your footprint in US Market.
- **Company Representation:** Act as your own representative, giving you control and authenticity in your interactions.

Our Services Upon establishing your US office, we provide comprehensive support to help you successfully penetrate the US market.

- **Business Engagement:** Promote your product, technology, and services to the US Market to expand the business.
- **Investors Connection:** We facilitate introductions to US-based investors, enabling you to explore potential funding opportunities for our company.
- **Strategic M&A Execution:** When your company is ready to proceed, we can facilitate mergers and acquisitions to accelerate your growth and strengthen your market position.
- **Exit Strategy Support:** Achieve exit strategies, including initial public offerings (IPO), through collaboration with global venture capitalists (VCs), major corporations, and other key players.

Networking and Events

Benefit from exclusive opportunities to showcase your company:

- **Global VC Interactions:** Engage with international venture capitalists to expand your network and investment prospects.
- **Corporate Partnerships:** Forge alliances with US corporations to boost your business development.
- **Educational Seminars:** Attend seminars to stay informed about the latest industry trends and insights.
- **Test-the-Waters Events:** Participate in events designed to gauge market interest and gather valuable feedback.
- **Demo Day:** Present your innovations during Demo Day events to attract potential investors and partners.

A-3. US GAAP Accounting Standards Conversion Work Included in A-2

It is an essential task for conducting financial activities in the United States. During Pre-IPO or IPO processes, we offer credits toward consulting fees. The cost may vary depending on the complexity of the service.

A-4. Basic Valuation Included in A-2

We calculate equity dilution resulting from equity capital raising through Pre-Money and Post-Money valuations and suggest the most suitable capital raising methods. During Pre-IPO or IPO processes, we offer credits toward consulting fees. The cost may vary depending on the complexity of the service.

A-5. US-FLIP / Applies to foreign Company USD 50,000 +

This is the cost for converting a Korean corporation to a U.S. corporation, including services such as A-1, A-2, and A-3. Costs may vary depending on the complexity of the services required.

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Service B | Pre-IPO Consulting Service

The Pre-IPO program is designed for companies aiming to go public, helping them grow to meet IPO requirements such as financial health and operational readiness, or simply to raise growth capital. By choosing our Pre-IPO consulting services, we review your company's financial statements, future strategies, and capital-raising goals to recommend the most suitable program among Reg D, Reg CF, or Reg A+. Moreover, we minimize upfront consulting fees to expense levels and focus on success-based compensation post-capital raising, thereby reducing initial burdens for startups and venture companies in need of capital.

B-1. Pre-IPO Reg D


Pre-IPO Reg D allows for capital raising from accredited investors without limits on the amount, and there are no restrictions based on the nationality of the company raising capital. MBA provides services including management, financial, and strategic consulting, SEC filing submissions, company website setup, investment portals, and marketing. The detailed breakdown of costs is as follows:

1. Basic consulting fee: USD 60,000, payable to MBA in two installments as per the contract.
2. Marketing expenses: USD 35,000 and up, paid to a marketing firm under contract. Costs may vary depending on the marketing methods, duration, and the amount of capital raised.
3. Management fee: A management fee equal 2% of the total assets under management (AUM)/Total Capital Raised, payable to MBA on quarterly basis.

B-2. Pre-IPO Reg CF

Pre-IPO Reg CF is a program where corporations of U.S. or Canadian nationality can raise capital from the general public, up to a maximum of USD 5,000,000. MBA offers services including management, financial, and strategic consulting, external audit reporting, SEC filing submissions, company website setup, investment portals, Transfer Agent services, marketing, and more. The detailed breakdown of costs is as follows:

1. Basic consulting fee: USD 150,000, payable to MBA in three installments as per the contract.

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2. Marketing expenses: USD 35,000 and up, paid to a marketing firm under contract. Costs may vary depending on the marketing methods, duration, and the amount of capital raised.
 3. Management fee: A management fee equal 2% of the total assets under management (AUM)/Toal Capital Raised), payable to MBA on quarterly basis.

B-3. Pre-IPO Reg A+

Pre-IPO Reg A+ is a program where corporations of U.S. or Canadian nationality can raise capital from the general public, up to a maximum of USD 75,000,000. It offers the possibility of raising capital with less cost and time investment compared to an IPO. Once eligibility criteria are met, companies can potentially list on OTC, NASDAQ, or NYSE after a minimal review process. MBA provides services including management, financial, and strategic consulting, external audit reporting, SEC filing submissions, company website setup, investment portals, Transfer Agent services, marketing, and more. The detailed breakdown of costs is as follows:

1. Basic consulting fee: USD 200,000, payable to MBA in three installments as per the contract.
2. Marketing expenses: USD 35,000 and up, paid to a marketing firm under contract. Costs may vary depending on the marketing methods, duration, and the amount of capital raised.
3. Management fee: A management fee equal 2% of the total assets under management (AUM)/Toal Capital Raised), payable to MBA on quarterly basis.



Service C | IPO Consulting Service

C-1. IPO

IPO consulting involves listing a company on exchanges like OTC, NASDAQ, or NYSE. MBA offers services including management, financial, and strategic consulting, external audit reporting, SEC filing submissions, company website setup, investment portals, Transfer Agent services, IB (Underwriting), marketing, and more. The detailed breakdown of costs is as follows:

1. Basic consulting fee: USD 500,000, payable to MBA in three installments as per the contract.
2. Marketing expenses: USD 35,000 and up, paid to a marketing firm under contract. Costs may vary depending on the marketing methods, duration, and the amount of capital raised.

Service Selection

When selecting services, there are several factors to consider:

1. **Capital raising goals:** It's important to clearly understand the amount of capital the company aims to raise and the purpose behind it. Each program has different limits on capital raising.
2. **Timing:** Consider the time required for listing and the preparation period for each program. Some programs may allow faster capital raising, while others may have longer preparation processes.
3. **Cost structure:** Compare the basic consulting fees and additional costs (e.g., marketing expenses) of each program to effectively manage resources.
4. **Listing potential:** If the company plans to list in the future, evaluate which program offers potential for listing.
5. **Expertise:** Assess the expertise and experience of the consulting firm offering each program.

Considering these factors comprehensively will help in selecting the most suitable program for the company's situation.

Please choose the services you would like to receive. Once selected, I will send you the contract for the chosen services.

	A-1	The US Market Test Water & Entry Package.
		Conversion to US GAAP accounting standards.
		Company Valuation
	A-2	US-FLIP (Foreign Company Only)
	B	Pre-IPO Consulting
	C	IPO Consulting

* Please note that the fees and services mentioned above may vary depending on the types of products and services offered by your company, and can be customized and negotiated to meet your specific needs.

Disclosures:

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