Risk & Return Analysis and Optimization Portfolio Visualization Technology

April 4, 2016

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2 Executive Summary

Quants Corporation (Quants) is a wealth management advisory and investment software company in Los Angeles, California since February 2010 that has developed risk and return analysis and optimization technology and is poised to capture a share of the $75 trillion wealth management market.

Investing more than $6.5 million and 10 years of research on its proprietary software, the Company has extensive experience trading in Quants-driven securities on the Chicago Mercantile Exchange, increasing $5 million assets under management (AUM) to $17 million within 18 months generating up to 74% annual return.

As a leading Registered Investment Advisor (RIA), Commodity Pool Operator (CPO) and member of National Futures Association[1] since May 2010, Quants has been profitable for four consecutive years generating revenues from customer advisory fees, brokerage commissions and royalties on software licensing contracts, with revenues doubling sequentially for three years from 2012 to 2014.

CEO and Chief Investment Officer Gokhan Kisacikoglu, who along with his colleagues at Sony and Dreamworks was awarded six advanced technology software patents, has been developing IP-related quantitative portfolio investment products for active traders, institutional clients, global partners and high-net-worth individuals since 1998.

Problem Definition:

- In investing in publicly traded securities today, there is a tidal shift away from purely human traders and advisors to science-based, model-driven advice to eliminate human error and sub-optimal decisions which tend to cause investment portfolios to underperform the market indices.
- Up until now the majority of investors do not have the tools for proper hedging and risk management beyond diversification.
- While risk tools have only been available to institutional and hedge funds clients primarily because of cost of development and technological expertise, the vast majority of retail clients are bound with limited set of options offered by their financial advisors.
- Investors lack visibility into their risk positions, leading to poor control and sub-optimal decisions.

Affordable Solution

- Quants is making risk management technology accessible by introducing QuantsPlus™,a next generation automated investment platform (Robo-adviser) that will provide access to the Quants proprietary risk management technology solution for retail investors, financial advisors and institutions.
- A Robo-adviser is an online investment platform that provides automated online digitally based investment advice and uses algorithms to determine asset allocations and automated rebalancing for investors. Many Robo-advisers offer access and advice from Financial Advisors.
- The QuantsPlus™, online platform will distribute the proprietary risk management technology with a Software-as-a-Service (SaaS) distribution model, risk indices, ETFs and alternative funds. The indices provide better risk adjusted returns and ETFs are commonly referred to Smart-Beta building blocks.
- The platform will democratize sophisticated risk management for investors from Millennials to Baby Boomers and promote the financial literacy in investing. All investors will have access to advanced risk management and financial decision making without having to worry about the financial engineering.
- The online platform will also qualify and educate investors on risk management, which is a key portion of financial literacy in investing. While Quants aims high returns for all its stakeholders, it is founded on the fundamental principles of social good while investing.

Investment Opportunity

The online digital advice market is expected to grow to $650 billion AUM by 2019 with a estimated vast market opportunity of $30 trillion according to the Ernst & Young, LLP Advisory Firm Wealth & Asset Management Practice..

The company is raising capital in the amount of $5 million to accelerate the development, marketing and launch in Q4'2016 of QuantsPlus™, a patent-pending automated investment platform that will distribute the Quants proprietary risk and return analysis and optimization technology with a Software-as-a-Service (SaaS) model, three multi-themed Exchange-Traded Funds (ETFs), two alternative smart beta index funds targeting a 24% return, a portfolio marketplace exchange, and significantly accelerate its AUM growth within three years, including :

- Increase AUM capacity to $4 billion
- Generate $100 million in revenues by 2020
- Grow $32 million market cap to $1 billion
- Raise $5 per share price to $400 per share
- Return up to 200% in dividends to investors

As of December 2015 Quants shares valuation was increased from $3.50 to $5.00, and the Company executed a 3-to-1 forward split of its stock.

[1] FINRA CRD Id # 153124, NFA Registration Id # 0418577.

Quants corporate structure, proven track record and experienced management team offer a unique and potentially highly-rewarding investment opportunity. Even taking a conservative approach, Quants is projected to generate a guaranteed return of principal to investors and an annualized return well in excess of 20%.

Client Centric Organization

Although there are many ways to structure an organization, Quants decided to develop and maintain a client centric organization. Quants Clients will be segmented under two major client organizations: *wholesale* and *retail segments*.

Quants Value Proposition:

QuantsPlus will provide Visibility, Control and Optimization for Wholesale and Retail Clients through its innovative products.

- The client centric organization will ensure continuous innovation, focus and excellent service. Both Wholesale and Retail clients will have access to unique risk management solutions in a flexible and interactive way. Retail clients for the first time will have access to sophisticated risk management tools.

- Clients will not only benefit from traditional B2C (Business to Consumer) interaction, but also have the opportunity to socialize and share portfolios through a marketplace.

- Client experience is expected to provide greater visibility, control, optimized decisions, and interaction through a simple interface.

Visibility:

Users will be able to have a unique experience with this first-of-its-kind portfolio risk analysis and portfolio building technology that up to now has only been available to institutional and high net worth investors. The visualization process is called QVT™ PQF™ (Quants Visulization Technology) allows the investors and their advisors to experience the risk and return analysis in real-time in an interactive manner. QuantsPlus will aggregate all details of investments from banking to brokerage accounts.

Control:

The technology will provide real-time visibility of portfolio risk and analyze potential return outcomes with the publicly-traded instruments in addition to the asset diversification. This will lead to customized portfolio optimization according to the individual risk appetite. The personalized experience will be the future of online investing addressing the needs and risk appetite of all institutional and retail investors.

Optimization:

Quants is initially building three ETF products with the proprietary quantitative risk and return analysis and optimization technology in US derivatives. Quants is developing the ETFs to simplify risk management for both institutional and retail investors creating building blocks to address volatility in their individual portfolio. The three Quants ETF products are Tail Risk ETF (QTR) which hedges against tail risk such as crashes, Trade off ETF (QTO) that provides trading off of the excess return by selling option premiums, and Cost Optimization ETF (QCO) that optimizes the hedging costs.

Interaction:

QuantsXchange™ is a portfolio marketplace for the financial service providers with the appropriate compliance at site.

The professional subscribers of the platform such as the registered financial advisers and brokers will be able to publish their own investment portfolios with the embeddable risk views and optimizations.

3 Investment Summary

Quants is raising $5 million to rapidly launch in 2016 the patent pending automated investment platform, structure and launch three Exchange Traded Funds ("ETFs"), develop and launch the QuantsXchange™ Marketplace and accelerate growth of assets under management in Quants' alternative smart beta liquid index funds.

Investment Request

- $5 million in Series-A Offering
- 13.27% Equity for the first half of 2016
- $5.00 per Share - $32.5 million Pre-valuation
- Maximum offering - 1,000,000 Shares of Common Stock
- Minimum Investment - $60,000 (12,000 Shares of Common Stock)

Exit Strategies

- Target $24M EBITDA by year 2, cash flow ~$3.2M payout.
- Target $100M EBITDA by year 3, cash flow ~$13.3M payout.
- Potential capital gains through public listing or M&A.

Use of Funds:

Stage-1 in Q1'2016 - Q4'2016

- QuantsPlus
  - Launched the development of QuantsPlus; the online Robo-adviser interface of quantitative proprietary risk and return analysis and optimization technology.
- Quants Funds
  - Fundraising for $100 million in AUM. Each fund is structured to accept one hundred investors and generate $10 million revenues in 2016.
  - The alternative liquid fund strategy will enable development of ETFs in stage-2 and provide sufficient liquidity to the company and pay dividends to the corporate investors.

Stage-2 in Q4'2016 - Q1'2017

- Launch building block indices and ETFs.
- Launch Beta-testing program of QuantsPlus platform, stimulate interest for early adopters, fine-tune operations and technology.

Stage-3 In Q1'2017 - Q4'2017

- Launch of QuantsPlus platform
- Ramp-up marketing for customer acquisition.
- Partnerships for the portfolio marketplace.

3.1 Valuation

Quants is a unique hybrid company operating in both the "Business Software and Services" as well as offering "Asset Management" in what is generally categorized as the "Alternative Liquid Fund" sector.

As of December 2015 valuation of the Quants shares were increased from $3.50 to $5 because of the AUM committed for the Quants Funds onshore and foreign investors offshore Luxembourg. The company executed a 3-for-1 forward split of their stock.

The Quants valuation analysis was a combination of the Business Software & Services Industry (SaaS / Software - Data Management & Analysis) and Asset Management Industry.

Potential valuations according to the projected earnings for 2016-2018 (in thousands);

Tax Year	Share Price	Shareholders' Equity	Market Cap (Company Value)	P/E Ratio	Potential Return	Shareholders Ownership
2016	$ 64.09	$ 64,682,665	$ 184,874,049	10	475%	34.99%
2017	$ 231.24	$ 233,380,321	$ 722,183,350	10	1672%	32.32%
2018	$ 456.03	$ 460,244,037	$ 1,532,947,138	10	2755%	30.02%

(ADVISE PUTTING IN 20X AND 30X TABLES) MUST CREATE A FOOTNOTE TO THE EFFECT THAT PROJECTIONS CANNOT BE RELIED UPON)

4 Key Investment Highlights

- Quants has launched its Quants domestic and offshore Alternative Smart-Beta Liquid Index Fund in Q4'2015. The strategy focuses on the alternative US index investing built with the proprietary quantitative risk and return analysis and optimization technology in.
    - Targeting 24% net return after all fees and expenses
    - Capacity: $2 Billion
- $11M new AUM Q1'2016 so far, on track for $30M new AUM Q2 '2016.
- The company will initially introduce three Exchange Traded Fund products ("ETFs") in 2016 and use them as the building blocks of its diversified index investments with risk management in derivatives.
- Over the next three years, Quants plans to launch 18 additional ETFs to the market.
- Awarded Best Enterprise Solution at Benzinga FinTech Awards
- Hired senior investment banker with experience at JP Morgan, Bank of America and Citibank.
- Closed on $5 million line of credit with TCA Global Master Credit Fund in Q1'16.
- Acquired Quants.com URL
- Designed and launched new Corporate Website
- Portfolio sales in Europe and Middle East. New introductions in US.
- Hired top software development team comprised of senior consultants from Fortune 500 Companies.
- Collaborated with wealth management firms to increase Quants Funds' AUM.
- Raised $1.35 million new debt in 2015, paid back $400k.
- The company targets to grow to about $4 billion in AUM, similar to competitors, and grow over $100 million in revenues from asset management fees, commissions and 100,000 subscribers within three years.
- The firm will introduce new investment models in other world markets and partner with analysts, portfolio managers and developers in the QuantXchange™ portfolio marketplace.
- The company will initially introduce three Exchange Traded Fund products ("ETFs") in 2016 and use them as the building blocks of its diversified index investments with risk management in derivatives. Over the next three years, Quants plans to launch 18 additional ETFs to the market.
- QuantsPlus modules will be embedded to other institutional partners. This market strategy will significantly grow subscribers, revenues and AUM.
- The cloud-based platform will have an open format to enable collaboration with all major broker/dealers. Quants is pursuing a patent application for its online system.
- The company will continue to market directly its alternative investment funds for the portfolios showcased through the online platform to the institutional and accredited investors.
- Attended ALTSLA and Smart Beta Alternative Investment Conferences
- Attended 50 technology and marketing events and conferences developing new business partners and investors.

5 Business Overview

Background and Technology:
Quants develops the financial software generally specialized in analyzing the global markets and risk management. The management team has been collaborating with portfolio managers, developing intellectual properties over a decade. The company has already invested approximately $6.5 million in the technology development.

Revenue Model:
The company has been generating profits from investment advisory fees, brokerage commissions, and royalties of the portfolio solutions for institutions, active traders and investors. The revenues doubled sequentially for three years[2] from 2012 to 2014. Given the vast market opportunity, Quants pivoted to build its fund products and an online platform in 2015. Please see Section 9 for further details.

Market Segmentation:
The investment management and financial technology industries represent over $200 billion dollars in revenues annually in US.

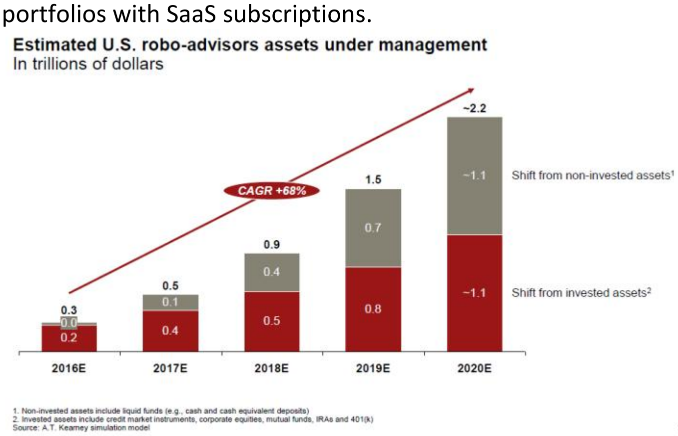
	Alternative Funds	ETFs	Robo-adviser
Target Market	High Net Worth Institutional	High Net Worth Institutional Retail	High Net Worth Institutional Retail
Market Size	$75 trillion	$2 trillion	$50 billion
Addressable Market	$3 trillion	$200 billion	$250 million ?
Target Market Revenues	$2 billion	$300 million	$25 million ?
Quants Expected Annual Revenues	?	?	?

Hedge Funds:
Quants launched two hedge funds in 2015. The hedge funds are only offered to the institutional and accredited investors. Currently, Quants provides advisory services to the hedge fund market that represents 5% of the global AUM approximately $3 trillion in 2015.

ETFs:
Quants will structure its risk indices used in its hedge funds into the building blocks as Exchange Traded Funds ("ETFs") in 2016. The introduction of ETFs as building blocks for better risk management will abstract the complexities of derivatives trading. The indices will be published by the major index publishers such as Bloomberg, CME, and FTSE and Quants will contract to the market makers and plans to list its ETFs on a stock exchange. Quants alternative funds will create the initial liquidity or the creation units of the ETFs and continue to operate as usual.

The ETF instruments are widely used by the investors since their introduction about two decades ago as they enable the efficient diversification or complex trades which would otherwise be impossible to construct for most investors. The ETF market is expected to grow and currently represent about 30% of the daily public trading in the major financial markets of United States. The ETF assets are expected to grow from $2 trillion in 2015 to $15.5 trillion by 2024.

Robo-adviser:
Quants is building the next generation automated investment platform. The Robo-advisers, or automated investment platforms, manage about $50B in assets and project to attract over $2 trillion AUM by 2020 in US. Current Rpbo- advisers are focused on streamlining the diversified index investments with reduced management fees. The QuantsPlus platform's advantage will be providing risk managed investments and allow access to the proprietary quantitative risk and return analysis and optimization technology to analyze and build portfolios with SaaS subscriptions.



The platform will support and meet the needs of a range of financial institutions including small and large broker-dealers, banks, insurers, 401(k) platforms, and other advisory firms looking for a digital wealth management platform to increase customer loyalty and grow advisory assets.

[2] See notes regarding financial and performance data presented in these materials.

6 Market Analysis

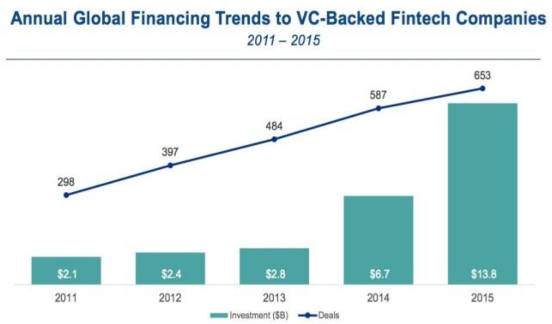
The $75 Trillion Market

Global wealth management represents over $75 trillion assets under management (AUM) and is expected to exceed $100 trillion by 2020 with nearly 50 percent residing in North America. All segments of the wealth management and financial investment industry are poised for continued growth. The past few years have seen unprecedented venture capital and private equity investments, mergers and acquisitions, investment portfolio platform start-ups, and growth in ETFs, hedge funds, financial technology, quantitative investment software, and assets under management (AUM). Here are some market highlights:

- According to *CNBC*, exchange-traded funds (ETFs) have evolved into a $2 trillion industry segment that everyone is talking about
- "Robo-advisor" automated investment platforms managing $50 billion in assets will grow 68% annually and attract $2.2 trillion AUM by 2020, reports *A.T. Kearney*
- *Citibank* reports total hedge fund industry AUM now stands at $3.08 trillion, and *PWC* projects total global AUM will reach $100 trillion by 2020
- *Statista.com* reports U.S. financial technology investments were $3.97 billion in 2014 and are projected to reach $8 billion by 2018
- Global SaaS software revenues are forecasted to reach $106B in 2016, according to *Forbes*
- *Morningstar* reports "smart beta products" represented $510 billion in assets in 2015
- *Goldman Sachs* estimates financial technology upstarts could steal up to $4.7 trillion from established financial services companies, or about $470 billion in profits
- *Blackrock* (NYSE: BLK) acquired *Future Advisor*, a digital advice wealth management advisory firm for $150 million in August, 2015
- *LearnVest* financial advisory firm was acquired by *Northwestern Mutual* (NYSE: NEW) for $250 million in 2015
- *Betterment* online financial advisory raised $105 million in equity, has 65,000 customers, manages $1.4 billion in assets and is valued at $500 million
- *Vanguard's* (NYSE: AVD) *Personal Advisor Services* "hybrid robo" advisory added $4 billion in a recent three-month period, totaling $31 billion AUM
- *Charles Schwab Corp's* (NYSE: SCHW) *Schwab Intelligent Portfolios* automated investment service grew some 29% percent to $5.3 billion by the end of 2015
- *Personal Capital* reports some 900,000 customers now use its hybrid robo-advisory platform to track some $200 billion in personal finance investment portfolios

Quants Corporation is a Wealth Management firm that operates in the business software and services and asset management industries. Quants can provide investment product offerings for the pension funds, mutual funds, alternative funds, and private equity funds. Quants is currently offering investment products and services to the following markets;

- Fintech
- Automated Investment Platform
- Alternative Funds
- Exchange Traded Products
- Indices
- SaaS
- Wealth Management



Source: The Pulse of Fintech, 2015 in Review, Global Analysis of Fintech Venture Funding, KPMG International and CB Insights (data provided by CB Insights) March 9th, 2016.

FinTech

Investment in financial technology companies around the world rocketed by 106% last year to $13.8 billion according to a new report from KPMG and CB Insights. The global FinTech investment market is forecast to grow at a CAGR of 54.83% during the period 2016-2020. Based on its sustained growth over the past year, the Fintech industry could experience even greater growth moving into the coming year. Financial technology targets a number of areas within the financial industry, including payments and wealth management.

Automated Investment Platform (Robo-Advisers)

The rise of robo-advice is shaking up the global wealth management sector with AUM (Assets Under Management) of $75 trillion. The prospect of low-cost, automated, on-demand capabilities are transforming service models and client expectations. As robo-advisors gain a greater industry foothold, their low cost, technology-rich offering is expected to put increasing pressure on conventional wealth managers' fees and service capabilities.

A Robo-adviser is an online investment platform that provides automated online digitally based investment advice and uses algorithms to determine asset allocations and automated rebalancing for investors. Robo-advisers offer Financial Advisors an opportunity to connect with millennial investors for customer acquisition and retention of current clients. The market currently represents about $50 billion AUM and is expected to grow to $285 billion by 2017, according to research firm **Tiburon** Strategic Advisors. It is projected to surge to over $2.2 trillion in assets by 2024, according to a recent research report from A.T. Kearney.

- Independent automated investment services are Betterment and Wealthfront which launched in 2008. Betterment recently raised a Series E funding ~~round~~ of $100M based on a new $700 million valuation. The company counts $3.9 billion in AUM and 150,000 retail clients, and operates three business lines: retail, Betterment for Business for 401(k) plans and Betterment Institutional.
- Vanguard, the biggest U.S. mutual fund company, and brokerage Charles Schwab started automated investment platforms in 2015.
- Fidelity Investments announced in November 2015 that they are building an automated portfolio management service for individual investors, joining a growing group of money and brokers that have bought or designed such Robo-advisors. Fidelity will soon begin testing its automated-investment service on a small group of existing

customers. The offering, called Fidelity Go, will move the Boston-based company into the increasingly competitive industry of low-cost financial advice driven by computers.

- Capital One joining the growing legions of both Fintech startups and traditional financial firms that see the value in providing automated services as a feature for consumers.
- There is already M&A activity happening in the Robo-adviser space.
    - BlackRock, Inc. (NYSE: BLK) acquired FutureAdvisor, a leader in digital wealth management for $152 million in 2015 . FutureAdvisor will operate as a business within BlackRock Solutions (BRS), the firm's world-class investment and risk management platform.
    - LearnVest a six-year-old company was acquired by Northwestern Mutual for $250 million. LearnVest is an online advice platform that also provides one-on-one financial counseling through financial advisers. As part of the deal, Northwestern Mutual will be bringing on 1.5 million LearnVest users, plus 25,000 clients through **LearnVest at Work**, a year-old program where the company works directly with employers to provide financial planning services to employees. LearnVest also has 10,000 premium clients, and a total of 150 employees working out of New York and Arizona. The client base at Northwestern Mutual dwarfs those numbers: there are about 4.2 million clients at the insurer, plus a field force of 16,000 reps.

Currently, the top Robo-adviser platforms by AUM are shown in the following table;

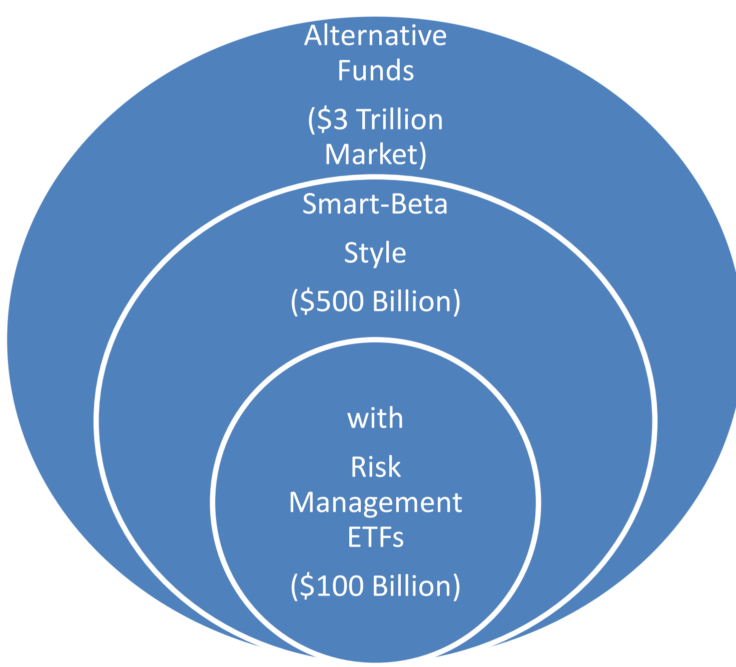
Advisor	2016 YTD	2015 Q1	2015 Q3	2015 Q2	2015 Q1	2014 Q4	Accounts	Min. to Open	Valuation
Vanguard Personal Advisor	NA	$31B	$26B	21B	$17B	N/A	NA		NA
Schwab Intelligent	NA	5.3B	4.1B	3B	.8B	N/A	N/A	$5,000	N/A
Betterment (robo)	3.5 B	3.3B	2.6B	2.3B	1.7B	1.1B	115,000	$0	$700M
Wealthfront (robo)	3B	2.8B	2.8B	2.4B	2.1B	1.7B	43,000	$500	$500M
Personal Capital (hybrid)	2B	1.8B	1.5	1.4	1.2B	.98B	850,000	$0	N/A
FutureAdvisor (hybrid)	NA	$600M	NA	NA	NA	NA	320,000	$10,000	N/A

Alternative Fund Market

Quants generates revenues from the AUM based management and performance fees.

Quants Fund has the characteristics of an alternative liquid fund because it uses risk mitigation techniques through the use of derivatives instruments with its equity portfolios.

Alternative fund capital rose to $2.90 trillion in Q4'15, an increase of $22.8 billion over the prior quarter. The performance asset gain offset a small investor net capital outflow of $1.52 billion in Q4'15, the first quarterly net outflow since Q4'11. The assets are expected grow by quarter of a trillion by summer of 2016.



Smart-Beta Funds

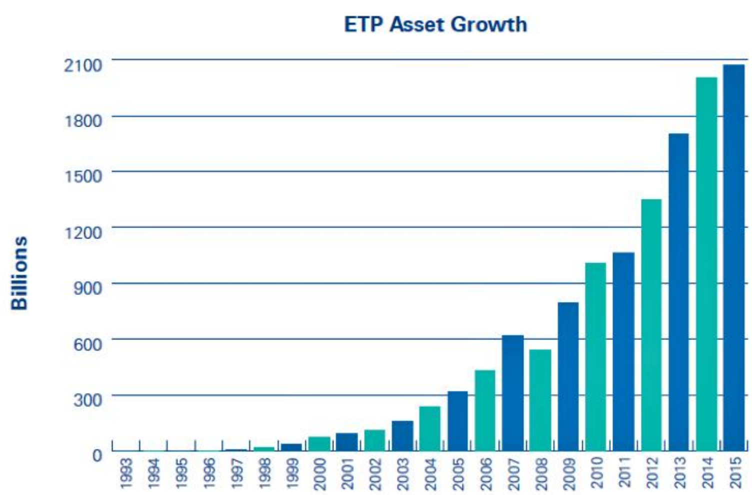
Smart beta strategies have garnered a lot of attention both in the media and with investors. Approximately $1 in every $5 moving into ETFs is earmarked for smart beta funds. Designed to provide market exposure based on non-price-weighted factors these strategies have been touted to provide risk-adjusted returns in excess of traditional market-cap weighted indexes.

According to Morningstar data, as of September 30, 2015, there were more than 450 U.S.-listed smart beta products representing approximately $510 billion in assets. With the proliferation of these products, the strategies and benchmarks underlying these funds are becoming more and more complex. It's critical for investment professionals to understand the various weighting methodologies as well as biases or tilts that are incorporated into the underlying indexes.

Exchange Traded Funds ("ETFs"):

Quants analyzed the effectiveness of developing its own ETF products and how these can be an essential in order to distribute the portfolio solutions efficiently on its online platform.

An ETF is an investment fund traded on stock exchanges, much like stocks. An ETF holds assets such as stocks, commodities, or bonds, and trades close to its net asset value over the course of the trading day. Most ETFs track an index, such as a stock index or bond index. ETFs may be attractive as investments because of their low costs, tax efficiency~~,~~ and stock-like features. By 2013, ETFs were the most popular type of exchange-traded product.



The ETF market started in the late 1990s. Assets Under Management (AUM) in ETFs and other exchange traded products (ETPs) grew to more than $1 trillion in 2011 and jumped to more than $2 trillion in 2015. Global ETF/ETP AUM is projected to reach $15.5 trillion by 2024 and will likely be a key contender for marketplace supremacy alongside the reigning champ, mutual funds.

"ETFs are creating dynamic and innovative investment strategies," noted Sean McKee, KPMG's National Practice Leader for Public Investment Management. "And 'actively managed' ETFs represent the next generation of innovation."

With actively managed ETFs, rather than simply assembling a portfolio of indexes on which to base an ETF, managers of these types of ETFs may continually change the underlying index or portfolio allocations, like managers of mutual funds. What's more, investors have a wide variety of choices; they can purchase ETFs holding currencies, commodities, frontier markets, sectors, countries, leveraged vehicles, bank notes, and more.

7 Team

Quants has been steadily collaborating with the portfolio managers and advisors. The firm has been outsourcing its marketing, legal & compliance, and office services and kept the overhead low during the initial startup. The company plans to increase its staffing up to 25 full time employees for the software development and SG&A needs in 2016 and up to 100 full-time employees in 2016 for the customer service needs.

Gokhan Kisacikoglu, Founder & CEO, Quant

Gokhan Kisacikoglu is the founder and the chief developer of Quants since March 2010. He managed the company's alternative fund in 2011 and developed the asset allocation and risk management strategies since December 2011. He was the founder and quantitative developer at Quantum Growth Partners from August 2006 until October 2012. Before launching his own startups, Gokhan Kisacikoglu developed trading algorithms for his family and friends funds since 1998.

He worked as a software developer for the computational simulations at DreamWorks Pictures, Sony Pictures Imageworks, Kodak Cinesite, and Scientific and Technical Research Council of Turkey from 1993 until 2008. He patented many of his inventions with his colleagues and presented them at the prestigious institutions and conferences.

Mr. Kisacikoglu graduated from Middle East Technical University in 1996 with a Bachelor of Science in Civil Engineering.

Brad Turner, Director of Marketing, President, QuantsPlus

Brad Turner is a member of board of advisors and provides operational, sales and marketing advisory. He has over 30 years of corporate finance, management consulting, operations and marketing experience in Fortune 1000 and startup companies providing services that have included business development, capital raising, customer acquisition and event strategies, management consulting, marketing, product development, sales and technology integration. He is the founder and publisher of Cleantech Press and Completion Fund focused on cleantech, capital raising, economic development, sustainability, and technology innovation.

Mr. Turner graduated and received a Bachelor of Science Degree in Business Administration and Marketing from San Diego State University in 1977.

Cenk Aydin, Institutional Partner, Director

Cenk Aydin, a Turkish-British International Banker, is the Principle Owner and Chairman of Lara Holdings and Investments BV. Mr. Aydin is an institutional partner and Board Director of Quants Corporation.

Mr. Aydın started his career at Citigroup as a Global Management Associate in Wall Street. He took on several Global Strategy responsibilities until he became Head of Power, Energy, Chemicals and Mining Industries across EMEA region. Later in 2007 Mr. Aydin joined Bank of America as their Chief Operating Officer within the Corporate and Investment Bank for Europe, Middle East and Africa (EMEA). He then served as Head of Corporate Segment, Sales and Strategy at JPMorgan for EMEA.

Throughout his banking career Mr. Aydin advised the world's largest multinational corporations such as ArcelorMittal, Exxon, Halliburton, Royal Dutch Shell and many others across the world, while formulating global expansion strategies of the world's largest three banks, Citigroup, Bank of America and JPMorgan. He is an expert in Corporate Finance, M&A, Energy, Global Strategy Formulation/Execution, Liquidity and Investment Management, Treasury Management, Operational Excellence and Risk Management, Illiquid and Distressed Assets.

Mr. Aydin was named a Young Global Leader, one of the top 100 Global Leaders in the world, by the World Economic Forum in 2010. He currently serves on the President's Advisory Group of the EastWest Institute in New York. He is currently a Board Member of Relief International and trustee of Teach-A-Man-To-Fish.

Mr. Aydin studied Public Policy and Leadership at Harvard Kennedy School of Government and holds an MBA from University of Miami and a BA in Economics at Koc University. His personal interests include cross-border business expansion strategies for Financial Institutions, Energy Project, International Relations and Not-for-Profit engagements

Khris Thetsy, Interim CFO

Khris Thetsy is a member of board of advisors and provides CFO services. He is the founder of iCFO Capital and brings more than a decade of experience as a Chief Financial Officer to the company. His senior financial management experience has led to planning and implementation of financial operations including raising capital for small entrepreneurial companies, start-up firms, and expanding growth companies. His efforts consistently improve the bottom line through careful analysis, identification, adjustment, and implementation of efficient business practices.

David L. Mau, Adviser Investment Banking

David L. Mau is a Director at Belmont Acquisitions and manages Belmont Global Research, which publishes equities research on publicly traded companies in the domestic US equities markets. David has over 9 years in the equities research business and draws upon his extensive work experience in the technology, software, consumer products, and other industries. His background includes finance, business development, product marketing and sales positions in various industries for over 30 years. With this diverse background in hand, David is well equipped to understand how public companies can grow their businesses and avoid the obstacles that might impede their progress. Finding workable investment ideas is a passion for David as he strives to bring value to his client audience.

David began his career with a BS in Electrical Engineering from University of California, Davis.

Murat Buyuran, Online Operations

Murat Buyuran is the director of online operations. Mr. Buyuran has extensive experience in design and operation of online trading platforms. He is also the founder and creative director of Meltem Technology in Los Angeles since January 2010, which builds online applications.

He has been holding the IT manager position at Pacific Trading Academy for over 10 years. Previously, he was the IT director of National Trading Institute and Profit Partners from May 2000 to September 2004. When National Trading Institute and Profit Partners merged in 2002, Mr. Buyuran designed and managed the call centers, developed the website and business software for internal use. Mr. Buyuran completed several online projects such as Alpha Wave Trader, US FDA consulting and training for a Turkish education institute and Carrier Consulting.

Mr. Buyuran graduated and received an M.B.A. from Dumlupinar University in Turkey in 1999.

Jack G. Martel, Corporate Attorney

Jack Martel has over fifteen years experience in general business and securities transactions while specializing in representing investment advisers, fund managers and others in the investment management industry.

He acts as outside general counsel providing corporate and business advice on a broad spectrum of business, operational, mergers and acquisitions, and other matters. Jack counsels investment advisers, wealth managers, and fund managers ranging from start-ups to those with billions in assets under management on all manner of advisory operations, federal and state regulatory compliance, registration and exemptions from registration under federal and state securities and investment adviser laws.

Jack is the author of the Investment Adviser Law Blog, providing information and discussion of interest to investment advisers, private fund managers and others in the investment management industry.

Greg McAndrews, Financial Public Relations

Greg McAndrews has served as financial public relations counselor to more than 250 public and private companies. He has personally created more than 300 annual reports; established dozens of investor relations programs and successfully set up strategic plans for raising $2.17 billion in 234 securities engagements.

He has represented John De Nigris Associates, Inc. of New York (the first financial public relations firm to be publicly-traded) as an employee and then a partner during this time. Mr. De Nigris retired in March 2000.

Mr. McAndrews is the author of papers on "A 10-Point Public Relations Program for Financial Planners", "Marketing of Sec. 8 Housing Tax Credits" and "An Introduction to Sec. 29 Oil and Gas Tax Credits." He has been appointed an expert witness regarding mass solicitation, advertising, and promotion issues in securities sales.

David Kuff, Corporate Communications

David Kuff is a senior-level marketing expert who has developed campaigns and product launches for All Nippon Airways, Marriott, Shell, Cool California, Diamond Council, Walgreens, WallyPark, Guthy-Renker, Kenwood and other global brands. He directed Texaco's Minority Franchise Program, helped increase wholesale Dutch flower sales to $49 million in two years and directed the International Rescue Committee's 9/11 response campaign. His compelling lifestyle campaigns have driven growth for Red Bull, Jurlique, Kenwood, NEC, Dept of Housing and U.S. Navy Energy Efficiency Program. He was a J. Walter Thompson copywriter, Public Relations Director at Hakuhodo and earned his B.A. degree in English/Communications from the University of Maryland.

Sammer Fam, Software Development

Sammer Fam is a serial entrepreneur and an accredited investor, who is terribly in love with the outsourcing industry and what it can bring for lean businesses and startups.

Sammer started in the Fortune 500 (Nestle) in marketing and strategic planning then moved to start up various companies in the Middle East. He sold two of these companies and learned the models to create lean businesses that succeed.

He connects U.S. Based entities with offshore-preferred vendors according to the companies real outsourcing needs, specifically in software-web Development, B.P.O., VRM (vendor relationship management) to guarantee success.

Beau Buck, Adviser Investment Banking

Beau Buck is a Serial entrepreneur and active entrepreneur (helping institutions innovate, from outside). He provides strategic marketing and business advisory to company CEO and Founders in addition to mentoring the team. He has experience with rapid concept prototyping and arrange software development resources. Help clients raise visibility through targeted, discrete outreach campaigns.

Ron Komen P.E, Director, Investor

Ron Komen is the President and CEO of Komen & Hughes Consulting, an engineering consulting firm. He has managed multi-million dollars projects at Sempra Energy, Thermal Electrons, Union Electric, Kellwood Corp. He is an advocate of promoting energy conservation, renewable energy, and clean environment.

He has over 30 years of extensive experience managing stock portfolios. He passed his Series 7 exam and was a broker with Wedbush Securities in Los Angeles, California. He has also successfully been managing and owning real estate investments.

Ron is active in helping the Thai Community and is the Vice President of the Thai American and Asian Alliance of San Diego Association.

He received his MBA, Master of Business Administration from National University, San Diego, California and his M.S. & B.S. Degrees in Electrical Engineering from University of Missouri, Columbia with a Curator's scholarship recipient for both Bachelor and Masters Degrees programs. He is a Licensed Professional Engineer (P.E.) in the state of California.

8 Intellectual Properties

8.1 Asset Allocation and Risk Management Technologies

Visibility:
The proprietary Quants Visualization Technology (QVT) builds investment indices from the current and potential portfolio holdings such as bonds and stocks traded in the public markets.

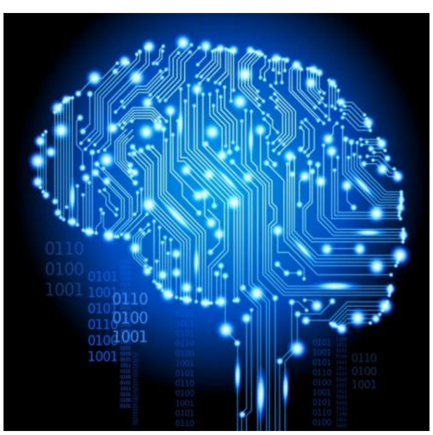
QVT™ will allow the investors to visualize the historical data and the assessment of the portfolio performance and volatility. This method is called the portfolio indexing and I it is customizable according to the investors' own rebalancing preferences. Rebalancing is the maintaining of the portfolios at the initially intended weighting of the securities.

Thus, Quants helps the investors gain an analytical understanding visually about their investment ideas. Quants also built unique indices for its risk optimization products (ETFs) to simplify the complexities related to the trading in the derivatives. Hence, it is possible to incorporate easily the derivatives strategies into the overall portfolios.

The risk scenarios are generated with a set of algorithms and were developed and tested over a decade and continue to be one of the highest strengths of Quants in the portfolio allocation, asset rotation and volatility mitigation.

Control:
Quants analyzes the risk scenarios for the seasonality and liquidity conditions or events. The historical volatility and correlation analysis of the portfolio assets under these conditions with the appropriate confidence levels allow building portfolios that perform better. Hence, it is possible to examine potential profit and loss outcomes before the portfolio trades are executed.

Current robo-advisers cannot evaluate and mitigate the real life risk scenarios because of the lack of risk assessment with derivatives. Quants then developed the investment portfolios with risk management in the financial derivatives products and successfully applied them in the managed accounts.



Quants has the extensive trading expertise to efficiently deploy the derivative portfolios generated according to the trend and volatility characteristics. The risk management and execution tools developed by Quants allow strengthening of existing portfolios by either rotating the asset allocations, hedging in derivatives, or selling option premiums according to the changing volatility conditions. The investors have full control over their risk management.

Optimization:
Quants has developed three derivative indices and ETF products that address a wide variety of market scenarios for optimal asset allocation and risk management. The ETFs simplify the complexities of derivative trading.

The three Quants ETF products are;
(1) Tail Risk ETF (QTR): Hedges against tail risk such as crashes,
(2) Trade off ETF (QTO): Trades off the excess return by selling option premiums,
(3) Cost Optimization ETF (QCO): Optimizes hedging costs.

All investors will have access to advanced risk management and financial decision making without having to worry about the financial engineering that goes beyond the Visibility Analysis. The construction of ETFs and indices provide the ease of access, flexibility and simple execution for investors of any size.

8.2 Distribution of Products

- Quants is building a new investment platform to efficiently distribute its automated investment portfolios with its proprietary risk technology.

- The online platform ("QuantsPlus") will be the gateway to multiple products such as Hedge Funds, Exchange Traded Fund ("ETF") products, and other asset classes along with the Portfolio Optimization Software.

- QuantsPlus will allow the institutional and retail clients to apply the Quants portfolio optimization tools directly in their own brokerage accounts and achieve superior investment results.

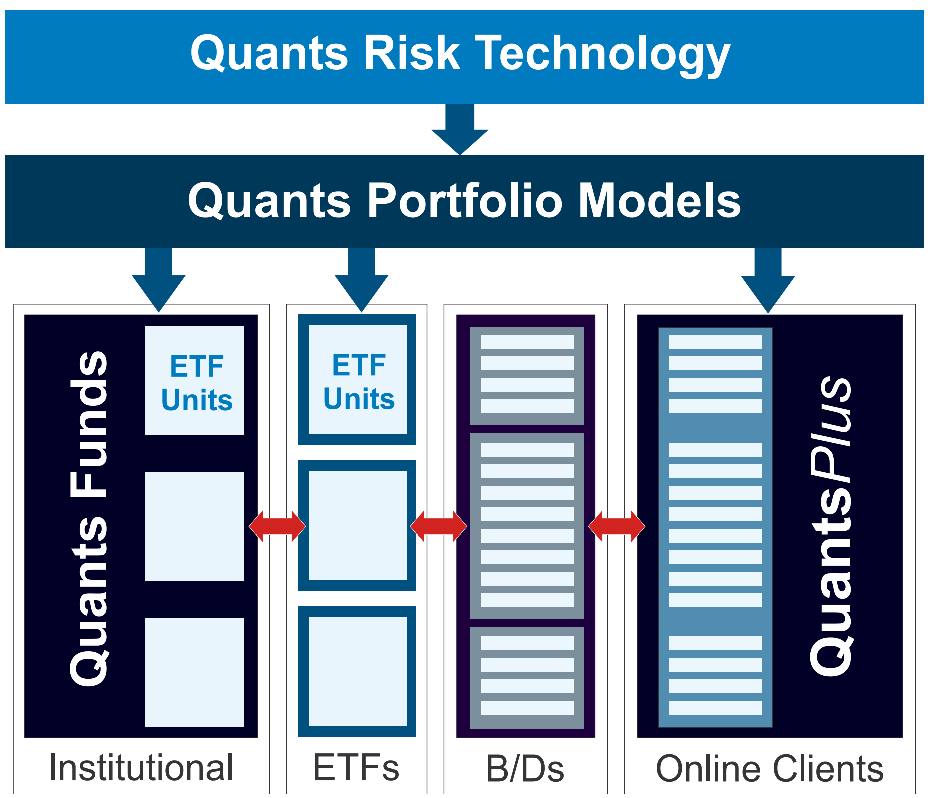
- QuantsPlus will support all major online brokers, and streamlining the investment process for investors and financial advisers.

- QuantsPlus provides optimization tools and automated rebalancing for tailor-made portfolios with a simple subscription program. Hence, the online platform will also be a hub for the financial advisers, brokers and investors because it will serve as a service enabler for the financial sector rather than a competitor.

- Major financial publishers such as Bloomberg and CME, besides the online platform, will track the Quants Risk Indices independently. Quants will introduce three ETF products for these indices.

- These ETFs will be a part of the investment portfolios eliminating the complexities of the financial derivatives trading. Quants will make the market, along with other market makers, for the Quants' ETFs through its own hedge funds.

- QuantsPlus will be the main marketing and distribution channel for Quants' ETF products as part of the automated investment portfolios. These ETFs will also be available in the market.



Disruptive Risk Technology for Superior Automated Investments

9 Summary of Current Operations

9.1 Overview

Quants is a wealth management firm that develops proprietary investment index, portfolio and fund products, and provides services and the financial platform customizations to deploy these products. Quants identified client satisfaction is core to the success of the firm. All divisions will work around client needs and according to operational excellence rules.

- Wholesale clients are High Net Worth Individuals, Family Offices, Brokers, Financial Advisory Firms, Banks who will be served through the Hedge Fund initially.
- Retail Clients are mainly consumers who will be served through the QuantsPlus Platform and ETFs.

Office	Discipline	Phase I	Phase II	Phase III
Front Office	Client Relationship Management	In-house	In-house	In-house
	Account Management	In-house	In-house	In-house
	Marketing/PR	In-house	In-house	In-house
	Customer Service	Outsourced	Outsourced	In-house
Middle Office	Product Management	In-house	In-house	In-house
	Product Development	In-house	In-house	In-house
	Executive Management	In-house	In-house	In-house
Back Office	Accounting	Outsourced	In-house	In-house
	Legal	Oursourced	Outsourced	In-house
	Compliance	Oursourced	In-house	In-house
	HR	Outsourced	In-house	In-house
	Operations & Technology			

Front-Office:
Client Relationship Management: The team will be responsible to originate and maintain Clients for the Wholesale Clients. The team will consist of senior client executives who have extensive experience in Wealth Management and Client Origination.

Account Management: Account Management is going to address the needs of existing Wholesale Clients. The client feedback, high level needs will be addressed by the fairly senior people. Quants will task the Client Relationship Management Team with Account Management role as well at the beginning to ensure a lean team, single client touch and cost optimization.

Customer Service: One of the key differentiators with current competition is that Quants does not consider customer service a back office function. unlike traditional financial services organizations. Customer service is the core of client satisfaction and interaction. While Quants envisions a straight-through-processing for all retail clients, Quants the Company will construct all online, mobile and telephone channels to welcome client inquiries and investigation requests.

Middle Office:
Product Management: Product Management will be responsible of designing, developing and managing all products. Hedge Fund Strategies ETFs and other QuantsPlus Products. Product Management will play a pivotal role in managing the profitability of each product, ensuring market and client needs identified and extracted from the Front Office and used to improve existing products and design and launch of new products. Product Management is the connection point between the Front Office and the Back Office.

- Product Design: Coming with ideas based on market research and existing client feedback/needs.
- Product Development: Executing the plan and overseeing the creation of new products.
- Product Enhancement: Improving the performance of Hedge Fund Products, Customer Satisfaction and Experience.
- Structured Products: Developing and selling over the counter solutions for Hedge Fund Clients and Structuring ETFs.
- P&L Management: Monitoring and Management Enterprise wide operating leverage and profitability model for sustainability.

- Content for Marketing: Developing materials for marketing team.
- Content for PR: Developing strategies with marketing to engage with the public for greater awareness.

Initially the Middle Office will consist of a very lean team. As the organization grows Product Management organization will grow also in a segment centric way to provide solutions to Quants Client Segments. Currently Product Management function is delivered by Gokhan Kisacikoglu and team under his supervision.

Back Office:
Accounting and Administrative, Human Resources, Legal and Compliance, Operations ~~&~~ and Technology functions are currently outsourced. Quants has a plan in place and is looking forward to working closely with its board, partners and advisors to timely insource necessary resources to address all back office needs. In the interim, Quants Product Management will hire ~~2~~ two full-time employees for each client segment to coordinate the back-office needs with external service providers.

Fund operations and technology components are provided primarily by the fund administrators and custodian banks. However, the coordination with these counterparts is performed by Quants.

10 Growth Strategy for 2016-2020

10.1 Overview

Quants generates revenues by offering asset management and clearing services. The company has launched the Quants funds, will introduce new indices and exchange traded products, and build the QuantsPlus SaaS platform in 2016. This will allow for the streamlining of the cash flow from various technologies developed over the last decade and to reach as many institutional fund managers, active traders and investors as possible.

The Introduction of the ETFs in the public markets promotes the participation of other market makers and speculators increasing the liquidity of these instruments and hence increases the capacity of the investment models. Quants currently targets its investment capacity of its portfolio universe around $4billion~~s~~. This AUM target can be achieved with the successful introduction of the online platform. The company's revenues are targeted to reach over $100 million over the next three years and $300 million over the next five years based on current estimates.

The user experience in the QuantsPlus online platform will be visual with greatest emphasis on modularity. The modularity will enable the embedding of the risk tools and views in other financial websites and establish trading partnerships with analysts, portfolio managers, advisers and broker-dealers by licensing to reach over one million subscribers. Quants marketing will emphasize the risk management tools and products to every investor category.

QuantsPlus will demonstrate the indices and portfolio models with an open format. In addition, Quants will also publish the whitepapers for the indices and have financial publishers and exchanges such as the Chicago Mercantile Exchange ("CME") and Bloomberg broadcast publicly. Quants will keep and maintain the trading algorithms privately to protect the intellectual properties.

The transparency of the portfolio methodologies will showcase the return versus risk potential in real-time. Quants believes that such an objective and quantitative analysis service **will drastically change consumer behavior in the market creating a cost and performance pressure on competition.**

Quants identifies and targets three investor segments suitable for the subscription services. These are the active investors who are the high net worth individuals interested in the market trends, the active traders who are generally more sophisticated in the risk management and institutional fund managers who are professionals and looking for the alternate ways to generate alpha for their clients. There will be an advertising strategy as well as a sales team for institutions.

Quants analysis generates the risk probabilities and factors at various price ranges. Hence, the analysis will be also integrated into the subscribers' ongoing portfolios to show the potential benefits and risks and make recommendations based on the models for the advanced or institutional investors. Quants is going to charge a premium for such tools.

Business Development Plan:
Quants is raising Series-A capital to complete the following growth stages:
Stage-1 in Q1'2016 - Q4'2016

- QuantsPlus
  - Launched the development of QuantsPlus; the online Robo-adviser interface of quantitative proprietary risk and return analysis and optimization technology.
- Quants Funds
  - Fundraising for $100 million in AUM. Each (MORE THAN ONE FUND???) fund is structured to accept investors and generate $10 million revenues in 2016.
  - The hedge fund strategy will enable development of ETFs in stage-2 and provide sufficient liquidity to the company and pay dividends to the corporate investors.

Stage-2 in Q4'2016 - Q1'2017

- Launch building block indices and ETFs.
- Launch Beta-testing program of QuantsPlus platform, stimulate interest for early adopters, fine-tune operations and technology.

Stage-3 In Q1'2017 - Q4'2017

- Launch of QuantsPlus platform
- Ramp-up marketing for customer acquisition.
- Partnerships for the portfolio marketplace.

Subscription Type	Potential Subscribers
Financial Advisors and Professional Fund Managers	200,000 advisers, 12,000 managing over $25 millions
Active Traders	1,500,000 – 2,000,000 in US
Active Investors	13 million households with a brokerage account

10.2 Marketing Strategy

The Quants Sales and Marketing executive team is comprised of very experienced senior executives each with decades of experience in sales, marketing, global banking, origination and customer acquisition.

(THE BELOW ISN'T TRUE YET. WE HAVE ADVISORS, BUT NO "DIVISIONS" WITH DIRECT EMPLOYEES. MAYBE CAN USE THE WORDS "PLAN" OR "WILL STRIVE TO HIRE.., ETC.)

Quants Talent Inventory in the Marketing Division encompasses a wide spectrum of experience in following **sectors**: Consumer Goods, Wealth Management, Investment Banking, Mergers & Acquisition, Hedge Fund, and financial investment products such as stocks, bonds, hedge funds, mortgage and insurance.

The talent inventory includes expertise in following **functional areas**: Financial Marketing, Associations, Affiliate Marketing, Celebrity Endorsements, Call Centers, Celebrity Endorsements, Digital Media, Data Acquisition, Direct Mail, Events, Kiosks, Infomercial, Investor Lead Generation, Media Buying, Mobile, Partnerships, Print, Public Relations, Radio, Technology, Tele-Service, Social Media, Surveys, and Video.

AUM Acquisition for Hedge Funds:

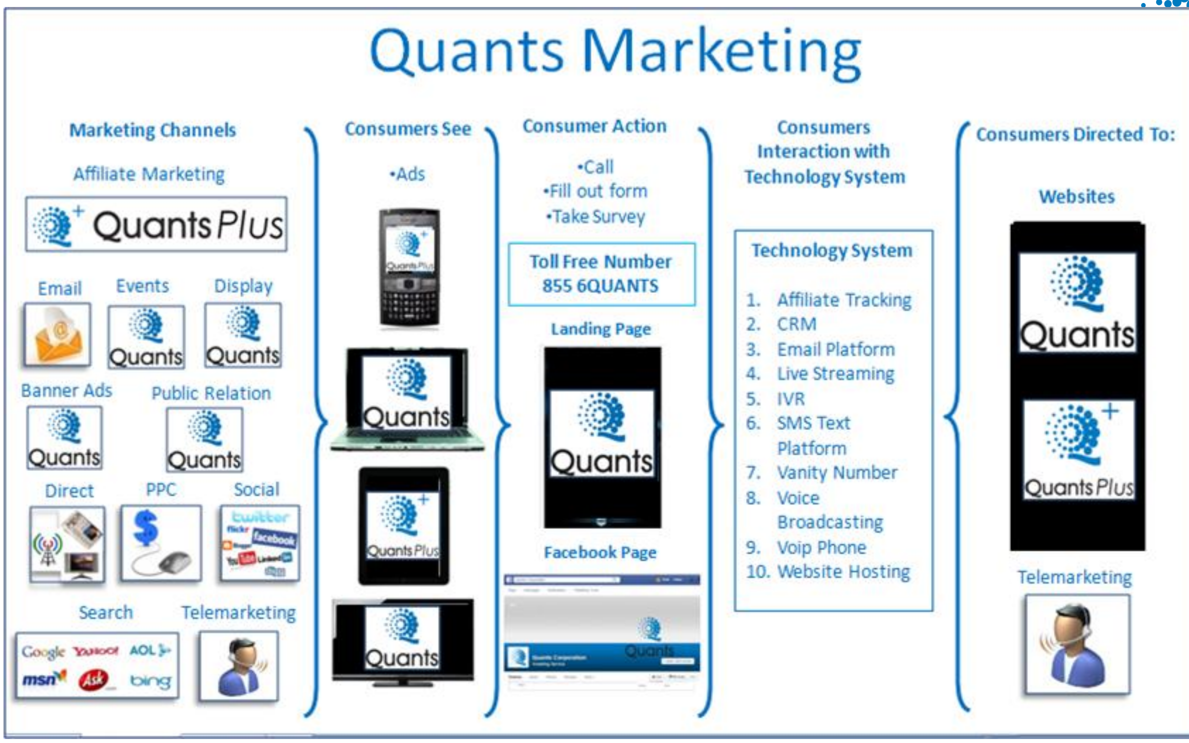
Growing a hedge fund's capital base is very important because increased AUM mean both increased management fees and performance fees. Quants has implemented a plan to reach an AUM goal of $100M in 2016. The company has hired??? the institutional services of an international consortium of investors, brokers and advisors with significant level of relationships with high net worth individuals, family offices, funds of funds and banks. Additionally, Quants also plans to market their products to RIAs, family offices and syndication with a network of FINRA broker-dealers. The company recruited a very senior C-Level international banker to its board to oversee the hedge fund growth and provide guidance in governance and institutional growth to QuantsPlus. The person brings in decades of experience in Global Banking, senior relationships, social financing experience and FinTech know-how. (INCLUDE CENK AYDIN)

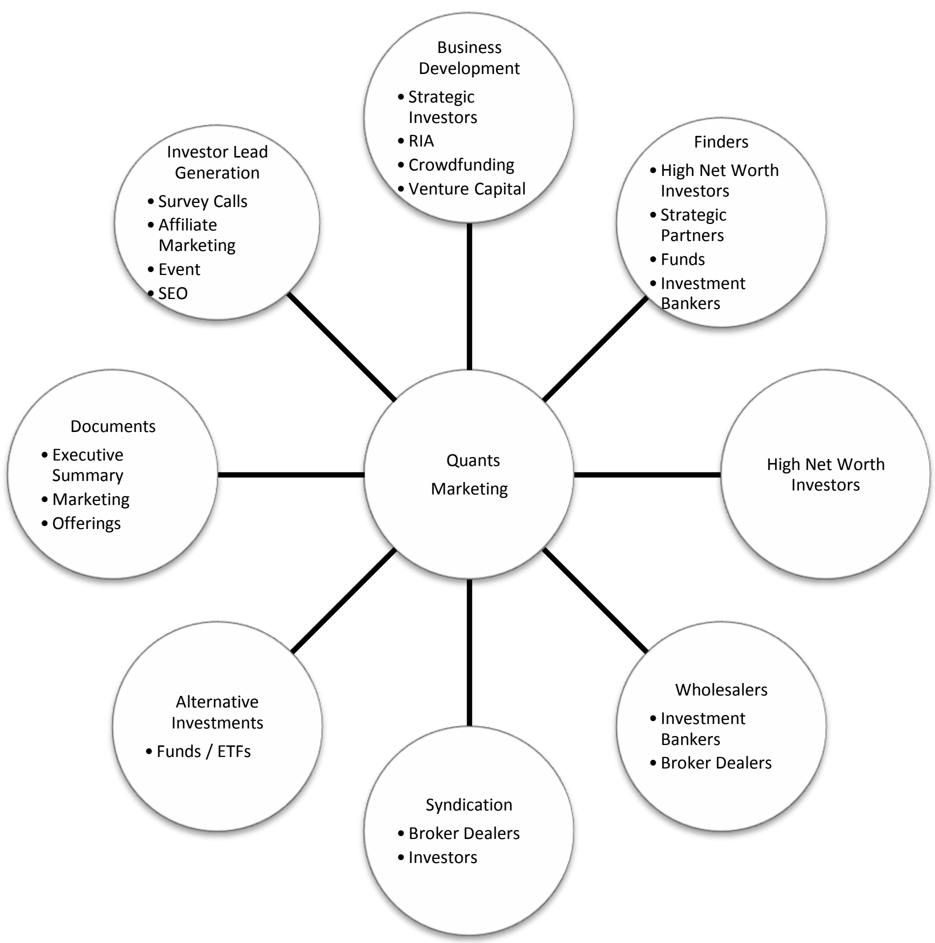
Customer Acquisition for QuantsPlus

The Quants marketing team is developing customer acquisition campaigns, and providing Marketing Support, Tech Support, and Customer Support for Business-to-Business and Business-to-Consumer investment product sales and QuantsPlus registration and SaaS sales. The marketing plan is modeled to be highly successful by selecting experienced vendors to partner with, using proven technologies to assist company goals, to manage cross training staff, establishing a co-working environment~~,~~ and eliminating downtime that is designed to help with achieving great results.

The Company has a goal to generate investor, trader~~,~~ and fund manager leads at a cost between $35 and $75 that will become registered customers on the QuantsPlus and convert to being subscribers on the SaaS automated investment platform as well as purchase ETF products or contribute to Quants Funds AUM. Quants will use various paid media and lead generation partners and channels. The company will implement an extensive SaaS Freemium program that will be distributed on a performance marketing model providing various lengths of a free trial for investors, traders, and fund managers to use the risk analysis and portfolio building suite with QVT™ (Quants Visualization Technology).

- QuantsPlus.com online SaaS customer acquisition
  - Sales and Marketing for acquiring subscribers and users to QuantsPlus Wealth Management platform
  - Products include:
    - Online Portfolio Building Tools
    - ETFs
    - Hedge Funds
  - Target Customers Categories
    - Active Investors: 12 million potential accounts
    - Active Traders: 2 million of 12 million accounts
    - Advisers and Institutional Fund Managers: 200k
  - Time Period – September 2016 - December 2020


Quants Marketing
Marketing Channels
Affiliate Marketing
Quants Plus
Email
Events
Display
Banner Ads
Public Relation
Direct
PPC
Social
Search
Telemarketing
Consumers See
•Ads
Consumer Action
•Call
•Fill out form
•Take Survey
Toll Free Number
855 6QUANTS
Landing Page
Facebook Page
Consumers Interaction with Technology System
Technology System
1. Affiliate Tracking
2. CRM
3. Email Platform
4. Live Streaming
5. IVR
6. SMS Text Platform
7. Vanity Number
8. Voice Broadcasting
9. Voip Phone
10. Website Hosting
Consumers Directed To:
Websites
Quants
Quants Plus
Telemarketing


Business Development
• Strategic Investors
• RIA
• Crowdfunding
• Venture Capital
Investor Lead Generation
• Survey Calls
• Affiliate Marketing
• Event
• SEO
Finders
• High Net Worth Investors
• Strategic Partners
• Funds
• Investment Bankers
Documents
• Executive Summary
• Marketing
• Offerings
Quants Marketing
High Net Worth Investors
Alternative Investments
• Funds / ETFs
Syndication
• Broker Dealers
• Investors
Wholesalers
• Investment Bankers
• Broker Dealers

11 Revenue Streams in 2016

11.1 Overview

(ARE WE SURE OF ALL THESE CLAIMS? DO THE CORRESPOND TO OUR PROJECTIONS IN OTHER PLACES???)

The revenue style of Quants can be analyzed as percent of AUM acquired and the fixed subscriptions. Quants will generate fixed subscription revenues from the online platform and these will consist about 15% of the total revenues. The hedge fund and ETF revenues based on AUM will generate the rest of the revenues as management fees about 15%, commissions about 30%, and royalties (or performance fees) about 40% of the total revenues.

Quants primarily targets to promote and sell its existing portfolio and investment products with visual technologies. However, another goal of the online services will be to launch the portfolio marketplace with built-in analysis, portfolio construction and publishing tools and create strong business partnerships. Quants expects the online revenues to significantly exceed the AUM based business model within two-to-three years.

In order to facilitate the online risk management, Quants will introduce its risk management ETFs or building blocks. Each ETF will have its own risk indices that can be easily added to an existing portfolio with an optimizer tool. Quants generates revenues about 7.0-9.7% of AUM in the hedge funds. Quants expects the profit margin in its ETF products to be higher than the hedge fund products or around 11-15% of AUM.

Quants can optimize the performance of its trading to outperform the ETFs' benchmark indices, but also generate management fees and commissions while maintaining the ETF assets. Although the hedge funds require the commissions and performance fees to be reported, such revenues are irrelevant in ETF management with a passive index.

Quants will advertise the online risk technologies with the free subscriptions for the rapid introduction of the portfolios, and then start generating revenues for the actively rebalanced portfolios as a percent of AUM similar to other Robo-adviser platforms. Every risk managed portfolio managed by Quants will also invest in the ETF products of Quants. Hence, the online platform will be an important distribution channel of Quants ETFs, even though the ETFs will trade in the public markets.

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11.2 Online Subscription Services

Quants will be introducing online subscriptions in QuantsPlus, a Software-as-a-Service (SaaS) Wealth Management Platform.

The SaaS platform will generate subscription revenues with the risk analysis tools and portfolio building suite with QVT™ (Quants Visualization Technology) in addition to also serving as a distribution channel for Quants products. The platform will support and meet the needs of a range of financial institutions including small and large broker-dealers, banks, insurers, 401(k) platforms, and other advisory firms looking for a digital wealth management platform to increase customer loyalty and grow advisory assets.

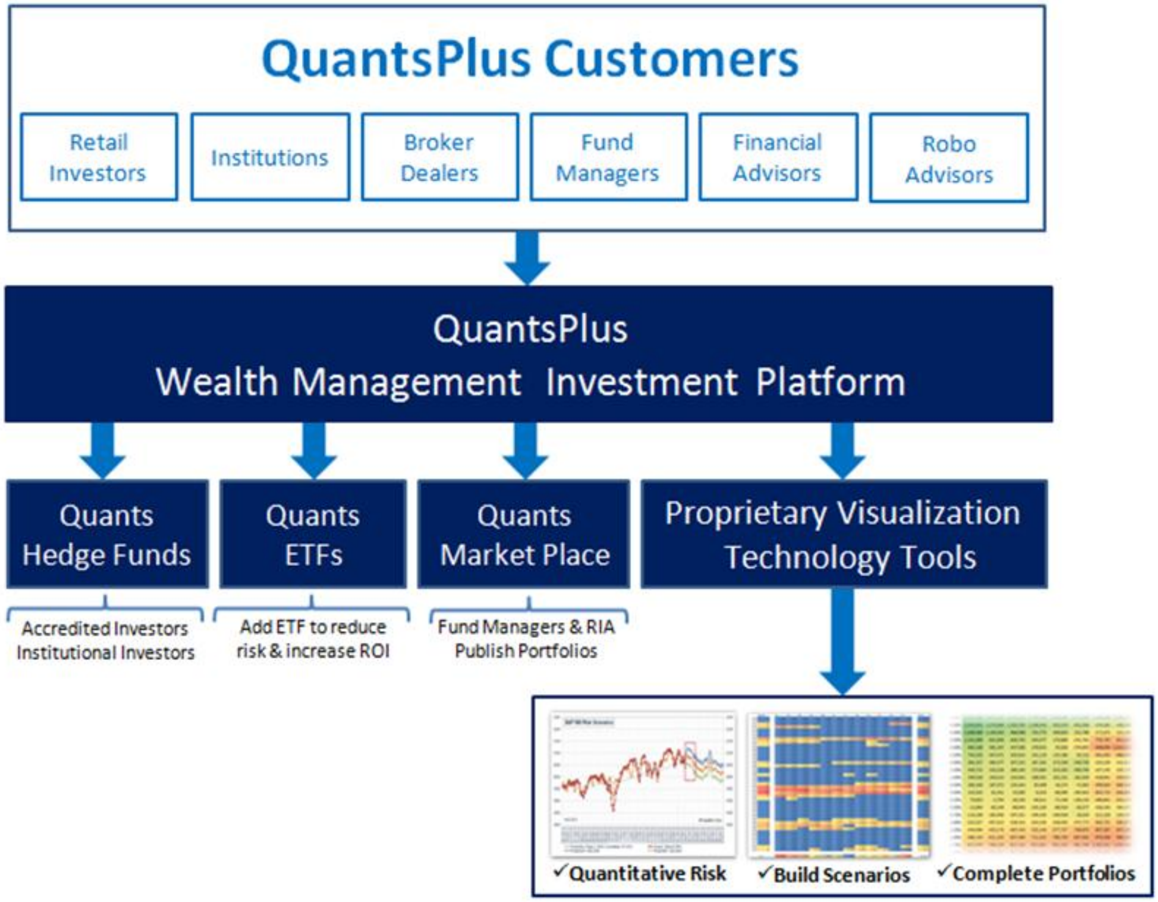
While most of the proprietary algorithms and models will be maintained as a trade secret, the market analysis and risk solutions can be tailored to each subscriber with complete transparency. Quants expects to mainly capitalize on the portfolio views under diverse risk scenarios at its basic subscription level.

Quants then intends to market the basic index and sector allocation and rotation models and more advanced long/short, hedging and derivatives portfolio models at different subscription levels. These will be also marketed through funds and ETFs. The subscription pricing will be fixed, as the revenues mainly collected through ETF assets.

The Quants tools are the foundation of the online platform, the collaboration with the analysts and portfolio managers should generate additional revenues. The analysts and portfolio managers should benefit by taking advantage of the unified risk and return tools of the covered issues and portfolios on the website as a marketplace. Hence, a sales commission and advertising revenues can be generated by facilitating the transparent environment as well.

The embedding of the risk views with broker/dealers can generate substantial revenues by site-licensing and also quickly gaining access to significantly more subscribers for the portfolio products.

The following diagram shows the various customers and their potential relationship to the products offerings within the online platform.



12 Financial Overview DO NOT USE YET

The historical and projected financials with the key assumptions are presented in the following sections.

Note that financial and performance data presented in these materials are unaudited. Please see the disclosures.

12.1 Historical Balance Sheet and Profit and Loss Statements

These are presented in the following pages.

12.2 Balance Sheet

	Dec 31, 12	Dec 31, 13	Dec 31, 14	Oct 31, 15 UPDATE TO 12/31/15
ASSETS				
Current Assets				
Checking/Savings	2,269.63	2,124.26	33,878.65	300,181.56
Accounts Receivable	0.00	0.00	0.00	890,570.00
Total Current Assets	2,269.63	2,124.26	33,878.65	1,190,751.56
Fixed Assets	0.00	382.44	2,335.87	2,335.87
Other Assets				
QEP	197,164.00	387,279.00	0.00	0.00
Software Assets				
QGP	3,318,791.00	3,318,791.00	3,318,791.00	3,318,791.00
QuantsPlus	0.00	0.00	0.00	40,000.00
Total Amortization	-663,758.16	-1,327,516.32	-1,991,274.48	-2,544,406.28
Total Software Assets	2,655,032.84	1,991,274.68	1,327,516.52	814,384.72
Total Other Assets	2,852,196.84	2,378,553.68	1,327,516.52	814,384.72
TOTAL ASSETS	**2,854,466.47**	**2,381,060.38**	**1,363,731.04**	**2,007,472.15**
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Accounts Payable	0.00	0.00	0.00	75,891.50
Credit Cards	9,483.67	9,363.58	9,430.33	12,538.91
Other Current Liabilities				
Loans from Members	0.00	0.00	0.00	2,500.00
QuantsPlus Trust Liability	0.00	0.00	0.00	300,000.00
Total Other Current Liabilities	0.00	0.00	0.00	302,500.00
Total Current Liabilities	9,483.67	9,363.58	9,430.33	391,020.41
Long Term Liabilities				
QGP Liabilities	3,067,823.00	2,242,554.00	0.00	0.00
Total Long Term Liabilities	3,067,823.00	2,242,554.00	0.00	0.00
Total Liabilities	3,077,306.67	2,251,917.58	9,430.33	391,020.41
Equity				
Members	-222,840.24	129,142.72	1,354,300.71	1,473,611.53
Members Equity	94,692.41	-469,571.00	-1,274,690.84	0.00
Net Income	-94,692.37	469,571.08	1,274,690.84	142,840.21
Total Equity	-222,840.20	129,142.80	1,354,300.71	1,616,451.74
TOTAL LIABILITIES & EQUITY	**2,854,466.47**	**2,381,060.38**	**1,363,731.04**	**2,007,472.15**

12.3 Profit and Loss Statement

	Dec 31, 12	Dec 31, 13	Dec 31, 14	Oct 31, 15 UPDATE TO 12/31/15	TOTAL
Ordinary Income/Expense					
Income					
Licensing Income	490,000	1,000,000	1,580,000	500,000	3,570,000
Other Income	0	14,790	41,712	119,720	176,223
QuantsPlus Income	0	0	0	300,000	300,000
Services Income	161,845	292,330	430,698	222,380	1,107,253
Total Income	651,845	1,307,120	2,052,410	1,142,100	5,153,475
Cost of Sales					
Computer and Internet Expenses	715	2,888	2,511	1,770	7,883
Dues and Subscriptions	375	733	1,297	12,007	14,413
Total Cost of Sales	1,090	3,621	3,808	13,777	22,296
Gross Margin	650,755	1,303,499	2,048,602	1,128,323	5,131,179
Gross Margin %	99.83%	99.72%	99.81%	98.79%	99.57%
Selling, General & Administrative					
Advertising and Promotion	298	1,629	3,843	30,207	35,977
Bank Service Charges	313	850	3,225	5,073	9,461
Business Licenses and Permits	900	13,375	905	850	16,030
Insurance Expense	0	1,483	10,122	26	11,631
Fund Expense	0	0	0	30,571	30,571
Meals and Entertainment	996	10,299	6,859	7,006	25,159
Office Services	2,611	6,633	2,514	9,119	20,877
Office Supplies	47	440	709	561	1,757
Payroll	122,919	155,627	231,845	187,500	697,891
Postage and Delivery	244	631	82	443	1,400
Printing and Reproduction	0	0	256	68	324
Professional Fees	0	25,870	23,977	88,276	138,123
Rent Expense	25,803	56,749	36,787	34,856	151,157
Repairs and Maintenance	1,000	444	0	0	1,444
Secretarial Services Expense	2,500	0	0	0	2,500
Telephone Expense	543	3,823	4,035	3,195	11,595
Travel Expense	4,108	20,725	3,972	3,628	32,433
Total SG&A	162,282	298,578	329,130	401,378	1,191,368
Operating Income/EBITDA	488,473	1,004,921	1,719,473	726,945	3,939,811
Operating Margin %	74.94%	76.88%	83.78%	63.65%	76.45%
Other Income/Expense					
Other Income					

QEP K-1 Income	-33,115	-17,426	-86,449	0	-136,990
QEP K-1 Interest	230,279	165,994	166,307	0	562,580
Total Other Income	197,164	148,568	79,858	0	425,590
Other Expense					
Amortization	663,758	663,758	663,758	553,132	2,544,406
Interest Expense	239,490	175,787	92,706	2,428	510,412
Tax Payments	0	0	20	28,544	28,564
Total Other Expense	903,248	839,545	756,484	584,104	3,083,382
Net Other Income	-706,084	-690,977	-676,626	-584,104	-2,657,792
Net Income	**-217,612**	**313,944**	**1,042,846**	**142,840**	**1,282,019**

12.4 Earnings Projections

During the fund formation and ramping up process in early 2015, Quants experienced lower income than 2014. Quants will emphasize on the online platform development efforts during this time.

(in thousands)	**2016**	**2017**	**2018**	**2019**
Revenues:				
Online Subscribers	*7.7*	*46*	*223*	*438*
QuantsPlus Revenues	4,803	28,948	139,912	274,681
Training Programs	45	457	1,777	2,393
Licensing Fees	2,045	5,430	5,079	5,789
Management Fees	1,127	3,072	4,572	6,197
Execution Services	2,621	6,316	7,952	8,855
Total Revenues	*10,640*	*44,223*	*159,273*	*297,897*
Expenses:				
Employees	25	100	400	500
Gross Cost of Sales	*35*	*184*	*762*	*1,557*
Gross Margin	*10,605*	*44,039*	*158,511*	*296,339*
Gross Margin %	99.67%	99.58%	99.52%	99.48%
Selling, General & Administrative	*5,253*	*20,061*	*64,665*	*115,763*
Operating Income/EBIDTA	*5,352*	*23,979*	*93,846*	*180,576*
Operating Margin %	50.30%	54.22%	58.92%	60.62%

Pro forma details are presented separately. The complete subscription services are expected to go online in the second half of 2016. Hence, a pessimistic approach is taken in providing guidance in earnings and valuation metrics for 2016.

13 Private Placement

In this fundraising round, the $5 million will be used for the growth funding and operating reserve. Quants intends to list the company publicly to add more visibility and offer convertibility to its private investors.

The following page summarizes the current offering terms (in thousands);

Share Counts	Notes	$-Value	Notes	%
1,636,893	Founders	$ 23,398	As of Dec 31, 2014	65.84%
319,245	Current investors	$ 4,789	Current Investors	12.84%
200,000	Directors	$ 3,000	Current Investors	8.05%
2,156,138	**Pre-Valuation Shares**	**$ 31,892**	**Pre-Valuation**	**86.73%**
330,000	New Investor Shares	$ 4,950	Fundraising	13.27%
	Retained earnings	$ 699	As of Dec 31, 2014	
	Total Stockholders Equity	$ 5,649	Total Stockholders Equity	
4,000	**Shares per investor**	***$ 60***	**Minimum per investor**	
		$ 15.0	**per share**	
2,486,138	**Post-Valuation Shares**	**$ 37,541**	**Post-Valuation**	**100.00%**

Potential valuations according to the projected earnings for 2016-2018 (in thousands);

Tax Year	Share Price	Shareholders' Equity	Market Cap (Company Value)	P/E Ratio	Potential Return	Shareholders Ownership
2016	$ 30.39	$ 19,732	$ 80,278	15	203%	24.58%
2017	$ 108.24	$ 109,237	$ 359,678	15	724%	30.37%
2018	$ 506.67	$ 410,425	$ 1,407,686	15	2,916%	29.16%

(RECOMMEND USE 10/20/30 P-E HERE AND THROUGHOUT FOR A "LOW-MIDDLE-HIGH" PROJECTION)

The dilution in the subsequent years is separately documented, the total authorized shares is 3,600,000 shares.

14 Appendices

14.1 (I DON'T SEE ANY REASON FOR THIS SECTION)

14.2 Background

Gokhan Kisacikoglu founded Quantum Growth Partners in 2006 and Quants in 2010. The development efforts in the quantitative finance have been an ongoing task for about 16 years.

The financial software assets of Quantum Growth Partners were consolidated in 2012 under Quants. The quantitative development in derivatives instruments and improvement of the existing tools as well as overseeing of such derivatives portfolios have been the primary tasks at Quants.

Prior to quantitative finance in derivatives markets, Gokhan was engaged in various mathematical modeling tasks with the computer simulations in diverse fields from engineering to visual effects. He was employed in major studios for about 14 years, patented the unique chaotic systems and presented the applications in the prestigious institutions and conferences.

14.3 Development of Volatility Arbitrage at Quantum Growth Partners (DON'T LIKE THIS SECTION, EITHER. $6.5 MILLION MENTIONED ELSEWHERE)

The initial software development for financial analysis and trading began in 1998 for the friend and family assets. The initial focus was on short term trading in stocks and bonds and other cash instruments. The focus gradually shifted to the stock and index options after 2004 and Gokhan continued to build more expertise in Quantum Growth Partners I, LLC after the company was founded in 2006. The company's software assets were sold and consolidated under Quantum Growth Partners II, LLC (QGP-II or simply QGP) in 2008 and the futures and futures options trading on the major stock indices was introduced due to the favorable tax treatment of these instruments.

Although mostly leveraged index trading was employed from early on until 2008, the focus primarily switched to the higher frequency (intraday) trading until 2011 under the new partnership and the results were put to test in a fund environment in 2011. Although QGP had very successful results with the leveraged index trading approach in excess of 50% annual returns, QGP was not able replicate the same from 2009 to 2011 with the high frequency trading in the fund environment. QGP experienced losses during the high volatility periods such as the crash of August 2011 as it became impossible to control the intraday leverage in real-time due to the difficulties in hedging and liquidity.

Due to the limitations in liquidity and the appropriate time to fill the derivatives orders in intraday, the trading focus reverted back to volatility arbitrage trading, but with significantly more experience in intraday trading about the risk management and execution of hedged portfolios. Hence, the development funding for the high frequency trading was diverted to constructing risk averse, or hedged, derivative portfolios and asset allocation methods in Quants.

14.4 Development of Risk Management Suite at Quants

The main focus of Quants was on the fund management with the software tools developed in QGPs with the software licensing agreements.

Although the two year development period in the high frequency trading had very successful periods during the test trading, the extreme intraday changes in liquidity and execution gaps were unpredictable for the real-time (intraday) systems even if Quants could foresee the high volatility events approaching ahead of time. Hence, the strictly intraday trading was abandoned and preferred employing leveraged index trading with hedging. This allowed us to take the hedging positions ahead of the changing volatility conditions according to the analysis with the appropriate confidence intervals.

This hedged approach with the prior leveraged index trading experience proved very successful with the returns in excess of 100% for the two year period we traded for the managed accounts from 2012 until the end of 2013. Quants developed the experience in the managed accounts rather than in a fund environment immediately at this time. Quants experimented on different levels of leverage throughout this period and tested the markets to achieve the appropriate risk for the sustainable and above average returns under various liquidity conditions. Quants achieved one of the highest annualized Sharpe ratio (13.79) in industry with 111% net return after all expenses during the two year testing period.

In the execution front, Quants developed the skills necessary for the intraday trading for the optimal execution of the hedging portfolios. Quants concluded the managed accounts trading in 2014 and set to start two new funds as one US based for domestic and one offshore for foreign investors in 2015.

In order to strengthen the trading desk and specialist operations, Quants intends to also open a training program for the derivatives and volatility arbitrage. The curriculum of this online academy with additional webinars will target toward the optimal execution of the derivatives portfolios. This will also allow Quants to generate more subscription revenues in the analysis and risk management online.

Quants is aiming for $200M capacity usage for the next few years in its funds. Most of the initial funding will come from the existing clients and referrals from these clients.

14.5 Development Costs

Quantum Growth Partners spent significant amount of its financing for testing of the high frequency trading. Unfortunately, these efforts did not achieve the level of success appropriate to generate enough income to pay off its creditors until the focus was shifted back to swing trading with a risk hedged approach in Quants.

The experience gained through QGP-II however has been tremendous in understanding the timing and execution capacity of the derivatives markets. The total cost of the development and test trading was about five million dollars. Most of the financing has been earned back and paid off through Quants as of 2014. The remaining debt was converted to equity in 2014.

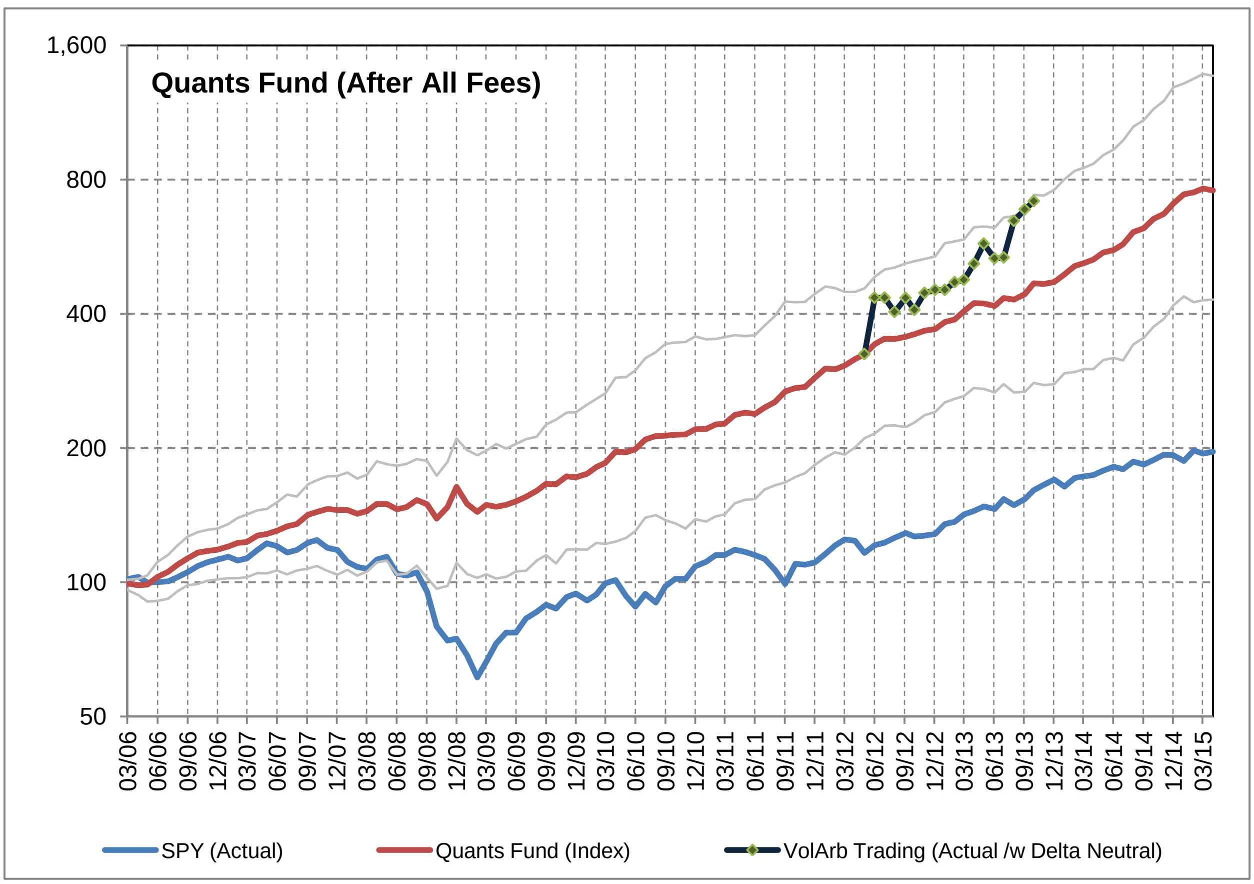
14.6 Quants Index

Quants Index consists of multiple traditional stock, bond and commodity assets and the hedging of these assets to yield the same optimal return within their 90% of trading range as a combined portfolio.

The composition of the allocations consists of the large cap stocks (SPY – S&P 500 Index ETF), US government bonds (TLT – Long Term US Bond ETF) and broad commodities (DBC – Deutsche Bank IQ Commodity Index ETF). The ETF portion of the portfolio is rebalanced on a monthly basis. The volatility arbitrage strategies are used to maximize the short-term return and the excess risk is re-hedged in the derivatives markets with CFE Volatility (VIX) and CME S&P 500 Index futures and futures options (ES or SP). ~~The details of the index are explained in the related index and fund documentation.~~

In the index composition, the ETF assets account about 65% (I THINK SHOULD BE MORE VAGUE). The ETF portfolio is similar to traditional index investments. The ETF assets are leveraged up to 200% (MORE VAGUE???). It is important to note that the hedging portion of the portfolio provides great support against the drawdown (when the stock prices are declining). This is achieved by sacrificing the excess returns of the ETF assets and the fund will underperform during the very strong up trends with over 5% (MORE VAGUE???) monthly returns. ~~However, such bull market conditions occur very rarely and this is well worth the tradeoff for the consistent returns.~~

In the fund environment, Quants Index targets to return 2% monthly return with Sharpe (NOT A COMMON TERM, DEFINE OR EXPLAIN) ratio over 2 (ON A SCALE OF WHAT? EXPLAIN WHY THIS IS GOOD) after all fees and expenses. This allows the deviation in the monthly returns to



15 Historical Trading Records

The monthly trading results per managed accounts are presented below. The trades are available in detail for review separately. The commission schedule during the test trading was set to $8-9 round trip and significantly above the industry average.

The monthly returns below are after the commissions and net of all applicable licensing and management fees[3].

	Client-1	Client-2	Client-3	Client-4	Client-5	Client-6	Client-7	Ave Returns	Cumul Return
Jun-12	36.10%	#N/A	#N/A	2.59%	#N/A	#N/A	#N/A	33.81%	33.81%
Jul-12	0.00%	#N/A	#N/A	0.00%	#N/A	#N/A	#N/A	0.00%	33.81%
Aug-12	-7.61%	#N/A	#N/A	-3.37%	#N/A	#N/A	-3.48%	-7.08%	24.34%
Sep-12	8.84%	#N/A	#N/A	-1.99%	#N/A	#N/A	-2.06%	7.46%	33.61%
Oct-12	-7.59%	#N/A	#N/A	11.63%	#N/A	#N/A	12.09%	-5.95%	25.66%
Nov-12	9.33%	#N/A	#N/A	4.68%	#N/A	#N/A	4.83%	9.12%	37.13%
Dec-12	1.59%	2.04%	#N/A	1.79%	1.64%	#N/A	1.85%	1.62%	39.35%
Jan-13	-0.04%	-0.05%	#N/A	0.43%	0.40%	#N/A	0.45%	-0.02%	39.32%
Feb-13	4.23%	2.37%	#N/A	1.51%	1.39%	#N/A	1.56%	4.02%	44.93%
Mar-13	0.93%	-5.47%	15.28%	-4.26%	-1.45%	15.38%	-3.75%	1.24%	46.72%
Apr-13	8.62%	9.39%	8.79%	8.82%	8.57%	7.95%	8.51%	8.66%	59.42%
May-13	10.89%	10.86%	11.03%	11.07%	11.80%	11.01%	11.69%	10.94%	76.87%
Jun-13	-7.68%	-6.89%	-6.72%	-6.74%	-5.79%	-5.44%	-4.81%	-7.35%	63.86%
Jul-13	0.06%	1.69%	0.77%	0.75%	2.34%	3.89%	2.50%	0.49%	64.67%
Aug-13	20.71%	21.42%	20.67%	20.79%	20.19%	20.57%	21.63%	20.80%	98.93%
Sep-13	6.04%	6.14%	6.17%	5.92%	6.54%	6.23%	6.23%	6.08%	111.02%
Oct-13	4.41%	4.45%	4.54%	4.36%	4.73%	4.88%	3.24%	4.42%	120.35%

								Totals
Principal	4,125,803	799,948	299,878	400,800	199,930	159,174	100,000	*6,085,533*
Settled	11,977,758	1,710,710	810,070	944,801	544,170	485,054	305,072	*16,777,634*
Gross Profit	7,851,955	910,762	510,192	544,001	344,240	325,880	205,072	*10,692,101*
Fees & Comms	3,796,768	531,665	284,290	322,525	206,744	176,686	129,901	*5,448,579*
Net Profit	*4,055,187*	*79,097*	*225,902*	*221,476*	*137,496*	*49,194*	*5,171*	*5,243,523*

Annualized Return	74.66%	***Annualized Std Dev***	35.37%
Max Drawdown	-7.35%	***% Profitable***	76%
Ave Net Profit	9.06%	***Sharpe***	2.10
Risk Ratio	81.21%	***Profit Factor***	1.78

[3] Results are deemed accurate but, being currently audited. (IS THIS STILL TRUE???)

16 Disclosures

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