

Alexander Carlin, *Senior Managing Director*

NOVA CAPITAL INTERNATIONAL, LLC

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Alexander Carlin has over 30 years of diversified and interrelated experience in numerous segments of the capital markets. These include, investment banking, corporate finance, project finance, financial analysis, equity research, equity private placements, GAAP accounting, public company financial statements and SEC filings, trading, and risk arbitrage. Industry expertise includes, Financial Services, FinTech, Biotech, Biopharma, Renewable Energy, Real Estate, Mining and Natural Resources, Oil & Gas, and Manufacturing. Mr. Carlin has been the lead investment banker in the equity financings of over 70 public and private micro-cap and small cap companies (and projects), successfully completing equity private placements totaling over \$2.2 billion during the last 20+ years. successfully completing equity private placements of \$5 to \$100 million.

NOVA CAPITAL INTERNATIONAL, LLC, Boston, MA; Los Angeles, CA

Senior Managing Director

Investment banking and corporate financial advisory services provided to publicly traded and private micro-cap (market cap < \$300 million) companies. Specializing in private placements of equity from \$5 to \$100 million and equity valuation analysis. Extensive experience and outstanding performance in creating institutional quality documentation for business plans, pro forma financial statements, cash flow models, equity research reports, equity valuation analysis and private placement memorandums. Coordinate, and supervise the entire team of investment banking professionals, plus legal and accounting personnel.

APOLLO CAPITAL GROUP, LLC, New York, NY & Los Angeles, CA

Managing Director

Investment banking and corporate financial advisory services provided to publicly traded micro-cap companies. Specializing in equity valuation analysis and private placements of equity from \$5 to \$100 million. Extensive experience and outstanding performance in creating institutional quality documentation for business plans, pro forma financial statements, equity research reports and private placement memorandums. Coordinate, and supervise the entire team of investment banking professionals, including legal and accounting.

ALLIED CAPITAL GROUP, LLC, New York, NY & Los Angeles, CA

Managing Director

Full service NASD securities brokerage firm with over 100 brokers, specializing in Retail Brokerage, Initial Public Offerings, Private Placements, Bridge Loans, Equity Research, Corporate Financial Consulting and Investment Banking Advisory Services. Investment banking and corporate financial advisory services provided to publicly traded and private micro-cap (market cap < \$300 million) companies. Held four securities licenses including Registered Representative, General Securities Principal, Financial Operations Principal and Options Principal.

FIRST MADISON SECURITIES LTD., NY, NY

Managing Director

Full service NASD securities brokerage firms specializing in Retail Brokerage, Initial Public Offerings, Private Placements, Bridge Loans, Equity Research, Corporate Financial Consulting and Investment Banking Advisory Services.

COWEN & COMPANY, New York, NY

Senior Vice President Investments

Performed brokerage and trading services for retail and institutional clients in equities, fixed income and derivative instruments. Representative of Oppenheimer Asset Management Division. Lead investment banker on several equity financing transactions.

KPMG PEAT MARWICK, New York, NY

Supervisory Senior, Mergers & Acquisitions

Coopers & Lybrand's M&A Group was retained on a consulting basis by premier investment banks (e.g. Wasserstein Perella, Morgan Stanley) and principals (e.g. Mitsui) for due diligence, acquisitions structure, quantitative research, valuation analysis and corporate transaction tax advice. Transaction size: \$100 million to \$2 billion.

- Developed alternative deal structures (including spin-offs, break-ups and carve-outs) to minimize the impact of taxes on both target companies and acquirers.
- Developed and executed valuation and pricing models to determine the appropriate acquisition price.

SUMMIT CAPITAL GROUP, INC., New York, NY

Vice President: Equity Portfolio Management, Risk Arbitrage & Corporate Finance

Summit managed \$200 million in equities, \$50 million in risk arbitrage and performed various corporate finance transactions.

- Participated in security purchase, sale and hedge decisions and performed technical and fundamental equity research.
- Identified potential risk arbitrage candidates based upon computer screening, relative valuation analysis and trading patterns.
- Worked directly for the former head of research at Dreyfus.
- Performed the financial analysis and structuring of private placements for small capitalization companies.

MORGAN STANLEY, New York, NY

Analyst, Risk Arbitrage

- Evaluation and risk analysis of risk arbitrage opportunities and on existing positions.
- Performed quantitative valuation analysis on non-cash acquisition currencies.
- Created utility dividend arbitrage analysis models.
- Wrote Morgan Stanley's manual: "Risk Arbitrage Procedures & Strategies."
- Risk Arbitrage Fund Size (MS Proprietary Equity leveraged): > \$2 billion.

ARTHUR ANDERSEN & CO., Washington D.C.

Senior Tax Accountant/Auditor

Supervised preparation of, prepared and reviewed individual, partnership, corporate and consolidated corporate tax returns. Designed and created earnings and profits studies and performed executive and corporate tax planning. Worked on private placement memorandums, corporate mergers and acquisitions, and real estate transactions. Joined AA Co. as an auditor - audit clients included Marriot Corporation, Manor Care, Inc., Smithfield Foods, Inc. and Mars Corporation.